

LABORATORY CORP OF AMERICA HOLDINGS  
 Form 4  
 February 19, 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)  
**02/14/2008**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/14/2008		S(1)		350 D \$ 80.09	65,376.9991 (2)	D
Common Stock	02/14/2008		S(1)		39 D \$ 79.96	65,337.9991 (2)	D
Common Stock	02/14/2008		S(1)		156 D \$ 79.93	65,181.9991 (2)	D
Common Stock	02/14/2008		S(1)		156 D \$ 79.92	65,025.9991 (2)	D
Common Stock	02/14/2008		S(1)		156 D \$ 79.9	64,869.9991 (2)	D

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Common Stock	02/14/2008	<u>S(1)</u>	78	D	\$ 79.87	64,791.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	233	D	\$ 79.85	64,558.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	233	D	\$ 79.84	64,325.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	273	D	\$ 79.83	64,052.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	117	D	\$ 79.82	63,935.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	78	D	\$ 79.81	63,857.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	429	D	\$ 79.8	63,428.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	428	D	\$ 79.79	63,000.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	233	D	\$ 79.78	62,767.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	78	D	\$ 79.77	62,689.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	156	D	\$ 79.76	62,533.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	233	D	\$ 79.75	62,300.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	117	D	\$ 79.74	62,183.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	233	D	\$ 79.72	61,950.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	156	D	\$ 79.7	61,794.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	155	D	\$ 79.68	61,639.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	77	D	\$ 79.66	61,562.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	137	D	\$ 79.65	61,425.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	94	D	\$ 79.64	61,331.9991 (2)	D
Common Stock	02/14/2008	<u>S(1)</u>	232	D	\$ 79.62	61,099.9991 (2)	D
	02/14/2008	<u>S(1)</u>	77	D			D

Common Stock						\$ 61,022.9991		
						79.61 <sup>(2)</sup>		
Common Stock	02/14/2008		S <sup>(1)</sup>	77	D	\$ 60,945.9991		D
						79.59 <sup>(2)</sup>		
Common Stock	02/14/2008		S <sup>(1)</sup>	39	D	\$ 60,906.9991		D
						79.58 <sup>(2)</sup>		
Common Stock	02/14/2008		S <sup>(1)</sup>	210	D	\$ 60,696.9991		D
						79.98 <sup>(2)</sup>		
Common Stock	02/14/2008	02/18/2008	F <sup>(3)</sup>	10,859	D	\$ 80.5	49,837.9991	D
							<sup>(2)</sup>	

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

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**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)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH BRADFORD T 430 SOUTH SPRING STREET BURLINGTON, NC 27215	X		EVP, Chf Legal Offcr, Secretary	

## Signatures

By: /s/ BRADFORD T. SMITH  
02/18/2008

\_\_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) Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.
  - (2) Amount shown reflects a 2-for-1 stock split effective on May 10, 2002.
  - (3) Stock withholding to satisfy tax and withholding obligations.

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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