

**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

May 14, 2013
(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 communication 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 May 14, 2013.

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

By: /s/ F. SAMUEL EBERTS III
F. Samuel Eberts III
Chief Legal Officer and Secretary

May 14, 2013



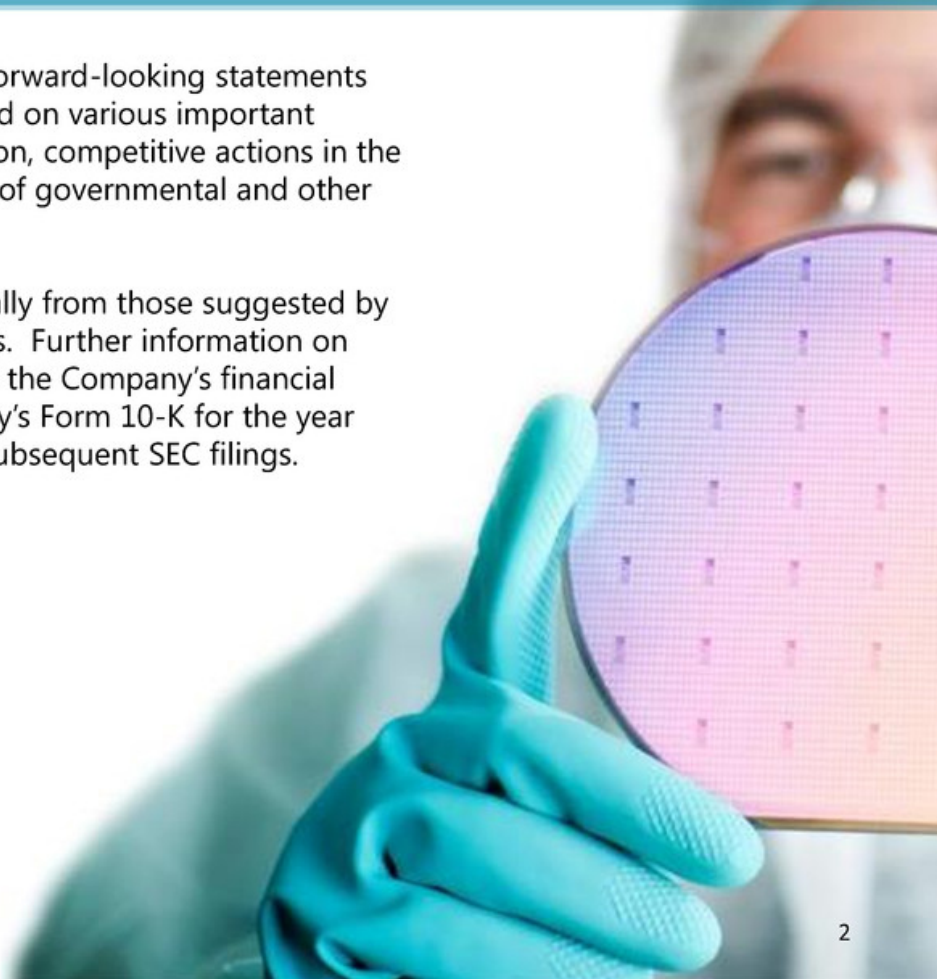
BANK OF AMERICA MERRILL LYNCH
2013 HEALTHCARE CONFERENCE

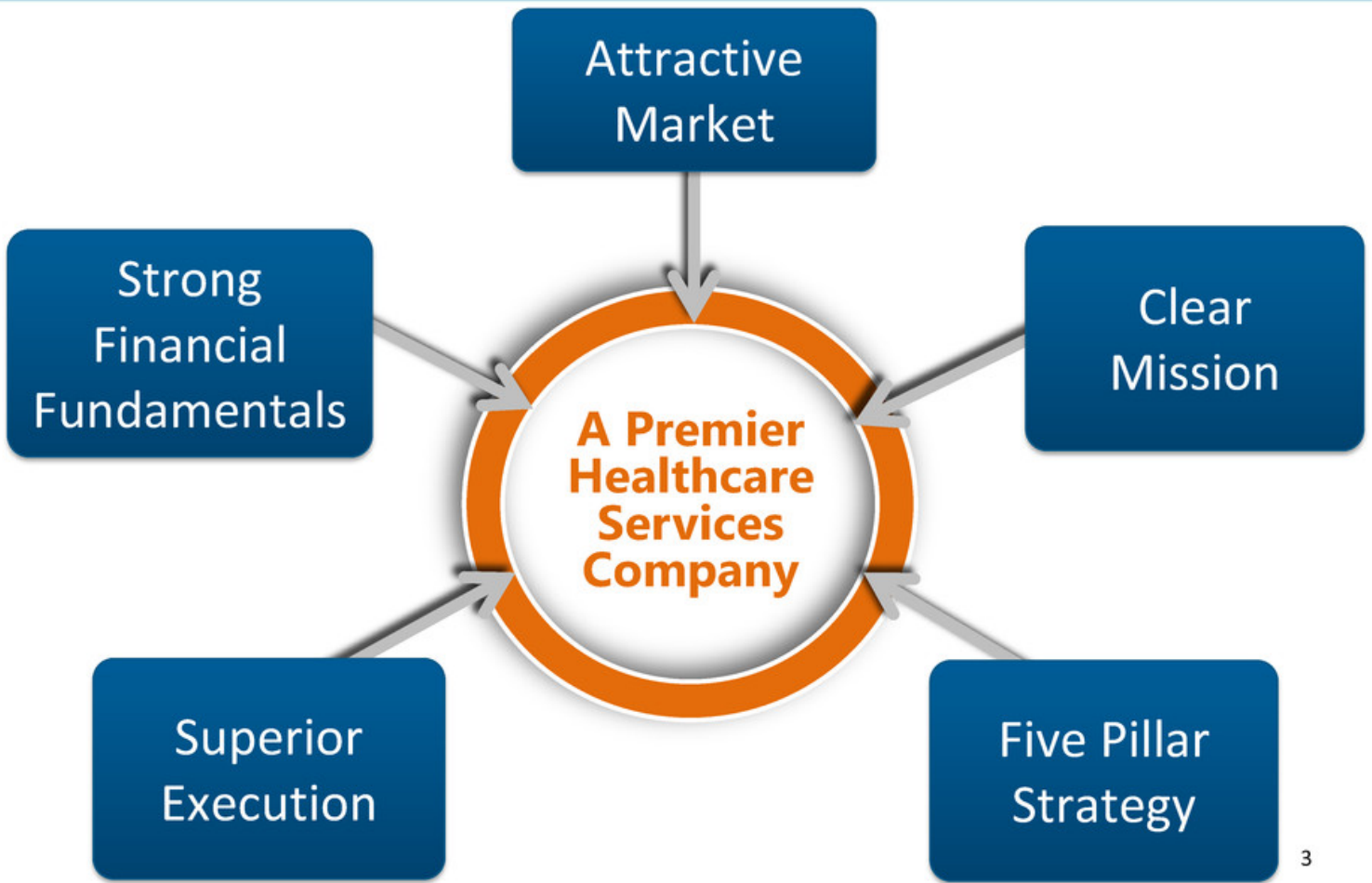
MAY 14, 2013 | **LAS VEGAS**

FORWARD LOOKING STATEMENT

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, 2012, and subsequent SEC filings.

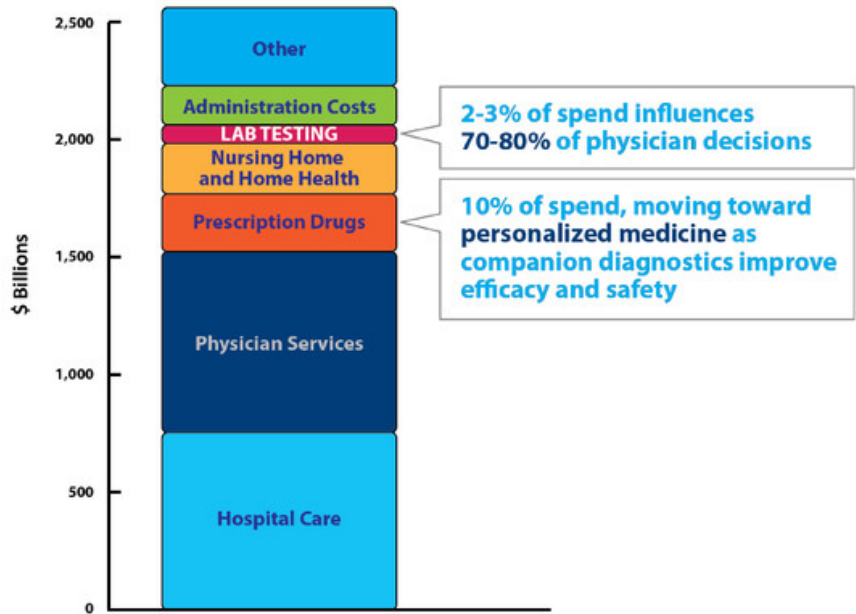




Valuable Service

- Small component of total cost influences large percentage of clinical decisions
- Screening, early detection, and monitoring reduce downstream costs
