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

Name and Address of Reporting Person* Franklin Chris							2. Issuer Name and Ticker or Trading Symbol AQUA AMERICA INC [WTR]									ip of Reportin plicable) ctor	g Person(s) to	
(Last) 762 W L	(F ANCASTI	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/20/2013								X	belo	,	Other below COO Reg. Op	,
(Street) BRYN MAWR PA 19010 (City) (State) (Zip)							4. If Amendment, Date of Original Filed (Month/Day/Year)								ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transactic Date (Month/Day/						on 2A. Deemed Execution Date,			3. 4. Se Transaction Disp Code (Instr. 5)			ed of, or Benefic ecurities Acquired (A losed Of (D) (Instr. 3,			5. Am Secui	nount of rities ficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							Code	v	Amount	t (A)	or Pr	ice	Repo		instr. 4)	(111501. 4)		
Common	013	13			М		1,19	1,196 A \$2		28.575	20,316		D					
Common Stock 02/20/20)13			F		723(3 ⁽¹⁾ D \$2		28.575	19,593		D	
Common Stock 401k														7,657.35		D		
		Ta	able I	l - Deriva					uired, Di , option						wned	1		
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. Transactio Code (Inst		5. ion Number I		6. Date Exercisal Expiration Date (Month/Day/Year		able and	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. F of Dei Sec (Ins	Price ivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)		Date Exercisabl		opiration ate	Title	Amor or Numl of Share	ber				
Stock Options (Right to Buy)	\$12.483	02/20/2013			M			1,196	03/03/2004	4 03	5/03/2013	Common Stock	1,19	96	\$0	0	D	

Explanation of Responses:

1. Shares disposed of as part of a stock swap to exercise stock options.

/s/ Brian Dingerdissen, attorney-in-fact for Mr. Franklin

02/20/2013

** 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.