

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information						
1a Name of plan LABORATORY CORPORATION OF AMERICA HOLDINGS CASH BALANCE RETIREMENT PLAN	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">002</td> </tr> <tr> <td colspan="2">1c Effective date of plan 01/01/1992</td> </tr> </table>	1b Three-digit plan number (PN) ▶	002	1c Effective date of plan 01/01/1992			
1b Three-digit plan number (PN) ▶	002						
1c Effective date of plan 01/01/1992							
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) LABORATORY CORPORATION OF AMERICA HOLDINGS 531 SOUTH SPRING STREET BURLINGTON, NC 27215	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td colspan="2">2b Employer Identification Number (EIN) 13-3757370</td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number 336-222-7566</td> </tr> <tr> <td colspan="2">2d Business code (see instructions) 621510</td> </tr> </table>	2b Employer Identification Number (EIN) 13-3757370		2c Sponsor's telephone number 336-222-7566		2d Business code (see instructions) 621510	
2b Employer Identification Number (EIN) 13-3757370							
2c Sponsor's telephone number 336-222-7566							
2d Business code (see instructions) 621510							

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2014	LISA HOFFMAN STARR
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2014	LISA HOFFMAN STARR
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		3c Administrator's telephone number 4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year		5	22112
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).			
a Active participants		6a	13990
b Retired or separated participants receiving benefits		6b	1207
c Other retired or separated participants entitled to future benefits		6c	5492
d Subtotal. Add lines 6a , 6b , and 6c		6d	20689
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e	153
f Total. Add lines 6d and 6e		6f	20842
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h	26
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7	
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A 1C			
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:			
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)			
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)	

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>LABORATORY CORPORATION OF AMERICA HOLDINGS CASH BALANCE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>LABORATORY CORPORATION OF AMERICA HOLDINGS</u>	D Employer Identification Number (EIN) <u>13-3757370</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month _____ Day _____ Year _____	
2 Assets:	
a Market value	2a <u>259596596</u>
b Actuarial value	2b <u>258892998</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>1336</u> <u>60162603</u>
b For terminated vested participants.....	3b <u>5348</u> <u>54414473</u>
c For active participants:	
(1) Non-vested benefits	3c(1) <u>8135</u>
(2) Vested benefits	3c(2) <u>166179992</u>
(3) Total active.....	3c(3) <u>15428</u> <u>166188127</u>
d Total.....	3d <u>22112</u> <u>280765203</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b
5 Effective interest rate	5 <u>6.26</u> %
6 Target normal cost	6 <u>2568217</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE		<u>10/02/2014</u>
Signature of actuary		Date
<u>THOMAS E. PALMER</u>		<u>11-05892</u>
Type or print name of actuary		Most recent enrollment number
<u>TOWERS WATSON DELEWARE, INC.</u>		<u>704-620-6542</u>
Firm name		Telephone number (including area code)
<u>150 NORTH COLLEGE STREET, STE 3050</u> <u>CHARLOTTE, NC 28202-2173</u>		
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	0
10 Interest on line 9 using prior year's actual return of <u>10.46</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		1696292
b Interest on (a) using prior year's effective interest rate of <u>6.92</u> % except as otherwise provided (see instructions)		117383
c Total available at beginning of current plan year to add to prefunding balance		1813675
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	0

Part III Funding Percentages		
14 Funding target attainment percentage	14	92.20 %
15 Adjusted funding target attainment percentage	15	92.20 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	94.09 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2013	1816000				
07/15/2013	1816000				
10/15/2013	1816000				
01/15/2014	1816000				
09/15/2014	3700000				
			Totals ►	18(b)	10964000
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	10314016
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.94%	2nd segment: 6.15%	3rd segment: 6.76 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	2568217	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	21872205	6553758	
b Waiver amortization installment		0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	9121975	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	9121975	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	10314016	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	1192041	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan LABORATORY CORPORATION OF AMERICA HOLDINGS CASH BALANCE RETIREMENT PLAN	B Three-digit plan number (PN) ▶ 002
C Plan sponsor's name as shown on line 2a of Form 5500 LABORATORY CORPORATION OF AMERICA HOLDINGS	D Employer Identification Number (EIN) 13-3757370

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
STATE STREET BANK
56-6414714

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

TOWERS WATSON DELAWARE INC.

53-0181291

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 16 38 50	ACTUARY	1501836	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET BANK

56-6414714

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
25 28 50 52 62 99	TRUSTEE	86444	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

BANK OF NEW YORK MELLON

25-6078093

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	INVESTMENT MGMT	59144	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

CAPTRUST FINANCIAL ADVISORS

26-0058143

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 50	INVESTMENT ADV	150836	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET GLOBAL ADVISORS

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	95145	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection.
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For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013		
A Name of plan LABORATORY CORPORATION OF AMERICA HOLDINGS CASH BALANCE RETIREMENT PLAN	B Three-digit plan number (PN) ►	002
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 LABORATORY CORPORATION OF AMERICA HOLDINGS	D Employer Identification Number (EIN) 13-3757370	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: SHORT TERM INVESTMENT FUND		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY		
c EIN-PN 04-0025081-156	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 2819068
a Name of MTIA, CCT, PSA, or 103-12 IE: S & P 500 FLAGSHIP INDEX FUND		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY		
c EIN-PN 04-0025081-002	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 65479786
a Name of MTIA, CCT, PSA, or 103-12 IE: DAILY MSCI ACWI EX-US INDEX SL FUND		
b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY		
c EIN-PN 04-0025081-609	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 40258804
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	<small>OMB No. 1210-0110</small> 2013 This Form is Open to Public Inspection
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For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>		
A Name of plan <u>LABORATORY CORPORATION OF AMERICA HOLDINGS CASH BALANCE RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>LABORATORY CORPORATION OF AMERICA HOLDINGS</u>	D Employer Identification Number (EIN) <u>13-3757370</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1	Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets			
a	Total noninterest-bearing cash	1a	2542	2445
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions.....	1b(1)	2907960	5516000
	(2) Participant contributions.....	1b(2)		
	(3) Other.....	1b(3)	34370	0
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	6937341	2819198
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)	8064	8064
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common.....	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property).....	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans.....	1c(8)		
	(9) Value of interest in common/collective trusts	1c(9)	97518698	105738590
	(10) Value of interest in pooled separate accounts	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)		
	(12) Value of interest in 103-12 investment entities.....	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	152320638	159500921
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other.....	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	259729613	273585218

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	275752	326198
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	275752	326198

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	259453861	273259020
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	10964000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		10964000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	629	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)	1320	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1949
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		23046672
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		5055284
c Other income	2c		22386
d Total income. Add all income amounts in column (b) and enter total	2d		39090291

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	21853953	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		21853953
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	1701132	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	192274	
(4) Other	2i(4)	1537773	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		3431179
j Total expenses. Add all expense amounts in column (b) and enter total	2j		25285132

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		13805159
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: HUGHES, PITTMAN & GUPTON, LLP

(2) EIN: 56-1415202

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
4c		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
4d		X	
e Was this plan covered by a fidelity bond?	X		25000000
4e	X		25000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4g		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
4h		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	X		
4j	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
4l		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			
4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year. ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ☒ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>		<div>Retirement Plan Information</div> <div>This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).</div> <div>▶ File as an attachment to Form 5500.</div>		<div>OMB No. 1210-0110</div> <div>2013</div> <div>This Form is Open to Public Inspection.</div>	
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013					
A Name of plan LABORATORY CORPORATION OF AMERICA HOLDINGS CASH BALANCE RETIREMENT PLAN				B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 LABORATORY CORPORATION OF AMERICA HOLDINGS				D Employer Identification Number (EIN) 13-3757370	
Part I Distributions					
All references to distributions relate only to payments of benefits during the plan year.					
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....				1	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 56-6414714					
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.					
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....				3	1155
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)					
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?..... ☐ Yes ☒ No ☐ N/A					
If the plan is a defined benefit plan, go to line 8.					
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.					
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....				6a	
b Enter the amount contributed by the employer to the plan for this plan year.....				6b	
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)				6c	
If you completed line 6c, skip lines 8 and 9.					
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?..... ☐ Yes ☐ No ☐ N/A					
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... ☐ Yes ☐ No ☒ N/A					
Part III Amendments					
9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box..... ☐ Increase ☐ Decrease ☐ Both ☒ No					
Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.					
10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No					
11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No					
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)..... ☐ Yes ☐ No					
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?..... ☐ Yes ☐ No					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.					
Schedule R (Form 5500) 2013 v. 130118					

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: 54% Investment-Grade Debt: 43% High-Yield Debt: 0% Real Estate: 0% Other: 3%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☒ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☒ Modified duration ☐ Other (specify):

**LABORATORY CORPORATION OF
AMERICA HOLDINGS CASH
BALANCE RETIREMENT PLAN**

Financial Statements

December 31, 2013 and 2012

**LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN**

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December 31, 2013 and 2012

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Hughes Pittman & Gupton, LLP

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Independent Auditors' Report

Investment Committee
Laboratory Corporation of America Holdings Cash Balance Retirement Plan
Burlington, North Carolina

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Laboratory Corporation of America Holdings Cash Balance Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years ended December 31, 2013 and 2012 and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting our audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by Section 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 5, which was certified by State Street Bank & Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of and for the years ended December 31, 2013 and 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

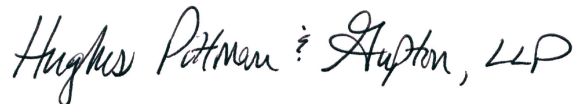
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules, as listed in the accompanying table of contents, are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

Report on Form and Content in Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

A handwritten signature in cursive script that reads "Hughes Pattman & Stupen, LLP".

