

WELLPOINT INC
Form 4
March 16, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HELWIG DAVID S

(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)
03/14/2006

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	(A) or (D)	Price
Common Stock	03/14/2006		M		16,154	A	\$ 50.67
Common Stock	03/14/2006		M		2,084	A	\$ 50.67
Common Stock	03/14/2006		M		3,946	A	\$ 50.67
Common Stock	03/14/2006		M		14,494	A	\$ 50.67
Common Stock	03/14/2006		M		6,340	A	\$ 50.67
	03/14/2006		M		16,802	A	
							142,954.4444
							145,038.4444
							148,984.4444
							163,478.4444
							169,818.4444
							186,620.4444

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Common Stock					\$ 50.67		
Common Stock	03/14/2006	M	23,472	A	\$ 50.67	210,092.4444	D
Common Stock	03/14/2006	M	10,338	A	\$ 50.67	220,430.4444	D
Common Stock	03/14/2006	M	20,668	A	\$ 50.67	241,098.4444	D
Common Stock	03/14/2006	M	12,969	A	\$ 66.5	254,067.4444	D
Common Stock	03/14/2006	M	11,798	A	\$ 66.5	265,865.4444	D
Common Stock	03/14/2006	M	2,672	A	\$ 66.5	268,537.4444	D
Common Stock	03/14/2006	M	3,034	A	\$ 66.5	271,571.4444	D
Common Stock	03/14/2006	M	9,868	A	\$ 66.5	281,439.4444	D
Common Stock	03/14/2006	M	4,034	A	\$ 50.67	285,473.4444	D
Common Stock	03/14/2006	M	5,466	A	\$ 50.67	290,939.4444	D
Common Stock	03/14/2006	M	3,946	A	\$ 50.67	294,885.4444	D
Common Stock	03/14/2006	M	8,258	A	\$ 44.98	303,143.4444	D
Common Stock	03/14/2006	M	26,264	A	\$ 44.98	329,407.4444	D
Common Stock	03/14/2006	M	11,964	A	\$ 44.98	341,371.4444	D
Common Stock	03/07/2006	M	7,018	A	\$ 44.98	348,389.4444	D
Common Stock	03/14/2006	M	17,528	A	\$ 44.98	365,917.4444	D
Common Stock	03/14/2006	M	13,872	A	\$ 50.67	379,789.4444	D
Common Stock	03/14/2006	M	488	A	\$ 50.67	380,277.4444	D
Common Stock	03/14/2006	S	51,000	D	\$ 77.7	329,277.4444	D
	03/14/2006	S	1,200	D		328,077.4444	D

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Common Stock					\$ 77.69		
Common Stock	03/14/2006	S	800	D	\$ 77.68	327,277.4444	D
Common Stock	03/14/2006	S	1,000	D	\$ 77.67	326,277.4444	D
Common Stock	03/14/2006	S	6,000	D	\$ 77.66	320,277.4444	D
Common Stock	03/14/2006	S	12,900	D	\$ 77.65	307,377.4444	D

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

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

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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)	\$ 50.67	03/14/2006		M	16,154	12/01/2004 02/10/2007	Common Stock 16,154
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006		M	2,084	12/01/2004 02/11/2009	Common Stock 2,084
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006		M	3,946	12/01/2004 02/10/2010	Common Stock 3,946
	\$ 50.67	03/14/2006		M	14,494	12/01/2004 02/10/2010	14,494

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Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	6,340	12/01/2004	02/09/2007		Common Stock	6,340
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	16,802	12/01/2004	02/11/2009		Common Stock	16,802
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	23,472	12/01/2004	02/01/2011		Common Stock	23,472
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	10,338	12/01/2004	02/10/2007		Common Stock	10,338
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	20,668	12/01/2004	01/31/2011		Common Stock	20,668
Employee Stock Option (right to buy)	\$ 66.5	03/14/2006	M	12,969	06/01/2005	03/26/2011		Common Stock	12,969
Employee Stock Option (right to buy)	\$ 66.5	03/14/2006	M	11,798	06/01/2005	02/12/2008		Common Stock	11,798
Employee Stock Option (right to buy)	\$ 66.5	03/14/2006	M	2,672	06/01/2005	02/12/2008		Common Stock	2,672
	\$ 66.5	03/14/2006	M	3,034	06/01/2005	01/31/2011			3,034

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Employee Stock Option (right to buy)								Common Stock	
Employee Stock Option (right to buy)	\$ 66.5	03/14/2006	M	9,868	06/01/2005	02/09/2007	Common Stock	9,868	
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	4,034	12/01/2004	02/11/2009	Common Stock	4,034	
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	5,466	12/01/2004	03/26/2011	Common Stock	5,466	
Employee Stock Option (right to buy)	\$ 50.67	03/14/2006	M	3,946	12/01/2004	02/10/2010	Common Stock	3,946	
Employee Stock Option (right to buy)	\$ 44.98	03/14/2006	M	8,258	06/01/2004	02/11/2009	Common Stock	8,258	
Employee Stock Option (right to buy)	\$ 44.98	03/14/2006	M	26,264	06/01/2004	01/31/2011	Common Stock	26,264	
Employee Stock Option (right to buy)	\$ 44.98	03/14/2006	M	11,964	06/01/2004	03/26/2011	Common Stock	11,964	
Employee Stock Option (right to buy)	\$ 44.98	03/14/2006	M	7,018	06/01/2004	02/11/2010	Common Stock	7,018	
	\$ 44.98	03/14/2006	M	17,528	06/01/2004	02/10/2009		17,528	

Employee
Stock
Option
(right to
buy)

Common
Stock

Employee
Stock
Option
(right to
buy)

\$ 50.67 03/14/2006 M 13,872 12/01/2004 02/11/2010

Common
Stock 13,872

Employee
Stock
Option
(right to
buy)

\$ 50.67 03/14/2006 M 488 12/01/2004 02/11/2010

Common
Stock 488

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELWIG DAVID S 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy Purcell,
Attorney-in-fact 03/16/2006

**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 1 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. 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.