

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-05-08** | Period of Report: **2006-05-04**  
SEC Accession No. **0000897069-06-001259**

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

### 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

### REPORTING OWNER

#### **MARTIN JOANN M**

CIK: **1248113**  
Type: **4** | Act: **34** | File No.: **000-29466** | Film No.: **06817955**

Mailing Address  
C/O AMERITAS  
5900 "O" STREET  
LINCOLN NE 68510

# 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 <b>MARTIN JOANN M</b>			2. Issuer Name and Ticker or Trading Symbol <b>NATIONAL RESEARCH CORP [NRCI]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/04/2006</b>			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 AMERITAS, 5900 "O" STREET			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street)								
LINCOLN, NE 68510								
(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								2,500	D	

**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
Director Stock Option (Right to Buy)	\$22.61	05/04/2006		A		12,000		05/04/2007	05/04/2016	Common Stock	12,000	\$ 0	12,000	D	
Director Stock Option (Right to Buy)	\$7.6							05/01/2003	05/01/2012	Common Stock	1,000		1,000	D	
Director Stock	\$9.6							05/01/2004	05/01/2013	Common Stock	1,000		1,000	D	

Option (Right to Buy)															
Director Stock Option (Right to Buy)	\$16.94							05/06/2005	05/06/2014	Common Stock	1,000		1,000	D	
Director Stock Option (Right to Buy)	\$16.05							05/21/2005	05/21/2014	Common Stock	11,000		11,000	D	
Director Stock Option (Right to Buy)	\$14.2							05/05/2006	05/05/2015	Common Stock	12,000		12,000	D	

### Signatures

By: Russell E. Ryba, Attorney-in-Fact

\*\* Signature of Reporting Person

05/08/2006

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.**