

HUDSON CHARLES B
Form 4
December 15, 2005

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
HUDSON CHARLES B

(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)
12/13/2005

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)
Chairman

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)
				(A) or (D) Price			
Common Stock					644,201 ⁽¹⁾	D	
Common Stock					716,116 ⁽¹⁾	I	Trustee of GRATs for Children
Common Stock					18,000	I	Custodian for Children
Common Stock					20,699 ⁽²⁾	I	Thrift Plan Trust

Edgar Filing: HUDSON CHARLES B - Form 4

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.

SEC 1474
(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 Underlying Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	
Employee Stock Option (Right to Buy)	\$ 56.24	12/13/2005		D ⁽³⁾		75,000	06/13/2005	12/15/2014	Common Stock
Employee Stock Option (Right to Buy)	\$ 56.24	12/13/2005		A ⁽³⁾	75,000		06/13/2005	12/15/2014	Common Stock
Employee Stock Option (Right to Buy)	\$ 54.77	12/13/2005		D ⁽⁴⁾		799,999	11/04/2005	05/04/2012	Common Stock
Employee Stock Option (Right to Buy)	\$ 54.77	12/13/2005		A ⁽⁴⁾	799,999		11/04/2005	05/04/2012	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUDSON CHARLES B TORCHMARK CORPORATION 2001 THIRD AVENUE SOUTH BIRMINGHAM, AL 35233	X		Chairman	

Signatures

C.B. Hudson, By:/s/Carol A. McCoy,
Attorney-in-fact

12/15/2005

__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) 184,944 shares previously reported as directly held transferred to reporting as indirectly held as trustee of GRATs for children.

(2) Shares in unitized fund in employee benefit plan - estimated conversion of \$ balance to shares using \$55.48 per share.

The two reported transactions involved an amendment of an outstanding option originally granted 12/13/2004, resulting in deemed
(3) cancellation of the "old" option and the grant of a replacement option. The amendment provides that upon optionee's retirement, he will have the full remaining term of the option to exercise the option rather than three years from the date of his retirement.

The two reported transactions involved an amendment of an outstanding option originally granted 5/4/2005, resulting in deemed
(4) cancellation of the "old" option and the grant of a replacement option. The amendment provides that upon optionee's retirement, he will have the full remaining term of the option to exercise the option rather than three years from the date of his retirement.

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.