

SMITH BRADFORD T
Form 4
March 28, 2008

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 *
SMITH BRADFORD 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)
430 SOUTH SPRING STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/26/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP, Chf Legal Offcr, Secretary

BURLINGTON, NC 27215

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

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------------------|---|
| | | | Code | V | Amount or Price | | | | |
| Common Stock | 03/26/2008 | | A | | 56,437 (1) | A | \$ 0 | 82,573.9991 (2) | D |
| Common Stock | 03/26/2008 | | F(3) | | 23,958 | D | \$ 74.5 | 58,615.9991 (2) | D |
| Common Stock | 03/26/2008 | | S(4) | | 200 | D | \$ 74.02 | 58,415.9991 (2) | D |
| Common Stock | 03/26/2008 | | S(4) | | 179 | D | \$ 73.97 | 58,236.9991 (2) | D |
| Common Stock | 03/26/2008 | | S(4) | | 100 | D | \$ 73.8 | 58,136.9991 (2) | D |

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| | | | | | | | |
|--------------|------------|-------------|-------|---|----------|--------------------|---|
| Common Stock | 03/26/2008 | <u>S(4)</u> | 400 | D | \$ 73.67 | 57,736.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 300 | D | \$ 73.66 | 57,436.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 400 | D | \$ 73.65 | 57,036.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 400 | D | \$ 73.63 | 56,636.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 300 | D | \$ 73.62 | 56,336.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 500 | D | \$ 73.61 | 55,836.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 200 | D | \$ 73.59 | 55,636.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 100 | D | \$ 73.58 | 55,536.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 600 | D | \$ 73.56 | 54,936.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 300 | D | \$ 73.54 | 54,636.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 1,100 | D | \$ 73.53 | 53,536.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 100 | D | \$ 73.52 | 53,436.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 600 | D | \$ 73.51 | 52,836.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 600 | D | \$ 73.5 | 52,236.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 400 | D | \$ 73.49 | 51,836.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 500 | D | \$ 73.48 | 51,336.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 400 | D | \$ 73.47 | 50,936.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 100 | D | \$ 73.46 | 50,836.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 330 | D | \$ 73.45 | 50,506.9991 (2) | D |
| Common Stock | 03/26/2008 | <u>S(4)</u> | 200 | D | \$ 73.44 | 50,306.9991 (2) | D |
| | 03/26/2008 | <u>S(4)</u> | 100 | D | | | D |

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) Shares granted on March 26, 2008, pursuant to a performance award granted on March 1, 2005, relating to performance during the three year period ended December 31, 2007.
- (2) Amount shown reflects a 2-for-1 stock split effective on May 10, 2002.
- (3) Stock withholding to satisfy tax and withholding obligations.
- (4) Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.

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.