

Fussell Stephen R
Form 4
February 21, 2018

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Fussell Stephen R

(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)

02/16/2018

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)

Executive 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)
Common shares without par value	02/16/2018		A	44,909 (1)	A \$ 0	184,884	D
Common shares without par value	02/20/2018		M	104,642	A \$ 38.4	289,526	D
Common shares without par value	02/20/2018		S	1,100	D \$ 59.47	288,426	D

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Common shares without par value	02/20/2018	S	300	D	\$ 59.48	288,126	D
Common shares without par value	02/20/2018	S	1,419	D	\$ 59.49	286,707	D
Common shares without par value	02/20/2018	S	441	D	\$ 59.495	286,266	D
Common shares without par value	02/20/2018	S	1,200	D	\$ 59.5	285,066	D
Common shares without par value	02/20/2018	S	1,172	D	\$ 59.51	283,894	D
Common shares without par value	02/20/2018	S	200	D	\$ 59.515	283,694	D
Common shares without par value	02/20/2018	S	728	D	\$ 59.52	282,966	D
Common shares without par value	02/20/2018	S	989	D	\$ 59.53	281,977	D
Common shares without par value	02/20/2018	S	226	D	\$ 59.54	281,751	D
Common shares without par value	02/20/2018	S	574	D	\$ 59.545	281,177	D
Common shares without par value	02/20/2018	S	180	D	\$ 59.56	280,997	D
	02/20/2018	S	500	D	\$ 59.58	280,497	D

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Common
shares
without
par value

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Common
shares
without
par value

02/20/2018

S

500

D

\$ 59.585

279,997

D

02/20/2018

S

500

D

\$ 59.59

279,497

D

02/20/2018

S

100

D

\$ 59.595

279,397

D

02/20/2018

S

22,500

D

\$ 59.6

256,897

D

02/20/2018

S

1,600

D

\$ 59.63

255,297

D

02/20/2018

S

500

D

\$ 59.635

254,797

D

02/20/2018

S

1,700

D

\$ 59.64

253,097

D

02/20/2018

S

600

D

\$ 59.645

252,497

D

02/20/2018

S

4,794

D

\$ 59.65

247,703

D

02/20/2018

S

3,200

D

\$ 59.655

244,503

D

02/20/2018

S

10

D

244,493

D

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Common shares without par value					\$ 59.6575		
Common shares without par value	02/20/2018	S	8,206	D	\$ 59.66	236,287	D
Common shares without par value	02/20/2018	S	2,985	D	\$ 59.665	233,302	D
Common shares without par value	02/20/2018	S	77	D	\$ 59.668	233,225	D
Common shares without par value	02/20/2018	S	100	D	\$ 59.669	233,125	D

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

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(9-02)

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Option (right to buy) ⁽²⁾	\$ 59.94	02/16/2018		A	246,963	02/16/2019 02/15/2028	Common shares 2
Option (right to buy) ⁽³⁾	\$ 38.4	02/20/2018		M	104,642	02/19/2018 02/18/2026	Common shares 1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fussell Stephen R 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Executive Vice President	

Signatures

John A. Berry, by power of attorney for Stephen R.
Fussell

02/21/2018

__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 2017 Incentive Stock Program. The
- (1) awards have a 3-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) Employee stock option granted pursuant to the Abbott Laboratories 2017 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option becomes exercisable in annual increments of 82,321 on 02/16/2019, 82,321 on 02/16/2020, and 82,321 on 02/16/2021.
 - (3) Employee stock option granted pursuant to the Abbott Laboratories 2009 Incentive Stock Program, in a transaction exempt from Section 16 under Rule 16b-3.

Remarks:

The option exercise and sale transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c). F

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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