

ABBOTT LABORATORIES
Form 4
August 09, 2007

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 *
Landgraf John C

(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)

08/07/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Senior Vice President

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

X 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common shares without par value	08/07/2007		M		8,185	A	\$ 41.0317
Common shares without par value	08/07/2007		M		5,621	A	\$ 42.42
Common shares without par value	08/07/2007		F		11,992	D	\$ 53.12

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Common shares without par value	08/08/2007	M	13,607	A	\$ 42.4978	111,973	D	
Common shares without par value	08/08/2007	M	15,409	A	\$ 42.83	127,382	D	
Common shares without par value	08/08/2007	F	25,255	D	\$ 54.3	102,127	D	
Common shares without par value						15,308 ⁽¹⁾	I	Profit Sharing Trust
Common shares without par value						25,000 ⁽²⁾	I	Anne Marie Landgraf Living Trust
Common shares without par value						885 ⁽³⁾ ⁽⁴⁾	I	By self for son

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)	8. Amount or Number of Shares
Option (right to buy) ⁽⁵⁾	\$ 41.0317	08/07/2007		M	8,185	02/20/2007 02/19/2014	Common shares	8,185

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Option (right to buy) ⁽⁶⁾	\$ 42.42	08/07/2007	M	5,621	08/08/2006	02/13/2013	Common shares	5,6
Option (right to buy) ⁽⁵⁾	\$ 53.12	08/07/2007	A	7,057	02/08/2008	02/19/2014	Common shares	7,0
Option (right to buy) ⁽⁶⁾	\$ 53.12	08/07/2007	A	4,935	02/08/2008	02/13/2013	Common shares	4,9
Option (right to buy) ⁽⁵⁾	\$ 42.4978	08/08/2007	M	13,607	02/12/2002	02/11/2009	Common shares	13,6
Option (right to buy) ⁽⁶⁾	\$ 42.83	08/08/2007	M	15,409	08/15/2006	02/13/2013	Common shares	15,4
Option (right to buy) ⁽⁵⁾	\$ 54.3	08/08/2007	A	11,816	02/09/2008	02/11/2009	Common shares	11,8
Option (right to buy) ⁽⁶⁾	\$ 54.3	08/08/2007	A	13,439	02/09/2008	02/13/2013	Common shares	13,4

Reporting Owners

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

Signatures

Deborah K. Koenen, Attorney-in-Fact for John C.
Landgraf

08/09/2007

**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 August 7, 2007
- (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 Re-investment and Stock Purchase Plan in transactions exempt from Section 16 under Rule 16a-(11)
- (4) Reporting person disclaims beneficial ownership of all securities held by his son.

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- (5) Employee stock option including a replacement option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program in a transaction exempt from Section 16(b) under Rule 16b-3.
- (6) 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.

Remarks:

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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