

Financial Supplement

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This document is supplemental to our third quarter 2008 earnings press release issued on October 29, 2008 and should be read in conjunction therewith and in conjunction with our Quarterly Report on Form 10-Q for the quarter ended September 30, 2008 when filed with the U.S. Securities and Exchange Commission. Please direct questions with respect to this material to Jeffrey Chaffkin, Vice President, Investor Relations at 860-273-7830 or chaffkinj@aetna.com.

Financial Highlights

(Millions, except per common share data)	Three Months Ended			Nine Months Ended		
	September 30, 2008	September 30, 2007	Change	September 30, 2008	September 30, 2007	Change
Operating Earnings ⁽¹⁾						
Aetna Inc.	\$ 536.7	\$ 507.4	5.8 %	\$ 1,472.6	\$ 1,382.6	6.5 %
Aetna Inc. per common share	1.12	.97	15.5 %	2.97	2.61	13.8 %
Health Care	520.0	488.6	6.4 %	1,435.5	1,331.3	7.8 %
Group Insurance	47.2	38.2	23.6 %	121.4	108.5	11.9 %
Large Case Pensions	8.8	9.2	(4.3) %	27.2	26.7	1.9 %
Net Income						
Aetna Inc.	277.3	496.7	(44.2) %	1,189.4	1,382.6	(14.0) %
Aetna Inc. per common share	.58	.95	(38.9) %	2.40	2.61	(8.0) %
Weighted average common shares - diluted	480.3	523.9	(8.3) %	495.0	530.6	(6.7) %
Operating Margin ⁽¹⁾						
Pretax Operating Margin	11.4 %	12.1 %	(.7) pts.	10.6 %	11.3 %	(.7) pts.
After-tax Operating Margin	7.4 %	7.9 %	(.5) pts.	6.9 %	7.4 %	(.5) pts.
Revenue by Segment ⁽¹⁾						
Health Care ⁽²⁾	\$ 7,346.2	\$ 6,284.0	16.9 %	\$ 21,669.4	\$ 18,355.8	18.1 %
Group Insurance	511.2	537.1	(4.8) %	1,527.5	1,634.3	(6.5) %
Large Case Pensions	124.0	156.8	(20.9) %	431.9	529.5	(18.4) %
Total Revenue	\$ 7,981.4	\$ 6,977.9	14.4 %	\$ 23,628.8	\$ 20,519.6	15.2 %
Operating Expenses as a percent of Revenue ⁽¹⁾	17.4 %	18.2 %	(.8) pts.	17.7 %	18.0 %	(.3) pts.

Membership (Thousands)	September 30, 2008	June 30, 2008	March 31, 2008	December 31, 2007	September 30, 2007
Medical	17,668	17,499	17,467	16,853	16,613
Dental	14,117	14,106	14,166	13,832	13,684
Pharmacy	11,054	10,968	10,951	10,732	10,669
Days Claims Payable	42.9	43.9	44.4	44.7	46.8

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Health Care and Group Insurance Statistics

(Millions)	Three Months Ended			Nine Months Ended		
	September 30, 2008	September 30, 2007	Change	September 30, 2008	September 30, 2007	Change
Health Care						
Premiums						
Commercial	\$ 5,086.6	\$ 4,720.9	7.7 %	\$ 14,924.4	\$ 13,831.1	7.9 %
Medicare	1,209.9	634.8	90.6 %	3,631.7	1,964.0	84.9 %
Medicaid	154.3	89.7	72.0 %	437.1	121.6	259.5 %
Health Care ⁽²⁾	\$ 6,450.8	\$ 5,445.4	18.5 %	\$ 18,993.2	\$ 15,916.7	19.3 %
Health Care Costs - Adjusted ⁽¹⁾						
Commercial	\$ 4,030.7	\$ 3,710.8	8.6 %	\$ 11,974.6	\$ 11,001.2	8.8 %
Medicare	1,030.8	559.6	84.2 %	3,098.2	1,706.6	81.5 %
Medicaid	132.1	76.7	72.2 %	383.3	106.3	260.6 %
Health Care	\$ 5,193.6	\$ 4,347.1	19.5 %	\$ 15,456.1	\$ 12,814.1	20.6 %
Medical Benefit Ratios - Adjusted ⁽¹⁾						
Commercial	79.2 %	78.6 %	.6 pts.	80.2 %	79.5 %	.7 pts.
Medicare	85.2 %	88.2 %	(3.0) pts.	85.3 %	86.9 %	(1.6) pts.
Medicaid	85.6 %	85.5 %	.1 pts.	87.7 %	87.4 %	.3 pts.
Health Care	80.5 %	79.8 %	.7 pts.	81.4 %	80.5 %	.9 pts.
Group Insurance						
Revenue ⁽¹⁾	\$ 511.2	\$ 537.1	(4.8) %	\$ 1,527.5	\$ 1,634.3	(6.5) %
Benefit ratio	83.8 %	89.5 %	(5.7) pts.	86.2 %	91.8 %	(5.6) pts.

