

CVS HEALTH Corp
 Form 4
 April 05, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Boratto Eva C

(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
 Officer (give title below) _____ Other (specify below)
 SVP, Cont & Chief Acct Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (restricted)	04/01/2016		A	2,862 (1) \$ 104.82	17,515	D	
Common Stock	04/02/2016		F	3,192 (2) \$ 104.82	32,260.4689	D	

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

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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)
Stock Option	\$ 104.82	04/01/2016		A	21,509	04/01/2017 ⁽³⁾ 04/01/2023	Common Stock 21,509
Stock Option	\$ 34.96					04/01/2012 ⁽⁴⁾ 04/01/2018	Common Stock 6,029
Stock Option	\$ 45.07					04/02/2013 ⁽⁵⁾ 04/02/2019	Common Stock 13,311
Stock Option	\$ 54.53					04/01/2014 ⁽⁶⁾ 04/01/2020	Common Stock 13,278
Stock Option	\$ 74.29					04/01/2015 ⁽⁷⁾ 04/01/2021	Common Stock 18,882
Stock Option	\$ 102.26					04/01/2016 ⁽⁸⁾ 04/01/2022	Common Stock 27,392

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Boratto Eva C ONE CVS DRIVE WOONSOCKET, RI 02895			SVP, Cont & Chief Acct Officer	

Signatures

/s/ Eva C.
Boratto

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) 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.

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- (2) Surrender of shares in payment of withholding taxes due upon the vesting of a restricted stock unit award.
- (3) Option becomes exercisable in four equal annual installments, commencing 4/1/2017.
- (4) Option became exercisable in four equal annual installments, commencing 4/1/2012.
- (5) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (6) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (8) 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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