

## Balance sheet of Andrae-Noris Zahn AG as of 31 August 2009

### ASSETS

in TEUR	Notes	31.08.2009	31.08.2008
<b>A FIXED ASSETS</b>			
I. Intangible assets	(3)	1,724	1,259
II. Fixed assets	(3)	55,793	57,853
III. Financial assets	(4)	94,265	65,764
Total fixed assets		<b>151,782</b>	<b>124,876</b>
<b>B CURRENT ASSETS</b>			
I. Inventories	(5)	221,075	199,630
II. Receivables and other assets	(6)	321,532	410,413
III. Cash on hand, cash in banks and cheques	(7)	24	23
Total current assets		<b>542,631</b>	<b>610,066</b>
<b>C DEFERRED EXPENSES</b>			
	(8)	1,266	1,311
<b>Balance sheet total</b>		<b>695,679</b>	<b>736,253</b>

**LIABILITIES**

in TEUR	Notes	31.08.2009	31.08.2008
<b>A EQUITY</b>			
I. Share capital	(9)	32,035	32,035
II. Capital reserve	(10)	26,855	26,855
III. Retained earnings	(11)	236,417	232,917
IV. Unappropriated retained earnings	(12)	12,125	12,171
Total equity		<b>307,432</b>	<b>303,978</b>
<b>B ACCRUALS</b>			
I. Pension accruals		51,540	50,408
II. Other accruals	(13)	29,664	28,363
Total accruals		<b>81,204</b>	<b>78,771</b>
<b>C LIABILITIES</b>			
I. Bonds	(14)	680	0
II. Liabilities due to banks		186,228	221,875
III. Trade accounts payable		106,248	113,737
IV. Other liabilities		13,887	17,892
Total liabilities		<b>307,043</b>	<b>353,504</b>
<b>Balance sheet total</b>		<b>695,679</b>	<b>736,253</b>

## Income statement of Andrae-Noris Zahn AG for the period under review 01.09.2008 – 31.08.2009

in TEUR	Notes	2009	2008
Revenues	(16)	3,633,180	3,582,882
Other operating income	(17)	25,711	23,986
		<b>3,658,891</b>	<b>3,606,868</b>
Expenses for raw materials and supplies and sourced goods		-3,431,160	-3,392,637
Personnel expenses	(18)	-102,210	-98,142
Depreciation and amortisation of tangible and intangible assets	(19)	-8,198	-8,056
Other operating expenses	(20)	-90,595	-91,009
		<b>26,728</b>	<b>17,024</b>
Revenue from investments including from affiliated companies: in TEUR 0 (PY: in TEUR 6,000)	(21)	13	6,000
Other interests and similar income including from affiliated companies: in TEUR 2,433 (PY: in TEUR 2,521)	(22)	5,554	5,034
Interest and similar expenses including to affiliated companies: in TEUR 29 (PY: in TEUR 87)	(23)	-10,003	-13,424
Profit on ordinary activities		<b>22,292</b>	<b>14,634</b>
Income tax expenses	(24)	-6,573	-2,010
Other taxes		-519	-524
Net income for the year		<b>15,200</b>	<b>12,100</b>
Profit carried forward from prior year		425	2,071
Transfer from the net income for the year to other retained earnings	(28)	-3,500	-2,000
<b>Unappropriated retained earnings</b>		<b>12,125</b>	<b>12,171</b>

## Cash flow Statement of Andreae-Noris Zahn AG

The presentation in the cash flow statement is based on the structure (DRS 2) submitted by the Accounting Standards Committee of Germany (DRS).

in TEUR	2009	2008
Net income for the year	15,200	12,100
Depreciations of property, plant and equipment	8,198	8,056
Increase/decrease of provisions	2,433	2,439
Other non-cash income and expenses	497	2,918
<b>Cash flow in the narrower sense</b>	<b>26,328</b>	<b>25,513</b>
Profit/loss from the disposal of property, plant and equipment	151	68
Increase/decrease of inventories, receivables and other assets	38,984	8,133
Increase/decrease of liabilities and other liabilities	- 11,493	- 10,847
<b>Outflow/inflow from operating activities</b>	<b>53,970</b>	<b>22,867</b>
Inflows from disposals of intangible and tangible assets	553	781
Outflows for investments in intangible and tangible assets	- 7,207	- 14,673
Inflows from disposals of financial assets	75	2,763
Outflows for investments in financial assets	- 677	- 23
<b>Outflows from investing activities</b>	<b>- 7,256</b>	<b>- 11,152</b>
Outflows from dividend payments	- 11,746	- 15,484
Inflows from the issuing of bonds and the raising of loans	10,680	916
Outflows from the repayment of bonds and loans	- 45,647	- 320
<b>Outflow/Inflow from financing activities</b>	<b>- 46,713</b>	<b>- 14,888</b>
<b>Net change in cash and cash equivalents</b>	<b>1</b>	<b>- 3,173</b>
Cash and cash equivalents at the beginning of the period	23	3,196
<b>Cash and cash equivalents at the end of the period</b>	<b>24</b>	<b>23</b>

