

WELLPOINT INC
Form 4
December 08, 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 *
WATTS JOHN S JR

(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)
12/06/2004

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)	(A) or (D)	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	Price		
Common Stock	12/06/2004		M		3,859	\$ 79.18	46,325	D
Common Stock	12/06/2004		S		3,859	\$ 105.53	42,466	D
Common Stock	12/06/2004		M		57,084	\$ 55.1	99,550	D
Common Stock	12/06/2004		S		57,084	\$ 105.53	42,466	D
Common Stock	12/06/2004		M		1,814	\$ 55.1	44,280	D

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Common Stock	12/06/2004		S	1,814	D	\$ 105.53	42,466	D	
Common Stock	12/06/2004		M	13,226	A	\$ 82.06	55,692	D	
Common Stock	12/06/2004		S	13,226	D	\$ 105.53	42,466	D	
Common Stock	12/06/2004		M	8,138	A	\$ 79.18	50,604	D	
Common Stock	12/06/2004		S	8,138	D	\$ 105.53	42,466	D	
Common Stock	12/06/2004		M	4,000	A	\$ 79.18	46,466	D	
Common Stock	12/06/2004		S	4,000	D	\$ 105.53	42,466	D	
Common Stock	12/06/2004		M	9,628	A	\$ 51.21	52,094	D	
Common Stock	12/06/2004		S	9,628	D	\$ 105.53	42,466	D	
Common Stock							2,132	I	401(k)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 79.18	12/06/2004		M	3,859	09/01/2004	06/03/2011	Common Stock	3,859

Employee Stock Option (right to buy)	\$ 55.1	12/06/2004	M	57,084	02/05/2003	02/04/2013	Common Stock	57,084
Employee Stock Option (right to buy)	\$ 55.1	12/06/2004	M	1,814	02/05/2003	02/04/2013	Common Stock	1,814
Employee Stock Option (right to buy)	\$ 82.06	12/06/2004	M	13,226	01/26/2004	01/25/2014	Common Stock	13,226
Employee Stock Option (right to buy)	\$ 79.18	12/06/2004	M	8,138	09/01/2004	01/31/2011	Common Stock	8,138
Employee Stock Option (right to buy)	\$ 79.18	12/06/2004	M	4,000	09/01/2004	02/06/2012	Common Stock	4,000
Employee Stock Option (right to buy)	\$ 51.21	12/06/2004	M	9,628	02/07/2002	02/06/2012	Common Stock	9,628

Reporting Owners

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

Signatures

Nancy Purcell,
Attorney-in-fact

12/08/2004

**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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