

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

February 7, 2008
(Date of earliest event reported)

**LABORATORY CORPORATION OF
AMERICA HOLDINGS**

(Exact Name of Registrant as Specified in its Charter)

DELAWARE

(State or other jurisdiction
of Incorporation)

1-11353

(Commission
File Number)

13-3757370

(I.R.S. Employer
Identification No.)

**358 SOUTH MAIN STREET,
BURLINGTON, NORTH CAROLINA**

(Address of principal executive offices)

27215

(Zip Code)

336-229-1127

(Registrant's telephone number including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01. Regulation FD Disclosure

Summary information of the Company dated February 7, 2008.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Laboratory Corporation of America Holdings
(Registrant)

Date: February 7, 2008

By: /s/Bradford T. Smith
Bradford T. Smith, Executive Vice President
and Secretary



8-K Filed February 7, 2008



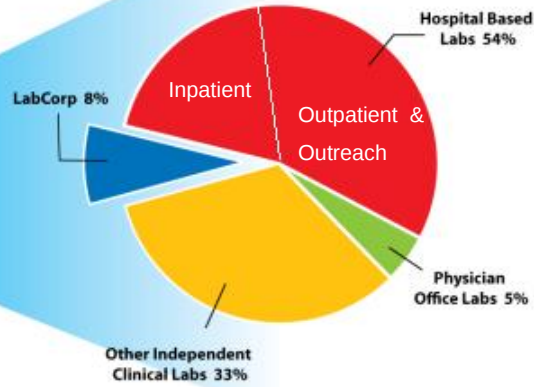
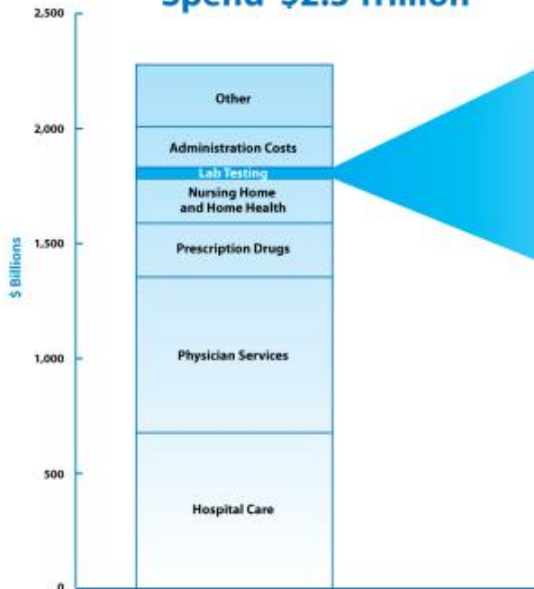
Introduction

This slide presentation contains forward-looking statements which are subject to change based on various important factors, including without limitation, competitive actions in the marketplace and adverse actions of governmental and other third-party payors.

Actual results could differ materially from those suggested by these forward-looking statements. Further information on potential factors that could affect the Company's financial results is included in the Company's Form 10-K for the year ended December 31, 2006, and subsequent SEC filings.

The US Healthcare & Clinical Laboratory Testing Market

2007 Projected US Healthcare Spend \$2.3 Trillion



- Total market size—\$50 billion
- Industry CAGR of 5%-7%
- Market Segments:
 - Routine—\$30-\$35 billion
 - Esoteric—\$4-\$5 billion
 - Anatomic pathology—\$6-\$10 billion

Source: CMS, Office of the Actuary, G-2, and Company Estimates

The Value of Lab Testing

In the past, lab testing was primarily used to diagnose disease

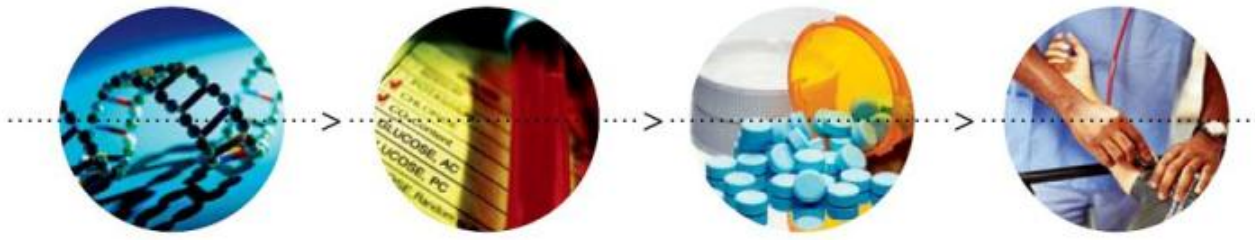
Now, lab testing now plays an increasingly large role in the full continuum of healthcare delivery

