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

1. Name and Address of Reporting Person* NEMMERS JOSEPH M (Last)　(First)　(Middle) 100 ABBOTT PARK ROAD (Street) ABBOTT PARK IL 60064-6400 (City)　(State)　(Zip)	2. Issuer Name **and** Ticker or Trading Symbol ABBOTT LABORATORIES [ABT] 3. Date of Earliest Transaction (Month/Day/Year) 12/16/2004 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director　　10% Owner X Officer (give title below)　Other (specify below) Senior Vice President 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common shares without par value	12/16/2004		G	V	1,609	D	$0	61,958	D	
Common shares without par value	01/21/2005		S		8,728	D	$45.8476	53,230	D	
Common shares without par value								10,583[1]	I	Profit Sharing Trust
Common shares without par value								338[2][3]	I	By self for son
Common shares without par value								338[2][3]	I	By self for son
Common shares without par value								278[2][3]	I	By self for son
Common shares without par value								284[2][3]	I	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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				

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of January 21, 2005.

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

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

Remarks:

This sale was made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on December 17, 2004.

John A. Berry, Attorney-in-Fact for Joseph M. Nemmers	01/25/2005
** Signature of Reporting Person	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.

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.