Raleigh, North Carolina
October 9, 2014

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Statements of Net Assets Available for Benefits

December 31, 2013 and 2012

(Dollars in Thousands)

	<u>2013</u>	<u>2012</u>
Assets		
Investments at fair value:		
Common/collective trusts	\$ 268,059	256,777
Other	8	8
	<u>268,067</u>	<u>256,785</u>
Total investments		
Receivables:		
Employer contribution receivable	5,516	2,907
Other receivables	-	34
	<u>5,516</u>	<u>2,941</u>
Total receivables		
Cash	<u>2</u>	<u>3</u>
Total assets	<u>273,585</u>	<u>259,729</u>
Liabilities		
Accrued expenses	<u>326</u>	<u>276</u>
Net assets available for benefits	<u>\$ 273,259</u>	<u>259,453</u>

See accompanying notes to financial statements

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Statements of Changes in Net Assets Available for Benefits

For the Years Ended December 31, 2013 and 2012

(Dollars in Thousands)

	<u>2013</u>	<u>2012</u>
Additions		
Additions to net assets attributed to:		
Investment activity:		
Net appreciation in fair value of investments	\$ 28,102	24,921
Interest	2	15
Employer contributions	10,964	9,449
Other income	22	19
	<u>39,090</u>	<u>34,404</u>
Deductions		
Deductions from net assets attributed to:		
Benefits paid to participants	21,854	20,834
Administrative expenses	3,430	3,175
	<u>25,284</u>	<u>24,009</u>
Net increase	13,806	10,395
Net assets available for benefits as of beginning of year	<u>259,453</u>	<u>249,058</u>
Net assets available for benefits as of end of year	<u><u>\$ 273,259</u></u>	<u><u>259,453</u></u>

See accompanying notes to financial statements

LABORATORY CORPORATION OF AMERICA HOLDINGS

CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 1: DESCRIPTION OF THE PLAN

The following description of the Laboratory Corporation of America Holdings (the “Company”) Cash Balance Retirement Plan (the “Plan”) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan’s provisions.

General

The Plan was formed on January 1, 1995. Participants in the Roche Biomedical Laboratories Retirement Plan became participants in the Plan on July 1, 1995. The Plan is a cash balance defined benefit pension plan which provides certain retirement and death benefits on a noncontributory basis to all nonunion employees of the Company who have completed at least one year of service and have attained the age of 21 years and are not a nonresident alien. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

The Plan is administered by the Company’s Investment Committee (“Committee”). The Committee has overall responsibility for the operation and administration of the Plan. The Committee determines the appropriateness of the Plan’s investments and monitors investment performance.

Participation in the Plan was closed to new entrants as of December 31, 2009, and participants in the Plan have not accrued any additional benefits after that date.

Payment of Benefits

Effective January 1, 2008, nonunion employees with three or more years of service were entitled to monthly pension benefits beginning at normal retirement age of 65 based on the balance of the participant’s account. The Plan allows for early retirement at ages 55 to 64 for participants with ten or more years of service.

Participants may elect to receive their pension benefits in various forms as provided in the plan document. If participants leave the Company before rendering three years of service, they forfeit the right to receive their accumulated plan benefits.

Death Benefits

If a participant who has a vested retirement pension dies before his or her pension commencement date, a death benefit will be paid to his or her surviving spouse in accordance with the Plan’s provisions.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Benefit payments to participants are recorded when paid.

The plan administrator has evaluated subsequent events through October 9, 2014, the date the financial statements were available to be issued.

Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits as of January 1, 2013 and changes therein. Actual results could differ from those estimates and assumptions.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

LABORATORY CORPORATION OF AMERICA HOLDINGS

CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The Laboratory Corporation of America Retirement Plan Master Trust (“Master Trust”) was created under the terms of a trust agreement between the trustee and National Health Laboratories, Inc. During 1995, the assets of the Roche Biomedical Laboratories Retirement Plan were transferred to the National Health Laboratories, Inc. Master Trust pursuant to a merger between Roche Biomedical Laboratories, Inc. and National Health Laboratories, Inc. The Plan and the Master Trust were renamed the Laboratory Corporation of America Holdings Cash Balance Retirement Plan and the Laboratory Corporation of America Retirement Plan Master Trust. The assets of the Master Trust are wholly owned by the Plan. Under this current trust agreement, the trustee manages trust funds on behalf of the Plan. The trustee and other investment managers have discretionary authority over investment transactions of the Master Trust assigned to their specific management. The Plan is currently the only plan in the Master Trust, thus single plan reporting requirements apply.

Administrative Expenses

The Plan’s expenses are paid either by the Plan or the Company, as provided in the plan document. Expenses of maintaining the Plan that are paid directly by the Company are excluded from these financial statements. Trustee fees, consulting fees, investment manager fees and Pension Benefit Guaranty Corporation (“PBGC”) (a United States government agency) fees paid by the Plan are included in administrative expenses in these financial statements. Certain investment related expenses are included in net appreciation of fair value of investments presented in the accompanying statements of changes in net assets available for benefits.

Risks and Uncertainties

The Plan’s investments include funds which invest in various types of investment securities and in various companies within various markets. Investment securities are exposed to several risks, such as interest rate, market and credit rates. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the Plan’s financial statements and supplemental schedules.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the service that employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits is determined by Towers Watson, an independent consulting actuary, and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts of interest) and the probability of payment (by means of decrements such as for death, withdrawal, or retirement) between the valuation date and the expected date of payment.

The significant actuarial assumptions used as of January 1, 2013 are summarized as follows:

Discount rate on obligations - 7.00%

Rate of return - 7.00%

Mortality table - Prescribed mortality under Section 430(h)(3)(A) of the Internal Revenue Code (the "IRC") using static tables with separate mortality for annuitants and non-annuitants

Retirement age - A probability of retirement assumption was used as follows: 2% for ages 55 - 61, 10% for age 62, 5% for age 63, 5% for age 64, 30% for ages 65 - 69, 50% for ages 70 - 74, and 100% for age 75 and over.

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

As of January 1, 2013, the accumulated plan benefits were as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving payments

\$ 56,497

Other participants

207,631

Nonvested benefits

8

Total actuarial present value of accumulated plan benefits

\$ 264,136

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (concluded)

Changes in accumulated plan benefits for the year ending January 1, 2013, are summarized as follows:

Actuarial present value of accumulated plan benefits as of beginning of year	<u>\$ 262,245</u>
Changes during the year attributable to:	
Actuarial gains	(717)
Increase due to decrease in the discount period	18,257
Actual benefits paid	(20,834)
Change in actuarial assumptions	<u>5,185</u>
Net increase	<u>1,891</u>
Actuarial present value of accumulated plan benefits as of end of year	<u><u>\$ 264,136</u></u>

The change in actuarial assumptions of \$5,185 for the year ending January 1, 2013 is a result of a change in the assumptions regarding interest rates used to value liabilities from 7.25% to 7.00%.

The other changes represent normal operations of the pension plan. It consists primarily of the increase due to interest credits on account balances, and those items of plan experience that are not associated with asset performance.

NOTE 3: FUNDING POLICY

The Company's policy is to fund at least the actuarially computed minimum funding requirements of ERISA each year. The Plan met the minimum funding requirements for 2013 and 2012.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 4: PLAN TERMINATION

Although the Company has not expressed intent to terminate the Plan, it reserves that right as provided in the plan agreement. In the event the Plan terminates, the net assets of the Plan will be allocated, as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

- a. Benefits attributable to employee contributions, taking into account those paid out before termination.
- b. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years, or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under plan provisions in effect at any time during the five years preceding plan termination.
- c. Other vested benefits insured by PBGC up to the applicable limitations.
- d. All other vested benefits (that is, vested benefits not insured by PBGC).
- e. All nonvested benefits.

Certain benefits under the Plan are insured by PBGC if the Plan terminates. Generally, PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit projections is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that PBGC guarantees. For plan terminations occurring during 2013 that ceiling is \$4,790 (not in thousands) per month. That ceiling applies to those pensioners who elect to receive their benefits in the form of a single-life annuity and are at least 65 years old at the time of retirement or plan termination (whichever comes later). For younger annuitants or for those who elect to receive their benefits in some form more valuable than a single-life annuity, the corresponding ceilings are actuarially adjusted downward.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 4: PLAN TERMINATION (concluded)

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan Sponsor and the level of benefits guaranteed by PBGC.

NOTE 5: INFORMATION PREPARED AND CERTIFIED TO BY TRUSTEE

All investment information disclosed in the accompanying financial statements and supplemental schedules including investments held as of December 31, 2013 and 2012, and net appreciation in fair value of investments, interest, dividends, and other income for the years then ended were obtained or derived from information supplied to the plan administrator and certified as complete and accurate by the trustee.

	2013	2012
Investments at fair value:		
Common/collective trusts	\$ 268,059	256,777
Other	8	8
	<hr/>	<hr/>
Total investments at fair value	\$ 268,067	256,785
	<hr/>	<hr/>
Cash	\$ 2	3
	<hr/>	<hr/>
Total investment income	\$ 28,104	24,936
	<hr/>	<hr/>

The Plan's independent accountants did not perform auditing procedures with respect to this information, except for comparing such information included in the financial statements and supplemental schedules.

LABORATORY CORPORATION OF AMERICA HOLDINGS

CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 6: FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (“FASB”) Accounting Standards Codification (“ASC”) 820, *Fair Value Measurements* (“FASB ASC 820”), provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820’s framework are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability’s fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodology used for investments measured at fair value. There have been no changes in the methodology used as of December 31, 2013 and 2012.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 6: FAIR VALUE MEASUREMENTS (continued)

Common/collective trusts - Valued at the net asset value (“NAV”) based on the market value of the underlying investments, including United States Treasury Bonds, government agency securities, corporate bonds, floating-rate notes, and domestic and international stocks. The underlying securities are comprised of investments which have observable level 1 or level 2 pricing inputs, including quoted prices for similar assets in active or non-active markets. The NAV of a common/collective trust fund is not publicly quoted. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value and is based on the fair value of the underlying investments held by the fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Were the Plan to initiate a full redemption of the collective trusts, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities’ liquidations will be carried out in an orderly business manner.

The following table sets forth by level, within the fair value hierarchy, the Plan’s investments at fair value as of December 31, 2013 and 2012:

		2013			
		Investments at Fair Value			
		Level 1	Level 2	Level 3	Total
Common/collective trusts:					
United States large-cap fund	\$	-	65,480	-	65,480
United States mid-cap fund		-	25,100	-	25,100
United States small-cap fund		-	8,136	-	8,136
International fund		-	40,259	-	40,259
Commodities index		-	11,271	-	11,271
Fixed income funds		-	117,813	-	117,813
Other		-	8	-	8
Total investments at fair value	\$	-	268,067	-	268,067

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 6: FAIR VALUE MEASUREMENTS (concluded)

	2012			
	Investments at Fair Value			Total
	Level 1	Level 2	Level 3	
Common/collective trusts:				
United States large-cap fund	\$ -	58,134	-	58,134
United States mid-cap fund	-	23,193	-	23,193
United States small-cap fund	-	6,803	-	6,803
International fund	-	39,385	-	39,385
Commodities index	-	11,546	-	11,546
Fixed income funds	-	117,716	-	117,716
Other	-	8	-	8
Total investments at fair value	\$ -	256,785	-	256,785

Fair Value of Investments in Entities that Use NAV

As of December 31, 2013 and 2012, the aggregate fair value of common/collective trusts, valued at NAV, totaled \$268,067 and \$256,785. The common/collective trusts have a daily redemption frequency and a redemption notice period of no longer than 12 months. There are no unfunded commitments.

