

Flum Joshua Matthew
 Form 4
 April 03, 2019

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 *
 Flum Joshua Matthew

(Last) (First) (Middle)
 704 EXECUTIVE BOULEVARD
 (Street)

VALLEY COTTAGE, NY 10989

(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
 Officer (give title below) _____ Other (specify below)
 EVP, Corp Strategy & Bus Dev

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	04/01/2019		F	742 ⁽¹⁾	\$ 54.19	D	
Common Stock (pep)					2,616.0772	D	
Common Stock (restricted)					15,324	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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option	\$ 54.19	04/01/2019		A	60,602	04/01/2020 ⁽²⁾	04/01/2029	Common Stock	60,602
Stock Option	\$ 54.53					04/01/2014 ⁽³⁾	04/01/2020	Common Stock	17,700
Stock Option	\$ 34.96					04/01/2014 ⁽⁴⁾	04/01/2021	Common Stock	21,460
Stock Option	\$ 74.29					04/01/2015 ⁽⁵⁾	04/01/2021	Common Stock	25,170
Stock Option	\$ 102.26					04/01/2016 ⁽⁶⁾	04/01/2022	Common Stock	17,820
Stock Option	\$ 104.82					04/01/2017 ⁽⁷⁾	04/01/2023	Common Stock	17,610
Stock Option	\$ 103.87					02/27/2018 ⁽⁸⁾	02/27/2025	Common Stock	24,060
Stock Option	\$ 78.05					04/03/2018 ⁽⁹⁾	04/03/2024	Common Stock	30,160
Stock Option	\$ 62.21					04/01/2019 ⁽¹⁰⁾	04/01/2025	Common Stock	22,540

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Flum Joshua Matthew 704 EXECUTIVE BOULEVARD VALLEY COTTAGE, NY 10989			EVP, Corp Strategy & Bus Dev	

Signatures

/s/ Joshua M.
Flum

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) Surrender of shares in payment of withholding taxes due upon the vesting of a stock award under an incentive compensation plan.
- (2) Option becomes exercisable in four equal annual installments, commencing 4/1/2020.
- (3) Options became exercisable in four equal annual installments beginning on 4/1/2014.
- (4) Options became exercisable in three equal annual installments beginning on 4/1/2014.
- (5) 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 three equal annual installments beginning on 2/27/2018.
- (9) Options became exercisable in four equal annual installments beginning on 4/3/2018.
- (10) 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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