

ABBOTT LABORATORIES
Form 4
July 23, 2008

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 *
WHITE MILES D

(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)

07/21/2008

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)
Chairman and CEO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common shares without par value	07/21/2008		M		10,128	A	\$ 42.4978
Common shares without par value	07/21/2008		M		224,097	A	\$ 44.6
Common shares without par value	07/21/2008		M		558,628	A	\$ 45.4488
							1,137,848
							1,361,945
							1,920,573

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Common shares without par value	07/21/2008	F	689,212	D	\$ 57.58	1,231,361	D	
Common shares without par value						18,251 ⁽¹⁾	I	Profit Sharing Trust
Common shares without par value						5,168 ⁽²⁾	I	By son
Common shares without par value						5,168 ⁽²⁾	I	By son

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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Option (right to buy) ⁽³⁾	\$ 42.4978	07/21/2008		M			10,128	02/12/2002	02/11/2009	Common shares	1
Option (right to buy) ⁽³⁾	\$ 44.6	07/21/2008		M			224,097	09/25/2005	02/10/2010	Common shares	2
Option (right to buy) ⁽³⁾	\$ 45.4488	07/21/2008		M			558,628	02/09/2004	02/08/2011	Common shares	5
Option (right to buy) ⁽³⁾	\$ 57.58	07/21/2008		A			8,522	01/22/2009	02/11/2009	Common shares	
	\$ 57.58	07/21/2008		A			193,509	01/22/2009	02/10/2010		1

Option (right to buy) ⁽³⁾								Common shares
Option (right to buy) ⁽³⁾	\$ 57.58	07/21/2008	A	487,181	01/22/2009	02/08/2011		Common shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHITE MILES D 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400	X		Chairman and CEO	

Signatures

John A. Berry, by power of attorney for Miles D. White	07/23/2008
<small>**Signature of Reporting Person</small>	<small>Date</small>

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 July 18, 2008.
- (2) The reporting person disclaims beneficial ownership of all securities held by his sons.
- (3) 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:

This transaction is being made pursuant to a previously adopted plan complying with Rule 10b5-1(c). The plan was adopted on [redacted].

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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