

KAPUSTAY REBECCA A
 Form 4
 December 14, 2004

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 KAPUSTAY REBECCA A

2. Issuer Name and Ticker or Trading Symbol
 WELLPOINT INC [WLP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 120 MONUMENT CIRCLE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/10/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP

INDIANAPOLIS, IN 46204

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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)	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 Price			
Common Stock	12/10/2004		M	293	A \$ 101.33	208,872	D	
Common Stock	12/10/2004		S	293	D \$ 112.79	208,579	D	
Common Stock	12/10/2004		S	6,700	D \$ 113	201,879	D	
Common Stock	12/10/2004		S	3,500	D \$ 112.9	198,379	D	
Common Stock	12/10/2004		S	5,000	D \$ 112.85	193,379	D	

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Common Stock	12/10/2004	S	500	D	\$ 112.78	192,879	D	
Common Stock	12/10/2004	S	600	D	\$ 112.79	192,279	D	
Common Stock	12/10/2004	S	3,700	D	\$ 112.71	188,579	D	
Common Stock	12/10/2004	S	6,300	D	\$ 112.65	182,279	D	
Common Stock	12/10/2004	S	9,000	D	\$ 112.8	173,279	D	
Common Stock	12/10/2004	S	20,000	D	\$ 112.75	153,279	D	
Common Stock	12/10/2004	S	5,000	D	\$ 112.7	148,279	D	
Common Stock	12/10/2004	S	2,000	D	\$ 112.72	146,279	D	
Common Stock						7,136	I	By husband
Common Stock						40	I	401(k)
Common Stock						132	I	IRA
Common Stock						111,810	I	Rebecca A. Kapustay 1999 Trust

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

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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. D

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Code			
					V	(A)	(D)	
Employee Stock Option (right to buy)	\$ 101.33	12/10/2004	Common Stock	293	M			293

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KAPUSTAY REBECCA A 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204			EVP	

Signatures

Nancy Purcell,
Attorney-in-fact

12/14/2004

__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).

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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