

NOTIFICATION AND REPORT FORM FOR
CERTAIN MERGERS AND ACQUISITIONS

Section 803.5(b) Declaration

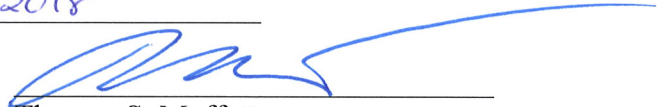
Thomas S. Moffatt declares:

1. I am the Vice President, Assistant Secretary and Assistant General Counsel-Corporate Services of CVS Health Corporation (the “Company”), which is the ultimate parent entity of the acquiring person, and make this Declaration on behalf of the Company pursuant to Section 803.5(b) of the Rules of the Federal Trade Commission under Section 7A of the Clayton Act (the “Act”).
2. The attached Notification and Report Form is being filed by the Company in connection with the proposed merger of Hudson Merger Sub Corp., a wholly-owned subsidiary of the Company, with and into Aetna Inc. (“Aetna”), as a result of which Aetna will become an indirect wholly-owned subsidiary of the Company.
3. An Agreement and Plan of Merger was executed on December 3, 2017 with respect to this described transaction.
4. The Company has a good faith intention to complete the transaction described above and in the attached Notification and Report Form.

[Remainder of page intentionally left blank]

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on January 2, 2018



Thomas S. Moffatt

(Filing is: New Amended)

TRANSACTION NUMBER ASSIGNED

16 C.F.R. Part 803 – Appendix
NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS
Electronic Form Version 1.0.2, 01/02/2017

FEE INFORMATION (For Payer Only) TAXPAYER IDENTIFICATION NUMBER 05-0494040
AMOUNT PAID \$ 280,000
NAME OF PAYER (if different from PERSON FILING)
WIRE TRANSFER or CERTIFIED CHECK / MONEY ORDER ATTACHED
WIRE TRANSFER CONFIRMATION NO. 0102B1Q8152C001968
FROM (NAME OF INSTITUTION) The Bank of New York Mellon

IS THIS A CORRECTIVE FILING? YES NO CASH TENDER OFFER? YES NO BANKRUPTCY? YES NO

DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD? YES NO
(Grants of early termination are published in the Federal Register and on the FTC web site, www.ftc.gov)

(voluntary) IS THIS ACQUISITION SUBJECT TO NON-US FILING REQUIREMENTS? YES NO
IF YES, list jurisdictions:

ITEM 1
NAME: CVS Health Corporation
HEADQUARTERS ADDRESS: One CVS Drive
ADDRESS LINE 2:
CITY, STATE, COUNTRY: Woonsocket, RI
ZIP CODE: 02895
WEB SITE: www.cvshealth.com

1(b) PERSON FILING NOTIFICATION IS an acquiring person an acquired person both

1(c) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE THE PERSON FILING NOTIFICATION
Corporation Unincorporated Entity Natural Person Other (Specify)

1(d) DATA FURNISHED BY
calendar year fiscal year (specify period): (month/year) to (month/year)

1(e) PUT AN "X" IN THE APPROPRIATE BOX BELOW AND GIVE THE NAME AND ADDRESS OF THE ENTITY FILING NOTIFICATION,
IF DIFFERENT THAN THE ULTIMATE PARENT ENTITY
Not Applicable This report is being filed on behalf of a foreign person pursuant to § 803.4. This report is being filed on behalf of the ultimate parent entity by another entity within the same person authorized by it to file pursuant to § 803.2(a).

NAME ADDRESS CITY, STATE, COUNTRY ZIP CODE

1(f) NAME AND ADDRESS OF ENTITY MAKING ACQUISITION OR WHOSE ASSETS, VOTING SECURITIES OR NON-CORPORATE INTERESTS ARE BEING ACQUIRED, IF DIFFERENT FROM THE ULTIMATE PARENT ENTITY IDENTIFIED IN ITEM 1(a)

NAME ADDRESS CITY, STATE, COUNTRY ZIP CODE Hudson Merger Sub Corp. c/o CVS Pharmacy, Inc., One CVS Drive Woonsocket, RI 02895 Not Applicable

PERCENT OF VOTING SECURITIES OR NON-CORPORATE INTERESTS THAT THE UPE HOLDS DIRECTLY OR INDIRECTLY IN THE ACQUIRING OR ACQUIRED ENTITY IDENTIFIED IN ITEM 1(f) 100

1(g) IDENTIFICATION OF PERSONS TO CONTACT REGARDING THIS REPORT

CONTACT PERSON 1: Mike Cowie, Dechert LLP, 1900 K Street NW, Washington, DC 20006, 202 261 3339, 202 261 3023, mike.cowie@dechert.com
CONTACT PERSON 2: Beverly J. Ang, Dechert LLP, 1095 Avenue of the Americas, New York, NY, United States 10036, 212 698 3812, 212 698 3599, beverly.ang@dechert.com

1(h) IDENTIFICATION OF AN INDIVIDUAL LOCATED IN THE UNITED STATES DESIGNATED FOR THE LIMITED PURPOSE OF RECEIVING NOTICE OF ISSUANCE OF A REQUEST FOR ADDITIONAL INFORMATION OR DOCUMENTS (See § 803.20(b)(2)(iii))

NAME FIRM NAME BUSINESS ADDRESS CITY, STATE, COUNTRY ZIP CODE TELEPHONE NUMBER FAX NUMBER E-MAIL ADDRESS Same as 1(g)

ITEM 2

2(a) LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRING PERSONS

NAME	NON-REPORTABLE
CVS Health Corporation	<input type="checkbox"/>

LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRED PERSONS

NAME	NON-REPORTABLE
Aetna Inc.	<input type="checkbox"/>

2(b) THIS ACQUISITION IS (put an "X" in all the boxes that apply)

- | | |
|--|---|
| <input type="checkbox"/> an acquisition of assets | <input type="checkbox"/> a consolidation (see § 801.2) |
| <input checked="" type="checkbox"/> a merger (see § 801.2) | <input checked="" type="checkbox"/> an acquisition of voting securities |
| <input type="checkbox"/> an acquisition subject to § 801.2 (e) | <input type="checkbox"/> a secondary acquisition |
| <input type="checkbox"/> a formation of a joint venture or other corporation or unincorporated entity (see § 801.40 or § 801.50) | <input type="checkbox"/> an acquisition subject to § 801.31 |
| <input type="checkbox"/> an acquisition subject to § 801.30 (specify type) | <input type="checkbox"/> an acquisition of non-corporate interests |
| | <input type="checkbox"/> other (specify) |

2(c) INDICATE THE HIGHEST NOTIFICATION THRESHOLD IN § 801.1(h) FOR WHICH THIS FORM IS BEING FILED (acquiring person only in an acquisition of voting securities)

- \$50 million (as adjusted)
 \$100 million (as adjusted)
 \$500 million (as adjusted)
 25% (see Instructions) (as adjusted)
 50%
 N/A

2(d)(i) VALUE OF VOTING SECURITIES ALREADY HELD (\$MM)	(v) VALUE OF NON-CORPORATE INTERESTS ALREADY HELD (\$MM)	
0	N/A	
(ii) PERCENTAGE OF VOTING SECURITIES ALREADY HELD	(vi) PERCENTAGE OF NON-CORPORATE INTERESTS ALREADY HELD	
0	N/A	
(iii) TOTAL VALUE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM)	(vii) TOTAL VALUE OF NON-CORPORATE INTERESTS TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM)	(ix) VALUE OF ASSETS TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM)
Approximately \$69,000MM	N/A	N/A
(iv) TOTAL PERCENTAGE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION	(viii) TOTAL PERCENTAGE OF NONCORPORATE INTERESTS TO BE HELD AS A RESULT OF THE ACQUISITION	(x) AGGREGATE TOTAL VALUE (\$MM)
100	N/A	Approximately \$69,000MM

ITEM 3**3(a) DESCRIPTION OF ACQUISITION**

ACQUIRING UPE(S)

NAME	CVS Health Corporation
ADDRESS	One CVS Drive
ADDRESS LINE 2	
CITY, STATE	Woonsocket, RI
ZIP CODE, COUNTRY	02895, United States

ACQUIRED UPE(S)

NAME	Aetna Inc.
ADDRESS	151 Farmington Avenue, RC6A
ADDRESS LINE 2	
CITY, STATE	Hartford, CT
ZIP CODE, COUNTRY	06156, United States

ACQUIRING ENTITY(S)

NAME	Hudson Merger Sub Corp.
ADDRESS	c/o CVS Health Corporation
ADDRESS LINE 2	One CVS Drive
CITY, STATE	Woonsocket, RI
ZIP CODE, COUNTRY	02895, United States

ACQUIRED ENTITY(S)

NAME	Aetna Inc.
ADDRESS	151 Farmington Avenue, RC6A
ADDRESS LINE 2	
CITY, STATE	Hartford, CT
ZIP CODE, COUNTRY	06156, United States

Pursuant to an Agreement and Plan of Merger, dated as of December 3, 2017 (the "Merger Agreement", attached hereto as Attachment 3(b)-1), CVS Health would acquire control of Aetna, with Aetna becoming an indirect wholly-owned subsidiary of CVS Health (the "Transaction"). Specifically, the Transaction contemplates that Hudson Merger Sub Corp., a Pennsylvania corporation and a wholly-owned subsidiary of CVS Health established specifically for the Transaction ("Merger Sub"), will merge with and into Aetna (the "Merger"). As a result of the Merger, Aetna (the surviving entity of the Merger) will become an indirect wholly-owned subsidiary of CVS Health.

The merger consideration to be paid in connection with the Transaction is approximately \$69 billion.

Aetna offers a broad range of health insurance products and related services, including medical, dental, behavioral health, group life and disability plans, medical management capabilities, Medicaid health care management services, Medicare plans, workers' compensation administrative services and health information technology products and services.

Consummation of the Transaction is expected to take place on the third business day following the satisfaction or waiver of the conditions set forth in Article IX of the Merger Agreement including, but not limited to, the expiration or termination of the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended.

3(b) SUBMIT A COPY OF THE MOST RECENT VERSION OF THE CONTRACT OR AGREEMENT (or letter of intent to merge or acquire)

(IF SUBMITTING PAPER, DO NOT ATTACH THE DOCUMENT TO THIS PAGE)

ATTACHMENT NUMBER

Agreement and Plan of Merger

3(b)-1

ITEM 4

PERSONS FILING NOTIFICATION MAY PROVIDE BELOW AN OPTIONAL INDEX OF DOCUMENTS REQUIRED TO BE SUBMITTED BY ITEM 4 (See Item by Item instructions). THESE DOCUMENTS SHOULD NOT BE ATTACHED TO THIS PAGE.

4(a) ENTITIES WITHIN THE PERSON FILING NOTIFICATION THAT FILE ANNUAL REPORTS WITH THE SECURITIES AND EXCHANGE COMMISSION None **CENTRAL INDEX KEY NUMBER**

CVS Health Corporation	0000064803
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4(b) ANNUAL REPORTS AND ANNUAL AUDIT REPORTS None **ATTACHMENT OR REFERENCE NUMBER**

CVS Health Corporation Annual Report on Form 10-K for the fiscal year ending December 31, 2016, available at: https://www.sec.gov/Archives/edgar/data/64803/000006480317000006/cvs-20161231x10k.htm	Internet link provided
Wellpartner, Inc. Consolidated Financial Report for the fiscal year ending December 31, 2016	4(b)-1
Benevere Pharmacy Unaudited Balance Sheet and Profit & Loss Statement for the year ending December 31, 2017	4(b)-2

4(c) STUDIES, SURVEYS, ANALYSES, AND REPORTS None **ATTACHMENT OR REFERENCE NUMBER**

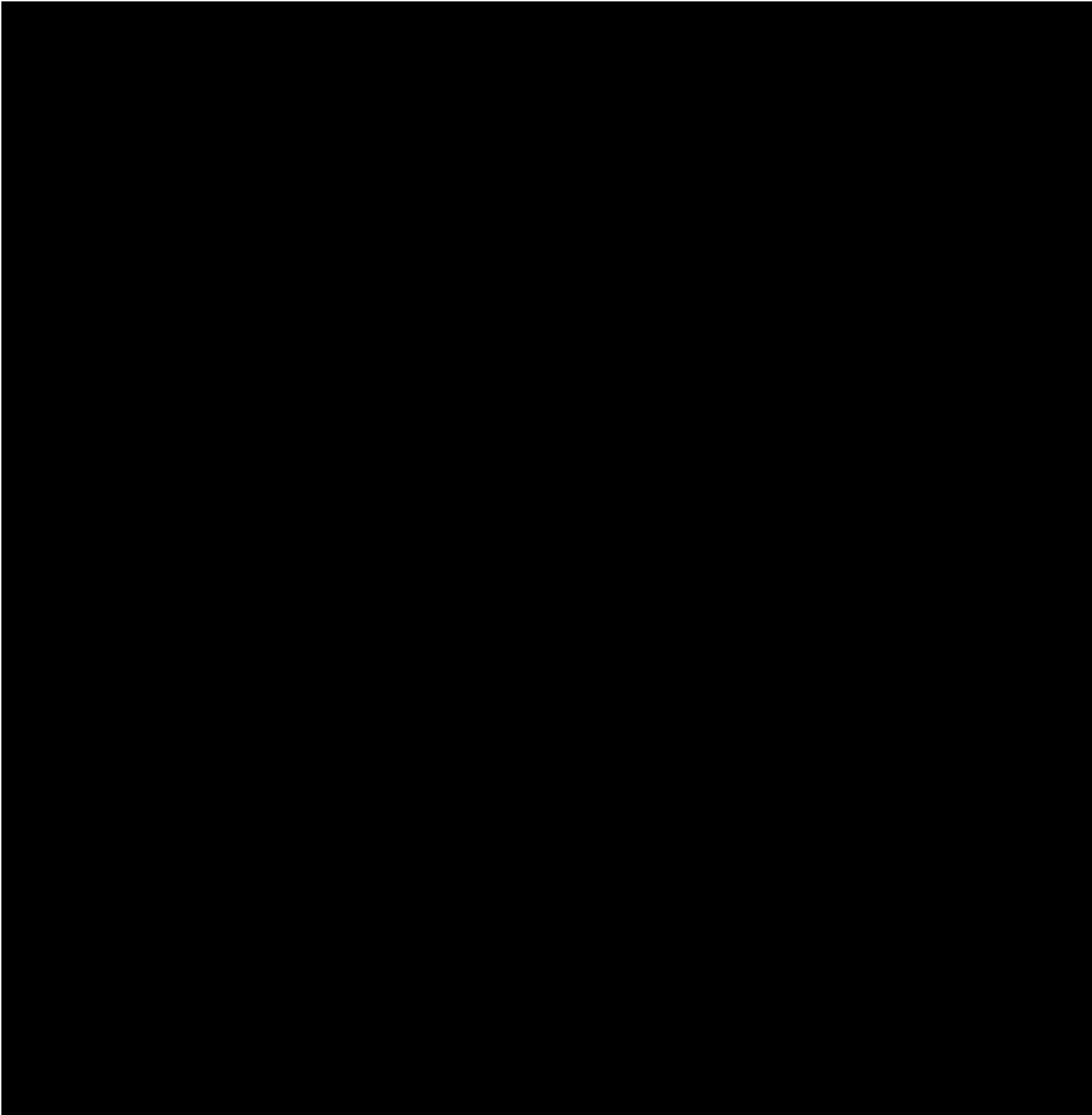
See Attachment 4(c)	

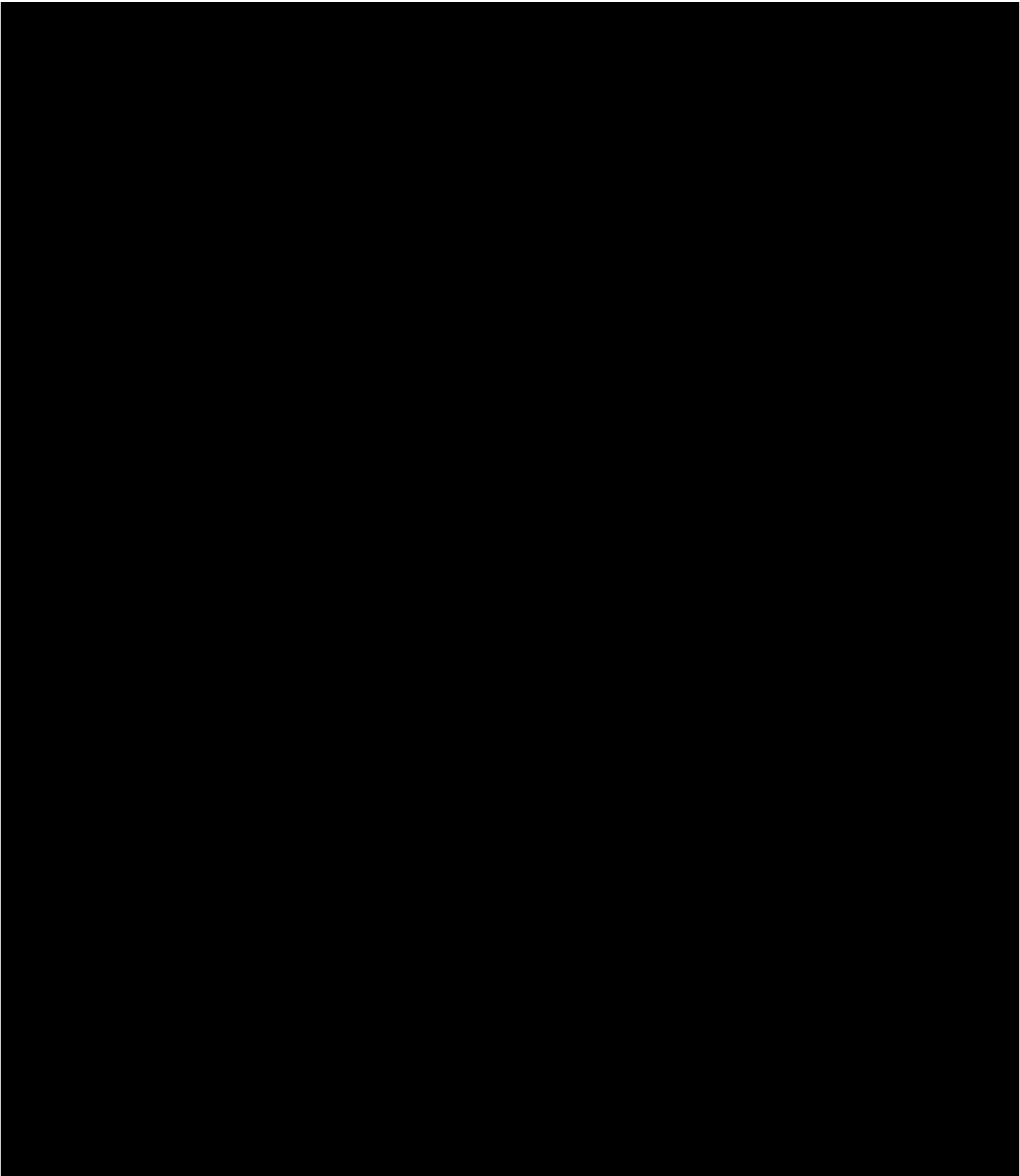
4(d) ADDITIONAL DOCUMENTS None **ATTACHMENT OR REFERENCE NUMBER**

