## SEC Form 4

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## 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 Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average but	rden									
hours per response:	0.5									

					0		oompany / lot	0. 20 .0					
1. Name and Address of Reporting Person* WALLACE ANDREW G				2. Issuer Name and Ticker or Trading Symbol <u>LABORATORY CORP OF AMERICA</u> <u>HOLDINGS</u> [LH]							ionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
(Last) 430 SOUTH SPH	(First) RING STREET	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/21/2006							Officer (give title below)	Other below	(specify )
(Street)				I. If Amendment, Date	e of Orig	inal Fi	iled (Month/Da	y/Year)		Line)	idual or Joint/Group	Filing (Check A	pplicable
BURLINGTON	NC	27215								Х	Form filed by One Reporting Person		
(City)	(State)	(Zip)									Form filed by Mor Person	e than One Rep	orting
	Ta	able I - N	lon-Derivat	ive Securities A	cquire	ed, C	isposed o	f, or B	Benefici	ially (	Owned		
Date		2. Transaction Date (Month/Day/Yea	r) 2A. Deemed Execution Date, if any (Month/Day/Year)	3.4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 in Disposed Of (D) (Instr. 3, 4 in 			5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)		(1130.4)

		Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		
Common Stock	06/21/2006	M <sup>(1)</sup>		458	Α	<b>\$15.7813</b> <sup>(2)</sup>	14,154 <sup>(3)</sup>	D	
Common Stock	06/21/2006	M <sup>(1)</sup>		316	Α	\$34.25	14,470 <sup>(3)</sup>	D	
Common Stock	06/21/2006	M <sup>(1)</sup>		226	Α	\$48.02	14,696 <sup>(3)</sup>	D	
Common Stock	06/21/2006	M <sup>(1)</sup>		423	Α	\$30.36	15,119 <sup>(3)</sup>	D	
Common Stock	06/21/2006	M <sup>(1)</sup>		330	Α	\$38.8	15,449 <sup>(3)</sup>	D	
Common Stock	06/21/2006	S <sup>(1)</sup>		1,753	D	\$62.04	13,696 <sup>(3)</sup>	D	
Common Stock	06/21/2006	S <sup>(1)</sup>		489	D	\$62.04	13,207 <sup>(3)</sup>	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities)														
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)			of Deriv Secu Acqu (A) of Dispo of (D) (Instr	vative rities lired r osed ) r. 3, 4	Expiration Dat	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
\$15.7813 <sup>(2)</sup>	06/21/2006		M <sup>(1)</sup>			458	05/04/2001 <sup>(5)</sup>	05/04/2010	Common Stock	458	\$15.7813 <sup>(2)</sup>	2,286	D	
\$34.25	06/21/2006		M <sup>(1)</sup>			316	05/24/2002 <sup>(5)</sup>	05/24/2011	Common Stock	316	\$34.25	1,580	D	
\$48.02	06/21/2006		M <sup>(1)</sup>			226	05/15/2003 <sup>(5)</sup>	05/15/2012	Common Stock	226	\$48.02	1,127	D	
\$30.36	06/21/2006		M <sup>(1)</sup>			423	05/14/2004 <sup>(5)</sup>	05/14/2013	Common Stock	423	\$30.36	2,113	D	
\$38.8	06/21/2006		M <sup>(1)</sup>			330	05/12/2005 <sup>(5)</sup>	05/12/2014	Common Stock	330	\$38.8	1,654	D	
	Conversion or Exercise Price of Derivative Security \$15.7813 <sup>(2)</sup> \$34.25 \$48.02 \$30.36 \$38.8	2. Conversion or Exercise Price of Derivative Security3. Transaction Date (Month/Day/Year)\$15.78130\$15.78130\$34.250\$34.250\$48.020\$30.360\$21/2006	Le.g.,2. Conversion or Exercise Price of Derivative Security3. Deemed Execution Date, if any (Month/Day/Year)\$15.781306/21/2006\$15.781306/21/2006\$34.2506/21/2006\$48.0206/21/2006\$30.3606/21/2006\$38.806/21/2006	(e.g., puts,         2. Conversion or Exercise Price of Derivative Security       3. Transaction (Month/Day/Year)       34. Deemed Execution Date, if any (Month/Day/Year)       4. Transa Code         1       1       1         2       06/21/2006       1       1         \$15.7813 <sup>(2)</sup> 06/21/2006       1       1         \$34.25       06/21/2006       1       1         \$48.02       06/21/2006       1       1         \$30.36       06/21/2006       1       1         \$30.36       06/21/2006       1       1         \$38.8       06/21/2006       1       1	(e.g., puts, calls         2. Conversion or Exercise Price of Derivative Security       3. Transaction Month/Day/Year)       34. Deemed Execution Date, if any (Month/Day/Year)       4. Transaction Code (Instr. 8)         2. Conversion or Exercise Price of Derivative Security       1000000000000000000000000000000000000	(e.g., puts, calls, wa2. Conversion or Exercise Price of Derivative Security3. Deemed Execution Date, if any (Month/Day/Year) $\begin{array}{c} 1. \\ TansactionCode (Instr.security5. Nuor perivativeSecurityDerivativeSecurity\begin{array}{c} 1. \\ (Month/Day/Year) \end{array}\begin{array}{c} 1. \\ Tansaction(Month/Day/Year) \end{array}\begin{array}{c} 1. \\ TansactionSecurity\begin{array}{c} 5. \\ TansactionSecurity$	(e.g., puts, calls, warrant (Conversion or Exercise Price of Derivative Security3. Transaction Date (Month/Day/Year)3. Dermed Execution Date, if any (Month/Day/Year)4. Transaction Code (Instr. s)5. Number of Derivative Securities Acquired (A) or plice posced of (D) (Instr. 