

Roberts Jonathan C
Form 4
June 19, 2009

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 CAREMARK 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)
06/17/2009

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Executive Vice President

WOONSOCKET, RI 02895-

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 06/08/2009 | | G | V 3,375 D \$ 30.52 | 21,849.0839 | D | |
| Common Stock | 06/17/2009 | | M | 34,000 A \$ 14.9625 | 55,849.0839 | D | |
| Common Stock | 06/17/2009 | | M | 22,000 A \$ 19.2813 | 77,849.0839 | D | |
| Common Stock | 06/17/2009 | | M | 48,000 A \$ 17.6675 | 125,849.0839 | D | |
| Common Stock | 06/17/2009 | | S | 104,000 D \$ 31.0647 | 21,849.0839 | D | |

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| | | | |
|---------------------------------|-----------|---|---------|
| Common Stock (restricted) | 50,723 | D | |
| ESOP Common Stock | 4,889.841 | I | By ESOP |
| Stock Unit | 6,337 | D | |

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

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SEC 1474
(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 Underlying Securities (Instr. 3 and 4) | | |
|---|--|---|---|--------------------------------------|--|--|--|-----------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Stock Option | \$ 14.9625 | 06/17/2009 | | M | 34,000 | 01/02/2004 ⁽¹⁾ | 01/02/2012 | Common Stock | 34,000 |
| Stock Option | \$ 19.2813 | 06/17/2009 | | M | 22,000 | 01/03/2002 ⁽²⁾ | 01/03/2012 | Common Stock | 22,000 |
| Stock Option | \$ 17.6675 | 06/17/2009 | | M | 48,000 | 01/08/2005 ⁽³⁾ | 01/08/2011 | Common Stock | 48,000 |
| Stock Option | \$ 28.1 | | | | | 04/01/2010 ⁽⁴⁾ | 04/01/2016 | Common Stock | 101,700 |
| Stock Option | \$ 41.17 | | | | | 04/01/2009 ⁽⁵⁾ | 04/01/2015 | Common Stock | 86,400 |
| Stock Option | \$ 34.42 | | | | | 04/02/2008 ⁽⁶⁾ | 04/02/2014 | Common Stock | 60,400 |
| Stock Option | \$ 30.035 | | | | | 04/03/2007 ⁽⁷⁾ | 04/03/2013 | Common Stock | 64,500 |
| Stock Option | \$ 22.445 | | | | | 01/05/2006 ⁽⁸⁾ | 01/05/2012 | Common Stock | 48,000 |
| Stock Option | \$ 30.2625 | | | | | 03/07/2003 ⁽⁹⁾ | 03/07/2011 | Common Stock | 24,000 |

| | | | | | | |
|-----------------------|-------|--|----------------------------|-------------|--------------|------|
| Stock Option | \$ 25 | | 03/10/2001 ⁽¹⁰⁾ | 03/10/2009 | Common Stock | 14,0 |
| Phantom Stock Credits | \$ 1 | | <u>(11)</u> | <u>(11)</u> | Common Stock | 1,4 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Roberts Jonathan C ONE CVS DRIVE WOONSOCKET, RI 02895- | | | Executive Vice President | |

Signatures

Jonathan C. Roberts 06/18/2009

 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 became exercisable in three annual installments, commencing 1/2/2004.
- (2) Option became exercisable in three annual installments, commencing 1/3/2002.
- (3) Option became exercisable in three annual installments, commencing 1/8/2005.
- (4) Option becomes exercisable in three equal installments, commencing 4/1/2010.
- (5) Option becomes exercisable in three equal annual installments, commencing 4/1/2009.
- (6) Option becomes exercisable in three annual installments, commencing 4/2/2008.
- (7) Option becomes exercisable in three annual installments, commencing 4/3/2007.
- (8) Option becomes exercisable in three annual installments, commencing 1/5/2006.
- (9) Option became exercisable in three annual installments, commencing 3/7/2003.
- (10) Option became exercisable in three annual installments, commencing 3/10/2001.
- (11) 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.

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.