

Company Number 04543737

Allergan Biologics Limited

(the "**Company**")

## **SOLE MEMBER'S WRITTEN RESOLUTION**

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**25 January 2021 (the "Circulation Date")**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that the following resolution is passed as a special resolution (the "**Resolution**"):

### **SPECIAL RESOLUTION**

THAT the share capital of the Company be reduced by £106,891,104 by:

- cancelling and extinguishing 4 ordinary shares of £1 each and 100 A ordinary shares of £1 each;
- cancelling the share premium account of the Company, being £106,891,000.

AND THAT the amount by which the share capital is reduced shall be credited to a distributable reserve of the Company.

Please read the Notes at the end of this document before signifying your agreement to the Resolution below.



## AGREEMENT

I/WE THE UNDERSIGNED, being the sole member of the Company on the Circulation Date,  
HEREBY IRREVOCABLY AGREE to the Resolution.

Name: Martin L. Snodden

duly authorised signatory

for and on behalf of

**AGN Sundry LLC**

Dated

~~December 11, 2020~~ 25 January 2021

## NOTES

1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to [george.ewen@bakermckenzie.com](mailto:george.ewen@bakermckenzie.com).
2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the date that is 28 days after the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse.
4. A copy of the solvency statement made by the director of the Company in accordance with section 643 Companies Act 2006 for the purposes of the reduction of share capital to be effected by the passing of the Resolution is being sent or submitted to you at the same time as and together with this document.