

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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SCHEDULE 13G

INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2  
(AMENDMENT NO. 8)

LABORATORY CORPORATION OF AMERICA HOLDINGS

-----  
(Name of Issuer)

Common Stock, par value \$0.01 per share

-----  
(Title of Class of Securities)

50540R 10 2

-----  
(CUSIP Number)

(CONTINUED ON FOLLOWING PAGE(S))

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1. NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

NATIONAL HEALTH CARE GROUP, INC.

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2. CHECK THE APPROPRIATE BOX IF MEMBER OF A GROUP (a) [ ]  
(b) [ ]

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3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

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5. SOLE VOTING POWER

-0-

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6. SHARED VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

11,943,544

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7. SOLE DISPOSITIVE POWER

-0-

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8. SHARED DISPOSITIVE POWER

11,943,544

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,943,544

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.7%

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12. TYPE OF REPORTING PERSON

CO

1. NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

MAFCO HOLDINGS INC.

2. CHECK THE APPROPRIATE BOX IF MEMBER OF A GROUP (a) [ ]  
(b) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5. SOLE VOTING POWER

-0-

6. SHARED VOTING POWER  
NUMBER OF SHARES 11,943,544

7. SOLE DISPOSITIVE POWER

-0-

8. SHARED DISPOSITIVE POWER

11,943,544

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11,943,544

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.7%

12. TYPE OF REPORTING PERSON

CO

Item 1(a): Name of Issuer.

LABORATORY CORPORATION OF AMERICA HOLDINGS (the "Company")

Item 1(b): Address of Issuer's Principal Executive Offices.

358 South Main Street  
Burlington, North Carolina 27215

Item 2(a): Name of Persons Filing.

National Health Care Group, Inc. ("National Health") is an indirect wholly-owned subsidiary of Mafco Holdings Inc. ("Mafco"). All of the capital stock of Mafco is owned by Ronald O. Perelman.

Item 2(b): Address of Principal Business Office.

The principal business offices of National Health are located at 5900 North Andrews Avenue, Fort Lauderdale, Florida 33309. The principal business offices of Mafco are located at 35 East 62nd Street, New York, New York 10021.

Item 2(c): Citizenship.

National Health and Mafco each are Delaware corporations.

Item 2(d): Title of Class of Securities.

Common Stock, par value \$.01 per share (the "Shares").

Item 2(e): CUSIP Number.

50540R 10 2

Item 3: Not Applicable

Item 4: Ownership.

National Health owns 11,943,544 Shares, which represented approximately 9.7% of the total number of Shares outstanding on December 31, 1997.

Mafco may be deemed to beneficially own the Shares owned by National Health. Ronald O. Perelman owns all of the capital stock of Mafco.

(a) Amount Beneficially Owned:

11,943,544 Shares

(b) Percent of Class:

Approximately 9.7% based upon 123,540,166 Shares outstanding on December 31, 1997.

(c) Number of shares as to which such person has:

- (i) Sole power to vote or to direct the vote..... -0-
- (ii) Shared power to vote or to direct the vote..... 11,943,544
- (iii) Sole power to dispose or to direct the disposition of.... -0-
- (iv) Shared power to dispose or to direct the disposition of.... 11,943,544

In addition, National Health owns warrants to purchase 3,290,421 Shares at \$22.00 (subject to adjustment). Such warrants are exercisable on April 28, 2000.

Item 5: Owner of Five Percent or Less of a Class.

Not Applicable

Item 6: Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

Item 7: Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable

Item 8: Identification and Classification of Members of the Group.

Not Applicable

Item 9: Notice of Dissolution of Group.

Not Applicable

Item 10: Certification.

Not Applicable

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 10, 1998

NATIONAL HEALTH CARE GROUP, INC.

By: /s/ Glenn P. Dickes

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Name: Glenn P. Dickes  
Title: Vice President

MAFCO HOLDINGS INC.

By: /s/ Glenn P. Dickes

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Name: Glenn P. Dickes  
Title: Senior Vice President