

ABBOTT LABORATORIES

Form 4

March 10, 2005

FORM 4**UNITED 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 *
GONZALEZ RICHARD A

(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)

03/08/2005

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)

President and COO

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	03/08/2005		M	3,643	A \$ 27.4328	301,043	D
Common shares without par value	03/08/2005		M	3,065	A \$ 32.6111	304,108	D
Common shares without par value	03/08/2005		M	10,653	A \$ 39.9791	314,761	D

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Common shares without par value	03/08/2005	M	45,113	A	\$ 33.2314	359,874	D	
Common shares without par value	03/08/2005	F	51,270	D	\$ 46.65	308,604	D	
Common shares without par value						17,071 ⁽¹⁾	I	Profit Sharing Trust
Common shares without par value						15,266 ⁽²⁾	I	By wife

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

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(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) ⁽³⁾	\$ 27.4328	03/08/2005		M			3,643	02/14/2000	02/13/2007	common shares	3,643
Option (right to buy) ⁽³⁾	\$ 32.6111	03/08/2005		M			3,065	02/11/2003	02/10/2010	common shares	3,065
Option (right to buy) ⁽³⁾	\$ 39.9791	03/08/2005		M			10,653	02/21/2000	04/27/2005	common shares	10,653
Option (right to buy) ⁽³⁾	\$ 33.2314	03/08/2005		M			45,113	02/14/2004	02/13/2013	common shares	45,113

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Option (right to buy) ⁽³⁾	\$ 46.65	03/08/2005	A	2,142	09/09/2005	02/13/2007	common shares	2,142
Option (right to buy) ⁽³⁾	\$ 46.65	03/08/2005	A	2,142	09/09/2005	02/10/2010	common shares	2,142
Option (right to buy) ⁽³⁾	\$ 46.65	03/08/2005	A	37,256	09/09/2005	02/13/2013	common shares	37,256

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GONZALEZ RICHARD A 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064-6400	X		President and COO	

Signatures

John A. Berry, by power of attorney for Richard A.
Gonzalez

03/10/2005

 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 in the Abbott Laboratories Stock Retirement Trust as of March 9, 2005.

(2) The reporting person disclaims beneficial ownership of all securities held by his wife.

(3) 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(b) 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.

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