

CVS CAREMARK CORP
Form 4
February 11, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
MCLURE HOWARD A

(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)
02/07/2008

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, Caremark Pharm Serv

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 (A) or (D) Price			
Common Stock	02/07/2008		M	100,000 A \$ 17.08	100,000	D	
Common Stock	02/07/2008		S	98,500 D \$ 39	1,500	D	
Common Stock	02/07/2008		S	1,500 D \$ 39.01	0	D	
Common Stock	02/08/2008		M	11,379 A \$ 17.08	11,379	D	
Common Stock	02/08/2008		M	13,621 A \$ 20.23	25,000	D	

Edgar Filing: CVS CAREMARK CORP - Form 4

Common Stock	02/11/2008	M	225,000	A	\$ 20.23	261,379	D	
Common Stock	02/11/2008	S	13,621	D	\$ 39.6322	247,758	D	
Common Stock	02/11/2008	S	11,379	D	\$ 39.6322	236,379	D	
Common Stock	02/11/2008	S	225,000	D	\$ 40.0621 <u>(1)</u>	11,379	D	
Common Stock (Restricted)						43,831.7808	D	
Common Stock (RSU)						23,589.781	D	
Common Stock						2,512	I	By Spouse
Common Stock						3,349	I	IRA

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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 of Number of Shares
Stock Option	\$ 23.23					<u>(2)</u>	06/27/2015	Common Stock	260,450
Stock Option	\$ 27.12					<u>(2)</u>	03/01/2016	Common Stock	234,210
Stock Option	\$ 34.42					04/02/2008	04/02/2014	Common Stock	208,750
	\$ 17.08	02/07/2008		M	100,000	<u>(2)</u>	05/10/2014		100,000

Option Type	Exercise Price	Grant Date	Relationship	Quantity	Notes	Expiration Date	Underlying	Quantity
Stock Option	\$ 17.08	02/08/2008	M	11,379	(2)	05/10/2014	Common Stock	11,379
Stock Option	\$ 20.23	02/08/2008	M	13,621	(2)	03/01/2015	Common Stock	13,621
Stock Option	\$ 20.23	02/11/2008	M	225,000	(2)	03/01/2015	Common Stock	225,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCLURE HOWARD A ONE CVS DRIVE WOONSOCKET, RI 02895-			President, Caremark Pharm Serv	

Signatures

HowardAMcLure 02/11/2008

**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) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$40.00 and \$40.16 per share.
- (2) 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.

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.