Edgar Filing: CARDINAL HEALTH INC - Form 4

| CARDINAL Form 4 August 04, 20 | HEALTH INC | | | | | | | | | | |
|---|---|--|---------------------------------------|--|--|--|--|--|---|--|--|
| FORM | Л | STATES | SECU | RITIES | AND EX | CHANGE | COMMISSIO | NT - | PPROVAL | | |
| Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b). | box STATEN Filed pur Section 17(| MENT O rsuant to S (a) of the l | Wa F CHAN Section 1 Public U | nshington NGES IN SECUI 16(a) of ti Utility Ho | h, D.C. 20 BENEF RITIES ne Securi Iding Con | 1549 ICIAL O' ties Excha | WNERSHIP OF nge Act of 1934, of 1935 or Secti | Number: Expires: Estimated burden hou response | urs per | | |
| (Print or Type Re | esponses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> DARDEN CALVIN | | | Symbol | er Name an | | - | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| (Last) | (First) (| Middle) | | | | NC [CAH] | (Cho | eck all applicabl | e) | | |
| 7000 CARDI | 3. Date of Earliest Transaction (Month/Day/Year) 08/03/2011 | | | | X_ Director 10% Owner Officer (give title Other (specify below) below) | | | | | | |
| DUBLIN, OF | (Street) H 43017 | | | endment, D onth/Day/Yea | - | ıl | 6. Individual or Applicable Line) _X_ Form filed by Form filed by Person | - | erson | | |
| (City) | (State) | (Zip) | Tab | ole I - Non- | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned | | |
| | . Transaction Date Month/Day/Year) | 2A. Deeme Execution any (Month/Da | Date, if | Code (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, - | (A) or of (D) | 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) | | |
| Reminder: Repo | rt on a separate line | e for each cl | ass of sec | urities bene | Perso inforr requi | ns who res nation con red to resp lys a curre | or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co | n are not rm | 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable and | 7. Title and Amount of | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration Date | Underlying Securities | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | (Instr. 3 and 4) | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | ; | | (Instr. 5) |

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| | Derivative Security | | | | | osed)) r. 3, | | | | | |
|----------------------|------------------------|------------|------|---|-----|---------------------|---------------------|--------------------|------------------|--|------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Phantom Stock (1) | <u>(2)</u> | 08/03/2011 | А | | 89 | | (2) | (2) | Common Shares | 89 | \$ 42.14 <u>(3)</u> |

Reporting Owners

| Reporting Owner Name / Address | | | | |
|--|----------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DARDEN CALVIN 7000 CARDINAL PLACE DUBLIN, OH 43017 | Х | | | |
| Signatures | | | | |
| /s/ James E. Barnett, Attorney-in-fact | | 08/04/201 | 1 | |
| **Signature of Reporting Person | | 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) Phantom stock held under the Cardinal Health Deferred Compensation Plan.
- (2) Each share of phantom stock is the economic equivalent of one common share. The shares of phantom stock become payable in cash after the reporting person's termination of service as a director.
- (3) Price is the closing share price on August 2, 2011.

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