

AbbVie Inc.  
Form 4  
July 31, 2015

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GONZALEZ RICHARD A

(Last) (First) (Middle)

1 N. WAUKEGAN ROAD

(Street)

NORTH CHICAGO, IL 60064

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AbbVie Inc. [ABBV]

3. Date of Earliest Transaction (Month/Day/Year)  
07/29/2015

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)  
Chairman of the Board and CEO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common stock, \$0.01 par value  | 06/03/2015                           |  | G                              | V   | 8,960   | D  | \$ 0                              |
| Common stock, \$0.01 par value  | 07/29/2015                           |  | M                              |   | 65,000  | A  | \$ 35.88                          |
| Common stock, \$0.01 par value  | 07/29/2015                           |  | S                              |   | 758   | D  | \$ 71                             |

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|                                |            |   |       |   |           |         |   |
|--------------------------------|------------|---|-------|---|-----------|---------|---|
| Common stock, \$0.01 par value | 07/29/2015 | S | 200   | D | \$ 71.02  | 537,229 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 1,300 | D | \$ 71.03  | 535,929 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 700   | D | \$ 71.04  | 535,229 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 100   | D | \$ 71.045 | 535,129 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 1,800 | D | \$ 71.05  | 533,329 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 2,300 | D | \$ 71.06  | 531,029 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 200   | D | \$ 71.065 | 530,829 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 2,124 | D | \$ 71.07  | 528,705 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 200   | D | \$ 71.075 | 528,505 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 2,800 | D | \$ 71.08  | 525,705 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 100   | D | \$ 71.085 | 525,605 | D |
|                                | 07/29/2015 | S | 2,500 | D | \$ 71.09  | 523,105 | D |

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|                                |            |   |       |   |           |         |   |
|--------------------------------|------------|---|-------|---|-----------|---------|---|
| Common stock, \$0.01 par value |            |   |       |   |           |         |   |
| Common stock, \$0.01 par value | 07/29/2015 | S | 200   | D | \$ 71.095 | 522,905 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 2,200 | D | \$ 71.1   | 520,705 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 100   | D | \$ 71.105 | 520,605 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 1,997 | D | \$ 71.11  | 518,608 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 200   | D | \$ 71.115 | 518,408 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 1,700 | D | \$ 71.12  | 516,708 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 100   | D | \$ 71.125 | 516,608 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 800   | D | \$ 71.13  | 515,808 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 500   | D | \$ 71.14  | 515,308 | D |
| Common stock, \$0.01 par value | 07/29/2015 | S | 100   | D | \$ 71.145 | 515,208 | D |
|                                | 07/29/2015 | S | 600   | D | \$ 71.15  | 514,608 | D |

Common stock, \$0.01 par value

Common stock, \$0.01 par value

Common stock, \$0.01 par value

Common stock, \$0.01 par value

07/29/2015

S

500

D

\$ 71.155

514,108

D

07/29/2015

S

800

D

\$ 71.16

513,308

D

07/29/2015

S

100

D

\$ 71.165

513,208

D

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

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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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option (right to buy) <sup>(1)</sup>       | \$ 35.88   | 07/29/2015                           |  | M                              | 65,000  | 02/15/2015 02/13/2023                                    | Common stock  | 65,000                     |

## Reporting Owners

| Reporting Owner Name / Address           | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| GONZALEZ RICHARD A<br>1 N. WAUKEGAN ROAD | X             |           | Chairman of the Board and CEO |       |

NORTH CHICAGO, IL 60064

## Signatures

Steven L. Scrogam, attorney-in-fact for Richard A.  
Gonzalez

07/31/2015

\_\_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) Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3.

### Remarks:

Form 1 of 2. The July 29, 2015 transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1.

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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