

WELLPOINT INC  
Form S-8 POS  
October 31, 2005

As filed with the Securities and Exchange Commission on October 31, 2005

Registration No. 333-97425

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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**POST-EFFECTIVE AMENDMENT NO. 1**

to

**FORM S-8**

REGISTRATION STATEMENT UNDER THE

SECURITIES ACT OF 1933

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**WELLPOINT, INC.**

(Exact name of registrant as specified in its charter)

**Indiana**  
(State or other jurisdiction of  
incorporation or organization)

**35-2145715**  
(I.R.S. Employer  
Identification No.)

**120 Monument Circle**

**Indianapolis, Indiana 46204**

(Address of Principal Executive Offices) (Zip Code)

**EMPLOYEES 401(k) THRIFT PLAN OF  
TRIGON INSURANCE COMPANY**

**and**

**TRIGON INSURANCE COMPANY  
401(k) RESTORATION PLAN**

(Full title of the plans)

**Angela F. Braly**

**Executive Vice President, General Counsel and Chief Public Affairs Officer**

**WellPoint, Inc.**

**120 Monument Circle**

**Indianapolis, Indiana 46204**

(Name and address of agent for service)

**(317) 488-6000**

(Telephone number, including area code, of agent for service)

Copy to:

**James A. Aschleman**

**BAKER & DANIELS LLP**

**300 North Meridian Street, Suite 2700**

**Indianapolis, Indiana 46204-1782**

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**POST-EFFECTIVE AMENDMENT NO. 1**

On July 31, 2002, WellPoint, Inc. (formerly named Anthem, Inc.) (the Corporation ) filed this Registration Statement for the purpose of registering shares of the Corporation s common stock, par value \$0.01 per share (the Common Stock ), and associated plan interests, issuable pursuant to the Employees 401(k) Thrift Plan of Trigon Insurance Company (the Trigon 401(k) Plan ). Effective January 31, 2004, the Trigon 401(k) Plan was merged into the Anthem 401(k) Long-Term Savings Investment Plan (the Anthem 401(k) Plan ). This Post-Effective Amendment No. 1 to this Registration Statement (the Post-Effective Amendment No. 1 ) is being filed to reflect that 577,603 shares of the Corporation s Common Stock, along with the associated plan interests, registered under this Registration Statement, which were not issued pursuant to the Trigon 401(k) Plan prior to the merger into the Anthem 401(k) Plan, are being moved, in accordance with Interpretation #90 of Section G in the Securities and Exchange Commission, Division of Corporation Finance s Manual of Publicly Available Telephone Interpretations, to a new registration statement on Form S-8 (Registration No. 333-129334) filed by the Corporation with the Securities and Exchange Commission on the date hereof pursuant to Instruction E to Form S-8 to register one additional share with respect to the Anthem 401(k) Plan. The new registration statement adds to the shares of the Corporation s Common Stock previously registered for issuance pursuant to the Anthem 401(k) Plan under Registration Statement No. 333-84906.

**SIGNATURES**

*The Registrant.* Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Indianapolis, State of Indiana, on October 31, 2005.

WELLPOINT, INC.

By: /s/ Larry C. Glasscock  
 Larry C. Glasscock  
 President and Chief Executive Officer

**POWER OF ATTORNEY**

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 has been signed by the following persons in their respective capacities and on the respective dates indicated opposite their names. Each person whose signature appears below hereby authorizes each of Larry C. Glasscock, Angela F. Braly and David C. Colby, each with full power of substitution, to execute in the name and on behalf of such person any post-effective amendment to this registration statement and to file the same, with exhibits thereto, and other documents in connection therewith, making such changes in this registration statement as the Registrant deems appropriate, and appoints each of Larry C. Glasscock, Angela F. Braly and David C. Colby, each with full power of substitution, attorney-in-fact to sign any amendment and any post-effective amendment to this registration statement and to file the same, with exhibits thereto, and other documents in connection therewith.

| <b>Signature</b>                       | <b>Title</b>                                    | <b>Date</b>      |
|--|---|------------------|
| /s/ Larry C. Glasscock<br>_____        | President, Chief Executive Officer and Director | October 29, 2005 |
| Larry C. Glasscock                     | (Principal Executive Officer)                   |                  |
| /s/ Leonard D. Schaeffer<br>_____      | Chairman of the Board of Directors              | October 29, 2005 |
| Leonard D. Schaeffer                   |   |                  |
| /s/ David C. Colby<br>_____            | Executive Vice President and                    | October 29, 2005 |
| David C. Colby                         | Chief Financial Officer                         |                  |
|  | (Principal Financial Officer)                   |                  |
| /s/ Wayne S. DeVeydt<br>_____          | Senior Vice President and                       | October 29, 2005 |
| Wayne S. DeVeydt                       | Chief Accounting Officer                        |                  |
|  | (Principal Accounting Officer)                  |                  |
| /s/ Lenox D. Baker, Jr., M.D.<br>_____ | Director  | October 29, 2005 |
| Lenox D. Baker, Jr., M.D.              |   |                  |

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/s/ Susan B. Bayh

Director

October 29, 2005

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Susan B. Bayh

/s/ Sheila P. Burke

Director

October 29, 2005

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Sheila P. Burke

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| Signature   | Title    | Date             |
|---|----------|------------------|
| /s/ William H.T. Bush<br>_____<br>William H.T. Bush                           | Director | October 29, 2005 |
| /s/ Julie A. Hill<br>_____<br>Julie A. Hill                                   | Director | October 29, 2005 |
| /s/ Warren Y. Jobe<br>_____<br>Warren Y. Jobe                                 | Director | October 29, 2005 |
| /s/ Victor S. Liss<br>_____<br>Victor S. Liss                                 | Director | October 29, 2005 |
| /s/ L. Ben Lytle<br>_____<br>L. Ben Lytle                                     | Director | October 29, 2005 |
| /s/ William G. Mays<br>_____<br>William G. Mays                               | Director | October 29, 2005 |
| /s/ Ramiro G. Peru<br>_____<br>Ramiro G. Peru                                 | Director | October 29, 2005 |
| /s/ Jane G. Pisano<br>_____<br>Jane G. Pisano                                 | Director | October 29, 2005 |
| /s/ Senator Donald W. Riegler, Jr.<br>_____<br>Senator Donald W. Riegler, Jr. | Director | October 29, 2005 |
| /s/ William J. Ryan<br>_____<br>William J. Ryan                               | Director | October 29, 2005 |
| /s/ George A. Schaefer, Jr.<br>_____<br>George A. Schaefer, Jr.               | Director | October 29, 2005 |
| /s/ Jackie M. Ward<br>_____<br>Jackie M. Ward                                 | Director | October 29, 2005 |