

CARDINAL HEALTH INC
Form 4
November 13, 2006

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 *
PARRISH MARK W

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)
7000 CARDINAL PLACE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/08/2006

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
CEO - HSCS

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 | 11/08/2006 | | A | | 5,000 | A | ① 23,619 |
| Common Shares | 11/08/2006 | | A | | 35,000 | A | ② 58,619 |
| Common Shares | | | | | 213 | I | By ESPP |
| Common Shares | | | | | 1,780 | I | By 401(k) Plan |
| Common Shares | | | | | 143 | I | By Deferred Compensation Plan |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. 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) | 8. Price or Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option (right to buy) ⁽³⁾ | \$ 47.333 | | | | | 03/01/2002 | 03/01/2009 | Common Shares | 13,243 |
| Option (right to buy) ⁽³⁾ | \$ 31.167 | | | | | 11/15/2002 | 11/15/2009 | Common Shares | 28,877 |
| Option (right to buy) ⁽³⁾ | \$ 66.083 | | | | | 11/20/2003 | 11/20/2010 | Common Shares | 21,620 |
| Option (right to buy) ⁽³⁾ | \$ 68.75 | | | | | 07/02/2004 | 07/02/2011 | Common Shares | 6,500 |
| Option (right to buy) ⁽³⁾ | \$ 68.1 | | | | | 11/19/2004 | 11/19/2011 | Common Shares | 26,725 |
| Option (right to buy) ⁽³⁾ | \$ 67.9 | | | | | 11/18/2005 | 11/18/2012 | Common Shares | 32,401 |
| Option (right to buy) ⁽³⁾ | \$ 62.48 | | | | | 01/08/2006 | 01/08/2013 | Common Shares | 16,000 |
| Option (right to buy) ⁽³⁾ | \$ 61.38 | | | | | 11/17/2006 | 11/17/2013 | Common Shares | 5,000 |

| | | | | | |
|--|----------|----------------|------------|------------------|--------|
| Option (right to buy) ⁽³⁾ | \$ 61.38 | 11/17/2006 | 11/17/2013 | Common Shares | 44,477 |
| Option (right to buy) ⁽³⁾ | \$ 44.15 | 08/23/2007 | 08/23/2014 | Common Shares | 85,000 |
| Option (right to buy) ⁽³⁾ | \$ 58.88 | ⁽⁴⁾ | 09/02/2012 | Common Shares | 52,076 |
| Option (right to buy) ⁽³⁾ | \$ 66.34 | ⁽⁵⁾ | 08/15/2013 | Common Shares | 46,612 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| PARRISH MARK W 7000 CARDINAL PLACE DUBLIN, OH 43017 | | | CEO - HSCS | |

Signatures

Mark W. Parrish 11/09/2006
 **Signature of Date
 Reporting Person

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 granted under the Cardinal Health, Inc. 2005 Long-Term Incentive Plan, as amended. Award granted effective 11/15/2006, without payment by grantee and vests in three equal annual installments beginning on 11/15/2007
- (2) Restricted share unit award granted under the Cardinal Health, Inc. 2005 Long-Term Incentive Plan, as amended. Award granted effective 11/15/2006, without payment by grantee and vests in full on 11/15/2009.
- (3) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (4) Stock option vests in four equal annual installments beginning on 9/02/2006.
- (5) Stock option vests in four equal annual installments beginning on 8/15/2007.

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.