CORE LABORATORIES N V

Form 4 June 01, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

OMB APPROVAL

Number: 3235-0287

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0.5

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5. Relationship of Reporting Person(s) to

Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Shares Common

Shares

(Print or Type Responses)

1. Name and Address of Reporting Person *

DEMSHUR DAVID M			Symbol CORE LABORATORIES N V [CLB]						Issuer (Check all applicable)			
(Last) 6316 WIND	,	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2005				X Director 10% OwnerX Officer (give title Other (specify below) President & CEO					
HOUGHON	(Street)		4. If Ame Filed(Mon	· ·		te Original			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
HOUSTON	, TX 7/040								Person	0 1.0	porumg	
(City)	(State)	(Zip)	Tabl	le I - Noi	n-D	erivative S	Securi	ties Acqu	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transac Code (Instr. 8	8)	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	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	06/01/2005			M		27,183	A	\$0	299,689	D		
Common Shares	06/01/2005			F		27,183	D	\$ 25.54	272,506	D		
Common	06/01/2005			F		17,275	D	\$ 25.54	255,231	D		

25.54

34,265 (1)

Ι

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

401(k)

Plan

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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	2.	3. Transaction Date	3A. Deemed	4.	5. Nu	ımber of	6. Date Exercis	sable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securities		
Security	or Exercise		any	Code	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqu	ired (A)				
	Derivative				or Di	sposed of				
	Security				(D)					
					(Instr. 3, 4,					
					and 5	<u>(</u>				
							Date Exercisable	Expiration Date	Title	Amount or Number
				Code V	(A)	(D)				of Shares
Tax Offset	\$ 0 (2)	06/01/2002		M		27,183	06/01/2005	06/01/2005	Common	27,183
Right (2)	, , <u> </u>	2 2. 2 2/2002				,100	3 3. 3 27 2000	3 3, 3 3, 2000	Shares	,100

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

**Signature of Reporting Person

06/01/2005 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).
 - The number of shares reported in this column has been reduced by the number of phantom shares issued pursuant to the Core
- (1) Laboratories, Inc. Deferred Compensation Plan. Those phantom shares entitle the reporting person to receive a cash settlement only and no common shares will be issued.
- The tax-offset right was granted in connection with the award of restricted shares issued pursuant to an Executive Share Matching

 (2) Restricted Share Agreement. The tax-offset right entitles the reporting person to receive, upon vesting of the restricted shares, common shares the value of which is equal to the tax obligation incurred in connection with the event, including the tax-offset payment.

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.

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