

CVS HEALTH Corp
Form 4
April 05, 2016

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sussman Andrew

(Last) (First) (Middle)

ONE CVS DRIVE

(Street)

WOONSOCKET, RI 02895

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CVS HEALTH Corp [CVS]

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

04/01/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

EVP & Pres, CVS MinuteClinic

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	04/01/2016		S ⁽¹⁾	2,844 D	\$ 105 11,041	D	
Common Stock	04/01/2016		F	1,319 (2) D	\$ 104.82 12,473	D	
Common Stock (restricted)	04/01/2016		A	3,100 (3) A	\$ 104.82 17,313	D	
Stock Unit					8,114.8918	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	\$ 104.82	04/01/2016		A		23,301		04/01/2017 ⁽⁴⁾	04/01/2023	Common Stock	23,301
Stock Option	\$ 45.07							04/02/2012 ⁽⁵⁾	04/02/2019	Common Stock	6,655
Stock Option	\$ 36.96							09/01/2012 ⁽⁶⁾	09/01/2019	Common Stock	0
Stock Option	\$ 54.53							04/01/2014 ⁽⁷⁾	04/01/2020	Common Stock	11,802
Stock Option	\$ 74.29							04/01/2015 ⁽⁸⁾	04/01/2021	Common Stock	29,373
Stock Option	\$ 102.26							04/01/2016 ⁽⁹⁾	04/01/2022	Common Stock	23,968

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Sussman Andrew
ONE CVS DRIVE
WOONSOCKET, RI 02895

EVP & Pres, CVS MinuteClinic

Signatures

/s/ Andrew
Sussman 04/05/2016

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) Sales were effected pursuant to a Rule 10b5-1 plan.
- (2) Surrender of shares in payment of withholding taxes due upon the vesting of a restricted stock unit award.
- (3) Consists of restricted stock units awarded pursuant to Issuer's 2010 Incentive Compensation Plan. Restrictions lapse 50% on 4/1/2019 and 50% on 4/1/2021.
- (4) Option becomes exercisable in four equal annual installments, commencing 4/1/2017.
- (5) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (6) Option became exercisable in three equal annual installments, commencing 9/1/2012.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (8) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (9) Option became exercisable in four equal annual installments, commencing 4/1/2016.

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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