

CAREMARK RX INC
Form 425
February 14, 2007

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 OR 15(d) of The
Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): February 13, 2007

EXPRESS SCRIPTS, INC.

(Exact Name of Registrant as Specified in its Charter)

DELAWARE

(State or Other Jurisdiction of
Incorporation)

0-20199

(Commission File Number)

43-1420563

(I.R.S. Employer Identification No.)

**13900 Riverport Drive
Maryland Heights, MO**

(Address of Principal Executive
Offices)

63043

(Zip Code)

Registrant's telephone number including area code: **(314) 770-1666**

No change since last report

(Former Name or Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events

Item 9.01. Financial Statements and Exhibits

SIGNATURE

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EX-99.1: Press Release

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Item 8.01. Other Events.

On February 13, 2007, Express Scripts, Inc., issued a press release. This press release is attached as Exhibit 99.1 to this Current Report and is incorporated herein by this reference.

Item 9.01. Financial Statements and Exhibits.

99.1 Express Scripts, Inc. press release, dated February 13, 2007.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXPRESS SCRIPTS, INC

By: /s/ Thomas M. Boudreau

Name: Thomas M. Boudreau

Title: Senior Vice President and General
Counsel

Dated: February 14, 2007

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Exhibit No.	Exhibit
99.1	Express Scripts, Inc. press release, dated February 13, 2007.

n Stock 4,100 \$ 0 4,100 D Employee Stock Option (right to buy) \$ 7.5312/12/2008 A 14,000 (2)12/12/2016
 Common Stock 14,000 \$ 0 14,000 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GAVAGAN GEORGE R GANNETT CO., INC. 7950 JONES BRANCH DRIVE MCLEAN, VA 22107			Vice President and Controller	

Signatures

/s/ Todd A. Mayman,
 Attorney-in-Fact
 **Signature of Reporting Person
 12/15/2008
 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) Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.
- (2) The option vests in four equal annual installments beginning on December 12, 2009.

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.