- Decision support tools guide providers to better patient outcomes

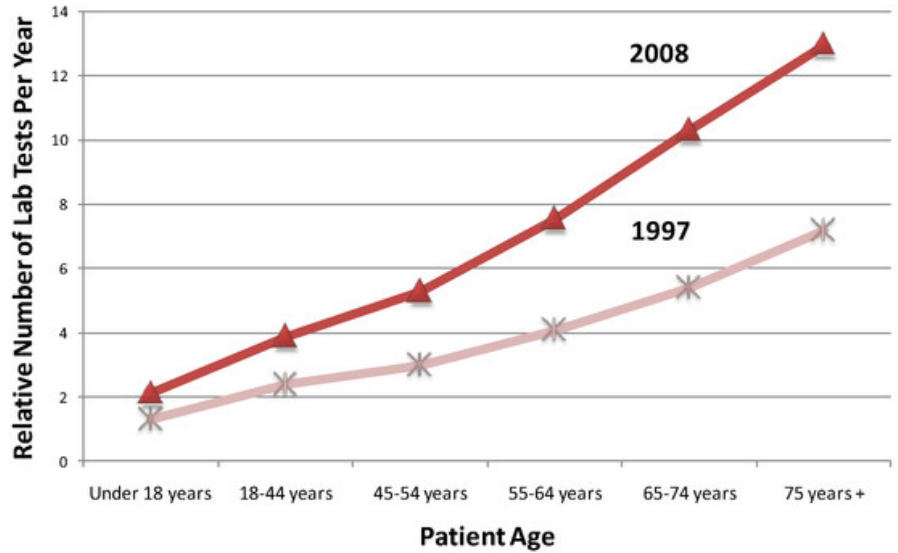
2011 Projected US Health Care Spend \$2.7 Trillion



Source: Centers for Medicare and Medicaid Services, Office of the Actuary, National Health Statistics Group; and U.S. Department of Commerce, Bureau of Economic Analysis and U.S. Bureau of the Census, and company estimates.

Growth Drivers

- Aging population
- Industry consolidation
- Advances in genomics
- Pharmacogenomics/
companion diagnostics
- 2014 coverage expansion
- Key managed care
partnerships
- Cost pressures will reward
more efficient labs

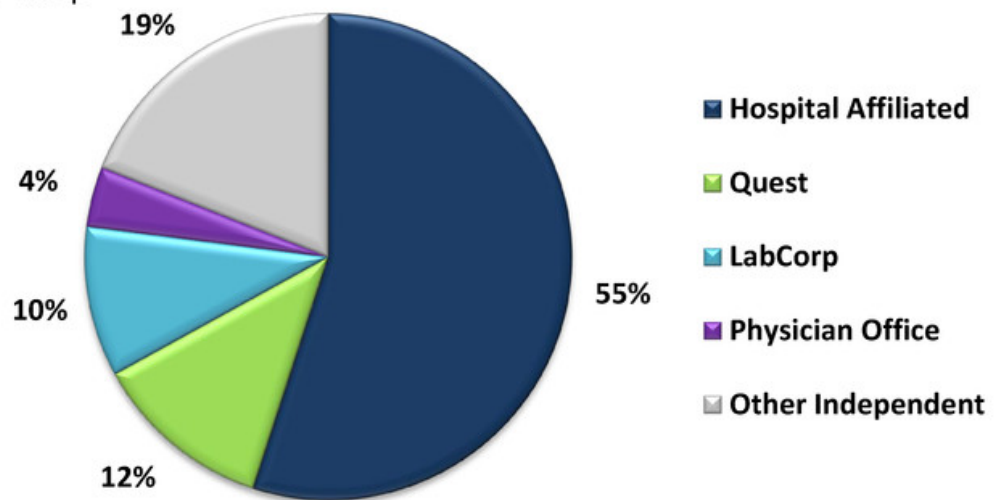


Source: CDC National Ambulatory Medical Care Survey and Company Estimates

Opportunity to Take Share

- Approximately 5,000 independent labs
- Less efficient, higher cost competitors
- Full service, "one stop shop"

