

QUEST DIAGNOSTICS INC
Form 3
August 21, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Simmons Wayne R. | | (Month/Day/Year) | QUEST DIAGNOSTICS INC [DGX] | |
| (Last) | (First) | (Middle) | 08/17/2007 | |
| 1290 WALL STREET WEST | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| LYNDHURST,Â NJÂ 07071 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Vice President, Operations | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 988 | D | Â |
| Common Stock | 583 | I | 401(k)/SDCP ⁽¹⁾ |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|---------------------------|-----------------|--------------|----------------------------|------------|---------------------------------------|---|
| Stock Option (right to buy) | 02/19/2005 | 02/19/2014 | Common Stock | 48,000 | \$ 40.4275 | D | Â |
| Stock Option (right to buy) | 02/22/2006 ⁽²⁾ | 02/22/2012 | Common Stock | 32,000 | \$ 48.74 | D | Â |
| Stock Option (right to buy) | 02/15/2007 ⁽³⁾ | 02/15/2013 | Common Stock | 32,667 | \$ 52.235 | D | Â |
| Stock option (right to buy) | 05/03/2007 ⁽⁴⁾ | 05/03/2013 | Common Stock | 5,000 | \$ 54.85 | D | Â |
| Stock Option (right to buy) | 02/12/2008 ⁽⁵⁾ | 02/12/2014 | Common Stock | 32,000 | \$ 52.245 | D | Â |
| Stock Option (right to buy) | 08/16/2008 ⁽⁶⁾ | 08/16/2014 | Common Stock | 12,445 | \$ 53.19 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Simmons Wayne R. 1290 WALL STREET WEST LYNDHURST, NJ 07071 | Â | Â | Â Vice President, Operations | Â |

Signatures

Leo C. Farrenkopf, Jr., atty in fact for Wayne R. Simmons,
Date: 08/21/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These underlying shares were acquired on a periodic basis by the trustee of the Company's Profit Sharing (401(k)) and Supplemental Deferred Compensation Plans. The information was obtained from the plan administrators as of a recent date. The number of shares is based on the account balances of the Company stock fund under the plans (which include some money market instruments), divided by the market price of the Company's stock as of that date.
 - (2) The stock option, which was granted on 2/22/2005, vests in three equal annual installments, beginning on the anniversary date of the grant.
 - (3) The stock option, which was granted on 2/15/2006, vests in three equal annual installments, beginning on the anniversary date of the grant.
 - (4) The stock option, which was granted on 5/3/2006, vests in three equal annual installments, beginning on the anniversary date of the grant.
 - (5) The stock option, which was granted on 2/12/2007, vests in three equal annual installments, beginning on the anniversary date of the grant.
 - (6) The stock option, which was granted on 8/16/2007, vests in three equal annual installments, beginning on the anniversary date of the grant.

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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.