

LABORATORY CORP OF AMERICA HOLDINGS

Form 8-K

July 24, 2002

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

FORM 8-K

CURRENT REPORT

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

July 24, 2002

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(Date of earliest event reported)

LABORATORY CORPORATION OF AMERICA HOLDINGS

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(Exact name of registrant as specified in its charter)

DELAWARE	1-11353	13-3757370
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(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification Number)

358 SOUTH MAIN STREET, BURLINGTON, NORTH CAROLINA 27215

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(Address of principal executive offices)

336-229-1127

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(Registrant's telephone number, including area code)

ITEM 9. Regulation FD Disclosure.

Summary information of the Company dated July 24, 2002.

SIGNATURES

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

LABORATORY CORPORATION OF AMERICA HOLDINGS

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(Registrant)

By /s/ BRADFORD T. SMITH

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Bradford T. Smith  
Executive Vice President

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and Secretary

Date: July 24, 2002

This information contains forward-looking statements which are subject to change based on various important factors, including without limitation, competitive actions in the marketplace and adverse actions of governmental and other third-party payors. Actual results could differ materially from those suggested by these forward-looking statements. Further information on potential factors that could affect the Company's financial results is included in the Company's Form 10-K for the year ended December 31, 2001 and subsequent filings.

## How Laboratory Testing Works

Laboratory Testing is the "Gateway to Quality Health Care":

- 1) Patient visits doctor;
- 2) Doctor orders laboratory tests with diagnosis information;
- 3) Doctor or patient service center (PSC) draws sample;
- 4) Laboratory performs tests;
- 5) Test results reported to doctor;
- 6) Doctor makes diagnosis and treatment begins

The Clinical Laboratory Testing Market  
US market is approximately \$34-36 billion

CLINICAL LABORATORY TESTING		INDEPENDENT CLINICAL LABORATORIES	
Hospitals	49%	All others	82.5%
Independent Clinical Labs	39%	LabCorp(\$2.2b)	17.5%
Physician Offices	12%		

Source: Company estimates, industry reports & 2001YE revenue for LabCorp

## Profile of LabCorp\*

- Nationwide network of 24 primary testing locations and over 900 patient service centers
- Conducts tests on approximately 300,000 specimens daily
- Offers more than 4,000 test procedures
- Serves over 200,000 physicians and other health care providers
- More than 19,000 employees nationwide

\*Does not include Dynacare

MAP OF LABCORP'S PRIMARY TESTING LOCATIONS & PSC'S

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## 2002 Strategic Goals

- Maintain national coverage for all key customers
- Expand upon leading position in genomic testing
- Evaluate appropriate acquisition candidates

## GENOMIC STRATEGY

### UTILIZE DNA TESTING LEADERSHIP TO EXECUTE GENOMIC LEADERSHIP STRATEGY

- Targeted introduction of new tests
- Acquire innovative technology
- License/Partner to expand menu

## GENOMIC STRATEGY UPDATE

### INTERNAL

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#### CMBP:

- Cancer
- Genetics
- Infectious Disease  
(GENOSURE)

#### CLINICAL TRIALS:

- Drug metabolism

### ACQUISITION

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#### NGI:

- Infectious Disease  
Hepatitis C
- Cancer:  
Melanoma  
Breast

#### VIROMED:

- Infectious Disease  
HIV, Hepatitis
- Real-time PCR

#### CENTER FOR GENETIC SERVICES:

- Expanded Genetics  
Capabilities in  
Southwest

#### PATHLABS:

- Cancer
- Hospital Esoteric

### LICENSE/PARTNER

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#### MYRIAD GENETICS:

- Predictive tests:
  - Breast/Ovarian and  
Colon Cancer
  - Melanoma
  - Hypertension

#### EXACT SCIENCES:

- Colorectal Cancer

#### ALPHA:

- PCR Plasma

#### VIROLOGICS:

- HIV Phenotyping

#### VIRCO:

- HIV Phenotyping

## Financial Performance

### Price & Volumes: Trends by Payor Type

	2000		2001		YTD JUN 2002	
	PPA	Accessions	PPA	Accessions	PPA	Accessions
	\$	millions	\$	millions	\$	millions
Client (Physicians)	22.70	27.1	24.46	27.9	25.66	14.1
Patient	102.87	2.2	111.28	2.5	120.47	1.1
Third Party (MC/MD/Insurance)	29.80	10.3	31.59	12.2	32.99	6.8
Managed Care						
- Capitated	8.89	10.6	8.90	11.9	9.20	6.4

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- Fee for service	42.32	16.0	43.45	17.2	44.59	9.5
	-----	-----	-----	-----	-----	-----
Total	28.97	26.6	29.27	29.1	30.24	15.9
	-----	-----	-----	-----	-----	-----
LabCorp Total	\$28.98	66.2	\$30.69	71.7	\$31.69	37.9
	=====	=====	=====	=====	=====	=====

Financial Performance  
Revenue Analysis by Business Area

YTD JUN 2001

	Revenue \$Million	Accns 000	%Accns to total	PPA \$
	-----	-----	-----	-----
Prior Genomic	81.7	677.6	1.9%	120.55
Add'l Genomic*	53.2	1,274.2	3.6%	41.76
Other Esoteric	106.4	2,694.3	7.6%	39.51
-----	-----	-----	-----	-----
All Esoteric:	241.3	4,646.1	13.1%	51.94
-----	-----	-----	-----	-----
Core:	833.8	30,658.8	86.9%	27.20
Total:	1,075.1	35,304.9	100.0%	30.45
-----	-----	-----	-----	-----

