

LABORATORY CORP OF AMERICA HOLDINGS

Form 8-K

August 21, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**

**Securities Exchange Act of 1934**

**August 20, 2012**

**(Date of earliest event reported)**

**LABORATORY CORPORATION OF AMERICA**  
**HOLDINGS**

**(Exact Name of Registrant as Specified in its Charter)**

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**DELAWARE**  
(State or other jurisdiction

**1-11353**  
(Commission

**13-3757370**  
(I.R.S. Employer

of Incorporation)

File Number)

Identification No.)

**358 SOUTH MAIN STREET,  
BURLINGTON, NORTH CAROLINA**  
(Address of principal executive offices)

**27215**  
(Zip Code)

**336-229-1127**  
(Registrant's telephone number including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure**

On August 20, 2012, Laboratory Corporation of America Holdings issued a press release announcing that it has priced its offering of \$1 billion in senior notes. The offering consists of two tranches: \$500 million aggregate principal amount of 2.20% Senior Notes due 2017 (the 2017 Notes ) and \$500 million aggregate principal amount of 3.75% Senior Notes due 2022 (the 2022 Notes, and together with the 2017 Notes, the Notes ). The Notes will bear interest from August 23, 2012, payable semi-annually on February 23 and August 23, commencing on February 23, 2013. The closing of the offering is expected to occur on August 23, 2012, subject to the satisfaction of customary closing conditions. The Notes will be senior unsecured obligations and will rank equally with LabCorp s existing and future senior unsecured debt. A copy of the press release is being furnished with this Form 8-K as Exhibit 99.1.

LabCorp intends to use the net proceeds of this offering to repay certain amounts outstanding under its existing credit facility dated December 21, 2011 and for general corporate purposes.

This announcement does not constitute an offer to sell or a solicitation of an offer to buy the Notes or any other securities, nor shall there be any sale of these securities in any jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The offering of these securities may be made only by means of the prospectus supplement and the accompanying prospectus.

**Item 9.01 Financial Statements and Exhibits**

Exhibit 99.1 Press Release dated August 20, 2012

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Laboratory Corporation of America Holdings

Date: August 20, 2012

By: /s/ F. Samuel Eberts III  
F. Samuel Eberts III  
Chief Legal Officer and Secretary