

CVS HEALTH Corp
Form 4
April 04, 2017

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Denton David M

(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)

04/01/2017

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 and CFO

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	04/01/2017		F	2,420 (1)	D \$ 78.5 171,211.8314	D	
Common Stock	04/02/2017		F	6,649 (1)	D \$ 78.5 164,562.8314	D	
Common Stock (restricted)	04/03/2017		A	12,812 (2)	A \$ 78.05 152,877	D	
ESOP Common Stock					1,688.7488	I	By ESOP

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Share
Stock Option	\$ 78.05	04/03/2017		A		100,179		04/03/2018 ⁽³⁾	04/03/2024	Common Stock	100,179
Stock Option	\$ 40.28							03/05/2011 ⁽⁴⁾	03/05/2018	Common Stock	12,500
Stock Option	\$ 34.96							04/01/2012 ⁽⁵⁾	04/01/2018	Common Stock	107,500
Stock Option	\$ 45.07							04/02/2013 ⁽⁶⁾	04/02/2019	Common Stock	110,000
Stock Option	\$ 54.53							04/01/2014 ⁽⁷⁾	04/01/2020	Common Stock	108,000
Stock Option	\$ 74.29							04/01/2015 ⁽⁸⁾	04/01/2021	Common Stock	62,500
Stock Option	\$ 102.26							04/01/2016 ⁽⁹⁾	04/01/2022	Common Stock	59,000
Stock Option	\$ 104.82							04/01/2017 ⁽¹⁰⁾	04/01/2023	Common Stock	71,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Denton David M ONE CVS DRIVE WOONSOCKET, RI 02895-			EVP and CFO	

Signatures

/s/ David M.
Denton

04/04/2017

__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) Surrender of shares in payment of withholding taxes due upon the vesting of a restricted stock unit award.
- (2) Consists of restricted stock units awarded pursuant to Issuer's 2010 Incentive Compensation Plan. Restrictions lapse 50% on 4/3/2020 and 50% on 4/3/2022.
- (3) Option becomes exercisable in four equal annual installments, commencing 4/3/2018.
- (4) Option became exercisable in three equal annual installments, commencing 3/5/2011.
- (5) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (6) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (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.
- (10) Option became exercisable in four equal annual installments, commencing 4/1/2017.

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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