

CVS CAREMARK CORP
Form 4
August 16, 2007

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 *
RYAN THOMAS M

(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)
08/14/2007

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)
CEO & President

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	08/14/2007		M		290,059	A	\$ 18.3477
Common Stock	08/14/2007		S		58,700	D	\$ 37.5
Common Stock	08/14/2007		S		48,501	D	\$ 37.51
Common Stock	08/14/2007		S		21,410	D	\$ 37.52
Common Stock	08/14/2007		S		21,400	D	\$ 37.53

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Common Stock	08/14/2007	S	66,911	D	\$ 37.54	525,610 ⁽¹⁾	D	
Common Stock	08/14/2007	S	46,337	D	\$ 37.55	479,273 ⁽¹⁾	D	
Common Stock	08/14/2007	S	20,100	D	\$ 37.56	459,173 ⁽¹⁾	D	
Common Stock	08/14/2007	S	1,000	D	\$ 37.565	458,173 ⁽¹⁾	D	
Common Stock	08/14/2007	S	5,700	D	\$ 37.57	452,473 ⁽¹⁾	D	
Common Stock	08/15/2007	M	101,261	A	\$ 18.3477	553,734 ⁽¹⁾	D	
Common Stock	08/15/2007	S	43,400	D	\$ 37.5	510,334 ⁽¹⁾	D	
Common Stock	08/15/2007	S	27,561	D	\$ 37.51	482,773 ⁽¹⁾	D	
Common Stock	08/15/2007	S	8,500	D	\$ 37.52	474,273 ⁽¹⁾	D	
Common Stock	08/15/2007	S	2,500	D	\$ 37.53	471,773 ⁽¹⁾	D	
Common Stock	08/15/2007	S	2,900	D	\$ 37.54	468,873 ⁽¹⁾	D	
Common Stock	08/15/2007	S	300	D	\$ 37.56	468,573 ⁽¹⁾	D	
Common Stock	08/15/2007	S	15,100	D	\$ 37.57	453,473 ⁽¹⁾	D	
Common Stock	08/15/2007	S	900	D	\$ 37.58	452,573 ⁽¹⁾	D	
Common Stock	08/15/2007	S	100	D	\$ 37.59	452,473 ⁽¹⁾	D	
Common Stock (Restricted)						974,389	D	
Stock Unit						268,192	D	
ESOP Preference Stock						1,636 ⁽²⁾	I	By ESOP
Common Stock						24,800	I	By Foundation
Common Stock						975,571 ⁽³⁾	I	By Trust as beneficiary

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

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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
Phantom Stock Credits	\$ 0					(4)	(4)	Common Stock	7,07
Stock Option	\$ 12.5625					01/09/2005	01/09/2013	Common Stock	900,0
Stock Option	\$ 14.9625					01/02/2003	01/02/2012	Common Stock	1,012,
Stock Option	\$ 17.6675					01/08/2005	01/08/2011	Common Stock	400,0
Stock Option	\$ 18.6563					03/12/2001	03/12/2008	Common Stock	1,200,
Stock Option	\$ 19.2813					01/03/2002	01/03/2010	Common Stock	400,0
Stock Option	\$ 22.445					01/05/2006	01/05/2012	Common Stock	400,0
Stock Option	\$ 25					03/10/2001	03/10/2009	Common Stock	300,0
Stock Option	\$ 30.035					04/03/2007	04/03/2013	Common Stock	491,7
Stock Option	\$ 30.2625					03/07/2003	03/07/2011	Common Stock	500,0
Stock Option	\$ 34.42					04/02/2008	04/02/2014	Common Stock	403,2
Stock Option	\$ 18.3477	08/14/2007		M	290,059	(5)	02/27/2008	Common Stock	290,0
Stock Option	\$ 18.3477	08/15/2007		M	101,261	(5)	02/27/2008	Common Stock	101,2

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN THOMAS M ONE CVS DRIVE WOONSOCKET, RI 02895-	X		CEO & President	

Signatures

Thomas M Ryan 08/15/2007

__Signature of Date
Reporting Person

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).
- (4) 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.
- (2) Reflects stock beneficially owned pursuant to issuer's ESOP Plan.
- (3) Includes dividend reinvestment shares acquired during the course of the year.
- (5) Option became exercisable in three annual installments, commencing 02/27/01.
- (1) Includes shares acquired pursuant to issuer's Employee Stock Purchase Plan.

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