

WELLPOINT INC
Form 4
December 06, 2004

FORM 4

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

OMB APPROVAL

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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 *
HERMAN JOAN E

(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)
12/02/2004

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	12/02/2004		M		536	A	\$ 29.28 25,536
Common Stock	12/02/2004		M		2,349	A	\$ 29.28 27,885
Common Stock	12/02/2004		M		432	A	\$ 29.39 28,317
Common Stock	12/02/2004		M		367	A	\$ 34.81 28,684
Common Stock	12/02/2004		M		59,520	A	\$ 34.92 88,204

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Common Stock	12/02/2004	M	6,148	A	\$ 35	94,352	D	
Common Stock	12/02/2004	M	80,114	A	\$ 38.9	174,466	D	
Common Stock	12/02/2004	M	5	A	\$ 39.86	174,471	D	
Common Stock	12/02/2004	M	3,519	A	\$ 39.86	177,990	D	
Common Stock	12/02/2004	M	992	A	\$ 43.47	178,982	D	
Common Stock	12/02/2004	M	2,755	A	\$ 43.47	181,737	D	
Common Stock	12/02/2004	S	536	D	\$ 105.73	181,201	D	
Common Stock	12/02/2004	S	2,349	D	\$ 105.73	178,852	D	
Common Stock	12/02/2004	S	432	D	\$ 105.73	178,420	D	
Common Stock	12/02/2004	S	367	D	\$ 105.73	178,053	D	
Common Stock	12/02/2004	S	59,520	D	\$ 105.73	118,533	D	
Common Stock	12/02/2004	S	6,148	D	\$ 105.73	115,904	D	
Common Stock	12/02/2004	S	80,114	D	\$ 105.73	32,271	D	
Common Stock	12/02/2004	S	5	D	\$ 105.73	32,266	D	
Common Stock	12/02/2004	S	3,519	D	\$ 105.73	28,747	D	
Common Stock	12/02/2004	S	992	D	\$ 105.73	27,755	D	
Common Stock	12/02/2004	S	2,755	D	\$ 105.73	25,000	D	
Common Stock						114	I	401(k)
Common Stock						46,319	I	The Herman-Rasiej Family Trust Account

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 Securities (Instr. 3 and 4)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 29.28	12/02/2004		M		536	06/01/2001	06/01/2008	Common Stock	536
Employee Stock Option (right to buy)	\$ 29.28	12/02/2004		M		2,349	06/01/2001	06/01/2008	Common Stock	2,349
Employee Stock Option	\$ 29.39	12/02/2004		M		432	09/01/2000	06/04/2008	Common Stock	432
Employee Stock Option (right to buy)	\$ 34.81	12/02/2004		M		367	09/01/2001	06/04/2008	Common Stock	367
Employee Stock Option (right to buy)	\$ 34.92	12/02/2004		M		59,520	06/04/2002	06/03/2011	Common Stock	59,520
Employee Stock Option (right to buy)	\$ 35	12/02/2004		M		6,148	06/01/2002	06/04/2008	Common Stock	6,148
	\$ 38.9	12/02/2004		M		80,114	02/01/2002	01/31/2011		80,114

Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 39.86	12/02/2004	M	5	03/01/2002	06/04/2008		Common Stock	5
Employee Stock Option (right to buy)	\$ 39.86	12/02/2004	M	3,519	03/01/2002	02/11/2009		Common Stock	3,519
Employee Stock Option (right to buy)	\$ 43.47	12/02/2004	M	992	12/01/2001	06/04/2008		Common Stock	992
Employee Stock Option (right to buy)	\$ 43.47	12/02/2004	M	2,755	12/01/2001	06/04/2008		Common Stock	2,755

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERMAN JOAN E 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy Purcell,
Attorney-in-fact

12/06/2004

**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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