

CARDINAL HEALTH INC

Form 4

November 13, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCCOY JOHN B

(Last) (First) (Middle)

191 W. NATIONWIDE  
BLVD., SUITE 625

(Street)

COLUMBUS, OH 43215

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
CARDINAL HEALTH INC [CAH]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/08/2006

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)			
			Code	V	Amount	(A) or (D)	Price			
Common Shares	11/08/2006		A		473	A	<u>11</u>	958	D	
Common Shares								39,407	I	By FLITE Trust
Common Shares								6,436	I	By trust FBO his son
Common Shares	09/01/2006		G	V	14,970	D	<u>12</u>	35,803	I	By GRATs <u>(3)</u>

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

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SEC 1474  
(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. Pr Deriv Secu (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) <u>(4)</u>	\$ 33.28							11/05/1997	11/05/2007	Common Shares	3,005
Option (right to buy) <u>(4)</u>	\$ 46.293							11/23/1998	11/23/2008	Common Shares	2,160
Option (right to buy) <u>(4)</u>	\$ 29.958							11/03/1999	11/03/2009	Common Shares	3,338
Option (right to buy) <u>(4)</u>	\$ 62.5							11/01/2000	11/01/2010	Common Shares	2,064
Option (right to buy) <u>(5)</u>	\$ 62.5							11/01/2000	11/01/2010	Common Shares	1,136
Option (right to buy) <u>(4)</u>	\$ 63.9							11/07/2001	11/07/2011	Common Shares	2,019
Option (right to buy) <u>(5)</u>	\$ 63.9							11/07/2001	11/07/2011	Common Shares	1,893
Option (right to buy) <u>(4)</u>	\$ 70.01							11/06/2002	11/06/2012	Common Shares	1,843
	\$ 70.01							11/06/2002	11/06/2012		1,728

Option (right to buy) <sup>(5)</sup>								Common Shares	
Option (right to buy) <sup>(4)</sup>	\$ 59				11/05/2003	11/05/2013	Common Shares	2,842	
Option (right to buy) <sup>(5)</sup>	\$ 59				11/05/2003	11/05/2013	Common Shares	2,242	
Option (right to buy) <sup>(4)</sup>	\$ 54.2				12/08/2004	12/08/2014	Common Shares	3,094	
Option (right to buy) <sup>(5)</sup>	\$ 54.2				12/08/2004	12/08/2014	Common Shares	2,441	
Option (right to buy) <sup>(4)</sup>	\$ 61.79				11/02/2006	11/02/2012	Common Shares	2,714	
Option (right to buy) <sup>(5)</sup>	\$ 61.79				11/02/2006	11/02/2012	Common Shares	684	
Option (right to buy) <sup>(5)</sup>	\$ 63.48	11/08/2006		A	1	11/08/2007	11/08/2013	Common Shares	3,308
Phantom Stock <sup>(7)</sup>	<sup>(8)</sup>				<sup>(8)</sup>	<sup>(8)</sup>	Common Shares	4,889	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCOY JOHN B 191 W. NATIONWIDE BLVD. SUITE 625 COLUMBUS, OH 43215	X			

## Signatures

John B. McCoy                      11/08/2006

<sup>(8)</sup>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).

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(1) Restricted share unit award granted without payment by grantee.

(2) Bona fide gift.

Represents shares held by two GRATs (established on 10/18/05 and 9/01/06) after giving effect to the gifts being reported herein. A total of 50,773 shares, consisting of the 35,803 shares held by the GRATs referred to above and the 14,970 shares transferred by the gifts being reported herein, was previously reported as held by another GRAT. Interim transfers, exempt under Rule 16a-13, among the original GRAT, two other GRATs (one of which made the gifts being reported herein) and the GRATs referred to above were not reflected in prior reports.

(4) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.

(5) Stock option granted pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.

(6) Stock option granted without payment by grantee.

(7) Phantom stock held under the Company's Deferred Compensation Plan.

(8) Each share of phantom stock is the economic equivalent of one common share. The shares of phantom stock become payable, in cash or common shares, at the election of the reporting person, at least six months after termination from board service.

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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