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IGNACZAK	EDWARD B											
Form 4												
March 04, 20)13											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287			
Check thi	Check this box									January 31,		
-	if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							NERSHIP OF	Expires: 2005 Estimated average burden hours per response 0.5			
	subject to STATEMENT OF CHARGES IN DENEFICIAL OWNERSHIP OF SEction 16. SECURITIES											
	Form 4 or											
Form 5	The pursuant to section 10(a) of the securities Exchange Act of 1754,											
obligation may cont				•	•	· ·		1935 or Section	ı			
See Instru		30(h)	of the In	vestment	Compan	y Ac	t of 194	0				
1(b).												
(Print or Type F	Responses)											
			2. Issuer Symbol	r Name and	Ticker or	Tradiı	ng	5. Relationship of Reporting Person(s) to Issuer				
			Express	Scripts H	lolding (Co. [E	ESRX]	(Chaol	r all annliachla	`		
(Last)	(First)	(Middle)	3. Date of	f Earliest Tra	ansaction			(Chech	k all applicable)		
			(Month/D	ay/Year)				Director		Owner		
C/O EXPRESS SCRIPTS 02/28/2			02/28/2	013				XOfficer (give titleOther (specify below)				
	COMPANY, C	ONE						· · · · · · · · · · · · · · · · · · ·	iles & Marketij	ng		
EXPRESS V	VAY											
	(Street)							oint/Group Filing(Check				
Filed(Mor				nth/Day/Year))			Applicable Line) _X_ Form filed by One Reporting Person				
ST. LOUIS,	MO 63121							Form filed by C Form filed by M Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction D			3.	4. Securi		-	5. Amount of	6. Ownership			
Security (Instr. 3)	(Month/Day/Yea		on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) 'Day/Year) (Instr. 8)					Beneficially		Indirect Beneficial		
(IIIsu. 5)		any (Month/I								Ownership		
			•					Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)				
						or	D '	(Instr. 3 and 4)				
Common				Code V	Amount 2,782	(D)	Price \$					
Stock	02/28/2013			F	<u>(1)</u>	D	, 56.93	101,027	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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners



Signatures

Edward Ignaczak

03/04/2013

**Signature of

Date

Reporting Person

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).
- Represents shares tendered to Company to cover Reporting Person's tax liability due upon vesting of restricted stock units previously (1) awarded under long-term incentive plans.

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.