

CARDINAL HEALTH INC
 Form 4
 November 03, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SPAULDING JEAN G

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2400 PRATT STREET, SUITE 1500
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/02/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

DURHAM, NC 27705
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-------|---|---|
| Common Shares | 11/02/2005 | | A | 485 | A | (1) | 485 | D | | |
| Common Shares | 11/02/2005 | | A | 211 | A | \$ | 62.07 | 1,990 | I | By Deferred Compensation Plan |
| Common Shares | | | | | | | | 150 | I | By 401(k) plan sponsored by reporting person's medical practice |

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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) | 8. Price of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| | | | | Code | V | (A) (D) | Title | Amount or Number of Shares |
| Option (right to buy) ⁽²⁾ | \$ 70.3 | | | | | 05/01/2002 05/01/2012 | Common Shares | 2,134 |
| Option (right to buy) ⁽³⁾ | \$ 70.3 | | | | | 05/01/2002 05/01/2012 | Common Shares | 1,422 |
| Option (right to buy) ⁽³⁾ | \$ 70.01 | | | | | 11/06/2002 11/06/2012 | Common Shares | 3,571 |
| Option (right to buy) ⁽³⁾ | \$ 59 | | | | | 11/05/2003 11/05/2013 | Common Shares | 5,084 |
| Option (right to buy) ⁽²⁾ | \$ 54.2 | | | | | 12/08/2004 12/08/2014 | Common Shares | 3,094 |
| Option (right to buy) ⁽³⁾ | \$ 54.2 | | | | | 12/08/2004 12/08/2014 | Common Shares | 2,441 |
| Option (right to buy) ⁽²⁾ | \$ 61.79 | 11/02/2005 | | A | 1 | 11/02/2006 11/02/2012 | Common Shares | 2,714 |
| Option (right to buy) ⁽³⁾ | \$ 61.79 | 11/02/2005 | | A | 1 | 11/02/2006 11/02/2012 | Common Shares | 684 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SPAULDING JEAN G 2400 PRATT STREET SUITE 1500 DURHAM, NC 27705 | X | | | |

Signatures

| | |
|------------------------------------|------------|
| Jean G. Spaulding | 11/02/2005 |
| **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) Restricted share unit award granted without payment by grantee pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.
- (2) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (3) Stock option granted pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.
- (4) Stock option granted without payment by grantee.

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.