

ABBOTT LABORATORIES

Form 4

August 03, 2012

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 *
Mason Heather L

(Last) (First) (Middle)

100 ABBOTT PARK ROAD

(Street)

ABBOTT PARK, IL 60064

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ABBOTT LABORATORIES [ABT]

3. Date of Earliest Transaction (Month/Day/Year)

08/01/2012

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)

Senior 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)		
			Code	V	Amount	(D)	Price		
Common shares without par value	08/01/2012		M		32,642	A	\$ 46.34	164,454	D
Common shares without par value	08/01/2012		M		36,000	A	\$ 44.16	200,454	D
Common shares without par value	08/01/2012		M		27,667	A	\$ 51.91	228,121	D

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Common shares without par value	08/01/2012	S	1,680	D	\$ 66.09	226,441	D
Common shares without par value	08/01/2012	S	939	D	\$ 66.095	225,502	D
Common shares without par value	08/01/2012	S	1,060	D	\$ 66.1	224,442	D
Common shares without par value	08/01/2012	S	500	D	\$ 66.105	223,942	D
Common shares without par value	08/01/2012	S	1,000	D	\$ 66.11	222,942	D
Common shares without par value	08/01/2012	S	100	D	\$ 66.115	222,842	D
Common shares without par value	08/01/2012	S	4,600	D	\$ 66.12	218,242	D
Common shares without par value	08/01/2012	S	400	D	\$ 66.125	217,842	D
Common shares without par value	08/01/2012	S	100	D	\$ 66.13	217,742	D
Common shares without par value	08/01/2012	S	200	D	\$ 66.14	217,542	D
Common shares without par value	08/01/2012	S	1,500	D	\$ 66.15	216,042	D
	08/01/2012	S	600	D	\$ 66.16	215,442	D

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Common shares without par value							
Common shares without par value	08/01/2012	S	100	D	\$ 66.165	215,342	D
Common shares without par value	08/01/2012	S	700	D	\$ 66.18	214,642	D
Common shares without par value	08/01/2012	S	400	D	\$ 66.185	214,242	D
Common shares without par value	08/01/2012	S	1,800	D	\$ 66.19	212,442	D
Common shares without par value	08/01/2012	S	700	D	\$ 66.195	211,742	D
Common shares without par value	08/01/2012	S	1,100	D	\$ 66.2	210,642	D
Common shares without par value	08/01/2012	S	100	D	\$ 66.205	210,542	D
Common shares without par value	08/01/2012	S	1,700	D	\$ 66.21	208,842	D
Common shares without par value	08/01/2012	S	800	D	\$ 66.215	208,042	D
Common shares without par value	08/01/2012	S	100	D	\$ 66.2175	207,942	D
	08/01/2012	S	5,300	D	\$ 66.22	202,642	D

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Common shares without par value							
Common shares without par value	08/01/2012	S	3,900	D	\$ 66.225	198,742	D
Common shares without par value	08/01/2012	S	100	D	\$ 66.2275	198,642	D
Common shares without par value	08/01/2012	S	8,934	D	\$ 66.23	189,708	D
Common shares without par value	08/01/2012	S	6,900	D	\$ 66.235	182,808	D

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽¹⁾	\$ 46.34	08/01/2012		M	32,642	02/18/2008 02/17/2015	Common shares	32,642	
Option (right to buy) ⁽¹⁾	\$ 44.16	08/01/2012		M	36,000	02/17/2009 02/16/2016	Common shares	36,000	

Option
 (right to buy) ⁽²⁾ \$ 51.91 08/01/2012 M 27,667 03/05/2008 02/19/2014 Common shares 27,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mason Heather L 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064			Senior Vice President	

Signatures

John A. Berry, by power of attorney for Heather L.
 Mason 08/03/2012

 **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 in a transaction exempt from Section 16 under Rule 16b-3.
- (2) 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). Form 1 of 3.

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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