

Motheral Brenda  
Form 3  
January 04, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Motheral Brenda		(Month/Day/Year)	EXPRESS SCRIPTS INC [ESRX]	
(Last)	(First)	(Middle)	01/01/2006	
13900 RIVERPORT DRIVE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
MARYLAND			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
HEIGHTS,Â MOÂ 63043			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			SVP Research & Product Mngmt	
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,016	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

## Edgar Filing: Motheral Brenda - Form 3

				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (Right-to-Buy)	Â (1)	12/18/2009	Common Stock	4,000	\$ 23.975	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â (2)	03/05/2011	Common Stock	7,016	\$ 37.58	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â (3)	11/12/2011	Common Stock	3,600	\$ 19.62	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â (4)	03/01/2012	Common Stock	10,314	\$ 38.64	D	Â
Non-Qualified Stock Option (Right-to-Buy)	Â (5)	05/24/2012	Common Stock	9,000	\$ 47.14	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Motheral Brenda 13900 RIVERPORT DRIVE MARYLAND HEIGHTS, MO 63043	Â	Â	Â SVP Research & Product Mngmt	Â

## Signatures

Brenda Motheral                      01/02/2006

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Option vests in three equal installments on December 18, 2003, December 18, 2004, and December 18, 2005.
- (2) Option vests in three equal installments on March 5, 2005, March 5, 2006, and March 5, 2007.
- (3) Option vests in three equal installments on November 12, 2002, November 12, 2003, and November 12, 2004.
- (4) Option vests in three equal installments on March 1, 2006, March 1, 2007, and March 1, 2008.
- (5) Option vests 1/3 on May 24, 2007, and 2/3 on May 24, 2008.

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.