

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

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| | | |
|--|--|---|
| 1. Name and Address of Reporting Person* <u>DEMPSEY WILLIAM G</u> (Last) (First) (Middle) <u>100 ABBOTT PARK ROAD</u> (Street) <u>ABBOTT PARK IL 60064-6400</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>ABBOTT LABORATORIES [ABT]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/15/2007</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person |
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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 | 02/15/2007 | | F | | 9,863 | D | \$52.7 | 179,328 | D | |
| Common shares without par value | 02/16/2007 | | A ⁽¹⁾ | | 27,600 | A | \$52.54 | 206,928 | D | |
| Common shares without par value | 02/16/2007 | | A ⁽²⁾ | | 21,000 | A | \$52.54 | 227,928 | D | |
| Common shares without par value | 02/17/2007 | | F | | 3,486 | D | \$52.49 | 224,442 | D | |
| Common shares without par value | 02/18/2007 | | F | | 1,222 | D | \$52.49 | 223,220 | D | |
| Common shares without par value | 02/20/2007 | | F | | 3,156 | D | \$52.49 | 220,064 | D | |
| Common shares without par value | | | | | | | | 10,636 | I | Profit sharing trust ⁽³⁾ |

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 | | | | |
| Option (right to buy) ⁽⁴⁾ | \$52.54 | 02/16/2007 | | A | | 112,000 | | 02/16/2008 | 02/15/2017 | common shares | 112,000 | \$0 | 112,000 | 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 19, 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 37,334 on 2/16/08, 37,333 on 2/16/09 and 37,333 on 2/16/10.

Deborah K. Koenen by power
of attorney for William G. Dempsey
02/20/2007

** 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.