Edgar Filing: IGNACZAK EDWARD B - Form 4

IGNACZAH Form 4 March 03, 2	K EDWARD B 011										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION											
	SECURITIES AND EXCHANGE C Washington, D.C. 20549					OMMISSION	OMB Number:	3235-0287			
Check th		vv az		Expires:	January 31,						
if no lon subject t Section Form 4 o	6. SECURITIES								Expires. 200 Estimated average burden hours per response 0.		
Form 5 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 1(b).											
(Print or Type Responses)											
IGNACZAK EDWARD B Symbol								5. Relationship of Reporting Person(s) to Issuer			
(Last)		EXPRESS SCRIPTS INC [ESRX]				XΛJ	(Check all applicable)				
				of Earliest Transaction /Day/Year) 2011				Director 10% Owner X Officer (give title Other (specify below) EVP, Sales & Marketing			
				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
ST. LOUIS, MO 63121 Form filed by More than One Reporting Person											
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative S	Securi	ities Acqu	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	h/Day/Year) Execution Date, if Transaction			4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
G				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	03/01/2011			А	27,410	А	\$ 0 <u>(1)</u>	97,497	D		
Common Stock	03/01/2011			F	11,020 (2)	D	\$ 55.68	86,477	D		

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
i o	Director	10% Owner	Officer	Other				
IGNACZAK EDWARD B C/O EXPRESS SCRIPTS, INC. ONE EXPRESS WAY ST. LOUIS, MO 63121			EVP, Sales & Marketing					
Signatures								

Edward 03/03/2011 Ignaczak

<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 2/26/08 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.