\$60 Billion US Lab Market

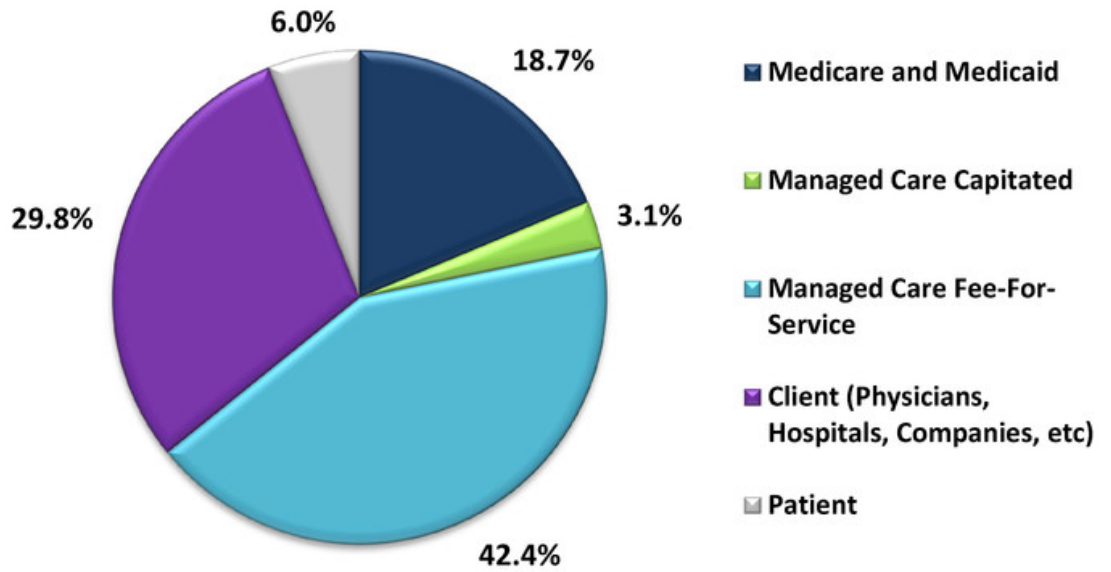


Source: Washington G-2 Reports and Company estimates

Diversified Payor Mix

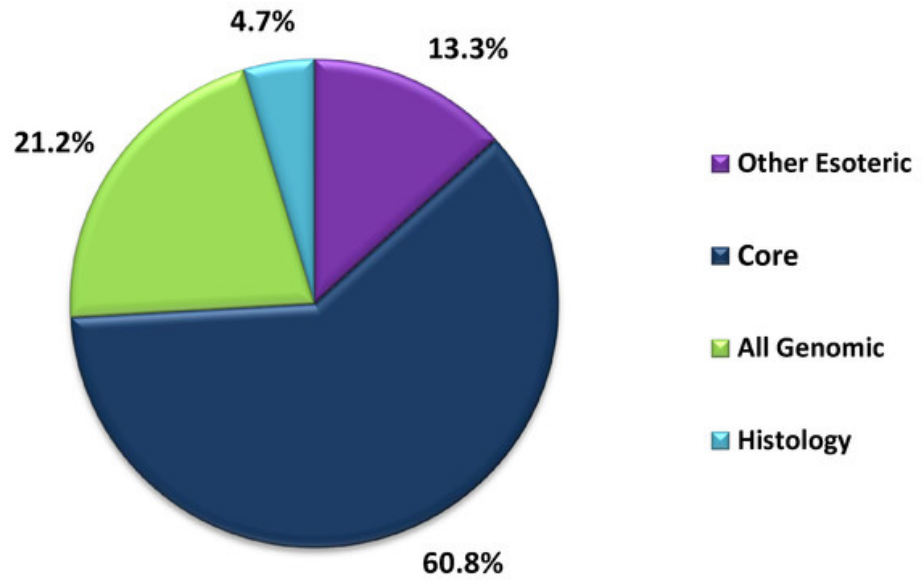
No customer > 10% of revenue

LabCorp U.S. Payor Mix % of Revenue, 2012



Diversified Test Mix

LabCorp U.S. Test Mix
% of Revenue, 2012



We Will Be a Trusted Knowledge Partner for Stakeholders, Leading to Growth in Our Business and Continued Creation of Shareholder Value