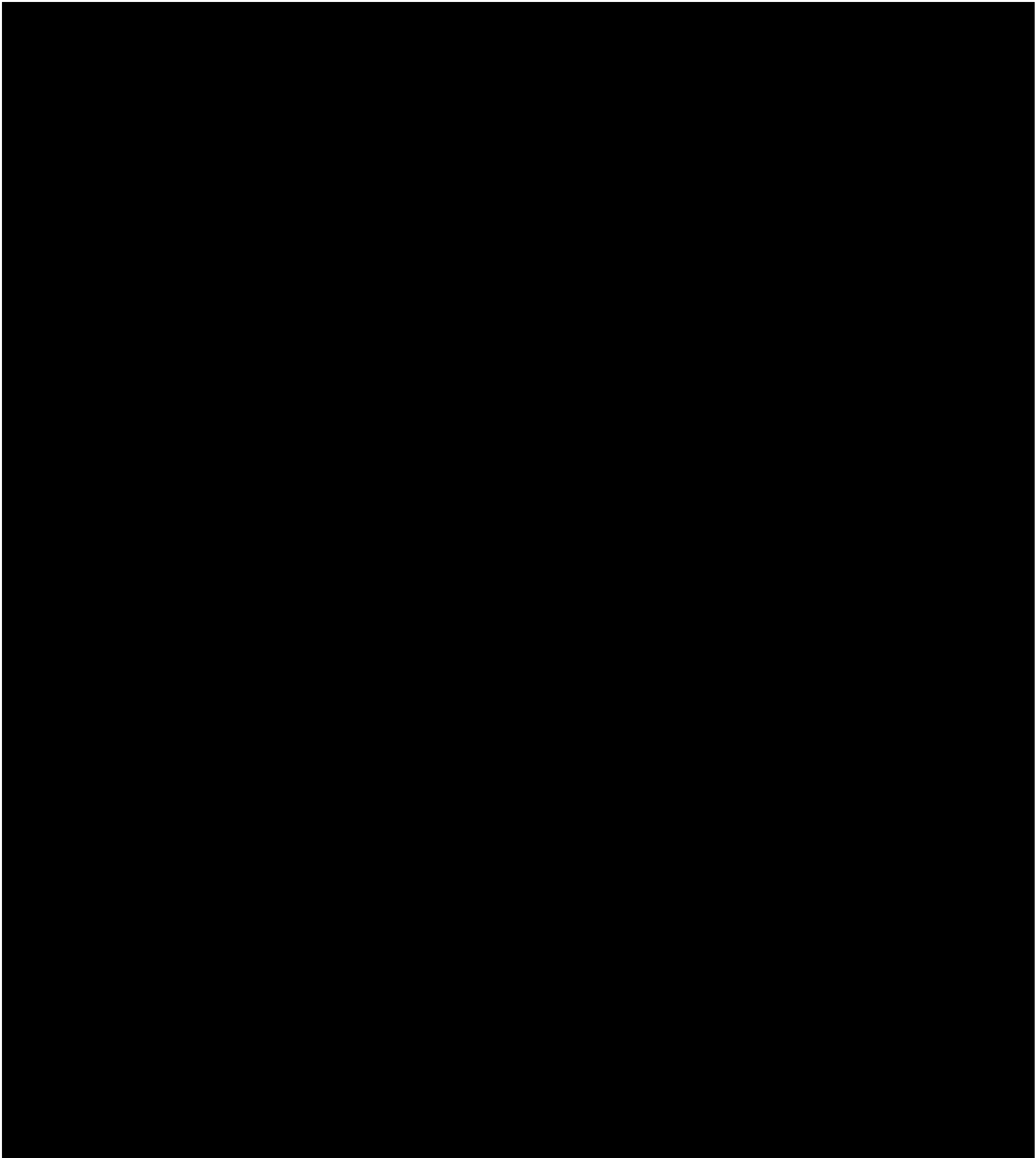
See Attachment 4(d)	

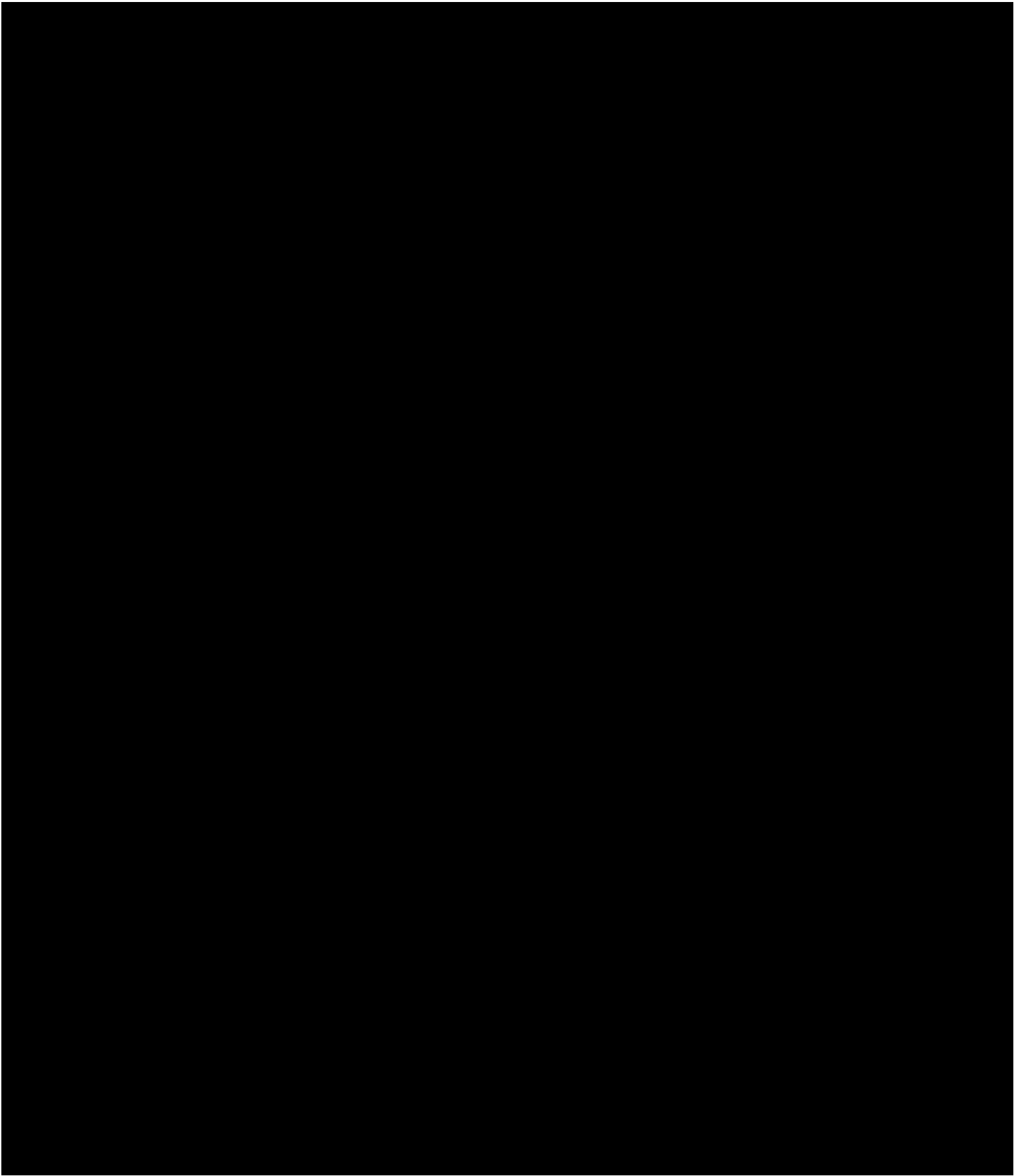
Attachment 4(c)

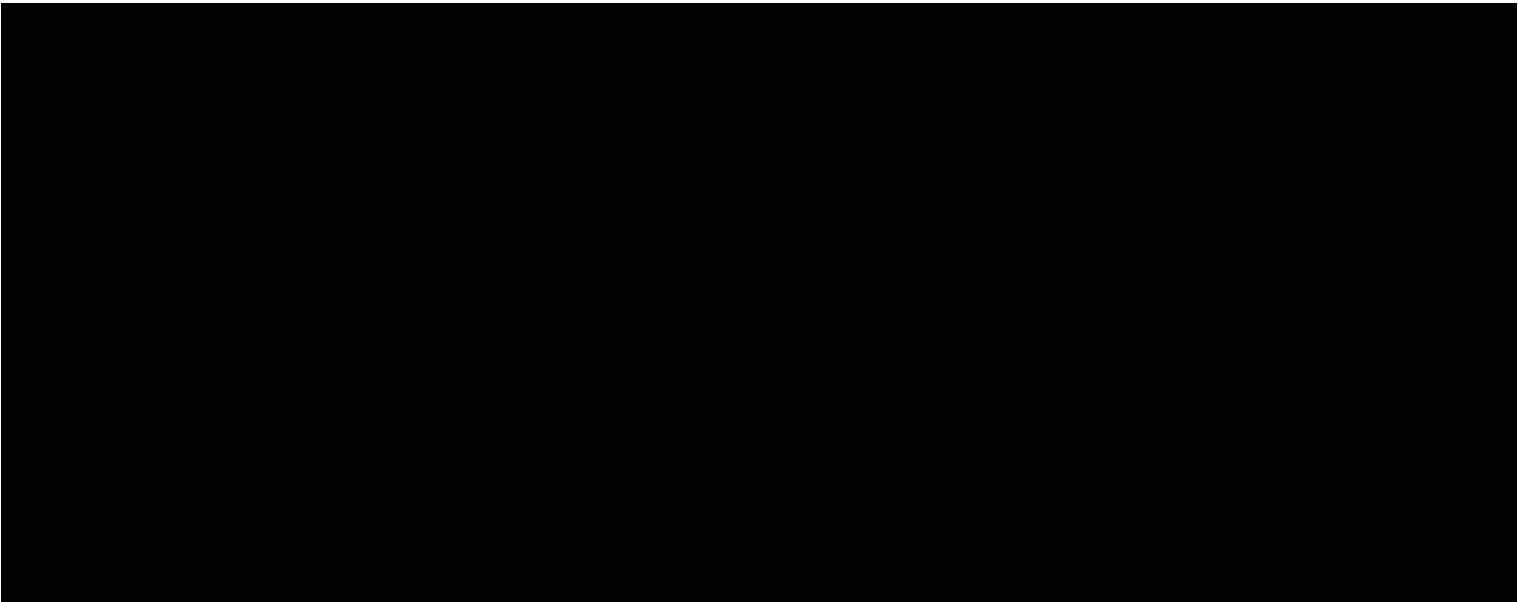
To the extent that any of the documents listed below are determined to be not responsive to Item 4(c), the person filing notification submits such documents voluntarily pursuant to 16 C.F.R. §803.1(b).