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Health Care Membership

(Thousands)	September 30, 2008			June 30, 2008			December 31, 2007			September 30, 2007		
	Insured	ASC	Total	Insured	ASC	Total	Insured	ASC	Total	Insured	ASC	Total
Products												
Medical:												
Commercial	5,525	10,931	16,456	5,431	10,860	16,291	5,390	10,453	15,843	5,313	10,321	15,634
Medicare ⁽³⁾	365	-	365	360	13	373	193	14	207	191	15	206
Medicaid	180	667	847	178	657	835	166	637	803	164	609	773
Total Medical	6,070	11,598	17,668	5,969	11,530	17,499	5,749	11,104	16,853	5,668	10,945	16,613
Consumer-Directed Health Plans ⁽⁴⁾			1,412			1,388			994			980
Dental:												
Commercial	4,995	7,543	12,538	5,007	7,539	12,546	5,037	7,269	12,306	4,996	7,270	12,266
Medicare & Medicaid	226	402	628	222	393	615	190	398	588	188	392	580
Network Access ⁽⁵⁾	-	951	951	-	945	945	-	938	938	-	838	838
Total Dental	5,221	8,896	14,117	5,229	8,877	14,106	5,227	8,605	13,832	5,184	8,500	13,684
Pharmacy:												
Commercial			9,809			9,736			9,613			9,549
Medicare PDP (stand-alone)			372			368			311			309
Medicare Advantage PDP			193			189			151			150
Medicaid			23			23			21			21
Total Pharmacy Benefit Management Services			10,397			10,316			10,096			10,029
Mail Order ⁽⁶⁾			657			652			636			640
Total Pharmacy			11,054			10,968			10,732			10,669
Regions												
Northeast	1,116	1,541	2,657	1,121	1,527	2,648	1,154	1,471	2,625	1,160	1,462	2,622
Mid-Atlantic	1,067	1,772	2,839	1,080	1,767	2,847	1,074	1,767	2,841	1,073	1,758	2,831
Southeast	963	1,819	2,782	953	1,810	2,763	949	1,726	2,675	936	1,715	2,651
North Central	880	2,245	3,125	882	2,229	3,111	783	2,271	3,054	772	2,258	3,030
Southwest	684	2,065	2,749	673	2,049	2,722	669	1,880	2,549	654	1,845	2,499
West	1,121	2,022	3,143	1,045	2,006	3,051	987	1,852	2,839	950	1,829	2,779
Other	239	134	373	215	142	357	133	137	270	123	78	201
Total Medical	6,070	11,598	17,668	5,969	11,530	17,499	5,749	11,104	16,853	5,668	10,945	16,613
Percent of Total	34.4%	65.6%	100.0%	34.1%	65.9%	100.0%	34.1%	65.9%	100.0%	34.1%	65.9%	100.0%

Refer to page 13 for an explanation of footnotes and definitions of terms used

Statements of Net Income (Loss) by Segment

(Millions)	Health Care	Group Insurance	Large Case Pensions	Corporate Interest	Consolidated
Three Months Ended September 30, 2008					
Revenue:					
Premiums	\$ 6,450.8	\$ 424.2	\$ 42.5	\$ -	\$ 6,917.5
Fees and other revenue	806.9	24.3	2.9	-	834.1
Net investment income	88.5	62.7	78.6	-	229.8
Total revenue, excluding net realized capital losses ⁽¹⁾	7,346.2	511.2	124.0	-	7,981.4
Benefits and expenses:					
Health care costs	5,216.6	-	-	-	5,216.6
Current and future benefits	-	355.3	109.4	-	464.7
Operating expenses:					
Selling expenses	259.0	23.2	-	-	282.2
General and administrative expenses, excluding other item ⁽¹⁾	1,041.1	65.6	3.6	-	1,110.3
Total operating expenses	1,300.1	88.8	3.6	-	1,392.5
Interest expense	-	-	-	60.5	60.5
Amortization of other acquired intangible assets	23.7	1.7	-	-	25.4
Total benefits and expenses	6,540.4	445.8	113.0	60.5	7,159.7
Operating earnings (loss), excluding income taxes (benefits)	805.8	65.4	11.0	(60.5)	821.7
Income taxes	285.8	18.2	2.2	(21.2)	285.0
Operating earnings (loss)	520.0	47.2	8.8	(39.3)	536.7
Allowance on reinsurance recoverable, net of tax	-	(27.4)	-	-	(27.4)
Net realized capital losses, net of tax	(138.9)	(76.5)	(16.6)	-	(232.0)
Net income (loss)	\$ 381.1	\$ (56.7)	\$ (7.8)	\$ (39.3)	\$ 277.3
Three Months Ended September 30, 2007					
Revenue:					
Premiums	\$ 5,445.4	\$ 443.1	\$ 51.4	\$ -	\$ 5,939.9
Fees and other revenue	747.7	25.6	2.6	-	775.9
Net investment income	90.9	68.4	102.8	-	262.1
Total revenue, excluding net realized capital losses ⁽¹⁾	6,284.0	537.1	156.8	-	6,977.9
Benefits and expenses:					
Health care costs	4,323.1	-	-	-	4,323.1
Current and future benefits	-	396.7	140.9	-	537.6
Operating expenses:					
Selling expenses	243.1	24.0	-	-	267.1
General and administrative expenses, excluding other item ⁽¹⁾	937.1	63.3	3.9	-	1,004.3
Total operating expenses	1,180.2	87.3	3.9	-	1,271.4
Interest expense	-	-	-	44.0	44.0
Amortization of other acquired intangible assets	24.2	1.7	-	-	25.9
Total benefits and expenses	5,527.5	485.7	144.8	44.0	6,202.0
Operating earnings (loss), excluding income taxes (benefits)	756.5	51.4	12.0	(44.0)	775.9
Income taxes	267.9	13.2	2.8	(15.4)	268.5
Operating earnings (loss)	488.6	38.2	9.2	(28.6)	507.4
Net realized capital losses, net of tax	(2.3)	(7.1)	(1.3)	-	(10.7)
Net income (loss)	\$ 486.3	\$ 31.1	\$ 7.9	\$ (28.6)	\$ 496.7

