Stephen Falk T Form 4 September 02, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Addr Stephen Falk T	•	ng Person *	2. Issuer Name and Ticker or Trading Symbol CARDINAL HEALTH INC [CAH]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
7000 CARDINAL PLACE			(Month/Day/Year) 09/01/2009	Director 10% Owner _X_ Officer (give title Other (specify below) EVP, Gen. Counsel & Corp. Sec.			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
DUBLIN, OH 43017			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned			

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	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)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		
				(A)	Transaction(s)		
				or	(Instruction 2 and 4)		

(Instr. 3 and 4) Amount (D) Price

Common $A^{(1)}$ 09/01/2009 919 A (2) 15,473 D Shares

Code V

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

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

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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 Derivative 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 Deriva Securit (Instr. :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy)	\$ 32.33	09/01/2009		A <u>(1)</u>	1	(3)	08/23/2014	Common Shares	12,279	<u>(4)</u>
Option (right to buy)	\$ 41.1	09/01/2009		A <u>(1)</u>	1	<u>(5)</u>	08/15/2015	Common Shares	7,926	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(6)</u>	08/15/2013	Common Shares	1,295	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A(1)	1	<u>(7)</u>	11/18/2012	Common Shares	964	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(7)</u>	11/17/2013	Common Shares	2,142	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(7)</u>	09/02/2012	Common Shares	1,452	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(7)</u>	07/20/2012	Common Shares	475	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(7)</u>	07/20/2012	Common Shares	68	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(7)</u>	07/20/2012	Common Shares	94	<u>(4)</u>
Option (right to buy)	\$ 22.9	09/01/2009		A <u>(1)</u>	1	<u>(8)</u>	08/15/2014	Common Shares	1,338	<u>(4)</u>

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Stephen Falk T 7000 CARDINAL PLACE DUBLIN, OH 43017

EVP, Gen. Counsel & Corp. Sec.

Signatures

/s/ Stephen T. 09/02/2009 Falk

**Signature of Reporting Person

8/15/2011.

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).
- 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.
- Award granted without payment by grantee. One-half of these restricted share units will vest on 8/15/2010 and one-half will vest on
- (3) These options are currently exercisable.
- (4) Award granted without payment by grantee.
- (5) One-third of these options are currently exercisable, one-third will vest on 8/15/2010, and one-third will vest on 8/15/2011.
- (6) Three-quarters of these options will vest on 7/20/2010 and one-quarter will vest on 8/15/2010.
- (7) These options will vest on 7/20/2010.
- (8) Two-thirds of these options will vest on 7/20/2010 and one-third will vest on 8/15/2010.

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.

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