

Bisaccia Lisa
 Form 3
 January 11, 2010

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 Bisaccia Lisa | | (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) |
| | | | | |
| 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 (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | SVP, Chief HR Officer | |
| (City) | (State) | (Zip) | | |

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 (restricted) | 1,969 ⁽¹⁾ | D | Â |
| Common Stock (restricted) | 1,335 ⁽²⁾ | D | Â |
| Common Stock (restricted) | 1,528 ⁽³⁾ | D | Â |
| Common Stock (restricted) | 1,083 ⁽⁴⁾ | D | Â |
| Common Stock (restricted) | 1,942 ⁽⁵⁾ | D | Â |
| Common Stock (restricted) | 1,090 ⁽⁶⁾ | D | Â |
| Common Stock (restricted) | 6,073 ⁽⁷⁾ | D | Â |
| Common Stock (restricted) | 972 ⁽⁸⁾ | 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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required to respond unless the form displays a currently valid OMB control number.

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 | | | |
| Phantom Stock Credits | Â <u>(9)</u> | Â <u>(10)</u> | Common Stock | 531.84 | \$ 0 | I | Direct |
| Share Credits | Â <u>(11)</u> | Â <u>(11)</u> | Common Stock | 1,547 | \$ <u>(11)</u> | D | Â |
| Share Credits | Â <u>(11)</u> | Â <u>(11)</u> | Common Stock | 1,535 | \$ <u>(11)</u> | D | Â |
| Share Credits | Â <u>(12)</u> | Â <u>(13)</u> | Common Stock | 1,279.502 | \$ 0 | D | Â |
| Share Credits | Â <u>(14)</u> | Â <u>(15)</u> | Common Stock | 3,319 | \$ 0 | D | Â |
| Share Credits | Â <u>(16)</u> | Â <u>(17)</u> | Common Stock | 5,932 | \$ 0 | D | Â |
| Share Credits | Â <u>(18)</u> | Â <u>(19)</u> | Common Stock | 1,279.502 | \$ 0 | D | Â |
| Share Credits | Â <u>(20)</u> | Â <u>(21)</u> | Common Stock | 3,744 | \$ 0 | D | Â |
| Stock Option | 04/03/2007 ⁽²²⁾ | 04/03/2013 | Common Stock | 11,987 | \$ 30.035 | D | Â |
| Stock Option | 09/08/2007 ⁽²³⁾ | 09/08/2014 | Common Stock | 12,381 | \$ 20.21 | D | Â |
| Stock Option | 04/02/2008 ⁽²⁴⁾ | 04/03/2014 | Common Stock | 11,341 | \$ 34.42 | D | Â |
| Stock Option | 04/01/2009 ⁽²⁵⁾ | 04/01/2015 | Common Stock | 13,838 | \$ 41.17 | D | Â |
| Stock Option | 04/01/2010 ⁽²⁶⁾ | 04/01/2016 | Common Stock | 16,060 | \$ 28.1 | D | Â |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bisaccia Lisa
ONE CVS DRIVE
WOONSOCKET, RI 02895

^ ^ ^ SVP, Chief HR Officer ^

Signatures

Lisa G. Bisaccia 01/11/2010

**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) Consists of Restricted Stock Units awarded pursuant to issuer's 1997 Incentive Compensation Plan. Restrictions lapse on 2/18/2012.
- (2) 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.
- (3) 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.
- (4) 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.
- (5) Consists of Restricted Stock Units awarded pursuant to issuer's 1997 Incentive Compensation Plan. Restrictions lapse 2/18/2012.
- (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.
- (7) Consists of Restricted Stock Units awarded pursuant to issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2012.
- (8) 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.
- (9) Reflects company match share credits under the Issuer's 401(k) plan; share credits are payable in cash only, at such time as has been elected by the Reporting Person.
- (10) Reflects company match share credits under the Issuer's 401(k) plan; share credits are payable in cash only, at such time as has been elected by the Reporting Person.
- (11) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (12) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (13) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (14) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (15) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (16) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (17) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (18) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (19) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (20) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (21) Consists of Deferred Stock Compensation payable pursuant to reporting person's election.
- (22) Option became exercisable in three equal installments on 4/3/2007.
- (23) Remaining option became exercisable in three equal installments on 9/8/2007.
- (24) Option became exercisable in three equal installments on 4/2/2008.
- (25) Option became exercisable in three equal installments on 4/1/2009.

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(26) Option becomes exercisable in three equal 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.

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