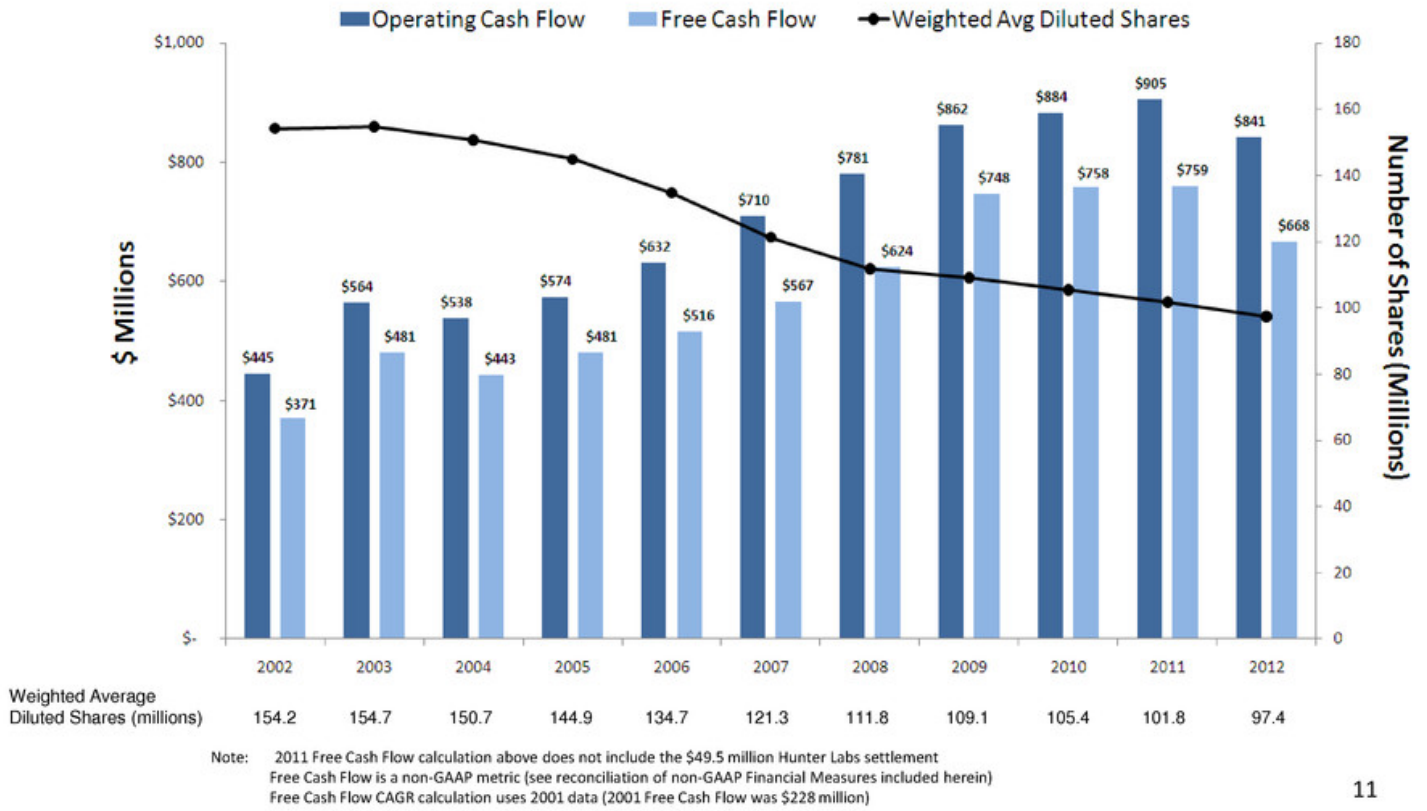
We Will Achieve This Mission by Continuing to Execute Our Five Pillar Strategy



**Deploy Capital to Investments
That Enhance Our Business and
Return Capital to Shareholders**



10.3% FCF CAGR from 2001-2012



Five-Year Capital Snapshot

- Acquisitions: Genzyme Genetics*, Orchid Cellmark, MEDTOX Scientific
- Approximately \$2.1 billion of share repurchase since 2008
- Approximate 50/50 split between acquisitions and share repurchase since 2008

LabCorp Capital Deployment

	2008	2009	2010	2011	2012	Total
Cash from Operating Activities	\$ 780.9	\$ 862.4	\$ 883.6	\$ 855.6	\$ 841.4	\$4,223.9
Total Capital Deployed	\$ 839.2	\$ 603.6	\$ 1,650.0	\$ 927.9	\$ 1,025.4	\$5,046.1
Capital Expenditures	\$ 156.7	\$ 114.7	\$ 126.1	\$ 145.7	\$ 173.8	\$ 717.0
% Total Capital Deployed	19%	19%	8%	16%	17%	14%
Cash Used for Acquisitions	\$ 348.9	\$ 215.9	\$ 1,185.8	\$ 138.3	\$ 335.1	\$2,224.0
% Total Capital Deployed	42%	36%	72%	15%	33%	44%
Cash Used for Share Repurchase	\$ 333.6	\$ 273.0	\$ 338.1	\$ 643.9	\$ 516.5	\$2,105.1
% Total Capital Deployed	40%	45%	20%	69%	50%	42%

Source: SEC Filings

*GENZYME GENETICSSM and its logo are trademarks of Genzyme Corporation and used by Esoterix Genetic Laboratories, LLC, a wholly-owned subsidiary of LabCorp, under license. Esoterix Genetic Laboratories and LabCorp are operated independently from Genzyme Corporation.

Future Capital Deployment Strategy

- Target Leverage Ratio of approximately 2.5 to 1 (Debt/EBITDA) over time
- Acquisitions
- Share Repurchase

**Enhance IT Capabilities
To Improve Physician
and Patient Experience**



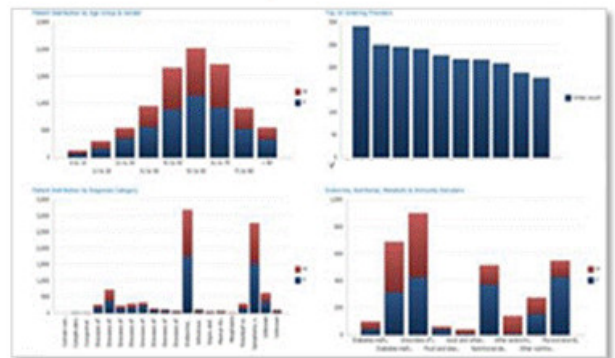
LabCorp Beacon™ Platform

- **Rich web portal and mobility framework**
 - Physician, Patient and Payor portals
 - Mobility solutions
- **Enhanced Efficiency and Service**
 - Online appointment scheduling
 - Express Orders
 - AccuDraw™
 - Integrated results, enhanced reports
- **Lab Analytics**
 - One-click trending of patient, test and population
 - View lab history
- **Services Oriented Architecture**
 - Rules based engines
 - Content aggregation
 - Plug in model for seamless integration with practice workflow
 - Scalable, big data model

Population Health Analytics

- Comprehensive platform**
 Healthcare business intelligence across hospital, physician practice and ACO market
- Robust rules engine and 600+ clinical quality measures**
 100% compliance to Meaningful Use requirements (EP & EH)
 100% compliance to ACO, JCAHO and PQRS reporting requirements
- Real time clinical alerts**
 Gaps in care alerts for patient populations and at the individual patient level

Analytics Views



Gaps-in-Care

The 'Gaps-in-Care' dashboard provides a detailed view of patient care gaps. It includes a search bar, a list of patient profiles, and a table of alerts. The table columns include the number of gaps, the patient's name, and the specific alert type.

