

WELLPOINT INC

Form 3

December 02, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â HERMAN JOAN E

(Last) (First) (Middle)

120 MONUMENT CIRCLE

(Street)

INDIANAPOLIS,Â INÂ 46204

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/30/2004

3. Issuer Name and Ticker or Trading Symbol
WELLPOINT INC [WLP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

EVP

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

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 Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

114

I

401(k)

Common Stock

46,319

I

The Herman-Rasiej Family Trust Account

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Deferred Comp Stock Units	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	7,329	\$ 0	D	Â
Deferred Comp Stock Units	Â <u>(2)</u>	Â <u>(2)</u>	Common Stock	2,568	\$ 0	D	Â
Deferred Comp Stock Units	Â <u>(3)</u>	Â <u>(3)</u>	Common Stock	10,600	\$ 0	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	2,884	\$ 29.28	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	432	\$ 38.39	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	367	\$ 34.81	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/03/2011	Common Stock	59,520	\$ 34.92	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	6,148	\$ 34.92	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	01/31/2011	Common Stock	80,114	\$ 38.9	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	5	\$ 39.72	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	02/11/2009	Common Stock	3,519	\$ 39.86	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	3,747	\$ 43.47	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/04/2008	Common Stock	11,252	\$ 47.54	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	06/03/2008	Common Stock	3,502	\$ 49.04	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	02/10/2009	Common Stock	2,036	\$ 49.04	D	Â
Employee Stock Option (right to buy)	Â <u>(5)</u>	02/06/2012	Common Stock	119,824	\$ 51.21	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	02/10/2010	Common Stock	1,822	\$ 54.85	D	Â
Employee Stock Option (right to buy)	Â <u>(4)</u>	01/31/2011	Common Stock	17,711	\$ 54.85	D	Â
	Â <u>(6)</u>	02/04/2013		68,200	\$ 55.1	D	Â

Employee Stock Option (right to buy)			Common Stock				
Employee Stock Option (right to buy)	Â (4)	02/10/2010	Common Stock	9,036	\$ 79.18	D	Â
Employee Stock Option (right to buy)	Â (4)	01/31/2011	Common Stock	6,749	\$ 79.18	D	Â
Employee Stock Option (right to buy)	Â (4)	02/04/2013	Common Stock	36,586	\$ 79.18	D	Â
Employee Stock Option (right to buy)	Â (7)	01/25/2014	Common Stock	79,360	\$ 82.06	D	Â
Employee Stock Option (right to buy)	Â (4)	02/10/2009	Common Stock	8,467	\$ 87.72	D	Â
Employee Stock Option (right to buy)	Â (4)	02/06/2012	Common Stock	10,157	\$ 87.72	D	Â
Employee Stock Option (right to buy)	Â (4)	02/04/2013	Common Stock	17,118	\$ 87.72	D	Â
Employee Stock Option (right to buy)	Â (4)	02/10/2010	Common Stock	3,244	\$ 87.72	D	Â
Employee Stock Option (right to buy)	Â (4)	01/31/2011	Common Stock	1,138	\$ 87.72	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERMAN JOAN E 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy Purcell,
Attorney-in-fact

 **Signature of Reporting Person

Date _____

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Deferred share right grant made in the Company's Comprehensive Executive Non-qualified Retirement Plan and awarded pursuant to the Company's 1999 Stock Incentive Plan. The deferred shares are fully vested.
- (2) Deferred share right grant made in the Company's Comprehensive Executive Non-qualified Retirement Plan and awarded pursuant to the Company's 1999 Stock Incentive Plan. The deferred shares will vest on March 15, 2005.

(3) Deferred share right grant made in the Company's Comprehensive Executive Non-qualified Retirement Plan and awarded pursuant to the Company's 1999 Stock Incentive Plan. The deferred shares will vest in three equal annual installments beginning January 26, 2005, January 26, 2006 and January 26, 2007.

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- (4) These shares are fully vested.
- (5) The options vested with respect to 97,504 shares and 22,320 options will vest on February 7, 2005.
- (6) The options will vest in three equal installments on February 5, 2005, August 5, 2005 and February 6, 2006.
- (7) The options are vested with respect to 13,226 shares and 66,134 options will vest in five equal installments on January 26, 2005, July 26, 2005, January 26, 2006, July 26, 2006 and January 26, 2007.

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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