SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 Add	2. Date of Event Requiring Stater Month/Day/Yea 12/10/2018	ment	3. Issuer Name and Ticker or Trading Symbol <u>AbbVie Inc.</u> [ABBV]									
(Last) (First) (Middle) 1 NORTH WAUKEGAN ROAD					4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title		10% Owner Other (specify		5. If Amendment, Date of Original Filed (Month/Day/Year)6. Individual or Joint/Group Filing (Check			
(Street) NORTH CHICAGO	IL	60064	-			SVP, US Commercial		below) Operations		Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)										
		1	Fable I - Nor	n-Derivat	tive Se	ecurities Beneficiall	y Owned					
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common stock, \$0.01 par value						29,478	D					
		(e.				urities Beneficially options, convertible		s)				
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securi Underlying Derivative Securit			4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title		Amount or Derivat Number of Shares		tive	Direct (D) or Indirect (I) (Instr. 5)		
Option (right to	o buy)		(1)	02/19/2024	1	Common stock	25,290	51.	.42	D		
Option (right to	o buy)		(2)	02/18/2025	5	Common stock	27,690	58.88		D		
Option (right to buy)		(3)	02/17/2026	5	Common stock	21,810	54.	.86	D			
Option (right to buy)		(4)	02/15/2027	7	Common stock	26,110	61.	.36	D			
Option (right to	o buy)		(5)	02/14/2028	3	Common stock	16,070	114	.36	D		

Explanation of Responses:

1. Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option became exercisable as to 8,430 shares on 2/20/2015, as to 8,430 shares on 2/20/2016 and as to 8,430 shares on 2/20/2017.

2. Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option became exercisable as to 9,230 shares on 2/19/2016, as to 9,230 shares on 2/19/2017 and as to 9,230 shares on 2/19/2018.

3. Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option became exercisable as to 7,270 shares on 2/18/2017 and as to 7,270 shares on 2/18/2018, and becomes exercisable as to 7,270 shares on 2/18/2019.

4. Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option became exercisable as to 8,704 shares on 2/16/2018, and becomes exercisable as to 8,703 shares on 2/16/2019.

5. Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3. The option becomes exercisable as to 5,357 shares on 2/15/2019, as to 5,356 shares on 2/15/2020 and as to 5,357 shares on 2/15/2021.

Steven	<u>L. Scrog</u>	<u>ham,</u>	<u>attorney-</u>	12/12/2010
in-fact f	for Jeffre	v R	Stewart	<u>12/12/2018</u>

** 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 5 (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.

POWER OF ATTORNEY

The undersigned constitutes and appoints LAURA J. SCHUMACHER, JENNIFER M. LAGUNAS, EMILY A. ALEXANDER and STEVEN L. SCROGHAM, and each of them individually, as the undersigned's true and lawful attorney-in-fact and agent, with full power of substitution and re-substitution, for the undersigned and in the undersigned's name, place and stead, to prepare and sign any and all Securities and Exchange Commission ("SEC") Notices of Proposed Sales of Securities pursuant to Rule 144 under the Securities Act of 1933 on Form 144, all SEC statements on Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, including a Form ID and any other documents necessary to obtain codes and passwords necessary to make electronic filings, and any amendments or successors to such forms, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, granting unto said attorney-in-fact and agent full power and authority to do and perform each act and thing requisite, necessary or desirable to be done under said Rule 144 and Section 16(a), as fully for all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent may lawfully do or cause to be done by virtue hereof.

A copy of this power of attorney shall be filed with the SEC. The authorization set forth above shall continue in full force and effect until the undersigned is no longer required to file Forms 144, 3, 4, or 5 or if earlier, until the undersigned revokes such authorization by written instructions to the attorney-in-fact.

Date: December 7, 2018

/s/ Jeffrey R. Stewart Signature of Reporting Person

Jeffrey R. Stewart Name

AbbVie Inc. 1 N. Waukegan Road North Chicago, IL 60064