Edgar Filing: EXPRESS SCRIPTS INC - Form 4

EXPRESS SCRI Form 4 May 30, 2008	PTS INC									
FORM 4							OMB APPROVAL			
CONVICE UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check this box if no longer							Expires:	January 31,		
subject to Section 16.	GES IN BENEFICIAL OWNE SECURITIES				NERSHIP OF	Estimated a	ated average			
Form 4 or						burden hou response	•			
Form 5	Filed pursu	uant to Section 1	6(a) of the	Securiti	es Ex	kchang	ge Act of 1934,		0.0	
obligations may continue. <i>See</i> Instruction 1(b).	'n									
(Print or Type Respo	onses)									
MAC MAHON THOMAS P Symbol			Name and Ticker or Trading SS SCRIPTS INC [ESRX]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mi	iddle) 3. Date of	Date of Earliest Transaction				(Chec	ck all applicable	e)	
C/O EXPRESS SCRIPTS, 05/28/20 INC., ONE EXPRESS WAY			-				X Director Officer (give below)		Owner er (specify	
(Street) 4. If A			f Amendment, Date Original ed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check			
ST. LOUIS, MO	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person									
(City)	(State) (Z	Zip) Tabl								
(City)	(State) (2	Tabl	e I - Non-De			ties Ac	quired, Disposed o		-	
	Transaction Date Ionth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	Disposed	l (A) o l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common 05 Stock 05	5/28/2008		А	929	A	\$ 0 (1)	4,137	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount Derivative Conversion (Month/Day/Year) Transaction of Derivative Expiration Date Underlying Securiti Execution Date, if Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) (Month/Day/Year) (Instr. 3) Price of (Instr. 8) Acquired Derivative (A) or Security Disposed of (D) (Instr. 3, 4, and 5) Amou or Date Expiration Title Numb Exercisable Date of Code V (A) (D) Share Express Scripts Non-Qualified (2) Stock Option \$71.69 05/28/2008 А 6,347 05/28/2015 Inc. 6,34 (Right-to-Buy) Common Stock

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Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
MAC MAHON THOMAS C/O EXPRESS SCRIPTS ONE EXPRESS WAY ST. LOUIS, MO 63121	-	Х						
Signatures								
Thomas MacMahon 05/30		/2008						
**Signature of	D	ate						

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) Grant of Restricted Stock pursuant to Express Scripts, Inc. 2000 Long-Term Incentive Plan. Restrictions lapse in three (3) equal installments on May 1, 2009, May 1, 2010, and May 1, 2011.
- (2) Grant of Stock Option pursuant to Express Scripts, Inc. 2000 Long-Term Incentive Plan. Vests in three (3) equal installments on May 1, 2009, May 1, 2010, and May 1, 2011.

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.

Reporting Person