SOLBERG LARRY D

Form 4

January 07, 2005

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction

1(b).

(Print or Type Responses)

1. Name and A SOLBERG	•	orting Person *	2. Issuer Name and Ticker or Trading Symbol CVS CORP [CVS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
(=333)	(= ====)	()	(Month/Day/Year)	Director 10% Owner			
ONE CVS DRIVE			05/07/2004	_X_ Officer (give title Other (specify below)			
				Senior Vice President			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
WOONSOCKET, RI 02895-				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (Z	Zip) Table	I - Non-D	erivative S	ecurit	ties Acquired	d, Disposed of, o	r Beneficially	y 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. Securit or Dispos (Instr. 3, 4	ed of	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership y Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(1113111-1)	
Common Stock	05/07/2004		M	30,898	A	\$ 16.7223	30,898	D	
Common Stock	05/10/2004		S	30,898	D	\$ 41.007	0	D	
Common Stock							17,395 <u>(1)</u>	I	By Trust as Beneficiary
ESOP Preference Stock							303 (2)	I	By ESOP
Common Stock							6,842	D	

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(Restricted)

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 16.7223	05/07/2004		M		30,898	03/26/1997	05/14/2006	Common Stock	30,898
Stock Option	\$ 23						02/17/2000	02/17/2007	Common Stock	26,100
Stock Option	\$ 25.125						01/09/2005	01/09/2013	Common Stock	30,000
Stock Option	\$ 29.925						01/02/2003	01/02/2012	Common Stock	42,421
Stock Option	\$ 35.335						01/08/2005	01/08/2011	Common Stock	35,000
Stock Option	\$ 36.6953						02/27/2001	02/27/2008	Common Stock	13,050
Stock Option	\$ 37.3125						03/12/2001	03/12/2008	Common Stock	30,000
Stock Option	\$ 38.5625						01/03/2002	01/03/2010	Common Stock	20,000
Stock Option	\$ 50						03/10/2001	03/10/2009	Common Stock	15,000
Stock Option	\$ 51.375						02/10/2002	02/10/2009	Common Stock	25,000
Stock Option	\$ 60.525						03/07/2003	03/07/2011	Common Stock	21,000

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SOLBERG LARRY D ONE CVS DRIVE

Senior Vice President

WOONSOCKET, RI 02895-

Signatures

Larry Solberg 05/11/2004
**Signature of 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).
- (1) Includes dividend reinvestment shares acquired during the course of the year.
- (2) Reflects stock beneficially owned pursuant to issuer's ESOP Plan.

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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