CVS/CAREMARK CORP

Form 4/A April 18, 2007

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

burden hours per response...

5. Relationship of Reporting Person(s) to

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

FERDINANDI V MICHAEL		Symbol CVS/CAREMARK CORP [CVS]				Issuer (Chaok all applicable)						
(Last)	(First)	(Middle)	3. Date of E	3. Date of Earliest Transaction				(Check all applicable)				
ONE CVS DRIVE		(Month/Day/Year) 04/02/2007				Director 10% Owner _X_ Officer (give title Other (specify below) Senior Vice President						
WOONSOCK	Filed(I				f Amendment, Date Original ed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)	2. Transactio (Month/Day/	any	beemed tition Date, if th/Day/Year)	Code (Instr. 8)	4. SecurionAcquired Disposed (Instr. 3,	d (A) or d of (D) 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)		
Stock Common Stock (PEP)								4,049 (1) 4,060 (2)	D D			
Common Stock (Restricted)	04/02/2003	7		A	5,811 (3)	A	\$ 0	29,637	D			
Stock Unit								31,163	D			
ESOP Preference								292 (4)	I	By ESOP		

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Common	21,288 (5)	т	By Trust as
Stock	21,288 (5)	1	Beneficiary

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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Insti
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Credits	\$ 0					<u>(6)</u>	<u>(6)</u>	Common Stock	2,395	
Stock Option	\$ 12.475					03/05/2006	03/05/2013	Common Stock	60,150	
Stock Option	\$ 12.5625					01/09/2005	01/09/2013	Common Stock	45,000	
Stock Option	\$ 14.9625					01/02/2004	01/02/2012	Common Stock	7,500	
Stock Option	\$ 16.98					05/17/2004	05/17/2012	Common Stock	40,000	
Stock Option	\$ 17.6675					01/08/2005	01/08/2011	Common Stock	60,000	
Stock Option	\$ 19.2813					01/03/2002	01/03/2010	Common Stock	16,000	
Stock Option	\$ 22.445					01/05/2006	01/05/2012	Common Stock	60,000	
Stock Option	\$ 23.5					05/10/2002	05/10/2009	Common Stock	12,780	
Stock	\$ 30.035					04/03/2007	04/03/2013	Common	64,546	

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Option Stock Stock Common \$ 30.2625 03/07/2003 03/07/2011 16,000 Option Stock Stock Common 04/02/2008 04/02/2014 \$ 34.42 60,484 Stock Option

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FERDINANDI V MICHAEL ONE CVS DRIVE WOONSOCKET, RI 02895-

Senior Vice President

Signatures

V. Michael

Ferdinandi 04/18/2007

**Signature of Person

Date

Reporting Person

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).
- (2) Includes dividend reinvestment shares.
- (4) Reflects stock beneficially owned pursuant to issuer's ESOP Plan.
- (1) Includes shares acquired pursuant to issuer's Employee Stock Purchase Plan.
- (3) Consists of Restricted Stock Units awarded pursuant to issuer's 1997 Incentive Compensation Plan. Restrictions lapse in two equal installments on 4/2/2010 and 4/2/2012.
- (5) Includes dividend reinvestment shares acquired during the course of the year.
- (6) Reflects year end company match share credits under a non-qualified deferred compensation plan; share credits are payable in cash only, at such timee as has been elected by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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