FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPRO	VAL			
	OMB Number:	3235-0287			
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l	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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

					or	Section	on 30(h)	of the	Ínvestme	ent Co	mpany Act	of 1940	)						
1. Name and Address of Reporting Person* <u>Franklin Chris</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol AQUA AMERICA INC [ WTR ]									Check all ap Dire	plicable) ctor	ng Person(s) to I	Owner	
(Last) 762 W L.	(Last) (First) (Middle) 762 W LANCASTER AVE.					3. Date of Earliest Transaction (Month/Day/Year) 03/30/2016									X Officer (give title Other (specify below) below)  Chief Executive Officer				
(Street) BRYN MAWR PA 19010 (City) (State) (Zip)					-   4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
		Tab	e I - No	on-Deriv	vative	Sec	curitie	s Ac	quired	, Dis	sposed o	f, or	Ben	eficia	ally Own	ed			
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day						Execution Date,			Transaction Disposed C			es Acquired (A) o Of (D) (Instr. 3, 4 a			1 5) Secu Bene Owne	ficially ed Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) (D)	or	Price	Repo Trans (Instr	action(s) 3 and 4)		(Instr. 4)	
Common Stock 03/30/2						:016		A		14,167(1	.)	A	\$32.	195	81,558	D			
Common Stock 401k														6,3	221.21 <sup>(2)</sup>	I	401k		
		Та	ble II -								osed of, convertib				y Owned	I			
1. Title of Derivative Security (Instr. 3)	2. Conversio or Exercise Price of Derivative Security		Execution if any			4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisabl Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)  Amoun			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	or Nur of Sha	nber ıres					

## **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 21, 2019.
- 2. Includes shares acquired under the Company's 401k plan since the last filing.

/s/ Brian Dingerdissen,

attorney-in-fact for Mr.

Franklin

\*\* Signature of Reporting Person

04/01/2016

Date

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

- $^{\star}$  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.