

CVS HEALTH Corp

Form 4

February 17, 2017

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Roberts Jonathan C

(Last) (First) (Middle)

ONE CVS DRIVE

(Street)

WOONSOCKET, RI 02895-

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CVS HEALTH Corp [CVS]

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

02/16/2017

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 below) ____ Other (specify below)

EVP & President, CVS Caremark

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 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 | 02/16/2017 | | M | 61,196 A | \$ 36.23 | 89,955.1293 | D |
| Common Stock | 02/16/2017 | | S ⁽¹⁾ | 61,196 D | \$ 80 | 28,759.1293 | D |
| Common Stock (pep) | | | | | | 11,702.5082 | D |
| Common Stock (restricted) | | | | | | 60,753 | D |
| ESOP Common | | | | | | 5,319.994 | I By ESOP |

Edgar Filing: CVS HEALTH Corp - Form 4

Stock

Stock Unit

113,725.4939 D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Underlying Securities (Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Stock Option | \$ 36.23 | 02/16/2017 | | M | 61,196 | 04/01/2011 ⁽²⁾ 04/01/2017 | Common Stock 61 |
| Phantom Stock Credits | \$ 1 | | | | | ⁽³⁾ ⁽³⁾ | Common Stock 1,410 |
| Stock Option | \$ 34.96 | | | | | 04/01/2012 ⁽⁴⁾ 04/01/2018 | Common Stock 85 |
| Stock Option | \$ 45.07 | | | | | 04/02/2013 ⁽⁵⁾ 04/02/2019 | Common Stock 77 |
| Stock Option | \$ 54.53 | | | | | 04/01/2014 ⁽⁶⁾ 04/01/2020 | Common Stock 68 |
| Stock Option | \$ 74.29 | | | | | 04/01/2015 ⁽⁷⁾ 04/01/2021 | Common Stock 73 |
| Stock Option | \$ 45.93 | | | | | 09/04/2015 ⁽⁸⁾ 09/04/2022 | Common Stock 108 |
| Stock Option | \$ 102.26 | | | | | 04/01/2016 ⁽⁹⁾ 04/01/2022 | Common Stock 68 |
| Stock Option | \$ 104.82 | | | | | 04/01/2017 ⁽¹⁰⁾ 04/01/2023 | Common Stock 161 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: CVS HEALTH Corp - Form 4

Director 10% Owner Officer

Other

Roberts Jonathan C
ONE CVS DRIVE
WOONSOCKET, RI 02895-

EVP & President, CVS Caremark

Signatures

Jonathan C.
Roberts

02/17/2017

__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 annual installments, commencing 4/1/2011.
- (3) 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.
- (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 became exercisable in four equal annual installments, commencing 4/1/2014.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (8) Option became exercisable in three equal annual installments, commencing 9/4/2015.
- (9) Option became exercisable in four equal annual installments, commencing 4/1/2016.
- (10) Option becomes exercisable in four equal annual installments, commencing 4/1/2017.

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.