SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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	*	2. Issuer Name and Ticker or Trading Symbol ABBOTT LABORATORIES [ABT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
NEMMERS JOSEPH M				Director	10% Owner			
			x	Officer (give title	Other (specify			
(Last) (First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)			
		12/30/2003		Senior Vice President				
100 ABBOTT PARK ROAD								
		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	ridual or Joint/Group Filin	g (Check Applicable			
(Street)			Line)		5 (* * * PP * * *			
ABBOTT PARK IL	60064-6400		X	Form filed by One Rep	orting Person			
				Form filed by More tha	n One Reporting			
(City) (State)	(Zip)			Person				
(Sidle)	(<u></u>							

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount (A) o (D)		Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common shares without par value	12/30/2003		М		4,070	A	\$37	53,971	D	
Common shares without par value	12/30/2003		F		3,539	D	\$47.15	50,432	D	
Common shares without par value	12/30/2003		G	v	861	D	\$ <mark>0</mark>	49,571	D	
Common shares without par value								10,332 ⁽¹⁾	I	Profit Sharing Trust
Common shares without par value								330 ⁽²⁾⁽³⁾	Ι	By self for son
Common shares without par value								330 ⁽²⁾⁽³⁾	Ι	By self for son
Common shares without par value								277 ⁽²⁾⁽³⁾	Ι	By self for son
Common shares without par value								271 ⁽²⁾⁽³⁾	Ι	By self for son

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)					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)	\$37	12/30/2003		М			4,070	02/13/2000	02/12/2008	common shares	4,070	\$0	2,930	D	
Option (right to buy) ⁽⁴⁾	\$47.15	12/30/2003		A		3,539		07/01/2004	02/12/2008	common shares	3,539	\$0	3,539	D	

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of December 29, 2003.

2. Reporting person disclaims beneficial ownership of all securities held by his sons.

3. Includes shares acquired under the Abbott Laboratories Dividend Reinvestment and Stock Purchase Plan in transactions exempt from Section 16 under Rule 16a-11.

4. Employee stock options 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.

John A. Berry, Attorney-in-Fact for Joseph M. Nemmers 12/31/2003

Date

** Signature of Reporting Person

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

 \ast 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.