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Statements of Net Income (Loss) by Segment (Continued)

(Millions)	Health Care	Group Insurance	Large Case Pensions	Corporate Interest	Consolidated
Nine Months Ended September 30, 2008					
Revenue:					
Premiums	\$ 18,993.2	\$ 1,261.9	\$ 153.3	\$ -	\$ 20,408.4
Fees and other revenue	2,406.3	73.4	9.0	-	2,488.7
Net investment income	269.9	192.2	269.6	-	731.7
Total revenue, excluding net realized capital losses ⁽¹⁾	21,669.4	1,527.5	431.9	-	23,628.8
Benefits and expenses:					
Health care costs	15,456.1	-	-	-	15,456.1
Current and future benefits	-	1,087.2	387.2	-	1,474.4
Operating expenses:					
Selling expenses	789.6	72.0	-	-	861.6
General and administrative expenses, excluding other item ⁽¹⁾	3,124.0	195.0	10.8	-	3,329.8
Total operating expenses	3,913.6	267.0	10.8	-	4,191.4
Interest expense	-	-	-	171.5	171.5
Amortization of other acquired intangible assets	75.3	5.2	-	-	80.5
Total benefits and expenses	19,445.0	1,359.4	398.0	171.5	21,373.9
Operating earnings (loss), excluding income taxes (benefits)	2,224.4	168.1	33.9	(171.5)	2,254.9
Income taxes	788.9	46.7	6.7	(60.0)	782.3
Operating earnings (loss)	1,435.5	121.4	27.2	(111.5)	1,472.6
Allowance on reinsurance recoverable, net of tax	-	(27.4)	-	-	(27.4)
Reduction of reserve for anticipated future losses on discontinued products, net of tax	-	-	28.5	-	28.5
Net realized capital losses, net of tax	(159.5)	(100.9)	(23.9)	-	(284.3)
Net income (loss)	\$ 1,276.0	\$ (6.9)	\$ 31.8	\$ (111.5)	\$ 1,189.4
Nine Months Ended September 30, 2007					
Revenue:					
Premiums	\$ 15,916.7	\$ 1,330.0	\$ 163.1	\$ -	\$ 17,409.8
Fees and other revenue	2,160.8	75.6	8.5	-	2,244.9
Net investment income	278.3	228.7	357.9	-	864.9
Total revenue, excluding net realized capital (losses) gains ⁽¹⁾	18,355.8	1,634.3	529.5	-	20,519.6
Benefits and expenses:					
Health care costs	12,814.1	-	-	-	12,814.1
Current and future benefits	-	1,220.3	484.4	-	1,704.7
Operating expenses:					
Selling expenses	722.6	71.1	-	-	793.7
General and administrative expenses	2,693.4	191.8	11.4	-	2,896.6
Total operating expenses	3,416.0	262.9	11.4	-	3,690.3
Interest expense	-	-	-	129.1	129.1
Amortization of other acquired intangible assets	64.4	5.1	-	-	69.5
Total benefits and expenses	16,294.5	1,488.3	495.8	129.1	18,407.7
Operating earnings (loss), excluding income taxes (benefits)	2,061.3	146.0	33.7	(129.1)	2,111.9
Income taxes	730.0	37.5	7.0	(45.2)	729.3
Operating earnings (loss)	1,331.3	108.5	26.7	(83.9)	1,382.6
Reduction of reserve for anticipated future losses on discontinued products, net of tax	-	-	41.8	-	41.8
Net realized capital (losses) gains, net of tax	(21.5)	(20.5)	.2	-	(41.8)
Net income (loss)	\$ 1,309.8	\$ 88.0	\$ 68.7	\$ (83.9)	\$ 1,382.6

