

ABBOTT LABORATORIES

Form 4

March 14, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
FREYMAN THOMAS C

(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)

03/12/2013

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)
			Code	V	Amount or Price		
Common shares without par value	03/12/2013		M		33,180 A \$ 25.2509	321,016	D
Common shares without par value	03/12/2013		M		16,384 A \$ 26.0918	337,400	D
Common shares without par value	03/12/2013		F		42,487 D \$ 34.93	294,913	D

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Common shares without par value	4,000 ⁽¹⁾	I	Annette Newton-Freyman 1994 Trust
Common shares without par value	76,000 ⁽²⁾	I	Annette Newton-Freyman 2012 Irrevocable Trust
Common shares without par value	76,000 ⁽³⁾	I	Thomas C. Freyman 2012 Irrevocable Trust
Common shares without par value	1,057 ⁽⁴⁾	I	Profit Sharing Trust
Common shares without par value	1,941 ⁽⁵⁾	I	By daughter
Common shares without par value	1,941 ⁽⁶⁾	I	By spouse as trustee for son
Common shares without par value	1,941 ⁽⁶⁾	I	By spouse as trustee for son

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

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SEC 1474
(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 of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Option (right to buy) <u>(7)</u>	\$ 25.2509	03/12/2013	M	33,180	07/30/2007	02/19/2014	Common shares	33,180
Option (right to buy) <u>(7)</u>	\$ 26.0918	03/12/2013	M	16,384	02/09/2008	02/19/2014	Common shares	16,384
Option (right to buy) <u>(7)</u>	\$ 34.93	03/12/2013	A	42,487	09/13/2013	02/19/2014	Common shares	42,487

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FREYMAN THOMAS C 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400			Executive Vice President	

Signatures

John A. Berry, by power of attorney for Thomas C.
Freyman

03/14/2013

 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) Held in the Annette Newton-Freyman 1994 Trust. The reporting person's spouse is trustee of the trust. The trust is revocable by his spouse. The reporting person disclaims beneficial ownership of these securities.
 - (2) Held in the Annette Newton-Freyman 2012 Irrevocable Trust. The reporting person is trustee of the trust. The trust is irrevocable. The reporting person disclaims beneficial ownership of these securities.
 - (3) Held in the Thomas C. Freyman 2012 Irrevocable Trust. The reporting person's spouse is trustee of the trust. The trust is irrevocable.
 - (4) Balance in the Abbott Laboratories Stock Retirement Trust as of March 12, 2013.
 - (5) The reporting person disclaims beneficial ownership of all securities held by his daughter.
 - (6) These shares are held in an irrevocable trust for the benefit of the reporting person's son. The reporting person's spouse is trustee of the trust. The reporting person disclaims beneficial ownership of these securities.
 - (7) 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.