

FINANCIAL HIGHLIGHTS

Dollars in millions, except per share data	Years ended December 31	09	08	07
Operating results				
Total operating revenue		\$60,828.6	\$61,579.2	\$60,155.6
Total revenue		65,028.1	61,251.1	61,167.9
Net income		4,745.9	2,490.7	3,345.4
Earnings per share				
Basic net income		\$ 9.96	\$ 4.79	\$ 5.64
Diluted net income		9.88	4.76	5.56
Balance sheet information				
Total assets		\$52,125.4	\$48,403.2	\$52,060.0
Total liabilities		27,262.1	26,971.5	29,069.6
Total shareholders' equity		24,863.3	21,431.7	22,990.4
Medical membership (In thousands)				
Commercial		27,356	28,304	27,886
Consumer		4,923	5,352	5,543
Other		1,391	1,393	1,380
Total medical membership		33,670	35,049	34,809

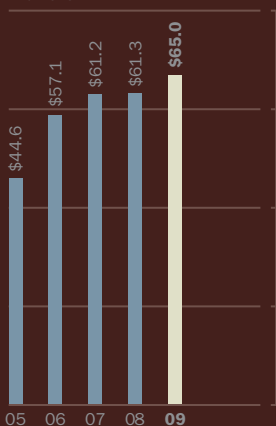
Full year 2009 net income included an after-tax gain of \$2.4 billion resulting from the sale of the NextRx pharmacy benefit management subsidiaries.

The information presented above should be read in conjunction with the audited consolidated financial statements and accompanying notes and Management's Discussion and Analysis of Financial Condition and Results of Operations included in WellPoint's 2009 Annual Report on Form 10-K.

Certain prior year amounts have been reclassified to conform to current year presentation.

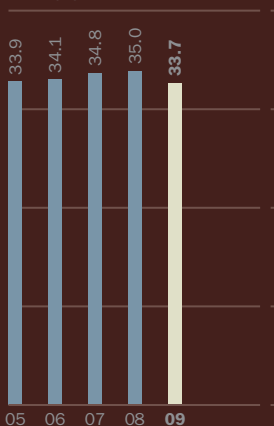
TOTAL REVENUE

In billions



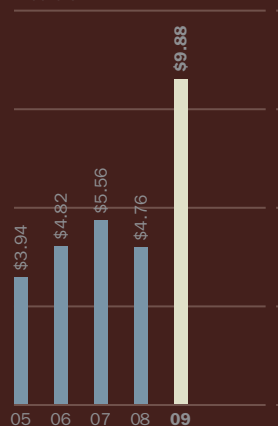
TOTAL MEDICAL MEMBERSHIP

In millions



DILUTED EARNINGS PER SHARE

In dollars



CONSOLIDATED BALANCE SHEETS

In millions, except per share data	Years ended December 31	09	08
Assets			
Current assets			
Cash and cash equivalents		\$ 4,816.1	\$ 2,183.9
Investments available-for-sale, at fair value		16,707.6	2,652.8
Other invested assets, current		26.5	23.6
Premium and self-funded receivables		3,281.0	3,042.9
Other receivables		1,052.3	1,546.7
Income tax receivable		-	159.9
Securities lending collateral		394.8	529.0
Deferred tax assets, net		523.8	779.0
Other current assets		1,268.6	1,212.2
Total current assets		28,070.7	12,130.0
Long-term investments available-for-sale, at fair value		262.9	11,839.1
Other invested assets, long-term		775.3	703.2
Property and equipment, net		1,099.6	1,054.5
Goodwill		13,264.6	13,461.3
Other intangible assets		8,259.3	8,827.2
Other noncurrent assets		393.0	387.9
Total assets		\$52,125.4	\$48,403.2
Liabilities and shareholders' equity			
Liabilities			
Current liabilities			
Policy liabilities			
Medical claims payable		\$ 5,450.5	\$ 6,184.7
Reserves for future policy benefits		62.6	64.5
Other policyholder liabilities		1,617.6	1,626.8
Total policy liabilities		7,130.7	7,876.0
Unearned income		1,050.0	1,087.7
Accounts payable and accrued expenses		2,994.1	2,856.5
Income tax payable		1,228.7	-
Security trades pending payable		37.6	5.8
Securities lending payable		396.6	529.0
Short-term borrowings		-	98.0
Current portion of long-term debt		60.8	909.7
Other current liabilities		1,775.2	1,657.6
Total current liabilities		14,673.7	15,020.3
Long-term debt, less current portion		8,338.3	7,833.9
Reserves for future policy benefits, noncurrent		664.6	664.7
Deferred tax liability, net		2,470.4	2,098.9
Other noncurrent liabilities		1,115.1	1,353.7
Total liabilities		27,262.1	26,971.5
Shareholders' equity			
Common stock, par value \$0.01		4.5	5.0
Additional paid-in capital		15,192.2	16,843.0
Retained earnings		9,598.5	5,479.4
Accumulated other comprehensive income (loss)		68.1	(895.7)
Total shareholders' equity		24,863.3	21,431.7
Total liabilities and shareholders' equity		\$52,125.4	\$48,403.2

The information presented above should be read in conjunction with the audited financial statements and accompanying notes included in WellPoint's 2009 Annual Report on Form 10-K.

