

Written resolution to approve the reduction of capital

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

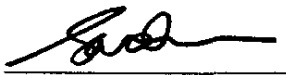
SMITHKLINE BEECHAM (SWG) LIMITED
COMPANY NUMBER: 00190223 (THE "COMPANY")

PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN ACCORDANCE WITH
SECTION 291 OF THE COMPANIES ACT 2006

SPECIAL RESOLUTION

1. THAT the issued share capital of the Company be reduced from £5,000,000 to £2.00 by cancelling and extinguishing 4,999,998 of the issued Ordinary Shares of £1.00 each in the Company, each of which is fully paid up, and the amount by which the share capital is so reduced be credited to a reserve.

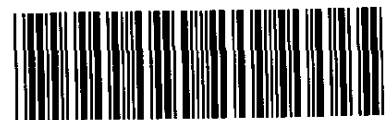
By order of the board



Director/Secretary

Date: 2 September 2020

TUESDAY



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A12

08/09/2020

#219

COMPANIES HOUSE

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT 2006

1. Eligible members are the members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
2. The circulation date of the written resolution is 2 September 2020 (the "Circulation Date")
3. The procedure for signifying agreements by eligible members to a written resolution is as follows:
 - a. a member signifies his/her its agreement to a proposed written resolution when the Company received from his/her/its (or someone acting on his/her/its behalf an authenticated document
 - i. identifying the resolution to which it relates, and
 - ii. indicating his/her/its agreement to the resolution
 - b. the documents must be sent to the Company in hard copy form or in electronic form
 - c. a members agreement to a written resolution, once signified, may not be revoked; and
 - d. a written resolution is passed when the required majority of eligible members have signified their agreement to it
4. Generally the period for agreeing to a written resolution before it lapses is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006). However eligible members should signify their agreement to the written resolution within 15 days of the Circulation Date. This is because additional stricter rules apply to a written resolution for reducing share capital. Such a resolution will be not effective unless it is supported by a solvency statement made not more than 15 days before the date on which resolution is agreed to (see Sections 641 (1)(a) and 642 (1) (a) companies Act 2006).

AGREEMENT BY ELIGIBLE MEMBERS TO WRITTEN RESOLUTIONS

We, being the eligible members of the Company:

1. Confirm that we have received a copy of the above written resolution in accordance with section 291 of the Companies Act 2006; and
2. Hereby resolve and agree that the above resolution be passed as a written resolution pursuant to Section 288 of the Companies Act 2006 and that the resolution shall take effect as a special resolution

Signed

Date 3 September 2020



For and on behalf of SmithKline Beecham Limited
Authorised signatory of Glaxo Group Limited