

CVS CAREMARK CORP

Form 4

November 18, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Brennan Troyen 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)

11/17/2013

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

EVP, Chief Medical Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/17/2013                              |                                                             | F <sup>(1)</sup>                     | 15,254 D \$ 65.62                                                       | 35,982.059                                                                                                         | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/18/2013                              |                                                             | M                                    | 35,387 A \$ 28.26                                                       | 71,369.059                                                                                                         | D                                                                       |                                                                   |
| Common<br>Stock                       | 11/18/2013                              |                                                             | S <sup>(2)</sup>                     | 35,387 D \$ 65.6068                                                     | 35,982.059                                                                                                         | D                                                                       |                                                                   |
| Common<br>Stock<br>(restricted)       |                                         |                                                             |                                      |                                                                         | 56,187                                                                                                             | D                                                                       |                                                                   |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date Exercisable<br>Expiration<br>Date                         | Title<br>Amount<br>or<br>Number<br>of Shares                        |
| Stock<br>Option                                     | \$ 28.26                                                           | 11/18/2013                              |                                                             | M                                    | 35,387                                                                                                       | 11/17/2011 <sup>(3)</sup> 11/17/2018                           | Common<br>Stock 35,387                                              |
| Stock<br>Option                                     | \$ 34.96                                                           |                                         |                                                             |                                      |                                                                                                              | 04/01/2012 <sup>(4)</sup> 04/01/2018                           | Common<br>Stock 66,987                                              |
| Stock<br>Option                                     | \$ 45.07                                                           |                                         |                                                             |                                      |                                                                                                              | 04/02/2013 <sup>(5)</sup> 04/02/2019                           | Common<br>Stock 66,540                                              |
| Stock<br>Option                                     | \$ 54.53                                                           |                                         |                                                             |                                      |                                                                                                              | 04/01/2014 <sup>(6)</sup> 04/01/2020                           | Common<br>Stock 47,207                                              |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships                    |
|-----------------------------------------------------------|----------------------------------|
|                                                           | Director 10% Owner Officer Other |
| Brennan Troyen A<br>ONE CVS DRIVE<br>WOONSOCKET, RI 02895 | EVP, Chief Medical Officer       |

## Signatures

/s/ Troyen  
Brennan 11/18/2013

                     \*\*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) Surrender of shares in payment of withholding taxes due.
- (2) All sales were effected pursuant to a Rule 10b5-1 plan.

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- (3) Option became exercisable in three equal annual installments, commencing 11/17/2011.
- (4) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (5) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (6) Option becomes exercisable in four equal annual installments, commencing 4/1/2014.

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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