

ABBOTT LABORATORIES

Form 4

November 10, 2010

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 *

Michael Edward L

(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)

11/08/2010

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)

Executive Vice President

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 Indirect Beneficial Ownership (Instr. 4)
Common shares without par value	11/08/2010		M	53,202	A \$ 33.2314	246,700	D
Common shares without par value	11/08/2010		F	43,556	D \$ 50.92	203,144	D
Common shares without par value	11/08/2010		M	53,202	A \$ 45.4488	256,346	D

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Common shares without par value	11/08/2010	S	1,600	D	\$ 50.365	254,746	D
Common shares without par value	11/08/2010	S	1,000	D	\$ 50.37	253,746	D
Common shares without par value	11/08/2010	S	4,200	D	\$ 50.375	249,546	D
Common shares without par value	11/08/2010	S	200	D	\$ 50.379	249,346	D
Common shares without par value	11/08/2010	S	4,435	D	\$ 50.38	244,911	D
Common shares without par value	11/08/2010	S	2,700	D	\$ 50.385	242,211	D
Common shares without par value	11/08/2010	S	200	D	\$ 50.389	242,011	D
Common shares without par value	11/08/2010	S	3,000	D	\$ 50.39	239,011	D
Common shares without par value	11/08/2010	S	13,100	D	\$ 50.395	225,911	D
Common shares without par value	11/08/2010	S	9,993	D	\$ 50.4	215,918	D
Common shares without par value	11/08/2010	S	500	D	\$ 50.405	215,418	D
	11/08/2010	S	1,600	D	\$ 50.41	213,818	D

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Common
shares
without
par value

Common
shares
without
par value

11/08/2010

S

700

D

\$ 50.42

213,118

D

Common
shares
without
par value

11/08/2010

S

700

D

\$ 50.43

212,418

D

Common
shares
without
par value

11/08/2010

S

1,000

D

\$ 50.435

211,418

D

Common
shares
without
par value

11/08/2010

S

400

D

\$ 50.437

211,018

D

Common
shares
without
par value

11/08/2010

S

800

D

\$ 50.44

210,218

D

Common
shares
without
par value

11/08/2010

S

2,700

D

\$ 50.45

207,518

D

Common
shares
without
par value

11/08/2010

S

4,100

D

\$ 50.455

203,418

D

Common
shares
without
par value

11/08/2010

S

2,323

D

\$ 50.46

201,095

D

Common
shares
without
par value

11/08/2010

S

2,200

D

\$ 50.465

198,895

D

Common
shares
without
par value

11/08/2010

S

1,000

D

\$ 50.47

197,895

D

11/08/2010

S

1,200

D

\$ 50.475

196,695

D

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Common
shares
without
par value

Common
shares
without
par value

Common
shares
without
par value

Common
shares
without
par value

11/08/2010

S

800

D

\$ 50.48

195,895

D

11/08/2010

S

900

D

\$ 50.485

194,995

D

11/08/2010

S

200

D

\$ 50.49

194,795

D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽¹⁾	\$ 33.2314	11/08/2010		M			53,202	02/14/2006	02/13/2013	Common shares	53,202
Option (right to buy) ⁽¹⁾	\$ 45.4488	11/08/2010		M			53,202	02/09/2004	02/08/2011	Common shares	53,202
Option (right to buy) ⁽²⁾	\$ 50.92	11/08/2010		A		41,593		05/09/2011	02/13/2013	Common shares	41,593

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Michael Edward L 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Executive Vice President	

Signatures

John A. Berry, by power of attorney for Edward L.
Michael

11/10/2010

__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.
- (2) Employee stock option granted pursuant to the Abbott Laboratories 2009 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).

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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