

ABBOTT LABORATORIES
Form 4
February 12, 2010

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 *
Chen Thomas F

(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)

02/10/2010

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)

Senior 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common shares without par value	02/10/2010		M		9,686	A	\$ 52.2529
Common shares without par value	02/10/2010		M		17,274	A	\$ 52.66
Common shares without par value	02/10/2010		M		11,261	A	\$ 53.12

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Common shares without par value	02/10/2010	S	8,621	D	\$ 53.14	117,886	D
Common shares without par value	02/10/2010	S	4,900	D	\$ 53.15	112,986	D
Common shares without par value	02/10/2010	S	1,700	D	\$ 53.16	111,286	D
Common shares without par value	02/10/2010	S	300	D	\$ 53.17	110,986	D
Common shares without par value	02/10/2010	S	100	D	\$ 53.18	110,886	D
Common shares without par value	02/10/2010	S	300	D	\$ 53.19	110,586	D
Common shares without par value	02/10/2010	S	1,000	D	\$ 53.2	109,586	D
Common shares without par value	02/10/2010	S	900	D	\$ 53.21	108,686	D
Common shares without par value	02/10/2010	S	1,800	D	\$ 53.22	106,886	D
Common shares without par value	02/10/2010	S	800	D	\$ 53.23	106,086	D
Common shares without par value	02/10/2010	S	2,900	D	\$ 53.24	103,186	D
	02/10/2010	S	4,000	D	\$ 53.25	99,186	D

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Common shares without par value									
Common shares without par value	02/10/2010	S	100	D	\$ 53.26	99,086	D		
Common shares without par value	02/10/2010	S	2,000	D	\$ 53.27	97,086	D		
Common shares without par value	02/10/2010	S	2,600	D	\$ 53.28	94,486	D		
Common shares without par value	02/10/2010	S	3,700	D	\$ 53.29	90,786	D		
Common shares without par value	02/10/2010	S	2,100	D	\$ 53.3	88,686	D		
Common shares without par value	02/10/2010	S	400	D	\$ 53.31	88,286	D		
Common shares without par value						18,453 ⁽¹⁾	I		Profit Sharing Trust
Common shares without par value						23,798 ⁽²⁾	I		By Wife
Common shares without par value						1,088 ⁽²⁾	I		By Daughter

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 Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V	(A)	(D)		
Option (right to buy) ⁽³⁾	\$ 52.2529	02/10/2010		M	9,686	06/22/2002	02/10/2010	Common shares	9,686
Option (right to buy) ⁽³⁾	\$ 52.66	02/10/2010		M	17,274	07/31/2007	02/10/2010	Common shares	17,274
Option (right to buy) ⁽³⁾	\$ 53.12	02/10/2010		M	11,261	02/08/2008	02/10/2010	Common shares	11,261

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chen Thomas F 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Senior Vice President	

Signatures

John A. Berry, by power of attorney for Thomas F. Chen 02/12/2010

**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) Balance in the Abbott Laboratories Stock Retirement Trust as of February 10, 2010.
- (2) Reporting person disclaims beneficial ownership of all securities held by his wife and daughter.
- (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:

These transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c).

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