

SMITHBURG WILLIAM D
Form 4
December 28, 2009

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

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 *
SMITHBURG WILLIAM D

2. Issuer Name and Ticker or Trading Symbol

ABBOTT LABORATORIES [ABT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

12/23/2009

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

676 NORTH MICHIGAN AVENUE, SUITE 3860

(Street)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common shares without par value | 12/23/2009 | | M | 5,678 | A \$ 35.9192 | 56,949 | D |
| Common shares without par value | 12/23/2009 | | S | 5,100 | D \$ 53.981 | 51,849 | D |
| Common shares without par value | 12/23/2009 | | S | 578 | D \$ 53.982 | 51,271 | D |

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| | | | | | | | | |
|---------------------------------|------------|---|-------|---|------------|----------------------|---|----------------|
| Common shares without par value | 12/24/2009 | M | 6,177 | A | \$ 42.7328 | 57,448 | D | |
| Common shares without par value | 12/24/2009 | F | 4,880 | D | \$ 54.09 | 52,568 | D | |
| Common shares without par value | | | | | | 4,309 ⁽¹⁾ | I | By Eagle Pines |

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.

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) | | | |
| | | | | | | | | Title | Amount or Number of Shares | |
| Option (right to buy) ⁽²⁾ | \$ 35.9192 | 12/23/2009 | | M | | 5,678 | | 04/28/2000 04/27/2010 | Common shares | 5,678 |
| Option (right to buy) ⁽²⁾ | \$ 42.7328 | 12/24/2009 | | M | | 6,177 | | 04/27/2001 04/26/2011 | Common shares | 6,177 |
| Option (right to buy) ⁽³⁾ | \$ 54.09 | 12/24/2009 | | A | | 4,880 | | 06/25/2010 04/26/2011 | Common shares | 4,880 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SMITHBURG WILLIAM D
676 NORTH MICHIGAN AVENUE, SUITE 3860 X
CHICAGO, IL 60611

Signatures

John A. Berry, by Power of Attorney for William D.
Smithburg

12/28/2009

__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, including a replacement option feature, in a transaction exempt from Section 16 under Rule 16b-3.
- (3) 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.

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.