

LABORATORY CORP OF AMERICA HOLDINGS

Form 4

March 17, 2005

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 OF
SECURITIES**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
ELINGBURG WESLEY R

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
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2005

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP & Chief Financial Officer

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)

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 <u>(1)</u>	03/15/2005		F		19,992	D \$ 46.6	83,345.6492 (2) D
Common Stock <u>(3)</u>	03/15/2005		S		446	D \$ 46.43	82,899.6492 (2) D
Common Stock <u>(3)</u>	03/15/2005		S		26	D \$ 46.42	82,873.6492 (2) D
Common Stock <u>(3)</u>	03/15/2005		S		131	D \$ 46.41	82,742.6492 (2) D
Common Stock <u>(3)</u>	03/15/2005		S		314	D \$ 46.4	82,428.6492 (2) D

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Common Stock <u>(3)</u>	03/15/2005	S	52	D	\$ 46.38	82,376.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	52	D	\$ 46.35	82,324.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	105	D	\$ 46.34	82,219.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	183	D	\$ 46.32	82,036.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	288	D	\$ 46.31	81,748.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	105	D	\$ 46.3	81,643.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	78	D	\$ 46.29	81,565.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	52	D	\$ 46.28	81,513.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	52	D	\$ 46.27	81,461.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	78	D	\$ 46.26	81,383.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	183	D	\$ 46.25	81,200.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	52	D	\$ 46.24	81,148.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	78	D	\$ 46.23	81,070.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	52	D	\$ 46.22	81,018.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	602	D	\$ 46.21	80,416.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	4,786	D	\$ 46.2	75,630.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	915	D	\$ 46.18	74,715.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	288	D	\$ 46.06	74,427.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	942	D	\$ 46.05	73,485.6492 (2)	D
Common Stock <u>(3)</u>	03/15/2005	S	26	D	\$ 46.02	73,459.6492 (2)	D
	03/15/2005	S	445	D			D

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Common Stock <u>(3)</u>					\$ 73,014.6492 46.01 <u>(2)</u>	
Common Stock <u>(3)</u>	03/15/2005	S	2,014	D	\$ 71,000.6492 46 <u>(2)</u>	D
Common Stock <u>(3)</u>	03/15/2005	S	758	D	\$ 70,242.6492 45.95 <u>(2)</u>	D
Common Stock <u>(3)</u>	03/15/2005	S	105	D	\$ 70,137.6492 45.92 <u>(2)</u>	D
Common Stock <u>(3)</u>	03/15/2005	S	157	D	\$ 69,980.6492 45.91 <u>(2)</u>	D

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. 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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reportable Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ELINGBURG WESLEY R 430 SOUTH SPRING STREET BURLINGTON, NC 27215	EVP & Chief Financial Officer

Signatures

By: /s/ BRADFORD T. SMITH, Attorney-in-Fact for Wesley R.
Elingburg

03/17/2005

__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) Stock withholding to satisfy tax and withholding obligations.
- (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.

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

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