

WELLPOINT INC

Form 3

December 02, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 COLBY DAVID C

(Last)

(First)

(Middle)

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 Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

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

120 MONUMENT CIRCLE

(Street)

INDIANAPOLIS,Â INÂ 46204

(City)

(State)

(Zip)

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

921

I

401(k)

Common Stock

3,366

I

Irrevocable Trust

Common Stock

252,665

I

Colby Family Trust

Common Stock

14,142

D

Â

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

SEC 1473 (7-02)

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

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 Date3. Title and Amount of
Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect
Beneficial Ownership

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	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Deferred Comp Stock Units	Â (1)	Â (1)	Common Stock	13,736	\$ 0	D	Â
Deferred Comp Stock Units	Â (2)	Â (2)	Common Stock	2,860	\$ 0	D	Â
Deferred Comp Stock Units	Â (3)	Â (3)	Common Stock	10,600	\$ 0	D	Â
Employee Stock Option (right to buy)	Â (4)	08/31/2007	Common Stock	13,682	\$ 21.93	D	Â
Employee Stock Option (right to buy)	Â (4)	02/10/2010	Common Stock	111,600	\$ 27.57	D	Â
Employee Stock Option (right to buy)	Â (4)	02/10/2009	Common Stock	45,136	\$ 28.5	D	Â
Employee Stock Option (right to buy)	Â (4)	06/03/2011	Common Stock	59,520	\$ 34.92	D	Â
Employee Stock Option (right to buy)	Â (4)	01/31/2011	Common Stock	114,576	\$ 38.9	D	Â
Employee Stock Option (right to buy)	Â (5)	02/06/2012	Common Stock	133,920	\$ 51.21	D	Â
Employee Stock Option (right to buy)	Â (6)	02/04/2013	Common Stock	142,600	\$ 55.1	D	Â
Employee Stock Option (right to buy)	Â (7)	01/25/2014	Common Stock	104,160	\$ 82.06	D	Â
Employee Stock Option (right to buy)	Â (4)	02/10/2009	Common Stock	59,240	\$ 87.72	D	Â
Employee Stock Option (right to buy)	Â (4)	02/11/2008	Common Stock	53,331	\$ 87.72	D	Â
Employee Stock Option (right to buy)	Â (4)	08/31/2007	Common Stock	121,398	\$ 87.72	D	Â

Reporting Owners

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

Signatures

Nancy Purcell,
Attorney-in-fact

12/02/2004

__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.
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.
- (3) These options are fully vested.
- (4) The options are vested with respect to 111,600 shares and 22,320 options will vest on February 7, 2005.
- (5) The options are vested with respect to 71,301 shares and 23,767 options will vest on February 5, 2005, 23,767 on August 5, 2005 and 23,765 options will vest on February 5, 2006.
- (6) The options are vested with respect to 17,360 shares and 86,800 options will vest in five equal installments on January 26, 2005, July 26, 2005, January 26, 2006, July 26, 2006 and January 26, 2007.
- (7)

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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