

LABORATORY CORP OF AMERICA HOLDINGS

Form 4

February 16, 2016

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 *
Dodson Edward T

2. Issuer Name **and** Ticker or Trading
Symbol
LABORATORY CORP OF
AMERICA HOLDINGS [LH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
213 MAPLE AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Principal Accounting Officer

BURLINGTON, NC 27215

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

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

(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	02/11/2016		M		550	A	11	7,343.5646 (2) D
Common Stock	02/11/2016		F(3)		212	D	\$ 101.4	7,131.5646 (2) D
Common Stock	02/12/2016		M		547	A	11	7,678.5646 (2) D
Common Stock	02/12/2016		F(3)		182	D	\$ 103.02	7,496.5646 (2) 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)		8. Price of Derivative Security (Instr. 5)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	(1)	02/11/2016		M		550		(4)	(4)	Common Stock	550	\$ 0
Restricted Stock Unit	(1)	02/12/2016		M		547		(6)	(6)	Common Stock	547	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dodson Edward T 213 MAPLE AVENUE BURLINGTON, NC 27215			Principal Accounting Officer	

Signatures

/s/ F. Samuel Eberts III, Attorney-in-Fact for Edward T.
Dodson

02/16/2016

__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) Each Restricted Stock Unit represents the contingent right to receive one share of Laboratory Corporation of America Holdings Common Stock.
- (2) Amount includes 157.3293 shares acquired on June 30, 2015 and 61.6766 shares acquired on December 31, 2015 under the Laboratory Corporation of America Holdings 1997 Employee Stock Purchase Plan.
- (3) Stock withholding to satisfy tax withholding obligations.

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- (4) The Restricted Stock Units vest in three equal annual installments beginning on 2/11/15.
- (5) This number reflects the aggregate number of Restricted Stock Units held by the reporting person.
- (6) The Restricted Stock Units vest in three equal annual installments beginning on 2/12/14.

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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