MCLURE HOWARD A

Form 4

October 05, 2009

FORM 4

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

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16.
Form 4 or
Form 5
obligations
may continue.

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

burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCLURE HOWARD A			2. Issuer Name and Ticker or Trading Symbol CVS CAREMARK CORP [CVS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Sheen an applicable)			
			(Month/Day/Year)	Director 10% Owner			
ONE CVS DRIVE			10/01/2009	_X_ Officer (give title Other (specification) below)			
				President, Caremark Pharm Serv			
(Street)			4. If Amendment, Date Original	Original 6. Individual or Joint/Group Filing(Ch			
			Filed(Month/Day/Year)	Applicable Line)			
WOONSOCKET, RI 02895-				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative :	Secur	ities Acquir	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership of Indire Form: Benefici Direct (D) Ownersh	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	10/01/2009		M	96,717	A	\$ 23.23	96,717	D	
Common Stock	10/01/2009		M	3,283	A	\$ 27.12	100,000	D	
Common Stock	10/01/2009		S(1)	3,283	D	\$ 35.8757 (2)	96,717	D	
Common Stock	10/01/2009		S <u>(1)</u>	96,717	D	\$ 35.6275 (3)	0	D	
							2,512	I	

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Common Stock			By Spouse
Common Stock	3,349	I	Ira
Common Stock (restricted)	231,203	D	
Common Stock (rsu)	23,759.0343	D	

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

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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 orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option	\$ 23.23	10/01/2009		M	96,717	7 (4)	06/27/2015	Common Stock	96,71
Stock Option	\$ 27.12	10/01/2009		M	3,283	<u>(4)</u>	03/01/2016	Common Stock	3,283
Stock Option	\$ 34.42					04/02/2008(5)	04/02/2014	Common Stock	208,75
Stock Option	\$ 41.17					04/01/2009(6)	04/01/2015	Common Stock	161,44
Stock Option	\$ 28.1					04/01/2010(7)	04/01/2016	Common Stock	128,47

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

President, Caremark Pharm Serv

Reporting Owners 2

MCLURE HOWARD A ONE CVS DRIVE WOONSOCKET, RI 02895-

Signatures

Howard A. 10/05/2009 McLure

**Signature of Date
Reporting Person

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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$35.84 and \$35.91 per share.
- (3) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$35.39 and \$35.84 per share.
- Option acquired in connection with the merger of Caremark Rx, Inc. with a subsidiary of CVS Corporation and the conversion of Caremark Rx, Inc. stock option to CVS/Caremark Corporation stock option. Option is 100% exercisable as of the date of the merger.
- (5) Option becomes exercisable in three equal annual installments, commencing 4/2/2008.
- (6) Option becomes exercisable in three equal annual installments, commencing 4/1/2009.
- (7) Option becomes exercisable in three equal annual installments, commencing 4/1/2010.

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.

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