Alerts	Alert	Control selection
4 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* All Cases First * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)
4 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)
7 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)
7 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)
8 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)
7 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)
7 Gaps in Care OUTPAT, INPAT	Expert Gap New Results Send Message Create Task	* With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not) * With gaps in Care (and not)

Patient Portal

- Receive lab results as easily as checking email
- Share lab results securely and privately
- Receive notifications and alerts automatically
- Manage health care information for the entire family
- Provide education tools for patients

The screenshot displays the LabCorp Beacon Patient Portal. The interface includes a navigation bar with 'Home', 'Lab Results', and 'Profile'. The main content area is divided into several sections:

- Lab Test Results:** A table showing recent lab tests with columns for 'Date of Service', 'Ordering Physician', and 'Dr. Name'. It lists tests from March 16, 2011, to November 18, 2011.
- Personal Profile:** A section for patient information, including 'Current Information' and 'Schedule'.
- Patient Report:** A detailed view of a specific lab test, including:
 - Specimen ID:** 256751-5833-0
 - Control ID:** P9029482710
 - Specimen Details:** Date collected: 08/12/12 11:17 ET, Date entered: 10/03/12, Date reported: 10/03/12 11:42 ET.
 - Physician Details:** Referring: M376, ID: [REDACTED], MFI: [REDACTED].
 - General Common & Additional Information:** Clinical Info: Check for Specimen ID.
 - Ordered Items:** Comp. Metabolic Panel (14).
 - Test Results Table:**

TEST	RESULT	FLAG	UNITS	REFERENCE INTERVAL	LAB
Glucose, Serum	75		mg/dL	65 - 99	01
BUN	20		mg/dL	5 - 26	01
Creatinine, Serum	0.85		mg/dL	0.57 - 1.00	01
Glow Filtr. Rate, Est	>59		mL/min/1.73	>59	
IF African-American	>59		mL/min/1.73	>59	
BUN/Creatinine Ratio	24		mmol/L	8 - 27	01
Sodium, Serum	135		mmol/L	135 - 145	01
Potassium, Serum	4.1		mmol/L	3.5 - 5.2	01
Chloride, Serum	105		mmol/L	97 - 108	01
Carbon Dioxide, Total	28		mmol/L	20 - 32	01
Calcium, Serum	9.1		mg/dL	8.5 - 10.6	01
Protein, Total, Serum	6.2		g/dL	6.0 - 8.5	01
Albumin, Serum	4.3		g/dL	3.5 - 5.5	01
Globulin, Total	1.9		g/dL	1.5 - 4.5	
A/G Ratio	2.3			1.1 - 2.5	
Bilirubin, Total	0.3		mg/dL	0.1 - 1.2	01
Alkaline Phosphatase, S	75		IU/L	25 - 150	01
AST (SGOT)	10		IU/L	0 - 40	01
ALT (SGPT)	5		IU/L	0 - 40	01

Continue to Improve Efficiency to Offer the Most Compelling Value in Laboratory Services



Our Focus on Efficiency

- Constant focus on cost structure
- Standardization
 - Lab platforms, instruments and processes
 - Billing system
- Supply chain optimization
- Automation of pre-analytics
- Facility rationalization
- Propel splitting and sorting robotics



PR > PEL

**Scientific Innovation
At Appropriate Pricing**



Companion diagnostics and personalized medicine

- IL-28B
- BRAF V600E metastatic melanoma (Zelboraf)
- Vysis ALK Break Apart FISH probe (XALKORI)
- K-RAS
- HLA-B* 5701
- EGFR Mutation Analysis
- HCV GenoSure® NS3/4A
- PhenoSense®, PhenoSense GT®
- HERmark®
- SNP Microarray-Oncology
- CYP 450 2C19

Our core competencies in science, IT and personalized medicine make LabCorp an attractive partner for drug development

Women's health

- ROMA
- Nuswab STD testing on a single swab
- Expanded Vaginosis and Candida testing
- Expanded options for HPV DNA testing
- Age-based guideline testing initiative for HPV
- Non-Invasive Prenatal Screening

