

FORD BRENDAN A
Form 4
February 01, 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 *
FORD BRENDAN A

(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)
01/31/2006

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)
EVP-Corporate Development

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 Indirect Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Shares	01/31/2006		M	13,500 (1) A \$ 17.74	89,880	D	
Common Shares	01/31/2006		F	7,986 (1) D \$ 72.52	81,894	D	
Common Shares					13,005	I	By 401(k) Plan
Common Shares					2,823	I	By ESPP

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)	8. Price or Value 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) ⁽²⁾	\$ 17.74	01/31/2006		M	1	03/04/1999	03/04/2006	Common Shares	13,500
Option (right to buy) ⁽²⁾	\$ 27.053					03/03/2000	03/03/2007	Common Shares	10,350
Option (right to buy) ⁽²⁾	\$ 27.693					08/24/2000	08/24/2007	Common Shares	22,500
Option (right to buy) ⁽²⁾	\$ 36.307					03/02/2001	03/02/2008	Common Shares	9,255
Option (right to buy) ⁽²⁾	\$ 43.14					08/11/2001	08/11/2008	Common Shares	7,875
Option (right to buy) ⁽²⁾	\$ 47.333					03/01/2002	03/01/2009	Common Shares	23,616
Option (right to buy) ⁽²⁾	\$ 31.167					11/15/2002	11/15/2009	Common Shares	45,722
Option (right to buy) ⁽²⁾	\$ 66.083					11/20/2003	11/20/2010	Common Shares	34,956
Option	\$ 68.1					11/19/2004	11/19/2011	Common	37,797

(right to buy) ⁽²⁾				Shares
Option (right to buy) ⁽²⁾	\$ 67.9	11/18/2005	11/18/2012	Common Shares 44,183
Option (right to buy) ⁽²⁾	\$ 67.9	11/18/2005	02/18/2013	Common Shares 4,926
Option (right to buy) ⁽²⁾	\$ 61.38	11/17/2006	11/17/2013	Common Shares 57,021
Option (right to buy) ⁽²⁾	\$ 44.15	08/23/2007	08/23/2014	Common Shares 68,000
Option (right to buy) ⁽²⁾	\$ 58.88	⁽⁴⁾	09/02/2012	Common Shares 53,755

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FORD BRENDAN A 7000 CARDINAL PLACE DUBLIN, OH 43017			EVP-Corporate Development	

Signatures

Brendan A. Ford 01/31/2006

^{**}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).

The reporting person exercised 13,500 stock options granted on March 4, 1996. Such options would have expired on March 4, 2006, if

- (1) not exercised. In light of the expiration date, the reporting person exercised all such options and delivered to the Company a total of 7,986 previously-owned shares as payment of exercise price and taxes.
- (2) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (3) Stock option was disposed of in connection with its exercise for no additional consideration beyond the option shares.
- (4) Stock option vests in four equal annual installments beginning on 9/2/2006.

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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