

ABBOTT LABORATORIES
Form 4
July 31, 2006

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)

07/27/2006

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)
			Code	V	Amount	(A) or (D)	Price
Common shares without par value	07/27/2006		M		3,643	A	\$ 27.4328
Common shares without par value	07/27/2006		M		51,553	A	\$ 32.6111
Common shares without par value	07/27/2006		M		333,181	A	\$ 33.2314

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Common shares without par value	07/27/2006	F	317,478	D	\$ 47.1	833,199	D	
Common shares without par value						16,225 ⁽¹⁾	I	Profit Sharing Trust
Common shares without par value						4,249	I	By wife for son ⁽²⁾
Common shares without par value						4,249	I	By wife for son ⁽²⁾

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)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Option (right to buy) ⁽³⁾	\$ 27.4328	07/27/2006		M		3,643	02/14/2000 02/13/2007	common shares
Option (right to buy) ⁽³⁾	\$ 32.6111	07/27/2006		M		51,553	02/11/2003 02/10/2010	common shares
Option (right to buy) ⁽³⁾	\$ 33.2314	07/27/2006		M		333,181	02/14/2005 02/13/2013	common shares
Option (right to buy) ⁽³⁾	\$ 47.1	07/27/2006		A		2,121	01/28/2007 02/13/2007	common shares
	\$ 47.1	07/27/2006		A		2,122	01/28/2007 02/10/2010	

Option (right to buy) ⁽³⁾								common shares	
Option (right to buy) ⁽³⁾	\$ 47.1	07/27/2006	A	39,457	01/28/2007	02/10/2010		common shares	3
Option (right to buy) ⁽³⁾	\$ 47.1	07/27/2006	A	273,778	01/28/2007	02/13/2013		common shares	27

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

07/31/2006

**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 July 28, 2006.
- (2) The reporting person disclaims beneficial ownership of all securities held by his sons.
- (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(b) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.