

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS

MAYUKO HOLWILL, Individually and
on Behalf of All Others Similarly Situated,

Plaintiff,

v.

ABBVIE INC., et al.,

Defendants.

Case No. 1:18-cv-06790

Class Action

**NOTICE OF PENDENCY OF
CLASS ACTION**

If you purchased or otherwise acquired shares of the publicly-traded common stock of AbbVie Inc. during the period from October 25, 2013 through September 18, 2018, inclusive (the “Class Period”), a class action lawsuit may affect your rights.

A federal court authorized this Notice. This is not a solicitation from a lawyer.

Please read this Notice carefully and in its entirety.

The purpose of this Notice is to inform you of a class action lawsuit now pending in the United States District Court for the Northern District of Illinois (the “Court”) against AbbVie Inc. (“AbbVie” or the “Company”) and Individual Defendants Richard A. Gonzalez and William J. Chase (collectively, “Defendants”). This Notice is intended only to advise you that the action has been certified by the Court to proceed as a class action on behalf of certain purchasers of publicly-traded shares of AbbVie common stock and of your rights with respect to the lawsuit.

The Court has not decided whether Defendants did anything wrong. This Notice is not an admission by Defendants or an expression of any opinion of the Court concerning the merits of the lawsuit, and this is not a finding by the Court that the claims asserted by Class Representatives Metzler Asset Management GmbH (“Metzler”) and Ironworkers National Pension Plan (“Ironworkers”) (collectively, “Class Representatives”) in this case are valid. There is no settlement or monetary recovery at this time and there is no guarantee that there will be any recovery in the future. However, your legal rights are affected.

WHAT ARE MY OPTIONS?

DO NOTHING	Stay in this lawsuit. Await the outcome. Give up certain rights. By doing nothing, you keep the possibility of sharing in any recovery (monetary or otherwise) that may result from a trial or settlement. But, you give up any right you may have to sue Defendants separately about the same factual circumstances and legal claims being raised in this lawsuit and you will be bound by the outcome of this case.
ASK TO BE EXCLUDED BY AUGUST 10, 2022	Get out of this lawsuit. Get no benefits from it. Keep your rights. If you ask to be excluded from this lawsuit, you will not be bound by what the Court does in this case and you will keep any right you might have to sue Defendants separately about the same factual circumstances and legal claims being raised in this lawsuit. If a recovery is later awarded in this case you will not share in that recovery.

BASIC INFORMATION

1. Why did I get this Notice?

You received this Notice because the Court has certified a Class in this lawsuit and you were identified as a potential Class Member whose rights may be affected by this lawsuit. This Notice explains that the Court has allowed, or “certified,” a class action lawsuit that may affect you.

The Court decided that this lawsuit can proceed as a class action because it meets the requirements of Federal Rule of Civil Procedure 23, which governs class actions in federal district courts. Specifically, the Court found that a significant number of investors purchased shares of the publicly-traded common stock of AbbVie during the Class Period (defined herein) and that the claims asserted in the lawsuit are common enough to apply to all of those investors.

You may have legal rights and options to exercise before the Court decides who wins the case. The Honorable Charles R. Norgle of the United States District Court for the Northern District of Illinois is overseeing this class action. The lawsuit is titled *Holwill v. AbbVie Inc. et al.*, No. 1:18-CV-06790. More information about why the Court is allowing this lawsuit to proceed as a class action is contained in the Court’s Order Granting Class Certification, Appointment of Class Representative, and Approval of Class Counsel, which is available at www.abbviecuritieslitigation.com.

THE NATURE OF THE LAWSUIT

2. What does the lawsuit complain about, and what has happened in the case?

The initial complaint in this action was filed October 10, 2018. After Metzler was appointed “Lead Plaintiff” by the Court, it filed a Consolidated Amended Complaint (the “Complaint”) on July 22, 2019. The Complaint alleges that Defendants knowingly made false and misleading statements about the Company’s compliance with applicable laws, regulations, and its own code of business conduct in the marketing and sales of its flagship drug, Humira, in violation of the Securities Exchange Act of 1934. The Complaint further alleges that the omissions and false and misleading statements artificially inflated the price of AbbVie’s common stock and that, when the information was revealed to the public, AbbVie’s stock price dropped. The Complaint is available at www.abbviecuritieslitigation.com.

Defendants moved to dismiss the Complaint on September 20, 2019. On September 1, 2020, the Court issued an order denying Defendants’ motion to dismiss. A copy of that September 1, 2020 order is available at www.abbviecuritieslitigation.com.

On February 1, 2021, Metzler filed a motion for class certification. On September 23, 2021, the Court issued an order granting the motion, certifying the Class, appointing the Metzler as Class Representative, and appointing Class Counsel. The Court’s Order Granting Class Certification, Appointment of Class Representative, and Approval of Class Counsel is available at www.abbviecuritieslitigation.com. On March 8, 2022, the Court appointed Ironworkers as a co-representative. A copy of that order is available at www.abbviecuritieslitigation.com.

