

GONZALEZ RICHARD A
 Form 4
 August 08, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GONZALEZ RICHARD A

(Last) (First) (Middle)

1 N. WAUKEGAN ROAD

(Street)

NORTH CHICAGO, IL 60064

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board and CEO

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

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 or Price		
Common stock, \$0.01 par value	08/07/2017		M		193,131 A \$ 51.42	469,623	D
Common stock, \$0.01 par value	08/07/2017		S		6,779 D \$ 71.005	462,844	D
Common stock, \$0.01 par value	08/07/2017		S		1,809 D \$ 71.025	461,035	D

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Common stock, \$0.01 par value	08/07/2017	S	100	D	\$ 71.055	460,935	D
Common stock, \$0.01 par value	08/07/2017	S	3	D	\$ 71.065	460,932	D
Common stock, \$0.01 par value	08/07/2017	S	6,200	D	\$ 71.05	454,732	D
Common stock, \$0.01 par value	08/07/2017	S	1,153	D	\$ 71.015	453,579	D
Common stock, \$0.01 par value	08/07/2017	S	1,800	D	\$ 71.06	451,779	D
Common stock, \$0.01 par value	08/07/2017	S	157,163	D	\$ 71	294,616	D
Common stock, \$0.01 par value	08/07/2017	S	1,100	D	\$ 71.045	293,516	D
Common stock, \$0.01 par value	08/07/2017	S	2,602	D	\$ 71.04	290,914	D
Common stock, \$0.01 par value	08/07/2017	S	3,158	D	\$ 71.02	287,756	D
Common stock, \$0.01 par value	08/07/2017	S	446	D	\$ 71.035	287,310	D
Common stock, \$0.01 par value	08/07/2017	S	9,618	D	\$ 71.01	277,692	D
	08/07/2017	S	1,200	D	\$ 71.03	276,492	D

Common stock, \$0.01 par value			
Common stock, \$0.01 par value	4,600 ⁽¹⁾	I	By spouse
Common stock, \$0.01 par value	450 ⁽¹⁾	I	By step-daughter
Common stock, \$0.01 par value	450 ⁽¹⁾	I	By step-son

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

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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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) ⁽²⁾	\$ 51.42	08/07/2017		M	193,131	02/20/2017	02/19/2024	Common stock	193,131

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GONZALEZ RICHARD A 1 N. WAUKEGAN ROAD NORTH CHICAGO, IL 60064	X		Chairman of the Board and CEO	

Signatures

Steven L. Scrogham, attorney-in-fact for Richard A.
Gonzalez

08/08/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The reporting person disclaims beneficial ownership of these securities.
 - (2) 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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