

ABBOTT LABORATORIES

Form 4

February 28, 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NEMMERS JOSEPH M

(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)

02/26/2007

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 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	02/26/2007		M	1,954	A \$ 34.7727	118,553	D
Common Shares without par value	02/26/2007		M	1,393	A \$ 33.2314	119,946	D
Common Shares without par value	02/26/2007		M	14,515	A \$ 36.3985	134,461	D

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Common Shares without par value	02/26/2007	F	14,034	D	\$ 53.59	120,427	D	
Common Shares without par value						11,178 ⁽¹⁾	I	Profit Sharing Trust
Common Shares without par value						357 ⁽²⁾ ⁽³⁾	I	By self for son
Common Shares without par value						300 ⁽²⁾ ⁽³⁾	I	By self for son
Common Shares without par value						293 ⁽²⁾ ⁽³⁾	I	By self for son

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) ⁽⁴⁾	\$ 34.7727	02/26/2007		M			1,954	02/13/2001	02/12/2008	common shares	1,954
Option (right to buy) ⁽⁴⁾	\$ 33.2314	02/26/2007		M			1,393	02/14/2006	02/13/2013	common shares	1,393
Option (right to	\$ 36.3985	02/26/2007		M			14,515	06/28/2005	06/27/2012	common shares	14,515

buy) ⁽⁴⁾Option
(right to
buy) ⁽⁴⁾

\$ 53.59

02/26/2007

A

1,267

08/27/2007

02/12/2008

common
shares

1,267

Option
(right to
buy) ⁽⁴⁾

\$ 53.59

02/26/2007

A

1,072

08/27/2007

02/13/2013

common
shares

1,072

Option
(right to
buy) ⁽⁴⁾

\$ 53.59

02/26/2007

A

11,695

08/27/2007

06/27/2012

common
shares

11,695

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NEMMERS JOSEPH M 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Executive Vice President	

Signatures

John A. Berry, by power of attorney for Joseph M.
Nemmers, Jr.

02/28/2007

**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 February 27, 2007.
- (2) Reporting person disclaims beneficial ownership of all securities held by his sons.
- (3) Includes shares acquired under the Abbott Laboratories Dividend Reinvestment and Stock Purchase Plan in transactions exempt from Section 16 under Rule 16(a)-11.
- (4) 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.

Remarks:

The exercises were made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on Feb

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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