RUBIN ROBERT A

Form 5

February 03, 2012

OMB APPROVAL FORM 5

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.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2005 Estimated average burden hours per response... 1.0

3235-0362

January 31,

OMB

Number:

Expires:

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

(City)

1. Name and Ao RUBIN ROP	^	orting Person *	2. Issuer Name and Ticker or Trading Symbol AQUA AMERICA INC [WTR]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended	(Check all applicable)				
762 W.I. ANI	CACTED A	VE	(Month/Day/Year) 12/31/2011	Director 10% Owner X Officer (give title Other (specify below)				
762 W LANCASTER AVE.				Chief Accounting Officer				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting				
			Thoughout July	(check applicable line)				
BRYN MAV	VR, PAÂ	19010		_X_ Form Filed by One Reporting Person Form Filed by More than One Reporting				

Person

(City)	(State)	(Zip) Tab	le I - Non-Dei	rivative Se	ecuriti	ies Acquire	ed, Disposed of,	or Beneficiall	y 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) (A) or Amount (D) Price			5. Amount of Securities Ownership Beneficially Form: Owned at end Direct (D) of Issuer's or Indirect Fiscal Year (I) (Instr. 3 and (Instr. 4) 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	11/01/2011	Â	G5	50	D	\$ 21.735	33,810.82	D	Â
Common Stock 401k	Â	Â	Â	Â	Â	Â	10,559.86 (1)	D	Â

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

(State)

(Zip)

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SEC 2270 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						*	Date	Title	Number	
						Z.iciciouoie	2		of	
					(A) (D)				Shares	

of D

Is

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director 10% Owner Officer		Officer	Other			
RUBIN ROBERT A 762 W LANCASTER AVE. BRYN MAWR, PA 19010	Â	Â	Chief Accounting Officer	Â			

Signatures

/s/ Maria Gordiany, attorney-in-fact for Mr.
Rubin 02/03/2012

**Signature of Reporting Person

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 541.56 additional shares acquired under the Company's 401k plan since the last filing.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Date

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