## Statement of changes in equity Andrae-Noris Zahn AG as of 31 August 2009

in TEUR	Share capital	Capital reserve	Statutory reserve	Other retained earnings	Unappropriated earnings	Equity
<b>31.08.2008</b>	32,035	26,855	460	232,457	12,171	303,978
Dividends paid					-11,746	-11,746
Net income for the year				3,500	11,700	15,200
<b>31.08.2009</b>	32,035	26,855	460	235,957	12,125	307,432

## Development of fixed assets of Andrae-Noris Zahn AG in the fiscal year 2009

in TEUR	Cost of purchase and conversion				31.08.2009
	01.09.2008	Additions	Transfers	Disposals	
<b>I. Intangible assets</b>					
1. IT software	4,539	860	815	938	5,276
2. Advance payments made	732	0	-732	0	0
	<b>5,271</b>	<b>860</b>	<b>83</b>	<b>938</b>	<b>5,276</b>
<b>II. Fixed assets</b>					
1. Real property, rights equivalent to real property and buildings including building on third-party real property	132,788	250	0	0	133,038
2. Other equipment, office and plant equipment	85,346	6,097	-20	4,641	86,782
3. Advance payments, plants under construction	63	0	-63	0	0
	<b>218,197</b>	<b>6,347</b>	<b>-83</b>	<b>4,641</b>	<b>219,820</b>
<b>III. Financial assets</b>					
1. Investments in associates	46,832	28,176	0	175	74,833
2. Borrowings to associates	18,931	0	0	0	18,931
3. Investments	1	500	0	0	501
	<b>65,764</b>	<b>28,676</b>	<b>0</b>	<b>175</b>	<b>94,265</b>
	<b>289,232</b>	<b>35,883</b>	<b>0</b>	<b>5,754</b>	<b>319,361</b>

01.09.2008	Amortisation and depreciation			Net book value		
	Additions	Transfers	Disposals	31.08.2009	31.08.2009	31.08.2008
4,012	415	55	930	3,552	1,724	527
0	0	0	0	0	0	732
<b>4,012</b>	<b>415</b>	<b>55</b>	<b>930</b>	<b>3,552</b>	<b>1,724</b>	<b>1,259</b>
93,365	2,338	0	0	95,703	37,335	39,423
66,979	5,445	-55	4,045	68,324	18,458	18,367
0	0	0	0	0	0	63
<b>160,344</b>	<b>7,783</b>	<b>-55</b>	<b>4,045</b>	<b>164,027</b>	<b>55,793</b>	<b>57,853</b>
0	0	0	0	0	74,833	46,832
0	0	0	0	0	18,931	18,931
0	0	0	0	0	501	1
<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>94,265</b>	<b>65,764</b>
<b>164,356</b>	<b>8,198</b>	<b>0</b>	<b>4,975</b>	<b>167,579</b>	<b>151,782</b>	<b>124,876</b>

**1 | General principles**

The financial statements of Andreae-Noris Zahn AG were prepared in accordance with the provisions of the German Commercial Code (HGB).

For the sake of clarity of presentation individual items of the balance sheet and the income statement were combined and broken down separately in the Notes.

**2 | Accounting and valuation policies**

Intangible assets are capitalised at cost of purchase and depreciated on a straight-line basis in accordance with the useful life (between three and five years).

Property, plant and equipment are valued at cost of purchase and/or production, reduced by depreciations. Depreciation is based on the application of the official depreciation for wear-and-tear tables in accordance with their useful life by applying maximum tax rates; as far as admissible, depreciation is based on the declining balance method. Low cost assets with costs of purchase and/or production up to EUR 150.00 within the meaning of § 6 para 2 EstG (German Income Tax Act) are immediately written off. For assets with costs of purchase and/or production of more than EUR 150.00 but not exceeding EUR 1,000 within the meaning of § 6 para 2 EstG (German Income Tax Act) a summary item is set up which is reversed in the fiscal year during which it is set up and in the following four fiscal years with a profit-reducing effect in the amount of one fifth per year.

Financial assets are stated at costs of purchase. The lessee loans granted to ANZAG Dresden GmbH & Co. KG, ANZAG Regensburg GmbH & Co. KG and ANZAG Rostock GmbH & Co. KG of a total EUR 2.6 million are carrying no interest.

Write ups in accordance with § 280 para 2 HGB (German Commercial Code) in conjunction with § 6 para 1 No. 1 and 2 EstG were not necessary.

Inventories are valued at cost of purchase or the lower fair value. Valuation mark downs based on reach and marketability analyses were made to an appropriate extent to cover warehouse risks. The valuation of inventories was governed by the economic circumstances of the exchange of goods between branch establishments. The marketability mark downs were referred to the total inventories.

Receivables are valued at costs of purchase or the lower current cost. The credit risk is taken into account by specific and general valuation allowances.

The conversion of foreign currency receivables to Euro is made at the acquisition price taking into account the imparity principle.

Liquid assets are recognised with their nominal amount.

Pension accruals are reported in accordance with § 6a EStG based on actuarial principles subject to the application of the guideline tables 2005 G by Prof. Dr. Klaus Heubeck and an interest rate of 6 % p.a. with their part value. The accruals for anniversary allowances are likewise determined in accordance with actuarial calculations (interest rate 5.5 %) taking into account fluctuation.

