

Roberts Jonathan C  
 Form 4  
 September 05, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 \*  
 Roberts Jonathan C

2. Issuer Name and Ticker or Trading Symbol  
 CVS CAREMARK CORP [CVS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 ONE CVS DRIVE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/04/2012

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

EVP & President, Caremark

WOONSOCKET, RI 02895-

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 09/04/2012                           |  | M                              | V Amount (A) or (D) Price   | \$ 90,365.2866  | D  |   |
| Common Stock                    | 09/04/2012                           |  | S <sup>(1)</sup>               | 32,273 D  | \$ 58,092.2866  | D  |   |
| Common Stock                    | 09/04/2012                           |  | S <sup>(1)</sup>               | 32,273 D  | \$ 25,819.2866  | D  |   |
| Common Stock (restricted)       |                                      |  |                                |   | 67,228  | D  |   |
| ESOP Common                     |                                      |  |                                |   | 4,996.8036  | I  | By ESOP   |

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Stock

Stock Unit

24,699.2497 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 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 Number of Shares |
| Stock Option                               | \$ 30.035  | 09/04/2012                           |  | M                              | 64,546  | 04/03/2007 <sup>(4)</sup>                                | 04/03/2013  | Common Stock | 64                      |
| Phantom Stock Credits                      | \$ 1   |                                      |  |                                |   | <sup>(5)</sup>   | <sup>(5)</sup>  | Common Stock | 1,43                    |
| Stock Option                               | \$ 34.42   |                                      |  |                                |   | 04/02/2008 <sup>(6)</sup>                                | 04/02/2014  | Common Stock | 60                      |
| Stock Option                               | \$ 41.17   |                                      |  |                                |   | 04/01/2009 <sup>(7)</sup>                                | 04/01/2015  | Common Stock | 86                      |
| Stock Option                               | \$ 28.1  |                                      |  |                                |   | 04/01/2010 <sup>(8)</sup>                                | 04/01/2016  | Common Stock | 101                     |
| Stock Option                               | \$ 36.23   |                                      |  |                                |   | 04/01/2011 <sup>(9)</sup>                                | 04/01/2017  | Common Stock | 61                      |
| Stock Option                               | \$ 34.96   |                                      |  |                                |   | 04/01/2012 <sup>(10)</sup>                               | 04/01/2018  | Common Stock | 85                      |
| Stock Option                               | \$ 45.07   |                                      |  |                                |   | 04/02/2013 <sup>(11)</sup>                               | 04/02/2019  | Common Stock | 77                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Roberts Jonathan C  
ONE CVS DRIVE  
WOONSOCKET, RI 02895-

EVP & President, Caremark

## Signatures

Jonathan C.  
Roberts

09/05/2012

\*\*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) All sales were effected pursuant to a Rule 10b5-1 plan.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$45.46 and \$45.66 per share.
- (3) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$45.45 and \$45.63 per share.
- (4) Option became exercisable in three annual installments, commencing 4/3/2007.
- (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.
- (6) Option became exercisable in three annual installments, commencing 4/2/2008.
- (7) Option became exercisable in three annual installments, commencing 4/1/2009.
- (8) Option became exercisable in three annual installments, commencing 4/1/2010.
- (9) Option became exercisable in three annual installments, commencing 4/1/2011.
- (10) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (11) Option becomes exercisable in four equal annual installments, commencing 4/2/2013.

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