PREVENTION

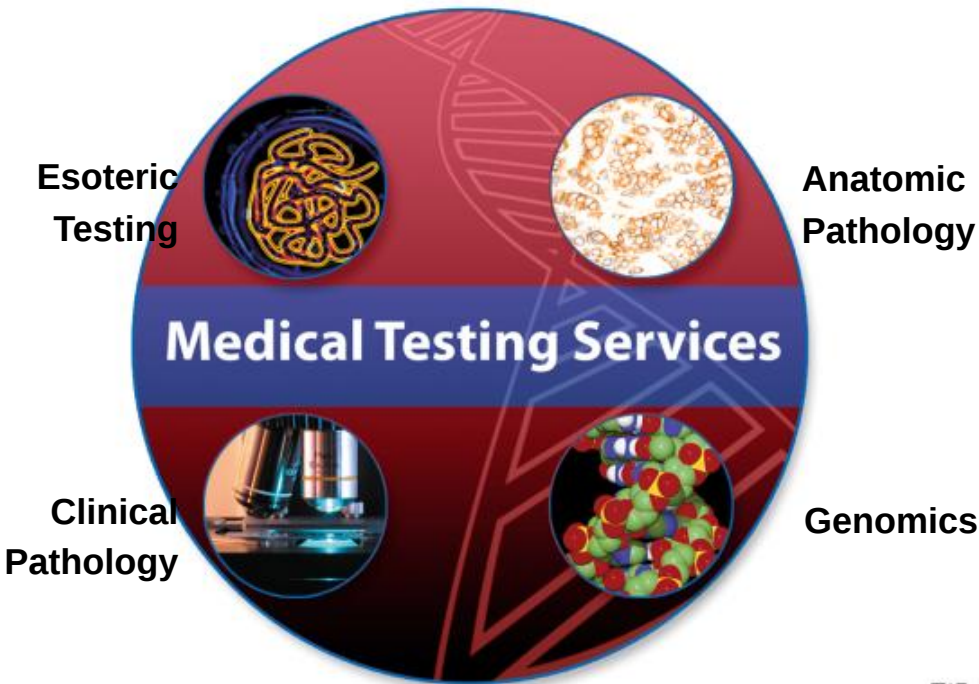
DIAGNOSIS

TREATMENT

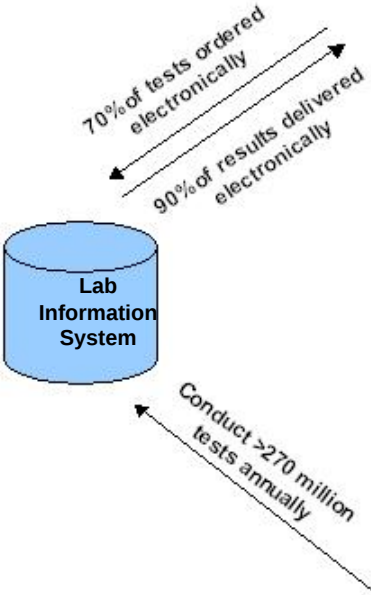
MONITORING



What is LabCorp



Our Infrastructure



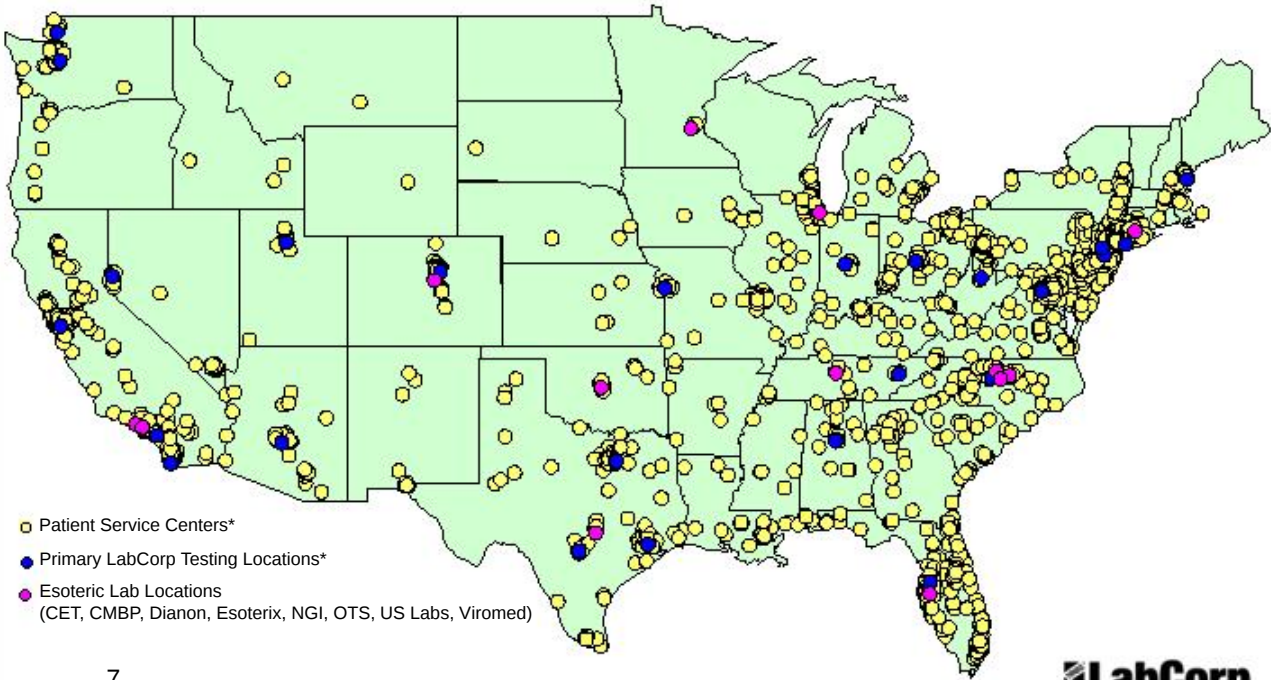
- 1600+ conveniently located PSCs
- 700 MDs & PhDs
- 6500+ phlebotomists

- 2600 couriers
- 1000 sales reps
- 7 airplanes



- Primary testing labs
- Esoteric Labs
- STAT Labs
- Standardized Platforms

Our Locations



Strategic Focus Areas



Scientific Leadership

