

Clark James David
Form 4
April 03, 2019

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Clark James David

(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)

04/01/2019

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 below) ____ Other (specify below)

SVP, Cont & Chief Acct Officer

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock (restricted)	04/01/2019		A	5,536 (1)	A \$ 54.19	13,793	D
Common Stock	04/01/2019		F	253 (2)	D \$ 54.19	9,135.2554	D

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 54.19	04/01/2019		A		24,240		04/01/2020 ⁽³⁾	04/01/2029	Common Stock	24,240
Stock Option	\$ 54.53							04/01/2014 ⁽⁴⁾	04/01/2020	Common Stock	3,030
Stock Option	\$ 74.29							04/01/2015 ⁽⁵⁾	04/01/2021	Common Stock	5,350
Stock Option	\$ 102.26							04/01/2016 ⁽⁶⁾	04/01/2022	Common Stock	6,059
Stock Option	\$ 104.82							04/01/2017 ⁽⁷⁾	04/01/2023	Common Stock	7,044
Stock Option	\$ 78.05							04/03/2018 ⁽⁸⁾	04/03/2024	Common Stock	9,050
Stock Option	\$ 62.21							04/01/2019 ⁽⁹⁾	04/01/2025	Common Stock	7,513

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Clark James David ONE CVS DRIVE WOONSOCKET, RI 02895	SVP, Cont & Chief Acct Officer

Signatures

/s/ James D.
Clark 04/03/2019

__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) Consists of restricted stock units awarded pursuant to Issuer's 2017 Incentive Compensation Plan. Restrictions lapse in four equal installments, commencing 4/1/2020.
- (2) Surrender of shares in payment of withholding taxes due upon the vesting of a stock award under an incentive compensation plan.
- (3) Option becomes exercisable in four equal annual installments, commencing 4/1/2020.
- (4) Remaining options became exercisable in four equal annual installments beginning on 4/1/2014.
- (5) Remaining options became exercisable in four equal annual installments beginning on 4/1/2015.
- (6) Options became exercisable in four equal annual installments beginning on 4/1/2016.
- (7) Options became exercisable in four equal annual installments beginning on 4/1/2017.
- (8) Options became exercisable in four equal annual installments beginning on 4/3/2018.
- (9) Option became exercisable in four equal annual installments, commencing 4/1/2019.

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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