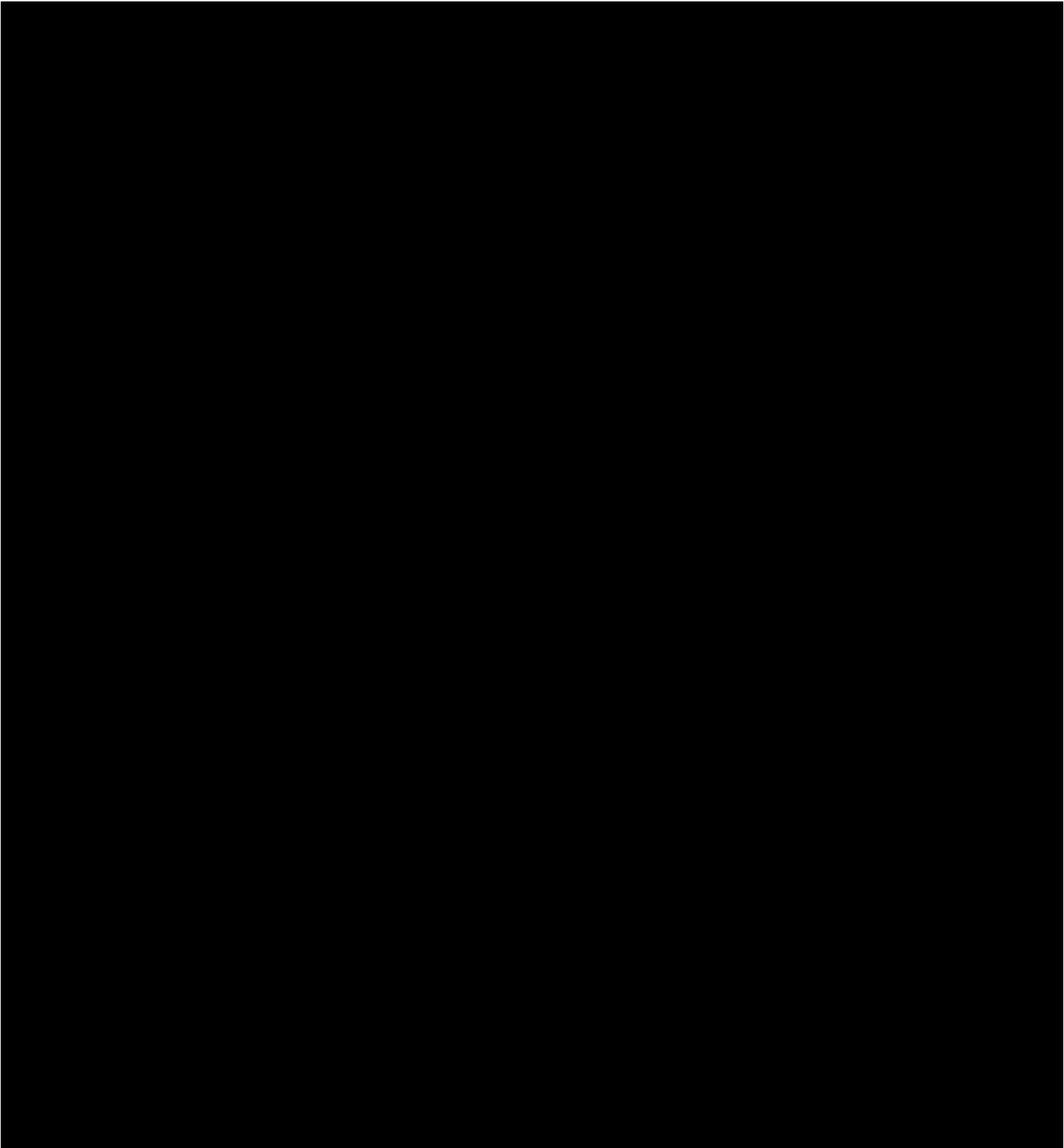


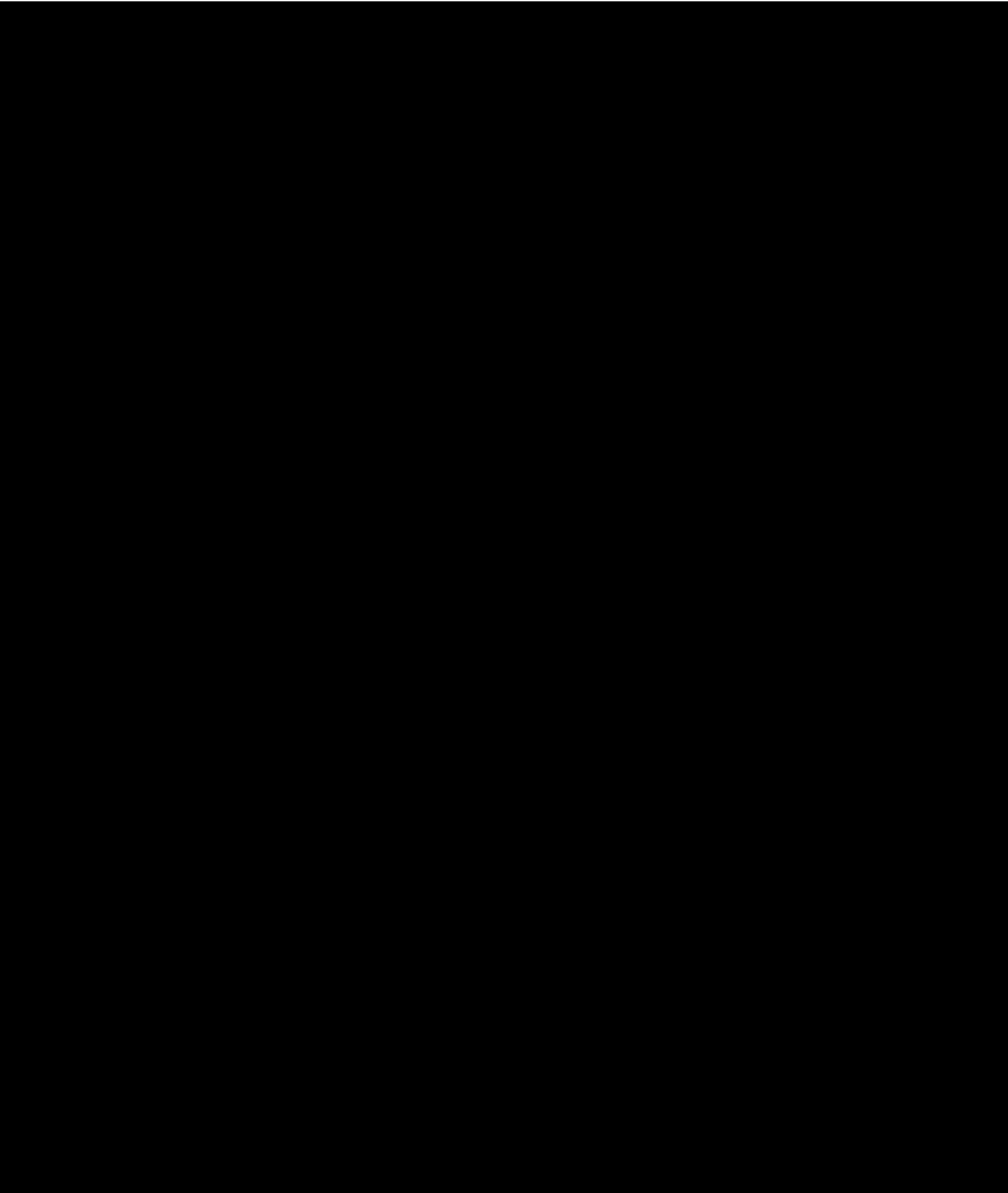


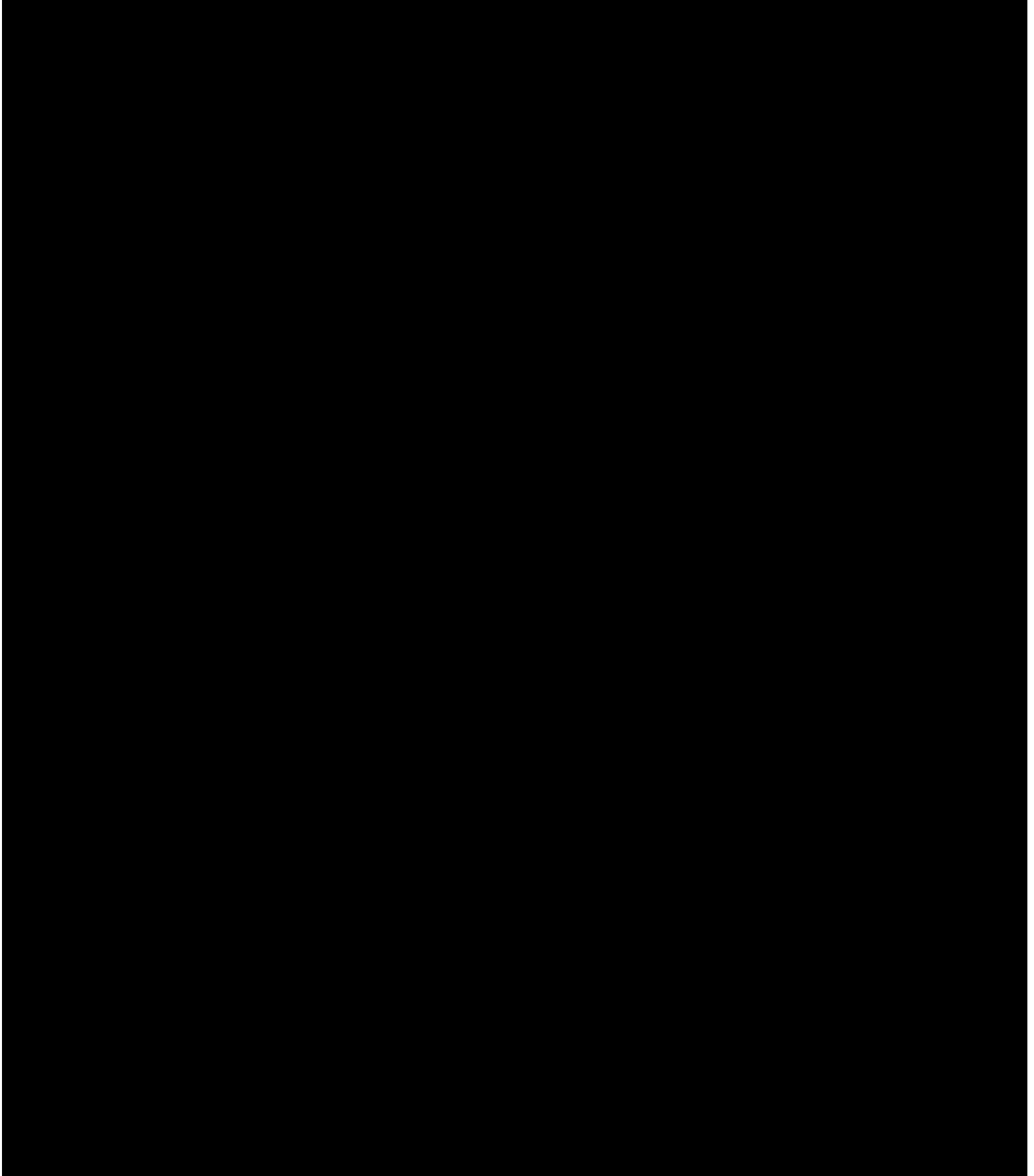


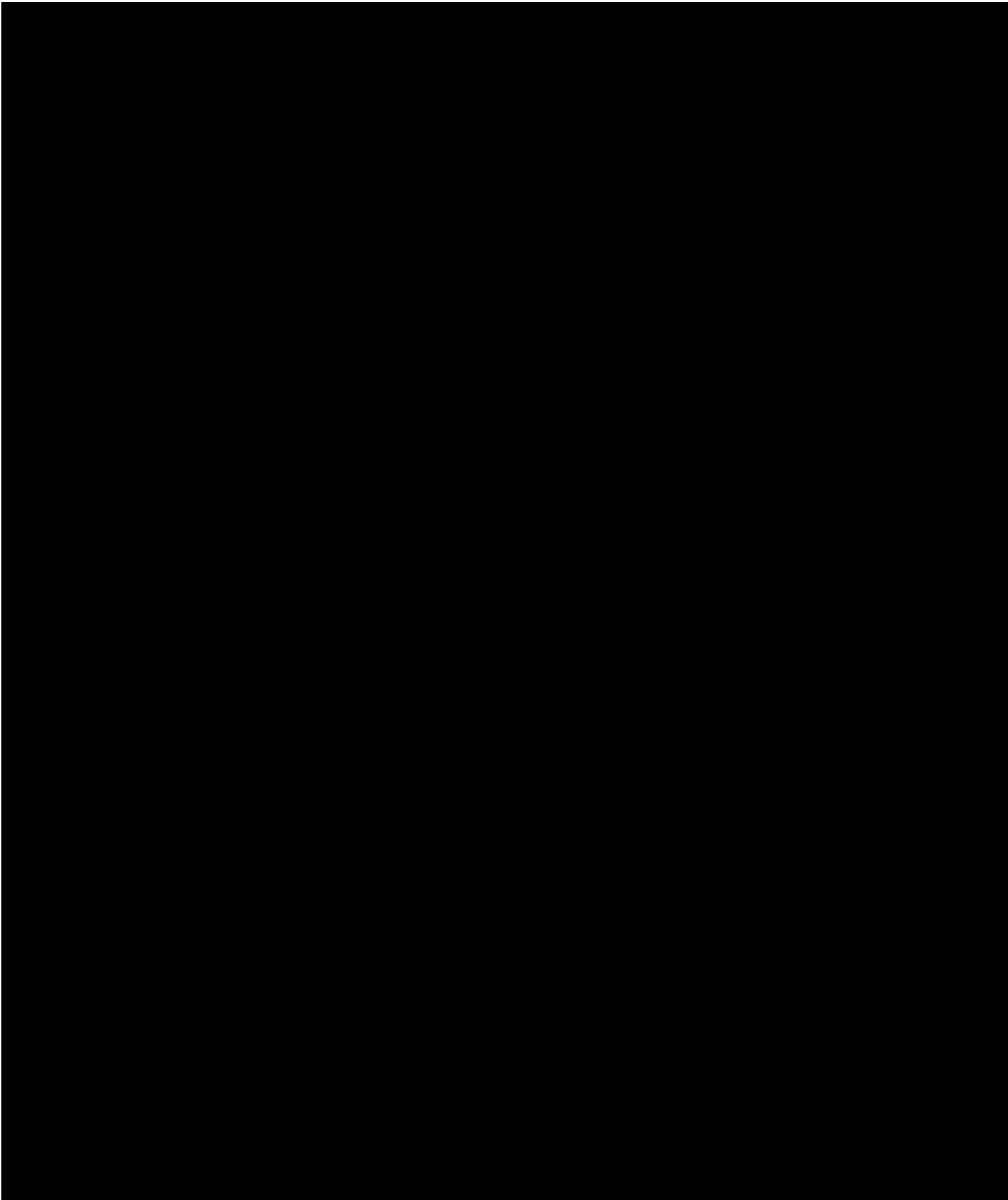
Attachment 4(d)

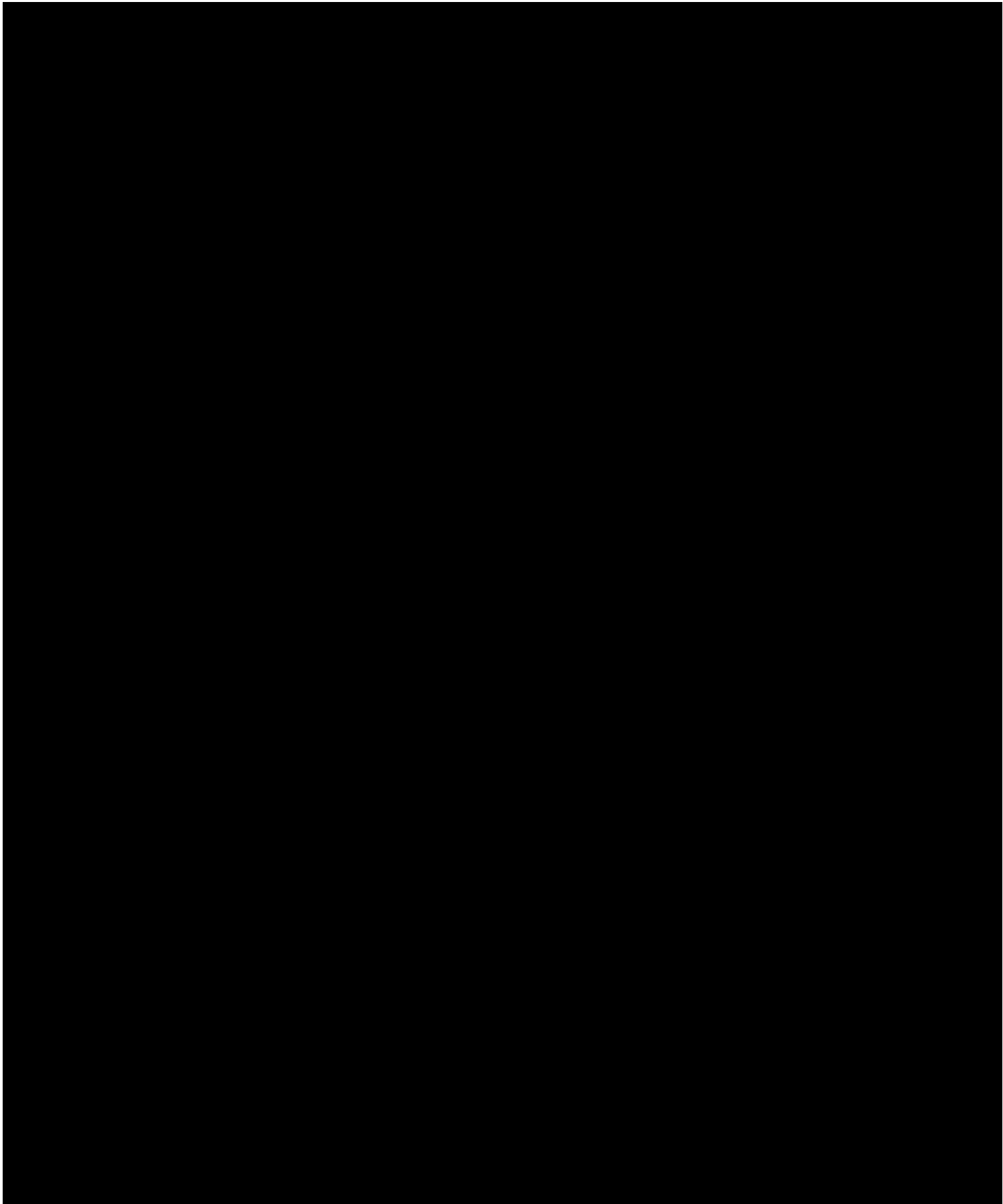
To the extent that any of the documents listed below are determined to be not responsive to Item 4(d), the person filing notification submits such documents voluntarily pursuant to 16 C.F.R. §803.1(b).