- Cancer diagnostics and monitoring
- Advanced cardiovascular disease testing
- Advancement through acquisitions and licensing



Managed Care

- Lab data enables better treatment and outcomes
- Partner to control high cost leakage
- Recognize value of lab services through appropriate pricing



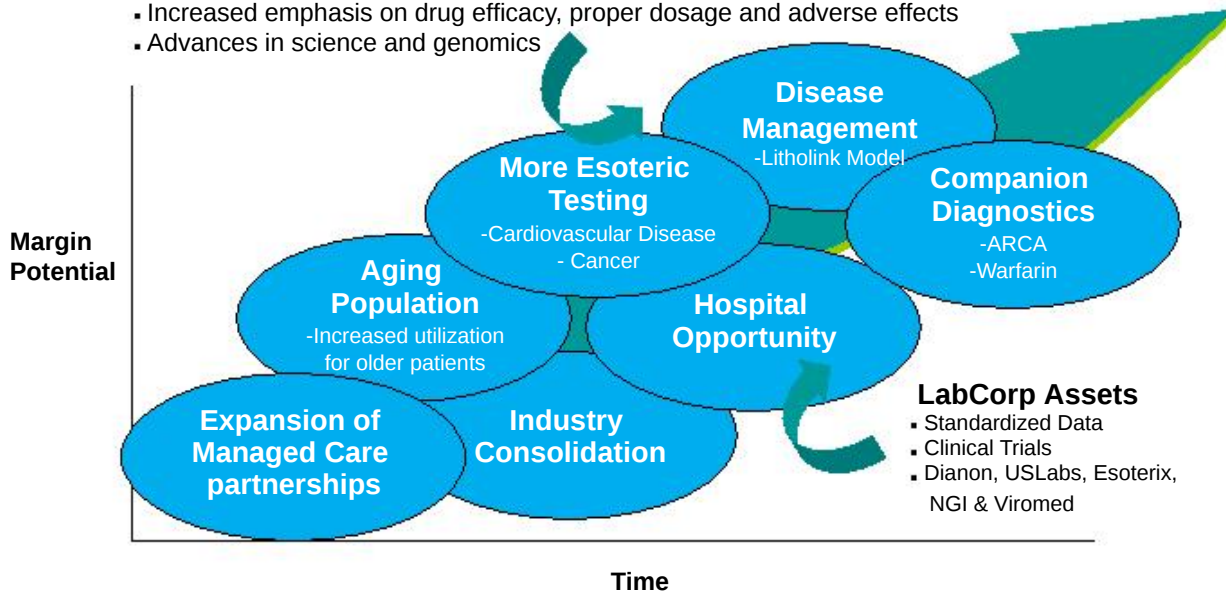
Customer Focus

- Quality and service driven culture
- First-time problem resolution
- Continuous enhancements in customer connectivity

