

ABBOTT LABORATORIES
Form 8-K
December 14, 2011

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

December 9, 2011
Date of Report (Date of earliest event reported)

ABBOTT LABORATORIES

(Exact name of registrant as specified in its charter)

Illinois
(State or other Jurisdiction
of Incorporation)

1-2189
(Commission File Number)

36-0698440
(I.R.S. Employer
Identification No.)

100 Abbott Park Road
Abbott Park, Illinois 60064-6400

(Address of principal executive offices)(Zip Code)

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Registrant's telephone number, including area code: **(847) 937-6100**

Check the appropriate box if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 - Election of Directors

On December 9, 2011, Sally E. Blount, Ph.D., Dean of the J.L. Kellogg Graduate School of Management at Northwestern University, and Nancy McKinstry, Chief Executive Officer and Chairman of the Executive Board of Wolters Kluwer N.V., were named to the Abbott Board of Directors, effective immediately.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On December 9, 2011, Abbott Laboratories' Board of Directors amended the first sentence of Article III, Section 2 of Abbott's by-laws to provide that Abbott's Board of Directors shall consist of twelve persons, effective as of December 9, 2011. Abbott's by-laws previously provided that the Board of Directors consisted of ten persons.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No.

Exhibit

3.1

By-Laws of Abbott Laboratories, as amended and restated effective December 9, 2011.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Abbott Laboratories

Date: December 13, 2011

By: */s/ Thomas C. Freyman*
Thomas C. Freyman
Executive Vice President,
Finance and Chief Financial Officer

Exhibit Index

| Exhibit No. | Exhibit |
|--------------------|--|
| 3.1 | By-Laws of Abbott Laboratories, as amended and restated effective December 9, 2011 |