

BIO REFERENCE LABORATORIES INC  
 Form 4  
 December 18, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**GRODMAN MARC**

2. Issuer Name and Ticker or Trading Symbol  
**BIO REFERENCE LABORATORIES INC [BRLI]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**481 EDWARD H. ROSS DRIVE**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/04/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President, CEO**

**ELMWOOD PARK, NJ 07407**  
 (City) (State) (Zip)

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

**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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |   |

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

**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 control number.**

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 (Instr. 3) | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|---|
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|---|

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| Price of Derivative Security                | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|---|------------------|------------|--|------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
|   |                  |            |  |      |   |     |     |                  |                 |              |                            |
| Stock Options                               | \$ 6.8           |            |  |      |   |     |     | 01/16/2002       | 01/16/2007      | Common Stock | 4,0                        |
| Forward Contract (Right/Obligation to Sell) | (1)              | 10/12/2006 |  | J    |   | 0   | (1) | (1)              | (1)             | Common Stock | (1)                        |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| GRODMAN MARC<br>481 EDWARD H. ROSS DRIVE<br>ELMWOOD PARK, NJ 07407 | X             | X         | President, CEO |       |

## Signatures

/s/ ROGER TOLINS - Attorney-in-Fact for Marc D. Grodman

12/18/2006

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) See Remarks

### Remarks:

(1) On October 12, 2006, Marc D. Grodman established a Rule 10b-5-1 Sales Plan (the "Sales Plan") with Bear Stearns & Co.

| Per Share Sales Prices |                 |       |
|------------------------|-----------------|-------|
| 12/04/06.....          | 1,600 shs.....  | \$25  |
| 12/06/06.....          | 1,000 shs.....  | 25    |
| 12/07/06.....          | 3,100 shs.....  | 25    |
| 12/14/06.....          | 85,963 shs..... | 25.37 |
| 12/15/06.....          | 54,643 shs..... | 25.26 |

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.