Revenue Growth Drivers

Industry Forces

- Focus on Outcomes and Cost Containment (Medical & Drug)
- Increased emphasis on drug efficacy, proper dosage and adverse effects
- Advances in science and genomics

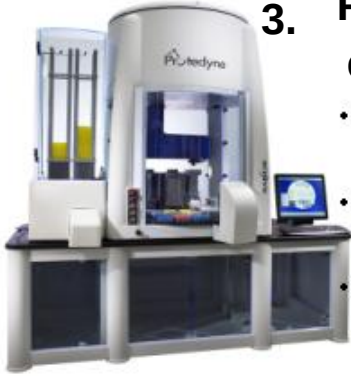


EBITDA Margin Growth Drivers

1. Increased volumes through fixed-cost infrastructure
2. Larger number of esoteric tests offered, more esoteric tests ordered

3. Further operational efficiencies

- Increase automation in pre-analytic processes
- Logistics / route structure optimization
- Supply chain management



- Improved patient experience and data capture
- Improvement in collections / bad debt

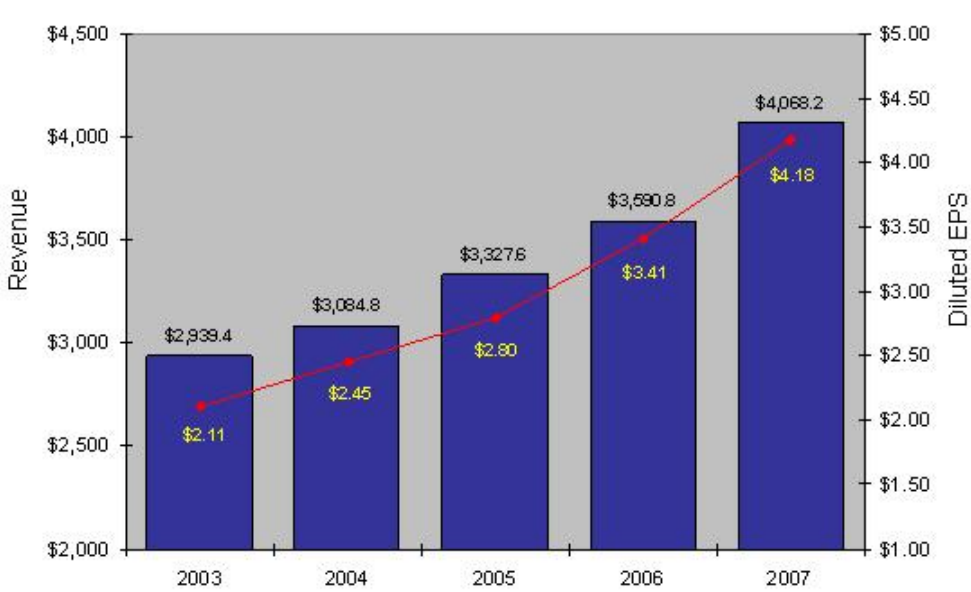


LabCorp's Investment and Performance Fundamentals

- **Industry-leading EBITDA margins**
- **Significant free cash flow**
- **Focus on returning value to shareholders**
 - Strategic acquisitions
 - Organic growth opportunities
 - Share repurchase
 - \$425.8 Million available as of 12/31/07
- **Flexibility for future growth opportunities**

