

ABBOTT LABORATORIES

Form 4

January 31, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
GONZALEZ RICHARD A

(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)

10/27/2006

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)

President and COO

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	(D)	Price
Common shares without par value	10/27/2006		G	V	945	D	\$ 0
					372,627	D	
Common shares without par value	11/29/2006		G	V	320	D	\$ 0
					372,307	D	
Common shares without par value	12/27/2006		G	V	290	D	\$ 0
					372,017	D	

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Common shares without par value	01/29/2007	M	25,298	A	\$ 40.9471	397,315	D	
Common shares without par value	01/29/2007	M	25,240	A	\$ 39.5011	422,555	D	
Common shares without par value	01/29/2007	F	42,196	D	\$ 52.55	380,359	D	
Common shares without par value	01/30/2007	M	20,702	A	\$ 45.7965	401,061	D	
Common shares without par value	01/30/2007	M	2,142	A	\$ 46.65	403,203	D	
Common shares without par value	01/30/2007	M	1,144	A	\$ 51.0594	404,347	D	
Common shares without par value	01/30/2007	S	23,988	D	\$ 53.0256	380,359	D	
Common shares without par value						17,831 <sup>(1)</sup>	I	Profit Sharing Trust
Common shares without par value						7,600 <sup>(2)</sup>	I	By wife

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	
Option (right to buy) <sup>(3)</sup>	\$ 40.9471	01/29/2007		M	25,298	03/13/2004	02/10/2010	common shares	25,298
Option (right to buy) <sup>(3)</sup>	\$ 39.5011	01/29/2007		M	25,240	08/01/2003	07/31/2010	common shares	25,240
Option (right to buy) <sup>(3)</sup>	\$ 52.55	01/29/2007		A	21,357	07/30/2007	02/10/2010	common shares	21,357
Option (right to buy) <sup>(3)</sup>	\$ 52.55	01/29/2007		A	20,839	07/30/2007	07/31/2010	common shares	20,839
Option (right to buy) <sup>(3)</sup>	\$ 45.7965	01/30/2007		M	20,702	08/28/2001	02/13/2007	common shares	20,702
Option (right to buy) <sup>(3)</sup>	\$ 46.65	01/30/2007		M	2,142	09/09/2005	02/13/2007	common shares	2,142
Option (right to buy) <sup>(3)</sup>	\$ 51.0594	01/30/2007		M	1,144	10/18/2002	02/13/2007	common shares	1,144

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GONZALEZ RICHARD A 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400	X		President and COO	

## Signatures

John A. Berry, by power of attorney for Richard A. Gonzalez

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) The reporting person disclaims beneficial ownership of all securities held by his wife.
- (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.