# SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number:              | 3235-0287 |  |  |  |  |
|--------------------------|-----------|--|--|--|--|
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| hours per response:      | 0.5       |  |  |  |  |

|  | Check this box if no longer subject<br>to Section 16. Form 4 or Form 5<br>obligations may continue. <i>See</i><br>Instruction 1(b). |
|--|---|
|--|---|

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*<br><u>RAPP EDWARD J</u> |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>AbbVie Inc.</u> [ ABBV ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner |   |                       |  |
|--|---------|----------|---|--|---|-----------------------|--|
| (Last) (First) (Middle)<br>1 N. WAUKEGAN ROAD                    |         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/08/2020                    |  | Officer (give title below)  | Other (specify below) |  |
| (Street)<br>NORTH<br>CHICAGO                                     | IL      | 60064    | 4. If Amendment, Date of Original Filed (Month/Day/Year)                          | 6. Indiv<br>Line)<br>X   | vidual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person | porting Person        |  |
| (City)   | (State) | (Zip)    |   |  |   |                       |  |

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

| 1. Title of Security (Instr. 3) | y (Instr. 3)<br>2. Transaction<br>Date<br>(Month/Day/Year)<br>2. L. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)<br>2. L. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)<br>3. Transaction<br>Code (Instr.<br>8)<br>4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |  |      | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                    |                                    |   |                          |
|---------------------------------|---|--|------|---|---|---|--------------------|------------------------------------|---|--------------------------|
|                                 |   |  | Code | v   | Amount  | (A) or<br>(D)   | Price              | Transaction(s)<br>(Instr. 3 and 4) |   | (1130.4)                 |
| Common Stock, \$0.01 par value  | 05/08/2020  |  | A    |   | 2,333(1)  | A   | \$0 <sup>(1)</sup> | 32,995                             | D |                          |
| Common Stock, \$0.01 par value  |   |  |      |   |   |   |                    | 2,875 <sup>(2)</sup>               | I | By<br>spouse<br>in trust |

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

|   | -   |  |   | -                            |   | _  |  |  |                    |  |  |  |   | <br> |  |  |
|---|---|--|---|------------------------------|---|--|--|--|--------------------|--|--|--|---|------|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Nu<br>of<br>Deriv<br>Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D)<br>(Instr<br>and 5 | rative<br>rities<br>ired<br>r<br>osed<br>)<br>. 3, 4 | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | Expiration Date Amount of (Month/Day/Year) Securities Underlyin Derivative |  |  | 7. Title and 8. Price o<br>Amount of Derivative<br>Securities Security<br>Underlying (Instr. 5)<br>Security (Instr.<br>3 and 4) |      | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)  | (D)  | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |  |   |      |  |  |

Explanation of Responses:

1. 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).

2. The reporting person disclaims beneficial ownership of all securities held by his wife.

| S | teve | en L. | Scro | <u>gham,</u> | attorney- | 05/12/2020 |
|---|------|-------|------|--------------|-----------|------------|
|   | 6    |       |      | 1.7          |           | 05/12/2020 |

in-fact for Edward J. Rapp

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $\ast$  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.