

Finley Sara
 Form 3
 February 01, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Finley Sara | | (Month/Day/Year) | CVS CAREMARK CORP [CVS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/01/2010 | | |
| ONE CVS DRIVE | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| WOONSOCKET,Â RIÂ 02895 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | (City) | (State) | (give title below) | (specify below) |
| | | (Zip) | SVP, Gen Counsel | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 7,692 ⁽¹⁾ | D | Â |
| Common Stock (restricted) | 3,441 ⁽²⁾ | D | Â |
| Common Stock (restricted) | 7,287 ⁽³⁾ | D | Â |
| Common Stock (restricted) | 4,449 ⁽⁴⁾ | D | Â |
| Common Stock (restricted) | 21,860 ⁽⁵⁾ | D | Â |
| Common Stock (restricted) | 8,965 ⁽⁶⁾ | D | Â |
| Common Stock (restricted) | 3,644 ⁽⁷⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Stock Option | 03/22/2007 ⁽⁸⁾ | 03/01/2015 | Common Stock | 183,165 | \$ 20.23 | D | Â |
| Stock Option | 03/22/2007 ⁽⁸⁾ | 03/01/2016 | Common Stock | 131,158 | \$ 27.12 | D | Â |
| Stock Option | 04/02/2007 ⁽⁹⁾ | 04/02/2014 | Common Stock | 125,250 | \$ 34.42 | D | Â |
| Stock Option | 04/01/2009 ⁽¹⁰⁾ | 04/01/2015 | Common Stock | 51,892 | \$ 41.17 | D | Â |
| Stock Option | 04/01/2009 ⁽¹¹⁾ | 04/01/2016 | Common Stock | 53,531 | \$ 28.1 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Finley Sara ONE CVS DRIVE WOONSOCKET, RI 02895 | Â | Â | Â SVP, Gen Counsel | Â |

Signatures

Sara J. Finley 02/01/2010

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes shares acquired through the participation in the Issuer's Employee Stock Purchase Plan.
- (2) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse in three equal installments, commencing 2/18/2010.
- (3) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2012.
- (4) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2013.
- (5) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 3/22/2010.
- (6) Consists of Restricted Stock Units awarded at market price pursuant to Issuer's 1997 Incentive Compensation Plan, the receipt of which the reporting person has elected to defer.

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- (7) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2012.
- (8) 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 merger.
- (9) Option became exercisable in three equal annual installments on 4/2/2008.
- (10) Option became exercisable in three equal annual installments on 4/1/2009.
- (11) 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.