

Mayer Jessica L
Form 3
March 29, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Mayer Jessica L
(Last) (First) (Middle)

7000 CARDINAL PLACE

(Street)

DUBLIN,Â OHÂ 43017

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/22/2019

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer ___ Other
(give title below) (specify below)
Chief Legal/Compliance Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Shares

31,031

D Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	08/15/2022	Common Shares	884	\$ 39.81	D	Â
Employee Stock Option (right to buy)	Â (1)	08/15/2023	Common Shares	1,627	\$ 51.49	D	Â
Employee Stock Option (right to buy)	Â (1)	08/15/2024	Common Shares	2,285	\$ 71.43	D	Â
Employee Stock Option (right to buy)	Â (1)	08/15/2025	Common Shares	1,947	\$ 84.27	D	Â
Employee Stock Option (right to buy)	Â (2)	08/15/2026	Common Shares	6,279	\$ 83.19	D	Â
Employee Stock Option (right to buy)	Â (3)	08/15/2027	Common Shares	11,069	\$ 66.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mayer Jessica L 7000 CARDINAL PLACE DUBLIN, OH 43017	Â	Â	Â Chief Legal/Compliance Officer	Â

Signatures

/s/ Elaine S. Natsis,
Attorney-in-fact

03/29/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These options are currently exercisable.

(2) Two-thirds of this option is currently exercisable and the remaining one-third will vest on 8/15/2019.

(3) One-third of this option is currently exercisable, one-third will vest on 8/15/2019 and one-third will vest on 8/15/2020.

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Remarks:

EXHIBIT LIST: EX-24 Mayer POA

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.