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Balance Sheets

(Millions)	September 30, 2008			December 31, 2007		
	Health Care and Group Insurance	Large Case Pensions	Consolidated	Health Care and Group Insurance	Large Case Pensions	Consolidated
Assets						
Current assets:						
Cash and cash equivalents	\$ 806.0	\$ 58.2	\$ 864.2	\$ 1,140.8	\$ 113.2	\$ 1,254.0
Investments	507.0	188.4	695.4	567.3	284.2	851.5
Premiums receivable, net	672.2	-	672.2	479.8	-	479.8
Other receivables, net	612.7	12.8	625.5	511.5	77.6	589.1
Accrued investment income	126.2	71.6	197.8	114.7	74.5	189.2
Collateral received under securities loan agreements	782.7	333.8	1,116.5	698.7	443.7	1,142.4
Income taxes receivable	(1.4)	33.5	32.1	-	-	-
Deferred income taxes	269.6	41.4	311.0	265.4	56.3	321.7
Other current assets	430.3	5.9	436.2	385.1	53.6	438.7
Total current assets	4,205.3	745.6	4,950.9	4,163.3	1,103.1	5,266.4
Long-term investments	11,042.2	5,918.7	16,960.9	10,421.6	6,618.5	17,040.1
Reinsurance recoverables	1,023.3	11.3	1,034.6	1,079.1	14.1	1,093.2
Goodwill	5,082.4	-	5,082.4	5,081.0	-	5,081.0
Other acquired intangible assets, net	699.9	-	699.9	780.4	-	780.4
Property and equipment, net	385.0	36.8	421.8	314.6	49.4	364.0
Deferred income taxes	(63.0)	272.4	209.4	-	-	-
Other long-term assets	2,059.3	-	2,059.3	1,850.2	-	1,850.2
Separate Accounts assets	2.4	5,841.0	5,843.4	2.9	19,246.5	19,249.4
Total assets	\$ 24,436.8	\$ 12,825.8	\$ 37,262.6	\$ 23,693.1	\$ 27,031.6	\$ 50,724.7
Liabilities and shareholders' equity						
Current liabilities:						
Health care costs payable	\$ 2,434.8	\$ -	\$ 2,434.8	\$ 2,177.4	\$ -	\$ 2,177.4
Future policy benefits	127.2	619.1	746.3	123.9	639.9	763.8
Unpaid claims	526.3	.8	527.1	625.3	.6	625.9
Unearned premiums	258.6	6.8	265.4	192.3	6.1	198.4
Policyholders' funds	709.5	68.8	778.3	522.3	145.9	668.2
Collateral payable under securities loan agreements	782.7	333.8	1,116.5	698.7	443.7	1,142.4
Short-term debt	482.2	-	482.2	116.9	13.8	130.7
Income taxes payable	-	-	-	18.7	(12.8)	5.9
Accrued expenses and other current liabilities	1,938.4	43.6	1,982.0	1,745.9	216.1	1,962.0
Total current liabilities	7,259.7	1,072.9	8,332.6	6,221.4	1,453.3	7,674.7
Future policy benefits	1,971.2	4,961.4	6,932.6	1,969.1	5,284.1	7,253.2
Unpaid claims	1,274.5	-	1,274.5	1,234.1	-	1,234.1
Policyholders' funds	659.4	546.4	1,205.8	546.1	679.6	1,225.7
Long-term debt	3,637.9	-	3,637.9	3,138.5	-	3,138.5
Income taxes payable	11.4	-	11.4	13.0	-	13.0
Deferred income taxes	-	-	-	327.4	(181.0)	146.4
Other long-term liabilities	715.8	12.0	727.8	729.4	21.9	751.3
Separate Accounts liabilities	2.4	5,841.0	5,843.4	2.9	19,246.5	19,249.4
Total liabilities	15,532.3	12,433.7	27,966.0	14,181.9	26,504.4	40,686.3
Shareholders' equity	8,904.5	392.1	9,296.6	9,511.2	527.2	10,038.4
Total liabilities and shareholders' equity	\$ 24,436.8	\$ 12,825.8	\$ 37,262.6	\$ 23,693.1	\$ 27,031.6	\$ 50,724.7

Refer to page 13 for an explanation of footnotes, definitions and balance sheet terms used.

Condensed Statements of Cash Flows

(Millions)	Three Months Ended					
	September 30, 2008			September 30, 2007		
	Health Care and Group Insurance	Large Case Pensions	Consolidated	Health Care and Group Insurance	Large Case Pensions	Consolidated
Cash flows from operating activities:						
Net income	\$ 285.1	\$ (7.8)	\$ 277.3	\$ 488.8	\$ 7.9	\$ 496.7
Adjustments to reconcile net income to net cash provided						
by (used for) operating activities:						
Net realized capital losses	331.3	25.5	356.8	14.5	2.1	16.6
Depreciation and amortization	94.0	-	94.0	83.6	-	83.6
Allowance on reinsurance recoverable	42.2	-	42.2	-	-	-
Equity in earnings of affiliates, net	15.0	16.3	31.3	11.4	(2.5)	8.9
Stock-based compensation expense	24.7	-	24.7	23.1	-	23.1
Accretion of net investment discount	(.6)	(4.6)	(5.2)	(1.4)	(1.6)	(3.0)
Changes in assets and liabilities:						
Accrued investment income	(2.4)	.1	(2.3)	.3	(3.2)	(2.9)
Premiums due and other receivables	(12.9)	24.2	11.3	(44.4)	(.3)	(44.7)
Income taxes	(58.9)	(9.7)	(68.6)	68.9	(21.7)	47.2
Other assets and other liabilities	45.7	(22.4)	23.3	21.0	(24.9)	(3.9)
Health care and insurance liabilities	(31.0)	(87.3)	(118.3)	(284.7)	(80.4)	(365.1)
Other, net	2.2	(.4)	1.8	1.3	(.3)	1.0
Net cash provided by (used for) operating activities	734.4	(66.1)	668.3	382.4	(124.9)	257.5
Cash flows from investing activities:						
Proceeds from sales and maturities of investments	2,464.4	352.4	2,816.8	1,788.8	450.1	2,238.9
Cost of investments purchased	(2,973.3)	(196.1)	(3,169.4)	(1,674.4)	(394.2)	(2,068.6)
Additions of property, equipment and software	(111.7)	-	(111.7)	(98.5)	-	(98.5)
Cash used for acquisitions, net of cash acquired	-	-	-	(505.9)	-	(505.9)
Net cash (used for) provided by investing activities	(620.6)	156.3	(464.3)	(490.0)	55.9	(434.1)
Cash flows from financing activities:						
Proceeds from issuance of long-term debt, net of issuance costs	484.8	-	484.8	-	-	-
Net (repayment) issuance of short-term debt	(150.3)	(3.5)	(153.8)	530.1	-	530.1
Deposits and interest credited for investment contracts	-	1.8	1.8	-	2.5	2.5
Withdrawals of investment contracts	-	(2.1)	(2.1)	-	(2.2)	(2.2)
Common shares issued under benefit plans	10.9	-	10.9	36.7	-	36.7
Stock-based compensation tax benefits	3.4	-	3.4	40.9	-	40.9
Common shares repurchased	(515.6)	-	(515.6)	(708.2)	-	(708.2)
Intersegment dividend	133.5	(133.5)	-	-	-	-
Other, net	(1.2)	1.2	-	(.4)	.4	-
Net cash (used for) provided by financing activities	(34.5)	(136.1)	(170.6)	(100.9)	.7	(100.2)
Net increase (decrease) in cash and cash equivalents	79.3	(45.9)	33.4	(208.5)	(68.3)	(276.8)
Cash and cash equivalents, beginning of period	726.7	104.1	830.8	1,296.8	110.6	1,407.4
Cash and cash equivalents, end of period	\$ 806.0	\$ 58.2	\$ 864.2	\$ 1,088.3	\$ 42.3	\$ 1,130.6

