

Foulkes Helena  
Form 4  
June 22, 2012

**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 \*  
Foulkes Helena

(Last) (First) (Middle)  
ONE CVS DRIVE  
(Street)  
WOONSOCKET, RI 02895-

2. Issuer Name and Ticker or Trading Symbol  
CVS CAREMARK CORP [CVS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/21/2012

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)  
Executive Vice President

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)
Common Stock	06/21/2012		S <sup>(1)</sup>	V D	5,749 \$ 46.03 <sup>(2)</sup>	D	
Common Stock	06/21/2012		M	A	23,438 \$ 34.42	D	
Common Stock	06/21/2012		M	A	64,237 \$ 28.1	D	
Common Stock	06/21/2012		S <sup>(1)</sup>	D	23,438 \$ 45.9704 <sup>(3)</sup>	D	
Common Stock	06/21/2012		S <sup>(1)</sup>	D	64,237 \$ 45.9704	D	

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(4)

Common Stock (pep)	4,352.2477	D	
Common Stock (restricted)	30,358	D	
ESOP Common Stock	3,824.1204	I	By ESOP
Stock Unit	9,502.2082	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 Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 34.42	06/21/2012		M	23,438	04/02/2008 <sup>(5)</sup> 04/02/2014	Common Stock 23,438
Stock Option	\$ 28.1	06/21/2012		M	64,237	04/01/2010 <sup>(6)</sup> 04/01/2016	Common Stock 64,237
Stock Option	\$ 41.17					04/01/2009 <sup>(7)</sup> 04/01/2015	Common Stock 47,560
Stock Option	\$ 36.23					04/01/2011 <sup>(8)</sup> 04/01/2017	Common Stock 53,540
Stock Option	\$ 34.96					04/01/2012 <sup>(9)</sup> 04/01/2018	Common Stock 48,230
Stock Option	\$ 45.07					04/02/2013 <sup>(10)</sup> 04/02/2019	Common Stock 39,920
Stock Option	\$ 34.96					04/01/2014 <sup>(11)</sup> 04/01/2021	Common Stock 42,910

