#### WELLPOINT INC

Form 4

August 25, 2006

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

**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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person \* **DORR MARJORIE W** 

2. Issuer Name and Ticker or Trading

Symbol

WELLPOINT INC [WLP]

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

08/24/2006

Director 10% Owner \_ Other (specify X\_ Officer (give title

below) below)

**CSO** 

120 MONUMENT CIRCLE

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

#### **INDIANAPOLIS, IN 46204**

(City)	(State)	(Zip) 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)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	08/24/2006		M	26,667	A	\$ 35.85	92,506.0201	D	
Common Stock	08/24/2006		M	16,666	A	\$ 63.36	109,172.0201	D	
Common Stock	08/24/2006		M	36,667	A	\$ 44.18	145,839.0201	D	
Common Stock	08/24/2006		S	50,000	D	\$ 77.5	95,839.0201	D	
Common Stock	08/24/2006		S	4,000	D	\$ 77.45	91,839.0201	D	
	08/24/2006		S	5,400	D		86,439.0201	D	

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Common Stock					\$ 77.42		
Common Stock	08/24/2006	S	2,600	D	\$ 77.43	83,839.0201	D
Common Stock	08/24/2006	S	3,000	D	\$ 77.41	80,839.0201	D
Common Stock	08/24/2006						D
Common Stock	08/24/2006	S	13,800	D	\$ 77.36	65,839.0201	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.

SEC 1474

(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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercis Expiration Dat (Month/Day/Y	te	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)	\$ 35.85	08/24/2006		M		26,667	05/12/2006	05/12/2013	Common Stock	26,667
Employee Stock Option (Right to Buy)	\$ 63.36	08/24/2006		М		16,666	<u>(1)</u>	04/04/2015	Common Stock	16,666
Employee Stock Option (Right to Buy)	\$ 44.18	08/24/2006		M		36,667	<u>(2)</u>	05/17/2014	Common Stock	36,667

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DORR MARJORIE W

120 MONUMENT CIRCLE CSO

INDIANAPOLIS, IN 46204

# **Signatures**

Nancy Purcell,

Attorney-in-fact 08/25/2006

\*\*Signature of Reporting Person

### **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).
- (1) 16,666 options vested on 4/4/06; the remaining 66,668 options will vest semi-annually in equal installments of 16,667 beginning 10/4/06.
- (2) 36,667 options vested on 5/17/06; the remaining 36,667 options will vest on 5/17/07.

Date

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.

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