

ABBOTT LABORATORIES
Form 8-K
February 25, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

February 24, 2019

Date of Report (Date of earliest event reported)

ABBOTT LABORATORIES

(Exact name of registrant as specified in charter)

Illinois
(State or other Jurisdiction of Incorporation)

1-2189
(Commission File Number)

36-0698440
(IRS Employer Identification No.)

100 Abbott Park Road
Abbott Park, Illinois 60064-6400

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(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: **(224) 667-6100**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 1.02. Termination of a Material Definitive Agreement.

The disclosure set forth in Item 8.01 of this Current Report on Form 8-K is incorporated herein by reference.

Item 2.04. Triggering Events that Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement.

The disclosure set forth in Item 8.01 of this Current Report on Form 8-K is incorporated herein by reference.

Item 8.01. Other Events.

On February 24, 2019 (the "Redemption Date"), Abbott Laboratories (the "Company") and its subsidiary, St. Jude Medical, LLC ("St. Jude Medical"), as applicable, redeemed \$499,997,000 in aggregate principal amount of senior notes, consisting of (i) all of the \$483,689,000 outstanding aggregate principal amount of the Company's 2.800% Senior Notes due 2020 (the "Abbott 2.800% Notes") at a redemption price equal to 100.113% of the aggregate principal amount thereof, plus accrued and unpaid interest thereon to, but excluding, the Redemption Date and (ii) all of the \$16,308,000 outstanding aggregate principal amount of St. Jude Medical's 2.800% Senior Notes due 2020 (the "STJ 2.800% Notes") at a redemption price equal to 100.113% of the aggregate principal amount thereof, plus accrued and unpaid interest thereon to, but excluding, the Redemption Date, in each case in accordance with the terms of the indenture governing such senior notes.

The Abbott 2.800% Notes were issued pursuant to that certain Indenture, dated as of March 10, 2015, between the Company, as issuer, and U.S. Bank National Association, as trustee, as amended and supplemented by that certain Officers' Certificate Pursuant to Sections 3.1 and 3.3 of the Indenture, dated as of March 22, 2017. The STJ 2.800% Notes were issued pursuant to that certain Indenture, dated as of July 28, 2009, between St. Jude Medical, as amended and supplemented by that certain Fifth Supplemental Indenture, dated as of September 23, 2015, that certain Sixth Supplemental Indenture, dated as of January 4, 2017, and that certain Seventh Supplemental Indenture, dated as of March 6, 2017.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ABBOTT LABORATORIES

Date: February 25, 2019

By:

/s/ Brian B. Yoor
Brian B. Yoor
Executive Vice President, Finance and Chief
Financial
Officer