

AMERISOURCEBERGEN CORP
 Form 4
 May 05, 2015

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 *
 Neu David W

2. Issuer Name and Ticker or Trading Symbol
 AMERISOURCEBERGEN CORP
 [ABC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1300 MORRIS DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/04/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive Vice President

CHESTERBROOK, PA 19087

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

(City) (State) (Zip)

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)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	05/04/2015		M			27,500	A	\$ 36.37	58,993	D	
Common Stock	05/04/2015		M			27,157	A	\$ 37.37	86,150	D	
Common Stock	05/04/2015		M			5,250	A	\$ 28	10,625	I	Indirectly Owned By Wife
Common Stock	05/04/2015		M			3,064	A	\$ 27.067	13,689	I	Indirectly Owned By Wife
	05/04/2015		S			54,657	D		31,493	D	

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Common Stock					\$ 115.32			
Common Stock	05/04/2015	S	8,314	D	\$ 116.14	5,375	I	Indirectly Owned By Wife

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)

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 Underlying Security (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title
						Code	V (A) (D)	
Non-qualified Stock Option (Right to Buy)	\$ 36.37	05/04/2015		M	27,500	<u>(1)</u> 02/16/2018	02/16/2018	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 37.37	05/04/2015		M	27,157	<u>(2)</u> 02/28/2019	02/28/2019	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 28	05/04/2015		M	5,250	03/03/2011 ⁽³⁾	03/03/2017	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 27.067	05/04/2015		M	3,064	02/15/2008 ⁽⁴⁾	02/15/2017	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Neu David W 1300 MORRIS DRIVE CHESTERBROOK, PA 19087	Executive Vice President

Signatures

John G. Chou for David
W. Neu

05/05/2015

__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) Exercisable in four equal annual installments on 02/16/12, 02/16/13, 02/16/14 and 02/16/15
- (2) Exercisable in four equal annual installments on 02/29/13, 02/29/14, 02/29/15 and 02/29/16
- (3) Exercisable in four equal annual installments on 03/03/11, 03/03/2012, 03/03/2013 and 03/03/2014
- (4) Exercisable in four equal annual installments on 2/15/08, 2/15/09, 2/15/10 and 2/15/11

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.