

ABBOTT LABORATORIES

Form 4

December 30, 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 \*  
Mason Heather L

(Last) (First) (Middle)

100 ABBOTT PARK ROAD

(Street)

ABBOTT PARK, IL 60064

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ABBOTT LABORATORIES [ABT]

3. Date of Earliest Transaction (Month/Day/Year)

12/29/2011

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)

Senior 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)
			Code	V	Amount	(D)	Price
Common shares without par value	12/29/2011		M		53,201	A	\$ 53.625 173,474
Common shares without par value	12/29/2011		S		1,200	D	\$ 56.115 172,274
Common shares without par value	12/29/2011		S		1,800	D	\$ 56.125 170,474

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Common shares without par value	12/29/2011	S	1,100	D	\$ 56.13	169,374	D
Common shares without par value	12/29/2011	S	2,400	D	\$ 56.135	166,974	D
Common shares without par value	12/29/2011	S	1,900	D	\$ 56.14	165,074	D
Common shares without par value	12/29/2011	S	900	D	\$ 56.145	164,174	D
Common shares without par value	12/29/2011	S	600	D	\$ 56.15	163,574	D
Common shares without par value	12/29/2011	S	1,300	D	\$ 56.155	162,274	D
Common shares without par value	12/29/2011	S	1,062	D	\$ 56.16	161,212	D
Common shares without par value	12/29/2011	S	13,800	D	\$ 56.165	147,412	D
Common shares without par value	12/29/2011	S	5,509	D	\$ 56.17	141,903	D
Common shares without par value	12/29/2011	S	800	D	\$ 56.175	141,103	D
Common shares without par value	12/29/2011	S	500	D	\$ 56.18	140,603	D
	12/29/2011	S	200	D	\$ 56.185	140,403	D

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Common shares without par value							
Common shares without par value	12/29/2011	S	100	D	\$ 56.1875	140,303	D
Common shares without par value	12/29/2011	S	1,400	D	\$ 56.19	138,903	D
Common shares without par value	12/29/2011	S	6,000	D	\$ 56.195	132,903	D
Common shares without par value	12/29/2011	S	300	D	\$ 56.1975	132,603	D
Common shares without par value	12/29/2011	S	6,100	D	\$ 56.2	126,503	D
Common shares without par value	12/29/2011	S	1,200	D	\$ 56.205	125,303	D
Common shares without par value	12/29/2011	S	2,500	D	\$ 56.21	122,803	D
Common shares without par value	12/29/2011	S	2,200	D	\$ 56.215	120,603	D
Common shares without par value	12/29/2011	S	330	D	\$ 56.22	120,273	D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) <sup>(1)</sup>	\$ 53.625	12/29/2011		M	53,201	02/15/2005	02/14/2012	Common shares	53,201

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mason Heather L 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064			Senior Vice President	

## Signatures

John A. Berry, by power of attorney for Heather L. Mason  
12/30/2011

\*\*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) 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 under Rule 16b-3.

### Remarks:

These transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c).

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