Semi-retirement commitments are determined in accordance with actuarial principles (interest rate 2.75 %).

The other accruals consider all discernable risks and contingent liabilities. They are reported with the amount which is necessary in accordance with a reasonable commercial assessment.

Liabilities are recognised in liabilities with the amount due for repayment.

Contingent liabilities represent the extent of possible availments.

### 3 | Fixed assets

The focus of investments was on modernisation measures for operating equipment, more particularly in the Bremen branch, follow-up costs in respect of the new building of the Allgäu branch as well as the acquisition and implementation of software.

As a result of the availment of special tax write-offs in previous years the write-down of assets was TEUR 702 (PY: TEUR 702) lower during the reporting year compared to a regular depreciation without special tax effects in previous years.

### 4 | Financial assets

The financial assets break down as follows:

in TEUR	31.08.2009	31.08.2008
Shares in affiliates	74,832	46,831
Loans to affiliates	18,932	18,932
Investments	1	1
Investments in associates	500	0
	<b>94,265</b>	<b>65,764</b>

The change in shares in affiliates results essentially from an increase in the shareholding in OMNIA Gesellschaft für Verwaltung und Beteiligungen mbH by TEUR 23,000 and an increase in the shareholding in CPL Pharma Lager und Vertrieb GmbH by TEUR 5,000, in each case by way of a contribution in kind by contributing receivables from the corresponding company.

The loans to affiliates exist essentially in respect of OMNIA Gesellschaft für Verwaltung und Beteiligungen mbH.

During the fiscal year the shareholding in CPL Pharma Lager und Vertrieb was contributed to OMNIA Gesellschaft für Verwaltung und Beteiligungen mbH.

On 24 June 2009 vitasco GmbH, Frankfurt am Main, in which Andreae-Noris Zahn AG has a shareholding of 60 %, was set up with a share capital of TEUR 250.

On 30 June 2009 the shares in caremexx GmbH, Bad Säcking, in which Andreae-Noris Zahn AG had a shareholding of 50 %, were sold.

Effective 21 October 2008 Andreae-Noris Zahn AG acquired 24 % of the shares in Syniq GmbH, Darmstadt, with a carrying amount of investment of TEUR 500.

The shareholdings as at 31 August 2009 are as follows:

Name and registered office of the company	Shareholding in %	Equity in EUR	Profit for the year in EUR
<b>Germany</b>			
ANZAG Beteiligungsgesellschaft mbH, Grünwald <sup>1</sup>	100	34,766	1,367
ANZAG Dresden GmbH & Co. KG, Grünwald <sup>1</sup>	26	2,253,603	264,600
ANZAG Grundstücksverwaltungsgesellschaft mbH, Frankfurt am Main	100	22,530	- 68
ANZAG Immobilien-Vermietungsgesellschaft mbH, Frankfurt am Main	100	35,063	177
ANZAG Regensburg GmbH & Co. KG, Grünwald <sup>1</sup>	5	1,757,604	193,568
ANZAG Rostock GmbH & Co. KG, Grünwald <sup>1</sup>	79	2,213,523	120,091
ANZAG Rostock Grundstücks-Verwaltungsgesellschaft mbH, Grünwald <sup>1</sup>	100	24,848	39
ANZAG Verwaltungsgesellschaft mbH, Frankfurt am Main	100	86,304	254
APL Logistik und Bauplanung GmbH, Frankfurt am Main	100	171,040	99,320
AS Logistik GmbH, Stuttgart	100	28,734	772,979
CPL Pharma Lager und Vertrieb GmbH, Frankfurt am Main	100	29,046,215	2,148,281
GESDAT Gesellschaft für Informationsmanagement mbH, Frankfurt am Main	100	103,717	296,109
Grundstücks-Verwaltungsgesellschaft ANZAG Regensburg mbH, Grünwald <sup>1</sup>	100	29,836	429
OMNIA Gesellschaft für Verwaltung und Beteiligungen mbH, Frankfurt am Main	100	76,249,468	2,102,631
Syniq GmbH, Darmstadt	24	115,423	90,423
vitasco GmbH, Frankfurt am Main	60	182,401	- 67,599
vivesco Apotheken-Partner GmbH, Frankfurt am Main	100	- 7,363,937	95,449
<b>Abroad</b>			
Oktal Pharma d.o.o., Zagreb/Croatia <sup>1</sup>	49	18,446,449	3,063,161
Armila UAB, Vilnius/Lithuania <sup>1</sup>	92	8,240,848	1,856,464
Rasildos Vaistine UAB, Druskininkai/Lithuania <sup>3</sup>	92	-	-
Uzupio Vaistine UAB, Vilnius/Lithuania <sup>3</sup>	92	-	-
Jakovo Vaistine UAB, Vilnius/Lithuania <sup>3</sup>	92	-	-
Farmexpert DCI S.A., Bucharest/Romania <sup>1, 2</sup>	60	13,707,572	4,230,818

<sup>1</sup> Balance sheet date 31.12. Data refer to the last approved financial statements of 31.12.2008.

<sup>2</sup> During the fiscal year the companies of Farmexpert were merged into Farmexpert DCI.

<sup>3</sup> Subsidiaries of Armila UAB, equity and result consolidated on the level of Armila UAB.

