

LABORATORY CORP OF AMERICA HOLDINGS
Form 8-K
May 15, 2014

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

May 15, 2014
(Date of earliest event reported)

LABORATORY CORPORATION OF
AMERICA HOLDINGS

(Exact Name of Registrant as Specified in its Charter)

Delaware 1-11353
(State or other jurisdiction of
Incorporation) (Commission File Number)

358 South Main Street,
Burlington, North Carolina 27215
(Address of principal executive offices) (Zip Code)

13-3757370
(I.R.S. Employer Identification
No.)

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 communication 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))
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Item 5.07 Submission of Matters to a Vote of Security Holders.

The 2014 Annual Meeting of Stockholders (the "Annual Meeting") of Laboratory Corporation of America Holdings (the "Company") was held on May 14, 2014. As of March 17, 2014, the date of record for determining the Company's stockholders entitled to vote on the proposals presented at the Annual Meeting, there were 85,017,972 shares of the Company's common stock issued and outstanding and entitled to vote at the Annual Meeting. The holders of 73,739,860 shares of the Company's issued and outstanding common stock were represented in person or by proxy at the Annual Meeting, constituting a quorum. The proposals presented at the Annual Meeting are described in detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 4, 2014. The vote results detailed below represent final results as certified by the Inspector of Elections.

Proposal 1.

The Company's stockholders elected the following persons, who were listed in the Company's proxy statement for the Annual Meeting, to the Company's Board of Directors to hold office for the term expiring at the 2015 Annual Meeting of Stockholders or until their successors are elected and qualified or until his or her earlier death, resignation or removal:

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|--------------------------------|------------|---------------|-------------|------------------|
| David P. King | 65,305,788 | 2,186,388 | 538,122 | 5,709,562 |
| Kerrii B. Anderson | 67,360,172 | 297,922 | 372,204 | 5,709,562 |
| Jean-Luc Bélingard | 67,088,747 | 630,528 | 311,023 | 5,709,562 |
| D. Gary Gilliland, M.D., Ph.D. | 67,654,191 | 65,304 | 310,803 | 5,709,562 |
| Garheng Kong, M.D., Ph.D. | 66,899,729 | 819,391 | 311,178 | 5,709,562 |
| Robert E. Mittelstaedt, Jr. | 65,230,480 | 2,487,289 | 312,529 | 5,709,562 |
| Peter M. Neupert | 66,998,890 | 719,925 | 311,483 | 5,709,562 |
| Adam H. Schechter | 67,468,962 | 250,568 | 310,768 | 5,709,562 |
| R. Sanders Williams, M.D. | 67,471,726 | 249,362 | 309,210 | 5,709,562 |

Proposal 2.

The Company's stockholders approved in an advisory (non-binding) vote the compensation of the Company's named executive officers. The votes regarding this proposal were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 65,174,606 | 2,174,726 | 680,966 | 5,709,562 |

Proposal 3.

The Company's stockholders ratified the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 72,896,345 | 519,447 | 324,068 | |

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

Registrant

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

May 15, 2014