

FOTIADES GEORGE L
 Form 4
 November 12, 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 *
FOTIADES GEORGE L

(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)
 11/10/2004

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)
 President & COO

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: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount or Price | | |
| Common Shares | 11/10/2004 | | M | | 149,625 ⁽¹⁾ \$ 27.02 | A | 191,900 D |
| Common Shares | 11/10/2004 | | S | | 9,900 ⁽¹⁾ \$ 51 | D | 182,000 D |
| Common Shares | 11/10/2004 | | S | | 9,000 ⁽¹⁾ \$ 51.03 | D | 173,000 D |
| Common Shares | 11/10/2004 | | S | | 100 ⁽¹⁾ \$ 51.04 | D | 172,900 D |
| Common Shares | 11/10/2004 | | S | | 1,000 ⁽¹⁾ \$ 51.07 | D | 171,900 D |

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| | | | | | | | |
|---------------|------------|---|---------------|---|----------|---------|---|
| Common Shares | 11/10/2004 | S | 32,000 (1) | D | \$ 51.1 | 139,900 | D |
| Common Shares | 11/10/2004 | S | 19,500 (1) | D | \$ 51.11 | 120,400 | D |
| Common Shares | 11/10/2004 | S | 20,000 (1) | D | \$ 51.15 | 100,400 | D |
| Common Shares | 11/10/2004 | S | 20,000 (1) | D | \$ 51.2 | 80,400 | D |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Option (right to buy) ⁽²⁾ | \$ 27.02 | 11/10/2004 | | M | 149,625 | 08/07/1998 01/16/2005 | Common Shares 149,625 |
| Option (right to buy) ⁽²⁾ | \$ 38.287 | | | | | 06/01/2001 06/02/2005 | Common Shares 73,245 |
| Option (right to buy) ⁽³⁾ | \$ 41.553 | | | | | 09/16/2001 09/16/2008 | Common Shares 56,250 |
| Option (right to buy) ⁽³⁾ | \$ 47.333 | | | | | 03/01/2002 03/01/2009 | Common Shares 27,171 |
| Option (right to buy) ⁽³⁾ | \$ 31.167 | | | | | 11/15/2002 11/15/2009 | Common Shares 67,907 |
| Option (right to buy) ⁽³⁾ | \$ 66.083 | | | | | 11/20/2003 11/20/2010 | Common Shares 60,530 |

| | | | | | |
|--|----------|------------|------------|------------------|---------|
| Option (right to buy) ⁽³⁾ | \$ 68.1 | 11/19/2004 | 11/19/2011 | Common Shares | 67,915 |
| Option (right to buy) ⁽³⁾ | \$ 67.9 | 11/18/2005 | 11/18/2012 | Common Shares | 250,000 |
| Option (right to buy) ⁽³⁾ | \$ 64.11 | 01/31/2007 | 02/01/2014 | Common Shares | 225,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| FOTIADES GEORGE L 7000 CARDINAL PLACE DUBLIN, OH 43017 | | | President & COO | |

Signatures

George L.
Fotiades

11/10/2004

 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) The Reporting Person exercised 149,625 stock options granted by R.P. Scherer on January 15, 1998. Such stock options would have expired on January 18, 2005, if not exercised. In light of the expiration date, the Reporting Person exercised all of such options and sold a total of 111,500 of such exercised shares to pay the option price and taxes. The remainder of the exercised shares have been credited to a directly held account in the name of the Reporting Person, which he currently intends to hold.

(2) Stock option granted pursuant to the R.P. Scherer Stock Option Plan.

(3) Stock option granted pursuant to the Cardinal health, Inc. Equity Incentive Plan.

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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