Development of Knowledge Services

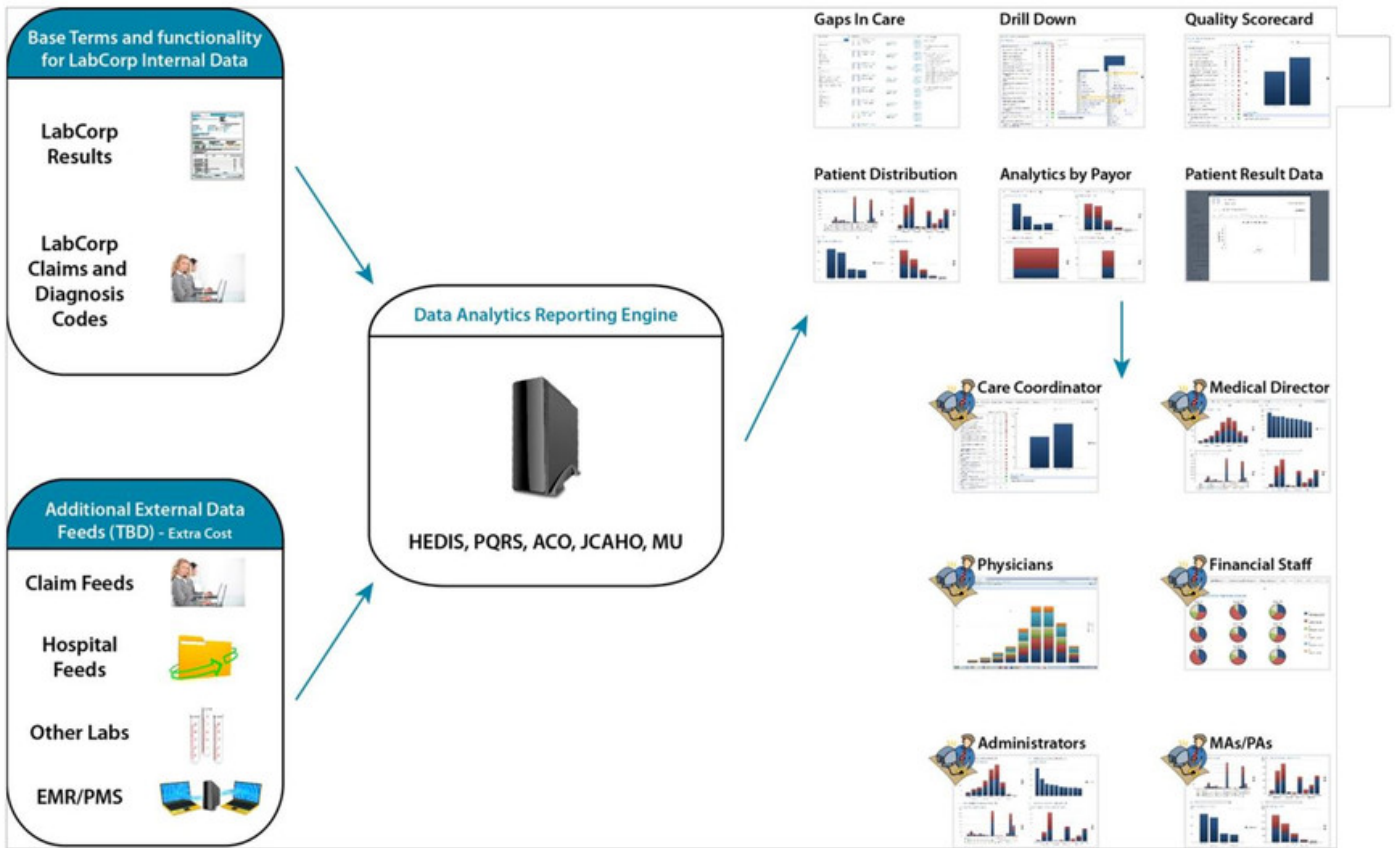


Key Elements

- Data to actionable intelligence
- Knowledge solutions
- Moving closer to patient as organizer of care

- Meaningful information for patient and population health management
 - Understand quality of care delivered
 - Understand costs
 - Measure impact of treatment on patient outcomes
- Improve quality and cost of care
- Facilitate analysis of comparative effectiveness
- Aggregate quality reporting measures
- Identify unmet needs and associated market opportunities

