FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
-------------	------	-------

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

					` '								
	ress of Reporting Perso		suer Name and Tic bVie Inc. [AI		radinç	g Symbol		ck all applicable) Director	ng Person(s) to Issuer 10% Owner				
(Last) 1 N. WAUKE	(First) GAN ROAD		ate of Earliest Trans 06/2022	saction	(Mont	h/Day/Year)	X	below)		Other (specify below) n			
(Street) NORTH CHICAGO (City)	IL (State)	4. If .	Amendment, Date (of Origin	nal File	ed (Month/Day	Line)	S. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Т	able I - N	on-Deriva	tive	Securities Ac	quire	d, Di	sposed of	, or Be	neficially	Owned		
1. Title of Securi	ty (Instr. 3)		2. Transaction Date (Month/Day/	on 2A. Deemed Execution Date,		3. Transa Code (8)		4. Securities Disposed Of	Acquired (D) (Instr	(A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
						Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, \$0.01 par value			05/06/2022			M		74,309	A	\$54.44	226,412	D	
Common Stock, \$0.01 par value		05/06/2022			M		25,691	A	\$54.86	252,103	D		
Common Stock, \$0.01 par value		05/06/2022			S		40,176	D	\$150.1(1)	211,927	D		
Common Stock	k, \$0.01 par value		05/06/2022			S		45,988	D	\$151.13(2)	165,939	D	
Common Stock	k, \$0.01 par value		05/06/2022			S		13,836	D	\$151.78 ⁽³⁾	152,103	D	
Common Stock	k, \$0.01 par value		05/09/2022			M		66,299	A	\$54.86	218,402	D	
Common Stock	k, \$0.01 par value		05/09/2022)22			33,701	A	\$58.88	252,103	D	
Common Stock	k, \$0.01 par value		05/09/20	22		S		47,215	D	\$149.53(4)	204,888	D	
Common Stock	k, \$0.01 par value		05/09/20	22		S		31,714	D	\$150.63(5)	173,174	D	
Common Stock	k, \$0.01 par value		05/09/20	22		S		21,071	D	\$151.42(6)	152,103	D	
Common Stock	k, \$0.01 par value		05/10/20)22		M		70,779	A	\$58.88	222,882	D	
Common Stock	tle of Security (Instr. 3) 2.1 Dai (Mod nmon Stock, \$0.01 par value		05/10/20)22		M		29,221	A	\$61.36	252,103	D	
Common Stock, \$0.01 par value 05/10/20		05/10/20	22		S		22,873	D	\$151.16 ⁽⁷⁾	229,230	D		
Common Stock	k, \$0.01 par value		05/10/20	22		S		28,536	D	\$152.24(8)	200,694	D	
Common Stock, \$0.01 par value 05			05/10/20	22		S		48,591	D	\$152.83 ⁽⁹⁾	152,103	D	

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. Transa Code (8)		tion of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy) ⁽¹⁰⁾	\$54.44	05/06/2022		М			74,309	06/02/2015	06/01/2024	Common Stock	74,309	\$54.44	0	D	
Option (Right to Buy) ⁽¹⁰⁾	\$54.86	05/06/2022		М			25,691	02/18/2017	02/17/2026	Common Stock	25,691	\$54.86	66,299	D	
Option (Right to Buy) ⁽¹⁰⁾	\$54.86	05/09/2022		М			66,299	02/18/2017	02/17/2026	Common Stock	66,299	\$54.86	0	D	
Option (Right to Buy) ⁽¹⁰⁾	\$58.88	05/09/2022		M			33,701	02/19/2016	02/18/2025	Common Stock	33,701	\$58.88	70,779	D	
Option (Right to Buy) ⁽¹⁰⁾	\$58.88	05/10/2022		M			70,779	02/19/2016	02/18/2025	Common Stock	70,779	\$58.88	0	D	

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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to Buy) ⁽¹⁰⁾	\$61.36	05/10/2022		М			29,221	02/16/2018	02/15/2027	Common Stock	29,221	\$61.36	70,879	D	

Explanation of Responses:

- 1. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.58 to \$150.57 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- 2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.58 to \$151.57 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.58 to \$151.95 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 4. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$149.04 to \$150.03 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 5. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.04 to \$151.03 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- 6. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.04 to \$151.93 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range
- 7. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.55 to \$151.54 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- 8. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$151.55 to \$152.54 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 9. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$152.55 to \$153.50 inclusive. The reporting person undertakes to provide AbbVie Inc., any security holder of AbbVie Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote
- 10. Employee stock option granted pursuant to the AbbVie Amended and Restated 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3.

Remarks:

The option exercise and sale transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c).

Steven L. Scrogham, attorney-05/10/2022 in-fact for Michael Severino

** Signature of Reporting Person

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.