SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| | OMB Number: | 3235-0287 | | | | | | | | | |
|---|---------------------|--------------------------|--|--|--|--|--|--|--|--|--|
| | Estimated average b | Estimated average burden | | | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | | | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| 1. Name and Add Buckbee Ke | ress of Reporting F evin <u>K</u> | Person* | 2. Issuer Name and Ticker or Trading Symbol AbbVie Inc. [ABBV] | | tionship of Reporting Pe all applicable) Director | 10% Owner | | | | |
|-------------------------------|--------------------------------------|----------|--|--|---|-----------------------------------|--|--|--|--|
| (Last) 1 N. WAUKE | (First) GAN ROAD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/28/2024 | X | Officer (give title below) SVP, CONTROL | Other (specify below) OLLER | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Appli Line) | | | | | | |
| (Street) | IL | 60064 | | X | Form filed by One Re | porting Person | | | | |
| NORTH CHICAGO | | | | | Form filed by More the Person | an One Reporting | | | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | | | | | |
| | | | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | |

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. Transa Code (8) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect | |
|---------------------------------|--|---|------------------------------|---|--------|--|--------------------------------|---|---|-------------|--|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | | |
| Common Stock, \$0.01 par value | 02/28/2024 | | F | | 5,339 | D | \$178.99 | 13,872 | D | | |
| Common Stock, \$0.01 par value | 02/29/2024 | | S | | 5,144 | D | \$176.65 ⁽¹⁾ | 6,983 ⁽²⁾ | 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. 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 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 | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

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 \$176.65 to \$176.68, 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 reporting person transferred 1,745 shares of common stock to his former spouse pursuant to a domestic relations order since his last ownership report and has ceased to be the beneficial owner of such shares.

T.O. Odutayo, attorney-in-fact 03/01/2024

for Kevin K. Buckbee

** Signature of Reporting Person Date

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.

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