#### **ABBOTT LABORATORIES**

Form 4 March 22, 2012

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3

Number: 3235-0287

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**OMB APPROVAL** 

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2. Issuer Name and Ticker or Trading

Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

FREYMAN THOMAS C

1. Name and Address of Reporting Person \*

				ABBOTT LABORATORIES [ABT]			(Check all applicable)				
(Last) (First) (Middle)  100 ABBOTT PARK ROAD				3. Date of Earliest Transaction (Month/Day/Year) 03/20/2012					Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
ABBOTT PARK, IL 60064-6400									Person		
	(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Secı	ırities Ac	quired, Disposed	d of, or Benef	icially Owned
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	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	03/20/2012			M	26,572	A	\$ 52.55	424,749	D	
	Common shares without par value	03/20/2012			M	25,701	A	\$ 54.67	450,450	D	
	Common shares without par value	03/20/2012			F	24,590	D	\$ 60.22	425,860	D	

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Common shares without par value	03/20/201	12	F 2	24,314	D	\$ 60.22	401,546	D		
Common shares without par value							1,028 (1)	I	Profit Sharing Trust	
Common shares without par value							15,000 (2)	I	Annette Newton-Freyman 1994 Trust	
Common shares without par value							1,941 (3)	I	By daughter	
Common shares without par value							1,941 (4)	I	By spouse as trustee for son	
Common shares without par value							1,941 (4)	I	By spouse as trustee for son	
Reminder: P	enort on a ser	parate line for each als	uss of securities benef	ficially ou	med.	directly or	indirectly			
Reminder: Report on a separate line for each class of securities benefic				Perso information	ons mations in the contract of	who resp on contai to respor a current	SEC 1474 (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)	Code	tiorDe Se ) Ae or (E (Iı	Number of cerivative ecurities cquired (A Disposed D) (A Disposed	Expiration (Month/Da		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	

Code V (A)

M

Option

(right to

buy) (5)

\$ 52.55

03/20/2012

Amount

Number

of Shares

26,572

Expiration

Date

Title

Common

shares

Date

(D)

Exercisable

26,572 07/30/2007 02/13/2013

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Option (right to \$ 54.67 03/20/2012 M 25,701 05/14/2008 02/13/2013 Common shares 25,701 05/14/2008 02/13/2013

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FREYMAN THOMAS C Executive 100 ABBOTT PARK ROAD Vice ABBOTT PARK, IL 60064-6400 President

**Signatures** 

John A. Berry, by power of attorney for Thomas C. Freyman 03/22/2012

\*\*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 March 20, 2012.
- (2) Held in the Annette Newton-Freyman 1994 Trust. The reporting person's spouse is trustee of the trust. The trust is revocable by his spouse. The reporting person disclaims beneficial ownership of these securities.
- (3) The reporting person disclaims beneficial ownership of all securities held by his daughter.
- (4) These shares are held in an irrevocable trust for the benefit of the reporting person's son. The reporting person's spouse is trustee of the trust. The reporting person disclaims beneficial ownership of these securities.
- (5) 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. 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.

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