NOTE 7: INVESTMENTS

The following presents the fair value of individual investments as of December 31, 2013 and 2012 that represent 5% or more of the Plan's net assets.

	2013	2012
Mellon EB Non SL Agg Bond Fund, 824,586 and 767,448 shares	\$ 104,044	99,008
SSGA Funds S&P 500 Flagship CMII, 160,086 and 188,233 shares	65,480	58,134
Daily MSCI ACWI EX US Ind SL, 3,722,497 and 4,197,447 shares	40,259	39,385
S & P Midcap 400 (R) Index NL, 141,105 and 174,280 shares	25,100	23,193

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 7: INVESTMENTS (concluded)

During 2013 and 2012, the Plan's investments (including gains and losses on investments bought and sold as well as held during the year) appreciated in value by \$28,102 and \$24,921 as certified by the trustee, as follows:

	<u>2013</u>	<u>2012</u>
Common/collective trusts	\$ 28,102	24,900
Corporate obligations	-	21
	<u>\$ 28,102</u>	<u>24,921</u>

NOTE 8: RELATED PARTY AND PARTY IN INTEREST TRANSACTIONS

Certain plan investments are shares of common/collective trusts managed by the trustee as defined by the Plan and, therefore, these transactions qualify as party in interest transactions. Fees incurred by the Plan for investment management services are included in net appreciation in fair value of the investments, as they are paid through revenue sharing, rather than a direct payment. During 2013, the Plan made direct payments to the trustee of \$119, PBGC of \$1,504, investment manager fees of \$154, and consulting fees of \$1,653, which were not covered by revenue sharing. During 2012, the Plan made direct payments to the trustee of \$83, PBGC of \$1,368, investment manager fees of \$141, and consulting fees of \$1,583 which were not covered by revenue sharing. The Company pays directly any other fees related to the Plan's operations.

NOTE 9: INCOME TAX STATUS

The Plan obtained its latest determination letter on November 20, 2012, in which the Internal Revenue Service stated that the Plan and its underlying trust qualify, in form, under the applicable provisions of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the determination letter. However, the plan administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

Notes to Financial Statements

December 31, 2013 and 2012

(Dollars in Thousands)

NOTE 9: INCOME TAX STATUS (concluded)

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by federal and state tax authorities. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2010.

NOTE 10: SUBSEQUENT EVENT

The Plan Sponsor elected to replace the trustee for the Plan, State Street Bank & Trust Company, to Wells Fargo Bank, N.A. The total shares of all plan investments held by State Street Bank & Trust Company were transferred to Wells Fargo Bank, N.A. on May 1, 2014.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

EIN: 13-3757370

Plan Number: 002

Schedule H, Line 4i - Schedule of Assets Held as of End of Year

December 31, 2013

(a) Par Value, Shares, or Units	(b)(c) Identity of Issue, Borrower, Lessor or Similar Party and Description of Investment	(d) Cost	(e) Current Value
Common/collective trusts:			
*	State Street Bank & Trust Company -		
2,819,068	Short-Term Investment Fund	\$ 2,819,068	2,819,068
	Dow Jones UBS Commodity Index (SM)		
1,460,526	NL CMAG	12,067,657	11,270,877
476,087	US TIPS Index NL Fund CMTF	10,199,636	10,950,451
3,722,497	Daily MSCI ACWI EX US Ind SL	38,090,864	40,258,804
160,086	SSGA Funds S & P 500 Flagship CMII	32,879,839	65,479,786
141,105	S & P Midcap 400(R) Index NL	13,417,311	25,099,898
824,586	Mellon EB Non SL Agg Bond Fund	90,538,099	104,043,945
6,398	Mellon EB DV Small Cap STK IDX	3,311,077	8,135,750
	Total common/collective trusts	203,323,551	268,058,579
Other investments:			
1,290,196	Chrysler LLC LN3704266 Term Loan B1	555,054	8,064
130	EB Temporary Investment Fund	130	130
	Total other investments	555,184	8,194
	Total investments	\$203,878,735	268,066,773

* Denotes party in interest

Note: Information in this schedule as reported by State Street Bank & Trust Company.

LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

EIN: 13-3757370

Plan Number: 002

Schedule H, Line 4j - Schedule of Reportable Transactions (1)(2)

December 31, 2013

(a)(b) Identity of Party and Description of Asset	(c) Purchase Price (3)(4)	(d) Selling Price or Proceeds (3)(4)	(g) Cost of Assets	(h) Current Value of Asset Transaction Date	(i) Net Gain (Loss)
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Category (iii) - Series of transactions in excess of 5% of plan assets:

Common/collective trusts:

*	State Street Bank and Trust Co. - Short-Term Investment Fund	\$22,904,134	-	22,904,134	22,904,134	-
*	State Street Bank and Trust Co. - Short-Term Investment Fund	-	27,022,404	27,022,404	27,022,404	-

(1) This schedule presents the aggregate transactions in any security where the transactions in that security exceeds 5% of plan assets as of January 1, 2013, as certified by the trustee.

(2) The information in this schedule has been certified as complete and accurate by the trustee.

(3) The value of securities at the time of purchase or sale is the fair value.

(4) Brokerage commissions are included in purchase prices and deducted from sales proceeds.

* Denotes a party in interest

2013 Schedule H line 4i Schedule of Assets Held at Year End				
	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value.	(c) Cost	(d) Current value
	<u>Cash Equivalents</u>			
	BNY MELLON	EB TEMPORARY INVESTMENT FUND	130	130
*	STATE STREET BANK + TRUST CO	SHORT TERM INVESTMENT FUND 1.000 12/31/2030	2,819,068	2,819,068
	<u>Corporate Bonds</u>			
	CHRYSLER LLC	LN3704266 TERM LOAN B1 1.000 08/03/2013	555,054	8,064
	<u>Common/Collective Trusts (CCTs)</u>			
*	STATE STREET BANK + TRUST CO	DAILY MSCI ACWI EX US IND SL; 3,722,496.872 SHS	38,090,864	40,258,804
*	STATE STREET BANK + TRUST CO	S + P 500 FLAGSHIP CM11; 160,085.534 SHS	32,879,839	65,479,786
	<u>Registered Investment Companies</u>			
*	STATE STREET BANK + TRUST CO	US TIPS INDEX NL FUND CMTP; 474,086.532 SHS	10,199,636	10,950,451
	UBS	COMMOD INDX SM NL CMAG; 1,460,525.763 SHS	12,067,657	11,270,877
*	STATE STREET BANK + TRUST CO	S P MIDCAP 400(R) INDX NL; 141,104.996 SHS	13,417,311	25,099,898
	MELLON	EB NON SL AGG BOND FUND; 824,585.742 SHS	90,538,099	104,043,946
	MELLON	EB DV SMALL CAP STK IDX; 6,398.353 SHS	3,311,077	8,135,750
	GRAND TOTAL		203,878,735	268,066,773

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Laboratory Corporation of America Holdings
EIN/PN	13-3757370/002
Plan Name	Laboratory Corporation of America Holdings Cash Balance Retirement Plan
Valuation Date	January 1, 2013
Enrolled Actuary	Thomas E. Palmer
Enrollment Number	14-05892

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

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Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2013

The average retirement age for Line 22 was calculated by determining the average age of retirement for those current active participants expected to reach retirement, based on all current decrements assumed. .

x	q_x^r	l_x	${}_{x-55}P_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.02	1,000,000	1.000000	0.020000	1.100000
56	0.02	980,000	0.980000	0.019600	1.097600
57	0.02	960,400	0.960400	0.019208	1.094856
58	0.02	941,192	0.941192	0.018824	1.091783
59	0.02	922,368	0.922368	0.018447	1.088394
60	0.02	903,921	0.903921	0.018078	1.084705
61	0.02	885,842	0.885842	0.017717	1.080728
62	0.10	868,126	0.868126	0.086813	5.382378
63	0.05	781,313	0.781313	0.039066	2.461136
64	0.05	742,247	0.742247	0.037112	2.375191
65	0.30	705,135	0.705135	0.211540	13.750132
66	0.30	493,595	0.493595	0.148079	9.773190
67	0.30	345,517	0.345517	0.103655	6.944888
68	0.30	241,862	0.241862	0.072559	4.933980
69	0.30	169,303	0.169303	0.050791	3.504577
70	0.50	118,512	0.118512	0.059256	4.147930
71	0.50	59,256	0.059256	0.029628	2.103593
72	0.50	29,628	0.029628	0.014814	1.066610
73	0.50	14,814	0.014814	0.007407	0.540712
74	0.50	7,407	0.007407	0.003704	0.274060
75	1.00	3,704	0.003704	0.003704	0.277763

Average age at retirement 65.174208

Rounded for Schedule SB item 22 65 ==> SCHB_WARA

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Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Interest rate basis:

- Applicable month September
- Interest rate basis 3-Segment Rates

Interest rates:

	Reflecting MAP-21 Corridors	Not Reflecting MAP-21 Corridors
● First segment rate	4.94%	1.75%
● Second segment rate	6.15%	4.62%
● Third segment rate	6.76%	5.72%
● Effective interest rate	6.26%	4.82%

Annual rates of increase

- Compensation: N/A
- Future Social Security wage bases N/A
- Statutory limits on compensation N/A

Demographic Assumptions

Inclusion date	The valuation date coincident with or next following the date on which the employee enters the plan. The plan was closed to new entrants on December 31, 2009.
New or rehired employees	It was assumed there will be no new or rehired employees.
Plan-related expenses	The amount included this year for plan-related expenses is \$2,568,217. This amount is 1% of the market value of assets, not including contributions receivable.
Covered pay	Not applicable. The plan was frozen on December 31, 2009.

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Mortality

- Healthy Prescribed mortality under Section 430(h)(3)(A) of the Internal Revenue Code using static tables with separate mortality for annuitants and non-annuitants.
- Disabled Alternative disabled life mortality tables as defined under Rev. Ruling 96-7.

