

CARDINAL HEALTH INC
Form 4
December 08, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
LABRUM RONALD K

(Last) (First) (Middle)
1430 WAUKEGAN ROAD
(Street)

MCGAW PARK, IL 60085

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CARDINAL HEALTH INC [CAH]

3. Date of Earliest Transaction
(Month/Day/Year)
12/06/2004

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-Int Prov Sol & CAH Int'l

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Shares | 12/06/2004 | | M | | 47,310 | A | \$ 9.84 |
| Common Shares | 12/06/2004 | | S | | 47,310 | D | \$ 51.9 |
| Common Shares | | | | | 5,784 | I | |
| Common Shares | | | | | 2,376 | I | |

By 401(k) plan

By ESPP

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) | |
|--|--|--------------------------------------|--|--------------------------------|---|---------|--|-----------------|---|----------------------------|
| | | | | | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option (right to buy) ⁽¹⁾ | \$ 9.84 | 12/06/2004 | | M | 47,310 | | 01/21/1999 | 10/10/2006 | Common Shares | 47,310 ⁽³⁾ |
| Option (right to buy) ⁽¹⁾ | \$ 12.25 | | | | | | 01/21/1999 | 11/24/2006 | Common Shares | 19,554 |
| Option (right to buy) ⁽²⁾ | \$ 47.33 | | | | | | 03/01/2002 | 03/01/2009 | Common Shares | 18,600 |
| Option (right to buy) ⁽²⁾ | \$ 31.17 | | | | | | 11/15/2002 | 11/15/2009 | Common Shares | 37,500 |
| Option (right to buy) ⁽²⁾ | \$ 66.083 | | | | | | 11/20/2003 | 11/20/2010 | Common Shares | 31,500 |
| Option (right to buy) ⁽²⁾ | \$ 68.1 | | | | | | 11/19/2004 | 11/19/2011 | Common Shares | 44,604 |
| Option (right to buy) ⁽²⁾ | \$ 67.9 | | | | | | 11/18/2005 | 11/18/2012 | Common Shares | 53,019 |
| Option (right to buy) ⁽²⁾ | \$ 61.38 | | | | | | 11/17/2006 | 11/17/2013 | Common Shares | 25,000 |
| Option (right to buy) ⁽²⁾ | \$ 61.38 | | | | | | 11/17/2006 | 11/17/2013 | Common Shares | 60,280 |
| | \$ 44.15 | | | | | | 08/23/2007 | 08/23/2014 | | 105,000 |

Option
(right to
buy) (2)

Common
Shares

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LABRUM RONALD K 1430 WAUKEGAN ROAD MCGAW PARK, IL 60085 | | | CEO-Int Prov Sol & CAH Int'l | |

Signatures

Ronald K.
Labrum

12/08/2004

 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) Stock option granted pursuant to the Allegiance Corporation 1996 Incentive Compensation Program.
- (2) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (3) Represents partial exercise of an option to purchase 141,930 shares.

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.