## 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

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	of Reporting Person	*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>ABBOTT LABORATORIES</u> [ ABT ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
GONZALEZ	RICHARD A			X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	Officer (give title below)	Other (specify below)			
100 ABBOTT PA	RK ROAD	. ,	02/15/2007		President and COO				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (C	heck Applicable			
ABBOTT PARK	IL	60064-6400		X	Form filed by One Reporting Person				
(City)	(State)	(Zip)			Form filed by More than O Person	ne Reporting			

### 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
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common shares without par value	02/15/2007		F		57,203	D	\$52.7	323,156	D	
Common shares without par value	02/16/2007		A <sup>(1)</sup>		125,000	Α	\$52.54	448,156	D	
Common shares without par value	02/17/2007		F		13,151	D	\$52.49	435,005	D	
Common shares without par value	02/18/2007		F		6,101	D	\$52.49	428,904	D	
Common shares without par value	02/20/2007		F		15,780	D	\$52.49	413,124	D	
Common shares without par value								17,931	I	Profit sharing trust <sup>(2)</sup>
Common shares without par value								7,600	Ι	By wife <sup>(3)</sup>

### 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)		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	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) <sup>(4)</sup>	\$52.54	02/16/2007		A		302,000		02/16/2008	02/15/2017	common shares	302,000	\$0	302,000	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. Balance in the Abbott Laboratories Stock Retirement Trust as of February 19, 2007.

3. The reporting person disclaims beneficial ownership of all securities held by his wife.

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 100,667 on 2/16/08, 100,667 on 2/16/09 and 100,666 on 2/16/10.

Deborah K. Koenen by power

of attorney for Richard A.

02/20/2007

**Gonzalez** \*\* 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.