Termination

Rates varying by age and gender

Representative Termination Rates

Probability of leaving during the year		
Attained Age	Males	Females
20	0.154631	0.178219
25	0.139364	0.171237
30	0.123605	0.155766
35	0.104545	0.127769
40	0.085194	0.094912
45	0.064996	0.065942
50	0.042914	0.043982
55	0.013504	0.016049
60	0.000000	0.000000

In addition, employees with less than 5 years of service and hired before age 57 have the following probabilities of withdrawing from all factors:

Service	Males	Females
0	N/A	N/A
1	44%	46%
2	30%	40%
3	25%	27%
4	23%	26%

Disability

Rates varying by age and gender

Representative Disability Rates

Probability of becoming disabled during the year		
Age	Males	Females
25	0.00278	0.00417
30	0.00275	0.00413
35	0.00288	0.00432
40	0.00323	0.00485
45	0.00405	0.00608
50	0.00574	0.00861
55	0.00868	0.01302
60	0.01363	0.02045
64	0.01938	0.02907

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Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Age	Percentage Retiring
55-61	2%
62	10%
63	5%
64	5%
65-69	30%
70-74	50%
75	100%

Benefit commencement date:

- Preretirement death benefit The later of the death of the active participant or the date the participant would have attained age 65. For cash balance participants, immediate.
- Deferred vested benefit Upon termination of employment
- Disability benefit Upon disablement
- Retirement benefit Upon termination of employment

Form of payment

All active participants are assumed to elect a lump sum distribution upon termination or retirement. Upon disability, current active participants are assumed to elect a lump sum distribution at age 65. Terminated vested participants are assumed to elect an annuity beginning at age 65.

Percent married

70% of eligible participants. Used to value pre-retirement surviving spouse benefits.

Spouse age

Wife three years younger than husband

Cash flow timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

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Methods	
Valuation date	First day of plan year
Funding target	Present value of accrued benefits
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year
Actuarial value of assets	<p>Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2012 plan year.)</p> <p>The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.</p>
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Laboratory Corporation of America and, based on that review, is not aware of any significant benefits required to be valued that were not.
Change in assumptions and methods since prior valuation	<ul style="list-style-type: none"> • The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2011 to September 2012 and the segment interest rate corridors of MAP-21 were applied. • The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

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Schedule SB, Part V Summary of Plan Provisions

Effective Date and Most Recent Amendment

The plan was originally effective January 1, 1992, restated in December 2004, and subsequently amended. The last amendment reflected herein is Amendment Number 6, most provisions of which took effect December 30, 2010.

Plan Year

The twelve-month period ending December 31.

Coverage and Participation

All employees are eligible to participate under the plan on the Entry Date coincident with or next following the later of attaining age 21 and first anniversary of hire. For employees hired prior to January 1, 1995, Entry Date means the first day of the month. For employees hired on or after January 1, 1995 Entry Date means the first day of each January and July. "Employee" means any person on the payroll whose wages are subject to withholding for the purposes of federal income tax.

Note: If an employee meets the age requirement, but fails to complete 1,000 hours during the first year, participation will begin on the January 1 following the plan year in which 1,000 hours are completed.

Participation in the plan was closed to new entrants as of December 31, 2009, and participants in the plan will not accrue any additional benefits after that date.

Credited Service

The number of years and months of service from date of participation to date of termination, adjusted for certain periods of unpaid absence. Service for benefit accruals stops accruing on December 31, 2009.

Vesting Service

Total service from date of hire to date of termination, less any absence in excess of 12 months that is excluded from credited service, using elapsed time.

Sample Special Service Provisions

- a. Employees of Biomedical Reference Laboratories, Inc.
Service for the purposes of participation and vesting is measured from date of hire by BRL; Credited Service is measured from the later of January 1, 1983 or the date of employment.
- b. Former Participants in the CBL Plan as of June 30, 1983
Service for the purposes of determining participation and vesting is measured from the same date that such service commenced under the CBL Plan. Credited Service is measured from July 1, 1983.

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- c. Former Participants in the RCL Plan as of December 31, 1983
Service for the purposes of determining participation and vesting shall take into account all service with Roche Clinical Laboratories, Inc. Credited Service is measured from the same date that such service commenced under the RCL Plan.
- d. Employees in the Roche Clinical Laboratories Division as of December 31, 1983 and other than those described in (c)
Service for the purposes of determining participation and vesting shall take into account all service with Roche Clinical Laboratories, Inc. Credited Service is measured from January 1, 1984.
- e. Former Participants in the Medlabs Plan as of February 28, 1989
Service for the purposes of determining participation and vesting shall take into account all service with Medical Laboratory Associates, Inc. and Affiliated Companies. Credited Service is measured from July 1, 1988.
- f. Former Employees of Allied Clinical Laboratories
Service for the purposes of participation and vesting service is measured from the later of June 23, 1994 or date of hire with date of participation not earlier than January 1, 1997. Credited service is measured from the later of January 1, 1997 or date of participation.
- g. Former Employees of Med Express
Service for the purposes of participation and vesting is measured from the later of July 14, 1995 or date of hire. Credited Service is measured from date of participation.
- h. Former Employees of Nyack Hospital Laboratories
Service for purposes of participation and vesting is measured from date of hire with date of participation not earlier than May 1, 1995. Credited Service is measured from the later of May 1, 1995 or date of participation.
- i. Former Eligible Employees of Dynacare Laboratories
Service for purposes of participation and vesting is measured from the later of July 25, 2002 or date of hire. Credited service is measured from the later of January 1, 2004 or date of participation.
- j. Former Employees of Path Lab
Service for purposes of participation and vesting is measured from the later of May 1, 2001 or date of hire. Credited service is measured from the later of July 1, 2002 or date of participation.
- k. Former Employees of Dianon Systems
Service for purposes of participation and vesting is measured from the later of January 17, 2003 or date of hire. Credited service is measured from the later of July 1, 2004 or date of participation.

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Final Average Compensation

The monthly average of the 5 consecutive calendar years' compensation out of the last 10 years that gives the highest average. For benefits accrued prior to July 1, 1995 under the Roche Biomedical Laboratories Retirement Plan (the "RBL Plan"), and for participants grandfathered under that plan formula, the monthly average is based on the highest 60 months out of the last 120 months that gives the highest average. No compensation shall be taken into account under the plan for any period after December 31, 2009.

Compensation

Compensation includes base pay plus any compensation deferred under a Section 125 or Section 401(k) plan, including shift differentials. Compensation is limited to \$200,000 (indexed beginning in 2002) as required.

Social Security Benefit

This benefit is the estimated monthly amount of primary old age insurance payable at age 65. In the case of an early retirement for participants grandfathered under the National Health Laboratories Incorporated Retirement Plan (the "NHL Plan"), the estimate is based on no future earnings after retirement; otherwise, it is assumed that earnings remain level until age 65.

Normal Retirement Benefit

1. Normal Retirement Date: The first of the month coincident with or next following age 65 or the fifth anniversary of employment. For grandfathered participants under the RBL Plan, Normal Retirement Date is the first day of the month nearest his 65th birthday.
2. Normal Form of Retirement Income: The normal form of benefit is 10 year certain and life. For benefits accrued under the RBL Plan, either prior to July 1, 1995 or as a grandfathered employee, the normal form of benefit is a life only benefit.
3. Monthly Benefit:

Former Participants of the NHL Incorporated Employees' Retirement Plan

For benefits accrued prior to January 1, 1995 and for all grandfathered participants (age 50 and 15 Years of Vesting Service as of December 31, 1994), a monthly pension equal to the greater of (a) or (b) as follows:

- a. 52% of 1/12 of Final Average Compensation less 50% of Social Security benefit, reduced proportionately for credited service of less than 30 years. Up to 34/30 of the benefit formula can be earned based on service for employees of Revlon on October 31, 1976.
- b. The benefit determined from the minimum benefit schedule as follows:

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Final Average Compensation	Monthly Minimum for Each Year of First 20 Years of Credited Service	Monthly Minimum for each Year of Credited Service From 20th to 30th Year*
\$18,000 and Over	\$24.00	\$19.50
\$17,000 - \$17,999	\$23.00	\$18.50
\$16,000 - \$16,999	\$22.00	\$17.50
\$15,000 - \$15,999	\$21.00	\$16.50
\$14,000 - \$14,999	\$20.00	\$15.50
\$13,000 - \$13,999	\$19.00	\$14.50
\$12,000 - \$12,999	\$18.00	\$13.50
\$11,000 - \$11,999	\$17.00	\$12.50
\$10,000 - \$10,999	\$16.00	\$11.50
\$9,000 - \$9,999	\$15.00	\$10.50
\$8,000 - \$8,999	\$14.00	\$9.50
\$7,000 - \$7,999	\$13.00	\$8.50
\$6,000 - \$6,999	\$12.00	\$7.50
\$5,999 and Below	\$11.00	\$6.50

*Up to the 34th year if employed by Revlon on October 31, 1976

Former Participants of the Roche Biomedical Laboratories Retirement Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Vesting Service as of June 30, 1995), a monthly pension benefit equal to the greater of (a) or (b) as follows:

- a. 1.83% of Final Average Compensation multiplied by credited service not in excess of 25 years, less 0.63% of Final Average Compensation limited to Covered Compensation multiplied by credited service not in excess of 25 years.
- b. The following benefit schedule frozen as of December 31, 1988: 2% of Final Average Compensation multiplied by credited service not in excess of 25 years, less 2% of Primary Social Security multiplied by credited service not in excess of 25 years.

Covered Compensation is the 35 year average of the Social Security Wage Bases ending with the year the employee attains Social Security Retirement Age.

Former Participants in the CBL Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Service as of June 30, 1995), former participants in the CBL Plan as of June 30, 1983 will receive the greater of (a) or (b)

- a. The sum of:
 - I. 1% of Basic Earnings Rate as of June 30, 1983 multiplied by service as of December 31, 1975.
 - II. 1.2% of Basic Earnings Rate as of June 30, 1983 multiplied by service earned from December 31, 1975 through June 30, 1983.

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III. The RBL plan benefit based upon service measured from June 30, 1983, not in excess of 25 years.

b. The sum of:

- I. 1% of the greater of Earnings and Final Average Earnings multiplied by service as of December 31, 1975.
- II. 1.2% of the greater of Earnings and Final Average Earnings multiplied by service earned from December 31, 1974 through June 30, 1983.
- III. The RBL plan benefit based upon service measured from June 30, 1983 such that the sum of service considered under (i), (ii) and (iii) does not exceed 25 years.

In the CBL Plan, Basic Earnings Rate is defined as the highest five consecutive year average earnings rates for the participant at the date of determination, where earnings rate is defined as the participant's base salary rate on a preceding December 1st.

