#### CARDINAL HEALTH INC

Form 4 July 28, 2014

### FORM 4

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

OMB APPROVAL

Number: 3235-0287

January 31,

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Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Blake Mark R			Symbol	2. Issuer Name <b>and</b> 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) 07/24/2014					Director 10% Owner _X_ Officer (give title Other (specify below)  EVP - Strategy & Corp. Dev.			
(Street)			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
	Filed(Mo	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
DUBLIN, O						Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative S	Securi	ties Acqu	iired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	emed on Date, if 'Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed	of (D)	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)	
Common Shares	07/24/2014			M(1)	14,808	A		39,224	D		
Common Shares	07/24/2014			M <u>(1)</u>	8,306	A	\$ 39.81	47,530	D		
Common Shares	07/24/2014			S(1)	23,114	D	\$ 73.41	24,416	D		

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

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#### number.

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. Transactio Code (Instr. 8)	5. Number of or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 41.6	07/24/2014		M	14,808	(2)	08/15/2021	Common Shares	14,808
Employee Stock Option (right to buy)	\$ 39.81	07/24/2014		M	8,306	(3)	08/15/2022	Common Shares	8,306

# **Reporting Owners**

	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

Blake Mark R

7000 CARDINAL PLACE EVP - Strategy & Corp. Dev.

**DUBLIN, OH 43017** 

# **Signatures**

/s/ Elaine S. Natsis,

Attorney-in-fact 07/28/2014

\*\*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) The exercises and sales reported on this Form 4 were effected pursuant to a 10b5-1 plan adopted by the reporting person on Februray 14, 2014.
- (2) The option, representing a right to purchase a total of 22,212 shares, vested and became exercisable 33% on August 15, 2012 and 33% on August 15, 2013. The remaining 33% vests on August 15, 2014.

**(3)** 

Reporting Owners 2

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The option, representing a right to purchase a total of 24,920 shares, vested and became exercisable 33% on August 15, 2013. The remaining 67% vests in two equal installments on August 15, 2014 and 2015.

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