

CARDINAL HEALTH INC
Form 4
May 04, 2006

FORM 4

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

OMB APPROVAL

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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 *
FORD BRENDAN A

(Last) (First) (Middle)
7000 CARDINAL PLACE
(Street)

DUBLIN, OH 43017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CARDINAL HEALTH INC [CAH]

3. Date of Earliest Transaction
(Month/Day/Year)
05/03/2006

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-Corporate Development

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Shares | 05/03/2006 | | F(1) | 1,716 D \$ 67.77 | 80,178 | D | |
| Common Shares | | | | | 13,016 | I | By 401(k) Plan |
| Common Shares | | | | | 2,823 | I | By ESPP |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

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) | 8. Price of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option (right to buy) ⁽²⁾ | \$ 27.053 | | | | | 03/03/2000 | 03/03/2007 | Common Shares | 10,350 |
| Option (right to buy) ⁽²⁾ | \$ 27.693 | | | | | 08/24/2000 | 08/24/2007 | Common Shares | 22,500 |
| Option (right to buy) ⁽²⁾ | \$ 36.307 | | | | | 03/02/2001 | 03/02/2008 | Common Shares | 9,255 |
| Option (right to buy) ⁽²⁾ | \$ 43.14 | | | | | 08/11/2001 | 08/11/2008 | Common Shares | 7,875 |
| Option (right to buy) ⁽²⁾ | \$ 47.333 | | | | | 03/01/2002 | 03/01/2009 | Common Shares | 23,616 |
| Option (right to buy) ⁽²⁾ | \$ 31.167 | | | | | 11/15/2002 | 11/15/2009 | Common Shares | 45,722 |
| Option (right to buy) ⁽²⁾ | \$ 66.083 | | | | | 11/20/2003 | 11/20/2010 | Common Shares | 34,956 |
| Option (right to buy) ⁽²⁾ | \$ 68.1 | | | | | 11/19/2004 | 11/19/2011 | Common Shares | 37,797 |
| Option (right to buy) ⁽²⁾ | \$ 67.9 | | | | | 11/18/2005 | 11/18/2012 | Common Shares | 44,183 |
| | \$ 67.9 | | | | | 11/18/2005 | 02/18/2013 | | 4,926 |

| Option (right to buy) ⁽²⁾ | | | | Common Shares | |
|--|----------|----------------|------------|------------------|--------|
| Option (right to buy) ⁽²⁾ | \$ 61.38 | 11/17/2006 | 11/17/2013 | Common Shares | 57,021 |
| Option (right to buy) ⁽²⁾ | \$ 44.15 | 08/23/2007 | 08/23/2014 | Common Shares | 68,000 |
| Option (right to buy) ⁽²⁾ | \$ 58.88 | ⁽³⁾ | 09/02/2012 | Common Shares | 53,755 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FORD BRENDAN A 7000 CARDINAL PLACE DUBLIN, OH 43017 | | | EVP-Corporate Development | |

Signatures

Brendan A. Ford 05/03/2006
 **Signature of Date
 Reporting Person

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 withholding of shares to satisfy tax withholding obligations of reporting person in connection with settlement of 5,000 restricted share units.
- (2) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (3) Stock option vests in four equal annual installments beginning on 9/2/2006.

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.