

CARDINAL HEALTH INC

Form 4

August 03, 2005

**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

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(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)

08/01/2005

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Chmn &amp; CEO-PDPS

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 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                   | 08/01/2005                           |                                                    | M <sup>(1)</sup>               |                                                                   | 1,565  | A \$ 17.74       | 19,142                                                                                        | D                                                        |                                                       |
| Common Shares                   | 08/01/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,100  | D \$ 59.65       | 18,042                                                                                        | D                                                        |                                                       |
| Common Shares                   | 08/01/2005                           |                                                    | S <sup>(1)</sup>               |                                                                   | 465    | D \$ 59.67       | 17,577                                                                                        | D                                                        |                                                       |
| Common Shares                   |                                      |                                                    |                                |                                                                   |        |                  | 1,771                                                                                         | I                                                        | By 401(k) plan                                        |
| Common Shares                   |                                      |                                                    |                                |                                                                   |        |                  | 2,446                                                                                         | I                                                        | By ESPP                                               |

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Common Shares 143 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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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8. Amount<br>or<br>Number<br>of Shares<br>(Instr. 5) |                                     |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|------------------------------------------------------|-------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                                                | Amount<br>or<br>Number<br>of Shares |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 17.74                                                              | 08/01/2005                              |                                                             | M                                       |                                                                                                                 | 0.094                                                          |     | 03/04/1999                                                          | 03/04/2006         | Common<br>Shares                                     | 1,565                               |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 24.147                                                             |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 10/03/1999                                                          | 10/03/2006         | Common<br>Shares                                     | 8,442                               |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 27.053                                                             |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 03/03/2000                                                          | 03/03/2007         | Common<br>Shares                                     | 12,992                              |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 27.693                                                             |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 08/24/2000                                                          | 08/24/2007         | Common<br>Shares                                     | 6,525                               |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 36.307                                                             |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 03/02/2001                                                          | 03/02/2008         | Common<br>Shares                                     | 10,394                              |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 43.14                                                              |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 08/11/2001                                                          | 08/11/2008         | Common<br>Shares                                     | 7,875                               |
| Option<br>(right to<br>buy) <sup>(2)</sup>          | \$ 47.333                                                             |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 03/01/2002                                                          | 03/01/2009         | Common<br>Shares                                     | 14,898                              |
|                                                     | \$ 31.167                                                             |                                         |                                                             |                                         |                                                                                                                 |                                                                |     | 11/15/2002                                                          | 11/15/2009         |                                                      | 28,877                              |

|                                        |           |            |            |                  |        |
|----------------------------------------|-----------|------------|------------|------------------|--------|
| Option<br>(right to<br>buy) <u>(2)</u> |           |            |            | Common<br>Shares |        |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 66.083 | 11/20/2003 | 11/20/2010 | Common<br>Shares | 21,620 |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 68.75  | 07/02/2004 | 07/02/2011 | Common<br>Shares | 6,500  |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 68.1   | 11/19/2004 | 11/19/2011 | Common<br>Shares | 26,725 |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 67.9   | 11/18/2005 | 11/18/2012 | Common<br>Shares | 32,401 |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 62.48  | 01/08/2006 | 01/08/2013 | Common<br>Shares | 16,000 |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 61.38  | 11/17/2006 | 11/17/2013 | Common<br>Shares | 5,000  |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 61.38  | 11/17/2006 | 11/17/2013 | Common<br>Shares | 44,477 |
| Option<br>(right to<br>buy) <u>(2)</u> | \$ 44.15  | 08/23/2007 | 08/23/2014 | Common<br>Shares | 85,000 |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                 |       |
|-----------------------------------------------------------|---------------|-----------|-----------------|-------|
|                                                           | Director      | 10% Owner | Officer         | Other |
| PARRISH MARK W<br>7000 CARDINAL PLACE<br>DUBLIN, OH 43017 |               |           | Chmn & CEO-PDPS |       |

## Signatures

Mark W. Parrish                      08/01/2005

                                          Date

\*\*Signature of  
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) The exercise and sale reported on this Form 4 were 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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