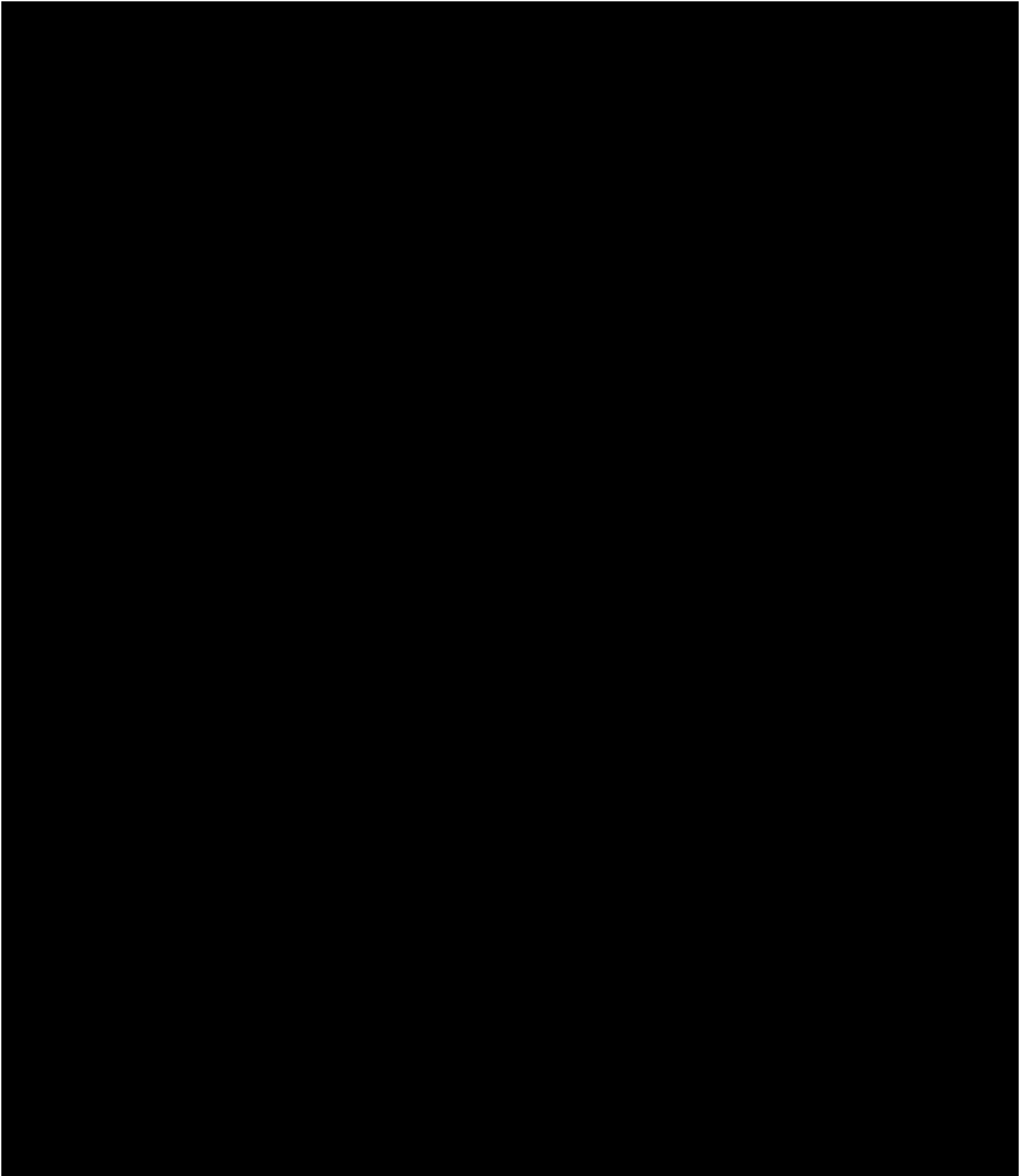


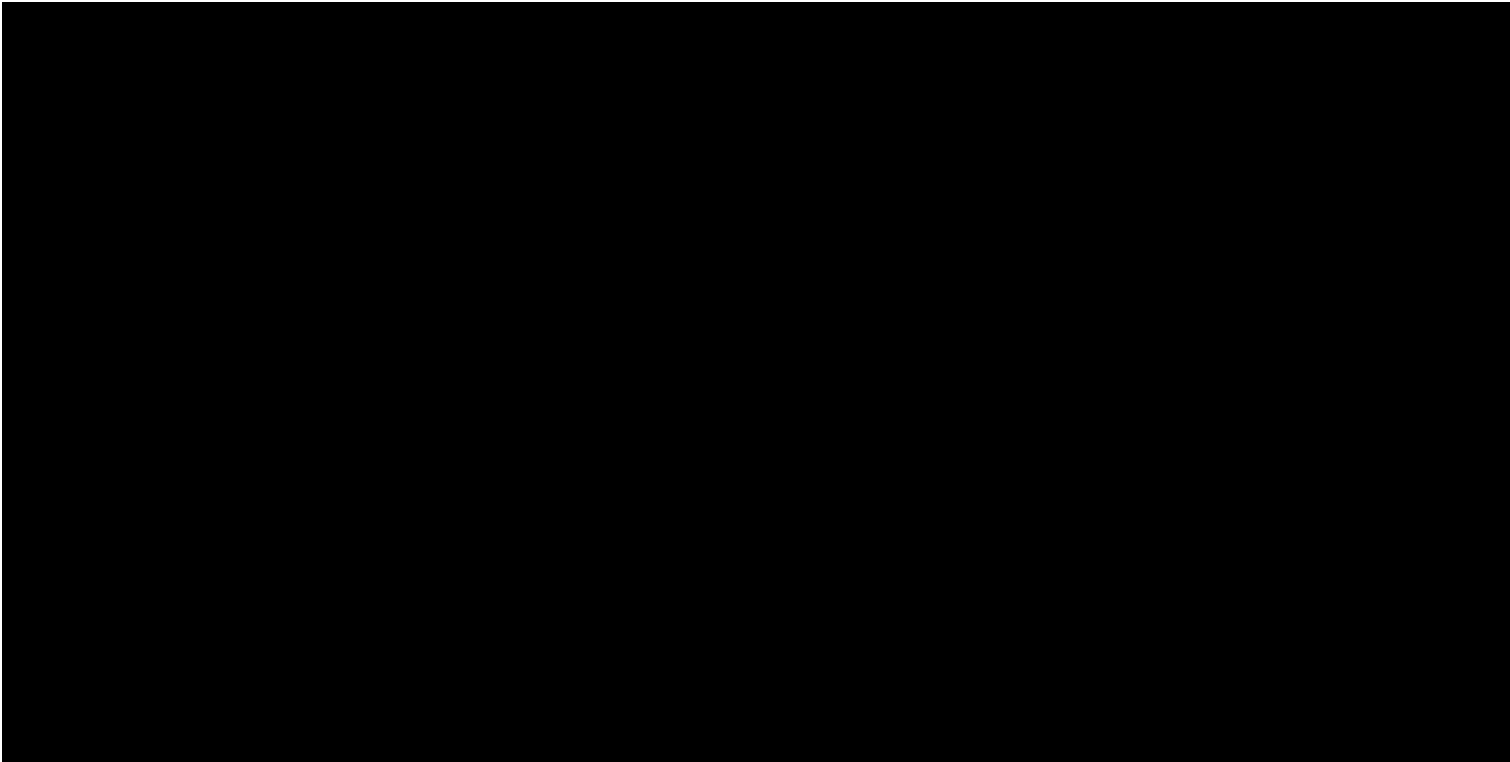






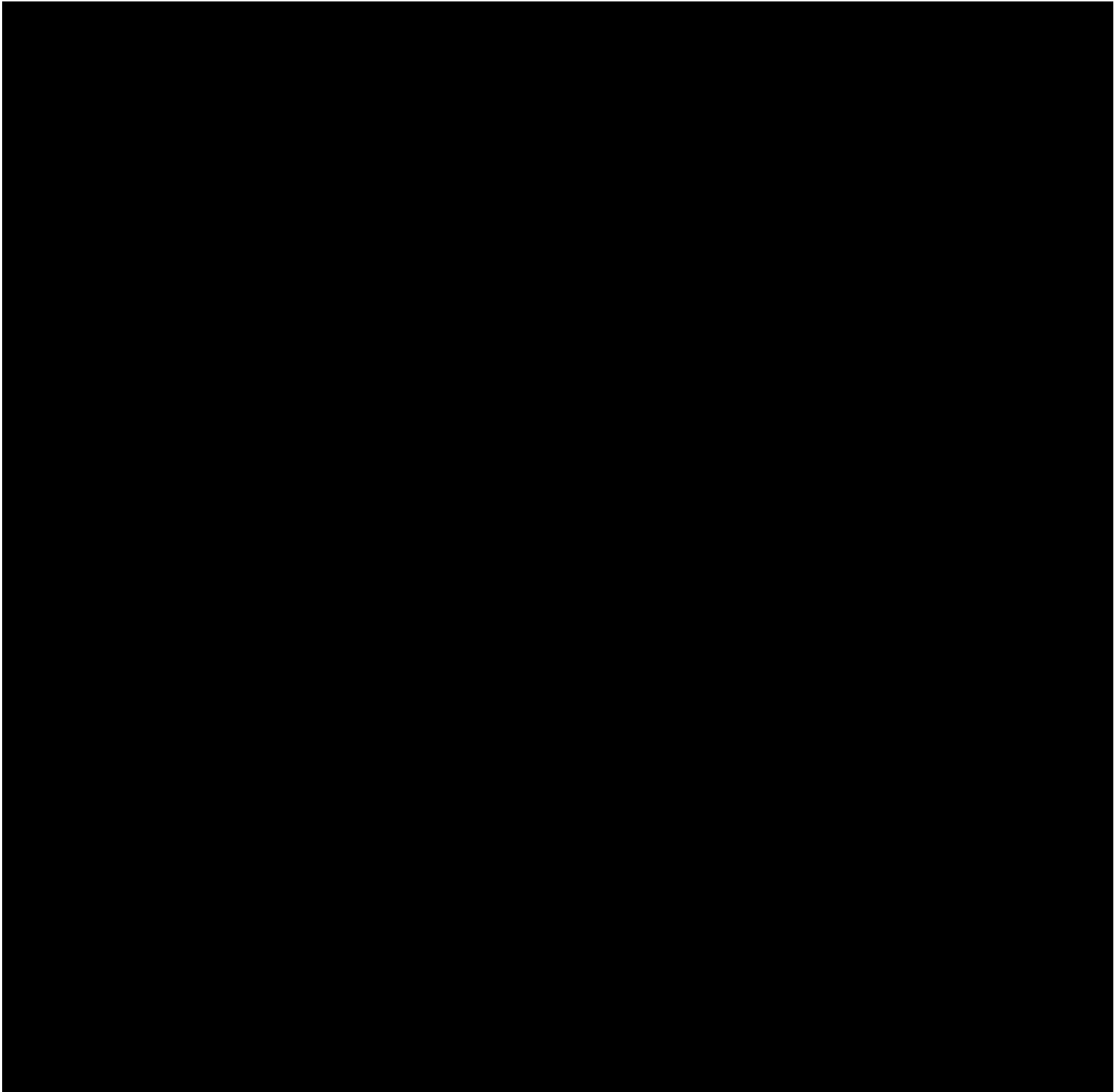


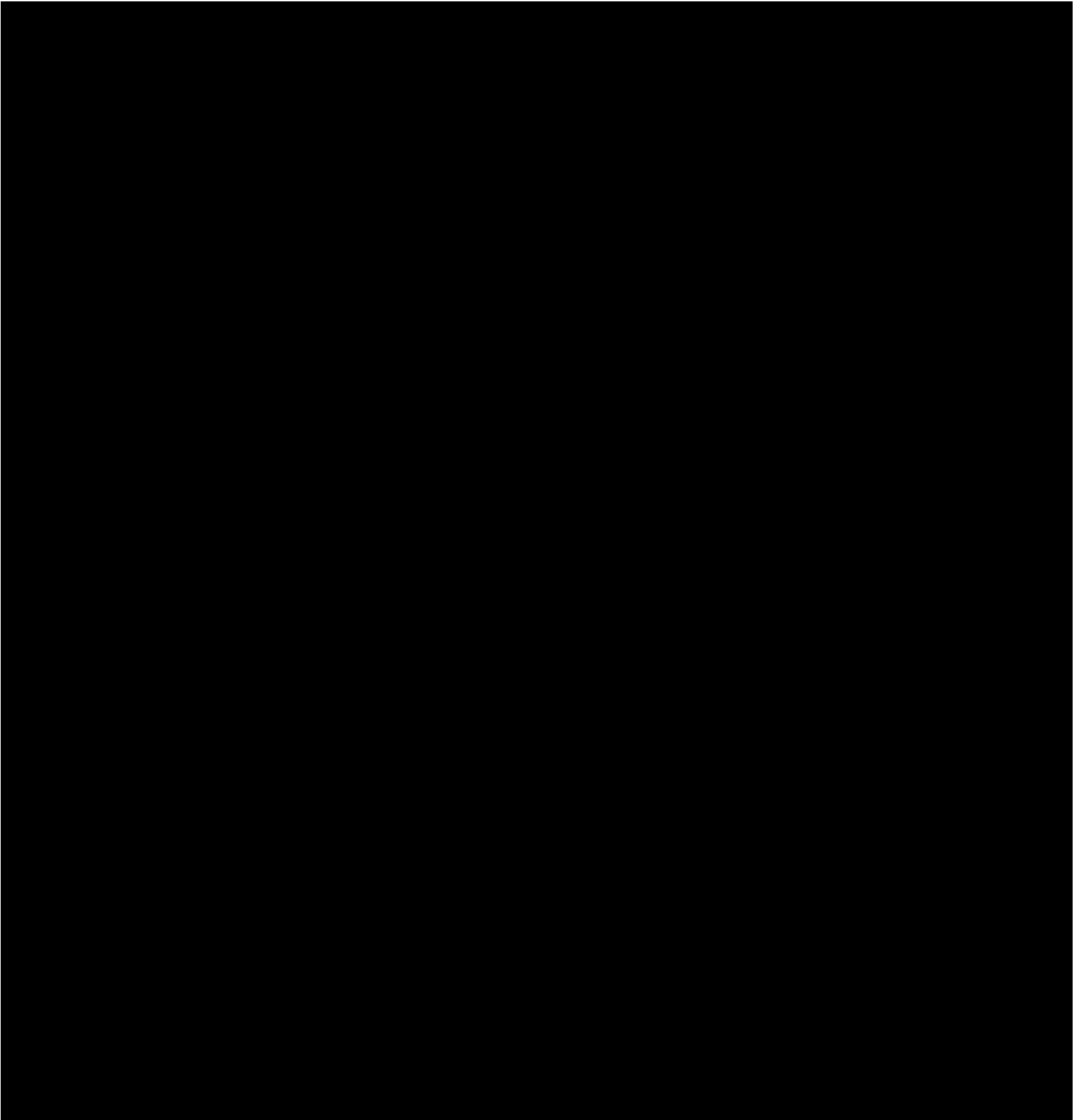


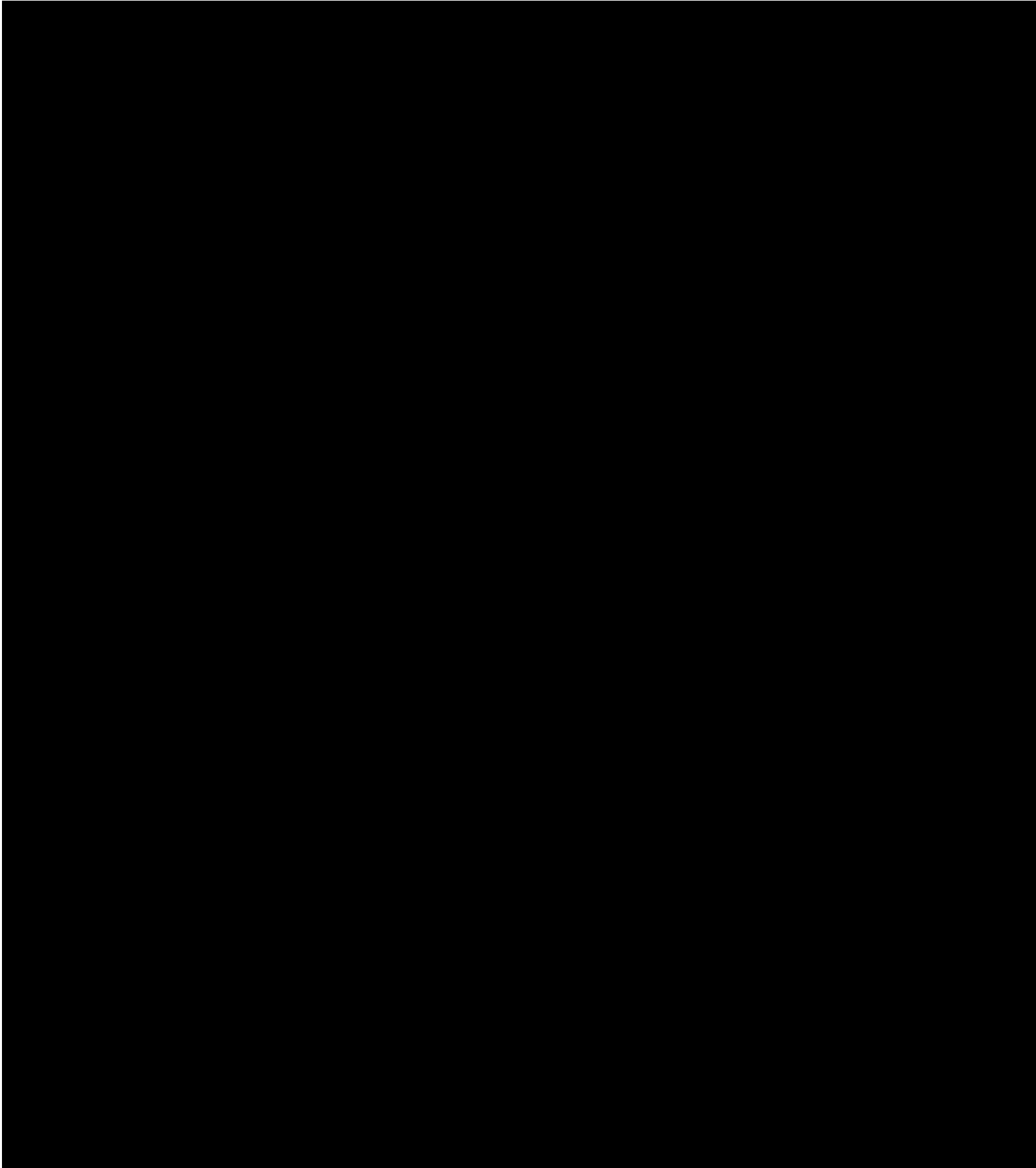


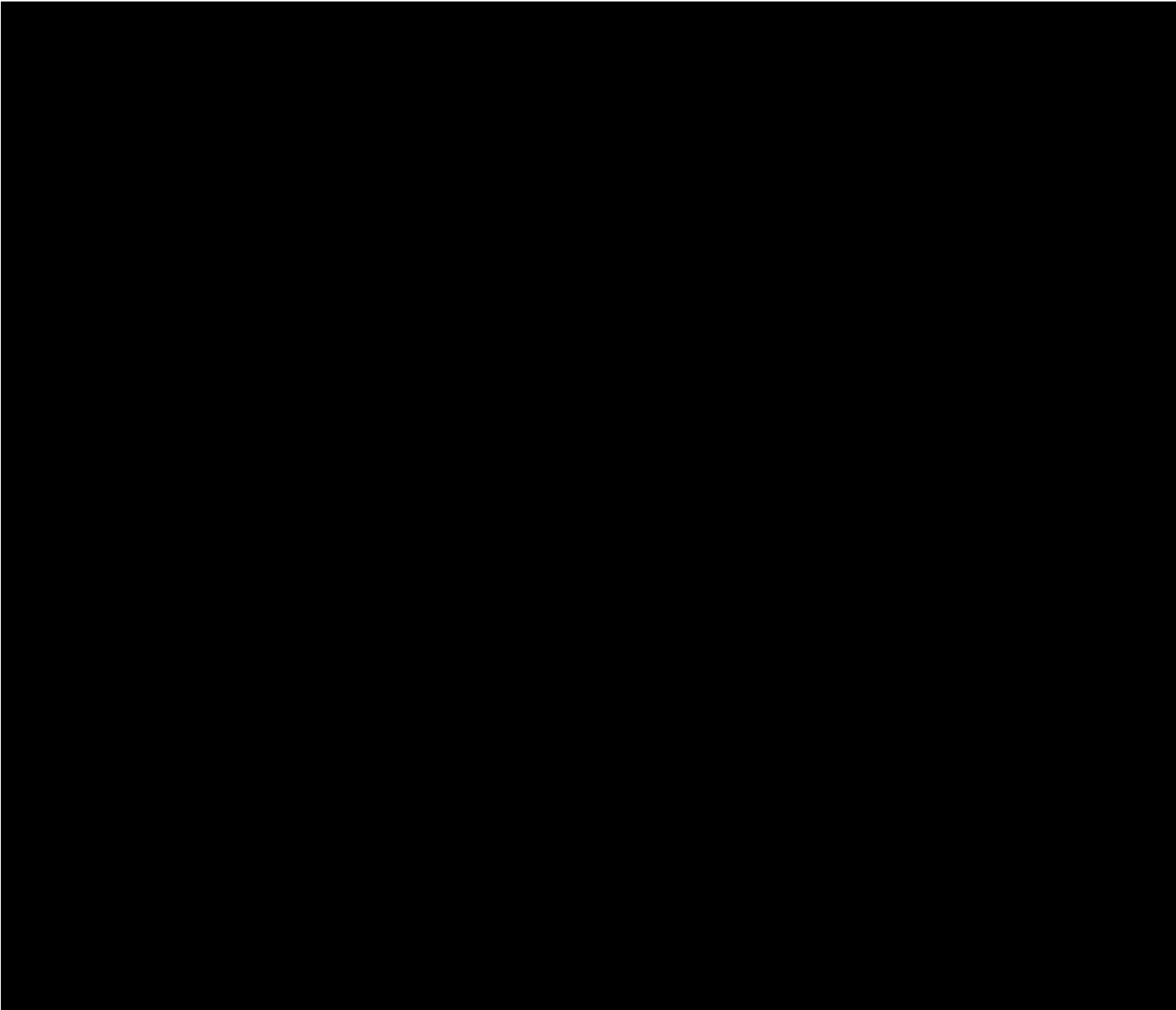
Privilege Log

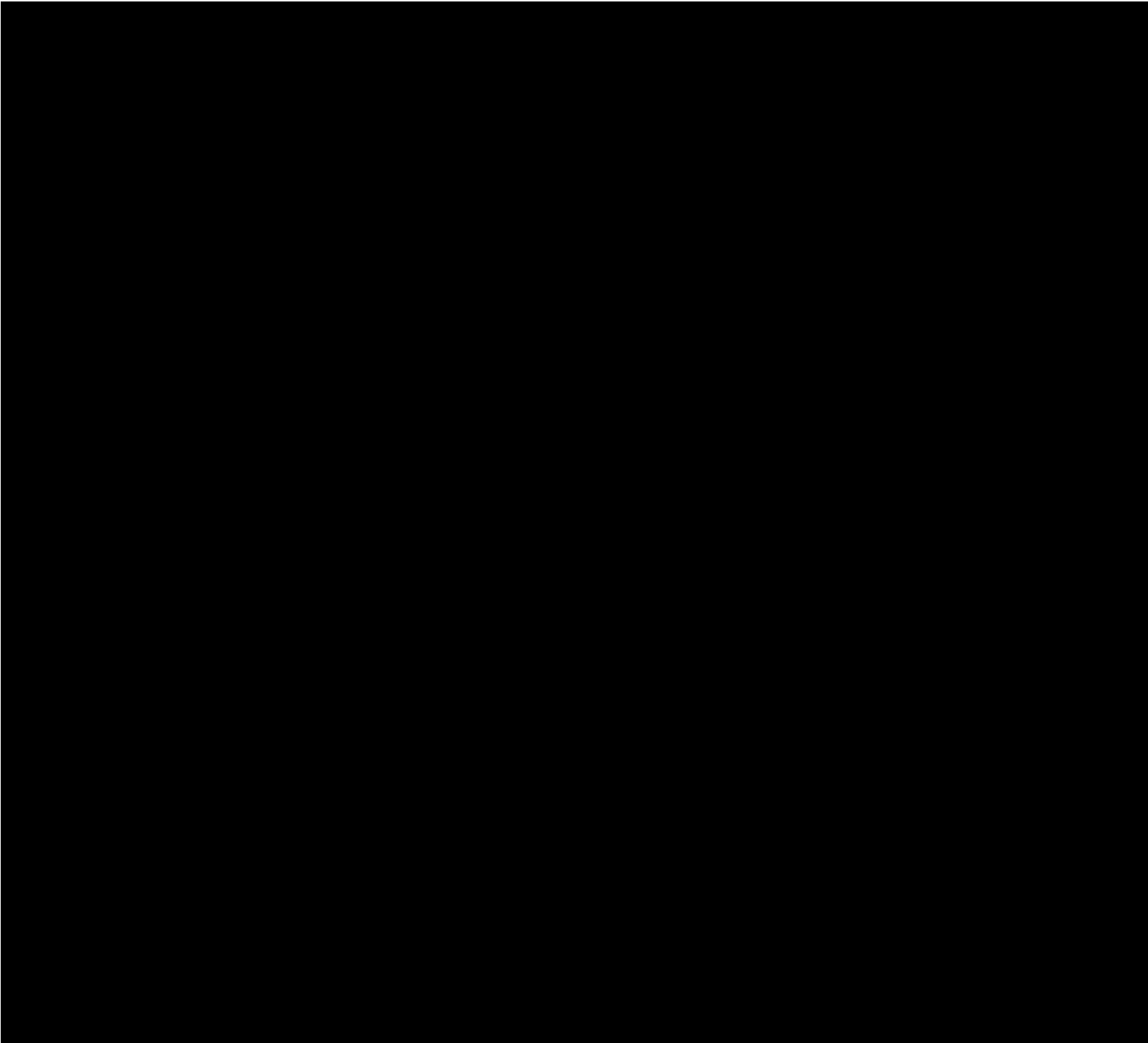
The following documents have been withheld on the grounds of attorney-client privilege, as so indicated below. See §803.3(d). The documents are presently within the