

CARDINAL HEALTH INC  
Form 4  
January 17, 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

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**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 \*  
**WALTER ROBERT D**

(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)  
01/15/2006

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)  
Chairman and CEO

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)
				(A) or (D) Price			
Common Shares	12/08/2005		G	V 46,000 D	1,638,021	D	
Common Shares	01/11/2006		G	V 4,420 D	1,633,601	D	
Common Shares	01/15/2006		F(2)	3,842 D	\$ 69.67 1,629,759	D	
Common Shares					2,826	I	By ESPP
Common Shares					357,217	I	By GRAT IX

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Common Shares	470,000	I	By LLC <u>(3)</u>
Common Shares	608,603	I	By GRAT X
Common Shares	300,000	I	By LLC II <u>(3)</u>
Common Shares	700,000	I	By GRAT XI

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 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)
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title      Amount or Number of Shares
Option (right to buy) <u>(4)</u>	\$ 27.053					03/03/2000      03/03/2007	Common Shares      100,409
Option (right to buy) <u>(4)</u>	\$ 27.14					07/21/2000      07/21/2007	Common Shares      45,000
Option (right to buy) <u>(4)</u>	\$ 36.307					03/02/2001      03/02/2008	Common Shares      96,402
Option (right to buy) <u>(4)</u>	\$ 43.14					08/11/2001      08/11/2008	Common Shares      135,000
Option (right to buy) <u>(4)</u>	\$ 47.333					03/01/2002      03/01/2009	Common Shares      187,500
Option (right to buy) <u>(4)</u>	\$ 31.167					<u>(5)</u> 11/15/2009	Common Shares      562,500
Option (right to buy) <u>(4)</u>	\$ 66.083					11/20/2003      11/20/2010	Common Shares      272,384
	\$ 68.1					01/15/2006      11/19/2011	Common Shares      440,529



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portion has subsequently been determined to be null and void.

- (8) Expires on the earlier of (x) November 15, 2009 (the expiration date of the November 1999 Option) or (y) six months after the reporting person's termination of employment.
- (9) Stock option vests in four equal annual installments beginning on 9/2/2006.

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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