

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**

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

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