

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-28**
SEC Accession No. **0001225208-08-014205**

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

BEANS PATRICK E

CIK: **1247187**

Type: **4** | Act: **34** | File No.: **000-29466** | Film No.: **081047954**

Business Address
C/O NATIONAL RESEARCH
CORP
1245 Q STREET
LINCOLN NE 68508
4024752525

ISSUER

NATIONAL RESEARCH CORP

CIK: **70487** | IRS No.: **470634000** | State of Incorporation: **WI** | Fiscal Year End: **1231**
SIC: **8731** Commercial physical & biological research

Mailing Address
1245 Q STREET
LINCOLN NE 68508

Business Address
1245 Q STREET
LINCOLN NE 68508
4024752525

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
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

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

1. Name and Address of Reporting Person BEANS PATRICK E			2. Issuer Name and Ticker or Trading Symbol NATIONAL RESEARCH CORP [NRCI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CFO and Secretary		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/28/2008			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
C/O NATIONAL RESEARCH CORPORATION,, 1245 "Q" STREET			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) LINCOLN, NE 68508								
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/28/2008		M		31,364	A	\$11	65,768	D	
Common Stock	08/28/2008		E		17,296	D	\$31.82	48,472	D	
Common Stock								1,500	I	As custodian for children
Common Stock								51,280	I	As trustee of trusts

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to Buy)	\$11	08/28/2008		M		31,364		(L)	06/26/2013	Common Stock	31,364	\$0	0	D	

Employee Stock Option (right to Buy)	\$15.46						(2)	01/05/2015	Common Stock	13,884		13,884	D
Employee Stock Option (right to Buy)	\$16.1						(3)	01/05/2014	Common Stock	12,121		12,121	D
Employee Stock Option (right to Buy)	\$17.25						(4)	01/05/2016	Common Stock	13,066		13,066	D
Employee Stock Option (right to Buy)	\$22.87						(5)	01/05/2017	Common Stock	9,855		9,855	D
Employee Stock Option (right to Buy)	\$26.5						(6)	01/04/2018	Common Stock	9,906		9,906	D

Explanation of Responses:

1. This option becomes fully exercisable on June 26, 2008.
2. This option becomes fully exercisable on January 5, 2010.
3. This option becomes fully exercisable on January 5, 2009.
4. This option becomes fully exercisable on January 5, 2011.
5. This option becomes fully exercisable on January 5, 2012.
6. This option becomes fully exercisable on January 4, 2013.

Signatures

Russell E. Ryba, Attorney-In-Fact

** Signature of Reporting Person

08/29/2008

Date

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

* 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).

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

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 Number.