

AbbVie Inc.
Form 4
August 20, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Schumacher Laura J

(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)
08/16/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

EVP, Bus.Dev.,Ext.Aff.&GC

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common stock, \$0.01 par value	08/16/2013		M	1,039 A \$ 30.2135	246,788	D	
Common stock, \$0.01 par value	08/16/2013		M	5,425 A \$ 28.9148	252,213	D	
Common stock, \$0.01 par value	08/16/2013		M	4,011 A \$ 34.4889	256,224	D	

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Common
stock,
\$0.01 par
value

08/16/2013

F 8,928 D \$ 43.21 247,296 D

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

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(9-02)

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)	\$ 30.2135	08/16/2013		M		1,039		06/07/2008	02/19/2014	Common stock	1,039
Option (right to buy)	\$ 28.9148	08/16/2013		M		5,425		09/25/2008	02/19/2014	Common stock	5,425
Option (right to buy)	\$ 34.4889	08/16/2013		M		4,011		01/31/2013	02/19/2014	Common stock	4,011
Option (right to buy) ⁽¹⁾	\$ 43.21	08/16/2013		A		873		02/17/2014	02/19/2014	Common stock	873
Option (right to buy) ⁽¹⁾	\$ 43.21	08/16/2013		A		4,473		02/17/2014	02/19/2014	Common stock	4,473
Option (right to buy) ⁽¹⁾	\$ 43.21	08/16/2013		A		3,582		02/17/2014	02/19/2014	Common stock	3,582

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Schumacher Laura J
1 N. WAUKEGAN ROAD
NORTH CHICAGO, IL 60064

EVP, Bus.Dev.,Ext.Aff.&GC

Signatures

Steven L. Scrogham, attorney-in-fact for Laura J.
Schumacher

08/20/2013

__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) Employee stock option granted pursuant to the AbbVie 2013 Incentive Stock Program, including a replacement option feature, in a transaction exempt from Section 16 under Rule 16b-3.

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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