**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

1. Name and Address of Reporting Person
   **FREYMAN THOMAS C**
   
   (Last)   (First)   (Middle)
   1 N. WAUKEGAN ROAD
   
   (Street)   (City)
   NORTH CHICAGO   IL 60064

2. Issuer Name and Ticker or Trading Symbol
   **AbbVie Inc. [ ABBV ]**

3. Date of Earliest Transaction (Month/Day/Year)
   05/08/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
   X Director
   10% Owner
   Officer (give title below)
   Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
   X Form filed by One Reporting Person
   Form filed by More than One Reporting Person

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### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Security</th>
<th>Date of Transaction (Month/Day/Year)</th>
<th>Shares Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>Price</th>
<th>Original Direct (D) or Indirect (I) Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, $0.01 par value</td>
<td>05/08/2020</td>
<td>A</td>
<td>2,583</td>
<td>A</td>
</tr>
<tr>
<td>Common Stock, $0.01 par value</td>
<td>05/08/2020</td>
<td>A</td>
<td>2,333</td>
<td>A</td>
</tr>
<tr>
<td>Common Stock, $0.01 par value</td>
<td></td>
<td></td>
<td>4,000 (3) I</td>
<td></td>
</tr>
</tbody>
</table>

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### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Security</th>
<th>Date of Transaction (Month/Day/Year)</th>
<th>Number of shares beneficially owned (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Exercisable Date</th>
<th>Expiration Date</th>
<th>Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 5)</th>
<th>Original Direct (D) or Indirect (I) Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
</table>

**Explanation of Responses:**

1. Received in exchange for 2,983 shares of Allergan plc common stock in connection with its acquisition by AbbVie Inc. Allergan shareholders received 0.8660 AbbVie shares for each Allergan share (based on the closing price of AbbVie's common stock of $84.22 on May 7, 2020).

2. These are restricted stock units awarded under the AbbVie 2013 Incentive Stock Program (the "Program"). They will be paid, on a one-to-one basis, in shares of AbbVie common stock on the earlier of the date of the director's separation from service, death, or the occurrence of a change in control (as defined in the Program).

3. The reporting person disclaims beneficial ownership of these securities.

**Steven L. Scrogham, attorney-in-fact for Thomas C. Freyman**

05/12/2020

**Signature of Reporting Person**

Date

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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).


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.

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