

CVS CAREMARK CORP
Form 4
June 12, 2007

FORM 4

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

OMB APPROVAL

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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 *
FERDINANDI V MICHAEL

(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)
06/11/2007

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)
Senior Vice President

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	06/11/2007		M		40,100 A \$ 12.475	44,149 ⁽¹⁾	D
Common Stock	06/11/2007		M		45,000 A \$ 12.5625	89,149 ⁽¹⁾	D
Common Stock	06/11/2007		M		7,500 A \$ 14.9625	96,649 ⁽¹⁾	D
Common Stock	06/11/2007		M		40,000 A \$ 16.98	136,649 ⁽¹⁾	D
Common Stock	06/11/2007		S		132,600 D \$ 37.489	4,049 ⁽¹⁾	D

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Common Stock (PEP)	4,060 ⁽²⁾	D	
Common Stock (Restricted)	29,637	D	
Stock Unit	31,163	D	
ESOP Preference Stock	292 ⁽³⁾	I	By ESOP
Common Stock	21,288 ⁽⁴⁾	I	By Trust as Beneficiary

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Credits	\$ 0					<u>(5)</u>	<u>(5)</u>	Common Stock	2,395
Stock Option	\$ 17.6675					01/08/2005	01/08/2011	Common Stock	60,000
Stock Option	\$ 19.2813					01/03/2002	01/03/2010	Common Stock	16,000
Stock Option	\$ 22.445					01/05/2006	01/05/2012	Common Stock	60,000
Stock Option	\$ 23.5					05/10/2002	05/10/2009	Common Stock	12,780
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	16,000
Stock Option	\$ 34.42					04/02/2008	04/02/2014	Common Stock	60,484
Stock Option	\$ 12.475	06/11/2007		M	40,100	<u>(6)</u>	03/05/2013	Common Stock	40,100
Stock Option	\$ 12.5625	06/11/2007		M	45,000	<u>(7)</u>	01/09/2013	Common Stock	45,000
Stock Option	\$ 14.9625	06/11/2007		M	7,500	<u>(8)</u>	01/02/2012	Common Stock	7,500
Stock Option	\$ 16.98	06/11/2007		M	40,000	<u>(9)</u>	05/17/2012	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FERDINANDI V MICHAEL ONE CVS DRIVE WOONSOCKET, RI 02895-			Senior Vice President	

Signatures

V. Michael
Ferdinandi

06/12/2007

**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).
- (2) Includes dividend reinvestment shares.
- (9) Option became exercisable in three annual installments, commencing 3/5/06.
- (8) Option became exercisable in three annual installments, commencing 1/9/05.
- (7) Option became exercisable in three annual installments, commencing 5/17/04.
- (3) Reflects stock beneficially owned pursuant to issuer's ESOP Plan.
- (1) Includes shares acquired pursuant to issuer's Employee Stock Purchase Plan.
- (4) Includes dividend reinvestment shares acquired during the course of the year.
- (6) Option became exercisable in three annual installments, commencing 1/2/04.
- (5) 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.

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.