

PONDER RONALD J
Form 4
March 08, 2005

FORM 4

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

OMB APPROVAL

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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 *
PONDER RONALD J

(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)
03/04/2005

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/04/2005		M		17,300 A \$ 67.95	39,360	D
Common Stock	03/04/2005		S		17,300 D \$ 126	22,060	D
Common Stock	03/04/2005		M		60,954 A \$ 67.95	83,014	D
Common Stock	03/04/2005		S		60,954 D \$ 125.45	22,060	D
Common Stock	03/04/2005		M		4,413 A \$ 67.95	26,473	D

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Common Stock	03/04/2005	S	4,413	D	\$ 125.45	22,060	D	
Common Stock	03/04/2005	M	78,533	A	\$ 55.1	100,593	D	
Common Stock	03/04/2005	S	78,533	D	\$ 125.45	22,060	D	
Common Stock	03/04/2005	M	26,453	A	\$ 82.06	48,513	D	
Common Stock	03/04/2005	S	26,453	D	\$ 125.45	22,060	D	
Common Stock						40	I	401(k)

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

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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)	\$ 67.95	03/04/2005		M	78,254	12/24/2002	06/23/2012	Common Stock	78,254
Employee Stock Option (right to buy)	\$ 67.95	03/04/2005		M	4,413	12/24/2002	06/23/2012	Common Stock	4,413
Employee Stock Option (right to buy)	\$ 55.1	03/04/2005		M	78,533	08/05/2003	02/04/2013	Common Stock	78,533

buy)

Employee
Stock

Option	\$ 82.06	03/04/2005		M	26,453	07/26/2004	01/25/2014	Common Stock	26,453
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(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PONDER RONALD J 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy Purcell, Attorney-in-fact	03/08/2005
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).

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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