RYAN THOMAS M
Form 4
November 10, 2010

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RYAN THOMAS M

(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)
11/08/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/08/2010		M		400,000	A	$ 17.6675	1,156,587.8778	D	
Common Stock	11/08/2010		S (1)		400,000	D	$ 30.9349 (2)	756,587.8778	D	
Common Stock	11/08/2010		M		500,000	A	$ 30.2625	1,256,587.8778	D	
Common Stock	11/08/2010		S (3)		500,000	D	$ 31.0178 (4)	756,587.8778	D	
								37,000	I	

Common Stock			By Foundation
Common Stock	801,291	I	By Trust As Beneficiary
Common Stock (restricted)	614,722.4102	D	
ESOP Common Stock	8,315.5382	I	By ESOP
Stock Unit	1,083,265.3043	D	

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

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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 Amoun Underlying Securit (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Share
Stock Option	$ 17.6675	11/08/2010		M			400,000	01/08/2005	01/08/2011	Common Stock	40
Stock Option	$ 30.2625	11/08/2010		M			500,000	03/07/2003	03/07/2011	Common Stock	50
Phantom Stock Credits	$ 1 (5)							(6)(7)(8)	(6)(7)(8)	Common Stock	17
Stock Option	$ 25							03/10/2001	03/10/2009	Common Stock	29
Stock Option	$ 14.9625							01/02/2003	01/02/2012	Common Stock	1,01
Stock Option	$ 12.5625							01/09/2005	01/09/2013	Common Stock	90
Stock Option	$ 22.445							01/05/2006	01/05/2012	Common Stock	40

Stock Option	$ 30.035	04/03/2007(9)	04/03/2013	Common Stock	49
Stock Option	$ 34.42	04/02/2008(10)	04/02/2014	Common Stock	40
Stock Option	$ 41.17	04/01/2009(11)	04/01/2015	Common Stock	63
Stock Option	$ 28.1	04/01/2010(12)	04/01/2016	Common Stock	66
Stock Option	$ 36.23	04/01/2011(13)	04/01/2017	Common Stock	44

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RYAN THOMAS M ONE CVS DRIVE WOONSOCKET, RI 02895	X		CEO	

Signatures

Thomas M. Ryan	11/10/2010
**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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.

(2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between $30.85 and $30.99 per share.

(3) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.

(4) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between $31.00 and $31.07 per share.

(5) Each share credit is equivalent to one share; 1-for-1 conversion.

(6) Reflects 2002 and 2003 year end company match share credits of 33 and 581, respectively, 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.

(7) Reflects employee contribution share credits and 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.

(8) 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.

(9) Option becomes exercisable in three equal annual installments, commencing 4/3/2007

(10) Option becomes exercisable in three equal annual installments, commencing 4/2/2008.

(11) Option becomes exercisable in three equal annual installments, commencing 4/1/2009.

(12) Option becomes exercisable in three equal annual installments, commencing 4/1/2010.

(13) Option becomes exercisable in three equal annual installments, commencing 4/1/2011.

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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