

TORCHMARK CORP
Form 4
May 09, 2005

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 *
MCWORTER ANTHONY L

(Last) (First) (Middle)

LIBERTY NATIONAL LIFE
INSURANCE COMPANY, 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)
05/05/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. Vice President

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 or Price		
Common Stock	05/05/2005		M		33,374 A \$ 34.5	58,825	D
Common Stock	05/05/2005		M		75,000 A \$ 27.8125	133,825	D
Common Stock	05/05/2005		M		68,000 A \$ 37.375	201,825	D
Common Stock	05/05/2005		M		37,445 A \$ 41.26	239,270	D
Common Stock	05/05/2005		M		4,002 A \$ 33.4375	243,272	D

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Common Stock	05/05/2005	M	18,750	A	\$ 33.4375	262,022	D	
Common Stock	05/05/2005	M	70,000	A	\$ 38.2	332,022	D	
Common Stock	05/05/2005	M	35,000	A	\$ 37.44	367,022	D	
Common Stock	05/05/2005	S	220,487	D	\$ 54.77	146,535	D	
Common Stock	05/05/2005	S	121,084	D	\$ 54.77	25,451	D	
Common Stock						83 ⁽¹⁾	I	Thrift Plan Trust
Common Stock						1,844 ⁽¹⁾	I	Profit Sharing & Retirement 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)	
					V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 34.5	05/05/2005		M	33,374	05/15/2000	11/17/2009	Common Stock	33,374
Employee Stock Option (Right to Buy)	\$ 27.8125	05/05/2005		M	75,000	12/21/2002	12/23/2009	Common Stock	75,000

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Employee Stock Option (Right to Buy)	\$ 33.375	05/05/2005	M	68,000	12/20/2003	12/22/2010	Common Stock	68,000
Employee Stock Option (Right to Buy)	\$ 41.26	05/05/2005	M	37,445	02/09/2002	08/11/2011	Common Stock	37,445
Employee Stock Option (Right to Buy)	\$ 33.4375	05/05/2005	M	4,002	(2)	12/16/2009	Common Stock	4,002
Employee Stock Option (Right to Buy)	\$ 33.4375	05/05/2005	M	18,750	12/16/2001	12/18/2008	Common stck	18,750
Employee Stock Option (Right to Buy)	\$ 38.2	05/05/2005	M	70,000	12/13/2004	12/15/2011	Common Stock	70,000
Employee Stock Option (Right to Buy)	\$ 37.44	05/05/2005	M	35,000	12/16/2004	12/18/2012	Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCWORTER ANTHONY L LIBERTY NATIONAL LIFE INSURANCE COMPANY 2001 THIRD AVENUE SOUTH BIRMINGHAM, AL 35233			Exec. Vice President	

Signatures

Anthony L. McWhorter, 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.

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.