<u>PUBLIC ANNOUNCEMENT ("PA") UNDER REGULATION 6, REGULATION 13(3) AND REGULATION 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (the "SEBI (SAST) REGULATIONS, 2011")</u>

Voluntary Open Offer for acquisition of 20,609,774 Shares representing 24.33% of the total Voting Share Capital from the public shareholders of GlaxoSmithKline Pharmaceuticals Limited (the "Target Company") by GlaxoSmithKline Pte Ltd ("GSK Pte" or the "Acquirer") along with GlaxoSmithKline plc ("GSK plc") in its capacity as a person acting in concert (the "PAC") with the Acquirer.

Definitions:

For the purpose of this PA, the following terms shall have the meanings assigned to them below:

- "**Shares**" shall mean the fully paid-up equity shares of a face value of INR 10 each of the Target Company carrying voting rights and including any security which entitles the holder thereof to exercise voting rights.
- "**Open Offer**" shall mean the voluntary open offer made by the Acquirer and the PAC to the public shareholders of the Target Company for the acquisition of 20,609,774 Shares (Twenty million, six hundred and nine thousand, seven hundred and seventy four Shares) representing 24.33% of the total fully diluted voting equity share capital of the Target Company (**"Voting Share Capital"**).

1. **Open Offer details**

   1.1. Size: 20,609,774 Shares representing 24.33% of the Voting Share Capital of the Target Company.

   1.2. Price / consideration: INR 3,100 (Rupees three thousand and one hundred) per Share **(the "Open Offer Price").**

   1.3. Mode of payment: The Open Offer Price will be payable in cash by the Acquirer, in accordance with the provisions of Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.

   1.4. Type of offer: The Open Offer is a voluntary offer in terms of Regulation 6 of the SEBI (SAST) Regulations, 2011. This Open Offer is not subject to any minimum level of acceptance.

2. **Transaction which has triggered the Open Offer obligations (Underlying Transaction)**

Not applicable since this PA is being issued pursuant to a voluntary offer in terms of Regulation 6 of the SEBI (SAST) Regulations, 2011.

3. **Acquirer(s) / PAC**

Details	Acquirer (GSK Pte)	PAC (GSK plc)	Total
Name of Acquirer/ PAC	GlaxoSmithKline Pte Ltd	GlaxoSmithKline plc	Not applicable
Address	150 Beach Road #21-00 Gateway West Singapore 189720	980 Great West Road Brentford, Middlesex TW8 9GS United Kingdom	Not applicable
Name(s) of persons in control/promoters of acquirer/PAC where Acquirer/PAC are companies	GSK plc is the ultimate parent of the Acquirer. The Acquirer is a wholly owned subsidiary of Setfirst Limited, which is a wholly owned subsidiary of GlaxoSmithKline Finance plc, which is a wholly owned subsidiary of GlaxoSmithKline Holdings Limited, which is a wholly owned subsidiary of GSK plc. Each of the intermediate companies (with the exception of GlaxoSmithKline Finance plc) is a private limited liability company incorporated in England under the laws of England and Wales.	GSK plc is a company listed on the London Stock Exchange. GSK plc is a widely held listed company with a diverse public shareholding base. No person has a controlling ownership interest in GSK plc. Public filings do not identify any person as the promoter of GSK plc.	Not applicable

Details	Acquirer (GSK Pte)	PAC (GSK plc)	Total
	GlaxoSmithKline Finance plc is a public limited company incorporated in England under the laws of England and Wales.		
Name of the Group, if any, to which the Acquirer/PAC belongs to	GlaxoSmithKline Group	GlaxoSmithKline Group	Not applicable
Pre Transaction direct shareholding • Number • % of total share capital	Nil Nil	Nil Nil	Not applicable (but see *'Any other interest in the Target Company'*, below)
Proposed shareholding after the acquisition of shares which triggered the Open Offer	Not applicable	Not applicable	Not applicable
Any other interest in the Target Company	The Target Company reimburses certain expenses incurred by the Acquirer on behalf of the Target Company, as disclosed in the annual report of the Target Company.	GSK plc is the ultimate parent company of the Acquirer. GSK plc does not directly hold any Shares of the Target Company. Glaxo Group Limited, Eskaylab	42,917,488 Shares representing 50.67% of the Voting Share Capital

