

Goulet Kenneth R
 Form 4
 March 05, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 Goulet Kenneth R

(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)
 03/01/2012

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, Emp./Medicaid/Ind./Spec.

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/01/2012		A		22,734 (1)	A	\$ 0 79,738 D
Common Stock	03/01/2012		A		13,590 (2)	A	\$ 0 93,328 D
Common Stock	03/01/2012		F		5,717 (3)	D	\$ 66.23 87,611 D
Common Stock	03/02/2012		F		8,969 (3)	D	\$ 65.78 78,642 D
Common Stock							5,713.07 (4) I Stock Units Held In

401(k)
Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 66.23	03/01/2012		A	37,012	<u>(5)</u> 03/01/2019	Common Stock	37,012	

Reporting Owners

Reporting Owner Name / Address	Relationships
Goulet Kenneth R 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204	Director 10% Owner Officer EVP, Emp./Medicaid/Ind./Spec.

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact 03/05/2012

**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) Represents performance based restricted share units. Restrictions lapse as follows: 7,578 each on 3/1/12, 12/10/12 and 3/1/14.

(2) Represents restricted share units. Restrictions lapse as follows: 4,530 each on 12/10/12, 3/1/14 and 3/1/15.

Edgar Filing: Goulet Kenneth R - Form 4

- (3) PAYMENT OF TAX LIABILITY BY WITHHOLDING STOCK INCIDENT TO THE VESTING OF PREVIOUSLY GRANTED RESTRICTED STOCK.
- (4) On 12/23/11, the reporting person acquired units in the WLP stock fund in the WLP Qualified 401(k) Plan, which represent 20.79 shares of WLP common stock. The information in this report is based on the plan trustees calculation of units held, as of March 1, 2012.
- (5) Exercisable in two installments of 6,168 each on 9/1/12, 3/1/13; and four installments of 6,169 each on 9/1/13, 3/1/14, 9/1/14 and 3/1/15.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.