

CARDINAL HEALTH INC
Form 4
May 05, 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

(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)
05/04/2005

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)
Chmn & CEO-PDPS

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)
			Code	V Amount (D) Price			
Common Shares	05/04/2005		M	1,565 A \$ 17.74	19,142	D	
Common Shares	05/04/2005		S(1)	1,565 D \$ 56	17,577	D	
Common Shares					1,768	I	By 401(k) plan
Common Shares					2,388	I	By ESPP
Common Shares					143	I	By Deferred Compensation Plan

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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. Amount or Number of Shares
Option (right to buy) ⁽²⁾	\$ 17.74	05/04/2005		M	0.094	03/04/1999 03/04/2006	Common Shares	1,565
Option (right to buy) ⁽²⁾	\$ 24.147					10/03/1999 10/03/2006	Common Shares	8,442
Option (right to buy) ⁽²⁾	\$ 27.053					03/03/2000 03/03/2007	Common Shares	12,992
Option (right to buy) ⁽²⁾	\$ 27.693					08/24/2000 08/24/2007	Common Shares	6,525
Option (right to buy) ⁽²⁾	\$ 36.307					03/02/2001 03/02/2008	Common Shares	10,394
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	14,898
Option (right to buy) ⁽²⁾	\$ 31.167					11/15/2002 11/15/2009	Common Shares	28,877
Option (right to buy) ⁽²⁾	\$ 66.083					11/20/2003 11/20/2010	Common Shares	21,620

buy) <u>(2)</u>					
Option (right to buy) <u>(2)</u>	\$ 68.75	07/02/2004	07/02/2011	Common Shares	6,500
Option (right to buy) <u>(2)</u>	\$ 68.1	11/19/2004	11/19/2011	Common Shares	26,725
Option (right to buy) <u>(2)</u>	\$ 67.9	11/18/2005	11/18/2012	Common Shares	32,401
Option (right to buy) <u>(2)</u>	\$ 62.48	01/08/2006	01/08/2013	Common Shares	16,000
Option (right to buy) <u>(2)</u>	\$ 61.38	11/17/2006	11/17/2013	Common Shares	5,000
Option (right to buy) <u>(2)</u>	\$ 61.38	11/17/2006	11/17/2013	Common Shares	44,477
Option (right to buy) <u>(2)</u>	\$ 44.15	08/23/2007	08/23/2014	Common Shares	85,000

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 05/05/2005
 **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) The sale reported on this Form 4 was 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) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (3) Stock option was disposed of in connection with its exercise for no additional consideration beyond the option shares.

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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