SEC Form 4

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

L		
l	hours per response:	0.5
	Estimated average burde	en
I	OMB Number:	3235-0287

1. Name and Address <u>Fussell Stepher</u>	1 0	1	2. Issuer Name and Ticker or Trading Symbol <u>ABBOTT LABORATORIES</u> [ABT]	(Check	tionship of Reporting Perso all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify
(Last) (Eirst) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/15/2007	X	below) Senior Vice Pres	below)
(Street) ABBOTT PARK	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 Repor Form filed by More than (Person	ting 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. Transa Code (8)				(A) or 3, 4 and 5)	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	02/15/2007		F		5,918	D	\$52.7	81,826	D	
Common shares without par value	02/16/2007		A		20,400 ⁽¹⁾	Α	\$52.54	102,226	D	
Common shares without par value	02/16/2007		A		17,000(2)	A	\$52.54	119,226	D	
Common shares without par value	02/17/2007		F		3,486	D	\$52.49	115,740	D	
Common shares without par value	02/18/2007		F		539	D	\$52.49	115,201	D	
Common shares without par value	02/20/2007		F		1,381	D	\$52.49	113,820	D	
Common shares without par value	02/20/2007		S		10,000	D	\$52.414	103,820	D	
Common shares without par value								1,230 ⁽³⁾	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. Transa Code (8)		of		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) ⁽⁴⁾	\$52.54	02/16/2007		А		83,000		02/16/2008	02/15/2017	Common shares	83,000	\$0	83,000	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 27,667 on 02/16/2008, 27,667 on 02/16/2009, and 27,666 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.

Deborah K. Koenen, by power of attorney for Stephen R. Fussell Date

02/20/2007

** Signature of Reporting Person

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.