

Anthem, Inc.  
Form 4  
March 03, 2017

**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 \*  
**GRIFFIN BRIAN T**

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

**INDIANAPOLIS, IN 46204**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**03/01/2017**

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)  
**EVP & President, CSBD**

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)
				(A) or (D)	Price		
Common Stock	03/01/2017		F	706 <sup>(1)</sup>	D \$ 166.97	19,956	D
Common Stock	03/01/2017		A	4,867 <sup>(2)</sup>	A \$ 0	24,823	D
Common Stock	03/02/2017		F	213 <sup>(1)</sup>	D \$ 165.97	24,610	D
Common Stock						14,417 <sup>(3)</sup>	I 2016 GRAT II Trust
Common Stock						13,298 <sup>(3)</sup>	I 2016 GRAT II

Trust

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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 166.97	03/01/2017		A	19,908	<sup>(4)</sup> 03/01/2027	Common Stock	19,908

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRIFFIN BRIAN T 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP & President, CSBD	

## Signatures

/s/ Kathleen S. Kiefer, Attorney  
in fact 03/03/2017

\*\*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: 1,622 shares each on 3/1/2018 and 3/1/2019, and 1,623 on 3/1/2020.

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- The previous balances in the reporting persons GRAT trusts: 2008 shares in 2014 GRAT and 17,917 shares in 2015 GRAT, have been
- (3) redistributed to the following: 14,417 shares in 2016 GRAT II and 13,298 shares in 2016 GRAT II, which also includes 7,790 shares previously reported as directly held shares.
  - (4) The option represents a right to purchase a total of 19,908 shares, and is exercisable in six semi-annual installments of 3,318 shares each, beginning on September 1, 2017, which is the six-month anniversary of the option grant date.

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