

Company Number 5302689

**THE COMPANIES ACT 2006**  
**A COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**ALLIANCE UNICHEM SPAIN LIMITED ("the Company")**

Passed on 23 January 2012

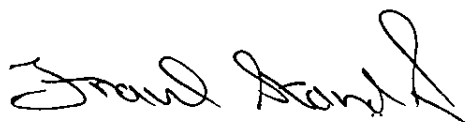
The following written resolution of the Company was duly passed on 23 January 2012 in accordance with section 281(1)(a) of the Companies Act 2006 as a special resolution

**SPECIAL RESOLUTION**

It is the intention of Alliance Boots Holdings Limited to dissolve the Company. As part of this process it has been decided to reduce the net assets of the Company by a reduction in the issued share capital and cancelling and extinguishing the share premium account of the Company

It was resolved that -

- (a) The issued share capital of the Company be reduced from €10,000,001 divided into 10,000,001 ordinary shares of €1 each fully paid to 1 ordinary share of €1 fully paid and that such reduction be affected by cancelling 10,000,000 issued shares of €1 each fully paid
- (b) The entire amount of the share premium account of €55,000,000 be cancelled and extinguished
- (c) The amount of €65,000,000 be credited to the Company's profit and loss account



For and on behalf of Alliance Boots Holdings Limited

WEDNESDAY



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COMPANIES HOUSE