SEC Form 4

FORM 4

UNITED STATES SECURITIES ANI	DEXCHANGE COMMISSION
Washington D.C.	20540

Washington, D.C. 20549

Check this hav if no langer subject to
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
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1. Name and Address Schumacher L	s of Reporting Person aura J	*	2. Issuer Name and Ticker or Trading Symbol <u>ABBOTT LABORATORIES</u> [ABT]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner
(Last) 100 ABBOTT PA	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/16/2007	X	Officer (give title below) Senior Vice Pr	Other (specify below) esident
(Street) ABBOTT PARK (City)	IL (State)	60064-6400 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Rep Form filed by More that Person	orting Person

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)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common shares without par value	02/16/2007		A ⁽¹⁾		27,600	A	\$52.54	102,304	D	
Common shares without par value	02/16/2007		A ⁽²⁾		21,000	A	\$52.54	123,304	D	
Common shares without par value	02/17/2007		F		3,136	D	\$52.49	120,168	D	
Common shares without par value	02/18/2007		F		1,223	D	\$52.49	118,945	D	
Common shares without par value	02/20/2007		F		1,381	D	\$52.49	117,564	D	
Common shares without par value	02/20/2007		S		884	D	\$52.422	116,680	D	
Common shares without par value								4,934 ⁽³⁾	Ι	Profit Sharing Trust

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

	(0.3., pare, cane, cpare, construct coordinate)														
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. Transa Code (8)		Derivative		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)	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		(Instr. 4)		
Option (right to buy) ⁽⁴⁾	\$52.54	02/16/2007		Α		112,000		02/16/2008	02/15/2017	Common shares	112,000	\$ <u>0</u>	112,000	D	

Explanation of Responses:

1. These shares represent performance vested restricted stock awards under the Abbott Laboratories 1996 Incentive Stock Program. The awards have a 5-year term, with no more than 1/3 of the award vesting in any one year upon Abbott reaching a minimum return on equity target. The awards include the right to have stock withheld for tax purposes.

2. These shares represent a retention award of restricted stock under the Abbott Laboratories 1996 Incentive Stock Program. The awards generally vest on the third anniversary of their grant date and include the right to have stock withheld for tax purposes.

3. Balance in the Abbott Laboratories Stock Retirement Trust as of February 16, 2007.

4. Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program in a transaction exempt from Section 16(b) under Rule 16b-3. The option becomes exercisable in annual increments of 37,334 on 02/16/2008, 37,333 on 02/16/2009 and 37,333 on 02/16/2010.

Remarks:

The sale was made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on January 29, 2007.

John A. Berry, by power of attorney for Laura J. Schumacher ** Signature of Reporting Person

02/20/2007

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.

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