

Registered No. 03890815

RESOLUTION

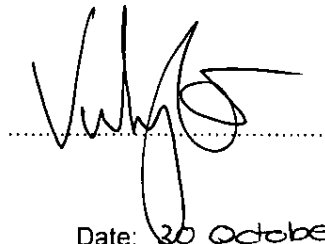
OF

SMITHKLINE BEECHAM HOLDINGS (UK) LIMITED (the "Company")

The following special resolution was passed by written resolution of the Company on 30 October 2009:

SPECIAL RESOLUTION

THAT the Company be, pursuant to article 70 of Table A, directed to enter into an intra-group share purchase agreement with GlaxoSmithKline Finance plc ("GF plc") pursuant to which the Company transfers its 30,000,010 ordinary shares of £1 each in the share capital of Setfirst Limited to GF plc for a purchase price of £12,016,931,450.21.

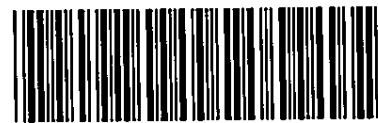


Date: 30 October 2009.

Victoria Whyte
For and on behalf of
Glaxo Group Limited
Corporate Director

CE092900026

WEDNESDAY



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11/11/2009

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