

UNICAREXCHANGE

• SPECIAL EDITION •

UNICARE'S PARENT COMPANY RANKED #1 IN HEALTH CARE FOR SIXTH CONSECUTIVE YEAR

We are pleased to announce that for the sixth consecutive year, UNICARE's parent company, WellPoint, has been named America's Most Admired Healthcare Company by FORTUNE® magazine. In addition to receiving the highest overall score in its industry, WellPoint also ranked first in its industry in quality of management, use of corporate assets, long-term investment, financial soundness and quality of products and services.

The list, which is compiled by the Hay Group, took the 10 largest companies (by revenues) in 66 industries. They then asked 10,000 executives, directors, and securities analysts to rate each of the companies within their own industry based upon their reputation in the following categories: innovation, financial soundness, employee talent, use of corporate assets, long-term investment value, social responsibility, quality of management and quality of products and services.

WellPoint, the nation's second largest health plan, also ranked #93 on the 2004 FORTUNE 500® list of America's largest corporations. Since first making the list in 1999, WellPoint continues to move up the list, ranking 10 places higher than in 2003, making this year WellPoint's highest ranking yet.

"The consistent and measured growth WellPoint has achieved reflects the Company's success in understanding our customers' needs and providing them with quality products and innovative services," said WellPoint's Chairman and Chief Executive Officer, Leonard D. Schaeffer. "Adhering to business fundamentals helps us anticipate and meet our customers' changing needs and is the cornerstone of the WellPoint business process," Schaeffer added.

The list can be viewed in FORTUNE magazine's March 8 edition, and is currently available on www.fortune.com.



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Leonard D. Schaeffer,
WellPoint Chairman and CEO



A healthy dose of innovation™

UNICARE is a WellPoint Company

SPECIAL EDITION SUMMER 2004

WELLPOINT NAMED #3 TOP PERFORMING COMPANY ON BUSINESSWEEK'S "BW50"

BusinessWeek magazine named WellPoint the third best performing company on their "BW50" ranking of the nation's best-performing large public corporations on the S&P 500. This marks the third year in a row that WellPoint was ranked on BusinessWeek's "BW50."

"WellPoint's position as a top performing company on the 'BW50' for two consecutive years represents a company fully committed to understanding and meeting our customers' changing needs," said Leonard D. Schaeffer, WellPoint's chairman and chief executive officer.



MORE WELLPOINT IN THE NEWS

For the sixth consecutive year, WellPoint was named to Forbes magazine's "Platinum 400 Honor Roll" of best managed companies in America. The list is currently available at www.forbes.com.

"Being recognized as one of the 25 best managed companies in America is a great honor for WellPoint," said Leonard D. Schaeffer, chairman and chief executive officer of WellPoint. "It is a great testament to the direction provided by our board of directors and the leadership of our management team. Our greatest strength, however, is the strength and hard work of WellPoint associates and their ability to maintain focus on understanding and meeting the needs of our customers."

WellPoint was also recently named one of the top four companies for executive women by the National Association for Female Executives (NAFE). This marks the fifth consecutive year that WellPoint has been named a leading national company for executive women.

The NAFE honor is one of several awards WellPoint has received in recognition of their gender diversity initiatives. WellPoint has also been recognized with the WorkForce Optimas Award in 2002 and the Catalyst Award in 2003, both of which are for achievements in gender diversity.

According to BusinessWeek, the "BW50" was built "to distinguish the largest companies that can go the distance with strong operating and market performances." BusinessWeek also added, "The companies on this year's list rose above their rivals, often by learning to think like their customers."

The list is available at www.businessweek.com and is presented in a special issue of BusinessWeek.

THE WELLPOINT FAMILY

The leadership that WellPoint demonstrates in the health care industry is a testament to the many companies that are part of the WellPoint family. UNICARE, as one of those companies, is proud to bring these core values to our customers.

With leadership and innovation as the cornerstone, what sets us apart is our commitment to our number one value: **Be customer-focused in everything we do and everyone we serve.**

We are pleased to share some of the recent accolades we have received, however, we believe that we attain the best reward when our customers view us as their committed and trusted partner in health care.

We are constantly hard at work to develop solutions to meet our customers' changing expectations. Helping to put our customers back in control of their health care and financial futures by empowering them with innovative products and services is what creates lifelong relationships.



UNICARE's Continued Commitment to Our Customers In the constant changing world of health care, UNICARE continues to evolve in order to provide its valued customers with better solutions for today and tomorrow.

UNICARE understands that in the fast-paced environment of health care, it's not good enough to just keep up with changing trends and customer needs. UNICARE seeks to be a market leader by providing our customers with the products and services necessary to put them in control of their health and financial futures.

We take this mission very seriously and work passionately toward this end each day. As a health care provider, UNICARE continues to thrive because we have built our company on what we believe to be the strongest foundations for health care: Innovation, Education and Technology.