Five-Year Revenue and EPS Trend

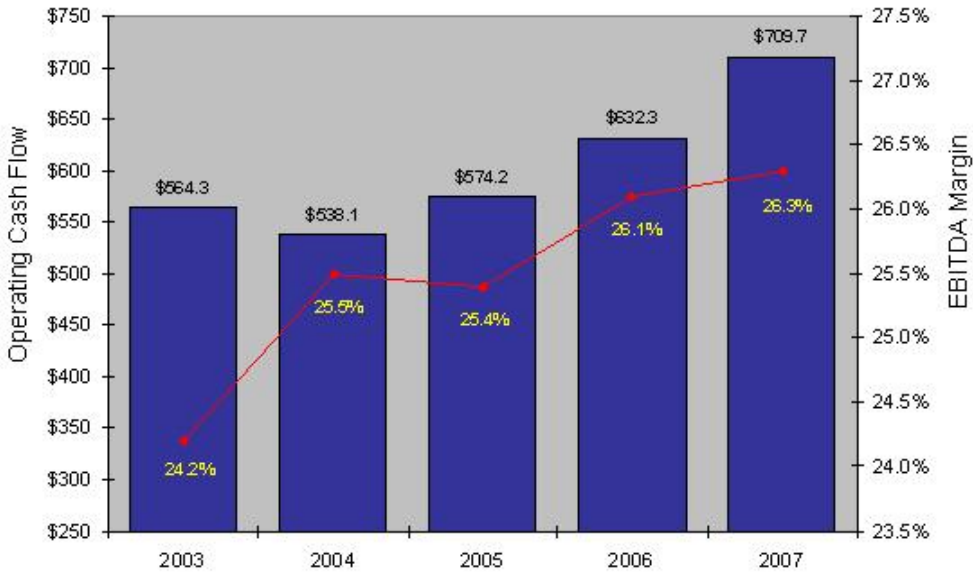
Revenue CAGR of 8.5% – Diluted EPS CAGR of 18.6%



1. Excluding the \$0.09 per diluted share impact in 2005 of restructuring and other special charges, and a non-recurring investment loss.
2. Excluding the \$0.07 per diluted share impact in 2006 of restructuring and other special charges, and the \$0.10 per diluted share impact in 2006 of adoption of SFAS 123(R).
3. Excluding the \$0.25 per diluted share impact in 2007 of restructuring and other special charges.

Five-Year OCF and EBITDA Margin Trend

OCF CAGR of 6% – EBITDA Margin Growth of 210 bps



1. Includes approximately \$50 million of benefit from one-time tax credits recorded in 2003.
2. Excluding the impact in 2005 of restructuring and other special charges and a non-recurring investment loss.
3. Excluding the impact in 2006 and 2007 of restructuring and other special charges.
4. As a result of adopting FASB 123(R) in 2006, the Company recorded incremental stock compensation expense of \$23.3 and \$26.7 in 2006 and 2007, respectively.

Fourth Quarter Results

(In millions, except per share data)

	<u>12/31/2006</u>	<u>12/31/2007</u>	<u>+/(-)</u>
Revenue	\$ 898.6	\$ 1,005.8	11.9%
EBITDA ⁽¹⁾	\$ 227.7	\$ 258.7	13.6%
EBITDA Margin	25.3%	25.7%	40 bp
Diluted EPS ⁽²⁾	\$ 0.85	\$ 1.04	22.4%

(1) Excludes restructuring and other special charges of \$7.7 and \$12.3 million recorded by the Company in the fourth quarter of 2006 and 2007, respectively.

(2) Excludes the \$0.04 and \$0.06 per diluted share impact of the restructuring and other special charges recorded in the fourth quarter of 2006 and 2007, respectively.



Full Year Results

(In millions, except per share data)

	<u>12/31/2006</u>	<u>12/31/2007</u>	<u>+/(-)</u>
Revenue	\$ 3,590.8	\$ 4,068.2	13.3%
EBITDA ⁽¹⁾	\$ 935.7	\$ 1,071.3	14.5%
EBITDA Margin	26.1%	26.3%	20 bp
Diluted EPS ⁽²⁾	\$ 3.30	\$ 4.18	26.7%

(1) Excludes restructuring and other special charges of \$13.3 and \$50.6 million recorded by the Company in 2006 and 2007, respectively.

(2) Excludes the \$0.06 and \$0.25 per diluted share impact of the restructuring and other special charges by the Company in 2006 and 2007, respectively.



2007 Fourth Quarter Financial Achievements

- **Diluted EPS of \$1.04 ⁽¹⁾**
- **EBITDA margin of 25.7% of net sales⁽²⁾**
- **Operating cash flow of \$240.4 million**
- **Increased revenues 11.9% (11.0% volume; 0.9% price)**
- **Repurchased approximately \$403.4 million of LabCorp stock**

(1) Excludes the \$0.06 per diluted share impact of the restructuring and other special charges recorded in the fourth quarter of 2007.

(2) Based on EBITDA of \$258.7 million, excluding the \$12.3 million impact of restructuring and other special charges recorded in the fourth quarter of 2007.