**5 | Inventories**

Inventories break down as follows:

in TEUR	31.08.2009	31.08.2008
Raw materials and supplies	237	253
Merchandise	220,838	199,377
	<b>221,075</b>	<b>199,630</b>

**6 | Accounts receivable and other assets**

in TEUR	31.08.2009	31.08.2008
Trade accounts receivable		
Due up to 1 year	260,399	346,359
Due after 1 year	3,901	5,855
Receivables from affiliates	9,868	24,803
Other assets		
Due up to 1 year	24,061	11,132
Due after 1 year	11,502	10,894
Due after 5 years	11,801	11,370
	<b>321,532</b>	<b>410,413</b>

Receivables from affiliates result fully from cash pooling.

Other assets consist essentially of tax refund claims from the corporation tax imputation scheme, receivables from factoring companies based on retentions, assets from reinsurance policies for pension commitments as well from the insolvency insurance based on semi-retirement credit balances. Long-term tax refund claims are discounted.

**7 | Liquid assets**

The liquid assets consist essentially of cash on hand.

**8 | Deferred expenses**

in TEUR	31.08.2009	31.08.2008
Other accruals and deferrals	1,266	1,311
	<b>1,266</b>	<b>1,311</b>

The other accruals and deferrals include discounts in an amount of TEUR 151 (PY: EUR 208).

**9 | Share capital** The share capital of Andreae-Noris Zahn AG amounts to EUR 32,035,290 like in fiscal 2008. It consists like in the previous year of 10,678,430 no par value shares.<sup>1</sup>

**10 | Capital reserve** The capital reserve in the amount of TEUR 26,855 (PY: TEUR 26,855) includes the premium from capital increases, additional cash payments of shareholders similar to premiums as well as the adjustments required by the DMBilG (DM Accounting Act).

<b>11   Retained earnings</b>	in TEUR	<b>31.08.2009</b>	<b>31.08.2008</b>
	Statutory reserves	460	460
	Other retained earnings	235,957	232,457
		<b>236,417</b>	<b>232,917</b>
	Variations:		
	Status 01.09.	232,917	230,917
	Allocation from the net income for the fiscal year	3,500	2,000
	<b>Status 31.08.</b>	<b>236,417</b>	<b>232,917</b>

<b>12   Unappropriated retained earnings</b>	in TEUR	<b>31.08.2009</b>	<b>31.08.2008</b>
	Net income for the year	15,200	12,100
	Profit brought forward from prior year	425	2,071
	Allocation from net income for the year to other retained earnings	- 3,500	-2,000
	<b>Unappropriated retained earnings</b>	<b>12,125</b>	<b>12,171</b>

<b>13   Other accruals</b>	in TEUR	<b>31.08.2009</b>	<b>31.08.2008</b>
	Tax accruals	2,094	988
	Other accruals	27,570	27,375
		<b>29,664</b>	<b>28,363</b>

Other accruals concern essentially liabilities to employees (TEUR 23,282; prior year: TEUR 21,357), more particularly expenses for semi-retirement, from anniversary allowances, Christmas bonuses, residual vacation claims, profit sharing, training expenses and severance pays.

<sup>1</sup> The shareholder structure is explained at the end of the Notes under item 29.

## 14 | Liabilities

in TEUR	31.08.2009 Total	Residual term up to 1 year	Residual term more than 1 year up to 5 years	Residual term more than 5 years	31.08.2008 Total
Bonds <sup>1</sup>	680	680	0	0	0
Liabilities due to banks	186,228	92,161	91,387	2,680	221,875
Advance payments received for orders <sup>2</sup>	1,907	1,907	0	0	25
Trade accounts payable	106,248	106,248	0	0	113,737
Liabilities to affiliates <sup>2</sup>	1,427	1,427	0	0	2,978
Other liabilities <sup>2</sup>	10,553	10,553	0	0	14,889
(of which taxes)	(7,544)	(7,544)	0	0	(13,004)
(of which for social security)	(422)	(422)	0	0	(150)
	<b>307,043</b>	<b>212,976</b>	<b>91,387</b>	<b>2,680</b>	<b>353,504</b>

<sup>1</sup> The bonds are bearer bonds which are not convertible.

<sup>2</sup> Total TEUR 13,889 (PY: TEUR 17,892); in the balance sheet combined under "other liabilities".

TEUR 4,387 (prior year: TEUR 4,707) of the liabilities due to banks are collateralised by way of property charges. For an amount of TEUR 90,000 (prior year: TEUR 80,000) three promissory note loans were taken out. The liabilities to affiliates fully result from cash pooling.

By way of security for receivables under the cash pooling of the following companies of ANZAG,

- AS Logistik GmbH, Stuttgart,
- GESDAT Gesellschaft für Informationsmanagement mbH, Frankfurt am Main,
- APL Logistik und Bauplanung GmbH, Frankfurt am Main

ANZAG assigned certificated land charges in a total amount of EUR 5.0 million to these subsidiaries by declarations of assignment of 31 August 2005. On 31 August 2009 total receivables from the cash pooling of these companies amounted to TEUR 789 (prior year: TEUR 1,955).

