

MCCARTHY GLORIA M

Form 4

March 05, 2019

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 *
MCCARTHY GLORIA M

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)

220 VIRGINIA AVENUE

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2019

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP & Chief Administrative Off

(Street)

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

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

INDIANAPOLIS, IN 46204

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2019		F	(A) or (D) D	Amount (1) 6,342 Price \$ 307.68	32,414.1293	D
Common Stock	03/01/2019		A	(2) A	9,125 \$ 0	41,539.1293	D
Common Stock	03/01/2019		A	(3) A	2,641 \$ 0	44,180.1293	D
Common Stock	03/01/2019		A	(4) A	1,087 \$ 0	45,267.1293	D
Common Stock	03/04/2019		M	A	1,362 \$ 146.93	46,629.1293	D

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Common Stock	03/04/2019	S ⁽⁵⁾	500	D	\$ 300.12 (6)	46,129.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	500	D	\$ 301.46 (7)	45,629.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	2,500	D	\$ 302.32 (8)	43,129.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	1,500	D	\$ 303.22 (9)	41,629.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	600	D	\$ 304.09 (10)	41,029.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	1,101	D	\$ 306.32 (11)	39,928.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	600	D	\$ 307.54 (12)	39,328.1293	D
Common Stock	03/04/2019	S ⁽⁵⁾	400	D	\$ 308.35 (13)	38,928.1293	D

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)

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option	\$ 307.68	03/01/2019		A	12,187	(14) 03/01/2029	Common Stock 12,187

(Right to
Buy)Employee
Stock

Option \$ 146.93 03/04/2019

M

1,362

(15)

03/02/2025

Common
Stock

1,362

(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCARTHY GLORIA M 220 VIRGINIA AVENUE INDIANAPOLIS, IN 46204			EVP & Chief Administrative Off	

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact

03/05/2019

*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 performance based restricted share units. Restrictions lapse on 3/1/19.
- (3) Represents restricted share units. Restrictions lapse as follows: 880 shares each on 3/1/2020 and 3/1/2021, and 881 on 3/1/2022.
- (4) Represents performance based restricted share units. Restrictions lapse on 10/3/19.
- (5) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 16, 2018.
- (6) This transaction was executed in multiple trades at prices ranging from \$299.70 to \$300.62. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (7) This transaction was executed in multiple trades at prices ranging from \$300.87 to \$301.79. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (8) This transaction was executed in multiple trades at prices ranging from \$301.88 to \$302.73. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (9) This transaction was executed in multiple trades at prices ranging from \$302.92 to \$303.60. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (10) This transaction was executed in multiple trades at prices ranging from \$303.93 to \$304.24. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (11)

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This transaction was executed in multiple trades at prices ranging from \$305.79 to \$306.62. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (12) This transaction was executed in multiple trades at prices ranging from \$307.17 to \$308.13. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (13) This transaction was executed in multiple trades at prices ranging from \$308.23 to \$308.50. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

- (14) The option represents a right to purchase a total of 12,187 shares, and is exercisable in three annual installments, with two installments of 4,062 shares each and one installment of 4,063 shares, beginning on 3/1/2020, which is the one-year anniversary of the option grant date.

- (15) ? The option represents a right to purchase a total of 16,762 shares, and is exercisable in six semi-annual installments, with four installments of 2,794 shares each and two installments of 2,793 shares each, beginning on 9/2/2015, which is the six-month anniversary of 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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