

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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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 *

LOSH J MICHAEL

(Last) (First) (Middle)

1711 HERON RIDGE DR.

(Street)

BLOOMFIELD HILLS, MI 48302

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

CARDINAL HEALTH INC [CAH]

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

11/02/2005

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)

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 <u>(1)</u> 3,860 | D | |
| Common Shares | | | | | 1,500 | I | In Trust FBO Daughters ⁽²⁾ |
| Common Shares | 11/02/2005 | | A | 282 | A \$ 62.07 3,575 | 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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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. P Der Sec (Ins | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option (right to buy) ⁽³⁾ | \$ 19.147 | | | | | 05/15/1996 | 05/15/2006 | Common Shares | 5,223 |
| Option (right to buy) ⁽³⁾ | \$ 46.293 | | | | | 11/23/1998 | 11/23/2008 | Common Shares | 2,160 |
| Option (right to buy) ⁽³⁾ | \$ 29.958 | | | | | 11/03/1999 | 11/03/2009 | Common Shares | 3,338 |
| Option (right to buy) ⁽³⁾ | \$ 62.5 | | | | | 11/01/2000 | 11/01/2010 | Common Shares | 2,064 |
| Option (right to buy) ⁽⁴⁾ | \$ 62.5 | | | | | 11/01/2000 | 11/01/2010 | Common Shares | 1,136 |
| Option (right to buy) ⁽³⁾ | \$ 63.9 | | | | | 11/07/2001 | 11/07/2011 | Common Shares | 2,019 |
| Option (right to buy) ⁽⁴⁾ | \$ 63.9 | | | | | 11/07/2001 | 11/07/2011 | Common Shares | 1,893 |
| Option (right to buy) ⁽³⁾ | \$ 70.01 | | | | | 11/06/2002 | 11/06/2012 | Common Shares | 1,843 |
| Option (right to buy) ⁽⁴⁾ | \$ 70.01 | | | | | 11/06/2002 | 11/06/2012 | Common Shares | 1,728 |
| Option (right to | \$ 59 | | | | | 11/05/2003 | 11/05/2013 | Common Shares | 2,842 |

| | | | | | | | | | |
|--------------------------------------------|----------|------------|--|---|------------|------------|------------------|---------------------------|-------|
| buy) ⁽³⁾ | | | | | | | | | |
| Option (right to buy) ⁽⁴⁾ | \$ 59 | | | | 11/05/2003 | 11/05/2013 | Common Shares | 2,242 | |
| Option (right to buy) ⁽³⁾ | \$ 44 | | | | 07/27/2007 | 07/27/2014 | Common Shares | 210,000 ⁽⁵⁾ | |
| Option (right to buy) ⁽³⁾ | \$ 61.79 | 11/02/2005 | | A | 1 | 11/02/2006 | 11/02/2012 | Common Shares | 2,714 |
| Option (right to buy) ⁽⁴⁾ | \$ 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 |
| LOSH J MICHAEL 1711 HERON RIDGE DR. BLOOMFIELD HILLS, MI 48302 | | | X | |

Signatures

J.Michael Losh 11/02/2005

 **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) Restricted share unit award granted without payment by grantee pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.
- (2) The filing of this statement shall not be construed as an admission that Mr. Losh is, for the purpose of Section 16 of the Securities Exchange Act of 1934, as amended, the beneficial owner of these shares.
- (3) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (4) Stock option granted pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.
- (5) Stock option granted for compensation as Chief Financial Officer on an interim basis in lieu of cash, salary, bonus or other incentive compensation.
- (6) Stock option granted without payment by grantee.

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