

RADY JANE E
Form 4
February 27, 2009

FORM 4

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

OMB APPROVAL

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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 *
RADY JANE E

2. Issuer Name and Ticker or Trading Symbol
ABBOTT MEDICAL OPTICS INC
[EYE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director
____ Officer (give title below) Other (specify below)
former Exec VP

C/O ABBOTT MEDICAL OPTICS INC., 1700 E. ST. ANDREW PLACE

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)

SANTA ANA, CA 92705

(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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/25/2009		U		66 ⁽¹⁾	D	\$ 22 0	I	shares previously held by Trust
Common Stock	02/26/2009		D		5,760 ⁽²⁾	D	\$ 22 0	D	
Common Stock	02/25/2009		A		364 ⁽³⁾	A	\$ 0 364	D	
Common	02/25/2009		F		167 ⁽⁴⁾	D	\$ 197	D	

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Stock					22.01			
Common Stock	02/26/2009	D	197 ⁽²⁾	D	\$ 22	0		D
Common Stock	02/25/2009	A	1,399 ⁽⁵⁾	A	\$ 0	1,399		D
Common Stock	02/25/2009	F	641 ⁽⁴⁾	D	\$ 22.01	758		D
Common Stock	02/26/2009	D	758 ⁽⁵⁾	D	\$ 22	0		D
Common Stock	02/25/2009	A	1,560 ⁽⁵⁾	A	\$ 0	1,560		D
Common Stock	02/25/2009	F	714 ⁽⁴⁾	D	\$ 22.01	846		D
Common Stock	02/26/2009	D	846 ⁽⁵⁾	D	\$ 22	0		D
Common Stock	02/25/2009	A	473 ⁽⁵⁾	A	\$ 0	473		D
Common Stock	02/25/2009	F	217 ⁽⁴⁾	D	\$ 22.01	256		D
Common Stock	02/26/2009	D	256 ⁽⁵⁾	D	\$ 22	0		D
Common Stock	02/25/2009	A	1,055 ⁽⁵⁾	A	\$ 0	1,055		D
Common Stock	02/25/2009	F	483 ⁽⁴⁾	D	\$ 22.01	572		D
Common Stock	02/26/2009	D	572 ⁽⁵⁾	D	\$ 22	0		D
Common Stock	02/25/2009	A	2,240 ⁽⁵⁾	A	\$ 0	2,240		D
Common Stock	02/25/2009	F	1,025 ⁽⁴⁾	D	\$ 22.01	1,215		D
Common Stock	02/26/2009	D	1,215 ⁽⁵⁾	D	\$ 22	0		D
Common Stock	02/25/2009	A	1,088 ⁽⁵⁾	A	\$ 0	1,088		D
Common Stock	02/25/2009	F	498 ⁽⁴⁾	D	\$ 22.01	590		D
Common Stock	02/26/2009	D	590 ⁽⁵⁾	D	\$ 22	0		D
Common Stock	02/26/2009	D	1,984 ⁽²⁾	D	\$ 22	0		I
								Shares had been held

by 401(k)
Trust

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
Employee Stock Option (Right to Buy)	\$ 33.72	02/26/2009		D ⁽⁶⁾	60,000	05/20/2008 05/20/2014	Common Stock 60,000
Employee Stock Option (Right to Buy)	\$ 38.2	02/26/2009		D ⁽⁷⁾	45,000	02/25/2009 05/26/2019	Common Stock 45,000
Employee Stock Option (Right to Buy)	\$ 45.26	02/26/2009		D ⁽⁸⁾	29,000	02/25/2009 05/24/2016	Common Stock 29,000
Employee Stock Option (Right to Buy)	\$ 42.55	02/26/2009		D ⁽⁹⁾	36,500	02/25/2009 05/21/2017	Common Stock 36,500
Employee Stock Option (Right to Buy)	\$ 22.94	02/26/2009		D ⁽¹⁰⁾	35,000	02/25/2009 05/29/2018	Common Stock 35,000

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shares of Abbott Laboratories common stock at an exercise price of \$55.92 per share, determined pursuant to a formula set forth in the Merger Agreement.

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