

Fussell Stephen R
Form 4
February 21, 2018

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 *
Fussell Stephen R

(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)

02/16/2018

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	(A) or (D)	Price
Common shares without par value	02/16/2018		A		44,909 (1)	A	\$ 0 184,884
Common shares without par value	02/20/2018		M		104,642	A	\$ 38.4 289,526
Common shares without par value	02/20/2018		S		1,100	D	\$ 59.47 288,426

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Common shares without par value	02/20/2018	S	300	D	\$ 59.48	288,126	D
Common shares without par value	02/20/2018	S	1,419	D	\$ 59.49	286,707	D
Common shares without par value	02/20/2018	S	441	D	\$ 59.495	286,266	D
Common shares without par value	02/20/2018	S	1,200	D	\$ 59.5	285,066	D
Common shares without par value	02/20/2018	S	1,172	D	\$ 59.51	283,894	D
Common shares without par value	02/20/2018	S	200	D	\$ 59.515	283,694	D
Common shares without par value	02/20/2018	S	728	D	\$ 59.52	282,966	D
Common shares without par value	02/20/2018	S	989	D	\$ 59.53	281,977	D
Common shares without par value	02/20/2018	S	226	D	\$ 59.54	281,751	D
Common shares without par value	02/20/2018	S	574	D	\$ 59.545	281,177	D
Common shares without par value	02/20/2018	S	180	D	\$ 59.56	280,997	D
	02/20/2018	S	500	D	\$ 59.58	280,497	D

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Common shares without par value							
Common shares without par value	02/20/2018	S	500	D	\$ 59.585	279,997	D
Common shares without par value	02/20/2018	S	500	D	\$ 59.59	279,497	D
Common shares without par value	02/20/2018	S	100	D	\$ 59.595	279,397	D
Common shares without par value	02/20/2018	S	22,500	D	\$ 59.6	256,897	D
Common shares without par value	02/20/2018	S	1,600	D	\$ 59.63	255,297	D
Common shares without par value	02/20/2018	S	500	D	\$ 59.635	254,797	D
Common shares without par value	02/20/2018	S	1,700	D	\$ 59.64	253,097	D
Common shares without par value	02/20/2018	S	600	D	\$ 59.645	252,497	D
Common shares without par value	02/20/2018	S	4,794	D	\$ 59.65	247,703	D
Common shares without par value	02/20/2018	S	3,200	D	\$ 59.655	244,503	D
	02/20/2018	S	10	D		244,493	D

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Common shares without par value					\$	59.6575	
Common shares without par value	02/20/2018	S	8,206	D	\$ 59.66	236,287	D
Common shares without par value	02/20/2018	S	2,985	D	\$ 59.665	233,302	D
Common shares without par value	02/20/2018	S	77	D	\$ 59.668	233,225	D
Common shares without par value	02/20/2018	S	100	D	\$ 59.669	233,125	D

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

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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. 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)
					V	(A) (D)	Date Exercisable	Expiration Date	
Option (right to buy) ⁽²⁾	\$ 59.94	02/16/2018		A		246,963	02/16/2019	02/15/2028	Common shares
Option (right to buy) ⁽³⁾	\$ 38.4	02/20/2018		M		104,642	02/19/2018	02/18/2026	Common shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fussell Stephen R 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Executive Vice President	

Signatures

John A. Berry, by power of attorney for Stephen R. Fussell 02/21/2018

__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).

These shares represent performance vested restricted stock awards under the Abbott Laboratories 2017 Incentive Stock Program. The awards have a 3-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.
- (1) Employee stock option granted pursuant to the Abbott Laboratories 2017 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option becomes exercisable in annual increments of 82,321 on 02/16/2019, 82,321 on 02/16/2020, and 82,321 on 02/16/2021.
- (2) Employee stock option granted pursuant to the Abbott Laboratories 2009 Incentive Stock Program, in a transaction exempt from Section 16 under Rule 16b-3.
- (3)

Remarks:

The option exercise and sale transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c). F

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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