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LABORATORY CORP OF AMERICA HOLDINGS

Form 8-K/A

May 09, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT  
(As Amended)

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

May 9, 2002

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(Date of earliest event reported)

LABORATORY CORPORATION OF AMERICA HOLDINGS

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(Exact name of registrant as specified in its charter)

|  |                             |  |
|--|-----------------------------|--|
| DELAWARE   | 1-11353                     | 13-3757370                                 |
| -----  | -----                       | -----                                      |
| (State or other<br>jurisdiction of<br>incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification<br>Number) |

358 SOUTH MAIN STREET, BURLINGTON, NORTH CAROLINA 27215

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(Address of principal executive offices)

336-229-1127

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(Registrant's telephone number, including area code)

Explanatory Note:

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This 8-K/A is filed to amend the Form 8-K filed on May 9, 2002, in which the transaction described herein was reported under Item 9. The Registrant has determined the transaction should be reported under Item 5.

ITEM 5. OTHER EVENTS

Laboratory Corporation of America -Registered Trademark- Holdings (LabCorp -Registered Trademark-) (NYSE:LH), a national clinical laboratory with 2001 revenues of \$2.2 billion, and Dynacare Inc. (Nasdaq: DNCR; TSE:DNA), a leading independent provider of laboratory testing in North America, today announced that they have entered into a definitive agreement under which LabCorp will acquire all of the outstanding shares of Dynacare for approximately \$480 million in cash and stock. In addition, LabCorp will assume approximately \$205 million in Dynacare debt in conjunction with the closing of the transaction.

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL  
INFORMATION AND EXHIBITS

(C) EXHIBITS:

99.1 - Press release of the Company dated May 9, 2002.

SIGNATURES

Pursuant to the requirements of the Securities and  
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

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(Registrant)

By: /s/ BRADFORD T. SMITH

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Bradford T. Smith  
Executive Vice President  
and Secretary

Date: May 9, 2002