

AQUA AMERICA INC

Form 4

June 05, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DEBENEDICTIS NICHOLAS

(Last) (First) (Middle)

762 W LANCASTER AVE.

(Street)

BRYN MAWR, PA 19010

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AQUA AMERICA INC [WTR]

3. Date of Earliest Transaction
(Month/Day/Year)
06/03/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CHAIRMAN & PRESIDENT

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

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/03/2013		M	36,031 A	\$ 16.1475	332,651.94	D
Common Stock	06/03/2013		F	23,859 (1) D	\$ 31.425	308,792.94	D
Common Stock	06/03/2013		M	93,333 A	\$ 18.3338	402,125.94	D
Common Stock	06/03/2013		F	65,618 (1) D	\$ 31.425	336,507.94	D
Common Stock	06/03/2013		M	55,000 A	\$ 29.46	391,507.94	D

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Common Stock	06/03/2013	F	<u>52,548</u> (1)	D	\$ 31.425	338,959.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 23.26	393,959.94	D	
Common Stock	06/03/2013	F	<u>44,729</u> (1)	D	\$ 31.425	349,230.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 20.18	404,230.94	D	
Common Stock	06/03/2013	F	<u>40,776</u> (1)	D	\$ 31.425	363,454.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 19.12	418,454.94	D	
Common Stock	06/03/2013	F	<u>40,033</u> (1)	D	\$ 31.425	378,421.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 17.14	433,421.94	D	
Common Stock	06/03/2013	F	<u>37,625</u> (1)	D	\$ 31.425	395,796.94	D	
Common Stock	06/04/2013	S	45,000	D	\$ 30.6937	350,796.94	D	
Common Stock	06/05/2013	S	54,176	D	\$ 30.3674	296,620.94	D	
Common Stock Ownership By Spouse						64,280	I	Spouse
Common Stock-GRAT						69,296	I	GRAT #4
Common Stock - Ownership By Trust						171,488	I	Trust
Common Stock - Ownership By Trust						185,160	I	Trust - Spouse
Common Stock - IRA						4,144	D	
Common Stock - IRA						3,313	I	IRA - Spouse
Common Stock 401k						<u>15,448.78</u> (2)	I	401k

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 16.1475	06/03/2013		M		36,031		03/01/2005	03/01/2014	Common Stock	36,031
Stock Options (Right to Buy)	\$ 18.3338	06/03/2013		M		93,333		02/28/2006	02/28/2015	Common Stock	93,333
Stock Options (Right to Buy)	\$ 29.46	06/03/2013		M		55,000		03/07/2007	03/07/2016	Common Stock	55,000
Stock Options (Right to Buy)	\$ 23.26	06/03/2013		M		55,000		02/22/2008	02/22/2017	Common Stock	55,000
Stock Options (Right to Buy)	\$ 20.18	06/03/2013		M		55,000		02/26/2009	02/26/2018	Common Stock	55,000
Stock Options (Right to Buy)	\$ 19.12	06/03/2013		M		55,000		02/26/2010	02/26/2019	Common Stock	55,000
Stock Options (Right to Buy)	\$ 17.14	06/03/2013		M		55,000		01/22/2011	01/22/2020	Common Stock	55,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEBENEDICTIS NICHOLAS 762 W LANCASTER AVE. BRYN MAWR, PA 19010	X		CHAIRMAN & PRESIDENT	

Signatures

/s/ Brian Dingerdissen, attorney-in-fact for Mr.
DeBenedictis

06/05/2013

__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) Shares disposed of as part of a stock swap to exercise stock options.

(2) Includes 83.45 additional shares acquired under the Company's 401k plan since the last filing.

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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