

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|---|--|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Dodson Edward T</u><br>_____<br>(Last) (First) (Middle)<br><u>213 MAPLE AVENUE</u><br>_____<br>(Street)<br><u>BURLINGTON NC 27215</u><br>_____<br>(City) (State) (Zip) |  |  | 2. Issuer Name and Ticker or Trading Symbol<br><u>LABORATORY CORP OF AMERICA HOLDINGS [ LH ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Principal Accounting Officer</u> |  |  |
|   |  |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>02/07/2019</u>                            |  |  |  |  |  |
|   |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price    |   |  |   |
| Common Stock                    | 02/07/2019                           |  | M                              |   | 247   | A          | (1)      | 9,511.9335 <sup>(2)</sup>   | D  |   |
| Common Stock                    | 02/07/2019                           |  | F <sup>(3)</sup>               |   | 68  | D          | \$147.46 | 9,443.9335 <sup>(2)</sup>   | D  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Restricted Stock Unit                      | (1)  | 02/07/2019                           |  | M                              |   |  | 247 | (4)  | (4)             | Common Stock  | 247  | \$0  | 1,287 <sup>(5)</sup>                                      | D  |       |

**Explanation of Responses:**

- Each Restricted Stock Unit represents the contingent right to receive one share of Laboratory Corporation of America Holdings Common Stock.
- Amount includes 122.8283 shares acquired on June 29, 2018 and 29.1161 shares acquired on December 31, 2018 under the Laboratory Corporation of America Holdings 2016 Employee Stock Purchase Plan.
- Stock withholding to satisfy tax withholding obligations.
- The Restricted Stock Units that have vested were part of a grant that vests in three equal annual installments beginning on 2/7/18.
- This number reflects the aggregate number of Restricted Stock Units held by the reporting person.

**Remarks:**

Exhibit 24 - Power of Attorney

/s/ Sandra D. van der Vaart,  
Attorney-in-Fact for Edward T. 02/11/2019  
Dodson

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

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KNOWN ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Sandra D. van der Vaart attorney-in-fact and agent, in connection with the filing for the undersigned on Form 3, Form 4, and Form 5 under the Securities Act of 1934, as amended, including, without limiting the generality of the foregoing, to sign the Form 3, Form 4, and Form 5 with respect to the undersigned's holding of and transactions in securities issued by Laboratory Corporation of America Holdings, in the name and on behalf of the undersigned as an officer of Laboratory Corporation of America Holdings, and any amendments to the Form 3, Form 4, or Form 5 and any instrument, contract, document or other writing, of or in connection with the Form 3, Form 4, and Form 5 or amendments thereto, and to file the same, with all exhibits thereto, and other documents in connection therewith, including this power of attorney, with the Securities and Exchange Commission and any applicable securities exchange or securities self-regulatory body, granting unto said attorney-in-fact and agents, each acting alone, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agents, each acting alone, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof. This power of attorney shall become effective immediately, and shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5, with respect to the undersigned's holdings of and transactions in securities issued by Laboratory Corporation of America Holdings, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has signed these presents this 11th day of February, 2019.

/s/ Edward T. Dodson  
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Edward T. Dodson