

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 *
LINDER GREG W

(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 ____ Other (specify
below) below)

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 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	01/29/2007		M	6,778	A \$ 49.6309	103,168	D
Common shares without par value	01/29/2007		M	2,612	A \$ 41.38	105,780	D
Common shares without par value	01/29/2007		M	14,763	A \$ 41.6426	120,543	D

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Common shares without par value	01/29/2007	M	22,107	A	\$ 41.2197	142,650	D	
Common shares without par value	01/29/2007	M	17,734	A	\$ 41.0317	160,384	D	
Common shares without par value	01/29/2007	F	55,144	D	\$ 52.55	105,240	D	
Common shares without par value						12,187 ⁽¹⁾	I	Profit Sharing Trust

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) ⁽²⁾	\$ 49.6309	01/29/2007		M		6,778		05/03/2001	02/13/2007	common shares	6,778
Option (right to buy) ⁽²⁾	\$ 41.38	01/29/2007		M		2,612		04/21/2005	02/13/2007	common shares	2,612
Option (right to buy) ⁽²⁾	\$ 41.6426	01/29/2007		M		14,763		08/18/2004	02/13/2013	common shares	14,763
Option (right to buy) ⁽²⁾	\$ 41.2197	01/29/2007		M		22,107		05/15/2004	02/10/2010	common shares	22,107

Option (right to buy) <u>(2)</u>	\$ 41.0317	01/29/2007	M	17,734	02/20/2006	02/19/2014	common shares	17,734
Option (right to buy) <u>(2)</u>	\$ 52.55	01/29/2007	A	12,677	07/30/2007	02/13/2013	common shares	12,677
Option (right to buy) <u>(2)</u>	\$ 52.55	01/29/2007	A	18,744	07/30/2007	02/10/2010	common shares	18,744
Option (right to buy) <u>(2)</u>	\$ 52.55	01/29/2007	A	14,991	07/30/2007	02/19/2014	common shares	14,991

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LINDER GREG W 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Vice President	

Signatures

Deborah K. Koenen by power of attorney for Greg W. Linder 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 30, 2007.
- (2) 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.

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