YTD JUN 2002

02 vs 01

	Revenue \$Million	Accns 000	%Accns to total	PPA \$	PPA Incr/ (Decr)
	-----	-----	-----	-----	-----
Prior Genomic	96.4	850.2	2.2%	113.38	(5.9)%
Add'l Genomic*	62.6	1,564.7	4.1%	39.99	(4.2)%
Other Esoteric	119.4	2,899.6	7.6%	41.20	4.3%
-----	-----	-----	-----	-----	-----
All Esoteric:	278.4	5,314.5	13.9%	52.39	0.9%
-----	-----	-----	-----	-----	-----
Core:	924.0	32,629.6	86.1%	28.32	4.1%
-----	-----	-----	-----	-----	-----
Total:	1,202.4	37,944.1	100.0%	31.69	4.1%
-----	-----	-----	-----	-----	-----

\* Includes identity testing and gene probes (chlamydia and gonorrhea)

Second Quarter Operating Results  
(\$ in millions)

	6/30/01	6/30/02
	-----	-----
Revenue	549.7	612.4
Operating Expense	447.1	478.3

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Operating Income	102.6	134.1
	-----	-----
Margin	18.7%	21.9%
EBITDA	128.1	156.4
	-----	-----
Margin	23.3%	25.5%
Bad Debt % to revenue	9.40%	8.75%
DSO	64	58

### 2002 Second Quarter Financial Achievements

- Increased revenues 11.4% (volume 7.0%; price 4.4%)
- Increased operating income 31%
- Increased EBITDA 22%
- Increased diluted EPS 31%\*
- Increased operating cash flow 26%

\*Compared to pro forma prior year EPS, calculated on a comparable basis

### Six Month Operating Results (\$ in millions)

	YTD 6/01	YTD 6/02
	-----	-----
Revenue	1,075.2	1,202.4
Operating Expense	885.3	951.9
	-----	-----
Operating Income	189.9	250.5
	-----	-----
Margin	17.7%	20.8%
EBITDA	238.4	294.0
	-----	-----
Margin	22.2%	24.4%
Bad Debt % to revenue	9.6%	8.75%
DSO	64	58

### 2002 Six Month Financial Achievements

- Increased revenues per day 12.7% (volume 8.5%; price 4.2%)
- Increased EBITDA 23%
- Increased diluted EPS 31%\*
- DSO decline of 6 days from June 2001

\*Compared to pro forma prior year EPS, calculated on a comparable basis

### Quarterly DSO Trend DSO Trend December '97 through June '02

December 1997 - 79 days	September 2000 - 70 days
December 1998 - 83 days	December 2000 - 68 days
March 1999 - 83 days	March 2001 - 67 days

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June 1999	- 79 days	June 2001	- 64 days
September 1999	- 76 days	September 2001	- 62 days
December 1999	- 74 days	December 2001	- 58 days
March 2000	- 72 days	March 2002	- 60 days
June 2000	- 70 days	June 2002	- 58 days

### Recent Accomplishments

- Expanded Aetna Agreement in CT, NJ, and NY (including NYC)
- New genomics tests for hepatitis B and C
- Introduced Myriad's predisposition tests for a variety of cancers and cardiac risk
- New partnership with EXACT Sciences to offer Pre-Gen Plus, a colorectal screening test for the average risk population
- Preferred provider contract with Premier
- Acquisition of Dynacare

### Dynacare 2002 Incremental Impact

- Revenues of approximately \$120 million
- Adjusted EBITDA of approximately \$20 million
- EPS Neutral
- Synergies of approximately \$4 million

### Financial Guidance for 2002\*

- Revenue growth of approximately 15.5% to 16.5% compared to 2001 (volume - 12%, price - 4%)
- Adjusted EBITDA margins of approximately 23% of sales (including EBITDA from Dynacare equity investments)
- EPS in the range of \$1.90 to \$1.95
- Bad debt rate of 8.3% to 8.6% of sales in the third and fourth quarters
- Capital expenditures of approximately \$85 million
- Net interest expense of \$17 million
- A tax rate of approximately 41.5% in the third and fourth quarters

\*Including the impact of Dynacare, but not including anticipated restructuring charges related to that acquisition

### Financial Guidance for 2003

- Increase overall revenues by approximately 16% to 17% compared to 2002
- Adjusted EBITDA margins of approximately 24% to 24.5% of sales
- EPS growth of approximately 25% to 30% compared to 2002

### Growth Opportunities

#### Revenue:

- New Tests - Cystic Fibrosis, hepatitis B and C, HPV, etc.
- Conversion to Monolayer Paps
- New Licenses/Partnerships - Myriad Genetics, EXACT Sciences, etc.
- Ongoing Acquisition Strategy

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- Genomic Strategy/Mix Shift Leverage
- Improving Regulatory/Reimbursement Environment

### Profit Improvement Opportunities

#### Cost Structure:

- Bad Debt Reduction
- Further Operational Consolidation
- Technology Improvements - Higher Throughput and Efficiencies
- Dynacare synergies

### Value Drivers

#### Labcorp:

- Proven strategy for growth
- Pioneer in identifying and commercializing innovative technologies
- National infrastructure connects large scale proficiency with wide scale technological expertise
- Strong balance sheet

#### Industry:

- New advances in scientific research will generate growth and demand for molecular testing
- Aging population

### Other Financial Information

June 30, 2002

(\$ in millions, except per share amounts)

	Q1 02	Q2 02	YTD Jun-02
	-----	-----	-----
Depreciation	\$ 16.1	\$ 17.1	\$ 33.2
Amortization	\$ 5.1	\$ 5.2	\$ 10.3
Capital expenditures	\$ 18.4	\$ 19.5	\$ 37.9
Cash flows from operations	\$112.2	\$ 93.1	\$205.3
Bad debt as a percentage of sales	8.75%	8.75%	8.75%
Effective interest rate on debt	2.00%	2.00%	N/A
Days sales outstanding	60	58	58