#### CARDINAL HEALTH INC

Form 4

September 02, 2009

## FORM 4

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

**OMB** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Estimated average burden hours per response... 0.5

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(City)

(State)

(Zin)

(Print or Type Responses)

1. Name and Ac DARDEN C.	•	orting Person *	2. Issuer Name and Ticker or Trading Symbol CARDINAL HEALTH INC [CAH]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(Last) (First) (Midd		3. Date of Earliest Transaction	(Check all applicable)		
11235 STRO	1235 STROUP RD.		(Month/Day/Year) 09/01/2009	X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		
ROSWELL, GA 30075				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(Butte)	(Zip)	Table I - Non	1-Derivative Securities	s Acquired, Disposed	of, or Beneficially Owned
1 TC:41 C	0 T .: D.	24 D	2	4 0 '	5 A C	( O 1: 7 N (

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if Transacti		onAcquired (A) or			Securities	Form: Direct	Indirect
(Instr. 3)	any		Code	Disposed of (D)		Beneficially	(D) or	Beneficial	
	(Month/Day/Year)		(Instr. 8)	(Instr. 3, 4 and 5)		5)	Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)	
					(4)		Reported		
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Shares	09/01/2009		A(1)	254	A	<u>(2)</u>	3,625	D	
Common Shares	09/01/2009		A <u>(1)</u>	390	A	<u>(3)</u>	4,015	D	

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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

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)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Derivat Security (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy)	\$ 45.25	09/01/2009		A <u>(1)</u>	1	<u>(4)</u>	11/02/2012	Common Shares	3,343	<u>(5)</u>
Option (right to buy)	\$ 46.49	09/01/2009		A <u>(1)</u>	1	<u>(4)</u>	11/08/2013	Common Shares	3,254	<u>(5)</u>
Option (right to buy)	\$ 47.56	09/01/2009		A(1)	1	<u>(4)</u>	11/02/2012	Common Shares	3,343	<u>(5)</u>
Option (right to buy)	\$ 44.27	09/01/2009		A <u>(1)</u>	1	<u>(4)</u>	11/07/2014	Common Shares	5,282	<u>(5)</u>
Option (right to buy)	\$ 28.8	09/01/2009		A <u>(1)</u>	1	<u>(6)</u>	11/05/2015	Common Shares	9,801	<u>(5)</u>

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DARDEN CALVIN								
11235 STROUP RD.	X							
ROSWELL, GA 30075								

# **Signatures**

/s/ Aneezal H. Mohamed,
Attorney-in-fact

\*\*Signature of Reporting Person

Date

Reporting Owners 2

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

## **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).
- Pursuant to the anti-dilution provisions of this grant, the number of shares subject to it (and for options, the exercise price) was adjusted in conjunction with the Issuer's spin-off of CareFusion Corp. The terms of this adjustment were approved by the Issuer's Human Resources and Compensation Committee.
- (2) Award granted without payment by grantee. These restricted share units are fully vested and delivery has been deferred.
- (3) Award granted without payment by grantee. These restricted share units will vest on 11/5/2009.
- (4) These options are currently exercisable.
- (5) Award granted without payment by grantee.
- (6) These options will vest on 11/5/2009.

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.