

STONE SPENCER H
Form 4/A
May 06, 2011

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 *
STONE SPENCER H

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
TORCHMARK CORPORATION, 2001 THIRD AVENUE SOUTH
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2011

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

BIRMINGHAM, AL 35233
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
03/02/2011

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2011		M	A	\$ 41.26 21,100	D	
Common Stock	03/01/2011		S	D	\$ 65.4889 17,800 ⁽¹⁾	D	
Common Stock					11,668 ⁽⁴⁾	I	Thrift Plan Trust
Common Stock					1,256 ⁽⁵⁾	I	Profit Sharing & Retirement

Common Stock	11,400	I	Plan Trust By Spouse
Torchmark Capital Trust Preferred Securities III	100	D	

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)	8. Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 41.26	03/01/2011		M	4,300	<u>(6)</u> 08/11/2011	Common Stock	4,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STONE SPENCER H TORCHMARK CORPORATION 2001 THIRD AVENUE SOUTH BIRMINGHAM, AL 35233			Controller	

Signatures

Spencer H. Stone, By:/s/Carol A. McCoy,
Attorney-in-fact

05/06/2011

__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) Amended to correct calculation error in share balance. Amendment affects 3 subsequent filings.
- (2) Sales at prices ranging from \$65.48 per share to \$65.50 per share.
- (3) Reporting person will provide full information regarding the number of shares sold at each separate price upon request by the SEC staff, the issuer or any security holder of the issuer.
- (4) Shares in unitized fund in employee benefit plan - estimated conversion of transferred \$ balance to shares using \$64.60 per share.
- (5) Shares in unitized fund in employee benefit plan - estimated conversion of \$ balance to shares using \$64.60 per share.
- (6) First exercisable as to 50% of shares on and after 8/9/2003 and as to remaining 50% of shares on and after 8/9/2004.

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.