

Haytaian Peter D
Form 4
March 05, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Haytaian Peter D

2. Issuer Name and Ticker or Trading Symbol
Anthem, Inc. [ANTM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
120 MONUMENT CIRCLE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & President, GBD

INDIANAPOLIS, IN 46204

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/01/2018		F		1,205 (1) \$ 232.04	D	44,841
Common Stock	03/01/2018		A		3,502 (2) \$ 0	A	48,343
Common Stock	03/01/2018		A		4,310 (3) \$ 0	A	52,653
Common Stock	03/02/2018		F		8,751 (1) \$ 233.08	D	43,902
Common Stock	03/02/2018		A		16,304 (4) \$ 0	A	60,206

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with 7 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities. Row 1: Employee Stock Option (Right to Buy), \$232.04, 03/01/2018, A, 14,761, (5), 03/01/2028, Common Stock, 14,761.

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships. Row 1: Haytaian Peter D, 120 MONUMENT CIRCLE, INDIANAPOLIS, IN 46204; Relationships: Director, 10% Owner, Officer, Other.

Signatures

/s/ Kathleen S. Kiefer, Attorney in fact, 03/05/2018. **Signature of Reporting Person, Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
(1) PAYMENT OF TAX LIABILITY BY WITHHOLDING STOCK INCIDENT TO THE VESTING OF PREVIOUSLY GRANTED RESTRICTED STOCK.
(2) Represents restricted share units. Restrictions lapse as follows: 1,167 shares each on 3/1/2019 and 3/1/2020, and 1,168 on 3/1/2021.
(3) Represents restricted share units. Restrictions lapse as follows: 1,436 shares on 3/1/2019, and 1,437 shares each on 3/1/2020 and 3/1/2021.

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- (4) Represents performance based restricted share units. Restrictions lapsed on 3/2/18.

The option represents a right to purchase a total of 14,761 shares, and is exercisable in six semi-annual installments, with five installments

- (5) of 2,460 shares each and one installment of 2,461 shares, beginning on September 1, 2018, which is the six-month anniversary of the option grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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