

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 *
HELWIG DAVID S

(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)
EVP

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 or Price		
Common Stock	12/01/2004		M		23,767 A \$ 55.1	D	
Common Stock	12/01/2004		F		16,800 D \$ 101.33	D	
Common Stock	12/01/2004		M		20,666 A \$ 51.21	D	
Common Stock	12/01/2004		F		14,098 D \$ 101.33	D	
Common Stock	12/01/2004		M		16,534 A \$ 34.92	D	

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Common Stock	12/01/2004	F	9,572	D	\$ 101.33	148,900	D
Common Stock	12/01/2004	M	2,733	A	\$ 36.58	151,633	D
Common Stock	12/01/2004	F	986	D	\$ 101.33	150,647	D
Common Stock	12/01/2004	A	25,000	A	\$ 109.1	175,647	D

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

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(9-02)

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 Security (Instr. 3 and 4)	Amount or Number of Underlying Securities		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Underlying Securities
Employee Stock Option (right to buy)	\$ 55.1	12/01/2004		M		23,767		02/05/2003	02/04/2013	Common Stock	23,767
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		16,800		12/01/2004	02/04/2013	Common Stock	16,800
Employee Stock Option (right to buy)	\$ 51.21	12/01/2004		M		20,666		02/07/2002	02/06/2012	Common Stock	20,666
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		14,098		12/01/2004	02/06/2012	Common Stock	14,098

Employee Stock Option (right to buy)	\$ 34.92	12/01/2004	M	16,534	06/04/2001	06/03/2011	Common Stock	16
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	9,572	12/01/2004	06/03/2011	Common Stock	9
Employee Stock Option (right to buy)	\$ 36.58	12/01/2004	M	2,733	03/27/2001	03/26/2011	Common Stock	2
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	986	12/01/2004	03/26/2011	Common Stock	9

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELWIG DAVID S 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy L. Purcell
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).

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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