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Condensed Statements of Cash Flows (Continued)

(Millions)	Nine Months Ended					
	September 30, 2008			September 30, 2007		
	Health Care and Group Insurance	Large Case Pensions	Total	Health Care and Group Insurance	Large Case Pensions	Total
Cash flows from operating activities:						
Net income	\$ 1,157.6	\$ 31.8	\$ 1,189.4	\$ 1,313.9	\$ 68.7	\$ 1,382.6
Adjustments to reconcile net income to net cash provided by (used for) operating activities:						
Net realized capital losses (gains)	400.6	36.8	437.4	64.7	(.3)	64.4
Depreciation and amortization	279.9	-	279.9	231.9	-	231.9
Stock-based compensation expense	80.2	-	80.2	68.8	-	68.8
Equity in earnings of affiliates, net	40.7	24.7	65.4	(15.3)	(49.8)	(65.1)
Allowance on reinsurance recoverable	42.2	-	42.2	-	-	-
Amortization (accretion) of net investment premium (discount)	3.4	(8.4)	(5.0)	10.4	(5.0)	5.4
Changes in assets and liabilities:						
Accrued investment income	(11.5)	2.9	(8.6)	(1.1)	(.1)	(1.2)
Premiums due and other receivables	(285.9)	24.5	(261.4)	(201.5)	(.8)	(202.3)
Income taxes	(96.7)	1.2	(95.5)	31.1	(40.9)	(9.8)
Other assets and other liabilities	(43.3)	(11.9)	(55.2)	(98.0)	(12.7)	(110.7)
Health care and insurance liabilities	364.7 ⁽⁸⁾	(282.0) ⁽⁷⁾	82.7	279.2	(236.1) ⁽⁷⁾	43.1
Other, net	1.0	(.1)	.9	(.5)	(.1)	(.6)
Net cash provided by (used for) operating activities	1,932.9	(180.5)	1,752.4	1,683.6	(277.1)	1,406.5
Cash flows from investing activities:						
Proceeds from sales and maturities of investments	7,519.4	1,623.8	9,143.2	5,079.5	2,397.8	7,477.3
Cost of investments purchased	(8,844.0)	(1,351.3)	(10,195.3)	(5,134.3)	(2,138.2)	(7,272.5)
Additions of property, equipment and software	(304.6)	-	(304.6)	(272.3)	-	(272.3)
Cash used for acquisitions, net of cash acquired	-	-	-	(505.9)	-	(505.9)
Net cash (used for) provided by investing activities	(1,629.2)	272.5	(1,356.7)	(833.0)	259.6	(573.4)
Cash flows from financing activities:						
Proceeds from issuance of long-term debt, net of issuance costs	484.8	-	484.8	-	-	-
Net issuance (repayment) of short-term debt	365.8	(13.8)	352.0	505.3	(19.9)	485.4
Deposits and interest credited for investment contracts	-	5.9	5.9	-	7.1	7.1
Withdrawals of investment contracts	-	(8.0)	(8.0)	-	(6.6)	(6.6)
Common shares issued under benefit plans	28.8	-	28.8	136.7	-	136.7
Stock-based compensation tax benefits	23.8	-	23.8	129.4	-	129.4
Common shares repurchased	(1,672.8)	-	(1,672.8)	(1,334.5)	-	(1,334.5)
Intersegment dividend	133.5	(133.5)	-	-	-	-
Other, net	(2.4)	2.4	-	10.5	(10.5)	-
Net cash used for financing activities	(638.5)	(147.0)	(785.5)	(552.6)	(29.9)	(582.5)
Net (decrease) increase in cash and cash equivalents	(334.8)	(55.0)	(389.8)	298.0	(47.4)	250.6
Cash and cash equivalents, beginning of period	1,140.8	113.2	1,254.0	790.3	89.7	880.0
Cash and cash equivalents, end of period	\$ 806.0	\$ 58.2	\$ 864.2	\$ 1,088.3	\$ 42.3	\$ 1,130.6

