

WELLPOINT INC
Form 4
December 03, 2004

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHAEFFER LEONARD D

(Last) (First) (Middle)
120 MONUMENT CIRCLE
(Street)

INDIANAPOLIS, IN 46204

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
WELLPOINT INC [WLP]

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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	Price	
Common Stock	12/01/2004		M		32,657	A \$ 47.54	1,195,925 D
Common Stock	12/01/2004		F		21,519	D \$ 101.33	1,174,406 D
Common Stock	12/01/2004		M		107,039	A \$ 75.4	1,281,445 D
Common Stock	12/01/2004		F		89,440	D \$ 101.33	1,192,005 D
Common Stock	12/01/2004		M		155,031	A \$ 87.72	1,347,036 D
	12/01/2004		F		141,653	D	1,205,383 D

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Common Stock					\$ 101.33		
Common Stock	12/01/2004	M	413,332	A	\$ 51.21	1,618,715	D
Common Stock	12/01/2004	F	281,977	D	\$ 101.33	1,336,738	D
Common Stock	12/01/2004	M	22,022	A	\$ 43.47	1,358,760	D
Common Stock	12/01/2004	F	13,943	D	\$ 101.33	1,344,817	D
Common Stock	12/01/2004	F	68,796	A	\$ 87.72	1,413,613	D
Common Stock	12/01/2004	F	62,860	D	\$ 101.33	1,350,753	D
Common Stock	12/01/2004	M	82,668	A	\$ 34.92	1,433,421	D
Common Stock	12/01/2004	F	47,858	D	\$ 101.33	1,385,563	D
Common Stock	12/01/2004	M	224,030	A	\$ 38.9	1,609,593	D
Common Stock	12/01/2004	F	135,348	D	\$ 101.33	1,474,245	D
Common Stock	12/01/2004	M	20,388	A	\$ 39.86	1,494,633	D
Common Stock	12/01/2004	F	12,441	D	\$ 101.33	1,482,192	D
Common Stock	12/01/2004	M	23,582	A	\$ 54.85	1,505,774	D
Common Stock	12/01/2004	F	16,632	D	\$ 101.33	1,489,142	D
Common Stock	12/01/2004	M	106,122	A	\$ 41.73	1,595,264	D
Common Stock	12/01/2004	F	66,018	D	\$ 101.33	1,529,246	D
Common Stock	12/01/2004	M	10,139	A	\$ 53.09	1,539,385	D
Common Stock	12/01/2004	F	7,038	D	\$ 101.33	1,532,347	D
Common Stock	12/01/2004	M	11,869	A	\$ 53.09	1,544,216	D
	12/01/2004	F	8,239	D		1,535,977	D

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Common Stock-					\$			
					101.33			
Common Stock	12/01/2004		M	17,978	A	\$ 42.94	1,553,955	D
Common Stock	12/01/2004		F	11,322	D	\$ 101.33	1,542,633	D
Common Stock	12/01/2004		M	20,221	A	\$ 62.9	1,562,854	D
Common Stock	12/01/2004		F	15,294	D	\$ 101.33	1,547,560	D

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

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 control number.

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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 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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 47.54	12/01/2004		M		32,657	12/01/2001 03/04/2006	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		21,519	12/01/2004 03/04/2006	Common Stock
Common Stock	\$ 75.4	12/01/2004		M		107,039	12/01/2003 02/11/2008	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		89,440	12/01/2004 02/11/2008	Common Stock
	\$ 87.72	12/01/2004		M		155,031	03/01/2004 02/10/2010	

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Common Stock								Common Stock
Common Stock	\$ 101.33	12/01/2004	A	141,653	12/01/2004	02/10/2010		Common Stock
Employee Stock Option (right to buy)	\$ 51.21	12/01/2004	M	413,332	02/07/2002	02/06/2012		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	281,977	12/01/2004	02/08/2012		Common Stock
Employee Stock Option (right to buy)	\$ 43.47	12/01/2004	M	22,022	12/01/2000	03/04/2006		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	13,943	12/01/2004	03/04/2006		Common Stock
Employee Stock Option (right to buy)	\$ 87.72	12/01/2004	M	68,796	03/01/2004	02/11/2008		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	62,860	12/01/2004	02/11/2008		Common Stock
Employee Stock Option (right to buy)	\$ 34.92	12/01/2004	M	82,668	06/04/2001	06/03/2011		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	47,858	12/01/2004	06/03/2011		Common Stock
Employee Stock	\$ 38.9	12/01/2004	M	224,030	02/01/2001	01/31/2011		Common Stock

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Option (right to buy)								
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	135,348	12/01/2004	01/31/2011	Common Stock	
Employee Stock Option (right to buy)	\$ 39.86	12/01/2004	M	20,388	03/01/2001	03/04/2006	Common Stock	
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	12,441	12/01/2004	03/04/2006	Common Stock	
Employee Stock Option (right to buy)	\$ 54.85	12/01/2004	M	23,582	03/01/2003	03/03/2006	Common Stock	
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	16,632	12/01/2004	03/03/2006	Common Stock	
Employee Stock Option (right to buy)	\$ 41.73	12/01/2004	M	106,122	02/11/2009	02/10/2009	Common Stock	
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	66,018	12/01/2004	02/10/2009	Common Stock	
Employee Stock Option (right to buy)	\$ 53.09	12/01/2004	M	10,139	12/01/2002	03/03/2006	Common Stock	
Employee Stock Option	\$ 101.33	12/01/2004	A	7,038	12/01/2004	03/03/2006	Common Stock	

(right to buy)									
Employee Stock Option (right to buy)	\$ 53.09	12/01/2004	M	11,869	12/01/2002	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	8,239	12/01/2004	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 42.94	12/01/2004	M	17,978	09/01/2001	03/04/2006			Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	11,322	12/01/2004	03/04/2006			Common Stock
Employee Stock Option (right to buy)	\$ 62.9	12/01/2004	M	20,221	09/01/2003	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	15,294	12/01/2004	03/03/2006			Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHAEFFER LEONARD D 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204	X			

Signatures

Nancy Purcell,
Attorney-in-fact

12/03/2004

__Signature of Reporting Person

Date

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).

Remarks:

Form 1 of 2 being filed for the reporting person on the same day.

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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