custody and control of Beverly J. Ang, Dechert LLP, 1095 Avenue of the Americas, New York, NY 10036.

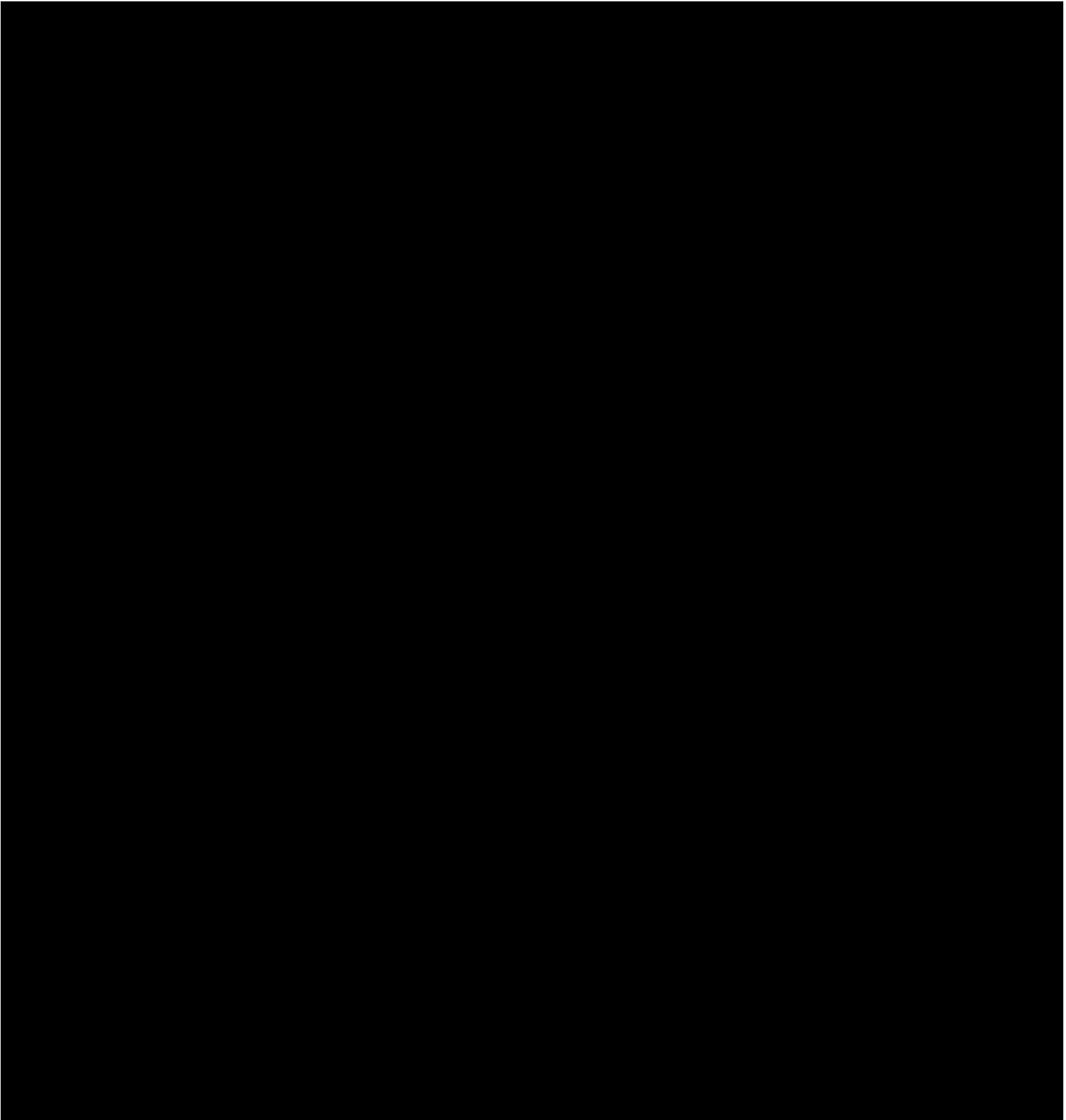


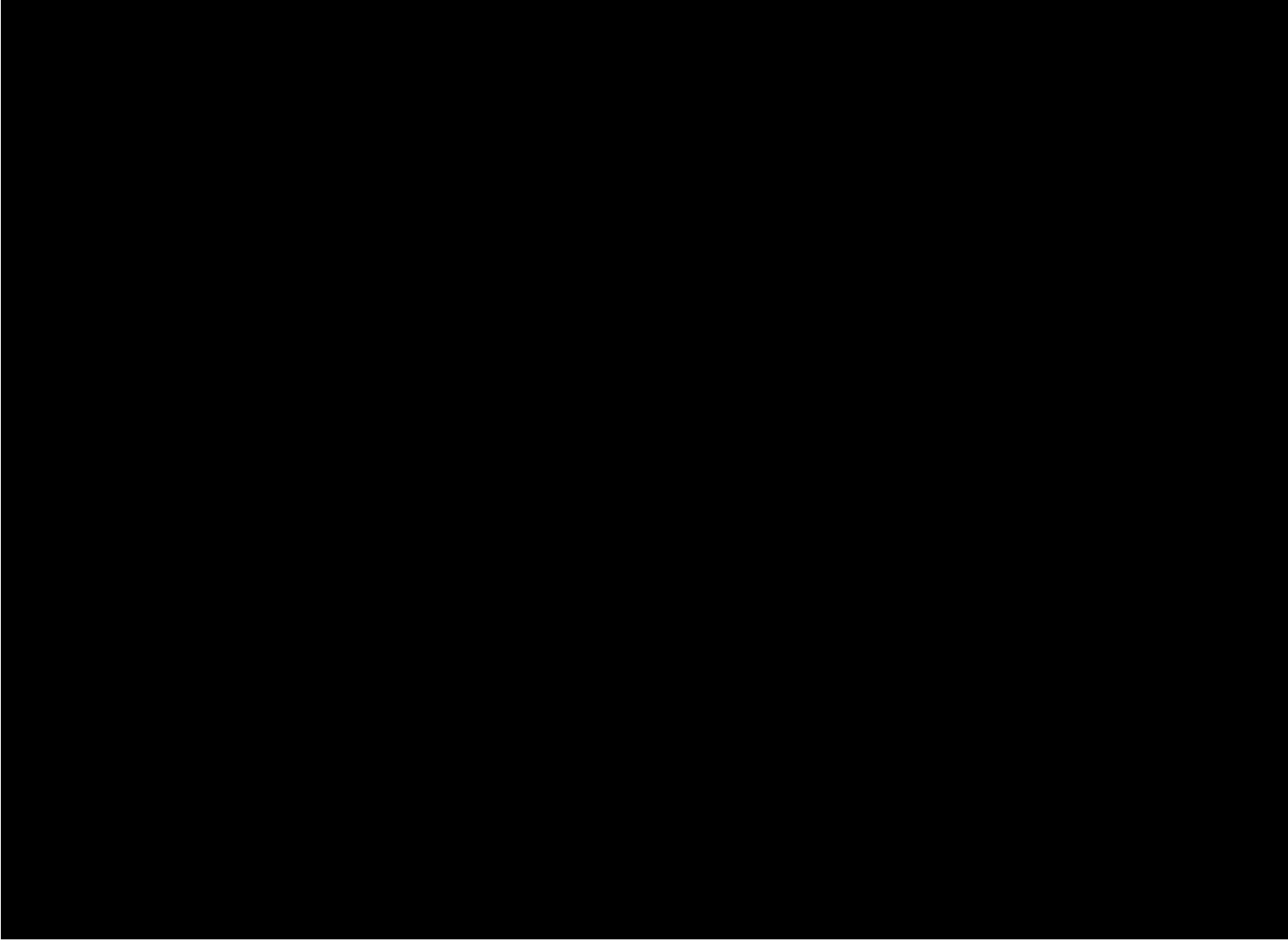


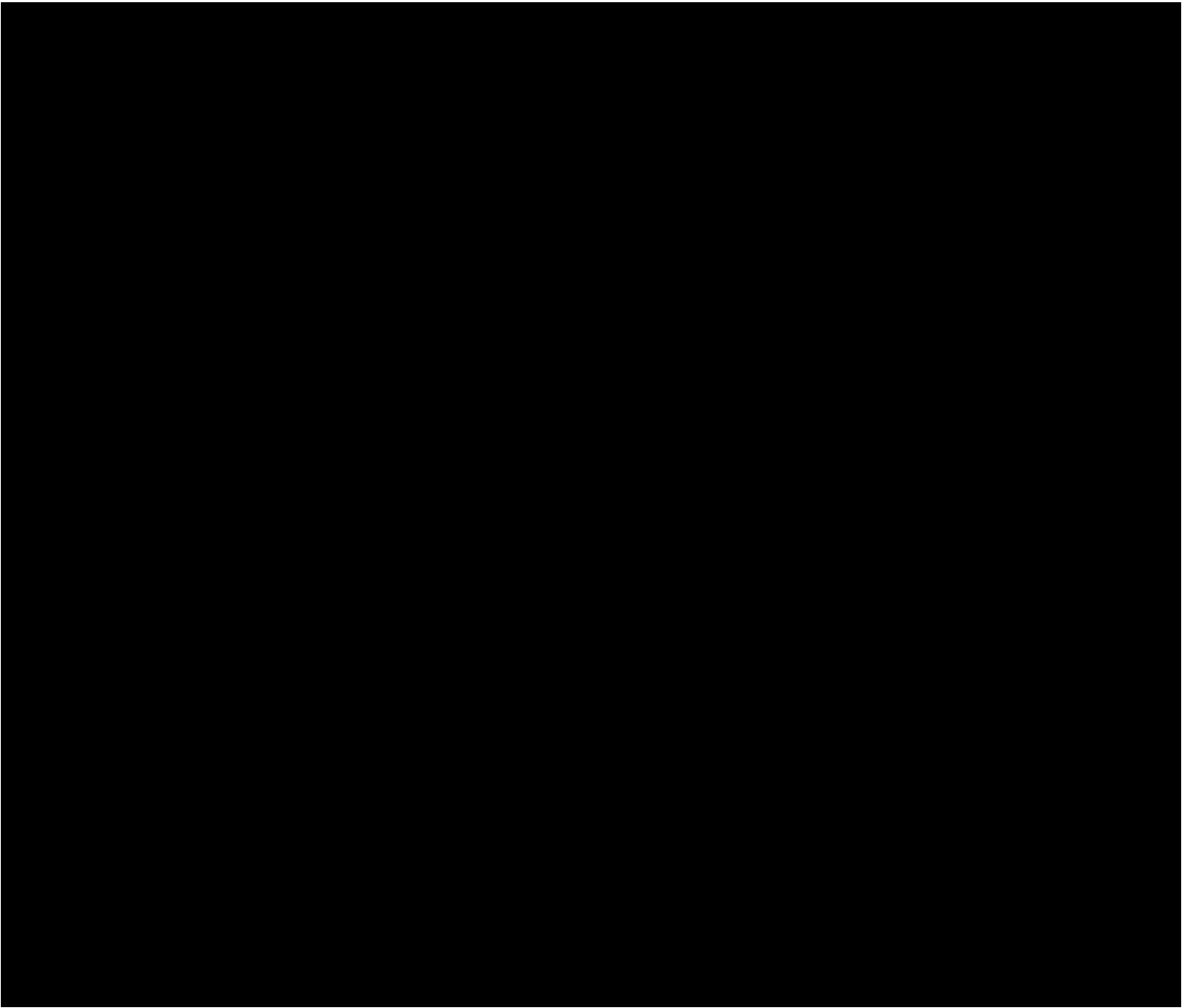


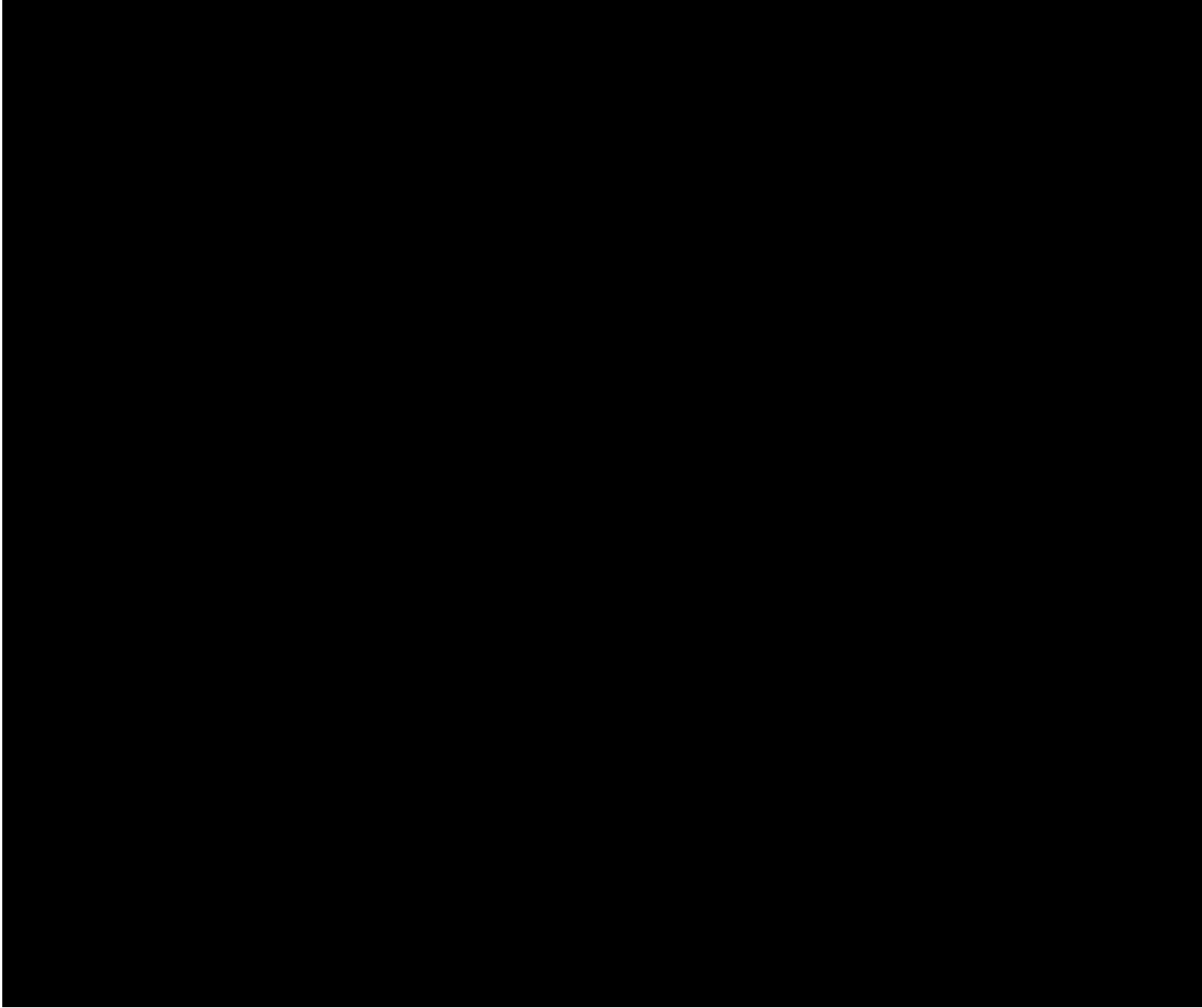












ITEM 5**5(a) DOLLAR REVENUES BY NON-MANUFACTURING INDUSTRY CODE AND BY MANUFACTURED PRODUCT CODE**

Check None at the bottom of the page and provide explanation if you are not reporting revenue

