

WELLPOINT INC

Form 4

December 06, 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHAEFFER LEONARD D

(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
☐ Officer (give title below) ☐ Other (specify below)

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	(A) or (D)	Price
Common Stock	12/01/2004		M		11,869	A	\$ 53.09 1,544,216
Common Stock	12/01/2004		F		8,239	D	\$ 101.33 1,535,977
Common Stock	12/01/2004		M		17,978	A	\$ 42.94 1,553,955
Common Stock	12/01/2004		F		11,322	D	\$ 101.33 1,542,633
Common Stock	12/01/2004		M		20,221	A	\$ 62.9 1,562,854
	12/01/2004		F		15,294	D	1,547,560

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Common Stock					\$ 101.33		
Common Stock	12/01/2004	M	47,021	A	\$ 49.04	1,594,581	D
Common Stock	12/01/2004	F	31,431	D	\$ 101.33	1,563,150	D
Common Stock	12/01/2004	M	40,193	A	\$ 59.98	1,603,343	D
Common Stock	12/01/2004	F	29,655	D	\$ 101.33	1,573,688	D
Common Stock	12/01/2004	M	106,122	A	\$ 49.85	1,679,810	D
Common Stock	12/01/2004	F	71,482	D	\$ 101.33	1,608,328	D
Common Stock	12/01/2004	M	248,004	A	\$ 55.1	1,856,332	D
Common Stock	12/01/2004	F	175,306	D	\$ 101.33	1,681,026	D
Common Stock	12/01/2004	M	81,313	A	\$ 68.82	1,762,339	D
Common Stock	12/01/2004	F	64,551	D	\$ 101.33	1,697,788	D
Common Stock	12/01/2004	M	8,934	A	\$ 75.4	1,706,722	D
Common Stock	12/01/2004	F	7,465	D	\$ 101.33	1,699,257	D
Common Stock	12/01/2004	M	80,549	A	\$ 59.81	1,779,806	D
Common Stock	12/01/2004	F	59,343	D	\$ 101.33	1,720,463	D
Common Stock	12/01/2004	M	61,960	A	\$ 87.72	1,782,423	D
Common Stock	12/01/2004	F	56,613	D	\$ 101.33	1,725,810	D
Common Stock	12/01/2004	M	60,284	D	\$ 82.06	1,786,094	D
Common Stock	12/01/2004	F	52,918	D	\$ 101.33	1,733,176	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)

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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 A Underlying S (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 49.04	12/01/2004		M		47,021		03/01/2002	03/03/2006	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		31,431		12/01/2004	03/03/2006	Common Stock
Common Stock	\$ 59.98	12/01/2004		M		40,193		09/01/2002	03/03/2006	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		29,655		12/01/2004	03/03/2006	Common Stock
Common Stock	\$ 49.82	12/01/2004		M		106,122		02/11/2009	02/10/2009	Common Stock
Common Stock	\$ 101.33	12/01/2004		A		71,482		12/01/2004	02/10/2009	Common Stock
Employee Stock Option (right to buy)	\$ 55.1	12/01/2004		M		248,004		02/05/2003	02/04/2013	Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004		A		175,306		12/01/2004	02/04/2013	Common Stock
Employee	\$ 68.82	12/01/2004		M		81,313		06/01/2003	03/03/2006	Common

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Stock Option (right to buy)								Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	64,551	12/01/2004	03/03/2006		Common Stock
Employee Stock Option (right to buy)	\$ 75.4	12/01/2004	M	8,934	12/01/2003	03/03/2006		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	7,465	12/01/2004	03/03/2006		Common Stock
Employee Stock Option (right to buy)	\$ 59.81	12/01/2004	M	80,549	06/01/2002	03/03/2006		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	59,343	12/01/2004	03/03/2006		Common Stock
Employee Stock Option (right to buy)	\$ 87.72	12/01/2004	M	61,960	03/01/2004	03/01/2010		Common Stock
Employee Stock Option (right to buy)	\$ 101.33	12/01/2004	A	56,613	12/01/2004	03/01/2010		Common Stock
Employee Stock Option (right to buy)	\$ 82.06	12/01/2004	M	60,284	01/26/2004	01/25/2014		Common Stock
Employee Stock	\$ 101.33	12/01/2004	A	52,918	12/01/2004	01/25/2014		Common Stock

Option
(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SCHAEFFER LEONARD D 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204	X

Signatures

Nancy Purcell, Attorney-in-fact	12/03/2004
<u> </u> 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).

Remarks:

Form 2 of 2 being filed for the reporting person on the same day.

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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