

CARDINAL HEALTH INC
Form 4
May 12, 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
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FINN JOHN F

(Last) (First) (Middle)

3641 INTERCHANGE ROAD

(Street)

COLUMBUS, OH 43204

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CARDINAL HEALTH INC [CAH]

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

05/10/2006

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)
Common Shares				(A) or (D)	29,752	D	
Common Shares				Code V Amount (D) Price	1,032	I	By Spouse

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)

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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. F Der Sec (Ins	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) <u>(1)</u>	\$ 23.407							10/29/1996	10/29/2006	Common Shares	2,138
Option (right to buy) <u>(1)</u>	\$ 33.28							11/05/1997	11/05/2007	Common Shares	3,005
Option (right to buy) <u>(1)</u>	\$ 46.293							11/23/1998	11/23/2008	Common Shares	2,160
Option (right to buy) <u>(1)</u>	\$ 29.958							11/03/1999	11/03/2009	Common Shares	3,338
Option (right to buy) <u>(1)</u>	\$ 62.5							11/01/2000	11/01/2010	Common Shares	2,064
Option (right to buy) <u>(2)</u>	\$ 62.5							11/01/2000	11/01/2010	Common Shares	1,136
Option (right to buy) <u>(1)</u>	\$ 63.9							11/07/2001	11/07/2011	Common Shares	2,019
Option (right to buy) <u>(2)</u>	\$ 63.9							11/07/2001	11/07/2011	Common Shares	1,893
Option (right to buy) <u>(1)</u>	\$ 70.01							11/06/2002	11/06/2012	Common Shares	1,843
Option (right to buy) <u>(2)</u>	\$ 70.01							11/06/2002	11/07/2012	Common Shares	1,728
Option (right to	\$ 59							11/05/2003	11/05/2013	Common Shares	2,842

buy) (1)

Option (right to buy) <u>(2)</u>	\$ 59	11/05/2003	11/05/2013	Common Shares	2,242
Option (right to buy) <u>(1)</u>	\$ 54.2	12/08/2004	12/08/2014	Common Shares	3,094
Option (right to buy) <u>(2)</u>	\$ 54.2	12/08/2004	12/08/2014	Common Shares	2,441
Option (right to buy) <u>(1)</u>	\$ 61.79	11/02/2006	11/02/2012	Common Shares	2,714
Option (right to buy) <u>(2)</u>	\$ 61.79	11/02/2006	11/02/2012	Common Shares	684
Phantom Stock <u>(3)</u>	<u>(4)</u> 05/10/2006	A	323	<u>(4)</u> <u>(4)</u> Common Shares	323 \$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FINN JOHN F 3641 INTERCHANGE ROAD COLUMBUS, OH 43204	X			

Signatures

John F. Finn 05/10/2006

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

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

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

(4) 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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