

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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
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1. Name and Address of Reporting Person* <u>Schroeder Mark S</u>  (Last) (First) (Middle) <u>531 SOUTH SPRING STREET</u>  (Street) <u>BURLINGTON NC 27215</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LABORATORY CORP OF AMERICA HOLDINGS [ LH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, President-Diagnostics Lab</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/12/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	02/12/2020		M		233	A	(1)	533.3565	D	
Common Stock	02/12/2020		F(2)		64	D	\$187.51	469.3565	D	
Common Stock	02/12/2020		M		283	A	(1)	752.3565	D	
Common Stock	02/12/2020		F(2)		78	D	\$187.51	674.3565	D	
Common Stock	02/13/2020		S(3)		85	D	\$188.49	589.3565	D	
Common Stock	02/13/2020		S(3)		103	D	\$188.49	486.3565	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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					
Restricted Stock Unit	(1)	02/12/2020		M		233	(4)	(4)	Common Stock	233	\$0	8,794(5)	D	
Restricted Stock Unit	(1)	02/12/2020		M		283	(6)	(6)	Common Stock	283	\$0	8,511(5)	D	

**Explanation of Responses:**

- Each Restricted Stock Unit represents the contingent right to receive one share of Laboratory Corporation of America Holdings Common Stock.
- Stock withholding to satisfy tax withholding obligations.
- Pursuant to a plan in accordance with Rule 10b5-1 under the Securities Exchange Act of 1934.
- The Restricted Stock Units that have vested were part of a grant that vests in three equal annual installments beginning on February 12, 2019.
- This number reflects the aggregate number of Restricted Stock Units held by the reporting person.
- The Restricted Stock Units that have vested were part of a grant that vests in three equal annual installments beginning on February 12, 2020.

/s/ Sandra D. van der Vaart,  
Attorney-in-Fact for Mark S. Schroeder      02/14/2020

\*\* Signature of Reporting Person      Date

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

\* 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.