HealthCare Advisor™ by Subimo
Allows members to research hospital quality data and evaluate procedures based upon factors that matter most to them.

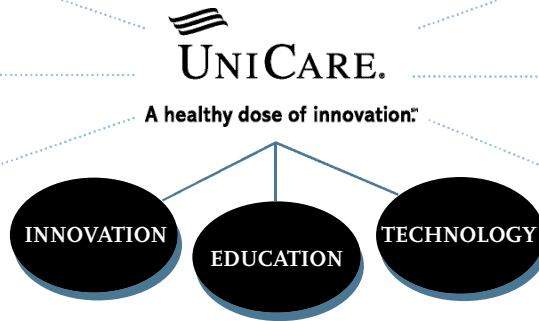
Health Coaching
Helps members manage chronic illness through this innovative approach that targets their personal lifestyle and focuses on action-oriented education.

MedCall®
Calls to our toll-free 24-hour health information phone line give members instant access to a staff of nurse counselors. Members can also access our automated audio health library.

PharmaAdvisor™ by Subimo
Provides members with helpful information on preventive measures and pharmaceuticals, and allows comparisons of commonly prescribed drugs for many medical conditions.

Healthy Living/HealthyExtensionsSM
Access to our Healthy Living area, which provides health care resources and program information, including HealthyExtensions, UNICARE's member-valued prevention and wellness discount program.

YourChoiceRxSM
Creating this brand new approach to the UNICARE Prescription Drug Plan, this model offers a reference pricing approach to provide more convenience and larger cost savings.



INNOVATION

Because of the sheer diversity of our client base, UNICARE believes that the best way to provide a truly comprehensive array of benefits is to remain innovative. This means continually utilizing new forms of communication to better serve our customers.

Programs and products, such as Health Coaching, HealthyExtensions and YourChoiceRx are examples of UNICARE's commitment to innovation.

EDUCATION

Today's consumers take an active role in educating themselves in order to find the best health care solutions possible for themselves and their families. UNICARE recognizes that a well educated consumer makes smarter choices, which often results in more cost savings. That is why it is so important for us to provide our customers with the most informative, up-to-date health and wellness information that is available.

With offerings like Healthcare Advisor™ and PharmaAdvisor™ by Subimo, customers have easy access to these educational links on our Web site. By logging on to www.unicare.com, knowledge is just a few clicks away.

TECHNOLOGY

In today's ever-changing environment, technology is the vehicle that allows UNICARE to deliver on its promise of being an innovative and educational health care provider. Advancements in technology provide an even greater need by consumers to have access to better and up-to-date information in regard to their health and wellness.

Through www.unicare.com, our customers can easily gain entry to a wealth of relevant, educational information to meet their demanding health care needs.

It's All About Choice Whether you're a small start-up company, or a billion dollar corporation, UNICARE offers a choice of quality branded health and related financial services to meet your every need. Our extensive portfolio of products includes:

UNICARE PPO

A flexible health plan offering extensive choice and access to our nationwide Platinum Network

UNICARE HMO

Affordable, quality health care coverage currently offered in Illinois and Texas

UNICARE HMO Performance

A unique, cost-effective HMO focusing on key providers in targeted geographic areas

CompleteChoice HealthFundSM

An interactive, Web-based contribution health plan that puts members in control of their health care and financial future by offering innovative choices, such as Health Care Spending Accounts

Prescription Drug Plan

A managed pharmacy program that employs innovative programs like GenericChoiceSM to help keep prescription costs down

YourChoiceRxSM

An innovative approach to prescription health plans by incorporating reference pricing, which offers a variety of cost options that help educate associates on the relative costs of medications

Dental Program

Affordable dental plan designs that deliver maximum flexibility and member satisfaction

Life Insurance Programs

A variety of life plans that satisfy a wide range of employer and employee objectives

Managed Disability Program

Solutions that help create a better financial outcome for your organization while putting associates in charge of their clinical outcome

FSA and COBRA Administration

Streamlined administration that saves your company time, money and personnel resources

UNICARE's Vision Program

A partnering with Vision Service Plan (VSP) provides members with easy access to a national network of contracted providers and vision care benefits

UNICARE's Employee Assistance Program

A 24-hour, phone and Web program that assists employers and employees on a variety of work or life challenges, providing confidential assistance by a team of professional, caring consultants

UNICARE also provides added benefits that help our customers get the most value from their plan. Members have access to an abundance of health-related resources and information, such as preventive health care guidelines for healthy children, adolescents, pregnant women, adults and seniors. And programs such as TLC (The Last Cigarette), that offer numerous resources and tools to help members quit smoking.

To learn more about UNICARE's product offerings and added benefits, contact your account manager or sales representative.



A healthy dose of innovation.™

UNICARE is a WellPoint Company

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