#### WELLPOINT INC

Form 4

February 11, 2005

### FORM 4

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

OMB 3235-0287 Number:

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* WATTS JOHN S JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

WELLPOINT INC [WLP]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director

10% Owner \_ Other (specify

120 MONUMENT CIRCLE

(Month/Day/Year) 02/09/2005

X\_ Officer (give title below) below)

6. Individual or Joint/Group Filing(Check

**EVP** 

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

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

**INDIANAPOLIS, IN 46204** 

(City)	(State)	(Zip) 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)	Code (Instr. 8)	(A) or			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	02/09/2005		Code V M	Amount 17,821	(D)	Price \$ 55.1	63,129	D		
Common Stock	02/09/2005		S	17,821	D	\$ 120.21	45,308	D		
Common Stock	02/09/2005		M	1,814	A	\$ 55.1	47,122	D		
Common Stock	02/09/2005		S	1,814	D	\$ 120.21	45,308	D		
Common Stock	02/09/2005		M	13,227	A	\$ 82.06	58,535	D		

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Common Stock	02/09/2005	S	13,227	D	\$ 120.21	45,308	D
Common Stock	02/09/2005	M	4,959	A	\$ 51.21	50,267	D
Common Stock	02/09/2005	S	4,959	D	\$ 120.21	45,308	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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)	\$ 55.1	02/09/2005		M		17,821	02/05/2003	02/04/2013	Common Stock	17,821
Employee Stock Option (right to buy)	\$ 55.1	02/09/2005		M		1,814	02/05/2003	02/04/2013	Common Stock	1,814
Employee Stock Option (right to buy)	\$ 82.06	02/09/2005		M		13,227	01/26/2004	01/25/2014	Common Stock	13,227
Employee Stock Option (right to buy)	\$ 51.21	02/09/2005		M		4,959	02/07/2002	02/06/2012	Common Stock	4,959

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WATTS JOHN S JR

120 MONUMENT CIRCLE EVP

INDIANAPOLIS, IN 46204

## **Signatures**

Nancy Purcell,

Attorney-in-fact 02/11/2005

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).