

WELLPOINT INC

Form 4

February 06, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DORR MARJORIE W

(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)
02/02/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

EVP

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock	02/02/2007		S	14,637 D	\$ 79.45	40,839.0201	D
Common Stock	02/02/2007		M	16,667 A	\$ 63.36	57,506.0201	D
Common Stock	02/02/2007		M	7,222 A	\$ 76.59	64,728.0201	D
Common Stock	02/02/2007		S	10,000 D	\$ 78.65	54,728.0201	D
Common Stock	02/02/2007		S	4,389 D	\$ 78.68	50,339.0201	D

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Common Stock	02/02/2007	S	2,000	D	\$ 78.69	48,339.0201	D
Common Stock	02/02/2007	S	2,300	D	\$ 78.71	46,039.0201	D
Common Stock	02/02/2007	S	1,200	D	\$ 78.72	44,839.0201	D
Common Stock	02/02/2007	S	1,100	D	\$ 78.74	43,739.0201	D
Common Stock	02/02/2007	S	1,000	D	\$ 78.76	42,739.0201	D
Common Stock	02/02/2007	S	1,400	D	\$ 78.77	41,339.0201	D
Common Stock	02/02/2007	S	500	D	\$ 78.78	40,839.0201	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 63.36	02/02/2007		M	16,667	<u>(1)</u> 04/04/2015	Common Stock 16,667
Employee Stock Option (Right to Buy)	\$ 76.59	02/02/2007		M	7,222	<u>(2)</u> 03/01/2016	Common Stock 7,222

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DORR MARJORIE W 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204	EVP

Signatures

Nancy Purcell,
Attorney-in-fact 02/06/2007

__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) The options exercised vested on 10/4/06. The remaining 50,001 options vest in three equal installments of 16,667 on 4/4/07, 10/4/07 and 4/4/08.
- (2) The options exercised vested on 9/1/06. The remaining 36,111 options vest in four equal installments of 7,222 on 3/1/07, 9/1/07, 3/1/08, 9/1/08 and one installment of 7,223 on 3/1/09.

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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