Edgar Filing: TENHOLDER EDWARD J - Form 4

TENHOLDER Form 4 March 09, 2005	EDWARD J								
FORM 4	1							OMB AF	PROVAL
Check this bo			Wa	shington	n, D.C. 20	549	OMMISSION	OMB Number: Expires:	3235-0287 January 31, 2005
subject to Section 16. Form 4 or	AENT OF	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES				Estimated a burden hour response	verage		
Form 5 obligations may continue <i>See</i> Instruction 1(b).	Section 17((a) of the I	Public U	tility Ho	lding Com	•	e Act of 1934, 1935 or Section 0		
(Print or Type Resp	oonses)								
1. Name and Addr TENHOLDER		Person [*]	Symbol		d Ticker or	C	5. Relationship of I Issuer	Reporting Pers	on(s) to
(Last)	(First) (Middle)			Fransaction	[Lottr]	(Check	all applicable)
EXPRESS SCI RIVERPORT I	RIPTS INC, 1	,		Day/Year)	ransaction		Director X Officer (give to below) SVP & Ch		Owner r (specify ficer
	(Street)			endment, D onth/Day/Yea	Date Original ar)		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by Mo	ne Reporting Per	rson
MARYLAND HEIGHTS, MC	0 63043						Person		Jorting
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative S	Securities Acq	uired, Disposed of,	or Beneficiall	y Owned
	Transaction Date Onth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securitie our Dispose (Instr. 3, 4		 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)

		Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(Instr. 4)
Common Stock (1)	03/07/2005	М	5,000	А	\$ 39.24	33,500	D
Common Stock (1)	03/07/2005	S	5,000	D	\$ 86.5873	28,500	D
Common Stock (1)	03/07/2005	М	4,000	А	\$ 49.3	32,500	D
Common Stock (1)	03/07/2005	S	4,000	D	\$ 86.5873	28,500	D
Common Stock (1)	03/07/2005	М	3,333	А	\$ 47.95	31,833	D

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Common Stock (1)	03/07/2005	S	3,333	D	\$ 86.5873	28,500	D
Common Stock (1)	03/07/2005	М	2,210	А	\$ 75.16	30,710	D
Common Stock (1)	03/07/2005	S	2,210	D	\$ 86.5873	28,500	D
Common Stock (1)	03/07/2005	S	12,500	D	\$ 87.1858	16,000	D
Common Stock (1)	03/08/2005	S	4,662	D	\$ 85.5683	11,338	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.

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. Transactic Code (Instr. 8)	5. Number or of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Non-Qualified Stock Option (Right-to-Buy)	\$ 39.24	03/07/2005		М	5,000) (2)	11/12/2008	Express Scripts, Inc. Common Stock	5,00
Non-Qualified Stock Option (Right-to-Buy)	\$ 49.3	03/07/2005		М	4,000) (2)	10/07/2009	Express Scripts, Inc. Common Stock	4,00
Non-Qualified Stock Option (Right-to-Buy)	\$ 47.95	03/07/2005		М	3,33	3 <u>(2)</u>	12/18/2009	Express Scripts, Inc. Common Stock	3,33

Non-Qualified Stock Option (Right-to-Buy)	\$ 75.16	03/07/2005	М	2,210	(2)	03/05/2011	Express Scripts, Inc. Common Stock	2,21
							Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
TENHOLDER EDWARD J			SVP &				
EXPRESS SCRIPTS INC			Chief				
13900 RIVERPORT DRIVE			Admin.				
MARYLAND HEIGHTS, MO 63043			Officer				

Signatures

Edward J. 03/09/2005 Tenholder

<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) Express Scripts, Inc. Common Stock.
- (2) Options vest in three equal installments on the first three anniversaries of the grant date.
- (3) Employee Stock Option granted pursuant to Express Scripts, Inc. 2000 Long-Term Incentive Plan.

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.