MAC MAHON THOMAS P

Form 4 March 05, 2008

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 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(b).

(Last)

1. Name and Address of Reporting Person * MAC MAHON THOMAS P

Symbol

LABORATORY CORP OF AMERICA HOLDINGS [LH]

430 SOUTH SPRING STREET

(First)

(Middle)

(Street)

03/03/2008 4. If Amendment, Date Original

3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer

(Check all applicable)

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

OMB APPROVAL

3235-0287

January 31,

2005

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6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BURLINGTON, NC 27215

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securition on Dispose (Instr. 3, 4	d of (I))	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)
Common Stock	03/03/2008		Code V A	Amount 21 (1)	(D)	Price \$ 79.29	100,507 (2)	D	
Common Stock	03/03/2008		F(3)	6,227	D	\$ 77.31	94,280 (2)	D	
Common Stock	03/03/2008		M(4)	144,733	A	\$ 39.34	239,013 (2)	D	
Common Stock	03/03/2008		S(4)	400	D	\$ 77.42	238,613 (2)	D	
Common Stock	03/03/2008		S(4)	400	D	\$ 77.41	238,213 (2)	D	

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Common Stock	03/03/2008	S(4)	600	D	\$ 77.4	237,613 (2)	D
Common Stock	03/03/2008	S(4)	600	D	\$ 77.38	236,813 (2)	D
Common Stock	03/03/2008	S(4)	1,199	D	\$ 77.37	235,614 (2)	D
Common Stock	03/03/2008	S(4)	600	D	\$ 77.36	235,014 (2)	D
Common Stock	03/03/2008	S(4)	2,801	D	\$ 77.35	232,213 (2)	D
Common Stock	03/03/2008	S(4)	800	D	\$ 77.34	231,413 (2)	D
Common Stock	03/03/2008	S(4)	500	D	\$ 77.33	230,913 (2)	D
Common Stock	03/03/2008	S(4)	100	D	\$ 77.32	230,813 (2)	D
Common Stock	03/03/2008	S(4)	300	D	\$ 77.3	230,513 (2)	D
Common Stock	03/03/2008	S(4)	1,600	D	\$ 77.29	228,913 (2)	D
Common Stock	03/03/2008	S(4)	400	D	\$ 77.28	228,513 (2)	D
Common Stock	03/03/2008	S(4)	1,369	D	\$ 77.27	227,144 (2)	D
Common Stock	03/03/2008	S(4)	200	D	\$ 77.39	237,413 (2)	D
Common Stock	03/03/2008	S(4)	931	D	\$ 77.26	226,213 (2)	D
Common Stock	03/03/2008	S(4)	500	D	\$ 77.25	225,713 (2)	D
Common Stock	03/03/2008	S(4)	800	D	\$ 77.24	224,913 (2)	D
Common Stock	03/03/2008	S(4)	900	D	\$ 77.23	224,013 (2)	D
Common Stock	03/03/2008	S(4)	400	D	\$ 77.22	223,613 (2)	D
Common Stock	03/03/2008	S(4)	1,300	D	\$ 77.21	222,313 (2)	D
Common Stock	03/03/2008	S(4)	1,500	D	\$ 77.2	220,813 (2)	D
	03/03/2008	S(4)	1,700	D		219,113 (2)	D

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Common Stock					\$ 77.19		
Common Stock	03/03/2008	S <u>(4)</u>	1,900	D	\$ 77.18	217,213 (2)	D
Common Stock	03/03/2008	S(4)	1,200	D	\$ 77.17	216,013 (2)	D
Common Stock	03/03/2008	S(4)	2,100	D	\$ 77.16	213,913 (2)	D
Common Stock	03/03/2008	S(4)	1,000	D	\$ 77.15	212,913 (2)	D

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Ti	tle of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisab	le and	7. Title and A
Deriv	vative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative Expiration Date			Underlying S	
Secu	rity	or Exercise		any	Code	Securities	(Month/Day/Year	•)	(Instr. 3 and 4
(Inst	r. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or			
		Derivative				Disposed of (D)			
		Security				(Instr. 3, 4, and			
						5)			
							Date Exercisable	Expiration	Title
					Code V	(A) (D)	Date Exercisable	Date	Title
					Couc v	(A) (D)			
Non	-qualified								C
Stoc	ck Options	\$ 39.34	03/03/2008		$M_{\underline{(4)}}$	144,733	01/07/2003(6)	01/07/2012	Common
(5)		÷ 23.0.	22, 22, 2000			,,,,,			Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
MAC MAHON THOMAS P 430 SOUTH SPRING STREET BURLINGTON, NC 27215	X						

Signatures

By: /s/ BRADFORD T. SMITH, Attorney-in-Fact for Thomas P. Mac Mahon 03/05/2008

**Signature of Reporting Person Date

Reporting Owners 3

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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) Stock award represents half the monthly Director retainer pursuant to the Laboratory Corporation of America Holdings 1995 Stock Plan for Non-Employee Directors.
- (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.
- (5) Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 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. 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.