

CVS CAREMARK CORP
Form 4
January 03, 2014

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 *
Lofberg Per GH

(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)
01/02/2014

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)
EVP and President, Caremark

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 | 01/02/2014 | | M | | 401,706 | A | \$ 32.98 |
| Common Stock | 01/02/2014 | | S ⁽¹⁾ | | 401,706 | D | \$ 70.58 <u>(2)</u> |
| Common Stock | 01/03/2014 | | M | | 234,066 | A | \$ 34.96 |
| Common Stock | 01/03/2014 | | S ⁽¹⁾ | | 234,066 | D | \$ 70.47 <u>(3)</u> |
| | 01/03/2014 | | M | | 101,992 | A | 148,392 |

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| | | | | | | | | |
|--------------|------------|------------------|---------|---|-----------------|--------------|---|-------------------------------------|
| Common Stock | | | | | \$ 36.23 | | | |
| Common Stock | 01/03/2014 | S ⁽¹⁾ | 101,992 | D | \$ 70.47 (4) | 46,400 | D | |
| Common Stock | 01/03/2014 | M | 53,124 | A | \$ 32.98 | 99,524 | D | |
| Common Stock | 01/03/2014 | S ⁽¹⁾ | 53,124 | D | \$ 70.61 (5) | 46,400 | D | |
| Common Stock | | | | | | 162,000 | I | By Lofberg Family Partnership, L.P. |
| Common Stock | | | | | | 14,400 | I | By Trusts |
| Stock Unit | | | | | | 219,870.5883 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 Underlying (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Stock Option | \$ 32.98 | 01/02/2014 | | M | 401,706 | 12/31/2012 ⁽⁶⁾ | 01/03/2020 | Common Stock |
| Stock Option | \$ 70.4 | 01/02/2014 | | A | 112,181 | 12/31/2014 ⁽⁷⁾ | 01/02/2021 | Common Stock |
| Stock Option | \$ 34.96 | 01/03/2014 | | M | 234,066 | 12/31/2012 ⁽⁸⁾ | 04/01/2018 | Common Stock |
| Stock Option | \$ 36.23 | 01/03/2014 | | M | 101,992 | 04/01/2011 ⁽⁹⁾ | 04/01/2017 | Common Stock |
| | \$ 32.98 | 01/03/2014 | | M | 53,124 | 12/31/2012 ⁽⁶⁾ | 01/03/2020 | |

Stock
Option

Common
Stock

Stock \$ 45.07
Option

12/31/2013⁽¹⁰⁾ 12/31/2019

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Lofberg Per GH ONE CVS DRIVE WOONSOCKET, RI 02895 | | | EVP and President, Caremark | |

Signatures

Per G.H. 01/03/2014
Lofberg

 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).
- (1) All sales were effected pursuant to a Rule 10b5-1 plan.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$70.19 and \$70.97 per share.
- (3) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$70.26 and \$70.71 per share.
- (4) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$70.26 and \$70.71 per share.
- (5) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$70.43 and \$70.75 per share.
- (6) Option became exercisable on 12/31/2012.
- (7) Option becomes exercisable on December 31, 2014.
- (8) Option became exercisable on 12/31/2012.
- (9) The Option becomes exercisable in three equal installments on April 1, 2011, April 1, 2012 and April 1, 2013, provided, however, that if the reporting person remains employed through December 31, 2012, then the option shall become exercisable in full as of December 31, 2012, and shall remain exercisable for one year following the reporting person's last date of employment with the Company.
- (10) Option became exercisable on December 31, 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.