

Seiz Brian
Form 3
March 02, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Seiz Brian

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/23/2018

3. Issuer Name **and** Ticker or Trading Symbol
Express Scripts Holding Co. [ESRX]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Senior VP, Specialty

C/O EXPRESS SCRIPTS
HOLDING COMPANY,Â ONE
EXPRESS WAY

(Street)

ST. LOUIS,Â MOÂ 63121

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

25,990.1

D

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(1)</u>	11/21/2026	Express Scripts Holding Company Common Stock	19,165	\$ 76.1	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(2)</u>	03/09/2026	Express Scripts Holding Company Common Stock	8,160	\$ 69.57	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(3)</u>	03/04/2025	Express Scripts Holding Company Common Stock	5,529	\$ 84.83	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(4)</u>	03/05/2021	Express Scripts Holding Company Common Stock	6,919	\$ 77.15	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(5)</u>	03/06/2020	Express Scripts Holding Company Common Stock	5,835	\$ 58.17	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(6)</u>	05/15/2019	Express Scripts Holding Company Common Stock	4,639	\$ 53.54	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â <u>(7)</u>	02/27/2019	Express Scripts Holding Company Common Stock	5,888	\$ 53.05	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Seiz Brian C/O EXPRESS SCRIPTS HOLDING COMPANY ONE EXPRESS WAY ST. LOUIS, MO 63121	Â	Â	Â Senior VP, Specialty	Â

Signatures

/s/ Nick H. Varsam, as Attorney-in-Fact for Brian J. Seiz 03/02/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Grant of stock options pursuant to the Express Scripts Holding Company 2016 Long-Term Incentive Plan. Vests in three (3) equal installments on November 21, 2017, November 21, 2018, and November 21, 2019.
- (2) Grant of stock options pursuant to the Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vests in three (3) equal installments on February 28, 2017, February 28, 2018, and February 28, 2019.
- (3) Grant of stock options pursuant to the Grant of stock options pursuant to the Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vests in three (3) equal installments on February 28, 2016, February 28, 2017, and February 28, 2018.
- (4) Grant of stock options pursuant to the Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vested in three (3) equal installments on February 28, 2015, February 28, 2016, and February 28, 2017.
- (5) Grant of stock options pursuant to the Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vested in three (3) equal installments on February 28, 2014, February 28, 2015, and February 28, 2016.
- (6) Grant of stock options pursuant to the Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vested in three (3) equal installments on May 15, 2013, May 15, 2014, and May 15, 2015.
- (7) Grant of stock options pursuant to the Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vested in three (3) equal installments on February 28, 2013, February 28, 2014, and February 28, 2015.

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Remarks:

EXHIBIT LIST - Exhibit 24 - Power of Attorney for Brian J. Seiz

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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