The foregoing CBL Pension Plan benefit was frozen effective December 31, 1988.

Former Participants in the RCL Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Service as of June 30, 1995), former participants in the RCL Plan as of December 31, 1983 who elected to continue making contributions after December 31, 1983 and whose retirement date is on or before June 30, 1992 will receive a benefit (the "RCL Plan Formula") computed as follows:

- For a participant with less than 15 years of Continuous Service, the benefit is 2% of earnings less \$18 for each year of Continuous Service.
- For a participant with at least 15 years of Continuous Service, the benefit is 2.4% of Final Average Earnings less \$57.60 times years of Continuous Service not in excess of 25 years.

Former participants in the RCL Plan as of December 31, 1983 who elected to make no contributions after December 31, 1983 or former participants in the RCL Plan as of December 31, 1983 who elected to continue making contributions after December 31, 1983 and whose retirement date is on or after July 1, 1992 will receive a benefit computed as follows:

- For Continuous Service prior to the date contributions were discontinued, the amount determined under (a) or (b) above (the RCL Plan Formula). In determining whether (a) or (b) is used, all years of Continuous Service as of the participant's retirement date shall be taken into account.
- For Continuous Service after the date contributions were discontinued but prior to the completion of 25 years of Continuous Service, the RBL Plan benefit.

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Former Participants in the Medlabs Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Service as of June 30, 1995), former participants in the Medlabs Plan as of February 28, 1989 will receive the Medlabs Plan accrued benefit based on service and earnings to June 30, 1988 under that Plan plus the RBL plan benefit based on continuous service from July 1, 1988.

Cash Balance Formula

For all non-grandfathered participants, subsequent to December 31, 1994 for former NHL Plan participants and June 30, 1995 for former RBL Plan participants, a cash balance plan benefit based on the following:

Pay-based Credit:

Credited Service	Pay-based Credit
0-1.99 years	2.25%
2-4.99 years	2.50%
5-9.99 years	3.00%
10-14.99 years	4.00%
15-19.99 years	5.00%
20-33.99 years	6.00%
34+ years	0.00%

Interest Credit: 4.00%.

The monthly benefit is developed by projecting the cash balance as of the end of the year of determination to Normal Retirement Date based on the interest credit rate in effect at determination, then converting to a monthly benefit using actuarial equivalence based on the applicable mortality table and the applicable interest rate defined in the IRC Section 417(e) for the year of determination.

Late Retirement

If retirement occurs after the normal retirement date, the late retirement income will be the greater of:

- the benefit calculated using credited service and compensation as of the late retirement date; and
- the benefit accrued as of the normal retirement date, actuarially increased to the late retirement date.

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Accrued Benefit

The participant's accrued benefit at any given date is determined under the normal retirement formula(s) shown above, but is based on current credited service, final average monthly compensation, and social security benefit (subject to the plan freeze on 12/31/2009).

Former Participants in the RBL Plan

The pre-7/1/95 accrued benefit and grandfathered accrued benefit is computed in the same manner as the Normal Retirement Benefit except that Credited Service is projected to Normal Retirement Date (and then limited to 25 years). The resulting benefit is then multiplied by Credited Service at Termination divided by Credited Service projected to Normal Retirement Date.

Former Participants in the CBL Pension Plan

The deferred vested benefit for former participants in the CBL Pension Plan as of June 30, 1983 is the sum of the CBL Plan accrued benefit as of June 30, 1983 and the RBL Plan deferred vested benefit based on Continuous Service measured from July 1, 1983. The CBL Plan accrued benefit is subject to the reduction (if any) for early commencement that would have applied under the CBL Plan and the vesting percent under the CBL Plan, recognizing Service under this Plan as though it were under the CBL Plan.

Benefits may commence after the attainment of age 50.

The foregoing CBL Pension Plan benefit was frozen effective December 31, 1988.

Former Participants in the RCL Plan

The portion of the accrued benefit attributable to Continuous Service prior to the earlier of the discontinuance of contributions or July 1, 1992 will be determined as follows:

- A participant who would have completed less than 15 years of Continuous Service of his Continuous Service had continued to his Normal Retirement Date will use part (a) of the RCL Plan Formula.
- A participant who would have completed 15 or more years of Continuous Service if his Continuous Service had continued to his Normal Retirement Date will use part (b) if the RCL Plan Formula.

Former Participants in the Medlabs Plan

The deferred vested benefit for former participants in the Medlabs Plan as of February 28, 1989 is the sum of the Medlabs Plan accrued benefit as of June 30, 1988 and the RBL Plan deferred vested benefit based on Continuous Service from July 1, 1988. The Medlabs Plan accrued benefit is subject to the reduction (if any) for early commencement that would have applied under the Medlabs Plan.

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Early Retirement Benefit

1. Eligibility: Age 55 and 10 years of vesting service.
2. Monthly Benefit: Accrued monthly benefit as of early retirement date reduced $\frac{1}{2}\%$ for each month benefits begin before age 65.

For former RBL Plan participants, grandfathered benefits and benefits accrued prior to July 1, 1995 are reduced $\frac{1}{180}$ th for each of the first sixty months benefits begin before Normal Retirement Date and $\frac{1}{360}$ th for each of the next sixty months.

For participants in the RCL Plan as of December 31, 1983, the portion of the Early Retirement Benefit attributable to Continuous Service prior to the earlier of the discontinuance of contributions or July 1, 1992 will be determined as follows:

- A participant with 15 or more year of Continuous Service at Early Retirement Date will use part (b) of the RCL Plan Formula.
- A participant with less than 15 years of Continuous Service at Early Retirement Date but who would have completed 15 or more years if his Continuous Service had continued to his Normal Retirement Date will use part (b) of the RCL Plan Formula.
- A participant with less than 15 years of Continuous Service at Early Retirement Date and who would have completed less than 15 years if his Continuous Service had continues to his Normal Retirement Date will use part (a) of the RCL Plan Formula.

Disability Benefit

1. Eligibility: Total and permanent disability of participant prior to normal retirement date, 3 years of vesting service required (5 years if no Hours of Service have been worked since 1/1/2008).
2. Monthly Benefit: For pre-1995 accrued benefits and Grandfather formula: The accrued benefit is as of the date of disability. The amount of accrued benefit is reduced for each month benefits begin before age 65 as follows: $\frac{1}{2}\%$ for each such month after age 55 and actuarially for each such month before age 55.

For former RBL Plan participants, grandfathered benefits and benefits accrued prior to July 1, 1995 are reduced in the same manner as for the Early Retirement Benefit described above.

Cash Balance Pension Plan Benefit: Distribution of 100% of the cash balance.

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Vested Benefits Upon Termination of Service

1. Vesting: A participant is 100% vested upon completion of 3 years of vesting service (5 years if no Hours of Service have been worked since 1/1/2008). However, all participants become 100% vested upon reaching Normal Retirement Date.
2. Termination Benefit: The termination benefit is equal to the vested accrued benefit, payable in the normal form, commencing at normal retirement date. Optionally, the participant may elect to receive an actuarially reduced benefit commencing prior to normal retirement date. For benefits earned under the Cash Balance Pension Plan formula, the participant may elect a distribution of their vested cash balance account.

Death Benefits for Participants in Active Service

1. Eligibility: 3 years of vesting service (5 years if no Hours of Service have been worked since 1/1/2008).
2. Benefit: The participant's spouse will receive a monthly retirement income payable for life in an amount equal to 50% of the amount the participant would have received if he had survived and elected to commence receiving a retirement income at the earliest date allowed under the plan, payable under the qualified joint and 50% contingent option. For benefits earned under the Cash Balance Pension Plan formula, an immediate distribution of 50% of the account may be requested by the spouse. No benefits are payable in the event of death of an unmarried participant.

Former Participants in the RCL Plan

A former participant in the RCL Plan as of December 31, 1983 will receive a death benefit calculated only upon that portion of his retirement benefit attributable to the RBL plan benefit.

Additionally, a participant who has completed the eligibility requirements for early retirement may elect, at any time before benefit commencement, a pre-retirement death benefit for only the portion of his retirement benefit attributable to Continuous Service prior to the earlier of the discontinuance of contributions or July 1, 1992. On the death of a participant who elected this option, his spouse will receive a monthly benefit equal to 50% of the RCL Plan Formula portion of the benefits the participant would have received had he retired on the day before his death. The RCL Plan Formula portion of the benefit that participant receives at actual retirement will be reduced by .5% for each year that the election is in effect to cover the cost of this option.

As a minimum, a participant's beneficiary will receive a refund of the participant's employee contributions with interest.

Death Benefits for Retired Former RBL Plan Participants

Post-retirement coverage is available to all retired participants who have an eligible spouse for benefits accrued prior to July 1, 1995 and for grandfathered participants under the RBL Plan formula. The benefit is 50% of the participant's pension (before and without regard to any adjustment for any alternative payment forms).

Each eligible child receives 40% of the amount payable to the spouse subject to an overall maximum for all children of 100% of the spouse's benefit. Payments to a child cease once he attains age 21.

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Optional Forms of Retirement Income in Lieu of Normal Form

The plan provides optional payment forms, including the qualified Joint and Contingent benefit for married employees and lump sum distributions, on an actuarially equivalent basis. Actuarial equivalence for this purpose is based on PPA assumptions for terminations after December 31, 2007.

Changes in Plan Provisions since Last Actuarial Valuation

None.

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Schedule SB, Line 26

Schedule of Active Participant Data for Cash Balance Plans as of January 1, 2013

Number and average cash balance amount distributed by attained age and attained years of credited service

All monetary amounts shown in US Dollars

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.
Under 25	12		0		0		0		0		0		0		0		0		0	
25 – 29	141	740	401	1,674	10		0		0		0		0		0		0		0	
30 – 34	196	838	896	2,280	327	6,221	11		0		0		0		0		0		0	
35 - 39	159	977	911	2,550	647	7,298	257	12,873	7		1		0		0		0		0	
40 - 44	157	1,090	820	2,842	639	8,002	401	14,976	150	23,259	36	33,690	0		0		0		0	
45 - 49	129	1,145	731	3,089	673	8,677	379	15,907	264	26,293	193	36,778	37	42,195	0		0		0	
50 - 54	116	1,211	671	3,066	665	9,081	357	15,749	256	27,128	231	36,867	156	49,129	4		0		0	
55 - 59	78	1,025	529	3,125	581	9,123	373	16,499	210	27,261	189	42,266	154	53,629	21	59,566	1		0	
60 - 64	51	1,161	334	3,412	401	8,976	226	16,319	173	27,128	135	35,248	112	50,858	24	66,822	8		0	
65 - 69	11		133	3,204	165	8,258	111	14,729	52	26,639	58	32,950	21	58,822	8		4		0	
70 & Over	7		42	2,308	85	5,744	45	11,604	27	19,829	12		2		3		1		0	

The cash balance amount is not shown for any group that has less than 20 participants.

