



ALLERGAN PLC
CLONSHAUGH BUSINESS AND TECHNOLOGY PARK
COOLOCK, DUBLIN D17 E400, IRELAND

VOTE BY INTERNET - www.proxyvote.com

Use the Internet to transmit your voting instructions and for electronic delivery of information up until 3:59 p.m. Eastern Time on October 11, 2019. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form.

VOTE BY PHONE - 1-800-690-6903

Use any touch-tone telephone to transmit your voting instructions up until 3:59 p.m. Eastern Time on October 11, 2019. Have your proxy card in hand when you call and then follow the instructions.

VOTE BY MAIL

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided. Votes by mail must be received by 10:00 a.m. Eastern Time on October 11, 2019 (in order to allow for onward transmission to Allergan's registered address electronically).

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

E84689-590914

KEEP THIS PORTION FOR YOUR RECORDS
 DETACH AND RETURN THIS PORTION ONLY

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

ALLERGAN PLC

EXTRAORDINARY GENERAL MEETING

The Board of Directors recommends you vote FOR the following:

- | | For | Against | Abstain | | For | Against | Abstain |
|--|--------------------------|--------------------------|--------------------------|--|--------------------------|--------------------------|--------------------------|
| 1. Approve the scheme of arrangement and authorize the directors of Allergan plc to take all such actions as they consider necessary or appropriate for carrying the scheme of arrangement into effect. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | | | | |
| 2. Approve the cancellation of any Allergan plc ordinary shares in issue at 11:59 p.m., Irish time, on the day before the Irish High Court hearing to sanction the scheme (excluding, in any case, any Allergan plc ordinary shares which are held from time to time by AbbVie Inc., Acquirer Sub (as defined in the scheme of arrangement) or any other subsidiary of AbbVie Inc., if any). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 4. Amend the articles of association of Allergan plc so that any ordinary shares of Allergan plc that are issued on or after the Voting Record Time (as defined in the scheme of arrangement) to persons other than Acquirer Sub or its nominees will either be subject to the terms of the scheme or will be immediately and automatically acquired by Acquirer Sub and/or its nominee(s) for the scheme consideration. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Authorize the directors of Allergan plc to allot and issue new Allergan plc shares, fully paid up, to Acquirer Sub and/or its nominee(s) in connection with effecting the scheme. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 5. Approve, on a non-binding, advisory basis, specified compensatory arrangements between Allergan plc and its named executive officers relating to the transaction. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | | | | 6. Approve any motion by the Chairman to adjourn the Extraordinary General Meeting, or any adjournments thereof, to solicit additional proxies in favor of the approval of the resolutions if there are insufficient votes at the time of the Extraordinary General Meeting to approve resolutions 1 through 4. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

The signatory (or signatories) hereto acknowledge(s) receipt of the Notice of Extraordinary General Meeting and the accompanying proxy statement and, revoking any proxy or voting instructions previously given, hereby appoint(s) Brenton L. Saunders and A. Robert D. Bailey as proxies, each with the power to appoint his substitute, and hereby authorize(s) each of them individually to represent and vote at the Extraordinary General Meeting (and at any adjournments thereof) all of the ordinary shares held by the undersigned at 9:00 a.m. Eastern Time (in the U.S.) on September 16, 2019, in each case as indicated above.

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name by a duly authorized officer or attorney or under its common seal.

Please indicate if you plan to attend this meeting. Yes No

Signature [PLEASE SIGN WITHIN BOX] Date

Signature (Joint Owners) Date

Important Notice Regarding the Availability of Proxy Materials for the Extraordinary General Meeting:
The Proxy Statement is available at www.materials.proxyvote.com.

E84690-S90914

**ALLERGAN PLC
FORM OF PROXY
EXTRAORDINARY GENERAL MEETING
October 14, 2019, 10:45 a.m. local time*
*or, if later, as soon as possible after the conclusion or adjournment of the
Court Meeting**

This proxy is solicited by the Board of Directors

The Board of Directors has fixed 9:00 a.m. Eastern Time (in the U.S.) on September 16, 2019 as the record date for the determination of shareholders entitled to receive notice of and to attend, speak and vote at the Extraordinary General Meeting. Only shareholders of record at 9:00 a.m. Eastern Time (in the U.S.) on September 16, 2019 will be entitled to receive notice of and to attend, speak and vote at the Extraordinary General Meeting or any adjournment thereof. Your attention is directed to the proxy statement for more complete information regarding the matters to be acted upon at the Extraordinary General Meeting.

The Board of Directors recommends that you vote "FOR" Proposals 1, 2, 3, 4, 5 and 6.

The proxy statement is available at www.materials.proxyvote.com.

You may vote the shares in person at the Extraordinary General Meeting. Whether or not you plan to attend the Extraordinary General Meeting, we encourage you to vote the shares: (i) by accessing the internet site www.proxyvote.com up until 3:59 p.m. Eastern Time (in the U.S.) on October 11, 2019, (ii) by calling the toll-free telephone number 1-800-690-6903 to submit your proxy up until 3:59 p.m. Eastern Time (in the U.S.) on October 11, 2019, or (iii) by marking, dating and signing any proxy card or voter instruction form provided to you and returning it in the accompanying postage paid envelope as quickly as possible, to be received by 10:00 a.m. Eastern Time (in the U.S.) on October 11, 2019 (which will be forwarded to Allergan plc's registered address electronically). This proxy card can also be handed to the Chairman of the Extraordinary General Meeting before the start of the Extraordinary General Meeting.

A shareholder entitled to attend and vote is entitled, using the form provided (or the form in section 184 of the Companies Act 2014), to appoint one or more proxies to attend, speak and vote instead of him or her at the Extraordinary General Meeting. A proxy need not be a shareholder of record. If you wish to nominate a proxy other than the Board of Directors, please contact our Corporate Secretary and also note that your nominated proxy must attend the Extraordinary General Meeting in person in order for your votes to be cast.

This proxy, when properly executed, will be voted in the manner directed herein. If no such direction is made, this proxy will be voted at the discretion of the Chairman of the Extraordinary General Meeting.

Continued and to be signed on reverse side