

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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

1. Name and Address of Reporting Person* <u>Strom Carrie C</u>			2. Issuer Name and Ticker or Trading Symbol <u>AbbVie Inc. [ABBV]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <u>SVP & PRES GLOBAL ALLERG AESTH</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
1 N. WAUKEGAN ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>NORTH CHICAGO IL 60064</u>								
(City)	(State)	(Zip)						

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.01 par value	02/16/2023		A		6,546 ⁽¹⁾	A	\$0	47,209	D	
Common Stock, \$0.01 par value	02/16/2023		A		5,074 ⁽²⁾	A	\$0	52,283	D	
Common Stock, \$0.01 par value	02/21/2023		M		7,809	A	\$56.93	60,092	D	
Common Stock, \$0.01 par value	02/21/2023		M		6,370	A	\$67.25	66,462	D	
Common Stock, \$0.01 par value	02/21/2023		S		5,615	D	\$150.71 ⁽³⁾	60,847	D	
Common Stock, \$0.01 par value	02/21/2023		S		7,780	D	\$151.28 ⁽⁴⁾	53,067	D	
Common Stock, \$0.01 par value	02/21/2023		S		6,533	D	\$150.74 ⁽⁵⁾	46,534	D	
Common Stock, \$0.01 par value	02/21/2023		S		7,646	D	\$151.29 ⁽⁶⁾	38,888	D	
Common Stock, \$0.01 par value	02/21/2023		S		567	D	\$150.78 ⁽⁷⁾	38,321	D	
Common Stock, \$0.01 par value	02/21/2023		S		400	D	\$151.34 ⁽⁸⁾	37,921	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	(A)	(D)	Date Exercisable	Expiration Date						Title
Option (Right to Buy) ⁽⁹⁾	\$149.62	02/16/2023		A		16,205		02/16/2024	02/15/2033	Common Stock	16,205	\$0	16,205	D	
Option (Right to Buy) ⁽¹⁰⁾	\$56.93	02/21/2023		M		7,809		02/21/2014	02/21/2023	Common Stock	7,809	\$56.93	0	D	
Option (Right to Buy) ⁽¹⁰⁾	\$67.25	02/21/2023		M		6,370		02/21/2015	02/20/2024	Common Stock	6,370	\$67.25	0	D	

Explanation of Responses:

- Represents shares of AbbVie common stock issued under a performance vesting restricted stock unit award granted to the reporting person on February 18, 2021. The award is subject to performance-vesting restrictions based on a relative return on equity measure. The performance-vesting restrictions with respect to these shares were released on the date reported in Column 2 above upon certification of performance goal attainment by the Compensation Committee of AbbVie's Board of Directors. The shares will be issued to the reporting person on February 28, 2023.
- Represents shares of AbbVie common stock issued under a performance vesting restricted stock unit award granted to the reporting person on February 17, 2022. The award is subject to performance-vesting restrictions based on a relative return on equity measure. The performance-vesting restrictions with respect to these shares were released on the date reported in Column 2 above upon certification of performance

goal attainment by the Compensation Committee of AbbVie's Board of Directors. The shares will be issued to the reporting person on February 28, 2023.

3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.12 to \$151.11, 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 \$151.12 to \$151.51, 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 \$150.12 to \$151.11, 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 \$151.12 to \$151.51, 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.

7. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$150.12 to \$151.10, 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 \$151.15 to \$151.42, 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. 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. The option becomes exercisable in annual increments of 5,402 on February 16, 2024, 5,402 on February 16, 2025, and 5,401 on February 16, 2026.

10. Employee stock option granted pursuant to the AbbVie 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. Scrogam, attorney- 02/21/2023
in-fact for Carrie Strom

** 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.

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