

CVS CAREMARK CORP
Form 4
January 03, 2014

FORM 4

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

OMB APPROVAL

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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 *
MERLO LARRY J

(Last) (First) (Middle)

ONE CVS DRIVE

(Street)

WOONSOCKET, RI 02895-

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CVS CAREMARK CORP [CVS]

3. Date of Earliest Transaction
(Month/Day/Year)
01/02/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

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

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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	01/02/2014		M		46,393 A \$ 28.1	D	163,425.5778
Common Stock	01/02/2014		S ⁽¹⁾		46,393 D \$ 70.8 ⁽²⁾	D	117,032.5778
Common Stock	01/02/2014		M		46,393 A \$ 28.1	D	163,425.5778
Common Stock	01/02/2014		S ⁽¹⁾		46,393 D \$ 70.75 ⁽³⁾	D	117,032.5778
Common Stock	01/02/2014		M		68,044 A \$ 34.42	D	185,076.5778

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Common Stock	01/02/2014	<u>S</u> ⁽¹⁾	68,044	D	\$ <u>(4)</u> 70.74	117,032.5778	D	
Common Stock	01/02/2014	M	68,045	A	\$ 34.42	185,077.5778	D	
Common Stock	01/02/2014	<u>S</u> ⁽¹⁾	68,045	D	\$ <u>(5)</u> 70.75	117,032.5778	D	
Common Stock						340,689.6498	I	By Trust As Beneficiary
Common Stock (restricted)						264,753	D	
ESOP Common Stock						6,364.8613	I	By ESOP
Stock Unit						408,649.2596	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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option	\$ 28.1	01/02/2014		M	46,393	04/01/2010 ⁽⁶⁾	04/01/2016	Common Stock	46
Stock Option	\$ 28.1	01/02/2014		M	46,393	04/01/2010 ⁽⁶⁾	04/01/2016	Common Stock	46
Stock Option	\$ 34.42	01/02/2014		M	68,044	04/02/2008 ⁽⁷⁾	04/02/2014	Common Stock	68
Stock Option	\$ 34.42	01/02/2014		M	68,045	04/02/2008 ⁽⁷⁾	04/02/2014	Common Stock	68

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- (10) Reflects year end company match share credits under a non-qualified deferred compensation plan; share credits are payable in cash only, at such time as has been elected by the reporting person.
- (11) Option became exercisable in three equal annual installments, commencing 4/1/2009.
- (12) Option became exercisable in three equal annual installments, commencing 4/1/2011.
- (13) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (14) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (15) Option becomes exercisable in four equal annual installments, commencing 4/1/2014.

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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