

DICANDILO MICHAEL D
 Form 4
 February 01, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 DICANDILO MICHAEL D

2. Issuer Name and Ticker or Trading Symbol
 AMERISOURCEBERGEN CORP
 [ABC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1300 MORRIS DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/30/2006

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Sr. VP & CFO

CHESTERBROOK, PA 19087

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Stock	01/30/2006		M		3,000	A	\$ 12.1563
Common Stock	01/30/2006		M		10,000	A	\$ 14.2656
Common Stock	01/30/2006		M		18,000	A	\$ 18.7969
Common Stock	01/30/2006		M		6,000	A	\$ 14.8438
Common Stock	01/30/2006		M		12,000	A	\$ 6.2188
					57,000		

Edgar Filing: DICANDILO MICHAEL D - Form 4

Common Stock 01/30/2006 S 49,000 D \$ 43.3405 8,000 ⁽¹⁾ D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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 Security (Instr. 3 and 4)	Amount or Number of Shares
Nonqualified Stock Option (right to buy)	\$ 12.1563	01/30/2006		M	3,000	11/12/1997 11/12/2006	Common Stock	3,000
Non-qualified stock option (right to buy)	\$ 14.2656	01/30/2006		M	10,000	12/15/1998 12/15/2007	Common Stock	10,000
Non-qualified stock option (right to buy)	\$ 18.7969	01/30/2006		M	18,000	03/03/2000 03/03/2009	Common Stock	18,000
Non-qualified stock option (right to buy)	\$ 14.8438	01/30/2006		M	6,000	04/28/2000 04/28/2009	Common Stock	6,000
Non-qualified stock option (right to buy)	\$ 6.2188	01/30/2006		M	12,000	12/01/2000 12/01/2009	Common Stock	12,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICANDILO MICHAEL D 1300 MORRIS DRIVE CHESTERBROOK, PA 19087			Sr. VP & CFO	

Signatures

John G. Chou for Michael D.
DiCandilo

02/01/2006

__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) Adjusted in accordance with the Company's 2-for-1 stock split in the form of a dividend effective December 28, 2005.

(2) Mr. DiCandilo continues to hold options exercisable for 586,000 shares (466,000 of which are fully vested).

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.