

WELLPOINT INC

Form 4

December 03, 2004

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 *
ROSENBLATT ALICE F

(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)
12/01/2004

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 ____ Other (specify
below) 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/01/2004		M		9,920	A	\$ 34.92	87,746	D
Common Stock	12/01/2004		F		5,742	D	\$ 101.33	82,004	D
Common Stock	12/01/2004		M		2,143	A	\$ 49.04	84,147	D
Common Stock	12/01/2004		F		1,432	D	\$ 101.33	82,715	D
Common Stock	12/01/2004		M		80,714	A	\$ 51.21	163,429	D

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Common Stock	12/01/2004	F	55,064	D	\$ 101.33	108,365	D
Common Stock	12/01/2004	M	8,757	A	\$ 49.04	117,122	D
Common Stock	12/01/2004	F	5,854	D	\$ 101.33	111,268	D
Common Stock	12/01/2004	M	2,776	A	\$ 49.04	114,044	D
Common Stock	12/01/2004	F	1,856	D	\$ 101.33	112,188	D
Common Stock	12/01/2004	M	11,206	A	\$ 54.85	123,394	D
Common Stock	12/01/2004	F	7,903	D	\$ 101.33	115,491	D
Common Stock	12/01/2004	M	16,779	A	\$ 55.11	132,270	D
Common Stock	12/01/2004	F	11,861	D	\$ 101.33	120,409	D
Common Stock	12/01/2004	M	14,016	A	\$ 54.85	134,425	D
Common Stock	12/01/2004	F	9,885	D	\$ 101.33	124,540	D
Common Stock	12/01/2004	M	1,952	A	\$ 51.21	126,492	D
Common Stock	12/01/2004	F	986	D	\$ 101.33	125,506	D
Common Stock	12/01/2004	M	3,626	A	\$ 27.57	129,132	D
Common Stock	12/01/2004	F	986	D	\$ 101.33	128,146	D
Common Stock	12/01/2004	A	20,000	A	\$ 109.1	148,146	D

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Employee Stock Option (right to buy)	\$ 34.92	12/01/2004		M			9,920	06/04/2001	06/03/2011	Common Stock	9.
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		5,742		12/01/2004	06/03/2011	Common Stock	5.
Employee Stock Option (right to buy)	\$ 49.04	12/01/2004		M			2,143	03/01/2002	10/01/2006	Common Stock	2.
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		1,432		12/01/2004	10/01/2006	Common Stock	1.
Employee Stock Option (right to buy)	\$ 51.21	12/01/2004		M			80,714	02/07/2002	02/06/2012	Common Stock	80.
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		55,064		12/01/2004	02/06/2012	Common Stock	55.
Employee Stock Option (right to buy)	\$ 49.04	12/01/2004		M			8,757	03/01/2002	02/11/2010	Common Stock	8.
Employee Stock Option	\$ 101.33	12/01/2004		A		5,854		12/01/2004	02/11/2010	Common Stock	5.

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(right to buy)												
Employee Stock Option (right to buy)	\$ 49.04	12/01/2004	M	2,776	03/01/2002	02/10/2007	Common Stock	2,776				
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	1,856	12/01/2004	02/10/2007	Common Stock	1,856				
Employee Stock Option (right to buy)	\$ 54.85	12/01/2004	M	11,206	03/01/2003	02/10/2010	Common Stock	11,206				
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	7,903	12/01/2004	02/10/2010	Common Stock	7,903				
Employee Stock Option (right to buy)	\$ 55.11	12/01/2004	M	16,779	02/05/2003	02/04/2013	Common Stock	16,779				
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	11,861	12/01/2004	02/04/2013	Common Stock	11,861				
Employee Stock Option (right to buy)	\$ 54.85	12/01/2004	M	14,016	03/01/2003	02/10/2010	Common Stock	14,016				
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	9,885	12/01/2004	02/10/2009	Common Stock	9,885				
Employee Stock Option (right to	\$ 51.21	12/01/2004	M	1,952	02/07/2002	02/06/2012	Common Stock	1,952				

buy)

Employee

Stock

Option \$ 101.33 12/01/2004

A

986

12/01/2004 02/06/2012

Common
Stock

(right to

buy)

Employee

Stock

Option \$ 27.57 12/01/2004

M

3,626

02/11/2000 02/10/2010

Common
Stock

(right to

buy)

Employee

Stock

Option \$ 101.33 12/01/2004

A

986

12/01/2004 02/10/2010

Common
Stock

(right to

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSENBLATT ALICE F 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy Purcell,
Attorney-in-fact 12/03/2004

__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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