

BANKS EDWIN M
Form 4
March 16, 2012

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 *
BANKS EDWIN M

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)
03/14/2012

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

WOONSOCKET, RI 02895-
(City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	03/14/2012		M		46,856	A \$ 13.41	70,043 D
Common Stock	03/14/2012		M		46,849	A \$ 9.17	116,892 D
Common Stock	03/14/2012		S		46,856	D \$ 45.13	70,036 D
Common Stock	03/14/2012		S		46,849	D \$ 45.17	23,187 D
Common	03/15/2012		M		33,726	A \$	56,913 D

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Stock						27.12			
Common Stock	03/15/2012		M	33,739	A	\$ 20.23	90,652	D	
Common Stock	03/15/2012		S	33,726	D	\$ 45.11 (3)	56,926	D	
Common Stock	03/15/2012		S	33,739	D	\$ 45.11 (4)	23,187	D	
Common Stock							1,000	I	By Trusts

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	\$ 13.41	03/14/2012		M	46,856	(5)	01/02/2014	Common Stock	46,856
Stock Option	\$ 9.17	03/14/2012		M	46,849	(5)	02/25/2013	Common Stock	46,849
Stock Option	\$ 27.12	03/15/2012		M	33,726	(5)	03/01/2016	Common Stock	33,726
Stock Option	\$ 20.23	03/15/2012		M	33,739	(5)	03/01/2015	Common Stock	33,739
Share Credits	\$ 0					(6)	(6)	Common Stock	22,924.62

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

BANKS EDWIN M
ONE CVS DRIVE
WOONSOCKET, RI 02895-

X

Signatures

/s/ Edward M.
Banks

03/16/2012

**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) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$45.12 and \$45.16 per share.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$45.16 and \$45.19 per share.
- (3) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$45.09 and \$45.18 per share.
- (4) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$45.09 and \$45.18 per share.
- (5) Option acquired in connection with the merger of Caremark Rx, Inc. with a subsidiary of CVS Corporation and the conversion of Caremark Rx, Inc. stock option to CVS Caremark Corporation stock option. Option is 100% exercisable as of the date of the merger.
- (6) Consists of Deferred Stock Compensation payable pursuant to Reporting Person's election.

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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