

TORCHMARK CORP
Form 4
May 06, 2005

FORM 4

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

OMB APPROVAL

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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 *
KLYCE MICHAEL J

(Last) (First) (Middle)

TORCHMARK CORPORATION, 2001 THIRD AVENUE SOUTH

(Street)

BIRMINGHAM, AL 35233

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TORCHMARK CORP [TMK]

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2005

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)
VP & Treasurer

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	(A) or (D)	Price
Common Stock	05/05/2005		M		14,068	A	\$ 34.5
Common Stock	05/05/2005		M		10,000	A	\$ 27.8125
Common Stock	05/05/2005		M		9,000	A	\$ 37.375
Common stock	05/05/2005		M		25,959	A	\$ 41.26
Common Stock	05/05/2005		M		516	A	\$ 33.4375
							37,873
							47,873
							56,873
							82,832
							83,348

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Common Stock	05/05/2005	M	3,500	A	\$ 33.4375	86,848	D	
Common stock	05/05/2005	M	518	A	\$ 27.8125	87,366	D	
Common stock	05/05/2005	M	10,000	A	\$ 38.2	97,366	D	
Common Stock	05/05/2005	M	5,000	A	\$ 37.44	102,366	D	
Common Stock	05/05/2005	S	57,775	D	\$ 54.77	44,591	D	
Common stock	05/05/2005	S	20,191	D	\$ 54.77	24,400	D	
Common Stock						2,364 ⁽¹⁾	I	Thrift Plan Trust
Common Stock						3,523 ⁽¹⁾	I	Profit Sharing & Retirement Trust
Torchmark Capital Trust Preferred Securities						4,000	I	By Family Trust

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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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 Security (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (Right to	\$ 54.77	05/04/2005		A	57,739	11/04/2005 05/04/2012	Common Stock

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Buy)										
Employee Stock Option (Right to Buy)	\$ 34.5	05/05/2005	M	14,068	05/15/2000	11/17/2009	Common Stock	14		
Employee Stock Option (Right to Buy)	\$ 27.8125	05/05/2005	M	10,000	12/21/2002	12/23/2009	Common Stock	10		
Employee Stock Option (Right to Buy)	\$ 37.375	05/05/2005	M	9,000	12/20/2003	12/22/2010	Common Stock	9		
Employee Stock Option (Right to Buy)	\$ 41.26	05/05/2005	M	25,959	02/09/2002	08/11/2011	Common Stock	25		
Employee Stock Option (Right to Buy)	\$ 33.4375	05/05/2005	M	516	<u>(2)</u>	12/16/2009	Common stock	5		
Employee Stock Option (Right to Buy)	\$ 33.4375	05/05/2005	M	3,500	12/16/2001	12/18/2008	Common stock	3		
Employee Stock Option (Right to Buy)	\$ 21.8125	05/05/2005	M	518	<u>(3)</u>	12/21/2010	Common stock	5		
Employee Stock Option (Right to Buy)	\$ 38.2	05/05/2005	M	10,000	12/13/2004	12/15/2011	Common Stock	10		
Employee Stock Option (Right to Buy)	\$ 37.44	05/05/2005	M	5,000	12/16/2004	12/18/2012	Common Stock	5		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLYCE MICHAEL J TORCHMARK CORPORATION 2001 THIRD AVENUE SOUTH BIRMINGHAM, AL 35233			VP & Treasurer	

Signatures

Michael J. Klyce, By:/s/Carol A. McCoy, Attorney-in-fact	05/06/2005
**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) Shares in unitized fund in employee benefit plan - estimated conversion of \$ balance to shares using \$54.77 per share.
- (2) Vests as to 1/10 of option shares per year on anniversary of original grant date, commencing 12/16/1999.
- (3) Vests as to 1/10 of option shares per year on anniversary of original grant date, commencing 12/21/2000.

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.