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Investment Portfolio
At September 30, 2008

(Millions)	Supporting Non-Experience-Rated Products				Supporting Experience-Rated and Discontinued Products in Large Case Pensions		Total Portfolio	
	Health Care and Group Insurance	Large Case Pensions	Total	Percent	Total	Percent	Total	Percent
Debt and equity securities:								
Debt securities:								
U.S. corporate securities	\$ 3,320.3	\$ 250.2	\$ 3,570.5	27.3%	\$ 2,216.7	40.9%	\$ 5,787.2	31.2%
Mortgage-backed and other asset-backed securities	2,253.7	260.3	2,514.0	19.2%	462.5	8.5%	2,976.5	16.1%
States, municipalities and political subdivisions	1,825.2	-	1,825.2	13.9%	-	-	1,825.2	9.9%
U.S. government securities	1,101.8	62.1	1,163.9	8.9%	307.0	5.7%	1,470.9	7.9%
Foreign securities	1,308.0	108.2	1,416.2	10.8%	726.1	13.4%	2,142.3	11.6%
Redeemable preferred securities	162.8	15.3	178.1	1.4%	163.7	3.0%	341.8	1.8%
Total debt securities	9,971.8	696.1	10,667.9	81.4%	3,876.0	71.5%	14,543.9	78.5%
Equity securities	1.2	-	1.2	-	42.3	.8%	43.5	.3%
Total debt and equity securities	9,973.0	696.1	10,669.1	81.4%	3,918.3	72.3%	14,587.4	78.8%
Mortgage loans	861.6	15.6	877.2	6.7%	835.8	15.4%	1,713.0	9.2%
Other investments:								
Real estate	85.4	.3	85.7	.7%	74.3	1.4%	160.0	.9%
Hedge funds	295.2	-	295.2	2.3%	255.1	4.7%	550.3	3.0%
Private equity	94.6	17.8	112.4	.9%	258.6	4.8%	371.0	2.0%
Other	239.4	.2	239.6	1.8%	35.0	.6%	274.6	1.5%
Total other investments	714.6	18.3	732.9	5.6%	623.0	11.5%	1,355.9	7.3%
Total investments	11,549.2	730.0	12,279.2	93.7%	5,377.1	99.2%	17,656.3	95.3%
Cash and cash equivalents	806.0	16.6	822.6	6.3%	41.6	.8%	864.2	4.7%
Total investments, cash and cash equivalents	\$ 12,355.2	\$ 746.6	\$ 13,101.8		\$ 5,418.7		\$ 18,520.5	
Average credit quality	A+	A+	A+		A+		A+	

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Reconciliations of Certain Reported Amounts to the Most Directly Comparable GAAP Measure

(Millions, except per common share data)	Three Months Ended		Nine Months Ended	
	September 30, 2008	September 30, 2007	September 30, 2008	September 30, 2007
Summary of Results				
Operating earnings	\$ 536.7	\$ 507.4	\$ 1,472.6	\$ 1,382.6
Allowance on reinsurance recoverable	(27.4)	-	(27.4)	-
Reduction of reserve for anticipated future losses on discontinued products	-	-	28.5	41.8
Net realized capital losses	(232.0)	(10.7)	(284.3)	(41.8)
Net income (GAAP measure)	\$ 277.3	\$ 496.7	\$ 1,189.4	\$ 1,382.6
Weighted average common shares - diluted	480.3	523.9	495.0	530.6
Summary of Results Per Common Share				
Operating earnings	\$ 1.12	\$.97	\$ 2.97	\$ 2.61
Allowance on reinsurance recoverable	(.06)	-	(.06)	-
Reduction of reserve for anticipated future losses on discontinued products	-	-	.06	.08
Net realized capital losses	(.48)	(.02)	(.57)	(.08)
Net income (GAAP measure)	\$.58	\$.95	\$ 2.40	\$ 2.61
Health Care				
Reconciliation of Revenue				
Revenue, excluding net realized capital losses	\$ 7,346.2	\$ 6,284.0	\$ 21,669.4	\$ 18,355.8
Net realized capital losses	(213.7)	(3.6)	(245.4)	(33.2)
Total revenue (GAAP measure)	\$ 7,132.5	\$ 6,280.4	\$ 21,424.0	\$ 18,322.6
Group Insurance				
Reconciliation of Revenue				
Revenue, excluding net realized capital losses	\$ 511.2	\$ 537.1	\$ 1,527.5	\$ 1,634.3
Net realized capital losses	(117.6)	(10.9)	(155.2)	(31.5)
Total revenue (GAAP measure)	\$ 393.6	\$ 526.2	\$ 1,372.3	\$ 1,602.8
Large Case Pensions				
Reconciliation of Revenue				
Revenue, excluding net realized capital (losses) gains	\$ 124.0	\$ 156.8	\$ 431.9	\$ 529.5
Net realized capital (losses) gains	(25.5)	(2.1)	(36.8)	.3
Total revenue (GAAP measure)	\$ 98.5	\$ 154.7	\$ 395.1	\$ 529.8

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Reconciliations of Certain Reported Amounts to the Most Directly Comparable GAAP Measure (continued)

