

Bisaccia Lisa
 Form 4
 February 23, 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 *
 Bisaccia Lisa

(Last) (First) (Middle)

ONE CVS DRIVE

(Street)

WOONSOCKET, RI 02895

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 02/22/2012

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)

SVP, Chief HR Officer

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/22/2012		M	11,987 A \$ 30.035	15,577	D	
Common Stock	02/22/2012		S	11,987 D \$ 43.67 (1)	3,590	D	
Common Stock	02/22/2012		M	10,706 A \$ 28.1	14,296	D	
Common Stock	02/22/2012		S	10,706 D \$ 43.67 (2)	3,590	D	
Common Stock (restricted)					26,247.0004	D	

ESOP Common Stock	541.7254	I	Direct
Stock Unit	22,568.0016	D	

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

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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 Number of Shares
Stock Option	\$ 30.035	02/22/2012		M	11,987	04/03/2007 ⁽³⁾ 04/03/2013	Common Stock	11,987	
Stock Option	\$ 28.1	02/22/2012		M	10,706	04/01/2010 ⁽⁴⁾ 04/01/2016	Common Stock	10,706	
Phantom Stock Credits	\$ 1					⁽⁵⁾ ⁽⁵⁾	Common Stock	473,700	
Stock Option	\$ 20.21					09/08/2007 ⁽⁶⁾ 09/08/2014	Common Stock	0	
Stock Option	\$ 34.42					04/02/2008 ⁽⁷⁾ 04/03/2014	Common Stock	11,300	
Stock Option	\$ 41.17					04/01/2009 ⁽⁸⁾ 04/01/2015	Common Stock	13,800	
Stock Option	\$ 36.23					04/01/2011 ⁽⁹⁾ 04/01/2017	Common Stock	45,800	
Stock Option	\$ 34.96					04/01/2012 ⁽¹⁰⁾ 04/01/2018	Common Stock	48,200	

Reporting Owners

Reporting Owner Name / Address Relationships

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Director 10% Owner Officer Other

Bisaccia Lisa
ONE CVS DRIVE
WOONSOCKET, RI 02895

SVP, Chief HR Officer

Signatures

Lisa G. Bisaccia 02/23/2012

**Signature of Date
Reporting Person

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) Represents weighted average sale price for this trading day. Multiple sales ere executed, with sales prices ranging between \$43.66 and \$43.69 per share.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$43.66 and \$43.69 per share.
- (3) Option became exercisable in three equal annual installments, commencing 4/3/2007.
- (4) Option became exercisable in three equal annual installments, commencing 4/1/2010.
- (5) Reflects year-end company-match share credits under a non-qualified deferred compensation plan; share credits are payable in cash only, as such time as has been elected by the reporting person.
- (6) Remaining option became exercisable in three equal installments on 9/8/2007.
- (7) Option became exercisable in three equal annual installments, commencing 4/2/2008
- (8) Option became exercisable in three equal annual installments, commencing 4/1/2009.
- (9) Option became exercisable in three equal annual installments, commencing 4/1/2011.
- (10) 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. 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.