

QUEST DIAGNOSTICS INC  
Form 4  
May 15, 2006

**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 \*  
PREVOZNIK MICHAEL E

2. Issuer Name and Ticker or Trading Symbol  
QUEST DIAGNOSTICS INC  
[DGX]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
1290 WALL STREET WEST  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/11/2006

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior VP & General Counsel

LYNDHURST, NJ 07071

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 05/11/2006                           |  | S                              | 6,000 D \$ 58.0266  | 19,952  | D  |   |
| Common Stock                    | 05/12/2006                           |  | M                              | 41,000 A \$ 6.585   | 60,952  | D  |   |
| Common Stock                    | 05/12/2006                           |  | S                              | 36,320 D \$ 57.8797   | 24,632  | D  |   |
| Common Stock                    | 05/12/2006                           |  | F                              | 4,665 D \$ 57.8797  | 19,967 <sup>(1)</sup>   | D  |   |
| Common Stock                    | 05/11/2006                           |  | I                              | 2,924 A \$ 57.7   | 4,157 <sup>(2)</sup>  | I  | 401(k)/SDCP   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Options (Right to buy)               | \$ 6.585   | 05/12/2006                           |  | M                              | 41,000  | 08/16/2000 08/16/2009                                    | Common Stock  | 41,000                     |
| Stock Options (Right to buy)               | \$ 57.8797   | 05/12/2006                           |  | A                              | 4,665   | 05/12/2007 08/16/2009                                    | Common Stock  | 4,665                      |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships   |
|---|---|
| PREVOZNIK MICHAEL E<br>1290 WALL STREET WEST<br>LYNDHURST, NJ 07071 | Director 10% Owner Officer<br>Senior VP & General Counsel |

## Signatures

Leo C. Farrenkopf Jr. atty-in-fact for Michael E. Prevoznik 05/15/2006

\_\_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).

- On June 20, 2005, the Company effected a 2-for-1 stock split of its Common Stock in the form of a 100% stock dividend. All prior
- (1) holdings, including stock options, have been adjusted to reflect the stock split. The amount also includes exempt purchases made under the Company's stock purchase plan since the date of the last filing on Form 4.
  - (2) Subject to the discretionary transaction reported herein, the underlying shares were acquired on a periodic basis by the trustee of the Company's tax qualified Profit Sharing (401(k) and/or Supplemental Deferred Compensation plan. The information was obtained from

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the plan administrator as of a recent date. The number of shares is based on the account balance of the Company stock fund under the plan (which includes some money market instruments) divided by the market price of the Company's stock as of that date.

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.