#### **ABBOTT LABORATORIES**

Form 4 July 23, 2008

## FORM 4

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

OMB Number:

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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**OMB APPROVAL** 

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Form 5 obligations may continue. *See* Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WHITE MILES D Issuer Symbol ABBOTT LABORATORIES [ABT] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify 100 ABBOTT PARK ROAD 07/21/2008 below) Chairman and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ABBOTT PARK, IL 60064-6400 Person

(City)	(State)	(Zip) Tab	able 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. Transactio Code (Instr. 8)	4. Securitie orDisposed o (Instr. 3, 4	f (D)	uired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common shares without par value	07/21/2008		Code V  M	Amount 10,128	(D)	Price \$ 42.4978	(Instr. 3 and 4) 1,137,848	D			
Common shares without par value	07/21/2008		M	224,097	A	\$ 44.6	1,361,945	D			
Common shares without par value	07/21/2008		M	558,628	A	\$ 45.4488	1,920,573	D			

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Common shares without par value	07/21/2008	F	689,212	D	\$ 57.58	1,231,361	D	
Common shares without par value						18,251 <u>(1)</u>	I	Profit Sharing Trust
Common shares without par value						5,168 (2)	I	By son
Common shares without par value						5,168 <u>(2)</u>	I	By son

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

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 control number.

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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. 5. Number of TransactionDerivative Securities Code Acquired (A) or (Instr. 8) Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ame Underlying Sect (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ai Ni Sh
Option (right to buy) (3)	\$ 42.4978	07/21/2008		M		10,128	02/12/2002	02/11/2009	Common shares	1
Option (right to buy) (3)	\$ 44.6	07/21/2008		M		224,097	09/25/2005	02/10/2010	Common shares	2
Option (right to buy) (3)	\$ 45.4488	07/21/2008		M		558,628	02/09/2004	02/08/2011	Common shares	5
Option (right to buy) (3)	\$ 57.58	07/21/2008		A	8,522		01/22/2009	02/11/2009	Common shares	
	\$ 57.58	07/21/2008		A	193,509		01/22/2009	02/10/2010		1

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Option (right to buy) (3)							Common shares	
Option (right to buy) (3)	\$ 57.58	07/21/2008	A	487,181	01/22/2009	02/08/2011	Common shares	4

## **Reporting Owners**

Reporting Owner Name / Address				
<b>FB</b>	Director	10% Owner	Officer	Other
WHITE MILES D 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400	X		Chairman and CEO	

## **Signatures**

John A. Berry, by power of attorney for Miles D. White 07/23/2008

\*\*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 July 18, 2008.
- (2) The reporting person disclaims beneficial ownership of all securities held by his 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 under Rule 16b-3.

#### **Remarks:**

This transaction is being made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted of 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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