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
 EIN / PN: 13-3757370 / 002
 Plan Sponsor: Laboratory Corporation of America Holdings
 Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2013

	Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1	Shortfall	01/01/2013	10,394,542	7	10,394,542	1,734,766
2	Shortfall	01/01/2012	(33,107,703)	6	(29,741,755)	(5,619,190)
3	Shortfall	01/01/2011	17,126,319	5	12,823,449	2,817,783
4	Shortfall	01/01/2010	45,280,790	4	28,395,969	7,620,399
Total					21,872,205	6,553,758

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
 EIN / PN: 13-3757370 / 002
 Plan Sponsor: Laboratory Corporation of America Holdings
 Valuation Date: January 1, 2013

**SCHEDULE SB
(Form 5500)**Department of the Treasury
Internal Revenue ServiceDepartment of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Single-Employer Defined Benefit Plan
Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

► File as an attachment to Form 5500 or 5500-SF.

OMB No. 1210-0110

2013**This Form is Open to Public
Inspection**

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

► Round off amounts to nearest dollar.

► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan**B** Three-digit
plan number (PN) ►

002

Laboratory Corporation of America Holdings Cash Balance Retirement Plan

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF**D** Employer Identification Number (EIN)

Laboratory Corporation of America Holdings

13-3757370

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B**F** Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500**Part I Basic Information**

1	Enter the valuation date:	Month <u>1</u>	Day <u>1</u>	Year <u>2013</u>
2	Assets:			
	a Market value	2a		259,596,596
	b Actuarial value	2b		258,892,998
3	Funding target/participant count breakdown:		(1) Number of participants	(2) Funding Target
	a For retired participants and beneficiaries receiving payment.....	3a	1,336	60,162,603
	b For terminated vested participants.....	3b	5,348	54,414,473
	c For active participants:			
	(1) Non-vested benefits	3c(1)		8,135
	(2) Vested benefits	3c(2)		166,179,992
	(3) Total active.....	3c(3)	15,428	166,188,127
	d Total.....	3d	22,112	280,765,203
4	If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐			
	a Funding target disregarding prescribed at-risk assumptions	4a		
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor.....	4b		
5	Effective interest rate	5		6.26 %
6	Target normal cost	6		2,568,217

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

**SIGN
HERE**

TEP

Signature of actuary

10/02/2014

Date

Thomas E. Palmer

14-05892

Type or print name of actuary

Most recent enrollment number

Towers Watson Delaware Inc.

(704) 620-6542

Firm name

Telephone number (including area code)

150 North College Street, Ste 3050

Charlotte

NC 28202-2173

Address of the firm

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2013
v. 130118

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	0
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year).....	0	0
9 Amount remaining (line 7 minus line 8).....	0	0
10 Interest on line 9 using prior year's actual return of <u>10.46</u> %.....		
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		1,696,292
b Interest on (a) using prior year's effective interest rate of <u>6.92</u> % except as otherwise provided (see instructions).....		117,383
c Total available at beginning of current plan year to add to prefunding balance.....		1,813,675
d Portion of (c) to be added to prefunding balance.....		0
12 Other reductions in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12).....	0	0

Part III Funding Percentages

14 Funding target attainment percentage.....	14	92.20 %
15 Adjusted funding target attainment percentage.....	15	92.20 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	94.09 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and Liquidity Shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2013	1,816,000				
07/15/2013	1,816,000				
10/15/2013	1,816,000				
01/15/2014	1,816,000				
09/15/2014	3,700,000				
Totals ▶			18(b)	10,964,000	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a
b Contributions made to avoid restrictions adjusted to valuation date.....	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c 10,314,016
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?.....	☒ Yes ☐ No
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?.....	☒ Yes ☐ No
c If line 20a is "Yes," see instructions and complete the following table as applicable:	

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.94 %	2nd segment: 6.15 %	3rd segment: 6.76 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	2,568,217	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance		Installment
a Net shortfall amortization installment.....	21,872,205		6,553,758
b Waiver amortization installment			0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0	
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ..	34	9,121,975	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	9,121,975	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	10,314,016	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	1,192,041	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Laboratory Corporation of America Holdings
EIN/PN	13-3757370/002
Plan Name	Laboratory Corporation of America Holdings Cash Balance Retirement Plan
Valuation Date	January 1, 2013
Enrolled Actuary	Thomas E. Palmer
Enrollment Number	14-05892

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22 Description of Weighted Average Retirement Age as of January 1, 2013

The average retirement age for Line 22 was calculated by determining the average age of retirement for those current active participants expected to reach retirement, based on all current decrements assumed. .

x	q_x^r	l_x	${}_{x-55}P_{55} = l_x / l_{55}$	$q_x^r * l_x / l_{55}$	$x * q_x^r * l_x / l_{55}$
55	0.02	1,000,000	1.000000	0.020000	1.100000
56	0.02	980,000	0.980000	0.019600	1.097600
57	0.02	960,400	0.960400	0.019208	1.094856
58	0.02	941,192	0.941192	0.018824	1.091783
59	0.02	922,368	0.922368	0.018447	1.088394
60	0.02	903,921	0.903921	0.018078	1.084705
61	0.02	885,842	0.885842	0.017717	1.080728
62	0.10	868,126	0.868126	0.086813	5.382378
63	0.05	781,313	0.781313	0.039066	2.461136
64	0.05	742,247	0.742247	0.037112	2.375191
65	0.30	705,135	0.705135	0.211540	13.750132
66	0.30	493,595	0.493595	0.148079	9.773190
67	0.30	345,517	0.345517	0.103655	6.944888
68	0.30	241,862	0.241862	0.072559	4.933980
69	0.30	169,303	0.169303	0.050791	3.504577
70	0.50	118,512	0.118512	0.059256	4.147930
71	0.50	59,256	0.059256	0.029628	2.103593
72	0.50	29,628	0.029628	0.014814	1.066610
73	0.50	14,814	0.014814	0.007407	0.540712
74	0.50	7,407	0.007407	0.003704	0.274060
75	1.00	3,704	0.003704	0.003704	0.277763

Average age at retirement 65.174208

Rounded for Schedule SB item 22 65 ==> SCHB_WARA

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
 EIN / PN: 13-3757370 / 002
 Plan Sponsor: Laboratory Corporation of America Holdings
 Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data for Cash Balance Plans as of January 1, 2013

Number and average cash balance amount distributed by attained age and attained years of credited service

All monetary amounts shown in US Dollars

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.
Under 25	12		0		0		0		0		0		0		0		0		0	
25 – 29	141	740	401	1,674	10		0		0		0		0		0		0		0	
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35 - 39	159	977	911	2,550	647	7,298	257	12,873	7		1		0		0		0		0	
40 - 44	157	1,090	820	2,842	639	8,002	401	14,976	150	23,259	36	33,690	0		0		0		0	
45 - 49	129	1,145	731	3,089	673	8,677	379	15,907	264	26,293	193	36,778	37	42,195	0		0		0	
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55 - 59	78	1,025	529	3,125	581	9,123	373	16,499	210	27,261	189	42,266	154	53,629	21	59,566	1		0	
60 - 64	51	1,161	334	3,412	401	8,976	226	16,319	173	27,128	135	35,248	112	50,858	24	66,822	8		0	
65 - 69	11		133	3,204	165	8,258	111	14,729	52	26,639	58	32,950	21	58,822	8		4		0	
70 & Over	7		42	2,308	85	5,744	45	11,604	27	19,829	12		2		3		1		0	

The cash balance amount is not shown for any group that has less than 20 participants.

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
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SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2013

	Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1	Shortfall	01/01/2013	10,394,542	7	10,394,542	1,734,766
2	Shortfall	01/01/2012	(33,107,703)	6	(29,741,755)	(5,619,190)
3	Shortfall	01/01/2011	17,126,319	5	12,823,449	2,817,783
4	Shortfall	01/01/2010	45,280,790	4	28,395,969	7,620,399
Total					21,872,205	6,553,758

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
 EIN / PN: 13-3757370 / 002
 Plan Sponsor: Laboratory Corporation of America Holdings
 Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Interest rate basis:

- Applicable month September
- Interest rate basis 3-Segment Rates

Interest rates:

	Reflecting MAP-21 Corridors	Not Reflecting MAP-21 Corridors
● First segment rate	4.94%	1.75%
● Second segment rate	6.15%	4.62%
● Third segment rate	6.76%	5.72%
● Effective interest rate	6.26%	4.82%

Annual rates of increase

- Compensation: N/A
- Future Social Security wage bases N/A
- Statutory limits on compensation N/A

Demographic Assumptions

Inclusion date	The valuation date coincident with or next following the date on which the employee enters the plan. The plan was closed to new entrants on December 31, 2009.
New or rehired employees	It was assumed there will be no new or rehired employees.
Plan-related expenses	The amount included this year for plan-related expenses is \$2,568,217. This amount is 1% of the market value of assets, not including contributions receivable.
Covered pay	Not applicable. The plan was frozen on December 31, 2009.

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
EIN / PN: 13-3757370 / 002
Plan Sponsor: Laboratory Corporation of America Holdings
Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Mortality

- Healthy Prescribed mortality under Section 430(h)(3)(A) of the Internal Revenue Code using static tables with separate mortality for annuitants and non-annuitants.
- Disabled Alternative disabled life mortality tables as defined under Rev. Ruling 96-7.

