

CARDINAL HEALTH INC  
Form 4  
September 06, 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 \*  
PARRISH MARK W

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)

3. Date of Earliest Transaction (Month/Day/Year)  
09/01/2005

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

Chmn & CEO-PDPS

7000 CARDINAL PLACE

(Street)

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

DUBLIN, OH 43017

(City) (State) (Zip)

**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)
				(A) or (D) Code V Amount (D) Price			
Common Shares	09/01/2005		M <sup>(1)</sup>	1,565 A \$ 17.74	19,142	D	
Common Shares	09/01/2005		S <sup>(1)</sup>	1,200 D \$ 59.3	17,942	D	
Common Shares	09/01/2005		S <sup>(1)</sup>	365 D \$ 59.4	17,577	D	
Common Shares	09/02/2005		A	7,439 A <u>(2)</u>	25,016	D	
Common Shares					1,770	I	By 401(k) plan

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Common Shares	2,446	I	By ESPP
Common Shares	143	I	By Deferred Compensation Plan

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 (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. Amount or Number of Shares		
					Code	V	(A)	(D)	Title	Amount or Number of Shares
Option (right to buy) <sup>(3)</sup>	\$ 17.74	09/01/2005		M	0.094	03/04/1999 03/04/2006	Common Shares	1,565		
Option (right to buy) <sup>(3)</sup>	\$ 24.147					10/03/1999 10/03/2006	Common Shares	8,442		
Option (right to buy) <sup>(3)</sup>	\$ 27.053					03/03/2000 03/03/2007	Common Shares	12,992		
Option (right to buy) <sup>(3)</sup>	\$ 27.693					08/24/2000 08/24/2007	Common Shares	6,525		
Option (right to buy) <sup>(3)</sup>	\$ 36.307					03/02/2001 03/02/2008	Common Shares	10,394		
Option (right to buy) <sup>(3)</sup>	\$ 43.14					08/11/2001 08/11/2008	Common Shares	7,875		
Option (right to buy) <sup>(3)</sup>	\$ 47.333					03/01/2002 03/01/2009	Common Shares	14,898		

buy) <sup>(3)</sup>									
Option (right to buy) <sup>(3)</sup>	\$ 31.167				11/15/2002	11/15/2009	Common Shares	28,877	
Option (right to buy) <sup>(3)</sup>	\$ 66.083				11/20/2003	11/20/2010	Common Shares	21,620	
Option (right to buy) <sup>(3)</sup>	\$ 68.75				07/02/2004	07/02/2011	Common Shares	6,500	
Option (right to buy) <sup>(3)</sup>	\$ 68.1				11/19/2004	11/19/2011	Common Shares	26,725	
Option (right to buy) <sup>(3)</sup>	\$ 67.9				11/18/2005	11/18/2012	Common Shares	32,401	
Option (right to buy) <sup>(3)</sup>	\$ 62.48				01/08/2006	01/08/2013	Common Shares	16,000	
Option (right to buy) <sup>(3)</sup>	\$ 61.38				11/17/2006	11/17/2013	Common Shares	5,000	
Option (right to buy) <sup>(3)</sup>	\$ 61.38				11/17/2006	11/17/2013	Common Shares	44,477	
Option (right to buy) <sup>(3)</sup>	\$ 44.15				08/23/2007	08/23/2014	Common Shares	85,000	
Option (right to buy) <sup>(3)</sup>	\$ 58.88	09/02/2005		A	1	<sup>(5)</sup>	09/02/2012	Common Shares	52,076

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARRISH MARK W 7000 CARDINAL PLACE DUBLIN, OH 43017			Chmn & CEO-PDPS	

## Signatures

Mark W. Parrish                      09/02/2005

\*\*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) The exercise and sale reported on this Form 4 were effected pursuant to a 10b5-1 plan adopted by the reporting person on February 28, 2005, when he was not aware of material non-public information about the Company.
- (2) Restricted share unit award granted without payment by grantee.
- (3) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (4) Stock option was disposed of in connection with its exercise for no additional consideration beyond the option shares.
- (5) Stock option vests in four equal annual installments beginning on 9/2/2006.
- (6) 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.