## Edgar Filing: Stettin Glen D. - Form 4

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Form 4										
February 05, 20										
FORM	4 UNITED	STATES					COMMISSION		OMB APPROVAL OMB Number 3235-0287	
Check this b	Wa	ashington	, D.C. 20	549		Number:	January 31,			
if no longer subject to Section 16. Form 4 or	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated burden hou	Expires: 200 Estimated average burden hours per response 0.			
Form 5 obligations may continu <i>See</i> Instruct 1(b).	Bection 17(	a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940			
(Print or Type Res	sponses)									
1. Name and Add Stettin Glen D	2. Issuer Name and Ticker or Trading5. RelativeSymbolIssuerExpress Scripts Holding Co. [ESRX]				Issuer	nship of Reporting Person(s) to				
(Last)	(First) (I	Middle)	(Che					eck all applicable)		
C/O EXPRES HOLDING CO EXPRESS WA	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2018			Director 10% Owner X_ Officer (give title Other (specify below) Sr. VP, Clin. Res. & New Sol.						
(Street) ST. LOUIS, MO 63121			Filed(Month/Day/Year) Applicable Line) _X_ Form filed b			Joint/Group Filing(Check One Reporting Person More than One Reporting				
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	Transaction Date Ionth/Day/Year)	saction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)			Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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 Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price				
Reminder: Report	on a separate line	for each cl	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont red to respo tys a curren	or indirectly. Spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab					posed of, or convertible s	Beneficially Owned securities)	d		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year) (Instr. 3 and 4)		4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Unit <u>(1)</u>	\$ 0 <u>(2)</u>	02/01/2018		A	171.5282		<u>(3)</u>	<u>(3)</u>	Express Scripts Holding Company Common Stock	171.5282

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Stettin Glen D. C/O EXPRESS SCRIPTS HOLDING COMPANY ONE EXPRESS WAY ST. LOUIS, MO 63121			Sr. VP, Clin. Res. & New Sol.			
Signatures						
/s/ Nick H. Varsam, as Attorney-in-Fact for Glen D. Stettin	02/05	/2018				
**Signature of Reporting Person	Da	te				

## **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) Phantom Stock Unit credited under the Company's Executive Deferred Compensation Plan.
- (2) Upon distribution each Phantom Stock Unit converts to one share of the Company's Common Stock.
- (3) Basic Company Credit by Express Scripts Holding Company to Participant's Account in the Executive Deferred Compensation Plan; shares vest 3 (three) years after the plan year to which such credit relates.

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.