

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative (Instr. 3)	2. Conversion Date (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	V (Instr. 8)	(A) Num of Derivative Securities Acquired (Instr. 3, 4 and 5)	(B) Date Exercisable (Month/Day/Year)	(C) Date of Expiration (Month/Day/Year)	Title or Underlying Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Ownership (Instr. 4)
1. Gift of Common stock to charitable organization.													
2. Disposition of Security													
3. Represents volume-weighted average price of sales of 385 shares of Company stock on July 11, 2011 at prices ranging from \$59.05 to \$59.17. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 11, 2011 at each separate price.													
4. By an irrevocable trust for the benefit of grandchildren of the reporting person, of which the reporting person and/or the spouse of the reporting person is trustee.													
5. Represents volume-weighted average price of sales of 8,325 shares of Company stock on July 11, 2011 at prices ranging from \$58.01 to \$58.81. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 11, 2011 at each separate price.													
6. Represents volume-weighted average price of sales of 16,062 shares of Company stock on July 11, 2011 at prices ranging from \$57.23 to \$57.98. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 11, 2011 at each separate price.													
7. Represents volume-weighted average price of sales of 15,602 shares of Company stock on July 12, 2011 at prices ranging from \$57.01 to \$57.97. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 12, 2011 at each separate price.													
8. Represents volume-weighted average price of sales of 8,033 shares of Company stock on July 12, 2011 at prices ranging from \$56.53 to \$56.97. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 12, 2011 at each separate price.													
9. Represents volume-weighted average price of sales of 10,438 shares of Company stock on July 13, 2011 at prices ranging from \$56.60 to \$56.99. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 13, 2011 at each separate price.													
10. Represents volume-weighted average price of sales of 15,497 shares of Company stock on July 13, 2011 at prices ranging from \$57.01 to \$57.93. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the trust on July 13, 2011 at each separate price.													
11. By a trust for the benefit of certain grandchildren of the reporting person, of which the reporting person and/or the spouse of the reporting person is trustee.													

/s/**P. Roy Vagelos

07/13/2011

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

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 Number.