

This Amendment No. 1 (this “**Amendment**”) amends and supplements the Tender Offer Statement on Schedule TO filed with the Securities and Exchange Commission on March 23, 2010 (as amended or supplemented, the “**Schedule TO**”) by Amber Acquisition Inc., a Delaware corporation (the “**Purchaser**”) and a wholly-owned subsidiary of Abbott Laboratories, an Illinois corporation (“**Abbott**”), and Abbott. The Schedule TO relates to the offer by the Purchaser to purchase all of the outstanding shares of common stock, par value \$0.01 per share (the “**Facet Common Stock**”), including the associated rights to purchase shares of Series A Preferred Stock issued pursuant to the Rights Agreement, dated as of September 7, 2009, as amended by the amendments thereto dated as of December 15, 2009, December 16, 2009 and March 9, 2010, by and between Facet Biotech Corporation, a Delaware corporation (“**Facet**”), and Mellon Investor Services LLC (together with the Facet Common Stock, the “**Shares**”), of Facet, at a price of \$27.00 per Share, in cash, without interest and subject to any required withholding taxes, upon the terms and subject to the conditions set forth in the offer to purchase, dated March 23, 2010 (as it may be amended or supplemented, the “**Offer to Purchase**”), and the related letter of transmittal (as it may be amended or supplemented, the “**Letter of Transmittal**,” and together with the Offer to Purchase, the “**Offer**”), copies of which were filed with the Schedule TO as Exhibits (a)(1)(A) and (a)(1)(B), respectively. Capitalized terms used and not otherwise defined in this Amendment shall have the meanings assigned to such terms in the Offer to Purchase or in the Schedule TO.

Item 8. Interest in Securities of the Subject Company.

The fourth paragraph of Section 9 (Certain Information Concerning Abbott and the Purchaser) of the Offer to Purchase is amended and restated in its entirety as follows:

“None of Abbott, the Purchaser or, to the knowledge of Abbott and the Purchaser, any of the persons listed in Schedule I to this Offer to Purchase or any associate or majority owned subsidiary of Abbott, the Purchaser or, to the knowledge of Abbott and the Purchaser, any of the persons so listed, beneficially owns or has a right to acquire any Shares or any other equity securities of Facet. None of Abbott, the Purchaser or, to the knowledge of Abbott and the Purchaser, any of the persons listed in Schedule I to this Offer to Purchase or any associate or majority owned subsidiary of Abbott, the Purchaser or, to the knowledge of Abbott and the Purchaser, any of the persons so listed, has effected any transaction in the Shares or any other equity securities of Facet during the past 60 days. None of Abbott, the Purchaser or, to the knowledge of Abbott and the Purchaser, any of the persons listed in Schedule I to this Offer to Purchase, has any contract, arrangement, understanding or relationship with any other person with respect to any securities of Facet (including, but not limited to, any contract, arrangement, understanding or relationship concerning the transfer or the voting of any such securities, joint ventures, loan or option arrangements, puts or calls, guaranties of loans, guaranties against loss, or the giving or withholding of proxies, consents or authorizations). Except as described in this Offer to Purchase, since March 23, 2008, there have been no transactions that would require reporting under the rules and regulations of the SEC between Abbott, the Purchaser or any of their respective subsidiaries or, to the knowledge of Abbott and the Purchaser, any of the persons listed in Schedule I to this Offer to Purchase, on the one hand, and Facet or any of its executive officers, directors or affiliates, on the other hand. Except as described in this Offer to Purchase, since March 23, 2008, there have been no contacts, negotiations or transactions between Abbott, the Purchaser or any of their respective subsidiaries or, to the knowledge of Abbott and the Purchaser, any of the persons listed in Schedule I to this Offer to Purchase, on the one hand, and Facet or any of its subsidiaries or affiliates, on the other hand, concerning a merger, consolidation or acquisition, a tender offer or other acquisition of securities, an election of directors or a sale or other transfer of a material amount of assets.”

Item 11. Additional Information.

Item 11 of the Schedule TO is hereby amended and supplemented to include the following:

“At 11:59 p.m., New York City time, on April 7, 2009, the waiting period under the HSR Act applicable to the Offer and the Merger expired, without any action having been taken by the FTC or the Antitrust Division.”

Item 12. Exhibits.

