

FORM 8-K

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

Date of report (Date of earliest event reported) December 7, 1999

Abbott Laboratories

(Exact Name of Registrant as Specified in Charter)

Illinois

(State or Other Jurisdiction of Incorporation)

1-2189

36-0698440

(Commission File Number)

(IRS Employer Identification No.)

100 Abbott Park Road, Abbott Park, Illinois 60064-6400

(Address of Principal Executive Offices) (Zip Code)

(847) 937-6100

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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Item 5. Other Events

On December 7, 1999, Abbott Laboratories and BankBoston, N.A., as Rights Agent, executed Amendment Number 1 to its Rights Agreement, by and between Abbott Laboratories and BankBoston, N.A., dated as of November 11, 1999.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

Exhibit No.	Exhibit
99.1	Amendment Number 1 to Rights Agreement, dated as of December 7, 1999, by and between Abbott Laboratories and BankBoston, N.A., as Rights Agent.

SIGNATURE

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

ABBOTT LABORATORIES

Date: December 17, 1999

By: /s/ Gary P. Coughlan

Name: Gary P. Coughlan
Title: Senior Vice President, Finance
and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.

Exhibit

99.1

Amendment Number 1 to Rights Agreement, dated as of
December 7, 1999, by and between Abbott Laboratories and
BankBoston, N.A., as Rights Agent.

Amendment Number 1 to Rights Agreement

Pursuant to Section 27 of the Rights Agreement (the "Rights Agreement"), dated as of November 11, 1999, by and between Abbott Laboratories, an Illinois corporation (the "Company") and BankBoston, N.A., a national banking association (the "Rights Agent"), the Company and the Rights Agent hereby agree that the Rights Agreement shall be amended as follows:

1. Section 3(b) shall be amended and restated to read in its entirety as follows:

"(b) With respect to certificates for Common Shares outstanding as of the Record Date, until the Distribution Date, the Rights will be evidenced by such certificates registered in the names of the holders thereof, together with the Summary of Shareholder Rights Plan attached hereto as Exhibit C (the "Summary of Shareholder Rights Plan") and registered holders of Common Shares shall also be the registered holders of the associated Rights. Until the Distribution Date (or the earlier of the Redemption Date or the Final Expiration Date), the transfer of any certificate for Common Shares outstanding on the Record Date, with or without a copy of the Summary of Shareholder Rights Plan, shall also constitute the transfer of the Rights associated with the Common Shares represented thereby."

2. Other than as set forth herein, all other provisions of the Rights Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment Number 1 to the Rights Agreement to be executed as of this 7th day of December, 1999.

ABBOTT LABORATORIES

By: /s/Jose M. de Lasa

Name: Jose M. de Lasa
Its: Senior Vice President, Secretary and
General Counsel

BANKBOSTON, N.A., as Rights Agent

By: /s/Ken Theva

Name: Ken Theva
Its: Director, Client Services