ABBOTT LABORATORIES

Form 4

February 12, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

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

See Instruction 1(b).

obligations

may continue.

(Print or Type Responses)

1. Name and A Landgraf Jo	Address of Reporting ohn C	Sy	ymbol	Name and T LABO				5. Relationship of Issuer	Reporting Pers	`,
(Last)	(First) (M	(N	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2008				Director 10% Owner X Officer (give title Other (specifield) below)			
	(Street)			ndment, Da	_			Senio 6. Individual or Jo Applicable Line)	_	g(Check
ABBOTT P	PARK, IL 60064-6	5400						_X_ Form filed by O Form filed by M Person	One Reporting Pe Iore than One Re	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securiti	es Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/	ate, if	3. Transactio Code (Instr. 8)	4. Securiti n(A) or Dis (Instr. 3, 4)	sposed o	of (D)	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)
Common							φ			

Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5) (Instr. 8)				` ′	Securities Beneficially Owned Following	Ownership Form: Direct (D) or Indirect (I)	Indirect Benefic Owners (Instr. 4
			Code V	7	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common shares without par value	02/08/2008		M		1,879	A	\$ 53.19	106,086	D	
Common shares without par value	02/08/2008		S		800	D	\$ 56.91	105,286	D	
Common shares without par value	02/08/2008		S		1,079	D	\$ 56.74	104,207	D	

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Common shares without par value	02/08/2008	S	13,500	D	\$ 56.9	90,707	D	
Common shares without par value	02/08/2008	S	3,300	D	\$ 56.89	87,407	D	
Common shares without par value	02/08/2008	S	3,200	D	\$ 56.88	84,207	D	
Common shares without par value	02/11/2008	M	8,421	A	\$ 56.3	92,628	D	
Common shares without par value	02/11/2008	S	8,421	D	\$ 56.33	84,207	D	
Common shares without par value						15,494 <u>(1)</u>	I	Profit Sharing Trust
Common shares without par value						25,000 (2)	I	Anne Marie Landgraf Living Trust
Common shares without par value						1,296 (3) (4)	I	By self for 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.

SEC 1474 (9-02)

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

1. Title of 2. Derivative Conversion	3. Transaction Date (Month/Day/Year)				6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying]
Security or Exercise (Instr. 3) Price of		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired	(Month/Day/Year)	Securities (Instr. 3 and 4)	;

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	Derivative Security			(D)	oosed of er. 3, 4,				
			Code V	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) (5)	\$ 53.19	02/08/2008	M		1,879	08/01/2007	02/12/2008	common shares	1,879
Option (right to buy) (5)	\$ 56.3	02/11/2008	M		8,421	02/10/2008	02/12/2008	common shares	8,421

Reporting Owners

Reporting Owner Name / Address	Relationships								
Fg	Director	10% Owner	Officer	Other					
Landgraf John C			Senior						
100 ABBOTT PARK ROAD			Vice						
ABBOTT PARK, IL 60064-6400			President						

Signatures

Deborah K. Koenen, by power of attorney for John C.
Landgraf

02/12/2008

**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 February 8, 2008.
- (2) Held in the Anne Marie Landgraf Living Trust. The reporting person and his spouse are co-trustees of the trust. The trust is revocable by his spouse.
- (3) Includes shares acquired under the Abbott Laboratories Dividend Reinvestment and Stock Purchase Plan in transactions exempt from Section 16 under Rule 16(a)-11.
- (4) Reporting person disclaims beneficial ownership of all securities held by his son.
- (5) Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program, in a transaction exempt from Section 16 under Rule 16b-3.

Remarks:

These transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted or Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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