

WRITTEN RESOLUTION

Company No. 00526209

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING

of

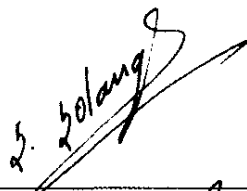
Pfizer Limited (the "Company")

I, being eligible member representing 100 per cent. of the total voting rights of eligible members who at the circulation date of this resolution would have been entitled to vote on the resolution, RESOLVE, in accordance with Chapter 2, Part 13 of the Companies Act 2006, to pass the following resolution which has been proposed as a special resolution:

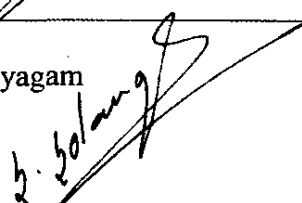
SPECIAL RESOLUTION

That the existing share premium reserve of the Company be reduced from £218,446,431 to zero.

Signed _____



Print name: Solange Savarinayagam



Signed _____

Print name: Christophe Plantegenet

represented by Solange Savarinayagam by virtue of a power of attorney granted on June 22, 2018

Pfizer Luxco Holdings SARL

Dated: 12 July 2018

TUESDAY



S7ADALZ4
SPE 17/07/2018 #145
COMPANIES HOUSE

Power of Attorney

The undersigned, Christophe PLANTEGENET, born in Wassy, France, on 16 October 1970, acting in his capacity as manager of the following legal entities:

1. Pfizer Luxembourg SARL
2. Pfizer Holdings International Luxembourg (PHIL) SARL
3. PHILCO Holdings S.à r.l.
4. Pfizer Shareholdings Intermediate SARL
5. Pfizer Luxco Holdings SARL
6. Pfizer Brazil Holding SARL
7. PHIVCO Luxembourg S.à r.l.
8. PHIVCO Holdco S.à r.l.
9. Pfizer Atlantic Holdings S.à r.l.
10. Pfizer Investment Holdings S.à r.l.
11. Pfizer Mexico Luxco SARL
12. Pfizer Holdings North America SARL
13. Pfizer Luxembourg Global Holdings S.à r.l.
14. Pfizer Group Luxembourg SARL
15. PF PRISM S.à r.l.
16. PF PRISM Holdings S.à r.l.
17. Pfizer Transactions Luxembourg S.à r.l.
18. Wyeth Ayerst S.à r.l.
19. Wyeth Whitehall SARL
20. Pfizer PFE Luxembourg S.à r.l.
21. Pfizer PFE Brazil Holding S.à r.l.
22. Pfizer PFE ITALY Holdco S.à r.l.
23. Pfizer PFE ITALY Holdco 2 S.à r.l.
24. Pfizer PFE Norway Holding S.à r.l.
25. Pfizer PFE PILSA Holdco S.à r.l.
26. Pfizer PFE Sweden Holding S.à r.l.
27. Pfizer PFE Sweden Holding 2 S.à r.l.

each legal entity hereinafter individually referred to as the “**Legal Entity**”,

DECLARES to grant power of attorney, during the period from 2 July 2018 up to and including 13 July 2018, to Mrs. Solange SAVARINAYAGAM, being together with him one of the managers of the Legal Entity, with full power to take any decision and to sign any board

resolutions of the Legal Entity and/or any documentation in his name, on his behalf and in his capacity as manager of the Legal Entity, in the framework of the Pfizer Group's project JET or any other Pfizer's project in accordance with a step plan provided by Pfizer, or in relation to working capital contributions or any decision the Legal Entity will have to take in its capacity as shareholder of any subsidiary, if any.

This power of attorney is governed by Luxembourg laws and is valid during the period from 2 July 2018 up to and including 13 July 2018.

Signed in Luxembourg, on 22 June 2018.



Christophe PLANTEGENET