#### Edgar Filing: CARDINAL HEALTH INC - Form 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

CARDINAL HEALTH INC [CAH]

#### CARDINAL HEALTH INC

Form 4

November 09, 2007

# 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

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Check this box if no longer subject to

subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

Symbol

1(b).

(Print or Type Responses)

FRANCIS PHILIP L

1. Name and Address of Reporting Person \*

(Last)	(First)	(Middle)	3. Date of	f Earliest Tr	ansaction			`	**	
		(Month/Day/Year) 11/07/2007					_X_ Director Officer (give below)		6 Owner er (specify	
			endment, Date Original nth/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
PHOENIX, AZ 85027								Form filed by More than One Reporting Person		
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	ned n Date, if Day/Year)	3. Transactic Code (Instr. 8)	(Instr. 3,	(A) or (D)	d of (D) 5)  Price	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)
Shares	11/07/2007			A	695 (1)	A	(2)	1,716	D	By wife as
Common Shares								1,950	I	UGMA custodian for daughter
Common Shares	11/07/2007			A	1,000	A	\$ 61.38	6,000	I	By Trust
Common Shares	11/07/2007			A	1,000	A	\$ 61.4	7,000	I	By Trust

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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. Transacti Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy) (3)	\$ 64.95					11/08/2007	11/08/2013	Common Shares	3,308	
Option (right to buy) (3)	\$ 63.48					11/08/2007	11/08/2013	Common Shares	3,308	
Option (right to buy) (3)	\$ 60.45	11/07/2007		A	1	<u>(4)</u>	11/07/2014	Common Shares	3,868	
Phantom Stock (6)	<u>(7)</u>	11/07/2007		A	197	<u>(7)</u>	<u>(7)</u>	Common Shares	197	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
FRANCIS PHILIP L 19601 N. 27 TH AVENUE PHOENIX, AZ 85027	X						
Signatures							
Aneezal H Mohamed							

Attorney-in-fact 11/08/2007

\*\*Signature of Reporting Person Date

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### **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) Restricted share unit award vests on November 7, 2008 except that if the Company's 2008 Annual Meeting of Shareholders (the ?2008 Annual Meeting?) is prior to November 7, 2008, then the restricted share unit award will vest on the date of the 2008 Annual Meeting.
- (2) Restricted share unit award granted under the Cardinal Health, Inc. Amended and Restated Outside Directors Equity Incentive Plan, as amended. Award granted without payment by grantee.
- (3) Stock option granted pursuant to the Cardinal Health, Inc. Amended and Restated Outside Directors Equity Incentive Plan, as amended.
- (4) Stock option will become exercisable on November 7, 2008 except that if the Company's 2008 Annual Meeting is prior to November 7, 2008, then the stock option will vest on the date of the 2008 Annual Meeting.
- (5) Stock option granted without payment by grantee.
- (6) Phantom stock held under the Company's Deferred Compensation Plan.
- (7) Each share of phantom stock is the economic equivalent of one common share. The shares of phantom stock become payable, in cash or common shares, at the election of the reporting person, at least six months after termination from board service.
- (8) Price is the closing price on 11/06/2007.

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.