

Brennan Troyen A
 Form 4
 April 16, 2013

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 *
 Brennan Troyen A

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)
 04/15/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, Chief Medical Officer

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/15/2013		M		34,422	A	\$ 36.23
							64,483.1502
Common Stock	04/15/2013		S ⁽¹⁾		34,422	D	\$ 57.34
							30,061.1502
Common Stock	04/15/2013		M		34,423	A	\$ 36.23
							64,484.1502
Common Stock	04/15/2013		S ⁽¹⁾		34,423	D	\$ 57.22
							30,061.1502
Common Stock	04/15/2013		M		70,773	A	\$ 28.26
							100,834.1502
	04/15/2013		S ⁽¹⁾		70,773	D	
							30,061.1502

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Common Stock	\$ 57.34	
Common Stock (pep)	11,194.1502	D
Common Stock (restricted)	65,919	D

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
Stock Option	\$ 36.23	04/15/2013		M	34,422	04/01/2011 ⁽²⁾ 04/01/2017	Common Stock	34,422	
Stock Option	\$ 36.23	04/15/2013		M	34,423	04/01/2011 ⁽²⁾ 04/01/2017	Common Stock	34,423	
Stock Option	\$ 28.26	04/15/2013		M	70,773	11/17/2011 ⁽³⁾ 11/17/2018	Common Stock	70,773	
Stock Option	\$ 34.96					04/01/2012 ⁽⁴⁾ 04/01/2018	Common Stock	66,988	
Stock Option	\$ 45.07					04/02/2013 ⁽⁵⁾ 04/02/2019	Common Stock	66,548	
Stock Option	\$ 54.53					04/01/2014 ⁽⁶⁾ 04/01/2020	Common Stock	47,200	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Brennan Troyen A
ONE CVS DRIVE
WOONSOCKET, RI 02895

EVP, Chief Medical Officer

Signatures

/s/ Troyen
Brennan

04/16/2013

**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) All sales were effected pursuant to a Rule 10b5-1 plan.
- (2) Option became exercisable in three equal annual installments, commencing 4/1/2011.
- (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. 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.