

WELLPOINT, INC

Form 4

September 06, 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 *
Brown Randal L

(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)
09/04/2013

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 HR 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 (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)
Common Stock	09/04/2013		M	53,333	A \$ 76.59	83,665	D
Common Stock	09/04/2013		M	61,867	A \$ 80.81	145,532	D
Common Stock	09/04/2013		M	58,244	A \$ 70.8	203,776	D
Common Stock	09/04/2013		M	23,872	A \$ 62.06	227,648	D
Common Stock	09/04/2013		M	13,595	A \$ 65.98	241,243	D

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Common Stock	09/04/2013	M	9,252	A	\$ 66.23	250,495	D	
Common Stock	09/04/2013	M	3,484	A	\$ 61.88	253,979	D	
Common Stock	09/04/2013	S	223,647	D	\$ 86.86 (1)	30,332	D	
Common Stock						3,548	I	IRA

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

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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. 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)	\$ 76.59	09/04/2013		M	53,333	(2) 03/01/2016	Common Stock	53,333
Employee Stock Option (Right to Buy)	\$ 80.81	09/04/2013		M	61,867	(3) 03/01/2017	Common Stock	61,867
Employee Stock Option (Right to Buy)	\$ 70.8	09/04/2013		M	58,244	(4) 03/03/2015	Common Stock	58,244
Employee Stock	\$ 62.06	09/04/2013		M	23,872	(5) 03/01/2017	Common Stock	23,872

Option
(Right to
Buy)

Employee
Stock

Option (Right to Buy)	\$ 65.98	09/04/2013	M	13,595	<u>(6)</u>	03/01/2018	Common Stock	13,595
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Employee
Stock

Option (Right to Buy)	\$ 66.23	09/04/2013	M	9,252	<u>(7)</u>	03/01/2019	Common Stock	9,252
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Employee
Stock

Option (Right to Buy)	\$ 61.88	09/04/2013	M	3,484	<u>(8)</u>	03/01/2020	Common Stock	3,484
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Randal L 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP & Chief HR Officer	

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact

09/06/2013

__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).

This transaction was executed in multiple trades at prices ranging from \$86.50 to \$87.20. The price reported reflects the weighted average
(1) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was affected.

The option, representing a right to purchase a total of 53,333 shares, became exercisable in one semi-annual installment of 8,888 shares
(2) and five equal semi-annual installments of 8,889 shares each beginning on September 1, 2006, which was the six-month anniversary of the date on which the option was granted.

The option, representing a right to purchase a total of 61,867 shares, became exercisable in five equal semi-annual installments of 10,311
(3) shares each and one semi-annual installment of 10,312 shares beginning on September 1, 2007, which was the six-month anniversary of the date on which the option was granted.

The option, representing a right to purchase a total of 58,244 shares, became exercisable in four equal semi-annual installments of 9,707
(4) shares each and two equal semi-annual installments of 9,708 shares each beginning on September 3, 2008, which was the six-month anniversary of the date on which the option was granted.

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- (5) The option, representing a right to purchase a total of 35,807 shares, became exercisable in one semi-annual installment of 5,967 shares and five equal semi-annual installments of 5,968 shares each beginning on September 1, 2010, which was the six-month anniversary of the date on which the option was granted.

- (6) The option, representing a right to purchase a total of 16,315 shares, became exercisable in five equal semi-annual installments of 2,719 shares each and one semi-annual installment of 2,720 shares beginning on September 1, 2011, which was the six-month anniversary of the date on which the option was granted.

- (7) The option, representing a right to purchase a total of 18,506 shares, became exercisable in four equal semi-annual installments of 3,084 shares each and two equal semi-annual installments of 3,085 shares each beginning on September 1, 2012, which was the six-month anniversary of the date on which the option was granted.

- (8) The option, representing a right to purchase a total of 20,904 shares, became exercisable in six equal semi-annual installments of 3,484 shares each beginning on September 1, 2013, which was the six-month anniversary of the date on which the option was granted.

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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