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Morgan Stanley & Co.  
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The Directors  
Abbvie Inc  
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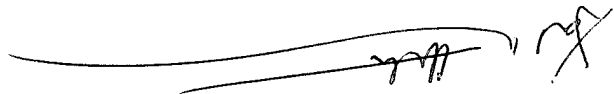
16 September 2019

Dear Sirs,

**Recommended acquisition of Allergan plc ("Allergan") by Abbvie Inc. ("Abbvie") (the "Acquisition")**

We refer to the combined proxy statement and scheme circular (the "Scheme Document") to be posted to Allergan Shareholders on 16 September 2019 in relation to the recommended offer by Abbvie to acquire all of the issued and to be issued ordinary share capital of Allergan. We hereby in accordance with Rule 24.2(f) of the Irish Takeover Rules, confirm that we have given and not withdrawn our consent to the publication of the Scheme Document with the inclusion of the references to our name in the form and context in which each such reference appears.

Yours faithfully



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