

ABBOTT LABORATORIES
Form 4
March 21, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
LIEPMANN HOLGER A

(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)

03/20/2008

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)

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	(D)	Price
Common shares without par value	03/20/2008		M		822	A	\$ 33.2314
Common shares without par value	03/20/2008		M		26,601	A	\$ 38.6258
Common shares without par value	03/20/2008		M		16,672	A	\$ 41.0317

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Common shares without par value	03/20/2008	M	17,395	A	\$ 42.9	221,847	D	
Common shares without par value	03/20/2008	M	17,954	A	\$ 42.94	239,801	D	
Common shares without par value	03/20/2008	F	67,591	D	\$ 54.39	172,210	D	
Common shares without par value						13,915 ⁽¹⁾	I	Profit sharing trust
Common shares without par value						295 ⁽²⁾	I	By wife for daughter
Common shares without par value						296 ⁽²⁾	I	By wife for daughter

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

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(9-02)

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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽³⁾	\$ 33.2314	03/20/2008		M		02/14/2006	02/13/2013	Common shares	82
	\$ 54.39	03/20/2008		A		09/21/2008	02/13/2013		31,4

Option (right to buy) <u>(3)</u>								Common shares	
Option (right to buy) <u>(3)</u>	\$ 38.6258	03/20/2008	M	26,601	03/31/2007	03/30/2014	Common shares	26,601	
Option (right to buy) <u>(3)</u>	\$ 54.39	03/20/2008	A	21,933	09/21/2008	03/30/2014	Common shares	21,933	
Option (right to buy) <u>(3)</u>	\$ 41.0317	03/20/2008	M	16,672	02/20/2007	02/19/2014	Common shares	16,672	
Option (right to buy) <u>(3)</u>	\$ 54.39	03/20/2008	A	14,193	09/21/2008	02/19/2014	Common shares	14,193	
Option (right to buy) <u>(3)</u>	\$ 42.9	03/20/2008	M	17,395	01/01/2007	02/13/2013	Common shares	17,395	
Option (right to buy) <u>(3)</u>	\$ 42.94	03/20/2008	M	17,954	08/01/2006	02/13/2013	Common shares	17,954	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LIEPMANN HOLGER A 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Executive Vice President	

Signatures

John A. Berry, Attorney-in-Fact for Holger A. Lipmann	03/21/2008
**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (1) Balance in the Abbott Laboratories Stock Retirement Trust as of March 19, 2008.
- (2) Reporting person disclaims beneficial ownership of shares held by his daughters.
- (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 under Rule 16b-3.

Remarks:

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These transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on

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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