

ABBOTT LABORATORIES

Form 4

September 05, 2012

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)

08/31/2012

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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common shares without par value	08/31/2012		M		\$ 46.34	154,945	D
Common shares without par value	08/31/2012		M		\$ 44.16	177,945	D
Common shares without par value	08/31/2012		M		\$ 53.19	191,215	D

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Common shares without par value	08/31/2012	M	4,935	A	\$ 53.12	196,150	D	
Common shares without par value	08/31/2012	M	13,439	A	\$ 54.3	209,589	D	
Common shares without par value	08/31/2012	M	12,835	A	\$ 58.71	222,424	D	
Common shares without par value	08/31/2012	M	1,823	A	\$ 55.57	224,247	D	
Common shares without par value	08/31/2012	M	7,156	A	\$ 51.21	231,403	D	
Common shares without par value	08/31/2012	F	6,247	D	\$ 65.4	225,156	D	
Common shares without par value	08/31/2012	S	130,944	D	\$ 65.5	94,212	D	
Common shares without par value						18,040 ⁽¹⁾	I	Profit Sharing Trust

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 Underlying Securities (Instr. 3 and 4)
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			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽²⁾	\$ 46.34	08/31/2012	M			63,800	02/18/2008	02/17/2015	Common shares	63,800
Option (right to buy) ⁽²⁾	\$ 44.16	08/31/2012	M			23,000	02/17/2009	02/16/2016	Common shares	23,000
Option (right to buy) ⁽³⁾	\$ 53.19	08/31/2012	M			13,270	08/01/2007	02/13/2013	Common shares	13,270
Option (right to buy) ⁽³⁾	\$ 53.12	08/31/2012	M			4,935	02/08/2008	02/13/2013	Common shares	4,935
Option (right to buy) ⁽³⁾	\$ 54.3	08/31/2012	M			13,439	02/09/2008	02/13/2013	Common shares	13,439
Option (right to buy) ⁽³⁾	\$ 58.71	08/31/2012	M			12,835	02/07/2009	02/13/2013	Common shares	12,835
Option (right to buy) ⁽³⁾	\$ 55.57	08/31/2012	M			1,823	08/04/2009	02/13/2013	Common shares	1,823
Option (right to buy) ⁽³⁾	\$ 51.21	08/31/2012	M			7,156	02/04/2008	08/02/2014	Common shares	7,156
Option (right to buy) ⁽³⁾	\$ 65.4	08/31/2012	A		6,247		03/01/2013	08/02/2014	Common shares	6,247

Reporting Owners

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

Signatures

John A. Berry, by power of attorney for John C.
Landgraf

09/05/2012

 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 31, 2012.
- (2) Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3.
- (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:

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

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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