3, 4)perivative Security06/21/2006Instr. Price (Month/Day/Year)M(1)Instr. Price (Month/Day/Year)Instr. Society\$15.7813(2)06/21/2006Instr. Price (Month/Day/Year)M(1)Instr. Price (Month/Day/Year)Instr. Society\$34.2506/21/2006Instr. Price (Month/Day/Year)M(1)Instr. Price (Month/Day/Year)Instr. Society\$33.3606/21/2006Instr. Price (Month/Day/Year)M(1)Instr. Price (Month/Day/Year)Instr. Society\$33.38.3006/21/2006Instr. Price (Month/Day/Year)M(1)Instr. Price (Month/Day/Year)Instr. Society\$33.38.3006/21/2006Instr. Price (Month/Day/Year)Instr. Price Price (Month/Day/Year)Instr. Price (Month/Day/Year)Instr. Price Price (Month/Day/Year)\$33.3806/21/2006Instr. Price (Month/Day/Year)Instr. Price Price (Month/Day/Year)Instr. Price Price (Month/Day/Year)Instr. Price Price (Month/Day/Year)Instr. Price Price Price (Month/Day/Year)Instr. Price Price Price Price (Month/Day/Year)Instr. Price Price Price Price Price Pri	(e.g., puts, calls, warrents, options,           2. Conversion or Exercise Price of Derivative Security         3. Transaction Date (Month/Day/Year)         3. Deemed Execution Date, if any (Month/Day/Year)         4. Transaction Code (Instr. 3, 4)         5. Number of Derivative Securities (A) or Disposed         6. Date Exercise Expiration Date (Month/Day/Year)           2.         Derivative Security         5. Transaction (Month/Day/Year)         4. Socurities (Month/Day/Year)         5. Number (Month/Day/Year)         5. Number (Month/Day/Year)         5. Date Exercise Securities (Month/Day/Year)         5.           3.1         Derivative Securities         6.         Code         v         (A)         (D)         Date Date Exercisable           \$15.7813 <sup>(2)</sup> 06/21/2006         Inclose         M <sup>(1)</sup> Inclose         4.58         05/04/2001 <sup>(5)</sup> \$34.25         06/21/2006         Inclose         M <sup>(1)</sup> Inclose         3.16         05/12/2003 <sup>(5)</sup> \$30.36         06/21/2006         Inclose         M <sup>(1)</sup> Inclose         Inclose         4.23         05/14/2004 <sup>(5)</sup> \$38.8         06/21/2006         Inclose         M <sup>(1)</sup> Inclose         Inclose         3.30         05/12/2005 <sup>(5)</sup>	(e.g., puts, calls, warrate, options, converti         2.       3. Transaction Date (Month/Day/Year)       3. Deemed Execution Date, if any Month/Day/Year)       4. Transaction $1^{11}$ show the securities $3^{11}$ show the securities $3^$	(e.g., puts, calls, warrares, options, convertible secutions for convertible secution price of exercise for founth/Day/Year)       S. Transaction for fixed for f	(e.g., puts, calls, warrents, options, convertibe securities)         2.       3. Transaction On Exercise Month/Day/Year Price or Security       3. Deemed Execution Date (Month/Day/Year)       4. Transaction (Month/Day/Year)       5. Number of Price or (A)       5. Date Exercisable and Expiration Date (Month/Day/Year)       7. Title and Amount of Securities Or definities         Derivative Securities       Acquired (A) or (Instr. 3, and 5)       5. Number of (Month/Day/Year)       5. Date Exercisable and Expiration Date (Month/Day/Year)       7. Title and Amount of therivative Securities         Sisses       0621/2006       Instr. 3, and 4)       Instr. 3, and 5)       05/04/2011 <sup>(5)</sup> 05/04/2010       Common Stock       458         Sisses       06/21/2006       Instr. 3, and 4)       Instr. 3, and 4)       Instr. 3, and 4)       Instr. 3, and 4)         Sisses       06/21/2006       Instr. 3, and 4)       Instr. 3, and 5)       05/04/2011 <sup>(5)</sup> 05/04/2010       Common Stock       458         Sisses       06/21/2006       Instr. 3, and 4)         Sisses       06/21/2006       Instr. 3, and 5)         Sisses	Security (e.g., purs, calls, view is point of an experiment of the point	Subsection base on the price of pervative security         Subsection base on the price of pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security is security (month/Day/Year)         Subsection base on the pervative security (month/Day/Year)         Subsection base on the pervative security (month/Day/Year)         Subsection base on the pervative security (mo	Subsection is provided by the section of the sectin of the section of the section of the section of the s

Explanation of Responses:

1. Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.

2. Actual exercise price was \$15.78125. The filing software truncates the price to only four decimal places.

3. Amount shown reflects a 2-for-1 stock split effective on May 10, 2002.

4. Common stock purchase option granted under the Laboratory Corporation of America Holdings 1999 Amended and Restated Stock Incentive Plan.

5. The option vests in three equal annual installments beginning on the date reflected in this column.

6. Common stock purchase option granted under the Laboratory Corporation of America Holdings 2000 Stock Incentive Plan.

<u>By: /s/ BRADFORD T.</u> <u>SMITH, Attorney-in-Fact for</u>

Andrew G. Wallace
\*\* Signature of Reporting Person

06/23/2006

Date

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

 $^{\ast}$  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).

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

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 Number.