

SMITHBURG WILLIAM D
Form 4
December 21, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
SMITHBURG WILLIAM D

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

ABBOTT LABORATORIES [ABT]

(Check all applicable)

(Last) (First) (Middle)

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

Director 10% Owner
 Officer (give title below) Other (specify below)

676 NORTH MICHIGAN, SUITE 3860

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(Street)

CHICAGO, IL 60611

(City) (State) (Zip)

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)
				(A) or (D)	Price		
Common shares without par value	12/19/2006		M	1,617 A	\$ 26.8783	57,273	D
Common shares without par value	12/19/2006		M	1,191 A	\$ 31.427	58,464	D
Common shares without par value	12/19/2006		M	1,238 A	\$ 30.2428	59,702	D

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Common shares without par value	12/19/2006	M	2,483	A	\$ 30.1958	62,185	D	
Common shares without par value	12/19/2006	M	1,017	A	\$ 42.72	63,202	D	
Common shares without par value	12/19/2006	F	4,916	D	\$ 48.13	58,286	D	
Common shares without par value						3,309 ⁽¹⁾	I	By Eagle Pines, LLC

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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽²⁾	\$ 26.8783	12/19/2006		M			1,617	03/31/1997	03/30/2007	Common shares	1,617
Option (right to buy) ⁽²⁾	\$ 31.427	12/19/2006		M			1,191	06/30/1997	06/29/2007	Common shares	1,191
Option (right to buy) ⁽²⁾	\$ 30.2428	12/19/2006		M			1,238	09/30/1997	09/29/2007	Common shares	1,238
	\$ 30.1958	12/19/2006		M			2,483	10/10/1997	10/09/2007		2,483

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Option (right to buy) <u>(2)</u>								Common shares	
Option (right to buy) <u>(2)</u>	\$ 42.72	12/19/2006	M	1,017	12/14/2006	12/30/2006		Common shares	1,017
Option (right to buy) <u>(2)</u>	\$ 48.13	12/19/2006	A	777	06/20/2007	06/29/2007		Common shares	777
Option (right to buy) <u>(2)</u>	\$ 48.13	12/19/2006	A	777	06/20/2007	09/29/2007		Common shares	777
Option (right to buy) <u>(2)</u>	\$ 48.13	12/19/2006	A	1,557	06/20/2007	10/09/2007		Common shares	1,557

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITHBURG WILLIAM D 676 NORTH MICHIGAN SUITE 3860 CHICAGO, IL 60611	X			

Signatures

Deborah Koenen, by power of attorney for William D.
Smithburg

12/21/2006

**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 reflects the entire number of shares held by partnership. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (2) Stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program. It includes a replacement option feature.

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.