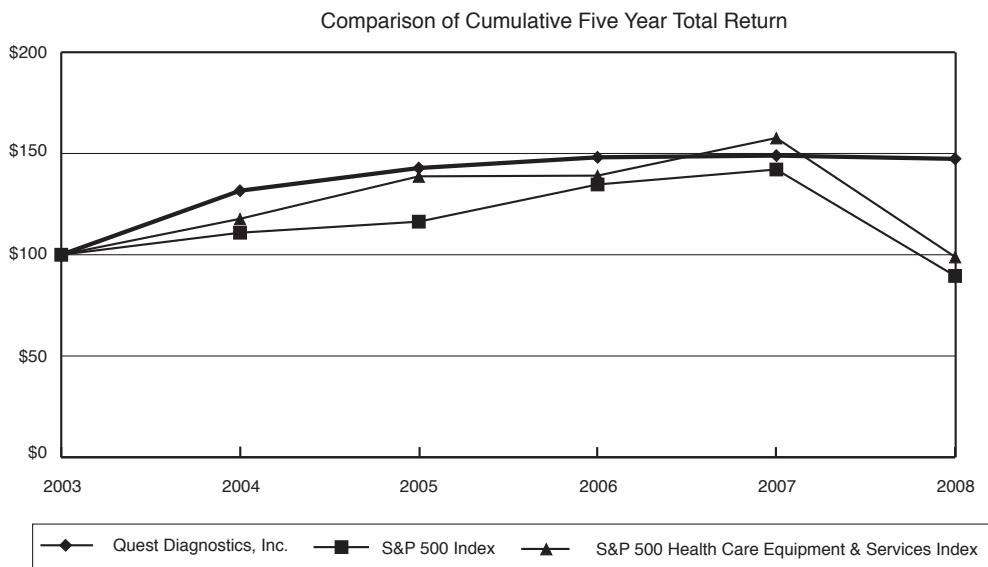


- (B) Includes: (1) shares delivered or attested to in satisfaction of the exercise price and/or tax withholding obligations by holders of employee stock options (granted under the Company’s Amended and Restated Employee Long-Term Incentive Plan and its Amended and Restated Director Long-Term Incentive Plan, collectively the “Stock Compensation Plans”) who exercised options; (2) restricted common shares withheld (under the terms of grants under the Stock Compensation Plans) to offset tax withholding obligations that occur upon vesting and release of the restricted common shares; and (3) shares withheld (under the terms of grants under the Stock Compensation Plans) to offset tax withholding obligations that occur upon the delivery of outstanding common shares underlying restricted stock units and performance share units.
- (C) In January 2009, our Board of Directors authorized the Company to repurchase an additional \$500 million of the Company’s common stock. The share repurchase authorization has no set expiration or termination date.

Performance Graph

Set forth below is a line graph comparing the cumulative total shareholder return on Quest Diagnostics’ common stock since December 31, 2003, based on the market price of the Company’s common stock and assuming reinvestment of dividends, with the cumulative total shareholder return of companies on the Standard & Poor’s 500 Stock Index and the S&P 500 Healthcare Equipment & Services Index.



Date	Closing DGX Price(1)	Total Shareholder Return			Performance Graph Values		
		DGX	S&P 500	S&P 500 H.C.	DGX	S&P 500	S&P 500 H.C.
12/31/2004.....	\$47.78	31.62%	10.88%	17.75%	\$131.62	\$110.88	\$117.75
12/31/2005.....	\$51.48	8.51%	4.91%	17.81%	\$142.82	\$116.33	\$138.72
12/31/2006.....	\$53.00	3.71%	15.79%	0.25%	\$148.11	\$134.70	\$139.07
12/31/2007.....	\$52.90	0.58%	5.49%	13.37%	\$148.96	\$142.70	\$157.66
12/31/2008.....	\$51.91	(1.08)%	(37.00)%	(37.27)%	\$147.35	\$ 89.53	\$ 98.90

(1) All values are adjusted to reflect the Company’s two-for-one stock split that occurred on June 20, 2005.

Item 6. Selected Financial Data

See page 40.