

DEMSHUR DAVID M
Form 4
March 02, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DEMSHUR DAVID M

2. Issuer Name **and** Ticker or Trading
Symbol
CORE LABORATORIES N V
[CLB]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
6316 WINDFERN
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2005

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President & CEO

HOUSTON, TX 77040

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 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)
Common Shares	02/28/2005		M	40,000 A	\$ 0 288,506	D	
Common Shares	02/28/2005		F	16,000 D	\$ 28.69 272,506 ⁽¹⁾	D	
Common Shares					53,172	I ⁽²⁾	Deferred Comp / 401(k) Plan

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**

SEC 1474
(9-02)

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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	Amount or Number of Shares
Performance Shares ⁽³⁾	\$ 0 ⁽⁴⁾	02/28/2005		M		40,000		12/31/2004	12/31/2004	Common Shares	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEMSHUR DAVID M 6316 WINDFERN HOUSTON, TX 77040	X		President & CEO	

Signatures

/s/ John D. Denson,
Attorney-in-fact

03/01/2005

__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).

Includes 47,394 restricted shares granted pursuant to an Executive Share Matching Agreement. The restricted shares will generally vest (1) three years from the date of grant assuming continued employment, continued ownership of the underlying common shares upon which the grant was based and certain other conditions.

These Common Shares were acquired pursuant to the Core Laboratories, Inc. Profit Sharing and Retirement Plan (the "401(k) Plan") or pursuant to the Core Laboratories, Inc. Deferred Compensation Plan (the "Deferred Comp Plan"), as the case may be, on various dates at various prices per share. The number of Common Shares shown in column 5 of Table 1 is based on an allocation of the aggregate number (2) of Common Shares acquired by the Trustee under the 401(k) Plan or the Deferred Comp Plan, as the case may be, for the benefit of the plan participants who elected to make intra-plan transfers into the Common Share fund under the 401(k) Plan or the Deferred Comp Plan, as the case may be, at approximately the same time (pro rata, based on the dollar amount of each such participant's intra-plan transfer into the Common Share fund, rounding up or down to the nearest whole share).

(3) Includes tax withholding right.

(4) 1-for-1

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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