

FALLER KEITH R
Form 4
February 23, 2005

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 *
FALLER KEITH R

(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)
02/18/2005

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	02/18/2005		M		26,666	A	\$ 71.86
Common Stock	02/18/2005		M		13,333	A	\$ 71.7
Common Stock	02/18/2005		S		1,100	D	\$ 120.98
Common Stock	02/18/2005		S		100	D	\$ 120.97
Common Stock	02/18/2005		S		1,200	D	\$ 120.96
	02/18/2005		S		300	D	

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Common Stock					\$ 120.94		
Common Stock	02/18/2005	S	500	D	\$ 120.93	139,969.5423	D
Common Stock	02/18/2005	S	100	D	\$ 120.92	139,869.5423	D
Common Stock	02/18/2005	S	900	D	\$ 120.9	138,969.5423	D
Common Stock	02/18/2005	S	900	D	\$ 120.89	138,069.5423	D
Common Stock	02/18/2005	S	1,400	D	\$ 120.88	136,669.5423	D
Common Stock	02/18/2005	S	300	D	\$ 120.87	136,369.5423	D
Common Stock	02/18/2005	S	100	D	\$ 120.86	136,269.5423	D
Common Stock	02/18/2005	S	300	D	\$ 120.85	135,969.5423	D
Common Stock	02/18/2005	S	300	D	\$ 120.84	135,669.5423	D
Common Stock	02/18/2005	S	300	D	\$ 120.82	135,369.5423	D
Common Stock	02/18/2005	S	1,200	D	\$ 120.81	134,169.5423	D
Common Stock	02/18/2005	S	900	D	\$ 120.8	133,269.5423	D
Common Stock	02/18/2005	S	1,000	D	\$ 120.79	132,269.5423	D
Common Stock	02/18/2005	S	1,400	D	\$ 120.78	130,869.5423	D
Common Stock	02/18/2005	S	200	D	\$ 120.76	130,669.5423	D
Common Stock	02/18/2005	S	7,599	D	\$ 120.75	123,070.5423	D
Common Stock	02/18/2005	S	1,000	D	\$ 120.74	122,070.5423	D
Common Stock	02/18/2005	S	2,500	D	\$ 120.73	119,570.5423	D
Common Stock	02/18/2005	S	200	D	\$ 120.72	119,370.5423	D
	02/18/2005	S	100	D		119,270.5423	D

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Common Stock					\$ 120.71		
Common Stock	02/18/2005	S	6,500	D	\$ 120.7	112,770.5423	D
Common Stock	02/18/2005	S	3,200	D	\$ 120.69	109,570.5423	D
Common Stock	02/18/2005	S	2,500	D	\$ 120.68	107,070.5423	D
Common Stock	02/18/2005	S	200	D	\$ 120.66	106,870.5423	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)	\$ 71.86	02/18/2005		M	26,666	05/03/2003 05/03/2012	Common Stock 26,666
Employee Stock Option (right to buy)	\$ 71.7	02/18/2005		M	13,333	05/12/2004 05/12/2013	Common Stock 13,333

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

FALLER KEITH R
120 MONUMENT CIRCLE
INDIANAPOLIS, IN 46204

EVP

Signatures

Nancy Purcell,
Attorney-in-fact

02/23/2005

__Signature of Reporting Person

Date

Explanation of Responses:

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

** 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.