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ABBOTT LA Form 4 February 22,	ABORATORIES										
FORN	1 /								OMB AF	PROVAL	
	UNITED S	STATES					NGE C	OMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. Check this box STATEMENT OF CHAN Filed pursuant to Section 1 Section 17(a) of the Public U				 ashington, D.C. 20549 NGES IN BENEFICIAL OWNERSHIP OF SECURITIES 16(a) of the Securities Exchange Act of 1934, Jtility Holding Company Act of 1935 or Sectio nvestment Company Act of 1940 					Expires:January 31 2005Estimated average burden hours per response0.5		
(Print or Type F	Responses)										
Schumacher Laura J Symbol				r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	/liddle)	3. Date of Earliest Transaction				(Check all applicable)				
100 ABBOTT PARK ROAD(Month/I 02/17/2				h/Day/Year) 7/2006				Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President			
Filed(Mor				nendment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
	ARK, IL 60064-6							Person	ore than one re	porting	
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executior any	n Date, if	3. Transactio Code (Instr. 8)	4. Securiti or(A) or Dis (Instr. 3, 4	posed	of (D)	Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common shares without par value	02/18/2006			F	913	D	\$ 44.15	44,631	D		
Common shares without par value	02/17/2006			A <u>(1)</u>	26,500	A	\$ 44.16	71,131	D		
Common shares without par value								4,771 <u>(2)</u>	I	Profit Sharing Trust	

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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. Transactio Code (Instr. 8)	5. Number of onDerivative 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) (3)	\$ 44.16	02/17/2006		А	83,000	02/17/2007	02/16/2016	Common shares	83,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Schumacher Laura J			Senior			
100 ABBOTT PARK ROAD			Vice			
ABBOTT PARK, IL 60064-6400			President			
Signatures						

gnature

John A. Berry, by power of attorney for Laura J. Schumacher

**Signature of Reporting Person

Date

02/22/2006

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 1996 Incentive Stock Program in a transaction exempt from Section 16(b) under Rule 16b-3. The awards have a 5 year term, with no more than 1/3 of the award vesting in

- (1) 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) Balance in the Abbott Laboratories Stock Retirement Trust as of February 16, 2006.
- Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program in a transaction exempt from Section (3) 16(b) under Rule 16b-3. The option becomes exercisable in annual increments of 27,667 on 02/17/2007, 27,667 on 02/17/2008 and

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners

27,666 on 02/17/2009.

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