## 15 | Contingent liabilities and other financial commitments

in TEUR	31.08.2009	31.08.2008
Contingent liabilities from collateralisation for third party liabilities	3,660	4,581
Liabilities from bills issued and transferred	1,101	836
Liabilities from the furnishing of sureties	5,000	7,500

Employment relationships have resulted in contingent financial liabilities with a maximum amount of currently TEUR 1,210 (PY: TEUR 1,210).

ANZAG signed a limited surety in the amount of EUR 20 million (prior year: EUR 20 million) for the benefit of its subsidiary CPL Pharma Lager und Vertrieb GmbH until 30 August 2010. It undertakes to make a payment up to the maximum amount upon first demand, with a limitation to the liabilities from goods deliveries existing at the time of demand at ANZAG and all of its affiliates. The liabilities amounted to TEUR 5,239 (PY: TEUR 8,880) on the balance sheet date.

In the wake of the acquisition of 92 % of the shares in Armila UAB, Lithuania, OMNIA Gesellschaft für Verwaltung und Beteiligungen GmbH undertook under a Shareholder Agreement to acquire with effect from June 2010 the remaining minority shares in the amount of 8 % from the minority shareholders (put option of the minority shareholders) and OMNIA Gesellschaft für Verwaltung und Beteiligungen GmbH has the right to acquire these shares from July 2013 (call option). The purchase price for the remaining minority shares will be governed by a purchase price formula based on the EBITDA. In accordance with § 10 of the Share Purchase Agreement and § 10 of the Shareholder Agreement ANZAG is fully liable for compliance with all the obligations referred to in these agreements until their full settlement.

Other financial obligations exist in the amount of TEUR 32,345 (PY: TEUR 37,111). Rental, lease and service agreements for buildings and plant and office equipment account for an amount of TEUR 32,170 (PY: TEUR 33,093), of which TEUR 8,909 (PY: TEUR 11,523) are liabilities to Group companies. Furthermore, liabilities from orders already placed exist on the balance sheet date for investments in tangible assets in the amount of TEUR 175 (PY: TEUR 4,018).

ANZAG signed on 31 August 2008 for the benefit of vivesco Apotheken-Partner GmbH both a letter of Comfort limited until 31 August 2010 and a Letter of Subordination limited until 31 October 2010 for an amount of TEUR 7,378.

Revenues break down as follows:

## 16 | Revenues

in TEUR	<b>01.09.2008 – 31.08.2009</b>	<b>01.09.2007 – 31.08.2008</b>
Pharmaceutical wholesale trade	3,633,180	3,582,882
<b>Total sales revenues</b>	<b>3,633,180</b>	<b>3,582,882</b>
Breakdown:		
Federal Republic of Germany	3,627,851	3,577,881
Abroad	5,329	5,001
	<b>3,633,180</b>	<b>3,582,882</b>

- 17 | Other operating income** The other operating income of TEUR 25,711 (PY: TEUR 23,986) essentially includes income from advertising allowances, handling fees for customer returns, service fees and income from the marketing of pharmaceutical data.

<b>18   Personnel expenses</b>	in TEUR	<b>01.09.2008 – 31.08.2009</b>	<b>01.09.2007 – 31.08.2008</b>
	Wages and salaries	82,179	79,760
	Other contributions and expenses for old-age pensions and support	20,031	18,382
	(of which old-age pensions)	(5,228)	(4,025)
		<b>102,210</b>	<b>98,142</b>

The average headcount is as follows:

	<b>01.09.2008 – 31.08.2009</b>	<b>01.09.2007 – 31.08.2008</b>
Wage earners	1,321	1,343
Salaried employees	1,519	1,542
Total employees	<b>2,840</b>	<b>2,885</b>
Apprentices	131	138
Total headcount	<b>2,971</b>	<b>3,023</b>

- 19 | Depreciation** Scheduled depreciation was applied.
- 20 | Other operating expenses** Other operating expenses in the amount of TEUR 90,595 (PY: EUR 91,009) mainly include costs for third-party dispatch, administration, maintenance, advertising and overheads.
- 21 | Earnings from investments** The earnings from investments result from profit distributions of Syniq GmbH in the amount of TEUR 13. Last year this item included earnings from investments in the amount of TEUR 4,000 from distributions by OMNIA GmbH and in the amount of TEUR 2,000 by CPL GmbH.
- 22 | Interest and similar income** Interest income from affiliates in the amount of TEUR 2,433 (PY: TEUR 2,521) is included in the reporting.

**23 | Interest and similar expenses** Interest payments to affiliates in the amount of TEUR 29 (PY: TEUR 87) are included in the reporting.

