SEC Form 4

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 OMB Number: 3235-0287 Estimated average burden 0.5 hours per response:

			2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 0 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 0 X Form filed by One Reporting Person				
1. Name and Address <u>FREYMAN T</u>	1 0	*			all applicable)		
(Last) 100 ABBOTT PA	(First) RK ROAD	(Middle)		A below) below)	below)		
(Street) ABBOTT PARK (City)	IL (State)	60064-6400	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)		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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common shares without par value	03/27/2007		М		41,621	Α	\$45.4488	309,326	D	
Common shares without par value	03/27/2007		F		36,250	D	\$57.24	273,076	D	
Common shares without par value								19,351	Ι	Profit sharing trust ⁽¹⁾
Common shares without par value								845	Ι	By daughter ⁽²⁾
Common shares without par value								845	Ι	By self for son ⁽²⁾
Common shares without par value								845	Ι	By self for son ⁽²⁾

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

	(3, p,,,,														
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)		5. Numb Derivati Securiti Acquire Dispose (D) (Inst and 5)	ve es d (A) or ed 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	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		Transaction(s) (Instr. 4)		
Option (right to buy) ⁽³⁾	\$45.4488	03/27/2007		М			41,621	02/09/2003 ⁽⁴⁾	02/08/2011	common shares	41,621	\$0	64,784	D	
Option (right to buy) ⁽³⁾	\$57.24	03/27/2007		A		36,250		09/28/2007	02/08/2011	common shares	36,250	\$0	36,250	D	

Explanation of Responses:

1. Balance in the Abbott Laboratories Stock Retirement Trust as of March 28, 2007.

2. The reporting person disclaims beneficial ownership of all securities held by his daughter and sons.

3. Employee stock option 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.

4. 39.421 shares became exercisable on 2/09/03 and 2,200 shares became exercisable on 2/09/04.

Remarks:

This transaction is being 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 03/29/2007 of attorney for Thomas C. <u>Freyman</u> Date

** 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.

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