KING DAVID P

Form 4 December 12, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading KING DAVID P Issuer Symbol LABORATORY CORP OF (Check all applicable) AMERICA HOLDINGS [LH] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 430 SOUTH SPRING STREET 12/08/2005 **EVP & Chief Operating Officer** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **BURLINGTON, NC 27215** Person

| (Chij) | (State) | Tab | le I - Non-L | Derivative | Secur | ities Acqu | ured, Disposed of, | or Beneficiall | y Owned |
|--------------------------------------|---|---|--|--|------------------|-------------|--|---|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securit on(A) or Dis (Instr. 3, 4 | sposed | of (D) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (IIIsu: +) |
| Common Stock | 12/08/2005 | | M(1) | 3,000 | A | \$ 43.53 | 21,432.7265 (2) (3) | D | |
| Common Stock | 12/08/2005 | | M(1) | 7,500 | A | \$ 39 | 28,932.7265 (2) (3) | D | |
| Common Stock | 12/08/2005 | | S <u>(1)</u> | 10,500 | D | \$ 52.8 | 18,432.7265 (2) (3) | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Demirative Counities Assumed Disposed of an Demoficially Or

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number.

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amo Underlying Secu (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|---|---------|--|--------------------|---|----------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Ar or Nu of Sh |
| Non-qualified Stock Options (4) | \$ 43.53 | 12/08/2005 | | M <u>(1)</u> | 3,000 | 02/14/2003(5) | 02/14/2012 | Common Stock | 3 |
| Non-qualified Stock Options | \$ 39 | 12/08/2005 | | M(1) | 7,500 | 02/17/2005(5) | 02/17/2014 | Common Stock | 7 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KING DAVID P 430 SOUTH SPRING STREET BURLINGTON, NC 27215

EVP & Chief Operating Officer

Signatures

By: /s/ BRADFORD T. SMITH, Attorney-in-Fact for David P. King

12/12/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (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 122.012 shares acquired on June 30, 2005 under the Laboratory Corporation of America Holdings 1997 Employee Stock Purchase Plan.
- (4) Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.
- (5) The option vests in three equal annual installments beginning on the date reflected in this column.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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