

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

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

Date of report (Date of earliest event reported): May 13, 2020

**LABORATORY CORPORATION OF AMERICA
HOLDINGS**

(Exact Name of Registrant as Specified in 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 27215**
(Address of Principal Executive Offices, and Zip Code)

336-229-1127
Registrant's Telephone Number, Including Area Code

N/A
(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

- 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.10 par value	LH	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2020 Annual Meeting of Shareholders (the “Annual Meeting”) of Laboratory Corporation of America Holdings (the “Company”) was held on May 13, 2020. As of March 25, 2020, the date of record for determining the Company’s shareholders entitled to vote on the proposals presented at the Annual Meeting, there were 97,103,326 shares of the Company’s common stock issued and outstanding and entitled to vote at the Annual Meeting. The holders of 85,374,002 shares of the Company’s issued and outstanding common stock were represented in person or by proxy at the Annual Meeting, constituting a quorum. The proposals presented at the Annual Meeting are described in detail in the Company’s definitive proxy statement filed with the Securities and Exchange Commission on April 1, 2020 (the “Proxy Statement”). The vote results detailed below represent final results as certified by the Inspector of Elections. In addition, after the Annual Meeting and consistent with the disclosure in the Proxy Statement, the Company’s Board of Directors (the “Board”) appointed Adam H. Schechter to serve as Chairman of the Board, effective immediately.

Proposal 1.

The Company’s shareholders elected the following persons, who were listed in the Proxy Statement, to the Board to hold office for the term expiring at the 2021 Annual Meeting of Shareholders or until their successors are elected and qualified or until their earlier death, resignation, or removal:

	<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
Adam H. Schechter	72,025,009	5,515,146	898,875	6,934,972
Kerrii B. Anderson	71,375,060	6,937,657	126,313	6,934,972
Jean-Luc Bélingard	74,629,261	3,681,850	127,919	6,934,972
Jeffrey A. Davis	77,437,792	842,164	159,074	6,934,972
D. Gary Gilliland, M.D., Ph.D.	78,038,449	244,983	155,598	6,934,972
Garheng Kong, M.D., Ph.D.	74,246,052	4,064,108	128,870	6,934,972
Peter M. Neupert	75,160,581	3,146,667	131,782	6,934,972
Richelle P. Parham	77,013,774	1,297,470	127,786	6,934,972
R. Sanders Williams, M.D.	73,898,657	4,411,455	128,918	6,934,972

Proposal 2.

The Company’s shareholders approved, in an advisory (non-binding) vote, the compensation of the Company’s named executive officers. The votes regarding this proposal were as follows:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
69,270,358	9,008,979	159,693	6,934,972

Proposal 3.

The Company’s shareholders ratified the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2020. The votes regarding this proposal were as follows:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
80,631,732	4,075,902	666,368	0

Proposal 4.

The Company's shareholders voted to approve a shareholder proposal asking the Board to amend the appropriate company governing documents to give shareholders of a combined ten percent or more of the Company's common stock the power to call a special shareholder meeting. The votes regarding this proposal were as follows:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non- Votes</u>
41,702,855	36,460,353	275,822	6,934,972

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/ Sandra van der Vaart

Sandra van der Vaart
Executive Vice President, Chief Legal
Officer and Corporate Secretary

Dated: May 18, 2020