(Millions)	Three Months Ended		Nine Months Ended		
	September 30, 2008	September 30, 2007	September 30, 2008	September 30, 2007	
Reconciliation to Income Before Income Taxes					
Operating earnings before income taxes, excluding interest expense and amortization of other acquired intangible assets	(A)	\$ 907.6	\$ 845.8	\$ 2,506.9	\$ 2,310.5
Interest expense		(60.5)	(44.0)	(171.5)	(129.1)
Amortization of other acquired intangible assets		(25.4)	(25.9)	(80.5)	(69.5)
Allowance on reinsurance recoverable		(42.2)	-	(42.2)	-
Reduction of reserve for anticipated future losses on discontinued products		-	-	43.8	64.3
Net realized capital losses		(356.8)	(16.6)	(437.4)	(64.4)
Income before income taxes (GAAP measure)	(B)	\$ 422.7	\$ 759.3	\$ 1,819.1	\$ 2,111.8
Reconciliation to Net Income					
Operating earnings, excluding interest expense and amortization of other acquired intangible assets	(C)	\$ 592.5	\$ 552.8	\$ 1,636.4	\$ 1,511.7
Interest expense, net of tax		(39.3)	(28.6)	(111.5)	(83.9)
Amortization of other acquired intangible assets, net of tax		(16.5)	(16.8)	(52.3)	(45.2)
Allowance on reinsurance recoverable, net of tax		(27.4)	-	(27.4)	-
Reduction of reserve for anticipated future losses on discontinued products, net of tax		-	-	28.5	41.8
Net realized capital losses, net of tax		(232.0)	(10.7)	(284.3)	(41.8)
Net income (GAAP measure)	(D)	\$ 277.3	\$ 496.7	\$ 1,189.4	\$ 1,382.6
Reconciliation of Revenue					
Revenue, excluding net realized capital losses and 2007 acquisitions	(E)	\$ 7,782.1	\$ 6,872.0	\$ 23,084.1	\$ 20,413.7
Schaller Anderson and Goodhealth revenue		199.3	105.9	544.7	105.9
Revenue, excluding net realized capital losses	(F)	7,981.4	6,977.9	23,628.8	20,519.6
Net realized capital losses		(356.8)	(16.6)	(437.4)	(64.4)
Total revenue (GAAP measure)	(G)	\$ 7,624.6	\$ 6,961.3	\$ 23,191.4	\$ 20,455.2
Operating Margin					
Pretax operating margin	(A)/(F)	11.4 %	12.1 %	10.6 %	11.3 %
Pretax net income margin (GAAP measure)	(B)/(G)	5.5 %	10.9 %	7.8 %	10.3 %
After-tax operating margin	(C)/(F)	7.4 %	7.9 %	6.9 %	7.4 %
After-tax net income margin (GAAP measure)	(D)/(G)	3.6 %	7.1 %	5.1 %	6.8 %
Reconciliation of Operating Expenses					
Operating expenses, excluding 2007 acquisitions and other item	(H)	\$ 1,321.0	\$ 1,235.5	\$ 3,990.7	\$ 3,654.4
Schaller Anderson and Goodhealth operating expenses		71.5	35.9	200.7	35.9
Operating expenses, excluding other item	(I)	1,392.5	1,271.4	4,191.4	3,690.3
Allowance on reinsurance recoverable		42.2	-	42.2	-
Total operating expenses (GAAP measure)	(J)	\$ 1,434.7	\$ 1,271.4	\$ 4,233.6	\$ 3,690.3
Operating Expenses as a % of Revenue					
Operating expenses as a % of revenue, excluding 2007 acquisitions and other item	(H)/(E)	17.0 %	18.0 %	17.3 %	17.9 %
Operating expenses as a % of revenue, excluding other item	(I)/(F)	17.4 %	18.2 %	17.7 %	18.0 %
Total operating expenses as a % of total revenue (GAAP measure)	(J)/(G)	18.8 %	18.3 %	18.3 %	18.0 %

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Reconciliations of Certain Reported Amounts to the Most Directly Comparable GAAP Measure (continued)

(Millions)	Three Months Ended	
	September 30, 2008	September 30, 2007
Medical Benefit Ratios		
Commercial:		
Premiums	\$ 5,086.6	\$ 4,720.9
Health care costs - Adjusted	4,030.7	3,710.8
Unfavorable development of prior-period health care cost estimates	56.0	-
Health care costs (GAAP measure)	4,086.7	3,710.8
Commercial Medical Benefit Ratio (GAAP measure)	80.3 %	78.6 %
Medicare:		
Premiums	\$ 1,209.9	\$ 634.8
Health care costs - Adjusted	1,030.8	559.6
Favorable development of prior-period health care cost estimates	(26.0)	(24.0)
Health care costs (GAAP measure)	1,004.8	535.6
Medicare Medical Benefit Ratio (GAAP measure)	83.0 %	84.4 %
Medicaid:		
Premiums	\$ 154.3	\$ 89.7
Health care costs - Adjusted	132.1	76.7
Favorable development of prior-period health care cost estimates	(7.0)	-
Health care costs (GAAP measure)	125.1	76.7
Medicaid Medical Benefit Ratio (GAAP measure)	81.1 %	85.5 %
Total Health Care:		
Premiums	\$ 6,450.8	\$ 5,445.4
Health care costs - Adjusted	5,193.6	4,347.1
Unfavorable (favorable) development of prior-period health care cost estimates	23.0	(24.0)
Health care costs (GAAP measure)	5,216.6	4,323.1
Total Health Care Medical Benefit Ratio (GAAP measure)	80.9 %	79.4 %

