Edgar Filing: Express Scripts Holding Co. - Form 4

Express Scrip Form 4 May 20, 201	pts Holding Co. 4										
FORM	ГЛ								OMB APPROVAL		
	UNITED	STATE		ITIES A hington,			NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o	ger STATEN 6.	x STATEMENT OF CHANC				CIA]	NERSHIP OF	Expires: Estimated a burden hou response	irs per		
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)										
1. Name and A Knibb Chris	2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer					
			•	Scripts H	C	0. [E	SRXJ	(Chec	k all applicable	e)	
(Last) (First) (Middle) C/O EXPRESS SCRIPTS HOLDING COMPANY, ONE EXPRESS WAY			3. Date of Earliest Transaction (Month/Day/Year) 03/05/2014					Director 10% Owner X_Officer (give titleOther (specify below) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
ST. LOUIS,	MO 63121		Filed(Mont	th/Day/Year)				Applicable Line) _X_ Form filed by (Form filed by M Person	One Reporting Pe Aore than One Re		
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)) Executi any		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5))	SecuritiesHBeneficially(OwnedIFollowing(ReportedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	03/05/2014			А	1,360	А	\$ 0 (1)	2,857	D		
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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. 5. Number Transactionof Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Non-Qualified Stock Option (Right-to-Buy)	\$ 77.15	03/05/2014		Α	5,814	(2)	03/05/2021	Express Scripts Holding Company Common Stock	5,81

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Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
Knibb Christopher K C/O EXPRESS SCRIPTS HO ONE EXPRESS WAY ST. LOUIS, MO 63121	OLDING COMPANY			VP & Chief Accounting Officer				
Signatures								
/s/ Christopher K. Knibb	05/20/2014							

**Signature of Reporting Date 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).
- (1) Grant of restricted stock units pursuant to Express Scripts, Inc. 2011 Long-Term Incentive Plan. Awards vest in three equal installments on February 28, 2015, February 28, 2016 and February 28, 2017.
- (2) Grant of stock option pursuant to Express Scripts, Inc. 2011 Long-Term Incentive Plan. Vests in three equal installments on February 28, 2015, February 28, 2016, and February 28, 2017.

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.