

WELLPOINT, INC
Form 4
August 15, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Cannon John

(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)
08/13/2013

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, GC & Chief PAO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/13/2013 | | M | | 58,244 | A | \$ 70.8 |
| Common Stock | 08/13/2013 | | M | | 35,807 | A | \$ 62.06 |
| Common Stock | 08/13/2013 | | M | | 7,606 | A | \$ 65.98 |
| Common Stock | 08/13/2013 | | S | | 102,841.65 | D | \$ 87 (1) |
| Common Stock | 08/14/2013 | | M | | 3,270 | A | \$ 65.98 |

Edgar Filing: WELLPOINT, INC - Form 4

| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 08/14/2013 | M | 8,224 | A | \$ 66.23 | 128,242 | D |
| Common Stock | 08/14/2013 | S | 11,494 | D | \$ 86.5 | 116,748 | 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. 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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 70.8 | 08/13/2013 | | M | 58,244 | <u>(2)</u> 03/03/2015 | Common Stock | 58,244 | |
| Employee Stock Option (Right to Buy) | \$ 62.06 | 08/13/2013 | | M | 35,807 | <u>(3)</u> 03/01/2017 | Common Stock | 35,807 | |
| Employee Stock Option (Right to Buy) | \$ 65.98 | 08/13/2013 | | M | 7,606 | <u>(4)</u> 03/01/2018 | Common Stock | 7,606 | |
| Employee Stock Option (Right to Buy) | \$ 65.98 | 08/14/2013 | | M | 3,270 | <u>(4)</u> 03/01/2018 | Common Stock | 3,270 | |
| Employee Stock Option | \$ 66.23 | 08/14/2013 | | M | 8,224 | <u>(5)</u> 03/01/2019 | Common Stock | 8,224 | |

(Right to
Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cannon John 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204 | | | EVP, GC & Chief PAO | |

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact

08/15/2013

__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) This transaction was executed in multiple trades at prices ranging from \$87.00 to \$87.04. The price reported reflects the weighted average 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 effected.

(2) The option, representing a right to purchase a total of 58,244 shares, became exercisable in four equal semi-annual installments of 9,707 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.

(3) 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.

(4) 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.

(5) The option, representing a right to purchase a total of 24,674 shares, became exercisable in four equal semi-annual installments of 4,112 shares each and two equal semi-annual installments of 4,113 shares each beginning on September 1, 2012, 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.

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.