

LAMAR ADVERTISING CO/NEW
Form 4
December 29, 2005

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 *
REILLY KEVIN P JR

(Last) (First) (Middle)

C/O LAMAR ADVERTISING COMPANY, 5551 CORPORATE BOULEVARD

(Street)

BATON ROUGE, LA 70808

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LAMAR ADVERTISING CO/NEW [LAMR]

3. Date of Earliest Transaction (Month/Day/Year)
12/27/2005

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

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 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)			
				(A) or (D)	Price					
Class A Common Stock	12/21/2005		G	V	75,129	D	\$ 0	50,086	I	By Children (1)
Class A Common Stock	12/21/2005		G	V	21,064	D	\$ 0	21,064	I	By Trust (2)
Class A Common Stock	12/27/2005		S		600 (3)	D	\$ 46.07 (4)	70,550 (5)	I	By Children and Trust (1) (2)

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Class A Common Stock	12/27/2005	S	<u>1,527</u> (3)	D	\$ 46.08 (4)	69,023 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>370</u> (3)	D	\$ 46.09 (4)	68,653 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>1,303</u> (3)	D	\$ 46.1 (4)	67,350 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>2,016</u> (3)	D	\$ 46.11 (4)	65,334 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>563</u> (3)	D	\$ 46.12 (4)	64,771 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>900</u> (3)	D	\$ 46.13 (4)	63,871 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>800</u> (3)	D	\$ 46.14 (4)	63,071 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>2,200</u> (3)	D	\$ 46.15 (4)	60,871 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>2,386</u> (3)	D	\$ 46.16 (4)	58,485 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>1,200</u> (3)	D	\$ 46.17 (4)	57,285 (5)	I	By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	<u>784</u> (3)	D	\$ 46.18 (4)	56,501 (5)	I	By Children and Trust (1) (2)
	12/27/2005	S	<u>400</u> (3)	D		56,101 (5)	I	

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Class A Common Stock					\$ 46.19 (4)				By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	4,400 (3)	D	\$ 46.2 (4)	51,701 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	2,396 (3)	D	\$ 46.21 (4)	49,305 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	3,109 (3)	D	\$ 46.22 (4)	46,196 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	3,170 (3)	D	\$ 46.23 (4)	43,026 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	1,102 (3)	D	\$ 46.24 (4)	41,924 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	756 (3)	D	\$ 46.25 (4)	41,168 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	1,312 (3)	D	\$ 46.26 (4)	39,856 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	2,803 (3)	D	\$ 46.27 (4)	37,053 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	1,400 (3)	D	\$ 46.28 (4)	35,653 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	2,400 (3)	D	\$ 46.29 (4)	33,253 (5)	I		By Children and Trust (1) (2)
	12/27/2005	S	501 (3)	D		32,752 (5)	I		

Class A Common Stock					\$ 46.3 (4)				By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	2,400 (3)	D	\$ 46.31 (4)	30,352 (5)	I		By Children and Trust (1) (2)
Class A Common Stock	12/27/2005	S	900 (3)	D	\$ 46.32 (4)	29,452 (5)	I		By Children and Trust (1) (2)
Class A Common Stock						144,873	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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REILLY KEVIN P JR C/O LAMAR ADVERTISING COMPANY 5551 CORPORATE BOULEVARD	X		President and CEO	

BATON ROUGE, LA 70808

Signatures

James McIlwain, as
attorney-in-fact

12/29/2005

__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) Shares held by the Reporting Person's two children.
- (2) Shares held by the Kevin P. Reilly, Jr. Family Trust (the "Trust"), of which the Reporting Person is the trustee.
- (3) Reflects the total number of shares aggregated and sold in block trades on behalf of the Reporting Person's children and the Trust.
- (4) Shares held by the Reporting Person's two children and the Trust were aggregated and sold in block trades, and each received \$46.3844 per share, which was the volume weighted average sales price, for each share sold on his, her or its behalf.
- (5) Reflects the aggregate holdings of the Reporting Person's children and the Trust together.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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