Termination

Rates varying by age and gender

Representative Termination Rates

Probability of leaving during the year		
Attained Age	Males	Females
20	0.154631	0.178219
25	0.139364	0.171237
30	0.123605	0.155766
35	0.104545	0.127769
40	0.085194	0.094912
45	0.064996	0.065942
50	0.042914	0.043982
55	0.013504	0.016049
60	0.000000	0.000000

In addition, employees with less than 5 years of service and hired before age 57 have the following probabilities of withdrawing from all factors:

Service	Males	Females
0	N/A	N/A
1	44%	46%
2	30%	40%
3	25%	27%
4	23%	26%

Disability

Rates varying by age and gender

Representative Disability Rates

Probability of becoming disabled during the year		
Age	Males	Females
25	0.00278	0.00417
30	0.00275	0.00413
35	0.00288	0.00432
40	0.00323	0.00485
45	0.00405	0.00608
50	0.00574	0.00861
55	0.00868	0.01302
60	0.01363	0.02045
64	0.01938	0.02907

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
 EIN / PN: 13-3757370 / 002
 Plan Sponsor: Laboratory Corporation of America Holdings
 Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Age	Percentage Retiring
55-61	2%
62	10%
63	5%
64	5%
65-69	30%
70-74	50%
75	100%

Benefit commencement date:

- Preretirement death benefit The later of the death of the active participant or the date the participant would have attained age 65. For cash balance participants, immediate.
- Deferred vested benefit Upon termination of employment
- Disability benefit Upon disablement
- Retirement benefit Upon termination of employment

Form of payment

All active participants are assumed to elect a lump sum distribution upon termination or retirement. Upon disability, current active participants are assumed to elect a lump sum distribution at age 65. Terminated vested participants are assumed to elect an annuity beginning at age 65.

Percent married

70% of eligible participants. Used to value pre-retirement surviving spouse benefits.

Spouse age

Wife three years younger than husband

Cash flow timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
EIN / PN: 13-3757370 / 002
Plan Sponsor: Laboratory Corporation of America Holdings
Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year
Actuarial value of assets	<p>Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2012 plan year.)</p> <p>The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA). These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.</p>
Benefits not valued	All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Laboratory Corporation of America and, based on that review, is not aware of any significant benefits required to be valued that were not.
Change in assumptions and methods since prior valuation	<ul style="list-style-type: none">• The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of September 2011 to September 2012 and the segment interest rate corridors of MAP-21 were applied.• The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

Plan Name: Laboratory Corporation of America Holdings Cash Balance Retirement Plan
EIN / PN: 13-3757370 / 002
Plan Sponsor: Laboratory Corporation of America Holdings
Valuation Date: January 1, 2013

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Plan Provisions

Effective Date and Most Recent Amendment

The plan was originally effective January 1, 1992, restated in December 2004, and subsequently amended. The last amendment reflected herein is Amendment Number 6, most provisions of which took effect December 30, 2010.

Plan Year

The twelve-month period ending December 31.

Coverage and Participation

All employees are eligible to participate under the plan on the Entry Date coincident with or next following the later of attaining age 21 and first anniversary of hire. For employees hired prior to January 1, 1995, Entry Date means the first day of the month. For employees hired on or after January 1, 1995 Entry Date means the first day of each January and July. "Employee" means any person on the payroll whose wages are subject to withholding for the purposes of federal income tax.

Note: If an employee meets the age requirement, but fails to complete 1,000 hours during the first year, participation will begin on the January 1 following the plan year in which 1,000 hours are completed.

Participation in the plan was closed to new entrants as of December 31, 2009, and participants in the plan will not accrue any additional benefits after that date.

Credited Service

The number of years and months of service from date of participation to date of termination, adjusted for certain periods of unpaid absence. Service for benefit accruals stops accruing on December 31, 2009.

Vesting Service

Total service from date of hire to date of termination, less any absence in excess of 12 months that is excluded from credited service, using elapsed time.

Sample Special Service Provisions

- a. Employees of Biomedical Reference Laboratories, Inc.
Service for the purposes of participation and vesting is measured from date of hire by BRL; Credited Service is measured from the later of January 1, 1983 or the date of employment.
- b. Former Participants in the CBL Plan as of June 30, 1983
Service for the purposes of determining participation and vesting is measured from the same date that such service commenced under the CBL Plan. Credited Service is measured from July 1, 1983.

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- c. Former Participants in the RCL Plan as of December 31, 1983
Service for the purposes of determining participation and vesting shall take into account all service with Roche Clinical Laboratories, Inc. Credited Service is measured from the same date that such service commenced under the RCL Plan.
- d. Employees in the Roche Clinical Laboratories Division as of December 31, 1983 and other than those described in (c)
Service for the purposes of determining participation and vesting shall take into account all service with Roche Clinical Laboratories, Inc. Credited Service is measured from January 1, 1984.
- e. Former Participants in the Medlabs Plan as of February 28, 1989
Service for the purposes of determining participation and vesting shall take into account all service with Medical Laboratory Associates, Inc. and Affiliated Companies. Credited Service is measured from July 1, 1988.
- f. Former Employees of Allied Clinical Laboratories
Service for the purposes of participation and vesting service is measured from the later of June 23, 1994 or date of hire with date of participation not earlier than January 1, 1997. Credited service is measured from the later of January 1, 1997 or date of participation.
- g. Former Employees of Med Express
Service for the purposes of participation and vesting is measured from the later of July 14, 1995 or date of hire. Credited Service is measured from date of participation.
- h. Former Employees of Nyack Hospital Laboratories
Service for purposes of participation and vesting is measured from date of hire with date of participation not earlier than May 1, 1995. Credited Service is measured from the later of May 1, 1995 or date of participation.
- i. Former Eligible Employees of Dynacare Laboratories
Service for purposes of participation and vesting is measured from the later of July 25, 2002 or date of hire. Credited service is measured from the later of January 1, 2004 or date of participation.
- j. Former Employees of Path Lab
Service for purposes of participation and vesting is measured from the later of May 1, 2001 or date of hire. Credited service is measured from the later of July 1, 2002 or date of participation.
- k. Former Employees of Dianon Systems
Service for purposes of participation and vesting is measured from the later of January 17, 2003 or date of hire. Credited service is measured from the later of July 1, 2004 or date of participation.

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Final Average Compensation

The monthly average of the 5 consecutive calendar years' compensation out of the last 10 years that gives the highest average. For benefits accrued prior to July 1, 1995 under the Roche Biomedical Laboratories Retirement Plan (the "RBL Plan"), and for participants grandfathered under that plan formula, the monthly average is based on the highest 60 months out of the last 120 months that gives the highest average. No compensation shall be taken into account under the plan for any period after December 31, 2009.

Compensation

Compensation includes base pay plus any compensation deferred under a Section 125 or Section 401(k) plan, including shift differentials. Compensation is limited to \$200,000 (indexed beginning in 2002) as required.

Social Security Benefit

This benefit is the estimated monthly amount of primary old age insurance payable at age 65. In the case of an early retirement for participants grandfathered under the National Health Laboratories Incorporated Retirement Plan (the "NHL Plan"), the estimate is based on no future earnings after retirement; otherwise, it is assumed that earnings remain level until age 65.

Normal Retirement Benefit

1. Normal Retirement Date: The first of the month coincident with or next following age 65 or the fifth anniversary of employment. For grandfathered participants under the RBL Plan, Normal Retirement Date is the first day of the month nearest his 65th birthday.
2. Normal Form of Retirement Income: The normal form of benefit is 10 year certain and life. For benefits accrued under the RBL Plan, either prior to July 1, 1995 or as a grandfathered employee, the normal form of benefit is a life only benefit.
3. Monthly Benefit:

Former Participants of the NHL Incorporated Employees' Retirement Plan

For benefits accrued prior to January 1, 1995 and for all grandfathered participants (age 50 and 15 Years of Vesting Service as of December 31, 1994), a monthly pension equal to the greater of (a) or (b) as follows:

- a. 52% of 1/12 of Final Average Compensation less 50% of Social Security benefit, reduced proportionately for credited service of less than 30 years. Up to 34/30 of the benefit formula can be earned based on service for employees of Revlon on October 31, 1976.
- b. The benefit determined from the minimum benefit schedule as follows:

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Final Average Compensation	Monthly Minimum for Each Year of First 20 Years of Credited Service	Monthly Minimum for each Year of Credited Service From 20th to 30th Year*
\$18,000 and Over	\$24.00	\$19.50
\$17,000 - \$17,999	\$23.00	\$18.50
\$16,000 - \$16,999	\$22.00	\$17.50
\$15,000 - \$15,999	\$21.00	\$16.50
\$14,000 - \$14,999	\$20.00	\$15.50
\$13,000 - \$13,999	\$19.00	\$14.50
\$12,000 - \$12,999	\$18.00	\$13.50
\$11,000 - \$11,999	\$17.00	\$12.50
\$10,000 - \$10,999	\$16.00	\$11.50
\$9,000 - \$9,999	\$15.00	\$10.50
\$8,000 - \$8,999	\$14.00	\$9.50
\$7,000 - \$7,999	\$13.00	\$8.50
\$6,000 - \$6,999	\$12.00	\$7.50
\$5,999 and Below	\$11.00	\$6.50

*Up to the 34th year if employed by Revlon on October 31, 1976

Former Participants of the Roche Biomedical Laboratories Retirement Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Vesting Service as of June 30, 1995), a monthly pension benefit equal to the greater of (a) or (b) as follows:

- a. 1.83% of Final Average Compensation multiplied by credited service not in excess of 25 years, less 0.63% of Final Average Compensation limited to Covered Compensation multiplied by credited service not in excess of 25 years.
- b. The following benefit schedule frozen as of December 31, 1988: 2% of Final Average Compensation multiplied by credited service not in excess of 25 years, less 2% of Primary Social Security multiplied by credited service not in excess of 25 years.

Covered Compensation is the 35 year average of the Social Security Wage Bases ending with the year the employee attains Social Security Retirement Age.

Former Participants in the CBL Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Service as of June 30, 1995), former participants in the CBL Plan as of June 30, 1983 will receive the greater of (a) or (b)

- a. The sum of:
 - I. 1% of Basic Earnings Rate as of June 30, 1983 multiplied by service as of December 31, 1975.
 - II. 1.2% of Basic Earnings Rate as of June 30, 1983 multiplied by service earned from December 31, 1975 through June 30, 1983.

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- III. The RBL plan benefit based upon service measured from June 30, 1983, not in excess of 25 years.
- b. The sum of:
- I. 1% of the greater of Earnings and Final Average Earnings multiplied by service as of December 31, 1975.
 - II. 1.2% of the greater of Earnings and Final Average Earnings multiplied by service earned from December 31, 1974 through June 30, 1983.
 - III. The RBL plan benefit based upon service measured from June 30, 1983 such that the sum of service considered under (i), (ii) and (iii) does not exceed 25 years.

In the CBL Plan, Basic Earnings Rate is defined as the highest five consecutive year average earnings rates for the participant at the date of determination, where earnings rate is defined as the participant's base salary rate on a preceding December 1st.

The foregoing CBL Pension Plan benefit was frozen effective December 31, 1988.

