

WELLPOINT INC
Form 4
December 06, 2004

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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		11,869	A \$ 53.09	1,544,216 D
Common Stock	12/01/2004		F		8,239	D \$ 101.33	1,535,977 D
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
	12/01/2004		F		15,294	D	1,547,560 D

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Common Stock					\$ 101.33		
Common Stock	12/01/2004	M	47,021	A	\$ 49.04	1,594,581	D
Common Stock	12/01/2004	F	31,431	D	\$ 101.33	1,563,150	D
Common Stock	12/01/2004	M	40,193	A	\$ 59.98	1,603,343	D
Common Stock	12/01/2004	F	29,655	D	\$ 101.33	1,573,688	D
Common Stock	12/01/2004	M	106,122	A	\$ 49.85	1,679,810	D
Common Stock	12/01/2004	F	71,482	D	\$ 101.33	1,608,328	D
Common Stock	12/01/2004	M	248,004	A	\$ 55.1	1,856,332	D
Common Stock	12/01/2004	F	175,306	D	\$ 101.33	1,681,026	D
Common Stock	12/01/2004	M	81,313	A	\$ 68.82	1,762,339	D
Common Stock	12/01/2004	F	64,551	D	\$ 101.33	1,697,788	D
Common Stock	12/01/2004	M	8,934	A	\$ 75.4	1,706,722	D
Common Stock	12/01/2004	F	7,465	D	\$ 101.33	1,699,257	D
Common Stock	12/01/2004	M	80,549	A	\$ 59.81	1,779,806	D
Common Stock	12/01/2004	F	59,343	D	\$ 101.33	1,720,463	D
Common Stock	12/01/2004	M	61,960	A	\$ 87.72	1,782,423	D
Common Stock	12/01/2004	F	56,613	D	\$ 101.33	1,725,810	D
Common Stock	12/01/2004	M	60,284	D	\$ 82.06	1,786,094	D
Common Stock	12/01/2004	F	52,918	D	\$ 101.33	1,733,176	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

SEC 1474
(9-02)

required to respond unless the form
displays a currently valid OMB control
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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)
					V	(A)	(D)	Date Exercisable	
Employee Stock Option (right to buy)	\$ 49.04	12/01/2004		M		47,021	03/01/2002	03/03/2006	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		31,431	12/01/2004	03/03/2006	Common Stock
Common Stock	\$ 59.98	12/01/2004		M		40,193	09/01/2002	03/03/2006	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		29,655	12/01/2004	03/03/2006	Common Stock
Common Stock	\$ 49.82	12/01/2004		M		106,122	02/11/2009	02/10/2009	Common Stock
Common Stock	\$ 101.33	12/01/2004		A		71,482	12/01/2004	02/10/2009	Common Stock
Employee Stock Option (right to buy)	\$ 55.1	12/01/2004		M		248,004	02/05/2003	02/04/2013	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		175,306	12/01/2004	02/04/2013	Common Stock
Employee	\$ 68.82	12/01/2004		M		81,313	06/01/2003	03/03/2006	Common

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Stock Option (right to buy)									Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	64,551	12/01/2004	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 75.4	12/01/2004	M	8,934	12/01/2003	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	7,465	12/01/2004	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 59.81	12/01/2004	M	80,549	06/01/2002	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	59,343	12/01/2004	03/03/2006			Common Stock
Employee Stock Option (right to buy)	\$ 87.72	12/01/2004	M	61,960	03/01/2004	03/01/2010			Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	56,613	12/01/2004	03/01/2010			Common Stock
Employee Stock Option (right to buy)	\$ 82.06	12/01/2004	M	60,284	01/26/2004	01/25/2014			Common Stock
Employee Stock	\$ 101.33	12/01/2004	A	52,918	12/01/2004	01/25/2014			Common Stock

Option
(right to
buy)

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
<u> </u> 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 2 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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