

AETNA INC /PA/  
Form 8-K  
September 24, 2004

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): September 22, 2004

**AETNA INC.**

(Exact name of registrant as specified in its charter)

Pennsylvania

1-16095

23-2229683

(State or other jurisdiction  
of incorporation)

(Commission File Number)

(I.R.S. Employer  
Identification No.)

151 Farmington Avenue  
Hartford, Connecticut

06156

(Address of principal executive offices)

(Zip Code)

(860) 273-0123

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 1.01

SIGNATURES

EX-99.1: LETTER AGREEMENT

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**Section 1 Registrant's Business and Operations**

Item 1.01 Entry into a Material Definitive Agreement.

On September 22, 2004, the Company and Alan M. Bennett, the Company's Senior Vice President and Chief Financial Officer, entered into an agreement which provides for a salary increase effective January 1, 2005 and an enhanced pension benefit provided that Mr. Bennett meets the conditions set forth in the agreement. A copy of the agreement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Section 9 Financial Statements and Exhibits**

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

99.1 Letter agreement dated September 22, 2004 between Aetna Inc. and Alan M. Bennett

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AETNA INC.**

Date: September 24, 2004

By: */s/ Ronald M. Olejniczak*  
Name: *Ronald M. Olejniczak*  
Title: *Vice President and  
Controller*

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**EXHIBIT INDEX**

| Exhibit<br>Number | Description  |
|-------------------|--|
| 99.1              | Letter agreement dated September 22, 2004 between Aetna Inc. and Alan M. Bennett |