LAI GOLDMAN MYLA

Form 4 January 12, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB

Washington, D.C. 20549

3235-0287 Number:

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

burden hours per response... 0.5

may continue. See Instruction 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LAI GOLDMAN MYLA	2. Issuer Name and Ticker or Trading Symbol LABORATORY CORP OF AMERICA HOLDINGS [LH]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) 430 SOUTH SPRING STREET	3. Date of Earliest Transaction (Month/Day/Year) 01/10/2006	Director 10% Owner _X Officer (give title Other (specify below) EVP & Chief Medical Officer
(Street) BURLINGTON, NC 27215	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative S	Securi	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of 6. Securities Ownership Beneficially Form: Direct Owned (D) or Following 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)	
Common Stock	01/10/2006		M <u>(1)</u>	20,246	A	\$ 39.34	50,245.959 (2) (3)	D	
Common Stock	01/10/2006		M(1)	16,800	A	\$ 39	67,045.959 (2) (3)	D	
Common Stock	01/10/2006		S <u>(1)</u>	37,046	D	\$ 55	29,999.959 (2) (3)	D	
Common Stock							2,000 (4)	I	By Daughter

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

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SEC 1474

(9-02)

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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ative Expiration Date (ities (Month/Day/Year) red (A) posed of 3, 4,		7. Title and An Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title o
Non-qualified Stock Options (5)	\$ 39.34	01/10/2006		M <u>(1)</u>	20,246	01/07/2003(6)	01/07/2012	Common Stock
Non-qualified Stock Options	\$ 39	01/10/2006		M <u>(1)</u>	16,800	02/17/2005(6)	02/17/2014	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
LAI GOLDMAN MYLA 430 SOUTH SPRING STREET			EVP & Chief Medical			
BURLINGTON, NC 27215			Officer			

Signatures

By: /s/ BRADFORD T. SMITH, Attorney-in-Fact for Myla Lai-Goldman

01/12/2006

**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 83.033 shares acquired on December 31, 2005 under the Laboratory Corporation of America Holdings 1997 Employee Stock Purchase Plan, which were not reflected in column 5 of Table I of the reports filed on January 9, 10 and 11, 2006 because the

Reporting Owners 2

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reporting person did not learn of the number of shares acquired until after the filing of those reports.

- (4) Beneficial ownership of these shares is disclaimed.
- (5) Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.
- (6) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.