

LABORATORY CORP OF AMERICA HOLDINGS  
 Form 4  
 May 13, 2011

**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 \*  
**BELINGARD JEAN-LUC**

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)  
**531 SOUTH SPRING STREET**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/11/2011**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**BURLINGTON, NC 27215**

(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 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				(A) or (D)	Price
Common Stock	05/11/2011		M			1,896	A	\$ 34.25	26,272	D	
Common Stock	05/11/2011		S			1,100	D	\$ 98.78	25,172	D	
Common Stock	05/11/2011		S			196	D	\$ 98.789	24,976	D	
Common Stock	05/11/2011		S			600	D	\$ 98.795	24,376	D	
Common Stock	05/11/2011		A			700 <sup>(1)</sup>	A	\$ 0	25,076	D	

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Common Stock 05/12/2011 F(2) 30 D \$ 100 25,046 D

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 Underlying Security (Instr. 3 and 4)
Non-qualified Stock Options (3)	\$ 34.25	05/11/2011		M	1,896	05/24/2002(4) 05/25/2011	Common Stock
Non-qualified Stock Options (5)	\$ 98.49	05/11/2011		A	2,600	05/11/2012(6) 05/11/2021	Common Stock

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BELINGARD JEAN-LUC 531 SOUTH SPRING STREET BURLINGTON, NC 27215		X		

### Signatures

/s/ F. Samuel Eberts III, Attorney-in-Fact for Jean-Luc Belingard 05/13/2011

\*\*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) Restricted stock award vests in three equal annual installments beginning on May 11, 2012.

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- (2) Stock withholding to satisfy tax and withholding obligations.
- (3) Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.
- (4) The option vested in three equal annual installments beginning on 05/24/2002 and is now fully exercisable.
- (5) Director stock option (right to buy) granted pursuant to the Laboratory Corporation of America Holdings 2008 Stock Incentive Plan.
- (6) The option vests in three equal annual installments beginning on the date reflected in this column.

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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