Details	Acquirer (GSK Pte)	PAC (GSK plc)	Total
	The Acquirer does not hold any Shares of the Target Company.	Limited, Burroughs Wellcome International Limited and Castleton Investment Limited (collectively referred to as the “Promoter Entities”) are wholly owned indirect subsidiaries of GSK plc. The Promoter Entities own in aggregate 42,917,488 Shares, constituting 50.67% of the Voting Share Capital of the Target Company as follows: • Glaxo Group Limited holds 30,485,250 Shares constituting 35.99% of the Voting Share Capital • Eskaylab Limited holds 5,880,000 Shares constituting 6.94% of the Voting Share Capital • Burroughs Wellcome International Limited holds 3,360,000 Shares constituting 3.97% of the Voting Share Capital • Castleton Investment Limited holds 3,192,238 Shares constituting 3.77% of the Voting Share Capital The Promoter Entities are not participating in the Open Offer as	

Details	Acquirer (GSK Pte)	PAC (GSK plc)	Total
		acquirers or persons acting in concert. The Target Company pays dividend to the Promoter Entities. The Target Company enters into various related party transactions in the course of its business with other subsidiaries of GSK plc (in India and worldwide) such as the purchase of materials/traded goods, clinical research and data management recoveries, and expenses recharged by, or to, other companies. Related party transactions are disclosed in the annual report of the Target Company. According to the Articles of Association of the Target Company, Glaxo Group Limited, one of the Promoter Entities, has the right to appoint and remove one third of the total non-retiring directors of the board of the Target Company, including the Chairman, the Vice Chairman and the Managing Director. Four members of the board of directors of the Target Company i.e. Mr. D. S. Parekh (Chairman of the Target Company), V. Thyagarajan (Vice-	

Details	Acquirer (GSK Pte)	PAC (GSK plc)	Total
		Chairman of the Target Company), Dr. H. B. Joshipura (Managing Director of the Target Company) and Mr. S. Harford are representatives of Glaxo Group Limited and in terms of Regulation 24(4) of the SEBI (SAST) Regulations, 2011, these members have neither participated nor shall participate in any deliberations of the board of directors of the Target Company or vote on any matter in relation to the Open Offer.	

4. Details of selling shareholders, if applicable:

Not applicable since this PA is being issued pursuant to a voluntary offer in terms of Regulation 6 of the SEBI (SAST) Regulations, 2011.

5. Target Company

5.1 Name: GlaxoSmithKline Pharmaceuticals Limited

5.2 Registered office: Dr. Annie Besant Road, Mumbai 400 030, India

5.3 Nature of business: The Target Company is engaged in the business of manufacturing, distributing and trading in pharmaceuticals. The Target Company's product portfolio includes prescription medicines and vaccines. Its prescription medicines range across therapeutic areas such as anti-infectives, dermatology, gynaecology, diabetes, oncology, cardiovascular diseases and respiratory diseases.

5.4 Exchanges where listed:

BSE Ltd.: Scrip ID: GLAXOPHARMA; Scrip Code: 500660

National Stock Exchange of India Limited: Symbol: GLAXO; ISIN: INE159A01016

6. Other details

6.1 Further details of the Open Offer shall be published on or before 23 December 2013 in the Detailed Public Statement to be issued in terms of Regulation 13(4) of the SEBI (SAST) Regulations 2011 and published in terms of Regulation 14(3) of the SEBI (SAST) Regulations 2011.

6.2 The Acquirer and the PAC undertake that they are aware of, and will comply with, their obligations under the SEBI (SAST) Regulations, 2011 and have adequate financial resources to meet the Open Offer obligations under the SEBI (SAST) Regulations 2011.

6.3 This PA is not being issued pursuant to a competitive bid. This Open Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations 2011.

6.4 In terms of Regulation 13(3) of the SEBI (SAST) Regulations, 2011 this PA is being made on the same day as the date on which the Acquirer has taken the decision to voluntarily acquire Shares through an Open Offer.

6.5 Completion of the Open Offer is subject to receipt of statutory approvals to be detailed in the Detailed Public Statement.

Issued by

Manager to the Open Offer on behalf of the Acquirer

HSBC

HSBC Securities and Capital Markets (India) Private Limited

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Contact Person: Ms. Tanu Singh / Mr. Mayank Sharma

SEBI Registration Number: INM000010353

Place: Mumbai, India

Date: 16 December 2013