

DeVeydt Wayne S
Form 4
March 05, 2013

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 *
DeVeydt Wayne S

(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)
03/01/2013

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 below) ____ Other (specify
below)

EVP & Chief Financial Officer

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 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)
Common Stock	03/01/2013		A	(A) or (D) Amount 11,989 (1)	\$ 0	58,788.08	D
Common Stock	03/01/2013		A	(A) or (D) Amount 14,545 (2)	\$ 0	73,333.08	D
Common Stock	03/01/2013		A	(A) or (D) Amount 48,481 (3)	\$ 0	121,814.08	D
Common Stock	03/04/2013		F	(A) or (D) Amount 8,906 (4)	\$ 61.82	112,908.08	D

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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 61.88	03/01/2013		A	41,811	<u>(5)</u> 03/01/2020	Common Stock	41,811

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DeVeydt Wayne S 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204	EVP & Chief Financial Officer

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact 03/05/2013

**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).

(1) Represents performance based restricted share units. Restrictions lapse as follows: 5,994 on 3/1/14 and 5,995 on 3/1/15.

(2) Represents restricted share units. Restrictions lapse as follows: 4,848 each on 3/1/14 and 3/1/15, and 4,849 on 3/1/16.

(3) Represents restricted share units. Restrictions lapse as follows: 24,240 on 3/1/15, 12,120 on 3/1/16 and 12,121 on 3/1/17.

(4) PAYMENT OF TAX LIABILITY BY WITHHOLDING STOCK INCIDENT TO THE VESTING OF PREVIOUSLY GRANTED RESTRICTED STOCK.

(5) Exercisable in three installments of 6,968 each on 9/1/13, 3/1/14 and 9/1/14, and three installments of 6,969 each on 3/1/15, 9/1/15 and 3/1/16.

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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