

WELLPOINT INC  
Form 4  
February 28, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
GLASSCOCK LARRY C

(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)  
02/26/2008

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/26/2008		M		28,000	A	\$ 44.18
Common Stock	02/26/2008		S <sup>(1)</sup>		1,600	D	\$ 74.16
Common Stock	02/26/2008		S		8,000	D	\$ 74.17
Common Stock	02/26/2008		S		1,500	D	\$ 74.19
Common Stock	02/26/2008		S		5,500	D	\$ 74.2
Common Stock	02/26/2008		S		800	D	\$ 258,173.243

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Common Stock					\$ 74.21		
Common Stock	02/26/2008	S	2,500	D	\$ 74.22	255,673.243	D
Common Stock	02/26/2008	S	300	D	\$ 74.23	255,373.243	D
Common Stock	02/26/2008	S	100	D	\$ 74.24	255,273.243	D
Common Stock	02/26/2008	S	3,000	D	\$ 74.25	252,273.243	D
Common Stock	02/26/2008	S	400	D	\$ 74.26	251,873.243	D
Common Stock	02/26/2008	S	200	D	\$ 74.27	251,673.243	D
Common Stock	02/26/2008	S	100	D	\$ 74.29	251,573.243	D
Common Stock	02/26/2008	S	3,900	D	\$ 74.3	247,673.243	D
Common Stock	02/26/2008	S	100	D	\$ 74.31	247,573.243	D
Common Stock	02/27/2008	M	28,000	A	\$ 44.18	275,573.243	D
Common Stock	02/27/2008	S <sup>(1)</sup>	10,000	D	\$ 73.88	265,573.243	D
Common Stock	02/27/2008	S	4,800	D	\$ 73.9	260,773.243	D
Common Stock	02/27/2008	S	800	D	\$ 73.91	259,973.243	D
Common Stock	02/27/2008	S	1,500	D	\$ 73.92	258,473.243	D
Common Stock	02/27/2008	S	3,200	D	\$ 73.94	255,273.243	D
Common Stock	02/27/2008	S	200	D	\$ 73.95	255,073.243	D
Common Stock	02/27/2008	S	500	D	\$ 73.96	254,573.243	D
Common Stock	02/27/2008	S	800	D	\$ 73.97	253,773.243	D
Common Stock	02/27/2008	S	1,100	D	\$ 73.98	252,673.243	D
	02/27/2008	S	200	D		252,473.243	D

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Common Stock					\$				73.99
Common Stock	02/27/2008		S	4,200	D	\$ 74	248,273.243	D	
Common Stock	02/27/2008		S	200	D	\$ 74.01	248,073.243	D	
Common Stock	02/27/2008		S	200	D	\$ 74.03	247,873.243	D	
Common Stock	02/27/2008		S	300	D	\$ 74.04	247,573.243	D	

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

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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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 44.18	02/26/2008		M	28,000	<u>(2)</u> 05/31/2010	Common Stock	28,000	
Employee Stock Option (Right to Buy)	\$ 44.18	02/27/2008		M	28,000	<u>(3)</u> 05/31/2010	Common Stock	28,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

GLASSCOCK LARRY C  
120 MONUMENT CIRCLE X  
INDIANAPOLIS, IN 46204

## Signatures

Nancy Purcell,  
Attorney-in-fact 02/28/2008

\_\_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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 11, 2008.
- (2) Exercised options vested on 5/17/05; of the remaining 372,000 options, 105,333 vested on 5/17/05, 133,333 vested on 5/17/06 and 133,334 vested on 5/17/07.
- (3) Exercised options vested on 5/17/05; of the remaining 344,000 options, 77,333 vested on 5/17/05, 133,333 vested on 5/17/06 and 133,334 vested on 5/17/07.

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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