6-DIGIT INDUSTRY CODE AND/OR 10-DIGIT PRODUCT CODE	DESCRIPTION	YEAR	
		2016	TOTAL DOLLAR REVENUES (\$MM)

Attachment:

446110	Pharmacies and Drug Stores	██████	<input type="checkbox"/> Overlap
454111	Electronic Shopping	████	<input type="checkbox"/> Overlap
454113	Mail-Order Houses	████████	<input checked="" type="checkbox"/> Overlap
484230	Specialized Freight (except Used Goods) Trucking, Long-Distance	████	<input type="checkbox"/> Overlap
493120	Refrigerated Warehousing and Storage	████	<input type="checkbox"/> Overlap
493190	Other Warehousing and Storage	████	<input type="checkbox"/> Overlap
518210	Data Processing, Hosting, and Related Services	████	<input type="checkbox"/> Overlap
524298	All Other Insurance Related Activities	████████	<input checked="" type="checkbox"/> Overlap
541990	All Other Professional, Scientific and Technical Services	██████	<input type="checkbox"/> Overlap
621999	All Other Miscellaneous Ambulatory Health Care Services	████	<input type="checkbox"/> Overlap

* Includes RXC Acquisition Company, the sale of which is expected to close imminently.

NONE (PROVIDE EXPLANATION)

NAME OF PERSON FILING NOTIFICATION CVS Health Corporation

DATE January 2, 2018

5(b) COMPLETE ONLY IF ACQUISITION IS IN THE FORMATION OF A JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY

Not Applicable

5(b)(i) CONTRIBUTIONS THAT EACH PERSON FORMING THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY HAS AGREED TO MAKE

Attachment:

5(b)(ii) DESCRIPTION OF CONSIDERATION THAT EACH PERSON FORMING THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY WILL RECEIVE

Attachment:

5(b)(iii) DESCRIPTION OF THE BUSINESS IN WHICH THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY WILL ENGAGE

Attachment:

5(b)(iv) SOURCE OF DOLLAR REVENUES BY 6-DIGIT INDUSTRY CODE (non-manufacturing) AND BY 10-DIGIT PRODUCT CODE (manufactured)

Attachment:

CODE	DESCRIPTION

ITEM 6**6(a) ENTITIES WITHIN PERSON FILING NOTIFICATION**

Attachment:

NAME	CITY	STATE	COUNTRY
See Attachment 6(a)			

6(b) HOLDERS OF PERSON FILING NOTIFICATION

Attachment:

ISSUER/ UNINCORPORATED ENTITY	SHAREHOLDER/ INTEREST HOLDER	HQ ADDRESS	% HELD*
CVS Health Corporation	BlackRock, Inc.	55 East 52nd Street New York, NY 10022	6.6
CVS Health Corporation	The Vanguard Group, Inc.	100 Vanguard Blvd. Malvern, PA 19355	7.3

* Based on the number of shares set forth in a Schedule 13G/A filed on January 23, 2017 by BlackRock, Inc., and a Schedule 13G/A filed on February 9, 2017 by The Vanguard Group, Inc.; and the total number of shares of CVS Health Corporation common stock outstanding as of October 31, 2017.

6(c)(i) HOLDINGS OF PERSON FILING NOTIFICATION

Attachment:

UPE OF FILING PERSON	ISSUER/ UNINCORPORATED ENTITY	% HELD
CVS Health Corporation	None	

6(c)(ii) HOLDINGS OF ASSOCIATES (ACQUIRING PERSON ONLY)

Attachment:

TOP LEVEL ASSOCIATE	ISSUER/ UNINCORPORATED ENTITY	% HELD
None		

Attachment 6(a)

NAME	CITY	STATE	COUNTRY
Accendo Insurance Company	Woonsocket	RI	United States
Accordant Common, L.L.C.	Woonsocket	RI	United States
Accordant Health Services, L.L.C.	Woonsocket	RI	United States
Accuscript MO, Inc.	Woonsocket	RI	United States
ACS ACQCO CORP.	Woonsocket	RI	United States
Advanced Care Scripts, Inc.	Woonsocket	RI	United States
Advanced Healthcare Distributors, L.L.C.	Woonsocket	RI	United States
AdvancePCS SpecialtyRx, LLC	Woonsocket	RI	United States
AdvanceRx.com, L.L.C.	Woonsocket	RI	United States
Alabama CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Alajasper Realty Services, L.L.C.	Woonsocket	RI	United States
Alaska CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
AMC - New York, LLC	Woonsocket	RI	United States
AMC - Tennessee, Inc.	Woonsocket	RI	United States
American Drug Stores Delaware, L.L.C.	Woonsocket	RI	United States
APS Acquisition LLC	Woonsocket	RI	United States
APS-Summit Care Pharmacy, LLC	Woonsocket	RI	United States
Arizona CVS Stores, L.L.C.	Woonsocket	RI	United States
Arkansas CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
ASCO Healthcare of New England Limited Partnership	Woonsocket	RI	United States
ASCO HealthCare, LLC	Woonsocket	RI	United States
Badger Acquisition LLC	Woonsocket	RI	United States
Badger Acquisition of Kentucky, LLC	Woonsocket	RI	United States
Badger Acquisition of Minnesota, LLC	Woonsocket	RI	United States
Badger Acquisition of Ohio, LLC	Woonsocket	RI	United States
Best Care LTC Acquisition Company, LLC	Woonsocket	RI	United States
Bluegrass Pharmacy of Lexington, LLC	Woonsocket	RI	United States
BPNY Acquisition Corp	Woonsocket	RI	United States
Busse CVS, L.L.C.	Woonsocket	RI	United States
Campo's Medical Pharmacy, LLC	Woonsocket	RI	United States
Care Pharmaceutical Services, LP	Woonsocket	RI	United States
Care4, L.P.	Woonsocket	RI	United States
CareCenter Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Arizona Mail Pharmacy, LLC	Woonsocket	RI	United States
Caremark Arizona Specialty Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark California Specialty Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Florida Mail Pharmacy, LLC	Woonsocket	RI	United States
Caremark Florida Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Hawaii Mail Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Hawaii Specialty Pharmacy, LLC	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
Caremark Illinois Mail Pharmacy, LLC	Woonsocket	RI	United States
Caremark Illinois Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark IPA, L.L.C.	Woonsocket	RI	United States
Caremark Irving Resource Center, LLC	Woonsocket	RI	United States
Caremark Kansas Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Louisiana Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Maryland Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Massachusetts Specialty Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Michigan Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Minnesota Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark New Jersey Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark North Carolina Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Ohio Specialty Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Pennsylvania Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark PhC, L.L.C.	Woonsocket	RI	United States
Caremark Puerto Rico Specialty Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Puerto Rico, L.L.C.	Woonsocket	RI	United States
Caremark Redlands Pharmacy, L.L.C.	Woonsocket	RI	United States
Caremark Repack, LLC	Woonsocket	RI	United States
Caremark Rx, L.L.C.	Woonsocket	RI	United States
Caremark Tennessee Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Texas Mail Pharmacy, LLC	Woonsocket	RI	United States
Caremark Texas Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark Washington Specialty Pharmacy, LLC	Woonsocket	RI	United States
Caremark, L.L.C.	Woonsocket	RI	United States
CaremarkPCS Alabama Mail Pharmacy, LLC	Woonsocket	RI	United States
CaremarkPCS Health, L.L.C.	Woonsocket	RI	United States
CaremarkPCS Pennsylvania Mail Pharmacy, LLC	Woonsocket	RI	United States
CaremarkPCS, L.L.C.	Woonsocket	RI	United States
CCI Foreign, Sarl	Woonsocket	RI	United States
CCRx Holdings, LLC	Woonsocket	RI	United States
CCRx of North Carolina, LLC	Woonsocket	RI	United States
CCRx of North Carolina Holdings, LLC	Woonsocket	RI	United States
Choice Source Therapeutic of Houston, Texas, L.L.C.	Woonsocket	RI	United States
CHP Acquisition Corp.	Woonsocket	RI	United States
Compass Health Services, LLC	Woonsocket	RI	United States
Compscript, LLC	Woonsocket	RI	United States
Connecticut CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Continuing Care Rx, LLC	Woonsocket	RI	United States
Coram Alternate Site Services, Inc.	Woonsocket	RI	United States
Coram Clinical Trials, Inc.	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
Coram Healthcare Corporation of Alabama	Woonsocket	RI	United States
Coram Healthcare Corporation of Florida	Woonsocket	RI	United States
Coram Healthcare Corporation of Greater D.C.	Woonsocket	RI	United States
Coram Healthcare Corporation of Greater New York	Woonsocket	RI	United States
Coram Healthcare Corporation of Indiana	Woonsocket	RI	United States
Coram Healthcare Corporation of Massachusetts	Woonsocket	RI	United States
Coram Healthcare Corporation of Mississippi	Woonsocket	RI	United States
Coram Healthcare Corporation of Nevada	Woonsocket	RI	United States
Coram Healthcare Corporation of North Texas	Woonsocket	RI	United States
Coram Healthcare Corporation of Northern California	Woonsocket	RI	United States
Coram Healthcare Corporation of Southern California	Woonsocket	RI	United States
Coram Healthcare Corporation of Southern Florida	Woonsocket	RI	United States
Coram Healthcare Corporation of Utah	Woonsocket	RI	United States
Coram Healthcare/Carolina Home Therapeutics, LLC	Woonsocket	RI	United States
Coram LLC	Woonsocket	RI	United States
Coram Specialty Infusion Services, L.L.C.	Woonsocket	RI	United States
CoramRx, LLC	Woonsocket	RI	United States
CP Acquisition Corp.	Woonsocket	RI	United States
CVS 3268 Gilbert, L.L.C.	Woonsocket	RI	United States
CVS 3745 Peoria, L.L.C.	Woonsocket	RI	United States
CVS AL Distribution, L.L.C.	Woonsocket	RI	United States
CVS Albany, L.L.C.	Woonsocket	RI	United States
CVS Bellmore Avenue, L.L.C.	Woonsocket	RI	United States
CVS Caremark Advanced Technology Pharmacy, L.L.C.	Woonsocket	RI	United States
CVS Caremark Indemnity Ltd.	Woonsocket	RI	United States
CVS Caremark Part D Services, L.L.C.	Woonsocket	RI	United States
CVS Foreign, Inc.	Woonsocket	RI	United States
CVS Foundation	Woonsocket	RI	United States
CVS Gilbert 3272, L.L.C.	Woonsocket	RI	United States
CVS Health Charity Classic, Inc.	Woonsocket	RI	United States
CVS Health Corporation	Woonsocket	RI	United States
CVS Health Employee Relief Fund	Woonsocket	RI	United States
CVS Indiana, L.L.C.	Woonsocket	RI	United States
CVS International, L.L.C.	Woonsocket	RI	United States
CVS Manchester NH, L.L.C.	Woonsocket	RI	United States
CVS Michigan, L.L.C.	Woonsocket	RI	United States
CVS Orlando FL Distribution, L.L.C.	Woonsocket	RI	United States
CVS PA Distribution, L.L.C.	Woonsocket	RI	United States
CVS Pharmacy, Inc.	Woonsocket	RI	United States
CVS PR Center, Inc.	Woonsocket	RI	United States
CVS Rx Services, Inc.	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
CVS Safir Sourcing, LLC	Woonsocket	RI	United States
CVS SC Distribution, L.L.C.	Woonsocket	RI	United States
CVS State Capital, L.L.C.	Woonsocket	RI	United States
CVS TN Distribution, L.L.C.	Woonsocket	RI	United States
CVS Transportation, L.L.C.	Woonsocket	RI	United States
CVS Vero FL Distribution, L.L.C.	Woonsocket	RI	United States
D.A.W., LLC	Woonsocket	RI	United States
D&R Pharmaceutical Services, LLC	Woonsocket	RI	United States
Delaware CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Digital eHealth, LLC	Woonsocket	RI	United States
District of Columbia CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Drogaria Onofre Ltda.	Woonsocket	RI	United States
E.T.B., INC.	Woonsocket	RI	United States
Eckerd Corporation of Florida, Inc.	Woonsocket	RI	United States
Enloe Drugs, LLC	Woonsocket	RI	United States
Enterprise Patient Safety Organization, LLC	Woonsocket	RI	United States
Evergreen Pharmaceutical of California, Inc.	Woonsocket	RI	United States
Evergreen Pharmaceutical, LLC	Woonsocket	RI	United States
Express Pharmacy Services of PA, L.L.C.	Woonsocket	RI	United States
Garfield Beach CVS, L.L.C.	Woonsocket	RI	United States
Generation Health, L.L.C.	Woonsocket	RI	United States
Geneva Woods Pharmacy, Inc.	Woonsocket	RI	United States
Geneva Woods Pharmacy Alaska, LLC	Woonsocket	RI	United States
Geneva Woods Pharmacy Washington, LLC	Woonsocket	RI	United States
Geneva Woods Pharmacy Wyoming, LLC	Woonsocket	RI	United States
Geneva Woods Management, LLC	Woonsocket	RI	United States
Geneva Woods Health Services, LLC	Woonsocket	RI	United States
Geneva Woods LTC Pharmacy, LLC	Woonsocket	RI	United States
Geneva Woods Retail Pharmacy, LLC	Woonsocket	RI	United States
Georgia CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
German Dobson CVS, L.L.C.	Woonsocket	RI	United States
Goodyear CVS, L.L.C.	Woonsocket	RI	United States
Grand St. Paul CVS, L.L.C.	Woonsocket	RI	United States
Heartland Healthcare Services, LLC	Woonsocket	RI	United States
Heartland Pharmacy of Illinois LLC	Woonsocket	RI	United States
Heartland Pharmacy of PA, LLC	Woonsocket	RI	United States
Highland Park CVS, L.L.C.	Woonsocket	RI	United States
Holiday CVS, L.L.C.	Woonsocket	RI	United States
Home Care Pharmacy, LLC	Woonsocket	RI	United States
Home Pharmacy Services, LLC	Woonsocket	RI	United States
Hook-SupeRx, L.L.C.	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
Idaho CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Innovative Worldwide Distributors (HK) Limited	Woonsocket	RI	United States
Institutional Health Care Services, LLC	Woonsocket	RI	United States
Interlock Pharmacy Systems, LLC	Woonsocket	RI	United States
Iowa CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Ironbound CVS Urban Renewal, L.L.C.	Woonsocket	RI	United States
JHC Acquisition, LLC	Woonsocket	RI	United States
Kansas CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Kentucky CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Langsam Health Services, LLC	Woonsocket	RI	United States
LCPS Acquisition, LLC	Woonsocket	RI	United States
Lobos Acquisition, LLC	Woonsocket	RI	United States
Lo-Med Prescription Services, LLC	Woonsocket	RI	United States
Longs Drug Stores California, L.L.C.	Woonsocket	RI	United States
Longs Drug Stores, L.L.C.	Woonsocket	RI	United States
Louisiana CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Main Street Pharmacy, L.L.C.	Woonsocket	RI	United States
Managed HealthCare, Inc.	Woonsocket	RI	United States
Maryland CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Massachusetts CVS Pharmacy, Inc.	Woonsocket	RI	United States
Med World Acquisition Corp.	Woonsocket	RI	United States
Medical Arts Health Care, Inc.	Woonsocket	RI	United States
Melville Realty Company, Inc.	Woonsocket	RI	United States
MemberHealth LLC	Woonsocket	RI	United States
Merwin IV & Specialty Pharmacy, LLC	Woonsocket	RI	United States
Merwin Long Term Care, LLC	Woonsocket	RI	United States
Merwin Rx-Compounding Pharmacy, LLC	Woonsocket	RI	United States
MHHP Acquisition Company, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Alabama, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Arizona, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Florida, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Georgia, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Hawaii, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Illinois, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Kentucky, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Louisiana, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Maine, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Maryland, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Massachusetts, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Nebraska, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of New Hampshire, L.L.C.	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
MinuteClinic Diagnostic of New Mexico, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Ohio, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Oklahoma, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Oregon, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Pennsylvania, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Rhode Island, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of South Carolina, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Texas, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Utah, L.L.C.	Woonsocket	RI	United States
MinuteClinic Diagnostic of Virginia, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Washington, LLC	Woonsocket	RI	United States
MinuteClinic Diagnostic of Wisconsin, L.L.C.	Woonsocket	RI	United States
MinuteClinic, L.L.C.	Woonsocket	RI	United States
Mississippi CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Missouri CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Montana CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Mountain Grove Investment Group LLC	Woonsocket	RI	United States
NCS Healthcare of Illinois, LLC	Woonsocket	RI	United States
NCS Healthcare of Iowa, LLC	Woonsocket	RI	United States
NCS Healthcare of Kansas, LLC	Woonsocket	RI	United States
NCS Healthcare of Kentucky, Inc.	Woonsocket	RI	United States
NCS Healthcare of Montana, LLC	Woonsocket	RI	United States
NCS Healthcare of New Hampshire, Inc.	Woonsocket	RI	United States
NCS Healthcare of New Mexico, LLC	Woonsocket	RI	United States
NCS Healthcare of Ohio, LLC	Woonsocket	RI	United States
NCS Healthcare of South Carolina, LLC	Woonsocket	RI	United States
NCS Healthcare of Tennessee, LLC	Woonsocket	RI	United States
NCS Healthcare of Wisconsin, LLC	Woonsocket	RI	United States
NCS Healthcare, LLC	Woonsocket	RI	United States
Nebraska CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
NeighborCare Holdings, Inc.	Woonsocket	RI	United States
NeighborCare of Indiana, LLC	Woonsocket	RI	United States
NeighborCare of New Hampshire, L.L.C.	Woonsocket	RI	United States
NeighborCare of Virginia, LLC	Woonsocket	RI	United States
NeighborCare Pharmacies, LLC	Woonsocket	RI	United States
NeighborCare Pharmacy of Virginia, LLC	Woonsocket	RI	United States
NeighborCare Pharmacy Services, Inc.	Woonsocket	RI	United States
NeighborCare Services Corporation	Woonsocket	RI	United States
NeighborCare, Inc.	Woonsocket	RI	United States
Nevada CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
New Jersey CVS Pharmacy, L.L.C.	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
NIV Acquisition, LLC	Woonsocket	RI	United States
North Carolina CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
North Shore Pharmacy Services LLC	Woonsocket	RI	United States
NovoLogix, LLC	Woonsocket	RI	United States
OCR Services Corporation	Woonsocket	RI	United States
Ohio CVS Stores, L.L.C.	Woonsocket	RI	United States
Oklahoma CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Omnicare Holding Company	Woonsocket	RI	United States
Omnicare Indiana Partnership Holding Company LLC	Woonsocket	RI	United States
Omnicare Management Company	Woonsocket	RI	United States
Omnicare of Nevada, LLC	Woonsocket	RI	United States
Omnicare of New York, LLC	Woonsocket	RI	United States
Omnicare Pharmacies of Great Plains Holding Company	Woonsocket	RI	United States
Omnicare Pharmacies of Pennsylvania West LLC	Woonsocket	RI	United States
Omnicare Pharmacy and Supply Services LLC	Woonsocket	RI	United States
Omnicare Pharmacy of Florida, LP	Woonsocket	RI	United States
Omnicare Pharmacy of Nebraska, LLC	Woonsocket	RI	United States
Omnicare Pharmacy of North Carolina, LLC	Woonsocket	RI	United States
Omnicare Pharmacy of Pueblo, LLC	Woonsocket	RI	United States
Omnicare Pharmacy of Tennessee, LLC	Woonsocket	RI	United States
Omnicare Pharmacy of Texas 1, LP	Woonsocket	RI	United States
Omnicare Pharmacy of Texas 2, LP	Woonsocket	RI	United States
Omnicare Pharmacy of the Midwest, LLC	Woonsocket	RI	United States
Omnicare Property Management, LLC	Woonsocket	RI	United States
Omnicare, Inc.	Woonsocket	RI	United States
Oregon CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Pennsylvania CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Pennsylvania Life Insurance Company	Woonsocket	RI	United States
PharmaCare Pharmacy, L.L.C.	Woonsocket	RI	United States
PharmaCare Specialty Healthcare Distributors, L.L.C.	Woonsocket	RI	United States
Pharmacy Associates of Glens Falls, Inc.	Woonsocket	RI	United States
Pharmacy Consultants, LLC	Woonsocket	RI	United States
Pharmacy Holding #1, LLC	Woonsocket	RI	United States
Pharmacy Holding #2, LLC	Woonsocket	RI	United States
Pharmasource Healthcare, Inc.	Woonsocket	RI	United States
Pharmed Holdings, Inc.	Woonsocket	RI	United States
Pharmore, LLC	Woonsocket	RI	United States
Pharmore Drugs, LLC	Woonsocket	RI	United States
PP Acquisition Company, LLC	Woonsocket	RI	United States
PRN Pharmaceutical Services, LP	Woonsocket	RI	United States
ProCare Pharmacy Direct, L.L.C.	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
ProCare Pharmacy, L.L.C.	Woonsocket	RI	United States
Professional Pharmacy Services, Inc.	Woonsocket	RI	United States
Puerto Rico CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Red Oak Sourcing, LLC	Woonsocket	RI	United States
Retrac, Inc.	Woonsocket	RI	United States
Rhode Island CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Roeschen's Healthcare LLC	Woonsocket	RI	United States
Rx Hub, L.L.C.	Woonsocket	RI	United States
RxAmerica LLC	Woonsocket	RI	United States
RXC Acquisition Company * Note: The sale of this entity is expected to close imminently.	Woonsocket	RI	United States
Sheffield Avenue CVS, L.L.C.	Woonsocket	RI	United States
Shore Pharmaceutical Providers, LLC	Woonsocket	RI	United States
SilverScript Insurance Company	Woonsocket	RI	United States
South Carolina CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
South Wabash CVS, L.L.C.	Woonsocket	RI	United States
Specialized Pharmacy Services, LLC	Woonsocket	RI	United States
Specialty Services Holding LLC	Woonsocket	RI	United States
Sterling Healthcare Services, Inc.	Woonsocket	RI	United States
Suburban Medical Services, LLC	Woonsocket	RI	United States
Sun Pharmacy, Limited Liability Company	Woonsocket	RI	United States
Superior Care Pharmacy, Inc.	Woonsocket	RI	United States
T2 Medical, Inc.	Woonsocket	RI	United States
TCPI Acquisition Corp.	Woonsocket	RI	United States
Tennessee CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Thomas Phoenix CVS, L.L.C.	Woonsocket	RI	United States
Three Forks Apothecary, LLC	Woonsocket	RI	United States
UC Acquisition Corp.	Woonsocket	RI	United States
Uni-Care Health Services of Maine, Inc.	Woonsocket	RI	United States
Utah CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Value Health Care Services LLC	Woonsocket	RI	United States
VAPS Acquisition Company, LLC	Woonsocket	RI	United States
Vermont CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Virginia CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Warm Springs Road CVS, L.L.C.	Woonsocket	RI	United States
Washington CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Washington Lamb CVS, L.L.C.	Woonsocket	RI	United States
Weber Medical Systems LLC	Woonsocket	RI	United States
Wellpartner, LLC	Woonsocket	RI	United States
West Virginia CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Westhaven Services Co, LLC	Woonsocket	RI	United States
Williamson Drug Company, Incorporated	Woonsocket	RI	United States

