FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
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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* SMELTZER DAVID						2. Issuer Name and Ticker or Trading Symbol AQUA AMERICA INC [WTR]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 762 W LA	•	(First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 02/25/2014									X	Office belov	er (give title w) Executive	VP &	Other (specify below) VP & CFO		
(Street) BRYN MAWR PA 19010 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									. Indiv ine) X						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
1. Title of Security (Instr. 3) 2. Transa Date (Month/D					Year) Execut		eemed tion Date, :h/Day/Year)		3. Transac Code (Ir 8)		4. Securities Acquired (ADisposed Of (D) (Instr. 3, 5)				3, 4 and S		5. Amount of Securities Beneficially Owned Following		ership Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	(A) or (D)		Price		Repor Trans		(Instr. 4)		(111501.4)				
Common Stock 02/25)14				Α		11,297(1)	Α	\$0		90,458.85		D			
Common Stock 02/25/20					14				F		4,838(2)		D	\$24.845		85,620.85		D			
Common Stock 02/27/20						14			Α		5,000(3)		A	\$0		90,620.85		D			
Common S												25,913.35		I)						
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Date Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Sec Acc (A) Dis of (Instr. 8)					rities ired rosed . 3, 4	Expiration Date (Month/Day/Year) Amount Security Derivative Security 3 and 4)					3	ount		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owr For Dire or I (I) (I 4)	nership m: act (D) ndirect nstr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Explanation of Responses:

- 1. Represents acquisition of shares upon the earning and vesting of performance-based share units awarded on 02/25/2011. Represents vesting at 150% of target.
- $2. \ Disposition \ to \ issuer \ for \ tax \ obligations \ upon \ the \ vesting \ of \ restricted \ stock \ units \ and \ performance-based \ share \ units.$
- 3. 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 27, 2017.

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

02/27/2014

Smeltzer

** 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.