

June 3, 2003

The Board of Directors
Cobalt Corporation
401 West Michigan Street
Milwaukee, Wisconsin 53203

Dear Members of the Board:

We understand that Cobalt Corporation ("Cobalt") proposes to enter into an Agreement and Plan of Merger, dated as of June 3, 2003 (the "Agreement"), by and among WellPoint Health Networks Inc. ("WellPoint"), Crossroads Acquisition Corp., a wholly owned subsidiary of WellPoint ("Merger Sub"), and Cobalt pursuant to which (i) Cobalt and Merger Sub will be merged (the "Merger") and (ii) each outstanding share of the common stock, no par value, of Cobalt ("Cobalt Common Stock"), other than shares held by WellPoint, Blue Cross & Blue Shield United of Wisconsin ("BCBSUW"), or their respective affiliates, will be converted into the right to receive (A) \$10.25 in cash (the "Cash Consideration") and (B) 0.1233 of a share (such number of shares, the "Stock Consideration" and, together with the Cash Consideration, the "Merger Consideration") of the common stock, par value \$0.01 per share, of WellPoint ("WellPoint Common Stock"); provided, that if the average of the closing sales prices of WellPoint Common Stock on each of the 15 consecutive trading days ending on, and including, the business day immediately following the day on which all closing conditions (other than certain specified conditions and those conditions which by their terms cannot be satisfied until the closing date of the Merger) have been satisfied or waived (such average closing sales price, the "WellPoint Common Stock Price") is less than \$70.97, then the Stock Consideration will be equal to \$8.75 divided by the WellPoint Common Stock Price. The terms and conditions of the Merger are more fully set forth in the Agreement.

You have requested our opinion as to the fairness, from a financial point of view, of the Merger Consideration to the holders of Cobalt Common Stock (other than WellPoint, BCBSUW, and their respective affiliates).

UBS Warburg LLC ("UBS Warburg") has acted as financial advisor to Cobalt in connection with the Merger and will receive a fee for its services, a significant portion of which is contingent upon the consummation of the Merger. UBS Warburg also will receive a fee in connection with this opinion. As you are aware, UBS Warburg in the past has acted as a joint book-running manager for certain public offerings of Cobalt Common Stock, including a secondary offering of Cobalt Common Stock in February 2003, for which services UBS Warburg received compensation. UBS Warburg and its predecessors and affiliates in the past also have acted as managing underwriters for certain public offerings of securities of WellPoint, including a public offering in June 2001 of WellPoint's 6-3/8% Notes due 2006, for which services UBS Warburg and its predecessors and affiliates have received compensation.

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In addition, an affiliate of UBS Warburg currently is a lender under certain bank credit facilities of WellPoint. In the ordinary course of business, UBS Warburg, its successors and affiliates may hold or trade securities of Cobalt and WellPoint for their own accounts and accounts of customers and, accordingly, may at any time hold a long or short position in such securities.

Our opinion does not address the relative merits of the Merger as compared to other business strategies or transactions that might be available with respect to Cobalt or the underlying business decision of Cobalt to effect the Merger. Our opinion does not constitute a recommendation to any stockholder of Cobalt as to how such stockholder should vote or act with respect to any matters relating to the Merger. We have not been asked to, nor do we, offer any opinion as to the terms of the Agreement or related documents and the obligations thereunder, or the form of the Merger. We express no opinion as to what the value of WellPoint Common Stock will be when issued pursuant to the Merger or the prices at which WellPoint Common Stock will trade or otherwise be transferable at any time. In rendering this opinion, we have assumed, with your consent, that the Merger will be treated as a tax-free reorganization for federal income tax purposes. We also have assumed, with your consent, that each of Cobalt, WellPoint and Merger Sub will comply with all material covenants and agreements set forth in, and other material terms of, the Agreement and that the Merger will be consummated in accordance with its terms, without waiver, modification or amendment of any material term, condition or agreement. We further have assumed, with your consent, that all governmental, regulatory or other consents and approvals necessary for the consummation of the Merger will be obtained without any adverse effect on Cobalt, WellPoint or the Merger. In connection with our engagement, we were not requested to, and we did not, solicit third party indications of interest in the possible acquisition of all or a part of Cobalt.

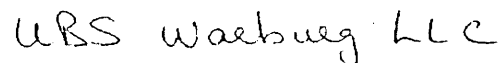
In arriving at our opinion, we have, among other things: (i) reviewed certain publicly available business and financial information relating to Cobalt and WellPoint, including publicly available financial forecasts and estimates relating to WellPoint that were reviewed and discussed with us by the management of WellPoint; (ii) reviewed certain internal financial information and other data relating to the business and financial prospects of Cobalt, including financial forecasts and estimates prepared by the management of Cobalt, that were provided to us by the management of Cobalt and are not publicly available; (iii) conducted discussions with members of the senior managements of Cobalt and WellPoint concerning the businesses and financial prospects of Cobalt and WellPoint; (iv) reviewed current and historical market prices and trading volumes of Cobalt Common Stock and WellPoint Common Stock; (v) reviewed publicly available financial and stock market data with respect to certain companies in lines of businesses we believe to be generally comparable to those of Cobalt and WellPoint; (vi) compared the financial terms of the Merger with publicly available financial terms of certain other transactions which we believe to be generally relevant; (vii) considered certain pro forma effects of the Merger on the financial statements of WellPoint; (viii) reviewed the Agreement and certain related documents; and (ix) conducted such other financial studies, analyses and investigations, and considered such other information, as we deemed necessary or appropriate.

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In connection with our review, with your consent, we have not assumed any responsibility for independent verification of any of the information provided to or reviewed by us for the purpose of this opinion and have, with your consent, relied on such information being complete and accurate in all material respects. In addition, at your direction, we have not made any independent evaluation or appraisal of any of the assets or liabilities (contingent or otherwise and including, without limitation, actuarially determined liabilities) of Cobalt or WellPoint, nor have we been furnished with any such evaluation or appraisal. With respect to the publicly available financial forecasts and estimates relating to WellPoint referred to above, we were advised by the management of WellPoint that such forecasts represent reasonable estimates and judgments as to the future financial performance of WellPoint. With respect to the internal financial forecasts and estimates relating to Cobalt referred to above, we have assumed, at your direction, that they have been reasonably prepared on a basis reflecting the best currently available estimates and judgments of the management of Cobalt as to the future financial performance of Cobalt. Our opinion is necessarily based on economic, monetary, market and other conditions as in effect on, and the information available to us as of, the date of this opinion.

Based upon and subject to the foregoing, it is our opinion that, as of the date hereof, the Merger Consideration is fair, from a financial point of view, to the holders of Cobalt Common Stock (other than WellPoint, BCBSUW, and their respective affiliates).

Very truly yours,



UBS WARBURG LLC