NAME	CITY	STATE	COUNTRY
Wisconsin CVS Pharmacy, L.L.C.	Woonsocket	RI	United States
Woodruff Realty Associates, L.L.C.	Woonsocket	RI	United States
Woodward Detroit CVS, L.L.C.	Woonsocket	RI	United States
WP Smart Holdings, LLC	Woonsocket	RI	United States
ZS Acquisition Company, LLC	Woonsocket	RI	United States

ITEM 7

OVERLAP DOLLAR REVENUES

7(a) 6-DIGIT NAICS INDUSTRY CODE AND DESCRIPTION None

CODE	DESCRIPTION	PERSON / ASSOCIATE / BOTH
454113	Mail-Order Houses	PERSON
524298	All Other Insurance Related Activities	PERSON

7(b)(i) LIST THE NAME OF EACH PERSON THAT ALSO DERIVED DOLLAR REVENUES

UPE OF OTHER FILING PERSON	ENTITY THAT OVERLAPS (IF DIFFERENT)
Aetna Inc.	unknown

7(b)(ii) LIST THE NAME OF EACH ASSOCIATE OF THE ACQUIRING PERSON THAT ALSO DERIVED DOLLAR REVENUES
(ACQUIRING PERSON ONLY)

TOP LEVEL ASSOCIATE	ENTITY THAT OVERLAPS (IF DIFFERENT)
None	

7(c) GEOGRAPHIC MARKET INFORMATION FOR EACH PERSON THAT ALSO DERIVED DOLLAR REVENUES

CODE	GEOGRAPHIC MARKET INFORMATION
454113	See Attachment 7(c)
524298	National (50)*

* The filing person offers insurance products in all 50 states, but has physical offices associated with its insurance-related business in AZ, IL, and TN.

7(d) GEOGRAPHIC MARKET INFORMATION FOR ASSOCIATES OF THE ACQUIRING PERSON
(ACQUIRING PERSON ONLY)

CODE	GEOGRAPHIC MARKET INFORMATION
None	

Attachment 7(c)

ADDRESS	CITY	COUNTY	STATE	ZIP
1521 4th Ave., South	Birmingham	Jefferson	AL	35233-1612
1002 East McDowell Road	Phoenix	Maricopa	AZ	85006-2625
9501 E. Shea Blvd.	Scottsdale	Maricopa	AZ	85260
5721 E. Santa Ana	Ontario	San Bernardino	CA	91761
1127 Bryn Mawr Ave. Ste. A	Redlands	San Bernardino	CA	92374
1127 Bryn Mawr Ave. Ste B	Redlands	San Bernardino	CA	92374
1110 Research Drive, Suite B	Redlands	San Bernardino	CA	92374
1010 University Avenue	San Diego	San Diego	CA	92103-3398
445 Castro Street	San Francisco	San Francisco	CA	94114-2019
8607 Santa Monica Boulevard	West Hollywood	Los Angeles	CA	90069-4109
2101 N. Ursula St. Unit 35	Aurora	Adams	CO	80045-7426
1601 17th Street NW	Washington	District Of Columbia	DC	20009-2403
9310 SouthPark Center Loop ¹	Orlando	Orange	FL	32819
6251 Chancellor Drive Ste 101	Orlando	Orange	FL	32809
7930 Woodland Center Blvd., Ste 500	Tampa	Hillsborough	FL	33614
560 Amsterdam Ave, Ste #E	Atlanta	Fulton	GA	30306-3479
500 Ala Moana Blvd., Bldg 1	Honolulu	Honolulu	HI	96813-4920
2969 Mapunapuna Place Suite 110	Honolulu	Honolulu	HI	96819
94-780A Meheula Parkway	Mililani	Honolulu	HI	96789
800 Biermann Court, Suite A	Mount Prospect	Cook	IL	60056
800 Biermann Court, Ste. B	Mount Prospect	Cook	IL	60056
1780 Wall St.	Mount Prospect	Cook	IL	60056
11162 Renner Blvd.	Lenexa	Johnson	KS	66219
160 Moore Dr.	Lexington	Fayette	KY	40503
5101 Jeff Commerce Dr. ²	Louisville	Jefferson	KY	40219-3336
35 Kneeland Street	Boston	Suffolk	MA	02111-1523
350 Longwood Ave., Ste B	Boston	Suffolk	MA	02115-5726
25 Birch St., Bldg B	Milford	Worcester	MA	01757
1307-H Allen Dr.	Troy	Oakland	MI	48083
1811 Old Highway 8 NW	New Brighton	Ramsey	MN	55112
1266 Helme Ave. N	Oakdale	Washington	MN	55128
601 S. Kings Dr.	Charlotte	Mecklenburg	NC	28204-2932
10700 World Trade Park, Suite 110	Raleigh	Wake	NC	27617
180 Passaic Ave.	Fairfield	Essex	NJ	07004
126 Eighth Ave.	New York	New York	NY	10011-5108
1309 NW 23rd Ave.	Portland	Multnomah	OR	97210-2601
20800 SW 115 th Ave.	Tualatin	Washington	OR	97062
105 Mall Boulevard	Monroeville	Allegheny	PA	15146-2230
1117 Walnut St.	Philadelphia	Philadelphia	PA	19107-4918
620 Epsilon Drive	Pittsburgh	Allegheny	PA	15238
1 Great Valley Blvd.	Wilkes Barre	Luzerne	PA	18706
Jesus T. Pintero Ave. 278-280, Ste B	Rio Piedras	San Juan	PR	00918
2 Dudley Street Suite 170	Providence	Providence	RI	02905-3246
3250 Harden St. Ext. Suite #300	Columbia	Richland	SC	29203-6842
8370 Wolf Dr., Ste 107	Bartlett	Shelby	TN	38133
979 East Third Street	Chattanooga	Hamilton	TN	37404
1162 W. Poplar Ave	Collierville	Shelby	TN	38017
60 Market Center Dr., Suite 103	Collierville	Shelby	TN	38017
426 S. Henderson Street	Fort Worth	Tarrant	TX	76104-1017
7034 Alamo Downs Pkwy.	San Antonio	Bexar	TX	78238
1001 Madison St.	Seattle	King	WA	98104-1263

TOTAL STATES = 23 (plus DC and PR)

¹ Operations recently moved to this location. Prior to such move, operations were located at: 3300B N 28th Terrace, Hollywood, FL (Broward County) 33020.

² Operations recently moved to this location. Prior to such move, operations were located at: 4500 Progress Blvd, Louisville, KY (Jefferson County) 40218.

ITEM 8

PRIOR ACQUISITIONS (ACQUIRING PERSON ONLY)

NAICS Code		
	454113	Mail-Order Houses
Acquired Entity	Omnicare, Inc.	
Former HQ Address	900 Omnicare Center, 201 E. Fourth Street, Cincinnati, OH 45202	
Acquisition Type	<input checked="" type="checkbox"/> Securities <input type="checkbox"/> Assets <input type="checkbox"/> Non Corporate Interests	Date of Acquisition: August 18, 2015
Notes		

NAICS Code		
	454113	Mail-Order Houses
Acquired Entity	Wellpartner, Inc.	
Former HQ Address	20800 S.W. 115th Avenue, Suite 100, Tualatin, OR 97062	
Acquisition Type	<input checked="" type="checkbox"/> Securities <input type="checkbox"/> Assets <input type="checkbox"/> Non Corporate Interests	Date of Acquisition: November 30, 2017
Notes		

NAME OF PERSON FILING NOTIFICATION CVS Health Corporation

DATE *January 2, 2018*

CERTIFICATION

This **NOTIFICATION AND REPORT FORM**, together with any and all appendices and attachments thereto, was prepared and assembled under my supervision in accordance with instructions issued by the Federal Trade Commission. Subject to the recognition that, where so indicated, reasonable estimates have been made because books and records do not provide the required data, the information is, to the best of my knowledge, true, correct, and complete in accordance with the statute and rules.

Pursuant to 28 U.S.C. § 1746, I declare under the penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

NAME (Please print or type)

Thomas S. Moffatt

TITLE

Vice President, Assistant Secretary and Assistant General Counsel-Corporate Services, CVS Health Corporation

SIGNATURE



DATE

January 2, 2018

ENDNOTES

ENDNOTE NUMBER	PERTAINING TO	ENDNOTE TEXT	

ATTACHMENTS

Attach Total: 5

ATTACHMENT NUMBER	ATTACHMENT DESCRIPTION				
4(c)		DESCRIPTION	Response to Item 4(c)		
	ATTACHED TO ITEM				
4(d)		DESCRIPTION	Response to Item 4(d)		
	ATTACHED TO ITEM				
		DESCRIPTION	Privilege Log		
	ATTACHED TO ITEM				
6(a)		DESCRIPTION	Response to Item 6(a)		
	ATTACHED TO ITEM				
7(c)		DESCRIPTION	Response to Item 7(c)		
	ATTACHED TO ITEM				



16 C.F.R. Part 803 – Appendix

NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS

TRANSACTION NUMBER ASSIGNED

Electronic Form Version 1.0.0, MM/DD/YYYY

FEE INFORMATION (For Payer Only)

TAX PAYER IDENTIFICATION NUMBER Not applicable

AMOUNT PAID \$ 0

OR SOCIAL SECURITY NUMBER FOR NATURAL PERSONS

In cases where your filing fee would be higher if based on acquisition price or where the acquisition price is undetermined to the extent that it may straddle a filing fee threshold, attach an explanation of how you determined the appropriate fee.

NAME OF PAYER (if different from PERSON FILING)

WIRE TRANSFER or CERTIFIED CHECK / MONEY ORDER ATTACHED

WIRE TRANSFER CONFIRMATION NO.

Attachment number: N/A

FROM (NAME OF INSTITUTION)

IS THIS A CORRECTIVE FILING? YES NO CASH TENDER OFFER? YES NO BANKRUPTCY? YES NO

DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD? YES NO (Grants of early termination are published in the Federal Register and on the FTC web site, www.ftc.gov)

(voluntary) IS THIS ACQUISITION SUBJECT TO NON-US FILING REQUIREMENTS? YES NO IF YES, list jurisdictions:

Table with 2 columns: ITEM 1 (PERSON FILING) and details for Aetna Inc. (151 Farmington Avenue, Hartford, CT, USA, 06156, www.aetna.com)

1(b) PERSON FILING NOTIFICATION IS an acquiring person an acquired person both

1(c) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE THE PERSON FILING NOTIFICATION Corporation Unincorporated Entity Natural Person Other (Specify)

1(d) DATA FURNISHED BY calendar year fiscal year (specify period): (month/year) to (month/year)

1(e) PUT AN "X" IN THE APPROPRIATE BOX BELOW AND GIVE THE NAME AND ADDRESS OF THE ENTITY FILING NOTIFICATION, IF DIFFERENT THAN THE ULTIMATE PARENT ENTITY

Not Applicable This report is being filed on behalf of a foreign person pursuant to § 803.4. This report is being filed on behalf of the ultimate parent entity by another entity within the same person authorized by it to file pursuant to § 803.2(a).