**24 | Income tax** Income tax is incurred essentially in respect of the profit/loss in ordinary activities.

**25 | Members of executive and non-executive bodies: total compensation and other financial commitments**

### Executive and non-executive bodies

#### Executive Board

Name	Responsibility	Place of residence	Further memberships of supervisory boards and control bodies
<b>Dr. Thomas Trümper</b> Chairman	Buildings and operations engineering, investment holding, legal, internal audit, corporate communication	Weil am Rhein	FREICON AG, Freiburg
<b>Dr. Stefan Gros</b> Finance & Controlling	Debtor management, controlling, finance, IT, investor relations, accounting	Munich	
<b>Michael Mock</b> Personnel & Logistics	Procurement, personnel, operations and organisation	Bad Homburg	
<b>Wolfgang Traut</b> Marketing & Distribution	Marketing, distribution	Hargesheim	

#### Supervisory Board

Name	Activity	Place of residence	Further memberships of supervisory boards and control bodies
<b>Manfred Renner</b> Chairman	Chairman of the Executive Board of Sanacorp eG Pharmazeutische Großhandlung, Planegg Chairman of the Executive Board of Sanacorp Pharmahandel GmbH, Planegg Chairman of the Executive Board of Sanacorp Pharmaholding AG, Planegg Member of the Executive Board of Millenium S.p.A., Bologna, Italy	Tutzing	

Name	Activity	Place of residence	Further memberships of supervisory boards and control bodies
<b>Bärbel Schnepel</b> (until 16.06.2009) Deputy Chairwoman Employee representative	Deputy Chairwoman of the Central Works Council of Andreae-Noris Zahn AG, Frankfurt am Main	Freiburg	Member of the Assembly of Representatives for the Wholesale and Warehousing Employers Liability Association, Mannheim
<b>Wolfgang Bruchhagen</b> Deputy Chairman (from 16.07.2009) Employee representative	Chairman of the Central Works Council of Andreae-Noris Zahn AG, Frankfurt am Main	Berlin	
<b>Brigitte Dittmann</b> Employee representative	Chairwoman of the Works Council of Andreae-Noris Zahn AG, Frankfurt am Main branch	Frankfurt	
<b>Jürgen Funke</b>	Pharmacist, "Neue Apotheke", Wiesbaden	Wiesbaden	Sanacorp eG Pharmazeutische Großhandlung, Planegg (Chairman) Sanacorp Pharmaholding AG, Planegg (Chairman) Sanacorp Pharmahandel GmbH, Planegg (Chairman) Millenium S.p.A., Bologna (Chairman)
<b>Prof. Dr. Rainer Lorz</b>	Attorney at Law and Partner of the Law Firm Hennerkes, Kirchdörfer & Lorz, Stuttgart	Stuttgart	internetstores AG, Stuttgart (member and Deputy Chairman)
<b>Richard Oppenheim</b>	Consultant	London	
<b>Marco Pagni</b>	Member of the Supervisory Board and member of the Executive Management of Alliance Boots, England	London	UniChem Limited The Boots Company PLC Alliance Boots Services Limited Alliance UniChem IP Limited Alliance BMP Limited Boots The Chemists Limited Alliance UniChem Group Limited Alliance UniChem Limited AB Acquisitions UK TopCo 2 Limited Alliance Boots Limited

Name	Activity	Place of residence	Further memberships of supervisory boards and control bodies
<b>Werner Peucker-Perron</b> Employee representative	Regional Secretary Lower Saxony-Bremen ver.di – Allied Services Union, Hamburg	Hamburg	
<b>Gerhard Reichert</b>	Pharmacist, "Rohrberg-Apotheke", Hengersberg	Hengersberg	Deutsche Apotheker- und Ärztebank eG, Düsseldorf
<b>Eckart Roese</b> Employee representative	Regional Plant and Logistics Manager, Integrated Network Mitte-Nord	Hildesheim	
<b>Astrid Rogge-Musall</b> Employee representative	Trade Union Secretary at the HQ of ver.di – Allied Services Union, Berlin	Berlin	
<b>Dr. Manfred Stach</b>	Consultant	Hamburg	Unilever Deutschland Holding GmbH, Hamburg (Chairman) Unilever Austria GmbH, Vienna (Chairman) GfK-Nürnberg e.V., Nürnberg (Member of the Board of Administration)
<b>Roland Vieth</b> (from 16.06.2009) Employee representative	Chairman of the Works Council of Andreae-Noris Zahn AG, Singen branch	Engen	
<b>Jacobus Bernardus de Vries</b>	Wholesale Director CEE Region (Central and Eastern Europe) of Alliance Healthcare B.V., Veghel (formerly 's-Hertogenbosch), Netherlands	Oisterwijk, Netherlands	Board Member of Alliance Healthcare Russia, Moscow, Russia Non-executive chairman of Kringapotheek B. V., 's-Hertogenbosch, Netherlands Board member of ZorgDAS association, The Hague, Netherlands
<b>Horst Weber</b> Employee representative	Deputy Chairman of the Works Council of Andreae-Noris Zahn AG, Osnabrück branch	Osnabrück	
<b>Rita Wutz</b> Employee representative	Chairwoman of the Works Council/Group Manager Goods Complaints>Returns, Andreae-Noris Zahn AG, Munich branch	Munich	

## Committees of the Supervisory Board

Committee	Members
<b>Mediation Committee in accordance with § 27 para 3 German Co-determination Act</b>	Manfred Renner (Chairman) Wolfgang Bruchhagen Marco Pagni Bärbel Schnepel (until 16.06.2009) Eckart Roese (from 16.07.2009)
<b>Personnel Committee</b>	Manfred Renner (Chairman) Wolfgang Bruchhagen Marco Pagni Bärbel Schnepel (until 16.06.2009) Eckart Roese (from 16.07.2009)
<b>Audit Committee</b>	Prof. Dr. Rainer Lorz (Chairman) Wolfgang Bruchhagen Eckart Roese Dr. Manfred Stach
<b>Investment Committee</b>	Prof. Dr. Rainer Lorz (Chairman) Wolfgang Bruchhagen Jacobus B. de Vries Eckart Roese

The total compensation for the members of the Supervisory Board amounted during the reporting period to TEUR 654 (PY: TEUR 654), including variable compensation of TEUR 582; PY: EUR 582). Some members of the Supervisory Board hold an insignificant number of shares.

