Edgar Filing: McNamee Patrick - Form 4

| McNamee P | atrick | | | | | | | | | |
|---|--|------------------------|--|--|---------------------------------------|--|---|------------------------------|-------------|--|
| Form 4 | | | | | | | | | | |
| March 06, 20 | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | | PPROVAL | |
| Washington, D.C. 20549 | | | | | | | | OMB Number: | 3235-0287 | |
| Check this box | | | | | | | | Expires: | January 31, | |
| if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWN | | | | | | NERSHIP OF | Estimated a | 2005 Iverage | | |
| Section 1 | Section 16. SECURITIES | | | | | | | burden hou | rs per | |
| Form 4 c Form 5 | rm 4 or rm 5 Filed pursuant to Section 16(a) of the Securities Exchange Act | | | | | | a A at of 1024 | response | 0.5 | |
| obligatio | ns Section 17(a | | | | | U | F 1935 or Section | n | | |
| may cont See Instr | linue. | 30(h) of the | • | • | · · | • | | | | |
| 1(b). | uction | | | I | 2 | | | | | |
| | | | | | | | | | | |
| (Print or Type] | Responses) | | | | | | | | | |
| 1. Name and A | Address of Reporting P | Person <u>*</u> 2. Iss | 2. Issuer Name and Ticker or Trading Symbol | | | | 5. Relationship of Reporting Person(s) to | | | |
| McNamee I | Patrick | | | | | | Issuer | | | |
| EXPRESS SCRIPTS INC [ESRX] | | | | | RX] | (Check all applicable) | | | | |
| (Last) | (First) (M | fiddle) 3. Date | of Earliest T | ransaction | | | (Check un applicable) | | | |
| | | | (Month/Day/Year) | | | | Director 10% Owner X_ Officer (give title Other (specify | | | |
| C/O EXPRI | 03/04 |)3/04/2009 | | | | below) below) | | | | |
| INC., ONE EXPRESS WAY | | | | | | | EVP, Oper | ations & Techr | ology | |
| | (Street) | | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| Filed(Month/Day/Year) | | | | | | Applicable Line) _X_ Form filed by One Reporting Person | | | | |
| ST. LOUIS | | | | | Form filed by More than One Reporting | | | | | |
| (City) | | (Zin) | | | | | Person | | | |
| (City) | (State) (2 | (Zip) Ta | ble I - Non-l | Derivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of | 2. Transaction Date (Month/Day/Year) | | 3. f Transporti | 3.4. Securities AcquiredTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5) | | | | 6. Ownership Form: Direct | | |
| Security (Instr. 3) | (Monul/Day/Tear) | any | | | | | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Yea | | | | Owned | Indirect (I) | • | | |
| | | | | | | | Following Reported | (Instr. 4) | (Instr. 4) | |
| | | | | | (A) or | | Transaction(s) | | | |
| | | | Code V | Amount | | Price | (Instr. 3 and 4) | | | |
| Common | 03/04/2009 | | А | 9,310 | А | \$ 0 <u>(1)</u> | 34,074 | D | | |
| Stock | | | | | | | | | | |
| Common | 03/04/2009 | | F | 3,763 | D | \$ | 30,311 | D | | |
| stock | | | | (2) | | 47.43 | | | | |

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.

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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) | 4. Transact Code (Instr. 8) | 5. iofNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 3 | ate | 7. Tit Amou Unde Secur (Instr | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|--------------------------------------|---|---------------------|--------------------|---|--|---|---|
| | | | Code V | ⁷ (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|------------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| McNamee Patrick C/O EXPRESS SCRIPTS, INC. ONE EXPRESS WAY ST. LOUIS, MO 63121 | | | EVP, Operations & Technology | | | | |
| Ciamoturao | | | | | | | |

Signatures

Patrick 03/06/2009 McNamee

<u>**</u>Signature of Reporting Person

Date

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) Vesting of Performance Shares granted 2/28/06 under Express Scripts, Inc. 2000 Long-Term Incentive Plan.
- (2) Represents shares tendered to Express Scripts, Inc. to cover Reporting Person's tax liability due upon vesting of Performance Shares.

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.