

CVS HEALTH Corp
Form 4
March 22, 2017

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 *
Brennan Troyen A

(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)
03/21/2017

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 and Chief Medical 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/21/2017		M		\$ 16,637 A 45.07	D	
Common Stock	03/21/2017		S ⁽¹⁾		\$ 16,637 D 78.73 (2)	D	
Common Stock	03/21/2017		S ⁽¹⁾		\$ 7,212 D 78.73 (3)	D	
Common Stock (restricted)					36,572	D	

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

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(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. 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	\$ 45.07	03/21/2017		M	16,637	04/02/2013 ⁽⁴⁾ 04/02/2019	Common Stock 16,637
Stock Option	\$ 54.53					04/01/2014 ⁽⁵⁾ 04/01/2020	Common Stock 23,600
Stock Option	\$ 74.29					04/01/2015 ⁽⁶⁾ 04/01/2021	Common Stock 54,500
Stock Option	\$ 102.26					04/01/2016 ⁽⁷⁾ 04/01/2022	Common Stock 47,930
Stock Option	\$ 104.82					04/01/2017 ⁽⁸⁾ 04/01/2023	Common Stock 53,770

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brennan Troyen A ONE CVS DRIVE WOONSOCKET, RI 02895			EVP and Chief Medical Officer	

Signatures

/s/ Troyen Brennan 03/22/2017

**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) All sales were effected pursuant to a Rule 10b5-1 plan.
- (2) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$78.30 and \$79.00 per share.
- (3) Represents weighted average sale price for this trading day. Multiple sales were executed, with sales prices ranging between \$78.32 and \$79.00 per share.
- (4) Option became exercisable in four equal annual installments, commencing 4/2/2013.
- (5) Option became exercisable in four equal annual installments, commencing 4/1/2014.
- (6) Option became exercisable in four equal annual installments, commencing 4/1/2015.
- (7) Option became exercisable in four equal annual installments, commencing 4/1/2016.
- (8) Option becomes exercisable in four equal annual installments, commencing 4/1/2017.

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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