

ABBOTT LABORATORIES

Form 4

January 31, 2007

**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 \*  
**FREYMAN THOMAS 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)

01/29/2007

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>shares<br>without<br>par value | 01/29/2007                              |                                                             | S                                    | 1,845                                                                   | D \$ 52.57                                                                                                         | 219,698                                                                 | D                                                                 |
| Common<br>shares<br>without<br>par value | 01/29/2007                              |                                                             | M                                    | 31,131                                                                  | A \$<br>41.6426                                                                                                    | 250,829                                                                 | D                                                                 |
| Common<br>shares<br>without<br>par value | 01/29/2007                              |                                                             | M                                    | 24,684                                                                  | A \$<br>41.0693                                                                                                    | 275,513                                                                 | D                                                                 |

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|                                 |            |   |        |   |            |                       |                  |                      |
|---------------------------------|------------|---|--------|---|------------|-----------------------|------------------|----------------------|
| Common shares without par value | 01/29/2007 | M | 39,015 | A | \$ 41.0317 | 314,528               | D                |                      |
| Common shares without par value | 01/29/2007 | F | 80,634 | D | \$ 52.55   | 233,894               | D                |                      |
| Common shares without par value |            |   |        |   |            | 18,956 <sup>(1)</sup> | I                | Profit Sharing Trust |
| Common shares without par value |            |   |        |   |            | 466                   | I <sup>(2)</sup> | By daughter          |
| Common shares without par value |            |   |        |   |            | 466                   | I <sup>(2)</sup> | By self for son      |
| Common shares without par value |            |   |        |   |            | 466                   | I <sup>(2)</sup> | By self for son      |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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         | Amount or Number of Shares |
| Option (right to buy) <sup>(3)</sup>       | \$ 41.6426                                             | 01/29/2007                           |                                                    | M                              |                                                                                         | 31,131                                                   |     | 08/18/2004                                                  | 02/13/2013      | Common shares | 31,131                     |
|                                            | \$ 41.0693                                             | 01/29/2007                           |                                                    | M                              |                                                                                         | 24,684                                                   |     | 07/23/2004                                                  | 02/10/2010      |               | 24,684                     |

|                                            |            |            |   |        |            |            |                  |                  |  |
|--------------------------------------------|------------|------------|---|--------|------------|------------|------------------|------------------|--|
| Option<br>(right to<br>buy) <sup>(3)</sup> |            |            |   |        |            |            |                  | Common<br>shares |  |
| Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 41.0317 | 01/29/2007 | M | 39,015 | 02/20/2006 | 02/19/2014 | Common<br>Shares | 39,015           |  |
| Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 52.55   | 01/29/2007 | A | 26,572 | 07/30/2007 | 02/13/2013 | Common<br>shares | 26,572           |  |
| Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 52.55   | 01/29/2007 | A | 20,882 | 07/30/2007 | 02/10/2010 | Common<br>shares | 20,882           |  |
| Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 52.55   | 01/29/2007 | A | 33,180 | 07/30/2007 | 02/19/2014 | Common<br>Shares | 33,180           |  |

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships |           |                                |       |
|------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                        | Director      | 10% Owner | Officer                        | Other |
| FREYMAN THOMAS C<br>100 ABBOTT PARK ROAD<br>ABBOTT PARK, IL 60064-6400 |               |           | Executive<br>Vice<br>President |       |

## Signatures

Deborah K. Koenen, by power of attorney for Thomas C. Freyman

01/31/2007

**\*\*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 31, 2007.
- (2) Reporting person disclaims beneficial ownership of all securities held by his daughter and sons.
- (3) Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program 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.