The total compensation of the members of the Executive Board amounted during the reporting year to TEUR 2,420 (PY: TEUR 1,808), of which non-fixed components: TEUR 1,123 (PY: TEUR 888).

Commitments in the amount of TEUR 5,219 (PY: EUR 5,096) are provisioned by the company for previous members of the Executive Board and their surviving dependents; total compensation amounted to TEUR 518 (PY: EUR 493) in fiscal 2009. Furthermore, allocations to the pension accruals were made during the reporting year for the members of the Executive Board in the amount of TEUR 768 (PY: TEUR 776).

The compensation system for the members of the Executive Board of Andreae-Noris Zahn AG is characterised by the fact that the overall compensation of the members of the Executive Board includes fixed, performance-independent and variable, performance-dependant components. The variable compensation components are linked to the net income for the year of ANZAG under the German Commercial Code which is adjusted for certain influences and factors. The members of the Executive Board participate in this assessment basis with a percentage defined in advance. This percentage and the amount of the respective fixed salary are defined at the commencement of the contractual period and taking into account the tasks and responsibilities of the different members of the Executive Board.

Furthermore, the contracts of the members of the Executive Board now also provide for the possibility to grant a discretionary bonus. This is to provide an opportunity to reward special performance in a fiscal year beyond the variable compensation linked to the result of the company; at the same time the discretionary bonus can serve to duly take into account the peculiarities of the business or economic situation, also in respect of possible changes to the statutory framework conditions on the pharmaceutical wholesale market. The Personnel Committee of the Supervisory Board decides at its discretion about the payment and amount of this additional compensation element pending the entry into force of the German Act on the Suitability of Executive Board Compensation (VorstAG).

Furthermore, the members of the Executive Board Dr. Thomas Trümper, Michael Mock and Wolfgang Traut have received direct pension commitments. The amount of the pension commitment is determined by the fixed salary and the period of service and is hence not bound by variable compensation components. The members of the Executive Board have a claim to a company car. The corresponding costs are borne by the company. The annual pension accruals can be taken from the first paragraph on page 153. If the existing employment contracts of the members of the Executive Board are not extended, three members of the Executive Board will be paid a bridging compensation on the basis of the monthly fixed salary for a maximum of two years unless there is an offsetting of other future compensations within the framework of the contractual agreement.

## 26 | Other information

Auditor fees recognised as expenses

In fiscal 2009 total fees of TEUR 474 (PY: TEUR 245) paid to the firm of auditors PKF Deutschland GmbH, Frankfurt am Main, were recognised as expenses. They break down as follows:

in TEUR	2009	2008
Fees of auditing	125	120
Certification fees	57	0
Other services	292	125
<b>Total</b>	<b>474</b>	<b>245</b>

No fees were paid for any other services.

### Consolidated financial statements

ANZAG is a large corporation within the meaning of § 267 HGB and is required to prepare consolidated financial statements in accordance with § 290 HGB. The company has prepared the consolidated financial statements in accordance with Article 4 of Regulation (EC) No. 1606/2002 in conjunction with § 315a HGB (German Commercial Code) in conformity with international accounting standards. They are available in the electronic Bundesanzeiger (Federal Gazette) or under [www.anzag.de](http://www.anzag.de).

- 27 | Declaration of Conformity** The Executive Board and the Supervisory Board issued the Declaration of Conformity prescribed under § 161 AktG (Stock Corporation Act) on 23 April 2009. It was published on the website of the company and in the Annual Report ([www.anzag.de](http://www.anzag.de)).
- 28 | Proposal on the appropriation of profits** The income statement of ANZAG shows a net income for the year of TEUR 15,200 (PY: EUR 12,100); TEUR 3,500 (PY: EUR 2,000) of this amount were immediately allocated to the other retained earnings of ANZAG.
- Together with the profit carried forward from prior year in the amount of TEUR 425 (PY: TEUR 2,071), the unappropriated retained earnings amount to TEUR 12,125 (PY: EUR 12,171). The Executive Board and the Supervisory Board propose to the Ordinary General Meeting that an amount of TEUR 11,746 (PY: TEUR 11,746) of the unappropriated retained earnings be paid as a dividend of EUR 1.10 per no par value share (PY: EUR 1.10 per no par value share) and that TEUR 379 (PY: TEUR 425) be carried forward.
- 29 | Shareholder structure of ANZAG for fiscal 2009** The shareholder structure for fiscal 2009 presents itself as follows:
- We have been notified of the following shareholdings in accordance with the provisions of sections 21, 22 WpHG (German Securities Trading Act) (Changes in respect of the percentage of shares without reaching, exceeding/falling below a notification threshold are not included):
1. Hereby I, Stefano Pessina, Monaco, am notifying pursuant to section 21 para 1 WpHG that I exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. My voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes. This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of Alliance Participations Limited, NEWCIP S.A., Alliance Santé Participations S.A., AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to me pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).
  2. Hereby we, Alliance Participations Limited, George Town, Grand Cayman, Cayman Islands are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of NEWCIP S.A., Alliance Santé Participations S.A., AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

