

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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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

| | | |
|---|--|---|
| 1. Name and Address of Reporting Person* <u>Penczek Ronald W</u> (Last) (First) (Middle) <u>220 VIRGINIA AVENUE</u> (Street) <u>INDIANAPOLIS IN 46204</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Anthem, Inc. [ANTM]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Chief Accounting Officer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/01/2019</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/01/2019 | | F | | 512 ⁽¹⁾ | D | \$307.68 | 416 | D | |
| Common Stock | 03/01/2019 | | A | | 1,217 ⁽²⁾ | A | \$0 | 1,633 | D | |
| Common Stock | 03/01/2019 | | A | | 305 ⁽³⁾ | A | \$0 | 1,938 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|-------|--|-----------------|---|--|--|---|--|
| | | | | | | | Date Exercisable | Expiration Date | | | | | |
| Employee Stock Option (Right to Buy) | \$307.68 | 03/01/2019 | | A | | 1,403 | (4) | 03/01/2029 | Common Stock | 1,403 | \$0 | 1,403 | D |

Explanation of Responses:

- PAYMENT OF TAX LIABILITY BY WITHHOLDING STOCK INCIDENT TO THE VESTING OF PREVIOUSLY GRANTED RESTRICTED STOCK.
- Represents performance based restricted share units. Restrictions lapse on 3/1/19.
- Represents restricted share units. Restrictions lapse as follows: 101 shares on 3/1/2020, and 102 shares each on 3/1/2021 and 3/1/2022.
- The option represents a right to purchase a total of 1,403 shares, and is exercisable in three annual installments, with one installment of 467 shares and two installments of 468 shares each, beginning on 3/1/2020, which is the one-year anniversary of the option grant date.

/s/ Kathleen S. Kiefer,
Attorney in fact

03/05/2019

** 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.

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