

# NOTICE OF MATERIAL CHANGE

Date of Notice: June 28, 2024

1. Name: [Laboratory Corporation of America Holdings, Inc. \("Labcorp"\)](#)

0.	Federal TAX ID #	MA DPH Facility ID #	NPI #
	13-3757370	N/A	1902809940

## Contact Information

0. Business Address 1: [358 South Main Street](#)

1. Business Address 2:

2. City: [Burlington](#)

State: [NC](#)

Zip Code: [27215](#)

3. Business Website: [www.labcorp.com](#)

4. Contact First Name : [Jessica](#)

Contact Last Name: [Hanna](#)

5. Title: [Counsel, Hogan Lovells US LLP](#)

6. Contact Phone: [202 637 5787](#)

Extension: [N/A](#)

0. Contact Email: [jessica.hanna@hoganlovells.com](mailto:jessica.hanna@hoganlovells.com)

## Description of Organization

2. Briefly describe your organization.

Labcorp is a publicly traded corporation, and is a global leader of innovative and comprehensive laboratory services that provides vital information to help doctors, hospitals, pharmaceutical companies, researchers, and patients make clear and confident decisions. Labcorp provides insights and accelerates innovations to improve health and improve lives through its unparalleled diagnostics and biopharma laboratory services.

## Type of Material Change

3. Check the box that most accurately describes the proposed Material Change involving a Provider or Provider Organization:

- A Merger or affiliation with, or Acquisition of or by, a Carrier;
- A Merger with or Acquisition of or by a Hospital or a hospital system;
- Any other Acquisition, Merger, or affiliation (such as a Corporate Affiliation, Contracting Affiliation, or employment of Health Care Professionals) of, by, or with another Provider, Providers (such as multiple Health Care Professionals from the same Provider or Provider Organization), or Provider Organization that would result in an increase in annual Net Patient Service Revenue of the Provider or Provider Organization of ten million dollars or more, or in the Provider or Provider Organization having a near-majority of market share in a given service or region;
- Any Clinical Affiliation between two or more Providers or Provider Organizations that each had annual Net Patient Service Revenue of \$25 million or more in the preceding fiscal year; provided that this shall not include a Clinical Affiliation solely for the purpose of collaborating on clinical trials or graduate medical education programs; and
- Any formation of a partnership, joint venture, accountable care organization, parent corporation, management services organization, or other organization created for administering contracts with Carriers or third-party administrators or current or future contracting on behalf of one or more Providers or Provider Organizations.

4. What is the proposed effective date of the proposed Material Change? [September 30, 2024](#)

# NOTICE OF MATERIAL CHANGE

Date of Notice: July 1, 2024

1. Name: Laboratory Corporation of America Holdings, Inc. ("Labcorp")

0.	Federal TAX ID #	MA DPH Facility ID #	NPI #
	13-3757370	N/A	1902809940

## Contact Information

0. Business Address 1: 358 South Main Street

1. Business Address 2:

2. City: Burlington

State: NC

Zip Code: 27215

3. Business Website: [www.labcorp.com](http://www.labcorp.com)

4. Contact First Name : Jessica

Contact Last Name: Hanna

5. Title: Counsel, Hogan Lovells US LLP

6. Contact Phone: 202 637 5787

Extension: N/A

0. Contact Email: [jessica.hanna@hoganlovells.com](mailto:jessica.hanna@hoganlovells.com)

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- Any other Acquisition, Merger, or affiliation (such as a Corporate Affiliation, Contracting Affiliation, or employment of Health Care Professionals) of, by, or with another Provider, Providers (such as multiple Health Care Professionals from the same Provider or Provider Organization), or Provider Organization that would result in an increase in annual Net Patient Service Revenue of the Provider or Provider Organization of ten million dollars or more, or in the Provider or Provider Organization having a near-majority of market share in a given service or region;
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- Any formation of a partnership, joint venture, accountable care organization, parent corporation, management services organization, or other organization created for administering contracts with Carriers or third-party administrators or current or future contracting on behalf of one or more Providers or Provider Organizations.