2007 Full Year Financial Achievements

- **Diluted EPS of \$4.18 ⁽¹⁾**
- **EBITDA margin of 26.3% of net sales ⁽²⁾**
- **Operating cash flow of \$709.7 million**
- **Increased revenues 13.3% (12.3% volume; 1.0% price)**
- **Repurchased approximately \$924.2 million of LabCorp stock**

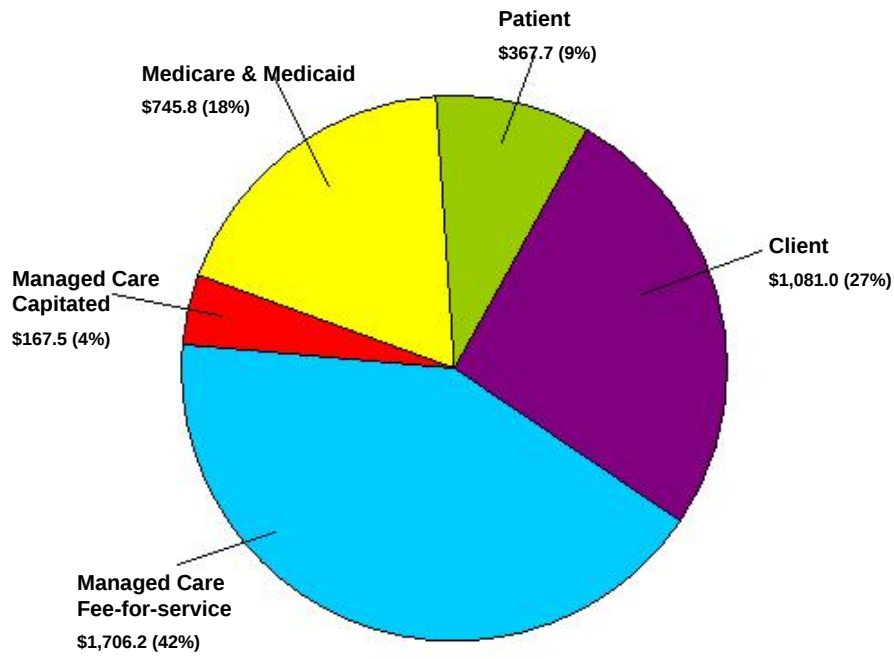
(1) Excludes the \$0.25 per diluted share impact of the restructuring and other special charges recorded in 2007.

(2) Based on EBITDA of \$1,071.3 million, excluding the \$50.6 million impact of restructuring and other special charges recorded in 2007

Revenue by Payer

2007

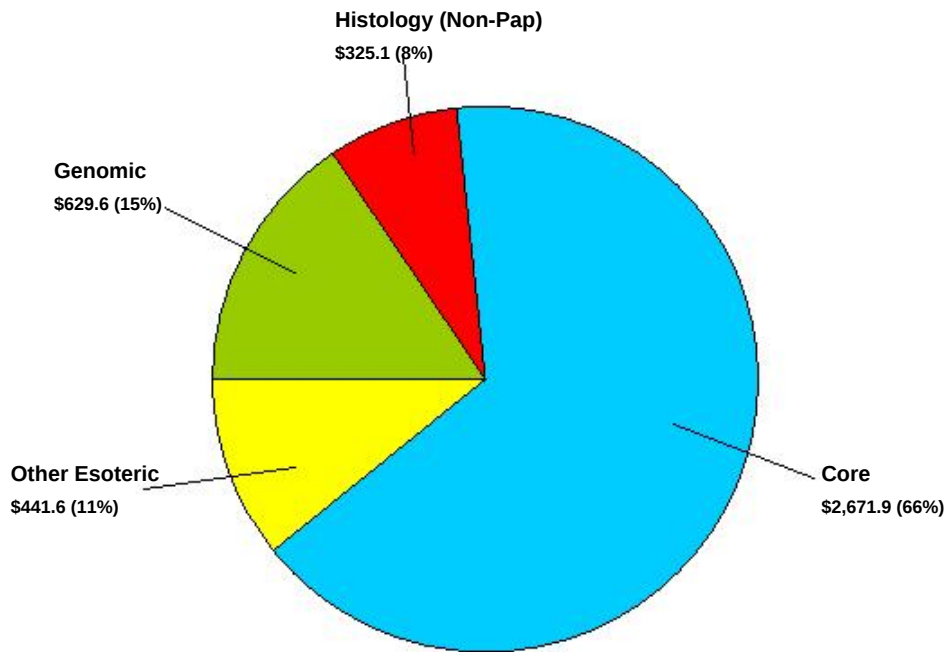
(In millions)



