

SGARRO DOUGLAS A  
Form 4  
March 15, 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 \*  
SGARRO DOUGLAS A

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)  
03/13/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP and CLO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/13/2012		M		147,531	A	\$ 30.035
Common Stock	03/13/2012		M		102,469	A	\$ 28.1
Common Stock	03/13/2012		S <sup>(1)</sup>		147,531	D	\$ 44.9292
Common Stock	03/13/2012		S <sup>(1)</sup>		102,469	D	\$ 44.9292
	03/14/2012		M		26,003	A	\$ 28.1

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Common Stock									
Common Stock	03/14/2012		M	44,621	A	\$ 36.23	269,066.1895	D	
Common Stock	03/14/2012		M	136,089	A	\$ 34.42	405,155.1895	D	
Common Stock	03/14/2012		<u>S<sup>(1)</sup></u>	26,003	D	\$ <u>45.0588</u> <sup>(4)</sup>	379,152.1895	D	
Common Stock	03/14/2012		<u>S<sup>(1)</sup></u>	44,621	D	\$ <u>45.0588</u> <sup>(5)</sup>	334,531.1895	D	
Common Stock	03/14/2012		<u>S<sup>(1)</sup></u>	136,089	D	\$ <u>45.0588</u> <sup>(6)</sup>	198,442.1895	D	
Common Stock	03/14/2012		<u>S<sup>(1)</sup></u>	43,287	D	\$ <u>45.0631</u> <sup>(7)</sup>	155,155.1895	D	
Common Stock	03/15/2012		<u>S<sup>(1)</sup></u>	154,941	D	\$ <u>44.9733</u> <sup>(8)</sup>	214.1895	D	
Common Stock (restricted)							99,389	D	
ESOP Common Stock							2,211.8523	I	By ESOP
Stock Unit							14,681	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	Title



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Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$44.99 and \$45.22 per share.

- (7) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$44.99 and \$45.22 per share.
- (8) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$44.81 and \$45.16 per share.
- (9) Option became exercisable in three equal annual installments, commencing 4/3/2007.
- (10) Option became exercisable in three equal annual installments, commencing 4/1/2010.
- (11) Option became exercisable in three equal annual installments, commencing 4/1/2011.
- (12) Option became exercisable in three equal annual installments, commencing 4/2/2008.
- (13) Option became exercisable in three equal annual installments, commencing 4/1/2009.
- (14) Option becomes exercisable in four equal annual installments, commencing 4/1/2012.

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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