FIVE PILLAR STRATEGY PILLAR FIVE SAMPLE DATA FLOW



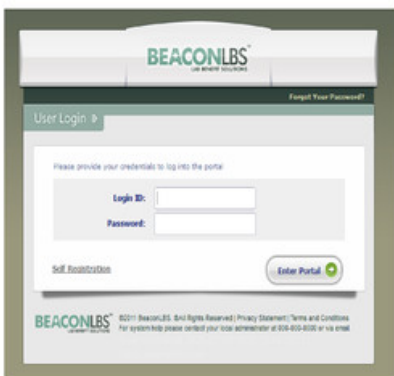
FIVE PILLAR STRATEGY PILLAR FIVE PROVIDING COMPREHENSIVE CARE MANAGEMENT TOOLS

UNIFIED DECISION SUPPORT PLATFORM

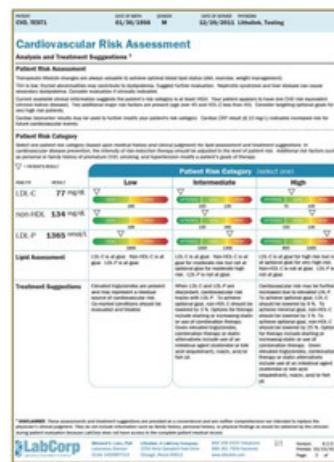
AT
ORDER
ENTRY

AT
RESULT
DELIVERY

FUTURE
STATE

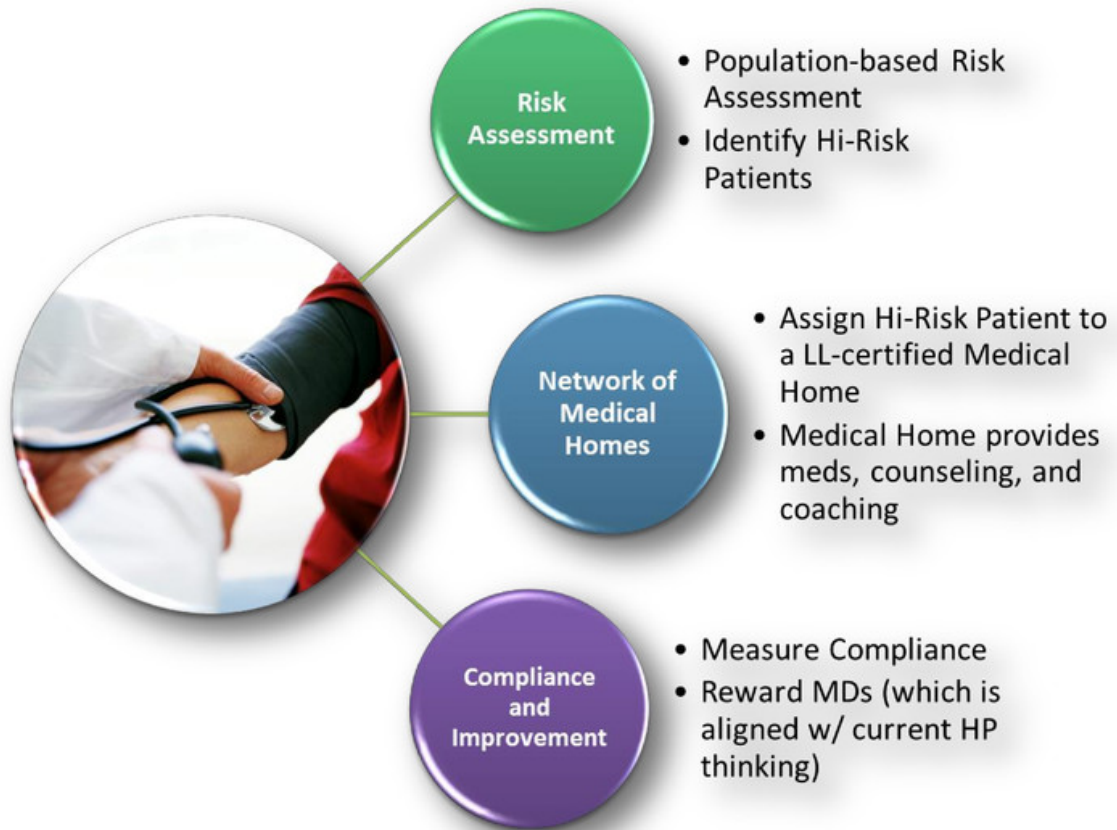


Litholink
Comprehensive Programs for Chronic Disease

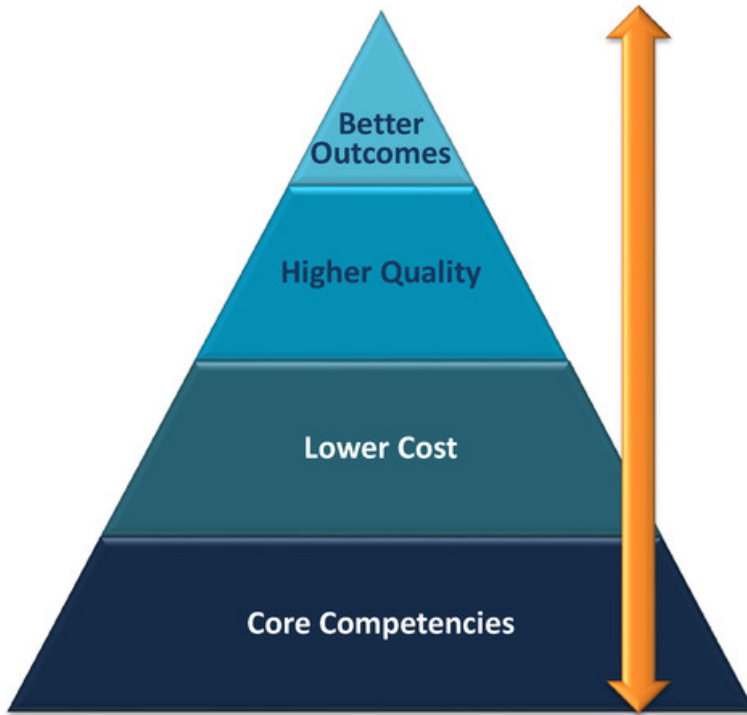


**INTEGRATION
OF DECISION
SUPPORT
CAPABILITIES
AND CLINICAL
INPUTS**

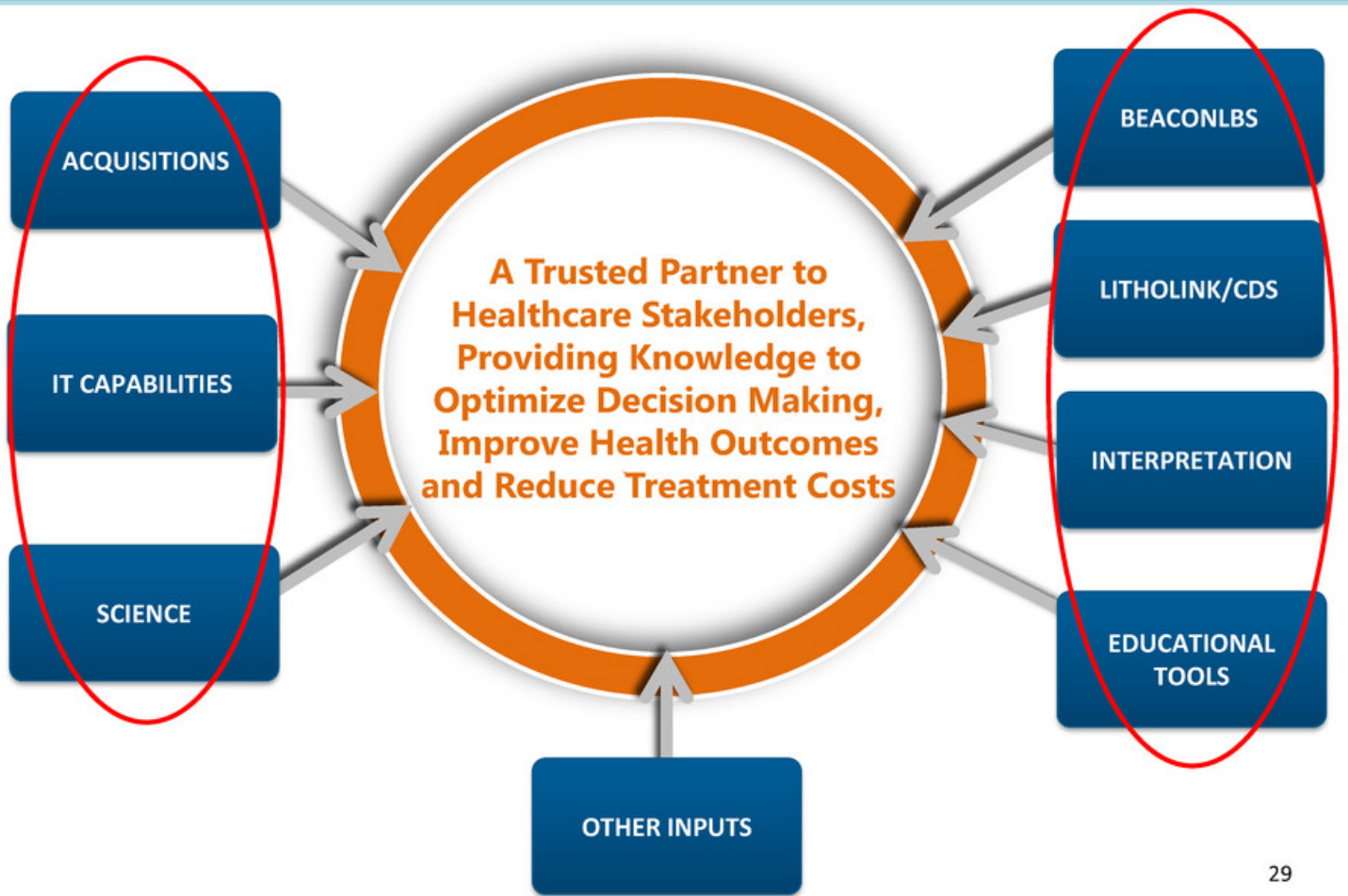
FIVE PILLAR STRATEGY PILLAR FIVE MOVING CLOSER TO THE PATIENT AS AN ORGANIZER OF CARE