Revenue by Business Area

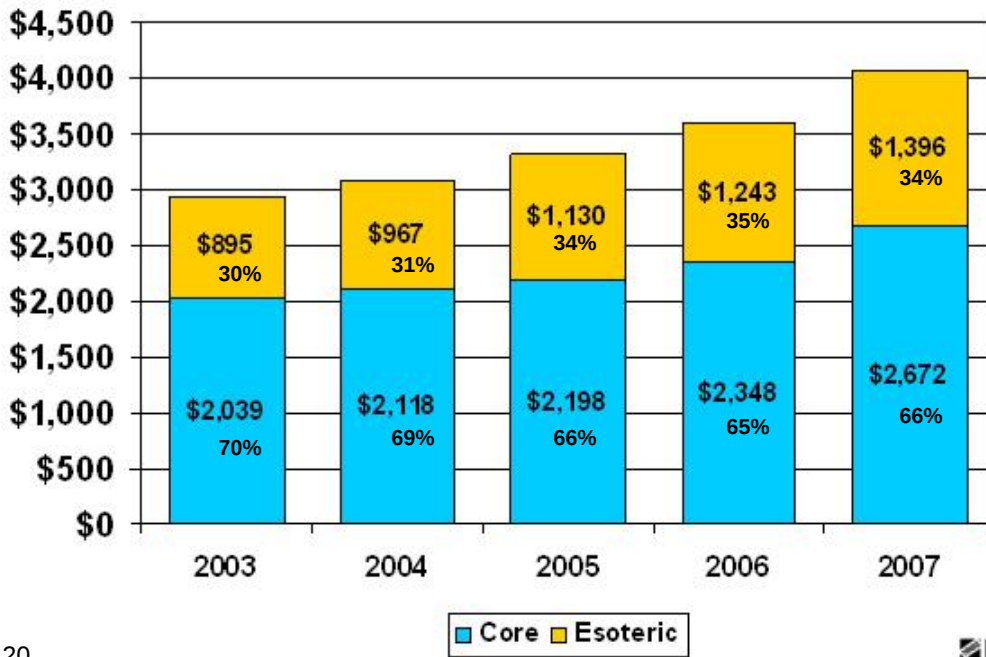
2007

(In millions)



Revenue Mix by Business Area

(In millions)



Revenue by Payer - 2007

(in millions, except PPA)

	YTD Q4-2005				YTD Q4-2006				YTD Q4-2007			
	Revenue		Accns	PPA	Revenue		Accns	PPA	Revenue		Accns	PPA
	\$'s	%			\$'s	%			\$'s	%		
Client	\$ 932.7	28%	32.042	\$ 29.11	\$ 961.6	27%	32.817	\$ 29.30	\$ 1,081.1	27%	34.213	\$ 31.60
Patient	\$ 302.8	9%	2.241	\$ 135.12	331.5	9%	2.226	\$ 148.91	367.7	9%	2.315	\$ 158.84
Third Party (Medicare/Medicaid)	\$ 755.2	23%	19.618	\$ 38.49	766.3	21%	19.108	\$ 40.11	745.8	18%	18.343	\$ 40.66
Managed Care:												
- Capitated	\$ 136.5	4%	12.875	\$ 10.60	144.0	4%	13.334	\$ 10.80	167.4	4%	14.962	\$ 11.19
- Fee for service	1,200.4	36%	25.344	\$ 47.36	1,387.4	39%	28.038	\$ 49.48	1,706.2	42%	37.462	\$ 45.54
Total Managed Care	1,336.9	40%	38.219	\$ 34.98	1,531.4	43%	41.372	\$ 37.01	1,873.6	46%	52.424	\$ 35.74
Lab Corp Total	\$ 3,327.6	100%	92.120	\$ 36.12	\$ 3,590.8	100%	95.523	\$ 37.59	\$ 4,068.2	100%	107.295	\$ 37.92

Revenue Mix by Business Area - 2007

(in millions, except PPA)

	YTD Q4-2005				YTD Q4-2006				YTD Q4-2007			
	Revenue		Accns	PPA	Revenue		Accns	PPA	Revenue		Accns	PPA
	\$'s	%			\$'s	%			\$'s	%		
All Genomic	\$ 505.2	15%	6,729	\$ 75.08	\$ 557.8	16%	7,183	\$ 77.65	\$ 629.6	15%	8,452	\$ 74.50
Other Esoteric	340.8	10%	8,175	41.69	385.4	11%	9,190	41.93	441.6	11%	10,775	40.99
Histology	283.7	9%	2,406	117.92	300.1	8%	2,424	123.76	325.1	8%	2,675	121.51
All Genomic / Esoteric	1,129.8	34%	17,311	65.26	1,243.2	35%	18,798	66.14	1,396.3	34%	21,902	63.76
Core	2,197.8	66%	74,810	29.38	2,347.6	65%	76,725	30.60	2,671.9	66%	85,393	31.29
Lab Corp Total	\$ 3,327.6	100%	92,120	\$ 36.12	\$ 3,590.8	100%	95,523	\$ 37.59	\$ 4,068.2	100%	107,295	\$ 37.92

