

CHOICEPOINT INC
Form 4
May 18, 2006

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH DEREK V

(Last) (First) (Middle)

1000 ALDERMAN DRIVE

(Street)

ALPHARETTA, GA 30005

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CHOICEPOINT INC [CPS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/16/2006

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)

Chairman & 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 (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	(D)	Price

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

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SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Underlying Securities

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(Instr. 3 and 4)		(Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom stock units <u>(1)</u>	\$ 45.75	05/16/2006	05/16/2006	A		50,000		<u>(1)</u>	<u>(1)</u>	common	50,000	\$ 45.75
Stock option, right to buy <u>(2)</u>	\$ 45.75	05/16/2006	05/16/2006	A		50,000		<u>(2)</u>	<u>(2)</u>	common	50,000	\$ 45.75
Stock option, right to buy <u>(3)</u>	\$ 45.75	05/16/2006	05/16/2006	A		2,185		<u>(3)</u>	<u>(3)</u>	common	2,185	\$ 45.75
Stock option, right to buy <u>(4)</u>	\$ 45.75	05/16/2006	05/16/2006	A		47,815		<u>(4)</u>	<u>(4)</u>	common	47,815	\$ 45.75

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH DEREK V 1000 ALDERMAN DRIVE ALPHARETTA, GA 30005	X		Chairman & CEO	

Signatures

David W. Davis, Attorney-in-Fact for Derek V.
Smith

05/18/2006

****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) Grant of phantom shares under the ChoicePoint 2003 Omnibus Incentive Plan, vests in April 2010 at the expiration of a 3-year extension of employment agreement. Initial term of employment agreement expires in 2007.
- (2) Non-qualified stock option granted under the ChoicePoint Inc. 2003 Omnibus Incentive Plan. Vesting based on pre-determined increases in operating income or Company stock price for a three-year period.
- (3) Incentive stock option granted under the ChoicePoint Inc. 2003 Omnibus Incentive Plan with 100% vesting 5/16/09.
- (4) Non-qualified stock option granted under the ChoicePoint Inc. 2003 Omnibus Incentive Plan with 100% vesting 5/16/09.

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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.

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