

TORCHMARK CORP

Form 4

May 09, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TUCKER RUSSELL B

(Last) (First) (Middle)

**UNITED AMERICAN
INSURANCE COMPANY, 3700
SOUTH STONEBRIDGE DRIVE**

(Street)

MCKINNEY, TX 75070

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

EVP & Chief Inv. Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	05/05/2005		M		3,228	A	\$ 33.4375	14,451	D
Common Stock	05/05/2005		M		2,946	A	\$ 34.5	17,397	D
Common Stock	05/05/2005		M		10,000	A	\$ 27.8125	27,397	D
Common Stock	05/05/2005		M		1,617	A	\$ 27.8125	29,014	D
Common Stock	05/05/2005		M		9,000	A	\$ 37.375	38,014	D

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Common Stock	05/05/2005	M	14,896	A	\$ 41.26	52,910	D	
Common Stock	05/05/2005	M	3,500	A	\$ 33.4375	56,410	D	
Common Stock	05/05/2005	M	707	A	\$ 38.2	57,117	D	
Common Stock	05/05/2005	M	50,000	A	\$ 38.2	107,117	D	
Common Stock	05/05/2005	M	27,500	A	\$ 37.44	134,617	D	
Common Stock	05/05/2005	S	83,440	D	\$ 54.77	51,177	D	
Common Stock	05/05/2005	S	39,954	D	\$ 54.77	11,223	D	
Common Stock						9,218 ⁽¹⁾	I	Thrift Plan Trust

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 33.4375	05/05/2005		M		3,228		<u>(2)</u>	12/16/2009	Common Stock	3,228
Employee Stock Option	\$ 34.5	05/05/2005		M		2,946		05/15/2000	11/17/2009	Common Stock	2,946

(Right to Buy)

Employee Stock

Option (Right to Buy)	\$ 27.8125	05/05/2005	M	10,000	12/21/2002	12/23/2009	Common Stock	10,000
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Employee Stock

Option (Right to Buy)	\$ 27.8125	05/05/2005	M	1,617	<u>(3)</u>	12/21/2010	Common Stock	1,617
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Employee Stock

Option (Right to Buy)	\$ 37.375	05/05/2005	M	9,000	12/20/2003	12/22/2010	Common Stock	9,000
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Employee Stock

Option (Right to Buy)	\$ 41.26	05/05/2005	M	14,896	02/09/2002	08/11/2011	Common Stock	14,896
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Employee Stock

Option (Right to Buy)	\$ 33.4375	05/05/2005	M	3,500	12/16/2001	12/18/2008	Common Stock	3,500
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Employee Stock

Option (Right to Buy)	\$ 38.2	05/05/2005	M	707	<u>(4)</u>	12/13/2012	Common Stock	707
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Employee Stock

Option (Right to Buy)	\$ 38.2	05/05/2005	M	50,000	12/13/2004	12/15/2011	Common Stock	50,000
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Employee Stock

Option (Right to Buy)	\$ 37.44	05/05/2005	M	27,500	12/16/2004	12/18/2012	Common Stock	27,500
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Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

TUCKER RUSSELL B
UNITED AMERICAN INSURANCE COMPANY
3700 SOUTH STONEBRIDGE DRIVE
MCKINNEY, TX 75070

EVP & Chief Inv. Officer

Signatures

Russell B. Tucker, By: /s/Carol A. McCoy,
Attorney-in-fact

05/09/2005

__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.
- (4) Vests as to 1/10 of option shares per year on anniversary of original grant date, commencing 12/13/2002.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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