CORE LABORATORIES N V

Form 4

SHARES

SHARES

SHARES COMMON

SHARES

COMMON

COMMON

11/24/2004

11/24/2004

11/24/2004

December 22, 2004

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Miller Charles Brigham Issuer Symbol CORE LABORATORIES N V (Check all applicable) [CLB] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) 11426 STONEY FALLS DRIVE 04/03/2001 CHIEF ACCOUNTING OFFICER (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting HOUSTON, TX 77095 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Ownership Owned Direct (D) (Month/Day/Year) (Instr. 8) Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price **COMMON** 01/01/2004 Α 2,800 A \$0 8,000 D **SHARES COMMON** 11/11/2004 S D 5,000 D \$ 24.21 3,000

M

M

S

10,000

1.676

11,676 D

Α

\$ 10.26 13,000

\$ 24.21 3,000

19.375

14,676

D

D

D

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		4. Transactic Code (Instr. 8)	TransactionDerivative Code Securities Acquired		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying Se (Instr. 3 and 4
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (Right to Buy)	\$ 16.1	04/03/2001	A	10,000		<u>(1)</u>	04/03/2011	COMMON STOCK
Employee Stock Option (Right to Buy)	\$ 10.26	09/26/2001	A	6,872		(2)	09/26/2011	COMMON STOCK
Employee Stock Option (Right to Buy)	\$ 10.26	09/26/2001	A	3,128		(2)	09/26/2011	COMMON STOCK
Employee Stock Option (Right to Buy)	\$ 10.26	09/26/2001	A	10,000		<u>(3)</u>	09/26/2011	COMMON STOCK
Employee Stock Option (Right to Buy)	\$ 8.84	03/13/2003	A	10,000		<u>(4)</u>	03/13/2013	COMMON STOCK
Employee Stock Option (Right to Buy)	\$ 19.375	11/24/2004	M		1,676	02/23/2004	02/23/2010	COMMON STOCK
Employee Stock Option (Right to Buy)	\$ 10.26	11/24/2004	M		10,000	09/26/2003	09/26/2011	COMMON STOCK
	<u>(6)</u>	01/01/2002	A	5,000		12/31/2004	12/31/2004	

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Performance Shares (5)							COMMON STOCK
Performance Shares (5)	<u>(6)</u>	01/01/2003	A	5,000	12/31/2005	12/31/2005	COMMON STOCK
Performance Shares (5)	<u>(6)</u>	01/01/2004	A	5,000	12/31/2006	12/31/2006	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Miller Charles Brigham 11426 STONEY FALLS DRIVE HOUSTON, TX 77095

CHIEF ACCOUNTING OFFICER

Signatures

/s/ CHARLES BRIGHAM MILLER

12/22/2004

Date

**Signature of Reporting Person

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) The option vests in four equal annual installments beginning on April 3, 2002.
- (2) The option vests in four equal annual installments beginning on September 26, 2002.
- (3) The option vests in two equal annual installments beginning on September 26, 2002.
- (4) The option vests in four equal annual installments beginning on March 13, 2004.

Represents a grant of performance restricted shares which represent the right to receive our Common Stock in the future based on the performance of our Common Stock. None of these awards will vest unless our Common Stock performs better than the common stock of 50% of the companies comprising the Oil Service Sector Index (OSX) during the three-year period that began on the date of grant. If our Common Stock performs better than 75% of the companies comprising this index during such period, then all of the performance

- restricted shares will vest. If our common shares perform better than between 50% and 75% of the companies comprising the index, then an interpolated percentage of between 20% and 100% of the performance restricted shares will vest at the end of the three-year period. The executive will not receive dividends on or be entitled to vote the underlying Common Stock unless and until they have been issued at the end of the vesting period.
- **(6)** 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. 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.

Reporting Owners 3