

Roberts Jonathan C
 Form 4
 April 03, 2019

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 *
 Roberts Jonathan C

2. Issuer Name and Ticker or Trading Symbol
 CVS HEALTH Corp [CVS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 ONE CVS DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/01/2019

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP & Chief Operating Officer

WOONSOCKET, RI 02895-
 (City) (State) (Zip)

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

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)
				(A) or (D) Price			
Common Stock					33,763.6311	D	
Common Stock (restricted)					41,246	D	
ESOP Common Stock					5,539.3619	I	By ESOP
Stock Unit					224,809.4985	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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Stock Option	\$ 54.19	04/01/2019		A	303,010	04/01/2020 ⁽¹⁾	04/01/2029	Common Stock	303,010
Phantom Stock Credits	\$ 1					⁽²⁾	⁽²⁾	Common Stock	1,428,571
Stock Option	\$ 54.53					04/01/2014 ⁽³⁾	04/01/2020	Common Stock	68,571
Stock Option	\$ 74.29					04/01/2015 ⁽⁴⁾	04/01/2021	Common Stock	73,571
Stock Option	\$ 45.93					09/04/2015 ⁽⁵⁾	09/04/2022	Common Stock	103,571
Stock Option	\$ 102.26					04/01/2016 ⁽⁶⁾	04/01/2022	Common Stock	68,571
Stock Option	\$ 104.82					04/01/2017 ⁽⁷⁾	04/01/2023	Common Stock	16,429
Stock Option	\$ 78.05					04/03/2018 ⁽⁸⁾	04/03/2024	Common Stock	200,000
Stock Option	\$ 62.21					04/01/2019 ⁽⁹⁾	04/01/2025	Common Stock	240,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roberts Jonathan C ONE CVS DRIVE WOONSOCKET, RI 02895-			EVP & Chief Operating Officer	

Signatures

Jonathan C.
Roberts

04/03/2019

__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) Option becomes exercisable in four equal annual installments, commencing 4/1/2020.
- (2) 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.
- (3) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (4) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (5) Option became exercisable in three equal annual installments, commencing 9/4/2015.
- (6) Option became exercisable in four equal annual installments, commencing 4/1/2016.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2017.
- (8) Option became exercisable in four equal annual installments, commencing 4/3/2018.
- (9) Option became exercisable in four equal annual installments, commencing 4/1/2019.

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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