

EXPRESS SCRIPTS INC
Form 4
September 06, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
TOAN BARRETT A

(Last) (First) (Middle)

C/O EXPRESS SCRIPTS,
INC., 13900 RIVERPORT DRIVE

(Street)

MARYLAND
HEIGHTS, MO 63043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EXPRESS SCRIPTS INC [ESRX]

3. Date of Earliest Transaction
(Month/Day/Year)
09/01/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chairman of the Board

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

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	09/01/2005		M ⁽¹⁾	156,000	A	\$ 9.655	424,824 ⁽²⁾ D
Common Stock	09/01/2005		S ⁽¹⁾	156,000	D	\$ 56.996	268,824 ⁽²⁾ D
Common Stock	09/01/2005		M ⁽¹⁾	120,000	A	\$ 12.905	388,824 ⁽²⁾ D
Common Stock	09/01/2005		S ⁽¹⁾	120,000	D	\$ 56.996	268,824 ⁽²⁾ D
Common Stock	09/01/2005		M ⁽¹⁾	29,000	A	\$ 13.78	297,824 ⁽²⁾ D

Edgar Filing: EXPRESS SCRIPTS INC - Form 4

Common Stock	09/01/2005	S ⁽¹⁾	29,000	D	\$ 56.996	268,824 ⁽²⁾	D
Common Stock	09/01/2005	S ⁽¹⁾	60,000	D	\$ 56.996	208,824 ⁽²⁾	D
Common Stock	09/02/2005	M ⁽¹⁾	95,000	A	\$ 13.78	303,824 ⁽²⁾	D
Common Stock	09/02/2005	S ⁽¹⁾	95,000	D	\$ 56.802	208,824 ⁽²⁾	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.

SEC 1474
(9-02)

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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Non-Qualified Stock Option (Right-to-Buy)	\$ 9.655	09/01/2005		M	156,000	⁽³⁾	04/05/2007	Express Scripts, Inc. Common Stock	15
Non-Qualified Stock Option (Right-to-Buy)	\$ 12.905	09/01/2005		M	120,000	⁽⁴⁾	11/23/2009	Express Scripts, Inc. Common Stock	12
Non-Qualified Stock Option (Right-to-Buy)	\$ 13.78	09/01/2005		M	29,000	⁽⁴⁾	12/16/2008	Express Scripts, Inc. Common Stock	2
Non-Qualified Stock Option (Right-to-Buy)	\$ 13.78	09/02/2005		M	95,000	⁽⁴⁾	12/16/2008	Express Scripts, Inc. Common Stock	9