Table with 2 columns: NAME ADDRESS CITY, STATE, COUNTRY ZIP CODE

1(f) NAME AND ADDRESS OF ENTITY MAKING ACQUISITION OR WHOSE ASSETS, VOTING SECURITIES OR NON-CORPORATE INTERESTS ARE BEING ACQUIRED, IF DIFFERENT FROM THE ULTIMATE PARENT ENTITY IDENTIFIED IN ITEM 1(a)

Table with 2 columns: NAME ADDRESS CITY, STATE, COUNTRY ZIP CODE Not applicable

PERCENT OF VOTING SECURITIES OR NON-CORPORATE INTERESTS THAT THE UPE HOLDS DIRECTLY OR INDIRECTLY IN THE ACQUIRING OR ACQUIRED ENTITY IDENTIFIED IN ITEM 1(f):

1(g) IDENTIFICATION OF PERSONS TO CONTACT REGARDING THIS REPORT

Table with 4 columns: CONTACT PERSON 1 (Mary K. Marks, Davis Polk & Wardwell LLP), CONTACT PERSON 2 (Ricardo Muniz-Almeyda, Davis Polk & Wardwell LLP), and their respective firm names, addresses, and contact info.

1(h) IDENTIFICATION OF AN INDIVIDUAL LOCATED IN THE UNITED STATES DESIGNATED FOR THE LIMITED PURPOSE OF RECEIVING NOTICE OF ISSUANCE OF A REQUEST FOR ADDITIONAL INFORMATION OR DOCUMENTS (See § 803.20(b)(2)(iii))

Table with 2 columns: CONTACT NAME BUSINESS ADDRESS CITY, STATE, ZIP CODE E-MAIL ADDRESS (Mary K. Marks, 450 Lexington Avenue, New York, NY 10017, mary.marks@davispolk.com)

ITEM 2

2(a) LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRING PERSONS

LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRED PERSONS

NAME	NON-REPORTABLE	NAME	NON-REPORTABLE
CVS Health Corporation	<input type="checkbox"/>	Aetna Inc.	<input type="checkbox"/>

2(b) THIS ACQUISITION IS (put an "X" in all the boxes that apply)

- | | |
|--|---|
| <input type="checkbox"/> an acquisition of assets | <input type="checkbox"/> a consolidation (see § 801.2) |
| <input checked="" type="checkbox"/> a merger (see § 801.2) | <input checked="" type="checkbox"/> an acquisition of voting securities |
| <input type="checkbox"/> an acquisition subject to § 801.2(e) | <input type="checkbox"/> a secondary acquisition |
| <input type="checkbox"/> a formation of a joint venture or other corporation or unincorporated entity (see § 801.40 or § 801.50) | <input type="checkbox"/> an acquisition subject to § 801.31 |
| <input type="checkbox"/> an acquisition subject to § 801.30 (specify type) | <input type="checkbox"/> an acquisition of non-corporate interests |
| | <input type="checkbox"/> other (specify) _____ |

2(c) INDICATE THE HIGHEST NOTIFICATION THRESHOLD IN § 801.1(h) FOR WHICH THIS FORM IS BEING FILED (acquiring person only in an acquisition of voting securities)

- \$50 million (as adjusted)
 \$100 million (as adjusted)
 \$500 million (as adjusted)
 25% (see Instructions) (as adjusted)
 50%
 N/A

2(d)(i) VALUE OF VOTING SECURITIES ALREADY HELD (\$MM) \$0	(v) VALUE OF NON-CORPORATE INTERESTS ALREADY HELD (\$MM) \$0	
(ii) PERCENTAGE OF VOTING SECURITIES ALREADY HELD 0%	(vi) PERCENTAGE OF NON-CORPORATE INTERESTS ALREADY HELD 0%	
(iii) TOTAL VALUE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM) Approximately \$69,000	(vii) TOTAL VALUE OF NON-CORPORATE INTERESTS TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM) \$0	(ix) VALUE OF ASSETS TO BE HELD AS A RESULT OF THE ACQUISITION (\$MM) \$0
(iv) TOTAL PERCENTAGE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION 100%	(viii) TOTAL PERCENTAGE OF NON-CORPORATE INTERESTS TO BE HELD AS A RESULT OF THE ACQUISITION 0%	(x) AGGREGATE TOTAL VALUE (\$MM) Approximately \$69,000

ITEM 3**3(a) DESCRIPTION OF ACQUISITION**

ACQUIRING UPE(S)		ACQUIRED UPE(S)	
NAME	CVS Health Corporation	NAME	Aetna Inc.
ADDRESS	One CVS Drive	ADDRESS	151 Farmington Avenue
ADDRESS LINE 2		ADDRESS LINE 2	
CITY, STATE	Woonsocket, RI	CITY, STATE	Hartford, CT
ZIP CODE, COUNTRY	02895, USA	ZIP CODE, COUNTRY	06156, USA

ACQUIRING ENTITY(S)		ACQUIRED ENTITY(S)	
NAME	Hudson Merger Sub Corp.	NAME	Same as UPE above
ADDRESS	c/o CVS Pharmacy, Inc.	ADDRESS	
ADDRESS LINE 2	One CVS Drive	ADDRESS LINE 2	
CITY, STATE	Woonsocket, RI	CITY, STATE	
ZIP CODE, COUNTRY	02895, USA	ZIP CODE, COUNTRY	

TRANSACTION DESCRIPTION

Pursuant to an Agreement and Plan of Merger, dated as of December 3, 2017 (the "Agreement"), CVS Health would acquire control of Aetna, with Aetna becoming an indirect wholly-owned subsidiary of CVS Health (the "Transaction").

Specifically, the Transaction contemplates that Hudson Merger Sub Corp., a Pennsylvania corporation and a wholly-owned subsidiary of CVS Health established specifically for the Transaction ("Merger Sub"), will merge with and into Aetna (the "Merger"). As a result of the Merger, Aetna (the surviving entity of the Merger) will become an indirect wholly-owned subsidiary of CVS Health.

The merger consideration to be paid in connection with the Transaction is approximately \$69 billion.

Aetna offers a broad range of health insurance products and related services, including medical, dental, behavioral health, group life and disability plans, medical management capabilities, Medicaid health care management services, Medicare plans, workers' compensation administrative services and health information technology products and services.

Consummation of the Transaction is expected to take place on the third business day following the satisfaction or waiver of the conditions set forth in Article IX of the Agreement including, but not limited to, the expiration or termination of the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976, as amended.

3(b) SUBMIT A COPY OF THE MOST RECENT VERSION OF THE CONTRACT OR AGREEMENT (or letter of intent to merge or acquire)

(IF SUBMITTING PAPER, DO NOT ATTACH THE DOCUMENT TO THIS PAGE) ATTACHMENT NUMBER OF CONTRACT OR AGREEMENT **Agreement and Plan of Merger 3(b)-1**

ITEM 4

PERSONS FILING NOTIFICATION MAY PROVIDE BELOW AN OPTIONAL INDEX OF DOCUMENTS REQUIRED TO BE SUBMITTED BY ITEM 4 (See *Item by Item instructions*). THESE DOCUMENTS SHOULD NOT BE ATTACHED TO THIS PAGE.

4(a) ENTITIES WITHIN THE PERSON FILING NOTIFICATION THAT FILE ANNUAL REPORTS WITH THE SECURITIES AND EXCHANGE COMMISSION None **CENTRAL INDEX KEY NUMBER**

Aetna Inc. **0001122304**

4(b) ANNUAL REPORTS AND ANNUAL AUDIT REPORTS None **ATTACHMENT OR REFERENCE NUMBER**

Aetna Inc. 2016 Annual Report on Form 10-K for the fiscal year ended December 31, 2016; available at: <http://www.aetna.com/investors-aetna/assets/documents/2017-annual-meeting/2016-form-10-K.pdf> **N/A**

4(c) STUDIES, SURVEYS, ANALYSES, AND REPORTS None **ATTACHMENT OR REFERENCE NUMBER**

See attachment 4(c)

4(d) ADDITIONAL DOCUMENTS None **ATTACHMENT OR REFERENCE NUMBER**

None other than those listed as responsive under item 4(c) above.

ITEM 5**5(a) DOLLAR REVENUES BY NON-MANUFACTURING INDUSTRY CODE AND BY MANUFACTURED PRODUCT CODE**

Check None at the bottom of the page and provide explanation if you are not reporting revenue

6-DIGIT INDUSTRY CODE AND/OR 10-DIGIT PRODUCT CODE	DESCRIPTION	YEAR 2016 TOTAL DOLLAR REVENUES (\$MM)	
---	-------------	--	--

Attachment:

454113	Mail-Order Houses	REDACTED	<input checked="" type="checkbox"/> Overlap
519190	All Other Information Services	REDACTED	<input type="checkbox"/> Overlap
524113	Direct Life Insurance Carriers	REDACTED	<input type="checkbox"/> Overlap
524114	Direct Health and Medical Insurance Carriers	REDACTED	<input type="checkbox"/> Overlap
524128	Other Direct Insurance (except Life, Health, and Medical) Carriers	REDACTED	<input type="checkbox"/> Overlap
524292	Third Party Administration of Insurance and Pension Funds	REDACTED	<input type="checkbox"/> Overlap
524298	All Other Insurance Related Activities	REDACTED	<input checked="" type="checkbox"/> Overlap
551112	Offices of Other Holding Companies	REDACTED	<input type="checkbox"/> Overlap
621420	Outpatient Mental Health and Substance Abuse Centers	REDACTED	<input type="checkbox"/> Overlap

NONE (PROVIDE EXPLANATION)

5(b) COMPLETE ONLY IF ACQUISITION IS IN THE FORMATION OF A JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY

Not Applicable

5(b)(i) CONTRIBUTIONS THAT EACH PERSON FORMING THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY HAS AGREED TO MAKE

Attachment:

5(b)(ii) DESCRIPTION OF CONSIDERATION THAT EACH PERSON FORMING THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY WILL RECEIVE

Attachment:

5(b)(iii) DESCRIPTION OF THE BUSINESS IN WHICH THE JOINT VENTURE CORPORATION OR UNINCORPORATED ENTITY WILL ENGAGE

Attachment:

5(b)(iv) SOURCE OF DOLLAR REVENUES BY 6-DIGIT INDUSTRY CODE (non-manufacturing) AND BY 10-DIGIT PRODUCT CODE (manufactured)

Attachment:

CODE	DESCRIPTION	

ITEM 6**6(a) ENTITIES WITHIN PERSON FILING NOTIFICATION**Attachment: **See attachment 6(a)**

NAME	CITY	STATE	COUNTRY

6(b) HOLDERS OF PERSON FILING NOTIFICATION

Attachment:

ISSUER/ UNINCORPORATED ENTITY	SHAREHOLDER/ INTEREST HOLDER	HQ ADDRESS	% HELD
Aetna Inc.	BlackRock, Inc.	55 East 52nd Street, New York, NY 10055	8.7*
Aetna Inc.	T. Rowe Price Associates, Inc.	100 E. Pratt Street, Baltimore, MD 21202	8.1**
Aetna Inc.	The Vanguard Group	100 Vanguard Blvd. Malvern, PA 19355	6.34***
Aetna Inc.	State Street Corporation	One Lincoln Street, Boston, MA 02111	6.16****

*Per the shareholder's Amendment to its SC 13G filing, dated January 19, 2017.

**Per the shareholder's Amendment to its SC 13G filing, dated February 6, 2017.

***Per the shareholder's Amendment to its SC 13G filing, dated February 9, 2017.

****Per the shareholder's SC 13G filing, dated February 9, 2017.

6(c)(i) HOLDINGS OF PERSON FILING NOTIFICATION

Attachment:

UPE	ISSUER/ UNINCORPORATED ENTITY	% HELD
None		

6(c)(ii) HOLDINGS OF ASSOCIATES (ACQUIRING PERSON ONLY)

Attachment:

TOP LEVEL ASSOCIATE	ISSUER/ UNINCORPORATED ENTITY	% HELD
Not applicable		

ITEM 7

OVERLAP DOLLAR REVENUES

7(a) 6-DIGIT NAICS INDUSTRY CODE AND DESCRIPTION None

CODE	DESCRIPTION	PERSON / ASSOCIATE / BOTH
454113	Mail-Order Houses	Person
524298	All Other Insurance Related Activities	Person

7(b)(i) LIST THE NAME OF EACH PERSON THAT ALSO DERIVED DOLLAR REVENUES

UPE	ENTITY THAT OVERLAPS (IF DIFFERENT)
CVS Health Corporation	Unknown

7(b)(ii) LIST THE NAME OF EACH ASSOCIATE OF THE ACQUIRING PERSON THAT ALSO DERIVED DOLLAR REVENUES
(ACQUIRING PERSON ONLY)

TOP LEVEL ASSOCIATE	ENTITY THAT OVERLAPS (IF DIFFERENT)
Not applicable	

7(c) GEOGRAPHIC MARKET INFORMATION FOR EACH PERSON THAT ALSO DERIVED DOLLAR REVENUES

CODE	GEOGRAPHIC MARKET INFORMATION
454113	See attachment 7(c)
524298	AK, AL, AR, AZ, CA, CO, CT, DC, DE, FL, GA, HI, IA, ID, IL, IN, KS, KY, LA, MA, MD, ME, MI, MN, MO, MS, MT, NC, NE, NH, NJ, NM, NV, NY, OH, OK, OR, PA, SC, SD, TN, TX, UT, VA, VT, WA, WI, WV, WY (49 states and DC)

7(d) GEOGRAPHIC MARKET INFORMATION FOR ASSOCIATES OF THE ACQUIRING PERSON
(ACQUIRING PERSON ONLY)

CODE	GEOGRAPHIC MARKET INFORMATION
Not applicable	

ITEM 8

PRIOR ACQUISITIONS (ACQUIRING PERSON ONLY)

NAICS Code	Not applicable
Acquired Entity	
Former HQ Address	
Acquisition Type	<input type="checkbox"/> Securities <input type="checkbox"/> Assets <input type="checkbox"/> Non Corporate Interests Date of Acquisition
Notes	

CERTIFICATION

This **NOTIFICATION AND REPORT FORM**, together with any and all appendices and attachments thereto, was prepared and assembled under my supervision in accordance with instructions issued by the Federal Trade Commission. Subject to the recognition that, where so indicated, reasonable estimates have been made because books and records do not provide the required data, the information is, to the best of my knowledge, true, correct, and complete in accordance with the statute and rules.

Pursuant to 28 U.S.C. §1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

NAME (Please print or type) See attached Certification	TITLE
SIGNATURE	DATE

INDEX TO DOCUMENTARY ATTACHMENTS**EXHIBIT,
ATTACHMENT OR
REFERENCE NUMBER****DESCRIPTION****Exhibit 3(b)-1 Agreement and Plan of Merger****Exhibit 4(c)-1 REDACTED****Exhibit 4(c)-2 REDACTED****Exhibit 4(c)-3 REDACTED****Exhibit 4(c)-4 REDACTED****Exhibit 4(c)-5 REDACTED****Exhibit 4(c)-6 REDACTED****Exhibit 4(c)-7 REDACTED****Exhibit 4(c)-8 REDACTED****Exhibit 4(c)-9 REDACTED****Exhibit 4(c)-10 REDACTED****Exhibit 4(c)-11 REDACTED****Exhibit 4(c)-12 REDACTED****Exhibit 4(c)-13 REDACTED****Exhibit 4(c)-14 REDACTED****Exhibit 4(c)-15 REDACTED****Exhibit 4(c)-16 REDACTED****Exhibit 4(c)-17 REDACTED****Exhibit 4(c)-18 REDACTED****Exhibit 4(c)-19 REDACTED****Exhibit 4(c)-20 REDACTED****Exhibit 4(c)-21 REDACTED****Exhibit 4(c)-22 REDACTED****Exhibit 4(c)-23 REDACTED****Exhibit 4(c)-24 REDACTED****Exhibit 4(c)-25 REDACTED****Exhibit 4(c)-26 REDACTED****Exhibit 4(c)-27 REDACTED****Exhibit 4(c)-28 REDACTED****Exhibit 4(c)-29 REDACTED****Exhibit 4(c)-30 REDACTED****Exhibit 4(c)-31 REDACTED****Exhibit 4(c)-32 REDACTED****Exhibit 4(c)-33 REDACTED****Exhibit 4(c)-34 REDACTED****Exhibit 4(c)-35 REDACTED****Exhibit 4(c)-36 REDACTED****Exhibit 4(c)-37 REDACTED****Exhibit 4(c)-38 REDACTED****Exhibit 4(c)-39 REDACTED****Exhibit 4(c)-40 REDACTED****Exhibit 4(c)-41 REDACTED****Exhibit 4(c)-42 REDACTED****Exhibit 4(c)-43 REDACTED****Exhibit 4(c)-44 REDACTED**

Exhibit 4(c)-45	REDACTED
Exhibit 4(c)-46	REDACTED
Exhibit 4(c)-47	REDACTED
Exhibit 4(c)-48	REDACTED
Exhibit 4(c)-49	REDACTED
Exhibit 4(c)-50	REDACTED
Exhibit 4(c)-51	REDACTED
Exhibit 4(c)-52	REDACTED
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Exhibit 4(c)-75	REDACTED
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Exhibit 4(c)-84	REDACTED
Exhibit 4(c)-85	REDACTED
Exhibit 4(c)-86	REDACTED
Exhibit 4(c)-87	REDACTED
Exhibit 4(c)-88	REDACTED
Exhibit 4(c)-89	REDACTED
Exhibit 4(c)- 90	REDACTED
Exhibit 4(c)-91	REDACTED
Exhibit 4(c)-92	REDACTED
Exhibit 4(c)-P1	REDACTED
Exhibit 4(c)-P2	REDACTED

Exhibit 4(c)-P3

REDACTED