(Millions)	September 30, 2008	
	Three Months Ended	Nine Months Ended
Health Care and Group Insurance Operating Cash Flows as a Percentage of Operating Earnings		
Net cash provided by operating activities: Health Care, Group Insurance and Corporate Interest	\$ 734.4	\$ 1,932.9
Operating earnings: Health Care, Group Insurance and Corporate Interest	\$ 527.9	\$ 1,445.4
Allowance on reinsurance recoverable, net of tax	(27.4)	(27.4)
Net realized capital losses, net of tax	(215.4)	(260.4)
Net income: Health Care, Group Insurance and Corporate Interest	\$ 285.1	\$ 1,157.6
Operating cash flow as a percentage of net income	257.6 %	167.0 %

Refer to page 13 for an explanation of footnotes and definitions of terms used.

Footnotes

- (1) In order to provide a comparison that we believe provides useful information regarding our underlying performance, all operating earnings metrics exclude net realized capital gains and losses and other items, if any, from net income. In addition, operating margins exclude interest expense and amortization of other acquired intangible assets. Also, revenue excludes net realized capital gains and losses. We use these measures to assess business performance and to make decisions regarding our operations and allocation of resources among our businesses. We also provide medical benefit ratios excluding prior-period reserve development when that development is significant in order to better reflect underlying current-period health care costs. For a reconciliation of financial measures calculated under U.S. generally accepted accounting principles ("GAAP"), refer to pages 10-12 and footnote 2 below.
- (2) We acquired Schaller Anderson, Incorporated ("Schaller Anderson") on July 31, 2007 and Goodhealth Worldwide (Bermuda) Limited ("Goodhealth") on October 1, 2007. The results for the three months ended September 30, 2008 and 2007 included approximately \$199 million and \$106 million, respectively, of revenue in our Health Care segment attributable to these acquisitions, including approximately \$142 million and \$71 million, respectively, in premium revenue and \$56 million and \$34 million, respectively, in fees and other income. Excluding these amounts, for the three months ended September 30, 2008, Health Care segment revenue increased by 16%, Health Care segment premiums increased by 17%, and consolidated fees and other revenue increased by 5%.
- (3) Includes members who participated in a CMS pilot program under which we provided disease and case management services to selected Medicare fee-for-service beneficiaries in exchange for a fee. This program terminated in September 2008.
- (4) Represents members in consumer-directed health plans included in our Commercial medical membership.
- (5) Represents members in products that allow these members access to our dental provider network for a nominal fee.
- (6) Represents members who purchased medications through Aetna Rx Home Delivery[®], our mail order pharmacy, during the quarterly period and included in pharmacy membership above.
- (7) Includes a pretax reduction of the reserve for anticipated future losses on discontinued products of \$44 million and \$64 million for the nine months ended September 30, 2008 and 2007, respectively. Changes in insurance liabilities are satisfied by sales of related investment assets included in net cash provided by investment activities.
- (8) Includes approximately \$127 million of cash proceeds for the nine months ended September 30, 2008 for premium stabilization funds received from a large customer.

Definitions

Administrative Services Contracts ("ASC") include all medical and dental products offered on an employer-funded basis. Under employer-funded plans, the plan sponsor assumes all or a majority of health care cost, utilization or other risk.

After-tax Operating Margins are calculated by dividing after-tax operating earnings, excluding interest expense, amortization of other acquired intangible assets and other items, if any, by revenue, excluding net realized capital gains (losses).

Benefit Ratios are calculated by dividing benefit costs by premiums. Various product level versions of this metric are provided and are calculated using this base formula. For example, the Total Medical Benefit Ratio is calculated by dividing health care costs by health care premiums.

Commercial includes all medical, dental and other health care products except Medicare and Medicaid.

Days Claims Payable is calculated by dividing the health care costs payable at each quarter end by the health care costs per day in each respective quarter.

Insured includes all medical, dental and other health care products for which we assume all or a majority of health care cost, utilization or other risk.

Operating Earnings exclude net realized capital gains (losses) and other items, if any, from net income.

Operating Expenses as a % of Revenue are calculated by dividing operating expenses, excluding other items, if any, by revenue, excluding net realized capital gains (losses).

Pretax Operating Margins are calculated by dividing pretax operating earnings, excluding interest expense, amortization of other acquired intangible assets and other items, if any, by revenue, excluding net realized capital gains (losses).

Selling Expenses are comprised of broker commissions, the variable component of our internal sales force compensation and premium taxes.

Balance Sheet Terms

Future Policy Benefits consist primarily of reserves for limited payment pension and annuity contracts in the Large Case Pension business and long-duration group paid-up life and long-term care insurance contracts in the Group Insurance business.

Health Care Costs Payable consist principally of unpaid fee-for-service claims, capitation costs and other amounts due to health care providers pursuant to insured arrangements.

Policyholders' Funds consist primarily of reserves for pension and annuity investment contracts in the Large Case Pension business and customer funds associated with group life and health contracts in the Health Care and Group Insurance business.

Separate Account assets and liabilities in the Large Case Pensions business generally represent funds maintained to meet specific objectives of contract holders who bear the investment risk.

Unpaid Claims consist primarily of reserves associated with certain short-duration group disability and term life insurance contracts in the Group Insurance business.