

Bisaccia Lisa
 Form 4
 October 03, 2012

FORM 4

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

OMB APPROVAL

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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 *
 Bisaccia Lisa

(Last) (First) (Middle)

ONE CVS DRIVE

(Street)

WOONSOCKET, RI 02895

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 10/01/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

SVP, Chief HR Officer

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 10/01/2012 | | M | 30,598 A \$ 36.23 | 33,745 | D | |
| Common Stock | 10/01/2012 | | M | 13,838 A \$ 41.17 | 47,583 | D | |
| Common Stock | 10/01/2012 | | M | 12,057 A \$ 34.96 | 59,640 | D | |
| Common Stock | 10/01/2012 | | S ⁽¹⁾ | 30,598 D \$ 48.4021 | 29,042 | D | |
| Common Stock | 10/01/2012 | | S ⁽¹⁾ | 13,838 D \$ 48.4126 | 15,204 | D | |

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| | | | | | | | | |
|---------------------------|------------|------------------|--------|---|------------|-------------|---|--------|
| Common Stock | 10/01/2012 | S ⁽¹⁾ | 12,057 | D | \$ 48.4752 | 3,147 | D | |
| Common Stock (restricted) | | | | | | 26,968.0004 | D | |
| ESOP Common Stock | | | | | | 541.7254 | I | Direct |
| Stock Unit | | | | | | 23,607.8069 | 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 Number Shares |
| Stock Option | \$ 36.23 | 10/01/2012 | | M | 30,598 | 04/01/2011 ⁽²⁾ | 04/01/2017 | Common Stock | 30,598 |
| Stock Option | \$ 41.17 | 10/01/2012 | | M | 13,838 | 04/01/2009 ⁽³⁾ | 04/01/2015 | Common Stock | 13,838 |
| Stock Option | \$ 34.96 | 10/01/2012 | | M | 12,057 | 04/01/2012 ⁽⁴⁾ | 04/01/2018 | Common Stock | 12,057 |
| Phantom Stock Credits | \$ 1 | | | | | ⁽⁵⁾ | ⁽⁵⁾ | Common Stock | 473.7 |
| Stock Option | \$ 45.07 | | | | | 04/02/2013 ⁽⁶⁾ | 04/02/2019 | Common Stock | 31,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bisaccia Lisa
ONE CVS DRIVE
WOONSOCKET, RI 02895

SVP, Chief HR Officer

Signatures

Lisa G. Bisaccia 10/02/2012

**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 transactions 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 4/1/2009.
- (4) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (5) Reflects year-end company-match share credits under a non-qualified deferred compensation plan; share credits are payable in cash only, as such time as has been elected by the reporting person.
- (6) Option becomes exercisable in four equal annual installments, commencing 4/2/2013.

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.