Former Participants in the RCL Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Service as of June 30, 1995), former participants in the RCL Plan as of December 31, 1983 who elected to continue making contributions after December 31, 1983 and whose retirement date is on or before June 30, 1992 will receive a benefit (the "RCL Plan Formula") computed as follows:

- For a participant with less than 15 years of Continuous Service, the benefit is 2% of earnings less \$18 for each year of Continuous Service.
- For a participant with at least 15 years of Continuous Service, the benefit is 2.4% of Final Average Earnings less \$57.60 times years of Continuous Service not in excess of 25 years.

Former participants in the RCL Plan as of December 31, 1983 who elected to make no contributions after December 31, 1983 or former participants in the RCL Plan as of December 31, 1983 who elected to continue making contributions after December 31, 1983 and whose retirement date is on or after July 1, 1992 will receive a benefit computed as follows:

- For Continuous Service prior to the date contributions were discontinued, the amount determined under (a) or (b) above (the RCL Plan Formula). In determining whether (a) or (b) is used, all years of Continuous Service as of the participant's retirement date shall be taken into account.
- For Continuous Service after the date contributions were discontinued but prior to the completion of 25 years of Continuous Service, the RBL Plan benefit.

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Former Participants in the Medlabs Plan

For benefits accrued prior to July 1, 1995 and for all grandfathered participants, (age 50 and 15 Years of Service as of June 30, 1995), former participants in the Medlabs Plan as of February 28, 1989 will receive the Medlabs Plan accrued benefit based on service and earnings to June 30, 1988 under that Plan plus the RBL plan benefit based on continuous service from July 1, 1988.

Cash Balance Formula

For all non-grandfathered participants, subsequent to December 31, 1994 for former NHL Plan participants and June 30, 1995 for former RBL Plan participants, a cash balance plan benefit based on the following:

Pay-based Credit:

Credited Service	Pay-based Credit
0-1.99 years	2.25%
2-4.99 years	2.50%
5-9.99 years	3.00%
10-14.99 years	4.00%
15-19.99 years	5.00%
20-33.99 years	6.00%
34+ years	0.00%

Interest Credit: 4.00%.

The monthly benefit is developed by projecting the cash balance as of the end of the year of determination to Normal Retirement Date based on the interest credit rate in effect at determination, then converting to a monthly benefit using actuarial equivalence based on the applicable mortality table and the applicable interest rate defined in the IRC Section 417(e) for the year of determination.

Late Retirement

If retirement occurs after the normal retirement date, the late retirement income will be the greater of:

- the benefit calculated using credited service and compensation as of the late retirement date; and
- the benefit accrued as of the normal retirement date, actuarially increased to the late retirement date.

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Accrued Benefit

The participant's accrued benefit at any given date is determined under the normal retirement formula(s) shown above, but is based on current credited service, final average monthly compensation, and social security benefit (subject to the plan freeze on 12/31/2009).

Former Participants in the RBL Plan

The pre-7/1/95 accrued benefit and grandfathered accrued benefit is computed in the same manner as the Normal Retirement Benefit except that Credited Service is projected to Normal Retirement Date (and then limited to 25 years). The resulting benefit is then multiplied by Credited Service at Termination divided by Credited Service projected to Normal Retirement Date.

Former Participants in the CBL Pension Plan

The deferred vested benefit for former participants in the CBL Pension Plan as of June 30, 1983 is the sum of the CBL Plan accrued benefit as of June 30, 1983 and the RBL Plan deferred vested benefit based on Continuous Service measured from July 1, 1983. The CBL Plan accrued benefit is subject to the reduction (if any) for early commencement that would have applied under the CBL Plan and the vesting percent under the CBL Plan, recognizing Service under this Plan as though it were under the CBL Plan.

Benefits may commence after the attainment of age 50.

The foregoing CBL Pension Plan benefit was frozen effective December 31, 1988.

Former Participants in the RCL Plan

The portion of the accrued benefit attributable to Continuous Service prior to the earlier of the discontinuance of contributions or July 1, 1992 will be determined as follows:

- A participant who would have completed less than 15 years of Continuous Service of his Continuous Service had continued to his Normal Retirement Date will use part (a) of the RCL Plan Formula.
- A participant who would have completed 15 or more years of Continuous Service if his Continuous Service had continued to his Normal Retirement Date will use part (b) if the RCL Plan Formula.

Former Participants in the Medlabs Plan

The deferred vested benefit for former participants in the Medlabs Plan as of February 28, 1989 is the sum of the Medlabs Plan accrued benefit as of June 30, 1988 and the RBL Plan deferred vested benefit based on Continuous Service from July 1, 1988. The Medlabs Plan accrued benefit is subject to the reduction (if any) for early commencement that would have applied under the Medlabs Plan.

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Early Retirement Benefit

1. Eligibility: Age 55 and 10 years of vesting service.
2. Monthly Benefit: Accrued monthly benefit as of early retirement date reduced $\frac{1}{2}\%$ for each month benefits begin before age 65.

For former RBL Plan participants, grandfathered benefits and benefits accrued prior to July 1, 1995 are reduced $\frac{1}{180}$ th for each of the first sixty months benefits begin before Normal Retirement Date and $\frac{1}{360}$ th for each of the next sixty months.

For participants in the RCL Plan as of December 31, 1983, the portion of the Early Retirement Benefit attributable to Continuous Service prior to the earlier of the discontinuance of contributions or July 1, 1992 will be determined as follows:

- A participant with 15 or more year of Continuous Service at Early Retirement Date will use part (b) of the RCL Plan Formula.
- A participant with less than 15 years of Continuous Service at Early Retirement Date but who would have completed 15 or more years if his Continuous Service had continued to his Normal Retirement Date will use part (b) of the RCL Plan Formula.
- A participant with less than 15 years of Continuous Service at Early Retirement Date and who would have completed less than 15 years if his Continuous Service had continues to his Normal Retirement Date will use part (a) of the RCL Plan Formula.

Disability Benefit

1. Eligibility: Total and permanent disability of participant prior to normal retirement date, 3 years of vesting service required (5 years if no Hours of Service have been worked since 1/1/2008).
2. Monthly Benefit: For pre-1995 accrued benefits and Grandfather formula: The accrued benefit is as of the date of disability. The amount of accrued benefit is reduced for each month benefits begin before age 65 as follows: $\frac{1}{2}\%$ for each such month after age 55 and actuarially for each such month before age 55.

For former RBL Plan participants, grandfathered benefits and benefits accrued prior to July 1, 1995 are reduced in the same manner as for the Early Retirement Benefit described above.

Cash Balance Pension Plan Benefit: Distribution of 100% of the cash balance.

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Vested Benefits Upon Termination of Service

1. Vesting: A participant is 100% vested upon completion of 3 years of vesting service (5 years if no Hours of Service have been worked since 1/1/2008). However, all participants become 100% vested upon reaching Normal Retirement Date.
2. Termination Benefit: The termination benefit is equal to the vested accrued benefit, payable in the normal form, commencing at normal retirement date. Optionally, the participant may elect to receive an actuarially reduced benefit commencing prior to normal retirement date. For benefits earned under the Cash Balance Pension Plan formula, the participant may elect a distribution of their vested cash balance account.

Death Benefits for Participants in Active Service

1. Eligibility: 3 years of vesting service (5 years if no Hours of Service have been worked since 1/1/2008).
2. Benefit: The participant's spouse will receive a monthly retirement income payable for life in an amount equal to 50% of the amount the participant would have received if he had survived and elected to commence receiving a retirement income at the earliest date allowed under the plan, payable under the qualified joint and 50% contingent option. For benefits earned under the Cash Balance Pension Plan formula, an immediate distribution of 50% of the account may be requested by the spouse. No benefits are payable in the event of death of an unmarried participant.

Former Participants in the RCL Plan

A former participant in the RCL Plan as of December 31, 1983 will receive a death benefit calculated only upon that portion of his retirement benefit attributable to the RBL plan benefit.

Additionally, a participant who has completed the eligibility requirements for early retirement may elect, at any time before benefit commencement, a pre-retirement death benefit for only the portion of his retirement benefit attributable to Continuous Service prior to the earlier of the discontinuance of contributions or July 1, 1992. On the death of a participant who elected this option, his spouse will receive a monthly benefit equal to 50% of the RCL Plan Formula portion of the benefits the participant would have received had he retired on the day before his death. The RCL Plan Formula portion of the benefit that participant receives at actual retirement will be reduced by .5% for each year that the election is in effect to cover the cost of this option.

As a minimum, a participant's beneficiary will receive a refund of the participant's employee contributions with interest.

Death Benefits for Retired Former RBL Plan Participants

Post-retirement coverage is available to all retired participants who have an eligible spouse for benefits accrued prior to July 1, 1995 and for grandfathered participants under the RBL Plan formula. The benefit is 50% of the participant's pension (before and without regard to any adjustment for any alternative payment forms).

Each eligible child receives 40% of the amount payable to the spouse subject to an overall maximum for all children of 100% of the spouse's benefit. Payments to a child cease once he attains age 21.

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Optional Forms of Retirement Income in Lieu of Normal Form

The plan provides optional payment forms, including the qualified Joint and Contingent benefit for married employees and lump sum distributions, on an actuarially equivalent basis. Actuarial equivalence for this purpose is based on PPA assumptions for terminations after December 31, 2007.

Changes in Plan Provisions since Last Actuarial Valuation

None.

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LABORATORY CORPORATION OF AMERICA HOLDINGS
CASH BALANCE RETIREMENT PLAN

EIN: 13-3757370

Plan Number: 002

Schedule H, Line 4j - Schedule of Reportable Transactions (1)(2)

December 31, 2013

(a)(b) Identity of Party and Description of Asset	(c) Purchase Price (3)(4)	(d) Selling Price or Proceeds (3)(4)	(g) Cost of Assets	(h) Current Value of Asset Transaction Date	(i) Net Gain (Loss)
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Category (iii) - Series of transactions in excess of 5% of plan assets:

Common/collective trusts:

*	State Street Bank and Trust Co. - Short-Term Investment Fund	\$22,904,134	-	22,904,134	22,904,134	-
*	State Street Bank and Trust Co. - Short-Term Investment Fund	-	27,022,404	27,022,404	27,022,404	-

(1) This schedule presents the aggregate transactions in any security where the transactions in that security exceeds 5% of plan assets as of January 1, 2013, as certified by the trustee.

(2) The information in this schedule has been certified as complete and accurate by the trustee.

(3) The value of securities at the time of purchase or sale is the fair value.

(4) Brokerage commissions are included in purchase prices and deducted from sales proceeds.

* Denotes a party in interest