

THE COMPANIES ACTS 1985 to 1989

WRITTEN RESOLUTION

Of

ORVET UK (the "Company")

(Registered in England and Wales under company number 03188178)

dated 11 October 2004

We, the undersigned, being the sole member of the Company entitled to attend and vote at a general meeting of the Company, pass the following resolution as a written resolution to have effect as if passed at a general meeting of the Company as a special resolution pursuant to regulation 53 of Table A which forms part of the Company's Articles of Association and hereby consent to the matters referred to therein:

**Special Resolution THAT** the Company should repay to its parent company and sole shareholder the sum of £48,442,906.57, such amount to represent a reduction in the Company's share premium account.



and



both duly authorised  
for and on behalf of  
Teva Pharmaceuticals Europe B.V.

