ABBOTT LABORATORIES

Form 4

February 24, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Foltz Charles D

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

ABBOTT LABORATORIES [ABT]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Zip)

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

02/20/2015

(Check all applicable)

10% Owner

X_ Officer (give title Other (specify below) below)

Senior Vice President

100 ABBOTT PARK ROAD

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

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

Director

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ABBOTT PARK, IL 60064

(City)	(State) (Z	Zip) Tab l	le I - Non-D	erivative Securities Acq	quired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership

4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 3, 4 and 5) (Instr. 8)

Amount

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Indirect (I) Owned Following (Instr. 4) Reported

Transaction(s) (Instr. 3 and 4) Ownership (Instr. 4)

Common

shares 02/20/2015 without par value

16,728 Α

(1)

(2)

\$0 79,471

Price

D

Common

value

shares 02/20/2015 without par

A

Code V

21,276 \$0

(A)

(D)

100,747

D

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not

(9-02)

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required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercis	sable and	7. Title and A	Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities	(Month/Day/Y	ear)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or				
	Derivative				Disposed of (D)				
	Security				(Instr. 3, 4, and				
					5)				
						Date	Expiration	Title	Amount of Number of
				Code V	(A) (D)	Exercisable	Date		Shares
Option								Common	
(right to buy) $\frac{(3)}{2}$	\$ 47	02/20/2015		A	117,878	02/20/2016	02/19/2025	Common shares	117,87

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Foltz Charles D 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064

Senior Vice President

Signatures

John A. Berry, by Power of Attorney for Charles D. 02/24/2015

**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).
- These shares represent performance vested restricted stock awards under the Abbott Laboratories 2009 Incentive Stock Program. The

 (1) awards have a 5-year term, with no more than 1/3 of the award vesting in any one year upon Abbott reaching a minimum return on equity target. The awards include the right to have stock withheld for tax purposes.
- (2) These shares represent a retention award of restricted stock units under the Abbott Laboratories 2009 Incentive Stock Program. The award has an 18 month cliff vesting term.
- Employee stock option granted pursuant to the Abbott Laboratories 2009 Incentive Stock Program in a transaction exempt from Section (3) 16 under Rule 16b-3. The option becomes exercisable in annual increments of 39,293 on 2/20/16, 39,292 on 2/20/17, and 39,293 on 2/20/18.

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.

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