

Joyner J. David  
Form 3  
March 18, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Joyner J. David                         |         | (Month/Day/Year)                     | CVS CAREMARK CORP [CVS]  |  |
| (Last)                                    | (First) | (Middle)                             | 03/09/2011   |  |
| ONE CVS DRIVE                             |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| WOONSOCKET, Â RI Â 02895                  |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | EVP, Sales & Account Services  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 12,094  | D  | Â   |
| Common Stock (restricted)       | 4,141 <sup>(1)</sup>                                  | D  | Â   |
| Common Stock (restricted)       | 6,451 <sup>(2)</sup>                                  | D  | Â   |
| Common Stock (restricted)       | 2,973 <sup>(3)</sup>                                  | D  | Â   |
| Common Stock (restricted)       | 6,680 <sup>(4)</sup>                                  | D  | Â   |
| Common Stock (restricted)       | 17,794 <sup>(5)</sup>                                 | D  | Â   |
| Common Stock (restricted)       | 1,326 <sup>(6)</sup>                                  | D  | Â   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|-----------------|--|----------------------------|--|--|--|
|   | Date Exercisable  | Expiration Date | Title  | Amount or Number of Shares |  |  |  |
| Stock Option                                  | 04/02/2008 <sup>(7)</sup>                                   | 04/02/2014      | Common Stock   | 125,250                    | \$ 34.42   | D  | Â  |
| Stock Option                                  | 04/01/2009 <sup>(8)</sup>                                   | 04/01/2015      | Common Stock   | 95,135                     | \$ 41.17   | D  | Â  |
| Stock Option                                  | 04/01/2010 <sup>(9)</sup>                                   | 04/01/2016      | Common Stock   | 77,619                     | \$ 28.1  | D  | Â  |
| Stock Option                                  | 04/01/2011 <sup>(10)</sup>                                  | 04/01/2017      | Common Stock   | 45,897                     | \$ 36.23   | D  | Â  |
| Stock Option                                  | 03/22/2007 <sup>(11)</sup>                                  | 03/01/2015      | Common Stock   | 93,903                     | \$ 20.23   | D  | Â  |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| Joyner J. David<br>ONE CVS DRIVE<br>WOONSOCKET, RI 02895 | Â             | Â         | Â EVP, Sales & Account Services | Â     |

## Signatures

/s/ J. David  
Joyner

03/16/2011

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2014.
- (2) Consists of remaining Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2013.
- (3) Consists of remaining Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse in two equal installments on 2/17/2012 and 2/17/2013.
- (4) Consists of Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2012.
- (5) Consists of remaining Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 4/1/2014.

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- (6) Consists of remaining Restricted Stock Units awarded pursuant to Issuer's 1997 Incentive Compensation Plan. Restrictions lapse 2/18/2012.
- (7) Option became exercisable in three equal annual installments on 4/2/2008.
- (8) Option became exercisable in three equal annual installments on 4/1/2009.
- (9) Option became exercisable in three equal annual installments on 4/1/2010.
- (10) Option becomes exercisable in three equal annual installments, commencing 4/1/2011.
- (11) Option acquired in connection with the merger of Caremark Rx, Inc. with a subsidiary of CVS Corporation and the conversion of Caremark Rx, Inc. stock option to CVS Caremark Corporation stock option. Option is 100% exercisable as of the date of the merger.

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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