

CVS HEALTH Corp
Form 4
March 13, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Denton David M

(Last) (First) (Middle)

ONE CVS DRIVE

(Street)

WOONSOCKET, RI 02895-

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CVS HEALTH Corp [CVS]

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

03/10/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	03/10/2017		M	95,618 A	\$ 36.23 250,334.8314	D	
Common Stock	03/10/2017		S ⁽¹⁾	95,618 D	\$ 80.68 154,716.8314	D	
Common Stock (restricted)					158,980	D	
ESOP Common Stock					1,688.7488	I	By ESOP

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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	\$ 36.23	03/10/2017		M	95,618	04/01/2011 ⁽³⁾ 04/01/2017	Common Stock 95,618
Stock Option	\$ 40.28					03/05/2011 ⁽⁴⁾ 03/05/2018	Common Stock 12,400
Stock Option	\$ 34.96					04/01/2012 ⁽⁵⁾ 04/01/2018	Common Stock 107,100
Stock Option	\$ 45.07					04/02/2013 ⁽⁶⁾ 04/02/2019	Common Stock 110,900
Stock Option	\$ 54.53					04/01/2014 ⁽⁷⁾ 04/01/2020	Common Stock 108,100
Stock Option	\$ 74.29					04/01/2015 ⁽⁸⁾ 04/01/2021	Common Stock 62,900
Stock Option	\$ 102.26					04/01/2016 ⁽⁹⁾ 04/01/2022	Common Stock 59,900
Stock Option	\$ 104.82					04/01/2017 ⁽¹⁰⁾ 04/01/2023	Common Stock 71,600

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Denton David M ONE CVS DRIVE WOONSOCKET, RI 02895-	EVP and CFO

Signatures

/s/ David M.
Denton

03/13/2017

__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) 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 \$80.40 and \$81.00 per share.
- (3) Option became exercisable in three equal annual installments, commencing 4/1/2011.
- (4) Option became exercisable in three equal annual installments, commencing 3/5/2011.
- (5) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (6) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (8) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (9) Option became exercisable in four equal annual installments, commencing 4/1/2016.
- (10) Option becomes exercisable in four equal annual installments, commencing 4/1/2017.

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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