4. What is the proposed effective date of the proposed Material Change? September 30, 2024

## Material Change Narrative

14. Briefly describe the nature and objectives of the proposed Material Change, including any exchange of funds between the parties (such as any arrangement in which one party agrees to furnish the other party with a discount, rebate, or any other type of refund or remuneration in exchange for, or in any way related to, the provision of Health Care Services) and whether any changes in Health Care Services are anticipated in connection with the proposed Material Change:

Labcorp will acquire certain assets of BioReference Health, LLC ("BioReference") in accordance with a negotiated Asset Purchase Agreement. Labcorp will acquire BioReference's laboratory testing business across the United States, outside of New York and New Jersey, focused on clinical diagnostics and reproductive women's health. Both parties currently provide clinical laboratory testing services to providers and patients in Massachusetts, and both operate licensed patient service centers in Massachusetts for the collection of specimens for lab testing. The parties do not anticipate any changes to the availability of or access to the Health Care Services currently offered in Massachusetts.

BioReference operates two licensed Collection Stations in Massachusetts:

1. 630 Turnpike St, Ste 3, North Andover MA, 01845. Collection Station License No. 12.
2. 54 Hopedale Street, Hopedale, MA 01747. Collection Station License No. 22.

BioReference collects patient specimens at these patient service centers which are transported to BioReference's laboratory facility located in New Jersey for testing. The only service provided by BioReference in Massachusetts is phlebotomy (i.e., blood draws).

15. Briefly describe the anticipated impact of the proposed Material Change, including but not limited to any anticipated impact on reimbursement rates, care referral patterns, access to needed services, and/or quality of care:

By acquiring the BioReference assets, Labcorp will improve its ability to provide patients, physicians, and customers greater access to comprehensive, high-quality laboratory services, especially in key complementary clinical health areas such as women's health. The parties do not anticipate any impact on care referral patterns, access to services, or quality of care. LCAH expects that reimbursement rates will be less for services provided by LCAH following closing compared to the rates currently paid to BioReference.

## Development of the Material Change

16. Describe any other Material Changes you anticipate making in the next 12 months:

Labcorp does not current anticipate making any other Material Changes in the next 12 months.

17. Indicate the date and nature of any applications, forms, notices or other materials you have submitted regarding the proposed Material Change to any other state or federal agency:

1. Premerger notification and report form filed with the Federal Trade Commission pursuant to the Hart-Scott-Rodino Act on April 19, 2024.
2. Material Change Notice submitted to the California Office of Health Care Affordability on June 11, 2024.
3. Notice of Material Change Transaction submitted to the Indiana Attorney General on July 1, 2024.

## Supplemental Materials

18. Submit the following materials, if applicable, under separate cover to [HPC-Notice@mass.gov](mailto:HPC-Notice@mass.gov).

The Health Policy Commission shall keep confidential all nonpublic information, as requested by the parties, in accordance with M.G.L. c. 6D, § 13(c), as amended by 2013 Mass. Acts, c. 38, § 20 (July 12, 2013).

- a. Copies of all current agreement(s) (with accompanying appendices and exhibits) governing the proposed Material Change (e.g., definitive agreements, affiliation agreements);
- b. A current organizational chart of your organization; and
- c. Any analytic support for your responses to Questions 14 and 15 above.

[Remainder of this page intentionally left blank]

This signed and notarized Affidavit of Truthfulness and Proper Submission is required for a complete submission.

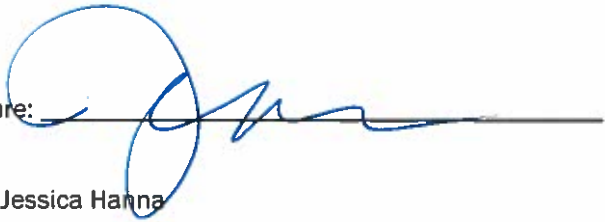
**Affidavit of Truthfulness and Proper Submission**

I, the undersigned, certify that:

- 1. I have read 958 CMR 7.00, Notices of Material Change and Cost and Market Impact Reviews.
- 2. I have read this Notice of Material Change and the information contained therein is accurate and true.
- 3. I have submitted the required copies of this Notice to the Health Policy Commission, the Office of the Attorney General, and the Center for Health Information and Analysis as required.

Signed on the 28<sup>th</sup> day of June, 2024, under the pains and penalties of perjury.

Signature: \_\_\_\_\_



Name: Jessica Hanna

Title: Counsel

FORM MUST BE NOTARIZED IN THE SPACE PROVIDED BELOW:



\_\_\_\_\_  
Notary Signature



Copies of this application have been submitted electronically as follows:

Office of the Attorney General (1)

Center for Health Information and Analysis (1)

LASATA L. BALL  
NOTARY PUBLIC DISTRICT OF COLUMBIA  
My Commission Expires January 14, 2026