

KENDALL TERRY L

Form 4

March 02, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KENDALL TERRY L

(Last) (First) (Middle)

1650 MARKET STREET, ONE
LIBERTY PLACE

(Street)

PHILADELPHIA, PA 191921550

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CIGNA CORP [CI]

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

President, International

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock, \$.25 Par Value	02/28/2005		M	6,300 A	\$ 41.92 35,267	D	
Common Stock, \$.25 Par Value	02/28/2005		F	2,920 D	\$ 90.46 32,347	D	
Common Stock, \$.25 Par Value	02/28/2005		F	1,010 D	\$ 90.46 31,337	D	
Common Stock, \$.25	02/28/2005		M	6,657 A	\$ 55.44 37,994	D	

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Par Value

Common Stock, \$.25	02/28/2005	F	4,080	D	\$ 90.46	33,914	D
Par Value							

Common Stock, \$.25	02/28/2005	F	763	D	\$ 90.46	33,151	D
Par Value							

Common Stock, \$.25						1,978.13 ⁽¹⁾	I	By 401(k)
Par Value								

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 41.92	02/28/2005		M		6,300		02/26/2004	02/26/2013	Common Stock	6,300
Employee Stock Option (Right to buy)	\$ 55.44	02/28/2005		M		6,657		12/01/2005	02/25/2014	Common Stock	6,657

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

KENDALL TERRY L
1650 MARKET STREET
ONE LIBERTY PLACE
PHILADELPHIA, PA 191921550

President, International

Signatures

By: Carol J. Ward on
behalf of

03/02/2005

__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) Includes 48.792 shares acquired through ongoing participation in CIGNA's 401(K) Plan, based on report from Plan Administrator as of 1/31/2005.
- (2) This option vests in three equal annual installments beginning 2/26/04.
- (3) This option vests 50% on 12/1/2004; 25% on 2/25/2006; 25% on 2/25/2007

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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