The parties are currently engaged in discovery. Deadlines for completing discovery, motions for summary judgment, and trial have not yet been entered by the Court.

3. How do Defendants respond?

Defendants filed an answer (the “Answer”) to the Complaint on September 25, 2020. Defendants deny any wrongdoing in this lawsuit and believe that the claims are without merit. Among other defenses, Defendants contend that the statements detailed in the Complaint were not materially false or misleading and were publicly incorporated into the price of publicly-traded AbbVie common stock before the end of the Class Period. Defendants’ Answer is available at www.abbviecuritieslitigation.com.

4. Has the Court decided who is right?

The Court has not decided whether Class Representatives or Defendants are correct and there has been no monetary recovery. By certifying the Class and issuing this Notice the Court is not suggesting that Class Representatives will win or lose this case.

Class Representatives will attempt to prove their claims in proceedings that have not yet occurred.

If a settlement of the lawsuit is reached, it will be subject to approval by the Court. Class Members will be sent additional notice of any proposed settlement. Members of the Class who have not excluded themselves will have an opportunity to object to the proposed settlement and will be required to submit a Proof of Claim form to demonstrate their entitlement to any payment, if applicable. Similarly, the Court also may direct further notice to the Class following any judgment that may be entered after the trial of this case or for any other reason that the Court may determine.

5. Is there any money available now?

No money or any other benefits are available now because neither the Court nor a jury has decided whether Defendants did anything wrong and the two sides have not settled the case. There is no guarantee that money or any other benefit ever will be obtained. If there is a recovery, you will be notified about how to request your share.

THE CLASS

6. Who is included in the Class?

The Class, as certified by the Court, consists of:

All persons and entities that, during the period from October 25, 2013 through September 18, 2018, inclusive (the “Class Period”), purchased or otherwise acquired shares of the publicly traded common stock of AbbVie Inc. (“AbbVie” or the “Company”), and were damaged thereby.

Excluded from the Class are AbbVie and the Individual Defendants; members of the immediate families of the Individual Defendants; AbbVie’s subsidiaries and affiliates; any person who is or was an officer or director of AbbVie or any of its subsidiaries during the Class Period; any entity in which any Defendant has a controlling interest; and the legal representatives, heirs, successors, and assigns of any such excluded person or entity. Also excluded from the Class is any person or entity that timely and validly requests exclusion from the Class as explained in this Notice.

Defendants have the right to move to decertify the Class, in whole or in part, or to seek the exclusion of certain entities or individuals from the Class at a later date.

7. What if I’m still not sure if I am included in the Class?

If you are still not sure whether you are included in the Class, you can obtain additional information at www.abbviecuritieslitigation.com or by writing to the lawyers who were appointed Class Counsel in this case at the address set forth below.

YOUR RIGHTS AND OPTIONS

If you are a Class Member, you have the right to decide whether to stay in the Class or ask to be excluded from the Class. If you are a member of the Class and wish to be excluded from the Class, you must request exclusion in accordance with the procedure set forth in question 10 below.

8. What happens if I am a Class Member and I do nothing?

If you do nothing and are a Class Member, you will be legally bound by all of the orders the Court issues and judgments the Court enters in this class action unless the Court issues an order decertifying the Class or excluding you from the Class at a later date. You do not have to do anything now (other than retain your records in AbbVie common stock, as detailed below) if you want to keep the possibility of obtaining money or any other benefits from this lawsuit. By doing nothing, you are staying in the Class. If you stay in the Class and Class Representatives obtain money or any other benefit, either as a result of a court ruling or a settlement, you will be notified about how to apply for your share. Keep in mind that if you do nothing now, regardless of whether Class Representatives win or lose the case, you will not be able to sue Defendants—as part of any other lawsuit—regarding the same factual circumstances and legal claims that are the subject of this lawsuit.

If you choose to remain a member of the Class, you do not need to do anything at this time other than to retain documentation of your transactions in publicly-traded AbbVie common stock. Should there be a recovery in the future, members of the Class will be required to support their requests to participate in the distribution of any such recovery by demonstrating their membership in the Class and documenting their purchases and sales of AbbVie common stock and their resulting damages. For this reason, please be sure to keep all records of your transactions in AbbVie common stock.

9. If I am a Class Member, why would I ask to be excluded?

If you want to pursue your own lawsuit or claims against Defendants regarding the conduct in this case, do not want to be bound by what the Court does in this case, or if you simply do not want to be part of the Class pursuing claims against Defendants, you need to ask to be excluded from the Class. If you exclude yourself from the Class—which also means to remove yourself from the Class and is sometimes called “opting out” of the Class—you will not be legally bound by the Court’s judgments in this class action and will keep any right you may have to later sue Defendants regarding the claims being made in the case. If you exclude yourself, you also will not receive any money or any other benefits from this lawsuit, if there are any.

