

Goulet Kenneth R
Form 4
March 05, 2012

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 *
Goulet Kenneth R

(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)
03/01/2012

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, Emp./Medicaid/Ind./Spec.

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2012		A	(A) or (D) Amount 22,734 (1)	\$ 0 79,738	D	
Common Stock	03/01/2012		A	(A) or (D) Amount 13,590 (2)	\$ 0 93,328	D	
Common Stock	03/01/2012		F	(A) or (D) Amount 5,717 (3)	\$ 66.23 87,611	D	
Common Stock	03/02/2012		F	(A) or (D) Amount 8,969 (3)	\$ 65.78 78,642	D	
Common Stock					5,713.07 (4)	I	Stock Units Held In

401(k)
Plan

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 66.23	03/01/2012		A		37,012		<u>(5)</u>	03/01/2019	Common Stock	37,012

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Goulet Kenneth R 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204	EVP, Emp./Medicaid/Ind./Spec.

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact 03/05/2012

**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: 7,578 each on 3/1/12, 12/10/12 and 3/1/14.

(2) Represents restricted share units. Restrictions lapse as follows: 4,530 each on 12/10/12, 3/1/14 and 3/1/15.

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- (3) PAYMENT OF TAX LIABILITY BY WITHHOLDING STOCK INCIDENT TO THE VESTING OF PREVIOUSLY GRANTED RESTRICTED STOCK.
- (4) On 12/23/11, the reporting person acquired units in the WLP stock fund in the WLP Qualified 401(k) Plan, which represent 20.79 shares of WLP common stock. The information in this report is based on the plan trustees calculation of units held, as of March 1, 2012.
- (5) Exercisable in two installments of 6,168 each on 9/1/12, 3/1/13; and four installments of 6,169 each on 9/1/13, 3/1/14, 9/1/14 and 3/1/15.

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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