

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

hours per response: 0.5

1. Name and Address of Reporting Person* <u>DEMPSEY WILLIAM G</u> (Last) (First) (Middle) <u>100 ABBOTT PARK ROAD</u> (Street) <u>ABBOTT PARK IL 60064-6400</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ABBOTT LABORATORIES [ABT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/01/2006</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common shares without par value	02/02/2007		M		39,015	A	\$41.0317	214,813	D	
Common shares without par value	02/02/2007		M		53,171	A	\$41.1069	267,984	D	
Common shares without par value	02/02/2007		M		12,457	A	\$41.6426	280,441	D	
Common shares without par value	02/02/2007		F		88,697	D	\$52.87	191,744	D	
Common shares without par value	12/01/2006		G	V	2,553	D	\$0	189,191	D	
Common shares without par value								10,576 ⁽¹⁾	I	Profit Sharing Trust

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy) ⁽²⁾	\$41.0317	02/02/2007		M			39,015	02/20/2006	02/19/2014	common shares	39,015	\$0	19,507	D	
Option (right to buy) ⁽²⁾	\$41.1069	02/02/2007		M			53,171	03/17/2004	02/10/2010	common shares	53,171	\$0	0	D	
Option (right to buy) ⁽²⁾	\$41.6426	02/02/2007		M			12,457	08/18/2004	02/13/2013	common shares	12,457	\$0	18,715	D	
Option (right to buy) ⁽²⁾	\$52.87	02/02/2007		A		33,282		08/03/2007	02/19/2014	common shares	33,282	\$0	33,282	D	
Option (right to buy) ⁽²⁾	\$52.87	02/02/2007		A		44,824		08/03/2007	02/10/2010	common shares	44,824	\$0	44,824	D	
Option (right to buy) ⁽²⁾	\$52.87	02/02/2007		A		10,591		08/03/2007	02/13/2013	common shares	10,591	\$0	10,591	D	

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of 2/5/07.
2. Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program, including a replacement option feature, in a transaction exempt from Section 16(b) under Rule 16b-3.

Deborah K. Koenen, by power
of attorney for William G. Dempsey.

02/06/2007

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.