

Foulkes Helena
 Form 4
 April 04, 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 *
 Foulkes Helena

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)

3. Date of Earliest Transaction (Month/Day/Year)
 04/02/2012

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

Executive Vice President

ONE CVS DRIVE

(Street)

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

WOONSOCKET, RI 02895-

(City) (State) (Zip)

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 or (D) Price			
Common Stock (restricted)	04/02/2012		A	9,985 (1) \$ 45.07	30,358	D	
Common Stock	04/02/2012		F	2,551 (2) \$ 45.07	11,290.077	D	
Common Stock (pep)					4,352.2477	D	
ESOP Common Stock					3,824.1204	I	By ESOP
Stock Unit					9,502.2082	D	

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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	\$ 45.07	04/02/2012		A	39,929	04/02/2013 ⁽³⁾	04/02/2019	Common Stock	39,929
Stock Option	\$ 34.42					04/02/2008 ⁽⁴⁾	04/02/2014	Common Stock	23,438
Stock Option	\$ 41.17					04/01/2009 ⁽⁵⁾	04/01/2015	Common Stock	47,568
Stock Option	\$ 28.1					04/01/2010 ⁽⁶⁾	04/01/2016	Common Stock	64,238
Stock Option	\$ 36.23					04/01/2011 ⁽⁷⁾	04/01/2017	Common Stock	53,548
Stock Option	\$ 34.96					04/01/2012 ⁽⁸⁾	04/01/2018	Common Stock	48,238
Stock Option	\$ 34.96					04/01/2014 ⁽⁹⁾	04/01/2021	Common Stock	42,918

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Foulkes Helena ONE CVS DRIVE WOONSOCKET, RI 02895-			Executive Vice President	

Signatures

Helena Foulkes

04/03/2012

**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) Consists of Restricted Stock Units awarded pursuant to Issuer's 2010 Incentive Compensation Plan. Restrictions lapse 50% on 4/2/2015 and 50% on 4/2/2017.
 - (2) Surrender of shares in payment of withholding taxes due.
 - (3) Option becomes exercisable in four equal annual installments, commencing 4/2/2013.
 - (4) Option became exercisable in three equal annual installments, commencing 4/2/2008.
 - (5) Option became exercisable in three equal annual installments, commencing 4/1/2009.
 - (6) Option became exercisable in three equal annual installments, commencing 4/1/2010.
 - (7) Option became exercisable in three equal annual installments, commencing 4/1/2011.
 - (8) Option became exercisable in four equal annual installments, commencing 4/1/2012.
 - (9) Option becomes exercisable in three equal annual installments, commencing 4/1/2014.

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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