LABORATORY CORP OF AMERICA HOLDINGS

Form 4

August 03, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * MAC MAHON THOMAS P

(First)

430 SOUTH SPRING STREET

2. Issuer Name and Ticker or Trading

Symbol

LABORATORY CORP OF AMERICA HOLDINGS [LH]

(Month/Day/Year) 08/01/2007

(Street)

(Middle)

4. If Amendment, Date Original Filed(Month/Day/Year)

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

_X__ Director 10% Owner _ Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person _ Form filed by More than One Reporting

Person

BURLINGTON, NC 27215

(City)	(State)	(Zip) Tal	ble I - Non-	Derivative S	Securi	ties Acquire	ed, Disposed of, o	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or on Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	08/01/2007		A	21 (1)	A	\$ 78.42	140,245 (2)	D	
Common Stock	08/01/2007		M(3)	200,000	A	\$ 33.0625	340,245 (2)	D	
Common Stock	08/01/2007		S(3)	200	D	\$ 73.98	340,045 (2)	D	
Common Stock	08/01/2007		S(3)	600	D	\$ 73.97	339,445 (2)	D	
Common Stock	08/01/2007		S(3)	1,100	D	\$ 73.96	338,345 (2)	D	

Common Stock	08/01/2007	S(3)	300	D	\$ 73.95	338,045 (2)	D
Common Stock	08/01/2007	S(3)	1,800	D	\$ 73.94	336,245 (2)	D
Common Stock	08/01/2007	S(3)	2	D	\$ 73.86	336,243 (2)	D
Common Stock	08/01/2007	S(3)	600	D	\$ 73.43	335,643 (2)	D
Common Stock	08/01/2007	S(3)	500	D	\$ 73.41	335,143 (2)	D
Common Stock	08/01/2007	S(3)	100	D	\$ 73.36	335,043 (2)	D
Common Stock	08/01/2007	S(3)	100	D	\$ 73.35	334,943 (2)	D
Common Stock	08/01/2007	S(3)	1,900	D	\$ 73.3	333,043 (2)	D
Common Stock	08/01/2007	S(3)	1,100	D	\$ 73.27	331,943 (2)	D
Common Stock	08/01/2007	S(3)	1,709	D	\$ 73.25	330,234 (2)	D
Common Stock	08/01/2007	S(3)	100	D	\$ 73.24	330,134 (2)	D
Common Stock	08/01/2007	S(3)	300	D	\$ 73.17	329,834 (2)	D
Common Stock	08/01/2007	S(3)	1,400	D	\$ 73.12	328,434 (2)	D
Common Stock	08/01/2007	S(3)	300	D	\$ 73.11	328,134 (2)	D
Common Stock	08/01/2007	S(3)	2,400	D	\$ 73.09	325,734 (2)	D
Common Stock	08/01/2007	S(3)	1,000	D	\$ 73.02	324,734 (2)	D
Common Stock	08/01/2007	S(3)	1,100	D	\$ 73	323,634 (2)	D
Common Stock	08/01/2007	S(3)	400	D	\$ 72.99	323,234 (2)	D
Common Stock	08/01/2007	S(3)	5,200	D	\$ 72.97	318,034 (2)	D
Common Stock	08/01/2007	S(3)	1,500	D	\$ 72.96	316,534 (2)	D
	08/01/2007	S(3)	1,500	D	\$ 72.94	315,034 (2)	D

Common Stock							
Common Stock	08/01/2007	S(3)	1,700	D	\$ 72.93	313,334 (2)	D
Common	08/01/2007	S(3)	2,200	D	\$ 72.92	311,134 (2)	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
	Derivative Security				Disposed of (D) (Instr. 3, 4, and 5)			
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Non-qualified Stock Options	\$ 33.0625	08/01/2007		M(3)	200,000	02/05/2002(5)	02/05/2011	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
MAC MAHON THOMAS P 430 SOUTH SPRING STREET BURLINGTON, NC 27215	X						

Signatures

By: /s/ BRADFORD T. SMITH, Attorney-in-Fact for Thomas P. Mac
Mahon

**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)

Reporting Owners 3

Stock award represents half the monthly Director retainer pursuant to the Laboratory Corporation of America Holdings 1995 Stock Plan for Non-Employee Directors.

- (2) Amount shown reflects a 2-for-1 stock split effective on May 10, 2002.
- (3) Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.
- (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. 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.