Item 12 of the Schedule TO is hereby amended and restated in its entirety as follows:

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- (a)(1)(A)* Offer to Purchase, dated March 23, 2010.
- (a)(1)(B)* Form of Letter of Transmittal.
- (a)(1)(C)* Notice of Guaranteed Delivery.
- (a)(1)(D)* Form of Letter to Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees.
- (a)(1)(E)* Form of Letter to Clients for Use by Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees.
- (a)(5)(A)* Press release issued by Abbott and Facet on March 9, 2010, incorporated herein by reference to the Schedule TO-C filed by Abbott on March 10, 2010.
- (a)(5)(B)* Summary Advertisement as published in the Wall Street Journal on March 23, 2010.
- (a)(5)(C)* Press release issued by Abbott dated March 23, 2010.
- (a)(5)(D) Press release issued by Abbott dated April 8, 2010.
- (b) Not applicable.
- (d)(1)* Agreement and Plan of Merger, dated as of March 9, 2010, by and among Abbott, the Purchaser and Facet, incorporated by reference to Exhibit 2.1 to the Current Report on Form 8-K filed by Facet on March 10, 2010.
- (g) Not applicable.
- (h) Not applicable.

* Filed Previously

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 8, 2010

Amber Acquisition Inc.

By: /s/ Thomas C. Freyman
Thomas C. Freyman
President

Abbott Laboratories

By: /s/ Thomas C. Freyman
Thomas C. Freyman
Executive Vice President, Finance
and Chief Financial Officer

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EXHIBIT INDEX

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Abbott Acquisition of Facet Biotech Clears U.S. Antitrust Review

ABBOTT PARK, Ill., April 8, 2010 — Abbott today announced that the waiting period under the Hart-Scott-Rodino Antitrust Improvements Act of 1976 (HSR) applicable to Abbott's cash tender offer to purchase all of the outstanding shares of common stock of Facet Biotech Corporation expired last night at 11:59 p.m. Eastern time.

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The expiration of the HSR waiting period satisfies one of the conditions necessary for the consummation of the tender offer. The tender offer is scheduled to expire at midnight Eastern time on Monday, April 19, 2010 (the end of the day on Monday), unless the tender offer is extended. Consummation of the tender offer remains subject to other customary conditions, including the tender of a majority of the outstanding shares of Facet's common stock, determined on a fully diluted basis.

As previously announced, Abbott commenced the tender offer on March 23, 2010, for all of the outstanding shares of Facet common stock for \$27 per share in cash. The tender offer was made pursuant to an Offer to Purchase, dated March 23, 2010, and in connection with the Agreement and Plan of Merger, dated March 9, 2010, entered into by and among Abbott, Amber Acquisition Inc., a wholly owned subsidiary of Abbott, and Facet, which Abbott and Facet announced on March 9, 2010.

About Abbott

Abbott is a global, broad-based health care company devoted to the discovery, development, manufacture and marketing of pharmaceuticals and medical products, including nutritionals, devices and diagnostics. The company employs approximately 83,000 people and markets its products in more than 130 countries.

Abbott's news releases and other information are available on the company's Web site at www.abbott.com.



Additional Information

This press release is neither an offer to purchase nor a solicitation of an offer to sell securities. The tender offer is being made pursuant to a tender offer statement and related materials. Investors and Facet securities holders are strongly advised to read the tender offer statement (including an offer to purchase, letter of transmittal and related tender offer documents) and related solicitation/recommendation statement filed by Facet with the U.S. Securities and Exchange Commission (SEC), because they contain important information. These documents are available at no charge at the SEC's Web site at <http://www.sec.gov>.

The tender offer statement and related materials may be obtained for free by directing a request by mail to Georgeson Inc., 199 Water Street, 26th Floor, New York, NY 10038, or by calling toll-free (800) 259-3515.

— Private Securities Litigation Reform Act of 1995 —

A Caution Concerning Forward-Looking Statements

Some statements in this news release, including statement regarding the anticipated expiration of the tender offer, may be forward-looking statements for purposes of the Private Securities Litigation Reform Act of 1995. Abbott cautions that these forward-looking statements are subject to risks and uncertainties that may cause actual results to differ materially from those indicated in the forward-looking statements. Among other things, these factors include the risk that the acquisition will not be completed because the tender offer did not proceed as anticipated or closing conditions to the acquisition were not satisfied. Economic, competitive, governmental, technological and other factors that may affect Abbott's operations are discussed in Item 1A, "Risk Factors," to Abbott's Annual Report on Securities and Exchange Commission Form 10-K for the year ended Dec. 31, 2009, and are incorporated by reference. Abbott undertakes no obligation to release publicly any revisions to forward-looking statements as a result of subsequent events or developments.

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