CARDINAL HEALTH INC

Form 4

Common

Common

Common

Shares

Shares

Shares

November 13, 2006

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WALTER MATTHEW D Issuer Symbol CARDINAL HEALTH INC [CAH] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner Other (specify Officer (give title 5200 RINGS ROAD 11/08/2006 below) 6. Individual or Joint/Group Filing(Check (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **DUBLIN, OH 43017** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 11/08/2006 A 473 A <u>(1)</u> 92,799 (2) D **Shares** By trusts Common I **FBO** 41,661 Shares

children (3)

By spouse

By DGT

Trust (4)

Matthew

By

1.430

34,502

24,100

Ι

I

I

Common Shares	1,112,663	I	Trust (5) By LLC (6)
Common Shares Reminder: Report on a separate line for each class of securities benefici	90,000	I	By GRAT II (7)
reminder. Report on a separate line for each class of securities beliefed	Persons who respond to the col information contained in this for required to respond unless the f displays a currently valid OMB of	m are not orm	SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

number.

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities 1
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) (8)	\$ 70.3					05/01/2002	05/01/2012	Common Shares	2,134
Option (right to buy) (9)	\$ 70.3					05/01/2002	05/01/2012	Common Shares	1,422
Option (right to buy) (9)	\$ 70.01					11/06/2002	11/06/2012	Common Shares	3,571
Option (right to buy) (9)	\$ 59					11/05/2003	11/05/2013	Common Shares	5,084
Option (right to buy) (8)	\$ 54.2					12/08/2004	12/08/2014	Common Shares	3,094
Option	\$ 54.2					12/08/2004	12/08/2014	Common	2,441

8. Pri Deriv Secur (Instr

(right to buy) (9)							Shares	
Option (right to buy) (8)	\$ 61.79				11/02/2006	11/02/2012	Common Shares	2,714
Option (right to buy) (9)	\$ 61.79				11/02/2006	11/02/2012	Common Shares	684
Option (right to buy) (9)	\$ 63.48	11/08/2006	A	1	11/08/2007	11/08/2013	Common Shares	3,308

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 6	Director	10% Owner	Officer	Other		
WALTER MATTHEW D 5200 RINGS ROAD DUBLIN, OH 43017	X					

Signatures

Matthew D.
Walter

**Signature of Reporting Person

A 11/08/2006

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.
- (2) 21,234 of these shares were previously reported as indirectly beneficially owned through GRAT I and were subsequently transferred to direct ownership on August 15, 2006.
- 32,799 of these shares were previously reported as indirectly beneficially owned through GRAT I and were subsequently gifted on August 15, 2006 as bona fide gifts and are now reported as indirectly beneficially owned through trusts FBO children. GRAT I terminated on August 15, 2006.
- (4) Reporting person holds a one-third economic interest in, and is a co-trustee of, the DGT Trust.
- (5) Shares held in the MDW Trust of which the reporting person is the primary beneficiary and pursuant to which the reporting person may withdraw proceeds at certain specified times.
- (6) Reporting person holds a one-third economic interest in, and is the manager of, the LLC.
- (7) 90,000 shares were previously reported as directly owned. GRAT II was created on September 28, 2006.
- (8) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (9) Stock option granted pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.
- (10) 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.

Reporting Owners 3

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.