Boratto Eva C Form 4 April 03, 2018

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

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 See Instruction

1(b).

(Print or Type Responses)

| Name and Address of Report Boratto Eva C | rting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|--|----------------|--|--|--|--|
| (Last) (First) | (Middle) | CVS HEALTH Corp [CVS] 3. Date of Earliest Transaction | | | |
| ONE CVS DRIVE | | (Month/Day/Year) 04/01/2018 | Director 10% OwnerX_ Officer (give title Other (specibelow) below) EVP, Cont & Chief Acct Officer | | |
| (Street) | | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | |
| WOONSOCKET, RI 028 | 395 | | Form filed by More than One Reporting | | |

| (City) | (State) (Z | Zip) Table | I - Non-D | erivative Securit | ties Acqu | ired, Disposed of | , or Beneficial | ly Owned |
|--------------------------------------|---|---|--|--|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acor(A) or Disposed (Instr. 3, 4 and (A) or Amount (D) | d of (D) | 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) |
| Common Stock | 04/01/2018 | | F | 594 (1) D | \$ 62.21 | 41,850.9749 | D | |
| Common Stock (restricted) | | | | | | 12,212 | 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. Titl Derive Securi (Instr. | ative (ity (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 or Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount o Underlying Securities (Instr. 3 and 4) | |
|--|----------------|--|--------------------------------------|---|---|---|--|--------------------|--|------------------------------------|
| | | | | | | (Instr. 3, 4, and 5) | | | | |
| | | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Share |
| Stock Option | | \$ 62.21 | 04/01/2018 | | A | 35,030 | 04/01/2019(2) | 04/01/2025 | Common Stock | 35,030 |
| Stock Option | | \$ 45.07 | | | | | 04/02/2013(3) | 04/02/2019 | Common Stock | 13,31 |
| Stock Option | | \$ 54.53 | | | | | 04/01/2014(4) | 04/01/2020 | Common Stock | 13,278 |
| Stock Option | | \$ 74.29 | | | | | 04/01/2015(5) | 04/01/2021 | Common Stock | 18,882 |
| Stock Option | | \$ 102.26 | | | | | 04/01/2016(6) | 04/01/2022 | Common Stock | 27,392 |
| Stock Option | | \$ 104.82 | | | | | 04/01/2017(7) | 04/01/2023 | Common Stock | 21,509 |
| Stock Option | | \$ 78.05 | | | | | 04/03/2018(8) | 04/03/2024 | Common Stock | 35,062 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Boratto Eva C ONE CVS DRIVE WOONSOCKET, RI 02895

EVP, Cont & Chief Acct Officer

Signatures

Reporting Person

/s/ Eva C.
Boratto

**Signature of Date

Reporting Owners 2

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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 4/1/2019.
- (3) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (4) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (5) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (6) Option became exercisable in four equal annual installments, commencing 4/1/2016.
- (7) Option becomes exercisable in four equal annual installments, commencing 4/1/2017.
- (8) Option became exercisable in four equal annual installments, commencing 4/3/2018.

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.