

Morgan Stanley

The Directors
AbbVie Inc
1 N. Waukegan Road North Chicago,
Illinois 60064

25 June 2019

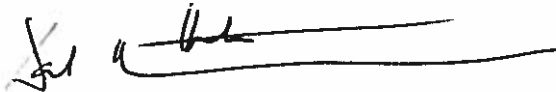
Dear Sirs,

Announcement pursuant to Rule 2.5 of the Irish Takeover Rules dated on or around the date of this letter relating to the recommended acquisition of Allergan plc ("Allergan") by AbbVie Inc. ("AbbVie") (the "Rule 2.5 Announcement")

Pursuant to Rule 24.2(f) of the Irish Takeover Rules, we confirm that we have given and not withdrawn our consent to the publication of the Rule 2.5 Announcement with the inclusion of:

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- (i) Morgan Stanley's report, as financial adviser to AbbVie pursuant to Rule 19.3(b) of the Irish Takeover Rules in relation to statement of estimated cost synergies; and
 - (ii) the references to our name in the form and context in which it appears.

Yours faithfully



David Kitterrick
For and on behalf of Morgan Stanley & Co International plc