Excluding the impact of any share repurchase activity after December 31, 2007, guidance for 2008 is as follows:

	Pre-JV Transaction	Post-JV Transaction
• Revenue growth	7.0% to 8.0%	13.0% to 14.3%
• EBITDA margins of approximately	26.8% to 27.2%	25.6% to 26.0%
• Diluted earnings per share of between	\$4.73 and \$4.88	\$4.74 and \$4.90
• Operating cash flow, excluding any transition payments to UnitedHealthcare, of approximately	\$770 million to \$790 million	\$775 million to \$800 million
• Capital expenditures of approximately	\$115 million to \$130 million	\$120 million to \$140 million
• Net interest of approximately	\$60 million	\$66 million

Reconciliation of Non-GAAP Financial Measures

(In millions)

1) EBITDA represents earnings before interest, income taxes, depreciation, amortization, and nonrecurring charges, and includes the Company's proportional share of the underlying EBITDA of the income from joint venture partnerships. The Company uses EBITDA extensively as an internal management performance measure and believes it is a useful, and commonly used measure of financial performance in addition to earnings before taxes and other profitability measurements under generally accepted accounting principles ("GAAP"). EBITDA is not a measure of financial performance under GAAP. It should not be considered as an alternative to earnings before income taxes (or any other performance measure under GAAP) as a measure of performance or to cash flows from operating, investing or financing activities as an indicator of cash flows or as a measure of liquidity. The following table reconciles earnings before income taxes, representing the most comparable measure under GAAP, to EBITDA for the three-month period and year ended December 31, 2007 and 2006:

	Three Months		Year Ended	
	Ended December 31,		December 31,	
	2007	2006	2007	2006
Earnings before income taxes	\$186.9	\$ 169.8	\$ 802.3	\$720.9
Add (subtract):				
Interest expense	18.8	12.4	56.6	47.8
Investment income	(2.1)	(3.3)	(5.4)	(7.7)
Other (income) expense, net	(0.1)	0.9	1.4	2.8
Depreciation	27.4	26.0	106.4	102.2
Amortization	14.3	13.2	54.9	52.2
Restructuring and other special charges	12.3	7.7	50.6	13.4
Joint venture partnerships' depreciation and amortization	1.2	1.0	4.5	4.1
EBITDA	\$258.7	\$ 227.7	\$ 1,071.3	\$935.7

24



Supplemental Financial Information

Laboratory Corporation of America
Other Financial Information
December 31, 2007
(\$ in million's)

	<u>Q1 07</u>	<u>Q2 07</u>	<u>Q3 07</u>	<u>Q4 07</u>	<u>YTD 2007</u>
Depreciation	\$ 26.3	\$ 26.1	\$ 26.6	\$ 27.4	\$ 106.4
Amortization	\$ 13.3	\$ 13.4	\$ 13.9	\$ 14.3	\$ 54.9
Capital expenditures	\$ 40.8	\$ 32.2	\$ 35.5	\$ 34.1	\$ 142.6
Cash flows from operations	\$ 185.8	\$ 153.1	\$ 130.4	\$ 240.4	\$ 709.7
Bad debt as a percentage of sales	4.82%	4.82%	4.82%	4.82%	4.82%
Effective interest rate on debt:					
Zero coupon-subordinated notes	2.00%	2.00%	2.00%	2.00%	2.00%
5 1/2% Senior Notes (including effect of interest rate swap)	5.38%	5.38%	5.38%	5.38%	5.38%
5 5/8% Senior Notes	5.75%	5.75%	5.75%	5.75%	5.75%
Term loan	N/A	N/A	N/A	5.58%	5.58%
Revolving credit facility(weighted average)	5.80%	5.80%	6.19%	5.05%	5.05%
Days sales outstanding	55	55	58	56	56
UnitedHealthcare transition payments - Billed	\$ -	\$ 16.7	\$ 11.2	\$ 10.4	\$ 38.3
UnitedHealthcare transition payments - Paid	\$ -	\$ 5.4	\$ 17.9	\$ 8.7	\$ 32.0

