ELINGBURG WESLEY R Form 4

March 25, 2003

			OMB APPROVAL		
l J	[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		OMB Number 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5		
	U.S. SECURITIE Washin	S AND EXCHANGE			
		FORM 4			
	STATEMENT OF CHAN	GES IN BENEFIC	CIAL OWNERSHIP		
	Filed pursuant to Section 16(a) Section 17(a) of the Public Section 30(f) of the	Utility Holdin	ng Company Act of 1935 or		
1.		 Person*			
Eli:	ngburg, Wesley R. 				
	(Last)	(First)	(Middle)		
c/o	Laboratory Corporation of Ameri	ca Holdings, 4 	30 South Spring Street		
		(Street)			
Bur	lington, North Carolina 27215				
	(City)	(State)	(Zip)		
2.	Issuer Name and Ticker or Trad	ing Symbol			
Lab	oratory Corporation of America H	oldings ("LH")			
3.	IRS Identification Number of R	eporting Perso	on, if an Entity (Voluntary)		
4.	Statement for Month/Day/Year				
Mar	ch 21, 2003				
5.	If Amendment, Date of Original	(Month/Day/Ye	ear)		
6.	Relationship of Reporting Pers (Check all applicable)	on(s) to Issue	er		
	<pre>[_] Director [X] Officer (give title below</pre>	_] _] (] 10% Owner] Other (specify below)		

Executive Vice President, Chief Financial Officer and Treasurer Individual or Joint/Group Filing (Check applicable line) [X] Form filed by One Reporting Person [_] Form filed by more than One Reporting Person Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned ______ 4. Е Securities Acquired (A) 2A. 3. or Disposed of (D)
Deemed Transaction (Instr. 3, 4 and 5) C F Transaction Execution Code -----(A) 1. Date Date, if (Instr. 8) Ί Title of Security (Month/Day any (Month/ ----- Amount or Price (Day/Year) Code V Year) (Instr. 3) (D) 3/20/03 F 15,158 D \$27.39 Common Stock (1) M 17,200 A \$10.3125 Common Stock (2) 3/21/03 ______ S 17,200 D \$28.50 2 Common Stock (2) 3/21/03

- (1) Stock withholding to satisfy tax and withholding obligations.
- (2) Pursuant to a plan in compliance with Rule 10b5-1 under the Securities Exchange Act of 1934.

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

(Over) SEC 1475(8-02)

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)		3. Trans- action Date (Month/ Day/Year)	(Month/	4. Transaction Code (Instr.8) Code V	
Employee Stock					
Option (4)(5)	\$10.3125 	03/21/03 		M 	17

7.			
Title and Amount		9.	10.
of Underlying		Number of	Ownership Form
Securities		Derivative	of Derivative
(Instr. 3 and 4)	8.	Securities	Securities
	Price of	Beneficially Owned	Beneficially
Amount or	Derivative	Following Reported	Owned at End
Number of	Security	Transaction(s)	of Month

			(Instr. 4)	
Employee Stock Option	17,200	\$10.3125		D

Explanation of Responses:

- (4) Common stock purchase option granted under the Amended and Restated 1999 Stock Option Plan.
- (5) Transactions indicated were pursuant to a plan in compliance with Rule 10b5-1 under the Securities Exchange Act of 1934.
- (6) Total option to purchase 51,600 shares vest in three approximately equal installments on February 9, 2001, February 9, 2002, and February 9, 2003.

/s/ Bradford T. Smith March 21, 2003

**Signature of Reporting Person Date
Bradford T. Smith, Attorney-in-Fact for
Wesley R. Elingburg

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 provided 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 control number.

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