

BODINE CHRIS W
Form 4
April 04, 2007

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 *
BODINE CHRIS W

(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)
04/02/2007

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 | | | | (A) or (D) | 2,323 ⁽¹⁾ | D | |
| Common Stock (Restricted) | 04/02/2007 | | A | 13,174 ⁽²⁾ | A \$ 0 89,388 | D | |
| Stock Unit | | | | | 49,110 | D | |
| ESOP Preference Stock | | | | | 1,313 ⁽³⁾ | I | By ESOP |
| Common Stock | | | | | 184,964 ⁽⁴⁾ | I | By Trust as Beneficiary |

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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 Expiration Date | Title Amount Number of Shares |
| Phantom Stock Credits | \$ 0 | | | | | (5) (5) | Common Stock 4,3 |
| Stock Option | \$ 12.5625 | | | | | 01/09/2005 01/09/2013 | Common Stock 80,0 |
| Stock Option | \$ 14.9625 | | | | | 01/02/2003 01/02/2012 | Common Stock 90,0 |
| Stock Option | \$ 17.6675 | | | | | 01/08/2005 01/08/2011 | Common Stock 100, |
| Stock Option | \$ 18.3477 | | | | | 02/27/2001 02/26/2008 | Common Stock 17,4 |
| Stock Option | \$ 19.2813 | | | | | 01/03/2002 01/03/2010 | Common Stock 50,0 |
| Stock Option | \$ 22.445 | | | | | 01/05/2006 01/05/2012 | Common Stock 100, |
| Stock Option | \$ 25 | | | | | 03/10/2001 03/10/2009 | Common Stock 30,0 |
| Stock Option | \$ 30.035 | | | | | 04/03/2007 04/03/2013 | Common Stock 161, |
| Stock Option | \$ 30.2625 | | | | | 03/07/2003 03/07/2011 | Common Stock 70,0 |
| Stock Option | \$ 34.42 | 04/02/2007 | | A | 136,089 | 04/02/2008 ⁽⁶⁾ 04/02/2014 | Common Stock 136, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BODINE CHRIS W ONE CVS DRIVE WOONSOCKET, RI 02895- | | | Executive Vice President | |

Signatures

Chris W Bodine 04/04/2007

__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) Includes shares acquired pursuant to issuer's Employee Stock Purchase Plan.
- (4) Includes dividend reinvestment shares acquired during the course of the year.
- (3) Reflects stock beneficially owned pursuant to issuer's ESOP Plan.
- (6) Option becomes exercisable in three equal annual installments, commencing 4/2/2008.
- (2) Consists of Restricted Stock Units awarded pursuant to issuer's 1997 Incentive Compensation Plan. Restrictions lapse in two equal installments on 4/2/2010 and 4/2/2012.
- (5) 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.