

LABORATORY CORP OF AMERICA HOLDINGS

Form 8-K

September 05, 2001

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): September 5, 2001

LABORATORY
CORPORATION OF
AMERICA HOLDINGS
(Exact Name of Registrant
as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

1-11353
(Commission File Number)

13-3757370
(IRS Employer Identification No.)

358 South Main Street
Burlington, NC
(Address of Principal Executive Offices)

27215
(Zip Code)

336-229-1127
(Registrant's Telephone Number, Including Area Code)

Not applicable
(Former Name or Former Address, if Changed Since Last Report)

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Item 5. Other Events.

On September 4, 2001, Laboratory Corporation of America(R) Holdings (the "Company") (NYSE: LH) announced its intention, subject to market and other conditions, to raise approximately \$435 million (excluding proceeds of an over-allotment option, if any) through a private offering of zero coupon convertible subordinated notes due 2021 to certain qualified institutional investors.

The Company intends to use the net proceeds of the offering to repay the

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term loan outstanding under its credit agreement and the related interest rate swap agreement and use the balance for working capital and general corporate purposes. The lenders under the credit agreement have consented to the offering.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

10.1 Fifth Amendment to the Amended and Restated Credit Agreement dated as of March 14, 2001 among the Company, the banks named therein and Credit Suisse First Boston as Administrative Agent.

10.2 Sixth Amendment to the Amended and Restated Credit Agreement dated as of August 31, 2001 among the Company, the banks named therein and Credit Suisse First Boston as Administrative Agent.

99.1 Press release of the Company dated September 4, 2001.

SIGNATURES

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

LABORATORY CORPORATION OF AMERICA HOLDINGS

Dated: September 5, 2001

By: /s/ Bradford T. Smith

Name: Bradford T. Smith
Title: Executive Vice President,
General Counsel, Secretary
and Compliance Officer