

CVS HEALTH Corp
Form 4
July 16, 2015

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 *
Bisaccia Lisa

(Last) (First) (Middle)
ONE CVS DRIVE
(Street)
WOONSOCKET, RI 02895

2. Issuer Name and Ticker or Trading Symbol
CVS HEALTH Corp [CVS]

3. Date of Earliest Transaction (Month/Day/Year)
07/15/2015

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)
EVP, Chief HR Officer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	07/15/2015		S ⁽¹⁾		7,926	D	\$ 110
Common Stock	07/15/2015		M		6,884	A	\$ 54.53
Common Stock	07/15/2015		S ⁽¹⁾		6,884	D	\$ 110.01 ⁽²⁾
Common Stock	07/15/2015		M		6,884	A	\$ 54.53
Common Stock	07/15/2015		S ⁽¹⁾		6,884	D	\$ 110 ⁽³⁾

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Common Stock	07/15/2015	M	8,392	A	\$ 74.29	29,395	D	
Common Stock	07/15/2015	<u>S</u> ⁽¹⁾	8,392	D	\$ 110 <u>(3)</u>	21,003	D	
Common Stock	07/15/2015	M	7,764	A	\$ 45.07	28,767	D	
Common Stock	07/15/2015	<u>S</u> ⁽¹⁾	7,764	D	\$ 110	21,003	D	
Common Stock	07/15/2015	M	12,058	A	\$ 34.96	33,061	D	
Common Stock	07/15/2015	<u>S</u> ⁽¹⁾	12,058	D	\$ 110 <u>(3)</u>	21,003	D	
Common Stock (restricted)						27,011.0004	D	
ESOP Common Stock						558.1776	I	Direct
Stock Unit						29,599.3373	D	

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

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(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 Securities (Instr. 3 and 4)	Amount	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Number of Shares
Stock Option	\$ 54.53	07/15/2015		M	6,884	04/01/2014 ⁽⁴⁾ 04/01/2020	Common Stock	6,884	
Stock Option	\$ 54.53	07/15/2015		M	6,884	04/01/2014 ⁽⁴⁾ 04/01/2020	Common Stock	6,884	
Stock Option	\$ 74.29	07/15/2015		M	8,392	04/01/2015 ⁽⁵⁾ 04/01/2021	Common Stock	8,392	

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Stock Option	\$ 45.07	07/15/2015	M	7,764	04/02/2013 ⁽⁶⁾	04/02/2019	Common Stock	7,764
Stock Option	\$ 34.96	07/15/2015	M	12,058	04/01/2012 ⁽⁷⁾	04/01/2018	Common Stock	12,058
Phantom Stock Credits	\$ 1				⁽⁸⁾	⁽⁸⁾	Common Stock	467,100
Stock Option	\$ 102.26				04/01/2016 ⁽⁹⁾	04/01/2022	Common Stock	34,200

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bisaccia Lisa ONE CVS DRIVE WOONSOCKET, RI 02895			EVP, Chief HR Officer	

Signatures

Lisa G. Bisaccia 07/16/2015

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) All transactions were effected pursuant to a Rule 10b5-1 plan.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$110.00 and \$110.06 per share.
- (3) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$110.00 and \$110.05 per share.
- (4) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (5) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (6) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (8) Reflects year-end company-match share credits under a non-qualified deferred compensation plan; share credits are payable in cash only, as such time as has been elected by the reporting person.
- (9) Option becomes exercisable in four equal annual installments, commencing 4/1/2016.

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