

DICANDILO MICHAEL D
 Form 4
 November 23, 2009

FORM 4

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

OMB APPROVAL

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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 *
 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)
 11/19/2009

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Executive VP & CFO

CHESTERBROOK, PA 19087

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/19/2009 | | M | | 33,800 | A | \$ 15.6619 |
| | | | | | | | 114,764 ⁽¹⁾ |
| Common Stock | 11/19/2009 | | S | | 33,800 | D | \$ 24.25 |
| Common Stock | 11/20/2009 | | M | | 68,390 | A | \$ 15.6619 |
| Common Stock | 11/20/2009 | | M | | 204,380 | A | \$ 17.2496 |
| Common Stock | 11/20/2009 | | M | | 25,000 | A | \$ 13.5409 |
| | | | | | | | 378,734 |

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Common Stock 11/20/2009 S 297,770 D \$ 24.2511 80,964 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. 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) | 8. An |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | Nu Sh |
| Nonqualified Stock Option (right to buy) | \$ 15.6619 | 11/19/2009 | | M | 33,800 | 09/17/2002 09/17/2011 | Common Stock | 3 |
| Non-qualified stock option (right to buy) | \$ 15.6619 | 11/20/2009 | | M | 68,390 | 09/17/2002 09/17/2011 | Common Stock | 6 |
| Non-qualified stock option (right to buy) | \$ 17.2496 | 11/20/2009 | | M | 204,380 | 04/23/2003 04/23/2012 | Common Stock | 20 |
| Non-qualified stock option (right to buy) | \$ 13.5409 | 11/20/2009 | | M | 25,000 | 02/27/2004 02/27/2013 | Common Stock | 2 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DICANDILO MICHAEL D
1300 MORRIS DRIVE
CHESTERBROOK, PA 19087

Executive VP & CFO

Signatures

John G. Chou for Michael D.
DiCandilo

11/23/2009

**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 June 15, 2009.

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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