

CARDINAL HEALTH INC
Form 4
November 16, 2007

FORM 4

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

OMB APPROVAL

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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 *
WALTER MATTHEW D

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5200 RINGS ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2007

Director 10% Owner
 Officer (give title below) Other (specify below)

DUBLIN, OH 43017

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 Shares	11/14/2007		S	2,600 D \$ 60.05	963,963	I	By LLC (1) (2)
Common Shares	11/14/2007		S	300 D \$ 60.04	963,663	I	By LLC (1) (2)
Common Shares	11/14/2007		S	1,400 D \$ 60.03	962,263	I	By LLC (1) (2)
Common Shares	11/14/2007		S	300 D \$ 60.02	961,963	I	By LLC (1) (2)
Common Shares	11/14/2007		S	2,100 D \$ 60.01	959,863	I	By LLC (1) (2)
	11/14/2007		S	24,800 D \$ 60	935,063	I	

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Common Shares								By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	2,600	D	\$ 59.98	932,463	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	2,900	D	\$ 59.85	929,563	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	7,600	D	\$ 59.84	921,963	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	1,700	D	\$ 59.83	920,263	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	1,300	D	\$ 59.82	918,963	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	600	D	\$ 59.81	918,363	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	2,300	D	\$ 59.8	916,063	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	3,800	D	\$ 59.79	912,263	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	1,500	D	\$ 59.78	910,763	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	600	D	\$ 59.75	910,163	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	1,000	D	\$ 59.74	909,163	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	500	D	\$ 59.73	908,663	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	700	D	\$ 59.72	907,963	I	By LLC <u>(1)</u> <u>(2)</u>
Common Shares	11/14/2007	S	300	D	\$ 59.71	907,663	I	By LLC <u>(1)</u> <u>(2)</u>

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.

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 3 and 4)	Ownership Followed (Instr. 3, 4, and 5)
	(A)	(D)								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALTER MATTHEW D 5200 RINGS ROAD DUBLIN, OH 43017		X		

Signatures

Aneezal H. Mohamed, Attorney-in-fact	11/16/2007
__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) Reporting person holds a one-third economic interest in, and is the manager of, the LLC.
- (2) The reporting person sold 90,000 shares on November 14, 2007, in various denominations at prices ranging from \$60.71 to \$59.71. The weighted-average share price of the respective transactions was \$60.0137.

Remarks:

This is the second of two Form 4's filed by the reporting person on the same date.

Details of the holdings reflected on this Form 4 are included in applicable footnotes in the first of the two Form 4's filed by the reporting person.

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.