

Miller Joan Elizabeth
Form 4
August 24, 2009

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 *
Miller Joan Elizabeth

2. Issuer Name and Ticker or Trading Symbol
QUEST DIAGNOSTICS INC
[DGX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
08/20/2009

____ Director
 Officer (give title below) SVP-Pathology & Hosp. Services
____ 10% Owner
____ Other (specify below)

C/O QUEST DIAGNOSTICS
INCORPORATED, 3 GIRALDA
FARMS

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

MADISON, NJ 07940

(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 | 08/20/2009 | | M | 15,000 A \$ 35.5325 | 73,859 | D | |
| Common Stock | 08/20/2009 | | S | 15,000 D \$ 54.5 | 58,859 | D | |
| Common Stock | 08/20/2009 | | M | 3,400 A \$ 35.5325 | 62,259 | D | |
| Common Stock | 08/20/2009 | | S | 3,400 D \$ 54.6 | 58,859 | D | |
| | 08/20/2009 | | S | D \$ 54.57 | 4,473 ⁽²⁾ | I | SDCP |

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| | | | | | | | |
|--------------|------------|--|---|-------|---|------------|---------------------|
| Common Stock | | | | | | 12,717 | |
| | | | | | | <u>(1)</u> | |
| Common Stock | 08/21/2009 | | M | 4,100 | A | \$ 24.76 | 62,959 D |
| Common Stock | 08/21/2009 | | S | 4,100 | D | \$ 55 | 58,859 <u>(3)</u> 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Options (Right to Buy) | \$ 35.5325 | 08/20/2009 | | M | 15,000 | 02/27/2005 02/27/2012 | Common Stock 15,000 |
| Stock Options (Right to Buy) | \$ 35.5325 | 08/20/2009 | | M | 3,400 | 02/27/2005 02/27/2012 | Common Stock 3,400 |
| Stock Options (Right to Buy) | \$ 24.76 | 08/21/2009 | | M | 4,100 | 02/13/2006 02/13/2013 | Common Stock 4,100 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Miller Joan Elizabeth C/O QUEST DIAGNOSTICS INCORPORATED | | | SVP-Pathology & Hosp. Services | |

3 GIRALDA FARMS
MADISON, NJ 07940

Signatures

/s/ Leo C. Farrenkopf, Attorney in Fact for Joan Elizabeth
Miller

08/24/2009

__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) The number of shares reported as sold in the 401(k) plan is based on the account balance of the Company stock fund under the 401(k) Plan (which includes some money market instruments) as of August 20, 2009.

These underlying shares were acquired on a periodic basis by the trustee of the Company's Supplemental Deferred Compensation Plan.
- (2) The information was obtained from the plan administrator as of a current date. The number of shares is based on the account balance of the Company stock fund under the Plan (which includes some money market instruments) divided by the market price of the Company's stock as of that date.
- (3) The amount includes exempt purchases made under the Company's stock purchase plan.

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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