

DICANDILO MICHAEL D

Form 4

February 01, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DICANDILO MICHAEL D

2. Issuer Name **and** Ticker or Trading  
Symbol  
AMERISOURCEBERGEN CORP  
[ABC]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
1300 MORRIS DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/30/2006

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Sr. VP & CFO

CHESTERBROOK, PA 19087

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

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|----------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |          |
| Common<br>Stock                       | 01/30/2006                              |                                                             | M                                    |                                                                         | 3,000                                                                                                              | A                                                                       | \$<br>12.1563                                                     | 11,000 D |
| Common<br>Stock                       | 01/30/2006                              |                                                             | M                                    |                                                                         | 10,000                                                                                                             | A                                                                       | \$<br>14.2656                                                     | 21,000 D |
| Common<br>Stock                       | 01/30/2006                              |                                                             | M                                    |                                                                         | 18,000                                                                                                             | A                                                                       | \$<br>18.7969                                                     | 39,000 D |
| Common<br>Stock                       | 01/30/2006                              |                                                             | M                                    |                                                                         | 6,000                                                                                                              | A                                                                       | \$<br>14.8438                                                     | 45,000 D |
| Common<br>Stock                       | 01/30/2006                              |                                                             | M                                    |                                                                         | 12,000                                                                                                             | A                                                                       | \$ 6.2188                                                         | 57,000 D |

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Common Stock      01/30/2006      S      49,000      D      \$ 43.3405      8,000 <sup>(1)</sup>      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) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|----------------------------|
| Nonqualified Stock Option (right to buy)   | \$ 12.1563                                             | 01/30/2006                           |                                                    | M                              | 3,000                                                                                   | 11/12/1997 11/12/2006                                    | Common Stock                                                | 3,000                      |
| Non-qualified stock option (right to buy)  | \$ 14.2656                                             | 01/30/2006                           |                                                    | M                              | 10,000                                                                                  | 12/15/1998 12/15/2007                                    | Common Stock                                                | 10,000                     |
| Non-qualified stock option (right to buy)  | \$ 18.7969                                             | 01/30/2006                           |                                                    | M                              | 18,000                                                                                  | 03/03/2000 03/03/2009                                    | Common Stock                                                | 18,000                     |
| Non-qualified stock option (right to buy)  | \$ 14.8438                                             | 01/30/2006                           |                                                    | M                              | 6,000                                                                                   | 04/28/2000 04/28/2009                                    | Common Stock                                                | 6,000                      |
| Non-qualified stock option (right to buy)  | \$ 6.2188                                              | 01/30/2006                           |                                                    | M                              | 12,000                                                                                  | 12/01/2000 12/01/2009                                    | Common Stock                                                | 12,000                     |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships                             |
|--------------------------------------------------------------------|-------------------------------------------|
|                                                                    | Director    10% Owner    Officer    Other |
| DICANDILO MICHAEL D<br>1300 MORRIS DRIVE<br>CHESTERBROOK, PA 19087 | Sr. VP & CFO                              |

## Signatures

John G. Chou for Michael D.  
DiCandilo

02/01/2006

\_\_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) Adjusted in accordance with the Company's 2-for-1 stock split in the form of a dividend effective December 28, 2005.
  - (2) Mr. DiCandilo continues to hold options exercisable for 586,000 shares (466,000 of which are fully vested).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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