

GRIFFIN BRIAN T  
Form 4  
March 05, 2018

**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

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)  
120 MONUMENT CIRCLE  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP & President, CSBD

INDIANAPOLIS, IN 46204

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

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |   |
| Common Stock                    | 03/01/2018                           |  | F                              |   | 856 <sup>(1)</sup>  | D  |   |
|                                 |                                      |  |                                |   | \$ 232.04   |  | 9,158   |
| Common Stock                    | 03/01/2018                           |  | A                              |   | 3,502 <sup>(2)</sup>  | A  |   |
|                                 |                                      |  |                                |   | \$ 0  |  | 12,660  |
| Common Stock                    | 03/02/2018                           |  | F                              |   | 2,259 <sup>(1)</sup>  | D  |   |
|                                 |                                      |  |                                |   | \$ 233.08   |  | 10,401  |
| Common Stock                    | 03/02/2018                           |  | A                              |   | 5,462 <sup>(3)</sup>  | A  |   |
|                                 |                                      |  |                                |   | \$ 0  |  | 15,863  |
| Common Stock                    |                                      |  |                                |   |   |  | 2,245 <sup>(4)</sup>                                  |
|                                 |                                      |  |                                |   |   | I  | 2016 GRAT Trust                                       |

|              |                       |   |                    |
|--------------|-----------------------|---|--------------------|
| Common Stock | 17,767 <sup>(4)</sup> | I | 2017 GRAT I Trust  |
| Common Stock | 17,767 <sup>(4)</sup> | I | 2017 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code V (A) (D)                 |   | Date Exercisable Expiration Date                         | Title   |                            |
| Employee Stock Option (Right to Buy)       | \$ 232.04  | 03/01/2018                           |  | A                              | 14,761  | <sup>(5)</sup> 03/01/2028                                | Common Stock  | 14,761                     |

## Reporting Owners

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

## Signatures

/s/ Kathleen S. Kiefer, Attorney  
in fact

03/05/2018

\_\_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: 1,167 shares each on 3/1/2019 and 3/1/2020, and 1,168 on 3/1/2021.

(3) Represents performance based restricted share units. Restrictions lapsed on 3/2/18.

(4) The previous balances in the reporting persons GRAT trusts: 14,417 in 2016 GRAT II and 13,298 shares in 2016 GRAT II, have been redistributed to the following: 2,245 in 2016 GRAT, 17,767 shares in 2017 GRAT I and 17,767 shares in 2017 GRAT II, which also includes 10,014 shares previously reported as directly held shares.

(5) The option represents a right to purchase a total of 14,761 shares, and is exercisable in six semi-annual installments, with five installments of 2,460 shares each and one installment of 2,461 shares, beginning on September 1, 2018, which is the six-month anniversary of the 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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