

ROYAL BANK OF CANADA, as a Lender

By: 

Name: Mustafa Topiwalla

Title: Authorized Signatory

BANCO SANTANDER, S.A., NEW YORK  
BRANCH, as a Lender

By:

  
Name: Juan Galan

Title: Managing Director

By:

  
Name: Terence Corcoran

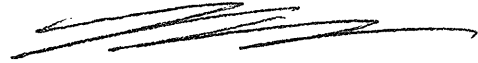
Title: Executive Director

THE BANK OF NOVA SCOTIA, as a Lender

By:   
Name: Michael Grad  
Title: Director

SOCIETE GENERALE, as a Lender

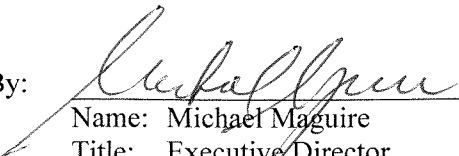
By:



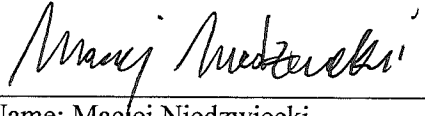
Name: Jonathan Logan

Title: Director

SUMITOMO MITSUI BANKING  
CORPORATION, as a Lender

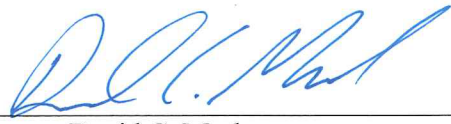
By:   
Name: Michael Maguire  
Title: Executive Director

TD BANK, N.A., as a Lender

By:   
Name: Maciej Niedzwiecki  
Title: Senior Vice President

U.S. BANK NATIONAL ASSOCIATION, as a  
Lender

By:



Name: David C. Mruk

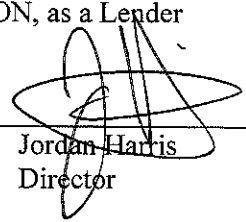
Title: SVP

WELLS FARGO BANK, NATIONAL  
ASSOCIATION, as a Lender

By: \_\_\_\_\_

Name: Jordan Harris

Title: Director

A handwritten signature in black ink, appearing to be 'Jordan Harris', is written over a horizontal line. The signature is stylized with a large loop and a vertical stroke.



**Schedule I**  
**Commitments**

LENDER	364-DAY	3-YEAR	5-YEAR	TOTAL TERM LOAN
MORGAN STANLEY SENIOR FUNDING, INC.		\$263,888,888.89	\$181,111,111.11	\$475,000,000.00
MORGAN STANLEY BANK, N.A.			\$30,000,000.00	
MUFG BANK, LTD.		\$263,888,888.89	\$211,111,111.11	\$475,000,000.00
BANK OF AMERICA, N.A.	\$1,500,000,000	\$263,888,888.89	\$211,111,111.11	\$1,975,000,000.00
MIZUHO BANK, LTD.		\$263,888,888.89	\$211,111,111.11	\$475,000,000.00
WELLS FARGO BANK NATIONAL ASSOCIATION		\$263,888,888.89	\$211,111,111.11	\$475,000,000.00
BARCLAYS BANK PLC		\$138,888,888.89	\$111,111,111.11	\$250,000,000.00
BNP PARIBAS		\$138,888,888.89	\$111,111,111.11	\$250,000,000.00
CITIBANK, N.A.		\$138,888,888.89	\$111,111,111.11	\$250,000,000.00
HSBC BANK USA, N.A.		\$138,888,888.89	\$111,111,111.11	\$250,000,000.00
BANCO SANTANDER, S.A., NEW YORK BRANCH		\$83,333,333.33	\$66,666,666.67	\$150,000,000.00
THE BANK OF NOVA SCOTIA		\$83,333,333.33	\$66,666,666.67	\$150,000,000.00
TD BANK, N.A.		\$83,333,333.33	\$66,666,666.67	\$150,000,000.00
U.S. BANK NATIONAL ASSOCIATION		\$83,333,333.33	\$66,666,666.67	\$150,000,000.00
CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH		\$41,666,666.67	\$33,333,333.33	\$75,000,000.00
DEUTSCHE BANK AG NEW YORK BRANCH		\$41,666,666.67	\$33,333,333.33	\$75,000,000.00
ROYAL BANK OF CANADA		\$41,666,666.67	\$33,333,333.33	\$75,000,000.00
SOCIETE GENERALE		\$41,666,666.67	\$33,333,333.33	\$75,000,000.00
SUMITOMO MITSUI BANKING CORPORATION		\$41,666,666.67	\$33,333,333.33	\$75,000,000.00
DNB CAPITAL LLC		\$27,777,777.78	\$22,222,222.22	\$50,000,000.00
LLOYDS BANK CORPORATE MARKETS PLC		\$27,777,777.78	\$22,222,222.22	\$50,000,000.00
THE NORTHERN TRUST COMPANY		\$27,777,777.77	\$22,222,222.23	\$50,000,000.00
<b>TOTAL</b>	<b>\$1,500,000,000</b>	<b>\$2,500,000,000</b>	<b>\$2,000,000,000</b>	<b>\$6,000,000,000</b>

## Schedule II

### Administrative Agent's Office; Certain Addresses for Notices

If to the Borrower:

AbbVie Inc.  
Dept. V312, Bldg. AP34-3  
1 North Waukegan Rd.  
North Chicago, IL 60064  
Attention: Tabettha Skarbek  
Telephone No.: (847) 938-7615  
E-mail: tabetha.skarbek@abbvie.com

*With a copy (which shall not constitute notice) to:*

Kirkland & Ellis LLP  
601 Lexington Avenue  
New York, NY 10022  
Attention: Melissa J. Hutson  
Telephone No.: (212) 446-6459  
E-mail: melissa.hutson@kirkland.com

*If to the Administrative Agent:*

Morgan Stanley Senior Funding, Inc.  
1300 Thames Street, Thames Street Wharf, 4th Floor,  
Baltimore, MD 21231  
Attention: Morgan Stanley Loan Operations  
Telephone No: (917) 260-0588  
Email: AGENCY.BORROWERS@morganstanley.com