SEC Form 4

FORM 4

	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

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

1. Name and Address of Reporting Person* **LAI GOLDMAN MYLA**	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	3. Date of Earliest Transaction (Month/Day/Year) 01/05/2006	Director ☐ 10% Owner ☐ X Officer (give title below) Other (specify below) ☐
(Street) BURLINGTON NC 27215	4. If Amendment, Date of Original Filed (Month/Day/Year)	EVP & Chief Medical Officer
(City) (State) (Zip)		6. Individual or Joint/Group Filing (Check Applicable Line) X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/05/2006		M[(1)]		6,371	A	$39.34	43,923.261[(2)(3)]	D	
Common Stock	01/05/2006		S[(1)]		6,371	D	$55	37,552.261[(2)(3)]	D	
Common Stock								2,000[(4)]	I	By Daughter

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	Amount or Number of Shares				
Non-qualified Stock Options[(5)]	$39.34	01/05/2006		M[(1)]			6,371	01/07/2003[(6)]	01/07/2012	Common Stock	6,371	$39.34	29,029	D	

Explanation of Responses:

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. Amount includes 423.187 shares acquired on June 30, 2005 under the Laboratory Corporation of America Holdings 1997 Employee Stock Purchase Plan.
4. Beneficial ownership of these shares is disclaimed.
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.

By: /s/ BRADFORD T. SMITH, Attorney-in-Fact for Myla Lai-Goldman   01/09/2006

** 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.

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