FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL |
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|              |

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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 Address of Reporting Person*  GONZALEZ RICHARD A          |  |   |   |  | 2. Issuer Name and Ticker or Trading Symbol AbbVie Inc. [ ABBV ]  |  |   |   |  |   |  |  |   | ck all applic  | all applicable) Director Officer (give title below)                      |  | 10% Owne<br>Other (spec<br>below)  |   |
|---|--|---|---|--|---|--|---|---|--|---|--|--|---|--|--|--|--|---|
| (Last) (First) (Middle) 1 N. WAUKEGAN ROAD                            |  |   |   |  | 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2018   |  |   |   |  |   |  |  |   | below)   |  |  |  |   |
| GO II   | ,  | 60064   | 4.  | 4. If Amendment, Date of Original Filed (Month/Day/Year)   |   |  |   |   |  |   |  |  | X Form filed by One Reporting Person Form filed by More than One Reporting  |  |  |  | 1  |   |
| (S  | tate)  | (Zip)   |   |  |   |  |   |   |  |   |  |  |   | 1 613011   |  |  |  |   |
| Socurity (Incl  |  | ble I - Nor   |   |  | _   |  |   | _   | Dis  |   |  |  |   |  | nt of  | Te 0   | norobin  | 7. Nature of  |
| Date  |  |   |   | •  |   | Execution Date,<br>if any<br>(Month/Day/Year)  |   | Transaction Code (Instr.  |  |   |  |  |   | ) Securitie<br>Beneficia<br>Owned F  | Securities<br>Beneficially<br>Owned Following                            |  | Direct<br>Indirect<br>str. 4)  | Indirect<br>Beneficial<br>Ownership   |
|   |  |   |   |  |   |  |   | Code  | v  | Amount  |  | (A) or<br>(D)  | Price   | Transacti  | on(s)  |  |  | (Instr. 4)  |
| Common stock, \$0.01 par value  |  |   | 02/1  | 02/15/2018   |   |  |   | A   |  | 42,649  | <b>9</b> <sup>(1)</sup>  | )(1) A \$  |   | 316,486  |  |  | D  |   |
| Common stock, \$0.01 par value  |  |   | 02/1  | 02/15/2018   |   |  |   | A   |  | 45,186  | 6 <sup>(2)</sup> A   |  | \$0   | 361,672  |  |  | D  |   |
| Common stock, \$0.01 par value  |  |   | 02/1  | 02/15/2018   |   |  |   | A   |  | 39,111  | 11 <sup>(3)</sup> A  |  | \$0   | 400,783  |  |  | D  |   |
| Common stock, \$0.01 par value  |  |   |   |  |   |  |   |   |  |   |  |  |   | 4,6  | 00 <sup>(4)</sup>  |  |  | By<br>Spouse  |
| Common stock, \$0.01 par value  |  |   |   |  |   |  |   |   |  |   |  |  |   | 45   | 0(4)   |  |  | By Step-<br>daughter  |
| Common stock, \$0.01 par value  |  |   |   |  |   |  |   |   |  |   |  |  | 45  | 0 <sup>(4)</sup>   |  |  | By Step-<br>son  |   |
|   |  |   |   |  |   |  |   |   |  |   |  |  |   | Owned  |  |  |  |   |
| 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year)   | if any  | ate, T  | Code (Instr.   |   | Derivative E   |   | Expiration  | xpiration Date   |   | of Se<br>Unde<br>Deriv   | of Securities<br>Underlying<br>Derivative Securi   |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  | derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported | e<br>s<br>ally   | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownershij<br>(Instr. 4)  |
|   |  |   | c   | Code   | v   | (A)  | (D)   | Date<br>Exercisab   | Expiration Or  | r<br>umber  |  |  | υπ( <b>3</b> )  |  |  |  |  |   |
| \$114.36  | \$114.36 02/15/2018  |   |   | A  |   | 127,610  |   | 02/15/201   | 9 0  | 2/14/2028   | Common<br>Stock  |  | 27,610  | \$0  | 127,610  |  | D  |   |
|   | (FUKEGAN III) (SO III | (First) UKEGAN ROAD  (State)  Ta Security (Instr. 3)  Stock, \$0.01 par value  Stock, \$0.01 par value  Stock, \$0.01 par value  Stock, \$0.01 par value  Stock, \$0.01 par value | (First) (Middle)  (WKEGAN ROAD  (State) (Zip)  Table I - Nore Security (Instr. 3)  Stock, \$0.01 par value  Stock, \$0.01 par value | (First) (Middle)  UKEGAN ROAD  Table I - Non-Deri  Security (Instr. 3)  Stock, \$0.01 par value  Stock, \$0.01 par value | (First) (Middle)  (Go IL 60064  (State) (Zip)  Table I - Non-Derivative (Month/Day/Vear)  Security (Instr. 3)  2. Transaction Date (Month/Day/Vear)  Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative (e.g., puts)  2. Transaction Date (month/Day/Vear)  Stock, \$0.01 par value  Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative (e.g., puts)  Code (a.g., puts) | ALEZ RICHARD A  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  Stock, \$0.01 par value  Conversion or Exercise Price of Derivative Sec (e.g., puts, calidation Date, if any (Month/Day/Year) (Month/Day/Year)  Code (Instr. 8) | ALEZ RICHARD A  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Stock, \$0.01 par value  Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Frice of Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) (Month/Day/Year | ALEZ RICHARD A  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Action Date (Month/Day/Year)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock, \$0.01 par value  Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative Securities Acquee.g., puts, calls, warrants  2. Transaction Date (e.g., puts, calls, warrants)  Table II - Derivative Securities Acquee.g., puts, calls, warrants  3. Transaction Date (if any (Month/Day/Year)  AbbVie Inc. [AB | ALEZ RICHARD A  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year)  Security (Instr. 3)  2. Transaction (Month/Day/Year)  Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (Instr. 