

Ratliff John D  
Form 4  
February 14, 2019

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Ratliff John D

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)  
531 SOUTH SPRING STREET  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/12/2019

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
CEO, Covance Drug Development

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

BURLINGTON, NC 27215

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Common<br>Stock                       | 02/12/2019                              |   | M                                    | 1,463 A   | 16,255   | D   |   |
| Common<br>Stock                       | 02/12/2019                              |   | F <sup>(2)</sup>                     | 654 D   | \$<br>146.59   | 15,601  | D   |
| Common<br>Stock                       |   |   |                                      |   | 40   | I   | By<br>revocable<br>trust  |
| Common<br>Stock                       |   |   |                                      |   | 80 <sup>(3)</sup>  | I   | By<br>irrevocable<br>trust  |

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |       | 7. Title and<br>Underlying<br>(Instr. 3 and 4) |                    |                 |
|---|---|---|---|---|--|--|-------|--|--------------------|-----------------|
|   |   |   |   | Code                                    | V  | (A)  | (D)   | Date Exercisable                               | Expiration<br>Date | Title           |
| Restricted<br>Stock Unit                            | <u>(1)</u>  | 02/12/2019                              |   | M                                       |  |  | 1,463 | <u>(4)</u>                                     | <u>(4)</u>         | Common<br>Stock |
| Restricted<br>Stock Unit                            | <u>(1)</u>  | 02/12/2019                              |   | A                                       |  | 5,300  |       | <u>(6)</u>                                     | <u>(6)</u>         | Common<br>Stock |
| Non-qualified<br>Stock Options<br>(7)               | \$ 146.59   | 02/12/2019                              |   | A                                       |  | 21,800   |       | 02/12/2020 <u>(8)</u>                          | 02/11/2029         | Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| Ratliff John D<br>531 SOUTH SPRING STREET<br>BURLINGTON, NC 27215 | CEO, Covance Drug Development    |

## Signatures

/s/ Sandra D. van der Vaart, Attorney-in-Fact for John D.  
Ratliff 02/14/2019

                    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) Each Restricted Stock Unit represents the contingent right to receive one share of Laboratory Corporation of America Holdings Common Stock.
- (2) Stock withholding to satisfy tax withholding obligations.
- (3) The reporting person is not a trustee of the irrevocable trust and disclaims beneficial ownership of the shares.

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- (4) The Restricted Stock Units that have vested were part of a grant that vests in three equal annual installments beginning on 2/12/19.
- (5) This number reflects the aggregate number of Restricted Stock Units held by the reporting person.
- (6) The Restricted Stock Units vest in three equal annual installments beginning on 2/12/2020.
- (7) Employee stock option (right to buy) granted pursuant to the Laboratory Corporation of America Holdings 2016 Omnibus Incentive Plan.
- (8) The option vests in three equal installments beginning on the date reflected in this column.

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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