SEC Form 4	
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APF	PROVAL
OMB Number:	3235-0287

Estimated average burden	
hours per response:	0.5

(Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol <u>LAMAR ADVERTISING CO/NEW</u> [ LAMR ]		tionship of Reporting Perso all applicable) Director Officer (give title below)	n(s) to Issuer 10% Owner Other (specify below)	
C/O LAMAR ADVERTISING COMPANY 5551 CORPORATE BOULEVARD			3. Date of Earliest Transaction (Month/Day/Year) 12/21/2005				
(Street) BATON ROUGE (City)	LA (State)	70808 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing ( Form filed by One Report Form filed by More than C Person	ting 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 Disposed Of 5)	Acquired (D) (Instr	(A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	12/21/2005		s		5,422	D	\$47	48,550	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		S		1,940	D	\$47.01	46,610	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		6,486	D	\$47.02	40,124	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		S		6,468	D	\$47.03	33,656	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		10,983	D	\$47.04	22,673	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		4,122	D	\$47.05	18,551	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		948	D	\$47.06	17,603	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		3	D	\$47.07	17,600	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		700	D	\$47.09	16,900	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		1,800	D	\$47.1	15,100	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		1,200	D	\$47.11	13,900	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		800	D	\$47.12	13,100	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		1,100	D	\$47.13	12,000	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		600	D	\$47.14	11,400	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		4,379	D	\$47.15	7,021	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		600	D	\$47.16	6,421	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/21/2005		s		1,421	D	\$47.17	5,000	I	By Trusts <sup>(1)</sup>

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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Class A Common Stock	12/21/2005		S		358	D	\$47.19	4,642	Ι	By Trusts <sup>(1)</sup>		
Class A Common Stock	12/21/2005		S		1,251	D	\$47.2	3,391	Ι	By Trusts <sup>(1)</sup>		
Class A Common Stock	12/21/2005		S		1,890	D	\$47.25	1,501	I	By Trusts <sup>(1)</sup>		
Class A Common Stock	12/21/2005		S		1,501	D	\$47.5	0	I	By Trusts <sup>(1)</sup>		
Class A Common Stock								45,514	D			
Class A Common Stock								26,515	Ι	By GRAT <sup>(2)</sup>		

#### 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. Transa Code ( 8)		of Expin Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date		Expiration Date (Month/Day/Year) ired r osed ) 3, 4			and ht of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v			Date Exercisable	Expiration Date	n Title Shares					

Explanation of Responses:

1. Shares held by two trusts for the benefit of the Reporting Person's immediate family.

2. Shares held by the Reporting Person's grantor retained annuity trust.

**Remarks:** 

James McIlwain, as attorneyin-fact

12/22/2005

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.