

Daniels Laird
Form 4
April 04, 2012

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 *
Daniels Laird

(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)
04/02/2012

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)
SVP, Cont & Chief Acct 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock (restricted) | 04/02/2012 | | A | 4,993 (1) | \$ 45.07 | D | |
| Common Stock | 04/02/2012 | | F | 247 (2) | \$ 45.07 | D | |
| Common Stock (pep) | | | | | | D | 1,560.7893 |

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

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SEC 1474 (9-02)

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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 45.07 | 04/02/2012 | | A | 19,965 | 04/02/2013 ⁽³⁾ | 04/02/2019 | Common Stock | 19,965 |
| Stock Option | \$ 34.42 | | | | | 04/01/2008 ⁽⁴⁾ | 04/02/2014 | Common Stock | 9,451 |
| Stock Option | \$ 41.17 | | | | | 04/01/2009 ⁽⁵⁾ | 04/01/2015 | Common Stock | 10,811 |
| Stock Option | \$ 28.1 | | | | | 04/01/2010 ⁽⁶⁾ | 04/01/2016 | Common Stock | 16,060 |
| Stock Option | \$ 36.23 | | | | | 04/01/2011 ⁽⁷⁾ | 04/01/2017 | Common Stock | 34,423 |
| Stock Option | \$ 34.96 | | | | | 04/01/2012 ⁽⁸⁾ | 04/01/2018 | Common Stock | 34,833 |
| Stock Option | \$ 32.98 | | | | | 01/04/2013 ⁽⁹⁾ | 01/04/2020 | Common Stock | 15,170 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Daniels Laird
ONE CVS DRIVE
WOONSOCKET, RI 02895

SVP, Cont & Chief Acct Officer

Signatures

Laird Daniels 04/04/2012

**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) Consists of Restricted Stock Units awarded pursuant to Issuer's 2010 Incentive Compensation Plan. Restrictions lapse on 4/2/2016.
- (2) Surrender of shares in payment of withholding taxes due.
- (3) Option becomes exercisable in four equal annual installments, commencing 4/2/2013.
- (4) Option became exercisable in three equal annual installments, commencing 4/1/2008.
- (5) Option became exercisable in three equal annual installments, commencing 4/1/2009.
- (6) Option became exercisable in three equal annual installments, commencing 4/1/2010.
- (7) Option became exercisable in three equal annual installments, commencing 4/1/2011.
- (8) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (9) Option becomes exercisable in three equal annual installments, commencing 1/4/2013.

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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