

CORE LABORATORIES N V

Form 4/A

June 05, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
DENSON JOHN D

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)
06/01/2005

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
 VP, Counsel & Secretary

HOUSTON, TX 77040

4. If Amendment, Date Original
 Filed(Month/Day/Year)
06/01/2005

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 (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 Shares ⁽¹⁾	06/01/2005		M	11,304 A \$ 0	69,587	D	
Common Shares	06/01/2005		F	11,304 D \$ 25.54	58,283	D	
Common Shares					16,469 ⁽²⁾	I	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
 required to respond unless the form
 displays a currently valid OMB control**

SEC 1474
 (9-02)

number.

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)	Amount or Number of Shares
Tax Offset Right ⁽³⁾	\$ 0 ⁽³⁾	06/01/2002		M	11,304	06/01/2005 06/01/2005	Common Shares	11,304

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director 10% Owner Officer Other

DENSON JOHN D
6316 WINDFERN
HOUSTON, TX 77040

VP, Counsel & Secretary

Signatures

/s/ John D.
Denson

06/05/2007

**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) This amendment restates the original Form 4 in its entirety to reflect the deletion of an erroneously reported disposition of shares.

The number of shares reported in this column has been reduced by the number of phantom shares issued pursuant to the Core

(2) 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

(3) 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.