

AQUA AMERICA INC
 Form 4
 May 12, 2016

FORM 4

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

OMB APPROVAL

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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 *
 Franklin Chris

(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)
 05/10/2016

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)
 Chief Executive Officer

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/10/2016		M		8,236 A \$ 18.61	89,794	D
Common Stock	05/10/2016		M		9,007 A \$ 16.15	98,801	D
Common Stock	05/10/2016		S		17,243 D \$ 32.825	81,558	D
Common Stock	05/10/2016		M		1,680 A \$ 18.61	83,238	D
Common Stock	05/10/2016		F		953 ⁽¹⁾ D \$ 32.83	82,285	D

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Common Stock 401k 6,280.97 ⁽²⁾ I 401k

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

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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)	8. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 18.61	05/10/2016		M	8,236	02/22/2008 02/22/2017	Common Stock	8,236
Stock Options (Right to Buy)	\$ 16.15	05/10/2016		M	9,007	02/26/2009 02/26/2018	Common Stock	9,007
Stock Options (Right to Buy)	\$ 18.61	05/10/2016		M	1,680	02/22/2008 02/22/2017	Common Stock	1,680

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Franklin Chris
762 W LANCASTER AVE.
BRYN MAWR, PA 19010

Chief Executive Officer

Signatures

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

05/11/2016

__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 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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