

AbbVie Inc.  
Form FWP  
November 14, 2016

**Filed pursuant to Rule 433**

**Dated November 14, 2016**

**Issuer Free Writing Prospectus supplementing the**

**Preliminary Prospectus Supplement dated  
November 14, 2016 and the**

**Prospectus dated April 27, 2015  
Registration No. 333-203677**

**AbbVie Inc.**

**Pricing Term Sheet**

**1,400,000,000 0.375% Senior Notes due 2019**

**1,450,000,000 1.375% Senior Notes due 2024**

**750,000,000 2.125% Senior Notes due 2028**

**Terms Applicable to Each Series of the Notes**

<b>Issuer:</b>	AbbVie Inc.
<b>Trade Date:</b>	November 14, 2016
<b>Settlement Date:</b>	November 17, 2016 (T+3)
<b>Form of Offering:</b>	SEC Registered (Registration No. 333-203677)
<b>Joint Book-Running Managers:</b>	Barclays Bank PLC Deutsche Bank AG, London Branch J.P. Morgan Securities plc Merrill Lynch International Morgan Stanley & Co. International plc BNP Paribas HSBC Bank plc Société Générale Corporate & Investment Banking
<b>Co-Managers:</b>	Banco Santander, S.A. Bank of Tokyo-Mitsubishi UFJ, Ltd. London Branch Credit Suisse Securities (Europe) Limited Goldman, Sachs & Co. Mizuho International plc RBC EUROPE LIMITED

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Standard Chartered Bank  
Wells Fargo Securities International Limited  
DNB Markets, a division of DNB Bank ASA  
Lloyds Bank plc  
U.S. Bancorp Investments, Inc.

**Redemption for Tax Reasons:**

The Issuer may redeem the notes at its option in whole, but not in part, if the tax laws of the United States (or any taxing authority in the United States) change and it becomes obligated to pay additional amounts on the notes. This redemption would be at 100% of the principal amount, together with accrued and unpaid interest on the notes to the date fixed for redemption.

**Denominations:**

100,000 and integral multiples of 1,000 in excess thereof

**Day Count Convention:**

ACTUAL / ACTUAL (ICMA)

**Listing:**

Application will be made to list the notes on the New York Stock Exchange

**Clearing and Settlement:**

Euroclear / Clearstream

**Stabilization:**

Stabilization / FCA

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**Terms applicable to 0.375% Senior Notes due 2019**

<b>Aggregate Principal Amount:</b>	1,400,000,000
<b>Final Maturity Date:</b>	November 18, 2019
<b>Interest Payment Dates:</b>	Annually on November 18 of each year beginning November 18, 2017
<b>Issue Price:</b>	99.732%, plus accrued and unpaid interest, if any, from November 17, 2016
<b>Benchmark Bund:</b>	OBL 0.25% due October 11, 2019
<b>Benchmark Bund Price and Yield:</b>	102.41 / -0.571%
<b>Spread to Benchmark Bund:</b>	+103.6 bps
<b>Mid-swap Yield:</b>	-0.035%
<b>Spread to Mid-swap:</b>	+50 bps
<b>Yield to Maturity:</b>	0.465%
<b>Coupon:</b>	0.375%
<b>Make Whole Call:</b>	+15 bps
<b>Par Call:</b>	On or after October 18, 2019
<b>CUSIP / ISIN / Common Code:</b>	00287Y AZ2 / XS1520897163 / 152089716

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**Terms applicable to 1.375% Senior Notes due 2024**

<b>Aggregate Principal Amount:</b>	1,450,000,000
<b>Final Maturity Date:</b>	May 17, 2024
<b>Interest Payment Dates:</b>	Annually on May 17 of each year beginning May 17, 2017
<b>Issue Price:</b>	99.776%, plus accrued and unpaid interest, if any, from November 17, 2016
<b>Benchmark Bund:</b>	DBR 1.5% due May 15, 2024
<b>Benchmark Bund Price and Yield:</b>	111.19 / 0.006%
<b>Spread to Benchmark Bund:</b>	+140.1 bps
<b>Mid-swap Yield:</b>	0.457%
<b>Spread to Mid-swap:</b>	+95 bps
<b>Yield to Maturity:</b>	1.407%
<b>Coupon:</b>	1.375%
<b>Make Whole Call:</b>	+25 bps
<b>Par Call:</b>	On or after February 17, 2024
<b>CUSIP / ISIN / Common Code:</b>	00287Y BA6 / XS1520899532 / 152089953

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**Terms applicable to 2.125% Senior Notes due 2028**

<b>Aggregate Principal Amount:</b>	750,000,000
<b>Final Maturity Date:</b>	November 17, 2028
<b>Interest Payment Dates:</b>	Annually on November 17 of each year beginning November 17, 2017
<b>Issue Price:</b>	99.801%, plus accrued and unpaid interest, if any, from November 17, 2016
<b>Benchmark Bund:</b>	DBR 0% due August 15, 2026
<b>Benchmark Bund Price and Yield:</b>	96.58 / 0.358%
<b>Spread to Benchmark Bund:</b>	+178.6 bps
<b>Mid-swap Yield:</b>	0.894%

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<b>Spread to Mid-swap:</b>	+125 bps
<b>Yield to Maturity:</b>	2.144%
<b>Coupon:</b>	2.125%

**Make Whole Call:** +30 bps  
**Par Call:** On or after August 17, 2028  
**CUSIP / ISIN / Common Code:** 00287Y BB4 / XS1520907814 / 152090781

**The Issuer has filed a registration statement (including a preliminary prospectus supplement and an accompanying prospectus) with the Securities and Exchange Commission ( SEC ) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents that the Issuer has filed with the SEC, including the preliminary prospectus supplement, for more complete information about the Issuer and this offering. You may get these documents for free by visiting the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, the Issuer, any underwriter or any dealer participating in the offering will arrange to send you the preliminary prospectus supplement and the accompanying prospectus if you request it by contacting Barclays Bank PLC toll-free at 1-888-603-5847; Deutsche Bank AG, London Branch toll-free at 1-800-503-4611; J.P. Morgan Securities plc collect at +44-207-134-2468; Merrill Lynch International toll-free at 1-800-294-1322; or Morgan Stanley & Co. International plc toll-free at 1-866-718-1649.**

**Terms used but not defined herein shall have the meanings ascribed thereto in the Issuer s preliminary prospectus supplement, dated November 14, 2016, to the Issuer s prospectus, dated April 27, 2015.**