CVS CAREMARK CORP

Form 4

September 04, 2007

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

Form 5 Fil 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

burden hours per response... 0.5

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Roberts Jonathan C

(First)

(Street)

2. Issuer Name **and** Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

CVS CAREMARK CORP [CVS]

(Check all applicable)

(Last)

(Middle)

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

____ Director _____ 10% Owner X__ Officer (give title _____ Other (specify

ONE CVS DRIVE

08/30/2007

below) below) SVP and CIO

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

WOONSOCKET, RI 02895-

| (City) | (State) (Z | Zip) Table | I - Non-Do | erivative Se | curitie | es Acquired, | Disposed of, or | Beneficially | Owned |
|--------------------------------------|---|---|------------|--------------|---|---------------|--|-------------------|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) | | | 3. 4. Securities Acquired (A) or TransactionDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (I) (Instr. 4) | |
| Common Stock | 08/30/2007 | | M | 54,000 | A | \$ 12.5625 | 70,105 | D | |
| Common Stock | 08/30/2007 | | M | 13,020 | A | \$ 18.3477 | 83,125 | D | |
| Common Stock | 08/30/2007 | | M | 40,000 | A | \$ 18.6563 | 123,125 | D | |
| Common Stock | 08/30/2007 | | S | 107,020 | D | \$ 37.5812 | 16,105 | D | |
| Common Stock (Restricted | (I) | | | | | | 30,194 | D | |

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ESOP

4,307 I Preference By ESOP Stock

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. Transacti Code (Instr. 8) | ransactionDerivative ode Securities | | 6. Date Exerci Expiration Dat (Month/Day/Y | te | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|---------------------------------------|-------------------------------------|--------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock Credits | \$ 0 | | | | | | <u>(1)</u> | <u>(1)</u> | Common Stock | 4,717 |
| Stock Option | \$ 14.9625 | | | | | | 01/02/2004 | 01/02/2012 | Common Stock | 34,000 |
| Stock Option | \$ 17.6675 | | | | | | 01/08/2005 | 01/08/2011 | Common Stock | 48,000 |
| Stock Option | \$ 19.2813 | | | | | | 01/03/2002 | 01/03/2012 | Common Stock | 22,000 |
| Stock Option | \$ 22.445 | | | | | | 01/05/2006 | 01/05/2012 | Common Stock | 48,000 |
| Stock Option | \$ 25 | | | | | | 03/10/2001 | 03/10/2009 | Common Stock | 14,000 |
| Stock Option | \$ 30.035 | | | | | | 04/03/2007 | 04/03/2013 | Common Stock | 64,546 |
| Stock Option | \$ 30.2625 | | | | | | 03/07/2003 | 03/07/2011 | Common Stock | 24,000 |
| Stock Option | \$ 34.42 | | | | | | 04/02/2008 | 04/02/2014 | Common Stock | 60,484 |
| Stock Option | \$ 12.5625 | 08/30/2007 | | M | | 54,000 | (2) | 01/09/2013 | Common Stock | 54,000 |

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| Stock Option | \$ 18.3477 | 08/30/2007 | M | 13,020 | (3) | 02/27/2008 | Common Stock | 13,020 |
|-----------------|------------|------------|---|--------|------------|------------|-----------------|--------|
| Stock Option | \$ 18.6563 | 08/30/2007 | M | 40,000 | <u>(4)</u> | 03/12/2008 | Common Stock | 40,000 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Roberts Jonathan C ONE CVS DRIVE

SVP and CIO

WOONSOCKET, RI 02895-

Signatures

Jonathan C Roberts 09/04/2007

**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) 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.
- (4) Option became exercisable in three annual installments, commencing 03/12/01.
- (3) Option became exercisable in three annual installments, commencing 02/27/01.
- (2) Option became exercisable in three annual installments, commencing 1/9/2005.

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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