LabCorp Capabilities Meet Every Requirement of New Care Models

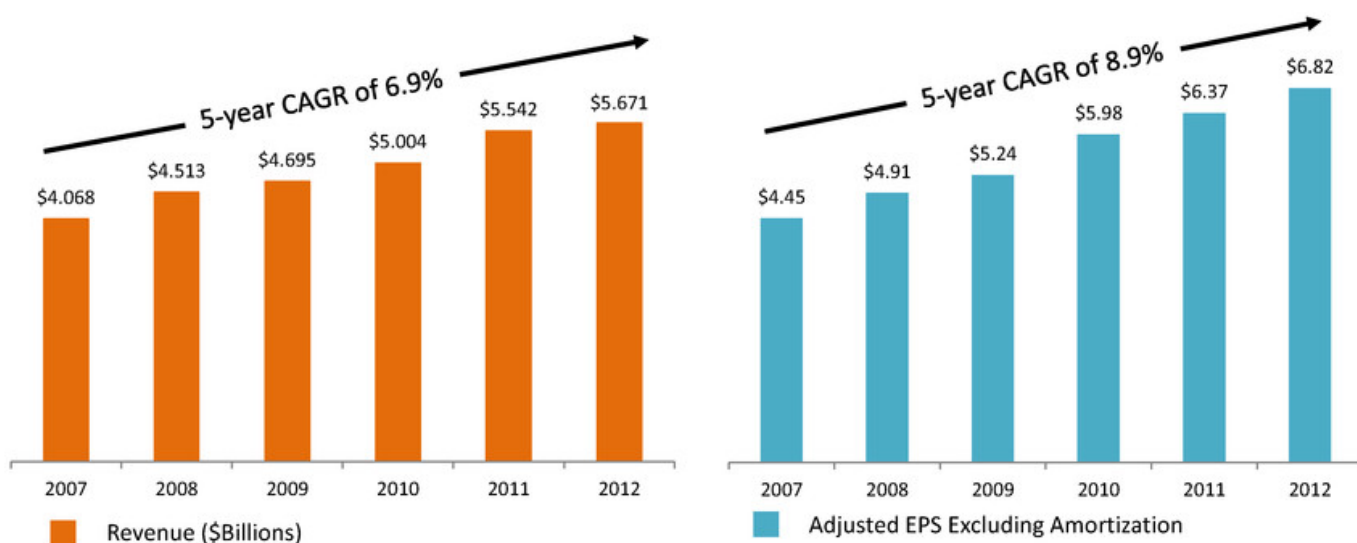


- “End to End” Total Lab Solution Partnership
- Population health management tools
- Clinical decision support programs
- Expanded patient counseling (PCMH)
- Integrative clinical reports
- Patient centric data solutions
- IT capabilities/support (LIS, portal, mobile)
- Complementary AP services
- Scientific Expertise
- Quality / Standardization
- Operating expense savings
- Infrastructure
- Economies of Scale
- Access to capital



EXCELLENT PERFORMANCE

Revenue and Adjusted EPS Excluding Amortization Growth: 2007 – 2012 ^{1,2,3}



1. Excluding the \$0.25 per diluted share impact of restructuring and other special charges and the \$0.27 per diluted share impact from amortization in 2007; excluding the \$0.44 per diluted share impact of restructuring and other special charges and the \$0.31 per diluted share impact from amortization in 2008; excluding the (\$0.09) per diluted share impact of restructuring and other special charges and the \$0.35 per diluted share impact from amortization in 2009; excluding the \$0.26 per diluted share impact of restructuring and other special charges and the \$0.43 per diluted share impact from amortization in 2010; excluding the \$0.72 per diluted share impact of restructuring and other special charges, the \$0.03 per diluted share impact from a loss on the divestiture of assets and the \$0.51 per diluted share impact from amortization in 2011; excluding the \$0.29 per diluted share impact of restructuring and other special charges and the \$0.54 per diluted share impact from amortization in 2012

2. EPS, as presented represents adjusted, non-GAAP financial measures. Diluted EPS, as reported in the Company's Annual Report were: \$3.93 in 2007; \$4.16 in 2008; \$4.98 in 2009; \$5.29 in 2010; \$5.11 in 2011; and \$5.99 in 2012

3. 2008 revenue includes a \$7.5 million adjustment relating to certain historic overpayments made by Medicare for claims submitted by a subsidiary of the Company

RECONCILIATION FREE CASH FLOW

Reconciliation of non-GAAP Financial Measures

(In millions, except per share data)

	<u>2012</u>	<u>2011</u>	<u>2010</u>	<u>2009</u>	<u>2008</u>	<u>2007</u>	<u>2006</u>	<u>2005</u>	<u>2004</u>	<u>2003</u>	<u>2002</u>
Cash flows from operations ¹	\$841.4	\$905.1	\$883.6	\$862.4	\$780.9	\$709.7	\$632.3	\$574.2	\$538.1	\$564.3	\$444.9
Capital expenditures	(173.8)	(145.7)	(126.1)	(114.7)	(156.7)	(142.6)	(115.9)	(93.6)	(95.0)	(83.6)	(74.3)
Free cash flow ²	<u>667.6</u>	<u>759.4</u>	<u>757.5</u>	<u>747.7</u>	<u>624.2</u>	<u>567.1</u>	<u>516.4</u>	<u>480.6</u>	<u>443.1</u>	<u>480.7</u>	<u>370.6</u>
Weighted average diluted shares outstanding	97.4	101.8	105.4	109.1	111.8	121.3	134.7	144.9	150.7	144.8	144.2

(1) 2011 cash flows from operations excludes the \$49.5 million Hunter Labs settlement payment

(2) Free cash flow represents cash flows from operations less capital expenditures



www.LabCorp.com

