

Finley Sara  
 Form 3  
 February 01, 2010

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

OMB APPROVAL

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**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 <b>and</b> Ticker or Trading Symbol	
Â Finley Sara		(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)
		02/01/2010		
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	<input type="checkbox"/> Form filed by More than One Reporting Person
	(City)	(State)	(Zip)	SVP, Gen Counsel

**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	7,692 <sup>(1)</sup>	D	Â
Common Stock (restricted)	3,441 <sup>(2)</sup>	D	Â
Common Stock (restricted)	7,287 <sup>(3)</sup>	D	Â
Common Stock (restricted)	4,449 <sup>(4)</sup>	D	Â
Common Stock (restricted)	21,860 <sup>(5)</sup>	D	Â
Common Stock (restricted)	8,965 <sup>(6)</sup>	D	Â
Common Stock (restricted)	3,644 <sup>(7)</sup>	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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**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			
Stock Option	03/22/2007 <sup>(8)</sup>	03/01/2015	Common Stock	183,165	\$ 20.23	D	Â
Stock Option	03/22/2007 <sup>(8)</sup>	03/01/2016	Common Stock	131,158	\$ 27.12	D	Â
Stock Option	04/02/2007 <sup>(9)</sup>	04/02/2014	Common Stock	125,250	\$ 34.42	D	Â
Stock Option	04/01/2009 <sup>(10)</sup>	04/01/2015	Common Stock	51,892	\$ 41.17	D	Â
Stock Option	04/01/2009 <sup>(11)</sup>	04/01/2016	Common Stock	53,531	\$ 28.1	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Finley Sara ONE CVS DRIVE WOONSOCKET, RI 02895	Â	Â	Â SVP, Gen Counsel	Â

## Signatures

Sara J. Finley 02/01/2010

\_\_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) Includes shares acquired through the participation in the Issuer's Employee Stock Purchase Plan.
- (2) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse in three equal installments, commencing 2/18/2010.
- (3) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2012.
- (4) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2013.
- (5) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 3/22/2010.
- (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.

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- (7) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2012.
- (8) 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 merger.
- (9) Option became exercisable in three equal annual installments on 4/2/2008.
- (10) Option became exercisable in three equal annual installments on 4/1/2009.
- (11) Option becomes exercisable in three equal annual 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. 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.