FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [®] SCHULLER DANIEL							2. Issuer Name and Ticker or Trading Symbol AQUA AMERICA INC [WTR]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) 762 W. I	`	First) TER AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 02/22/2017								X Office below	r (give title	ice P	Other (s below)					
(Street) BRYN MAWR PA 19010					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									ndividual or Joint/Group Filing (Check Applicable) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)																			
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transact Date (Month/Day)					ction	ion 2A. Deemed Execution Date,			3. Transac Code (Ir	4. Secur	ecurities Acquired (losed Of (D) (Instr. 3			r 5. Amo Securit Benefic Owned	untof 6.C es For ially (D) Ind		n: Direct r ect (I)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) or (D) P		Price	Report Transa	ollowing eported ransaction(s) nstr. 3 and 4)		r. 4)	(Instr. 4)		
Common Stock 02/22/2						017					3,469	(1)	A	\$ <mark>0</mark>	10,177		D				
Common Stock 401k														723	723.56 ⁽²⁾		I	401k			
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		Executi if any			tion 1str.			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		str. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	oi N of	umber							
Stock Options (Right to Buy)	\$30.47	02/22/2017	02/22/2017		A		6,789 ⁽³⁾		02/22/201	8 ()2/22/2027	Comm Stock		5,789	\$30.47	6,789		D			

Explanation of Responses:

1. Represents award of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of Common Stock. The restricted stock units vest on February 22, 2020.

2. Includes shares acquired under the Company's 401k plan since the last filing.

3. Grant of 6,789 shares of stock options which vest one-third each year on the anniversary of the grant.

<u>/s/ Brian Dingerdissen,</u> attorney-in-fact for Mr. <u>Schuller</u>

02/24/2017

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.