4)  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Date (Instr. 4)  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Date (Instr. 4)  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Date (Instr. 4)  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Date (Instr. 8)  Code (Instr. 6)  Tansaction (Month/Day/Year)  Code (Instr. 6)  Source Instr. (Instr. 5)  Source Instr. (Instr. 6)  S | ALEZ RICHARD A  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Dispression of Execution Date, If any (Month/Day/Year)  Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Dispression of Exercise Date (Rooth)  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Dispression of Exercise Date (Rooth)  Table II - Derivative Securities Acquired, Dispression of Exercise Date (Rooth)  Table II - Derivative Securities Acquired, Dispression of Exercise Date (Rooth)  Table II - Derivative Securities Acquired, Dispression of Exercise Date (Rooth)  Table III - Derivative Securities Acquired (Rooth)  Table III - Derivative Securities Securitie | ALEZ RICHARDA  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, If Amendment, Solution Date, If Amendment, Solution Date, If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, If Amendment, Date of Original Filed (Month/Day/Year)  Table II - Non-Derivative Securities Acquired, Disposed of Execution Date, If Amendment, Date of Original Filed (Month/Day/Year)  A Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  A U 42,648  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  Table II - Derivative Securities Acquired (application Date, If Transaction Date, If Transaction Security  A USA Security Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  A USA Security Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  A USA Security Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  A USA Security Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  Code (Inst. Securities Acquired (a)  A USA Security Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertices)  Code (Inst. Securities Acquired (a)  Code (Inst. Securities Acquired (a)  Code (Inst. Securities Acquired, Disposed of (b) (inst. Securities Acquired (a)  Code (Inst. Securities Acquired, Disposed of (b) (inst. Securities Acquired (a)  Code (Inst. Security Securities Acquired, Disposed of (b) (inst. Securities Acquired (a)  Code (Inst. Secu | ALEZ RICHARD A  (First) (Middle)  (IL 60064  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise (Month/Day/Year)  (Month/Day/Year)  (A grand of Earliest Transaction (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A grand of Earliest Transaction (Month/Day/Year)  (Month/Day/Ye | ALEZ RICHARD A  (First) (Middle)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or Benefic Stock, \$0.01 par value  Table II - Derivative Securities Acquired, Disposed of, or | AbbVie Inc., [ABBV]  (First) (Middle)  UKEGAN ROAD  3. Date of Earliest Transaction (Month/Day/Year)   (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Code (Instr. 3)  2. Transaction Date (Month/Day/Year)   A   A   A   A   A   A   A   A   A | Abbvie Inc.  | AbbVie Inc. [ ABBV ]   Check at applicable]   X   Director   X | AbbVie Inc.   ABBV   | ABDVIE Inc. [ABBV ]  (First) (Middle)  (State) (Zip)  Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Scate) (Zip)  Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Stock, \$0.01 par value   02/15/2018   A   42,649(°)   A   \$0   316,486   D    Stock, \$0.01 par value   02/15/2018   A   42,5186(°)   A   \$0   316,486   D    Stock, \$0.01 par value   02/15/2018   A   43,9111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  Stock, \$0.01 par value   02/15/2018   A   43,186(°)   A   \$0   316,486   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   39,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   30,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   30,111(°)   A   \$0   400,783   D    Stock, \$0.01 par value   02/15/2018   A   20,111(°)   A   20,111(°)   A   20,111(°)   A    Stock, \$0.01 par value   02/15/2018   A   20,111(°)   A   20,111(°)   A   20,111(°)   A    Stock, \$0.01 par value   02/15/2018   A   20,111(°)   A   20,111(°) |

## **Explanation of Responses:**

- 1. Represents shares of AbbVie common stock issued under a performance-vested restricted stock unit award granted to the reporting person on February 18, 2016. 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, 2018.
- 2. Represents shares of AbbVie common stock issued under a performance share award granted to the reporting person on February 16, 2017. The award is subject to performance-vesting restrictions based on adjusted earnings per share and relative total shareholder return measures. 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, 2018.
- 3. Represents shares of AbbVie common stock issued under a performance-vested restricted stock unit award granted to the reporting person on February 16, 2017. 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, 2018.
- 4. The reporting person disclaims beneficial ownership of these securities
- 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 in annual increments of 42,537 on February 15, 2019, 42,536 on February 15, 2020, and 42,537 on February 15, 2021.

Steven L. Scrogham, attorneyin-fact for Richard A. Gonzalez

02/16/2018

\*\* 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.