

CARDINAL HEALTH INC  
Form 4  
August 17, 2007

**FORM 4**

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

OMB APPROVAL

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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

(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)  
**08/15/2007**

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)  
**CEO - HSCS**

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	(D)	Price
Common Shares	08/15/2007		F(1)		709	D	\$ 67.69 (2)
Common Shares	08/15/2007		A		12,489	A	(3) 68,162
Common Shares					693	I	By ESPP
Common Shares					1,788	I	By 401(k) Plan
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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(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. Price of Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) <sup>(4)</sup>	\$ 47.333					03/01/2002	03/01/2009	Common Shares	13,243
Option (right to buy) <sup>(4)</sup>	\$ 31.167					11/15/2002	11/15/2009	Common Shares	28,877
Option (right to buy) <sup>(4)</sup>	\$ 66.083					11/20/2003	11/20/2010	Common Shares	21,620
Option (right to buy) <sup>(4)</sup>	\$ 68.75					07/02/2004	07/02/2011	Common Shares	6,500
Option (right to buy) <sup>(4)</sup>	\$ 68.1					11/19/2004	11/19/2011	Common Shares	26,725
Option (right to buy) <sup>(4)</sup>	\$ 67.9					11/18/2005	11/18/2012	Common Shares	32,401
Option (right to buy) <sup>(4)</sup>	\$ 62.48					01/08/2006	01/08/2013	Common Shares	16,000
	\$ 61.38					11/17/2006	11/17/2013		5,000

Option (right to buy) <sup>(4)</sup>							Common Shares	
Option (right to buy) <sup>(4)</sup>	\$ 61.38			11/17/2006	11/17/2013		Common Shares	44,477
Option (right to buy) <sup>(4)</sup>	\$ 44.15			08/23/2007	08/23/2014		Common Shares	85,000
Option (right to buy) <sup>(4)</sup>	\$ 58.88			<sup>(6)</sup>	09/02/2012		Common Shares	52,076
Option (right to buy) <sup>(4)</sup>	\$ 66.34			<sup>(7)</sup>	08/15/2013		Common Shares	46,612
Option (right to buy) <sup>(5)</sup>	\$ 63.52			<sup>(8)</sup>	11/15/2013		Common Shares	35,000
Option (right to buy) <sup>(5)</sup>	\$ 67.26	08/15/2007	A	1	<sup>(9)</sup>	08/15/2014	Common Shares	53,665

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARRISH MARK W 7000 CARDINAL PLACE DUBLIN, OH 43017			CEO - HSCS	

## Signatures

Mark W. Parrish                      08/17/2007  
 \*\*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) Represents withholding of shares to satisfy tax withholding obligations of reporting person in connection with the vesting of 2,219 restricted share units.
- (2) Reflects closing price on prior business day.
- (3) Restricted share unit award granted under the Cardinal Health, Inc. 2005 Long-Term Incentive Plan, as amended. Award granted without payment by grantee and vests in three equal annual installments beginning on 8/15/2008.
- (4) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.

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- (5) Stock option granted pursuant to the Cardinal Health, Inc. 2005 Long-Term Incentive Plan, as amended.
- (6) Stock option vests in four equal annual installments beginning on 9/02/2006.
- (7) Stock option vests in four equal annual installments beginning on 8/15/2007.
- (8) Stock option vests in four equal annual installments beginning on 11/15/2007.
- (9) Stock option vests in three equal annual installments beginning on 8/15/2008.
- (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. 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.