

CARDINAL HEALTH INC  
Form 4  
December 19, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
DARDEN CALVIN

(Last) (First) (Middle)  
11235 STROUP RD.  
(Street)  
ROSWELL, GA 30075  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CARDINAL HEALTH INC [CAH]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/15/2006

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)

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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Shares                   | 12/15/2006                           |  | A                              | 165 <sup>(1)</sup> A <sub>(2)</sub>                               | 1,608   | D  |                                   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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. 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 per Share of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Option (right to buy) <u>(4)</u>           | \$ 64.95   | 12/15/2006                           |  | A                              | 1   | 12/15/2006 11/02/2012                                    | Common Shares   | 3,398  |
| Option (right to buy) <u>(3)</u>           | \$ 61.79   |                                      |  |                                |   | 11/02/2006 11/02/2012                                    | Common Shares   | 3,398  |
| Option (right to buy) <u>(4)</u>           | \$ 63.48   |                                      |  |                                |   | 11/08/2007 11/08/2013                                    | Common Shares   | 3,308  |
| Phantom Stock <u>(6)</u>                   | <u>(7)</u>   |                                      |  |                                |   | <u>(7)</u> <u>(7)</u>                                    | Common Shares   | 285  |

## Reporting Owners

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

## Signatures

John M. Adams, Jr.,  
Attorney-in-fact  
(7) 12/18/2006

\*\*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).

(1) As explained in footnote 1 on the Form 4 filed by the reporting person on 12/14/2006, the restricted share units ("RSU") reported on this Form are a portion of a total RSU grant of 650 RSUs. The RSUs and stock options reported on this Form were granted because the reporting person did not receive an annual grant of RSUs and stock options on November 2, 2005. The grant date of these RSUs and stock options was December 15, 2006.

(2)

## Edgar Filing: CARDINAL HEALTH INC - Form 4

Restricted share unit award granted without payment by grantee pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.

- (3) Stock option granted pursuant to the Cardinal Health, Inc. Equity Incentive Plan.
- (4) Stock option granted pursuant to the Cardinal Health, Inc. Outside Directors Equity Incentive Plan.
- (5) Stock option granted without payment by grantee.
- (6) Phantom stock held under the Company's Deferred Compensation Plan.
- (7) Each share of phantom stock is the economic equivalent of one common share. The shares of phantom stock become payable, in cash or common shares, at the election of the reporting person, at least six months after termination from board service.

### **Remarks:**

A corrected Power of Attorney is attached to this Form 4 and shall replace the Power of Attorney filed by the reporting person.

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.