

AQUA AMERICA INC
 Form 4
 July 10, 2013

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)
 07/08/2013

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)
 Exec. VP & COO Reg. Ops

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)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/08/2013		M		4,284 A \$ 16.1475	27,477	D
Common Stock	07/08/2013		F		2,192 (1) D \$ 31.56	25,285	D
Common Stock	07/08/2013		M		5,983 A \$ 18.3338	31,268	D
Common Stock	07/08/2013		F		3,476 (1) D \$ 31.56	27,792	D
Common Stock	07/08/2013		M		1,375 A \$ 23.26	29,167	D

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Common Stock	07/08/2013	F	<u>1,014</u> (1)	D	\$ 31.56	28,153	D
Common Stock	07/08/2013	M	5,294	A	\$ 20.18	33,447	D
Common Stock	07/08/2013	F	<u>3,386</u> (1)	D	\$ 31.56	30,061	D
Common Stock	07/09/2013	M	352	A	\$ 23.26	30,413	D
Common Stock 401k						7,800.82 <u>(2)</u>	D

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)	8. Amount or Number of Shares
Stock Options (Right to Buy)	\$ 16.1475	07/08/2013		M	4,284	03/01/2005 03/01/2014	Common Stock	4,284
Stock Options (Right to Buy)	\$ 18.3338	07/08/2013		M	5,983	02/28/2006 02/28/2015	Common Stock	5,983
Stock Options (Right to Buy)	\$ 23.26	07/08/2013		M	1,375	02/22/2008 02/22/2017	Common Stock	1,375
	\$ 20.18	07/08/2013		M	5,294	02/26/2009 02/26/2018		5,294

Stock Options (Right to Buy)						Common Stock			
Stock Options (Right to Buy)	\$ 23.26	07/09/2013	M	352	02/22/2008	02/22/2017	Common Stock	352	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Franklin Chris 762 W LANCASTER AVE. BRYN MAWR, PA 19010			Exec. VP & COO Reg. Ops	

Signatures

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

07/10/2013

__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 143.48 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.