If you start your own lawsuit against Defendants after you exclude yourself, you may have to hire and pay your own lawyer for that lawsuit and you will have to prove your claims. If you do exclude yourself so you can start or continue your own lawsuit against Defendants, you should talk to your own lawyer soon because your claims may be limited by time and subject to a statute barring your claims for lack of timeliness.

10. If I am a Class Member, how do I ask the Court to exclude me from the Class?

If you wish to be excluded, you must send a written request stating that you request exclusion from the Class in *Holwill v. AbbVie Inc. et al.*, No. 1:18-CV-06790. Your request for exclusion must: (i) set forth the name, address, and telephone number of the person or entity requesting exclusion; (ii) specify the number and prices of the shares of publicly-traded AbbVie common stock purchased, acquired, and sold during the Class Period and the dates of such purchases, acquisitions, and sales; and (iii) be signed by such person or entity or an authorized representative. Only request exclusion if you do not wish to participate in this class action and do not wish to share in any potential recovery that the Class may obtain. You must mail your exclusion request by first class mail, postmarked no later than August 10, 2022, to the following address:

AbbVie Inc. Securities Litigation
ATTN: EXCLUSIONS
c/o A.B. Data, Ltd.
P.O. Box 173001
Milwaukee, WI 53217

You cannot exclude yourself from the Class by telephone or by email. A request for exclusion will not be effective unless it contains all of the information required by this paragraph and it is postmarked by the date stated above or is otherwise accepted by the Court.

THE LAWYERS REPRESENTING THE CLASS

11. Do I have a lawyer in this case?

As a member of the Class, you will be represented by the law firm of Motley Rice LLC serving as “Class Counsel”:

Christopher F. Moriarty
Max N. Gruetzmacher
MOTLEY RICE LLC
28 Bridgeside Blvd.
Mt. Pleasant, SC 29464
www.motleyrice.com
(843) 216-9000

Unless you elect to retain your own personal lawyer, by remaining in the Class you will not subject yourself to any direct

obligations to pay the costs of the litigation. In the event there is a recovery by the Class, all costs and expenses, including Class Counsel's attorneys' fees, will be paid from that recovery in an amount that is approved by the Court. If there is no recovery, Class Counsel will not receive any attorneys' fees.

12. If I am a Class Member, can I get my own lawyer?

You do not need to hire your own lawyer because Class Counsel is working on your behalf. However, you have the right to retain your own personal counsel at your own expense. If you retain separate counsel, your counsel must enter an appearance in this litigation on your behalf by filing a Notice of Appearance with the Court and mailing it to Class Counsel at the addresses set forth above on or before August 10, 2022.

GETTING MORE INFORMATION

13. Where can I get more information?

If you would like more detailed information regarding this action, you may contact Class Counsel or visit www.abbviecuritieslitigation.com, where you will find case-related documents and detailed information regarding the action. You also may call the Administrator at 877-316-0169.

You also may review additional documents pertaining to this action by accessing the Court docket in this case, for a fee, through the Court's Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Clerk of the Court for the United States District Court for the Northern District of Illinois, Everett McKinley Dirksen United States Courthouse, 219 South Dearborn Street, Chicago, IL 60604, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays.

14. What if my address has changed?

If this Notice was mailed to you at an old address or if you move, please advise the Administrator of your current address so that you can receive any future notices and/or Proof of Claim forms. If you are not a member of the Class, you may discard this Notice.

NOTICE TO BROKERS AND CUSTODIANS

If, for the beneficial interest of any person or entity other than yourself, you purchased the publicly-traded common stock of AbbVie during the period from October 25, 2013 through September 18, 2018, inclusive, you must, within seven (7) calendar days of receipt of this Notice, either: (i) request from the Administrator sufficient copies of the Notice to forward to all such beneficial owners and mail them yourself; or (ii) provide a list of the names and addresses of all such beneficial owners to the Administrator at *AbbVie Inc. Securities Litigation*, c/o A.B. Data, Ltd., P.O. Box 173060, Milwaukee, WI 53217. If you choose the first option, you must send a statement to the Administrator confirming that the mailing was made and you must retain your mailing records for use in connection with any further notice that may be provided in the action. If you choose the second option, the Administrator will send a copy of the Notice to the beneficial owners. Upon full compliance with these directions, such nominees may seek reimbursement of their reasonable expenses actually incurred by providing the Administrator with proper documentation supporting the expenses for which reimbursement is sought. Copies of this Notice may also be obtained from the Settlement website, www.abbviecuritieslitigation.com, by calling the Administrator toll free at 877-316-0169, or by emailing the Administrator at info@abbviecuritieslitigation.com.

DATED: May 12, 2022

BY ORDER OF THE COURT
UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS