

ABBOTT LABORATORIES
Form 4
January 30, 2009

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 *
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 Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common shares without par value	12/17/2008		G	V	883	D	\$ 0
Common shares without par value	12/18/2008		G	V	19,297	D	\$ 0
Common shares without par value	01/28/2009		M		269,100	A	\$ 53.6
					1,255,298	D	
					1,236,001	D	
					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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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 of 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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