

ABBOTT LABORATORIES

Form 4

February 22, 2017

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BIRD ROGER

(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)**02/17/2017**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 Indirect Beneficial Ownership (Instr. 4)
Common shares without par value	02/17/2017		A	13,307 (1)	A \$ 0 63,910	D	
Common shares without par value	02/21/2017		F	727	D \$ 44.69 63,183	D	
Common shares without par value	02/21/2017		S	219	D \$ 44.91 62,964	D	

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Common shares without par value	02/21/2017	S	100	D	\$ 44.995	62,864	D
Common shares without par value	02/22/2017	M	11,030	A	\$ 26.6973	73,894	D
Common shares without par value	02/22/2017	M	1,873	A	\$ 26.1976	75,767	D
Common shares without par value	02/22/2017	S	9,936	D	\$ 45.02	65,831	D
Common shares without par value	02/22/2017	S	700	D	\$ 45.03	65,131	D
Common shares without par value	02/22/2017	S	100	D	\$ 45.031	65,031	D
Common shares without par value	02/22/2017	S	1,500	D	\$ 45.035	63,531	D
Common shares without par value	02/22/2017	S	400	D	\$ 45.04	63,131	D
Common shares without par value	02/22/2017	S	100	D	\$ 45.041	63,031	D
Common shares without par value	02/22/2017	S	167	D	\$ 45.045	62,864	D

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

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(9-02)

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽²⁾	\$ 44.4	02/17/2017		A		92,032		02/17/2018	02/16/2027	Common shares	92,032
Option (right to buy) ⁽³⁾	\$ 26.6973	02/22/2017		M		11,030		02/15/2011	02/14/2018	Common shares	11,030
Option (right to buy) ⁽³⁾	\$ 26.1976	02/22/2017		M		1,873		03/31/2011	03/30/2018	Common shares	1,873

Reporting Owners

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

Signatures

John A. Berry, by power of attorney for Roger Bird
02/22/2017

__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).

These shares represent performance vested restricted stock awards under the Abbott Laboratories 2009 Incentive Stock Program. The awards have a 5-year term, with no more than 1/3 of the award vesting in any one year upon Abbott reaching a minimum return on equity target. The awards include the right to have stock withheld for tax purposes.

(1) Employee stock option granted pursuant to the Abbott Laboratories 2009 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option becomes exercisable in annual increments of 30,678 on 02/17/2018, 30,677 on 02/17/2019, and 30,677 on 02/17/2020.

(3) Employee stock option granted pursuant to the Abbott Laboratories 1996 Incentive Stock Program, in a transaction exempt from Section 16 under Rule 16b-3.

Remarks:

The sale transactions on February 21, 2017, 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.

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