CONSOLIDATED STATEMENTS OF INCOME

In millions, except per share data	Years ended December 31	09	08	07
Revenues				
Premiums		\$56,382.0	\$57,101.0	\$55,865.0
Administrative fees		3,840.3	3,836.6	3,673.6
Other revenue		606.3	641.6	617.0
Total operating revenue		60,828.6	61,579.2	60,155.6
Net investment income		801.0	851.1	1,001.1
Gain on sale of business		3,792.3	—	—
Net realized (losses) gains on investments		(393.8)	(1,179.2)	11.2
Total revenues		65,028.1	61,251.1	61,167.9
Expenses				
Benefit expense		46,571.1	47,742.4	46,037.2
Selling, general and administrative expense				
Selling expense		1,685.5	1,778.4	1,716.8
General and administrative expense		7,973.6	7,242.1	6,984.7
Total selling, general and administrative expense		9,659.1	9,020.5	8,701.5
Cost of drugs		419.0	468.5	432.7
Interest expense		447.4	469.8	447.9
Amortization of other intangible assets		266.0	286.1	290.7
Impairment of goodwill and other intangible assets		262.5	141.4	—
Total expenses		57,625.1	58,128.7	55,910.0
Income before income tax expense		7,403.0	3,122.4	5,257.9
Income tax expense		2,657.1	631.7	1,912.5
Net income		\$ 4,745.9	\$ 2,490.7	\$ 3,345.4
Net income per share				
Basic		\$ 9.96	\$ 4.79	\$ 5.64
Diluted		\$ 9.88	\$ 4.76	\$ 5.56

Full year 2009 net income included an after-tax gain of \$2.4 billion resulting from the sale of the NextRx pharmacy benefit management subsidiaries.

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CONSOLIDATED STATEMENTS OF CASH FLOW

In millions	Years ended December 31	09	08	07
Operating activities				
Net income		\$ 4,745.9	\$ 2,490.7	\$ 3,345.4
Adjustments to reconcile net income to net cash provided by operating activities				
Net realized losses (gains) on investments		393.8	1,179.2	(11.2)
Loss on disposal of assets		16.4	7.2	11.3
Gain on sale of business		(3,792.3)	–	–
Deferred income taxes		61.3	(481.4)	(105.5)
Amortization and depreciation expense		553.5	571.7	586.2
Impairment of goodwill and other intangible assets		262.5	141.4	–
Share-based compensation		153.6	156.0	177.1
Excess tax benefits from share-based compensation		(9.6)	(16.0)	(153.3)
Changes in operating assets and liabilities, net of effect of business combinations/divestitures				
Receivables, net		(484.2)	(558.7)	(448.6)
Other invested assets, current		(62.5)	103.3	(3.0)
Other assets		(119.3)	(340.2)	174.4
Policy liabilities		(748.2)	194.9	257.7
Unearned income		(27.3)	(26.7)	125.5
Accounts payable and accrued expenses		952.8	(106.3)	(235.2)
Other liabilities		(248.8)	(797.0)	176.5
Income taxes		1,391.4	(47.3)	447.3
Other, net		(0.1)	64.6	–
Net cash provided by operating activities		3,038.9	2,535.4	4,344.6
Investing activities				
Net (purchases) proceeds of fixed maturity securities		(1,538.5)	1,173.3	(184.6)
Net proceeds (purchases) of equity securities		258.4	(244.4)	22.5
Net purchases of other invested assets		(45.5)	(112.2)	(92.0)
Changes in securities lending collateral		132.4	325.1	50.6
Net sales (purchases) of subsidiaries, net of cash sold or acquired		4,606.0	(192.7)	(298.5)
Net purchases of property and equipment		(378.0)	(332.9)	(264.7)
Other, net		(32.0)	–	(2.2)
Net cash provided by (used in) investing activities		3,002.8	616.2	(768.9)
Financing activities				
Net (repayments of) proceeds from commercial paper borrowings		(397.0)	(900.6)	502.8
Proceeds from long-term borrowings		990.3	525.0	1,978.3
Net (repayments of) proceeds from short-term borrowings		(98.0)	98.0	–
Repayment of long-term borrowings		(919.3)	(38.7)	(509.7)
Changes in securities lending payable		(132.4)	(325.1)	(50.6)
Changes in bank overdrafts		(344.1)	44.8	(117.1)
Repurchase and retirement of common stock		(2,638.4)	(3,276.2)	(6,151.4)
Proceeds from exercise of employee stock options and employee stock purchase plan		126.5	121.2	784.5
Excess tax benefits from share-based compensation		9.6	16.0	153.3
Net cash used in financing activities		(3,402.8)	(3,735.6)	(3,409.9)
Effect of foreign exchange rates on cash and cash equivalents		(6.7)	–	–
Change in cash and cash equivalents		2,632.2	(584.0)	165.8
Cash and cash equivalents at beginning of year		2,183.9	2,767.9	2,602.1
Cash and cash equivalents at end of year		\$ 4,816.1	\$ 2,183.9	\$ 2,767.9

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