

AbbVie Inc.  
Form 8-K  
September 29, 2015

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **September 29, 2015 (September 25, 2015)**

**ABBVIE INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other Jurisdiction  
of Incorporation)

**001-35565**  
(Commission File Number)

**32-0375147**  
(IRS Employer  
Identification No.)

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**1 North Waukegan Road**  
**North Chicago, Illinois 60064-6400**

(Address of principal executive offices) (Zip Code)

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Registrant's telephone number, including area code: **(847) 932-7900**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

On September 25, 2015 (the *Effective Date* ), AbbVie Inc. ( *AbbVie* ), entered into a term loan credit agreement (the *Three-Year Credit Agreement* ) among AbbVie, as borrower, the lenders from time to time party thereto, Bank of America, N.A., as administrative agent, and certain other parties. The Three-Year Credit Agreement provides for a \$2 billion term loan facility. Also on the Effective Date, AbbVie entered into a term loan credit agreement (the *364-Day Credit Agreement* ) among AbbVie, as borrower, the lenders from time to time party thereto, Bank of America, N.A., as administrative agent, and certain other parties. The 364-Day Credit Agreement provides for a \$2 billion term loan facility.

AbbVie intends to apply the proceeds from the Three-Year Credit Agreement and the 364-Day Credit Agreement to address upcoming maturities.

*Three-Year Term Loan Credit Agreement*

Advances will be available on a date after the Effective Date (the *Three-Year Closing Date* ), subject to satisfaction of certain conditions set forth in the Three-Year Credit Agreement. The commitments will mature on the date that is three years after the Three-Year Closing Date.

Borrowings may, at AbbVie's election, bear interest at either (a) the base rate plus an applicable margin ( *Base Rate Loans* ) or (b) the Eurocurrency rate plus an applicable margin ( *Eurocurrency Rate Loans* ). The applicable margin ranges from 0.0% to 0.50% per annum for Base Rate Loans and 0.625% to 1.50% per annum for Eurocurrency Rate Loans, in each case depending on the public debt rating of AbbVie then in effect.

The Three-Year Credit Agreement contains customary affirmative covenants, negative covenants, including a financial covenant, and events of default.

The foregoing summary of the Three-Year Credit Agreement does not purport to be complete and is subject to, and qualified in its entirety by, the full text of the Three-Year Credit Agreement, which is attached as Exhibit 10.1 to this Current Report on Form 8-K, and such exhibit is incorporated herein by reference.

*364-Day Term Loan Credit Agreement*

Advances will be available on a date after the Effective Date (the *364-Day Closing Date* ), subject to satisfaction of certain conditions set forth in the 364-Day Credit Agreement. The commitments will mature on the date that is 364 calendar

days after the 364-Day Closing Date.

Borrowings may, at AbbVie's election, be Base Rate Loans or Eurocurrency Rate Loans. The applicable margin with respect to such borrowings ranges from 0.0% to 0.25% per annum for Base Rate Loans and 0.5% to 1.25% per annum for Eurocurrency Rate Loans, in each case depending on the public debt rating of AbbVie then in effect.

The 364-Day Credit Agreement contains customary affirmative covenants, negative covenants, including a financial covenant, and events of default.

The foregoing summary of the 364-Day Credit Agreement does not purport to be complete and is subject to, and qualified in its entirety by, the full text of the 364-Day Credit Agreement, which is attached as Exhibit 10.2 to this Current Report on Form 8-K, and such exhibit is incorporated herein by reference.

**Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

On September 25, 2015, AbbVie entered into the Three-Year Credit Agreement as described under Item 1.01 above. The description of the Three-Year Credit Agreement set forth in Item 1.01 above is hereby incorporated by reference.

On September 25, 2015, AbbVie entered into the 364-Day Credit Agreement as described under Item 1.01 above. The description of the 364-Day Credit Agreement set forth in Item 1.01 above is hereby incorporated by reference.

**Item 9.01. Financial Statements and Exhibits.**

<b>Exhibit No.</b>	<b>Exhibit</b>
10.1	Three-Year Term Loan Credit Agreement, dated as of September 25, 2015, among AbbVie, Bank of America, N.A. and the lenders and other parties party thereto.
10.2	364-Day Term Loan Credit Agreement, dated as of September 25, 2015, among AbbVie, Bank of America, N.A. and the lenders and other parties party thereto.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ABBVIE INC.**

Date: September 29, 2015

By:

/s/ William J. Chase

Name: William J. Chase

Title: Executive Vice President, Chief Financial Officer

**EXHIBIT INDEX**

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