

ABBOTT LABORATORIES
Form 4
May 11, 2011

FORM 4

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

OMB APPROVAL

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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

(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)

05/09/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

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)
			Code	V	Amount (A) or (D) Price		
Common shares without par value	05/09/2011		S		300 D \$ 52.32	404,403	D
Common shares without par value	05/09/2011		S		2,700 D \$ 52.325	401,703	D
Common shares without par value	05/09/2011		S		4,085 D \$ 52.33	397,618	D

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Common shares without par value	05/09/2011	S	400	D	\$ 52.335	397,218	D
Common shares without par value	05/09/2011	S	364	D	\$ 52.34	396,854	D
Common shares without par value	05/09/2011	S	500	D	\$ 52.35	396,354	D
Common shares without par value	05/09/2011	S	400	D	\$ 52.36	395,954	D
Common shares without par value	05/09/2011	S	1,700	D	\$ 52.365	394,254	D
Common shares without par value	05/09/2011	S	1,465	D	\$ 52.37	392,789	D
Common shares without par value	05/09/2011	S	700	D	\$ 52.38	392,089	D
Common shares without par value	05/09/2011	S	1,000	D	\$ 52.39	391,089	D
Common shares without par value	05/09/2011	S	600	D	\$ 52.395	390,489	D
Common shares without par value	05/09/2011	S	300	D	\$ 52.399	390,189	D
Common shares without par value	05/09/2011	S	1,572	D	\$ 52.4	388,617	D
	05/09/2011	S	100	D		388,517	D

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Common shares without par value					\$ 52.4024			
Common shares without par value	05/09/2011	S	1,000	D	\$ 52.405	387,517	D	
Common shares without par value	05/09/2011	S	1,200	D	\$ 52.41	386,317	D	
Common shares without par value	05/09/2011	S	314	D	\$ 52.42	386,003	D	
Common shares without par value	05/09/2011	S	400	D	\$ 52.43	385,603	D	
Common shares without par value	05/09/2011	S	600	D	\$ 52.435	385,003	D	
Common shares without par value	05/09/2011	S	300	D	\$ 52.44	384,703	D	
Common shares without par value						992 ⁽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 ⁽³⁾	I	By self for son
Common shares without par value						1,941 ⁽³⁾	I	By self for son

Common
shares
without
par value

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

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

Signatures

John A. Berry, by power of attorney for Thomas C. Freyman
Date: 05/11/2011

__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 May 6, 2011.
- (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.

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(3) The reporting person disclaims beneficial ownership of all securities held by his daughter and sons.

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.

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