

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | |
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|--|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>SALEKI-GERHARDT AZITA</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) SVP, Operations | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2013</u> | | | | | |
| <u>1 N. WAUKEGAN ROAD</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | 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 | | |
| (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 | 02/04/2013 | | M | | 3,418 | A | \$31.9538 | 27,810 | D | |
| Common stock, \$0.01 par value | 02/04/2013 | | M | | 3,805 | A | \$29.4031 | 31,615 | D | |
| Common stock, \$0.01 par value | 02/04/2013 | | F | | 6,427 | D | \$37.18 | 25,188 | D | |
| Common stock, \$0.01 par value | | | | | | | | 1,644 ⁽¹⁾ | I | Profit sharing trust |
| Common stock, \$0.01 par value | | | | | | | | 110 ⁽²⁾ | I | By Spouse |

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) | \$31.9538 | 02/04/2013 | | M | | | 3,418 | 12/13/2012 | 02/13/2013 | Common stock | 3,418 | \$0 | 0 | D | |
| Option (right to buy) | \$29.4031 | 02/04/2013 | | M | | | 3,805 | 09/29/2007 | 02/19/2014 | Common stock | 3,805 | \$0 | 0 | D | |
| Option (right to buy) ⁽³⁾ | \$37.18 | 02/04/2013 | | A | | | 3,309 | 08/05/2013 | 02/19/2014 | Common stock | 3,309 | \$0 | 3,309 | D | |

Explanation of Responses:

- Balance in the AbbVie Savings Program.
- The reporting person disclaims beneficial ownership of all securities held by her spouse.
- Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program in a transaction exempt from Section 16 under Rule 16b-3.

Remarks:

These transactions were made pursuant to a previously adopted plan complying with Rule 10b5-1(c).

Steven L. Scrogam, attorney-in-fact for Azita Saleki-Gerhardt 02/06/2013

** 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.