

ABBOTT LABORATORIES

Form 4

January 30, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITE MILES D

(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)

12/17/2008

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)

Chairman and CEO

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)
Common shares without par value	12/17/2008		G	V 883	D \$ 0 1,255,298	D	
Common shares without par value	12/18/2008		G	V 19,297	D \$ 0 1,236,001	D	
Common shares without par value	01/28/2009		M	269,100	A \$ 53.6 1,505,101	D	

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Common shares without par value	01/28/2009	S	134,800	D	\$ 55	1,370,301	D
Common shares without par value	01/28/2009	S	21,300	D	\$ 55.01	1,349,001	D
Common shares without par value	01/28/2009	S	5,400	D	\$ 55.02	1,343,601	D
Common shares without par value	01/28/2009	S	2,800	D	\$ 55.03	1,340,801	D
Common shares without par value	01/28/2009	S	900	D	\$ 55.04	1,339,901	D
Common shares without par value	01/28/2009	S	97,900	D	\$ 55.05	1,242,001	D
Common shares without par value	01/28/2009	S	1,300	D	\$ 55.06	1,240,701	D
Common shares without par value	01/28/2009	S	500	D	\$ 55.07	1,240,201	D
Common shares without par value	01/28/2009	S	2,500	D	\$ 55.08	1,237,701	D
Common shares without par value	01/28/2009	S	200	D	\$ 55.09	1,237,501	D
Common shares without par value	01/28/2009	S	1,500	D	\$ 55.1	1,236,001	D
	01/29/2009	M	47,560	A	\$ 53.6	1,283,561	D

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Common shares without par value									
Common shares without par value	01/29/2009	S	27,500	D	\$ 55	1,256,061	D		
Common shares without par value	01/29/2009	S	1,160	D	\$ 55.06	1,254,901	D		
Common shares without par value	01/29/2009	S	8,500	D	\$ 55.07	1,246,401	D		
Common shares without par value	01/29/2009	S	7,200	D	\$ 55.08	1,239,201	D		
Common shares without par value	01/29/2009	S	3,200	D	\$ 55.09	1,236,001	D		
Common shares without par value						18,909 ⁽¹⁾	I		Profit Sharing Trust
Common shares without par value	12/17/2008	G V	690	A	\$ 0	690	I		By wife ⁽²⁾
Common shares without par value	12/18/2008	G V	690	D	\$ 0	0	I		By wife ⁽²⁾
Common shares without par value	12/18/2008	G V	327	A	\$ 0	5,495	I		By son ⁽²⁾
Common shares without par value	12/18/2008	G V	327	A	\$ 0	5,495	I		By son ⁽²⁾

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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 Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽³⁾	\$ 53.6	01/28/2009		M	269,100	03/20/2008	02/11/2009	Common Shares	269,100
Option (right to buy) ⁽³⁾	\$ 53.6	01/29/2009		M	47,560	03/20/2008	02/11/2009	Common Shares	47,560

Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

01/30/2009

 **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 January 29, 2009.

(2) The reporting person disclaims beneficial ownership of all securities held by his wife and son.

(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.

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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