3. Hereby we, NEWCIP S.A., L-2449 Luxembourg, Luxembourg, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of Alliance Santé Participations S.A., AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

4. Hereby we, Alliance Santé Participations S.A., L-2449 Luxembourg, Luxembourg, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

5. Hereby we, AB Acquisitions Holdings Limited, Gibraltar, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 voting rights.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

6. Hereby we, AB Acquisitions UK Topco 1 Limited, London, United Kingdom, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 voting rights.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

7. Hereby we, AB Acquisitions UK Topco 2 Limited, London, United Kingdom, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 voting rights.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

8. Hereby we, AB Acquisitions UK Holdco 1 Limited, London, United Kingdom, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 voting rights.  
This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).
9. Hereby we, AB Acquisitions Limited, London, United Kingdom, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 voting rights.  
This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).
10. Hereby we, KKR Europe II Limited, George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.  
This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR Associates Europe II, Limited Partnership, KKR European Fund II, Limited Partnership, KKR Sprint (European II) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

11. Hereby we, KKR Associates Europe II, Limited Partnership, Calgary, Alberta, Canada, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.  
This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR European Fund II, Limited Partnership, KKR Sprint (European II) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).
12. Hereby we, KKR European Fund II, Limited Partnership, Calgary, Alberta, Canada, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.  
This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR Sprint (European II) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).
13. Hereby we, KKR Sprint (European II) Limited, George Town, Grand Cayman, Cayman Islands are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.  
This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

14. Hereby we, KKR 2006 Limited, George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR Associates 2006 (Overseas), Limited Partnership, KKR 2006 Fund (Overseas), Limited Partnership, KKR Sprint (2006) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

15. Hereby we, KKR Associates 2006 (Overseas), Limited Partnership, George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes. This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR 2006 Fund (Overseas), Limited Partnership, KKR Sprint (2006) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

16. Hereby we, KKR 2006 Fund (Overseas), Limited Partnership, George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes. This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR Sprint (2006) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc,

Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

17. Hereby we, KKR Sprint (2006) Limited, George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

18. Hereby we, KKR PEI GP Limited, St Peter Port, Guernsey, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR PEI Associates, Limited Partnership, KKR PEI Investments, Limited Partnership, KKR PEI Sicar S.à r.l., KKR Sprint (KPE) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

19. Hereby we, KKR PEI Associates, Limited Partnership, St Peter Port, Guernsey, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99% voting rights (corresponding to 3,202,754 voting rights) of KKR PEI Investments, Limited Partnership, KKR PEI Sicar S.à r.l., KKR Sprint (KPE) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99% voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99%, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00%, corresponding to 2,028,900 voting rights).

20. Hereby we, KKR PEI Investments, Limited Partnership, St Peter Port, Guernsey, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR PEI Sicar S.à r.l., KKR Sprint (KPE) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

21. Hereby we, KKR PEI Sicar S.à r.l., L-1115 Luxembourg, Luxembourg, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %.

This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of KKR Sprint (KPE) Limited, AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

22. Hereby we, KKR Sprint (KPE) Limited, George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 26 June 2007. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes.

This portion comprises 29.99 % voting rights (corresponding to 3,202,754 voting rights) of AB Acquisitions Holdings Limited, AB Acquisitions UK Topco 1 Limited, AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots plc, Alliance Unichem plc, Alliance Unichem Group Limited and Ivor Shipley Limited as well as 10.99 % voting rights of Unichem Healthcare Netherlands B.V. All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

**Our company received the following notification from Alliance Boots GmbH:**

Hereby we, Alliance Boots GmbH, Zug, Switzerland, are notifying pursuant to sections 21 para 1, 22 para 1 sentence 1 no 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 31 March 2008. Our voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes. The voting rights attributed to us are held through the following companies controlled by us whose percentage of voting rights in Andreae-Noris Zahn AG amounts to 3 % or more in each case:

- AB Acquisitions Luxco 1 Sarl,
- Alliance Boots Limited (former AB Acquisitions UK Topco 1)
- AB Acquisitions UK Topco 2 Limited,
- AB Acquisitions UK Holdco 1 Limited,
- AB Acquisitions Limited,
- Alliance Boots Holdings Limited (former Alliance Boots Plc. former Alliance Boots Ltd.)
- Alliance UniChem Limited (former Alliance UniChem Plc)
- Alliance UniChem Group Limited and
- Ivor Shipley Limited as well as
- UniChem Healthcare Netherlands B.V.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

**The company received the following additional Voting Rights Notifications pursuant to sections 21 para 1, 22 para 1 sentence 1 no 1 Securities Trading Act (Wertpapierhandelsgesetz, 'WpHG'):**

1. Hereby we, KKR European Co-Invest Fund I L.P. (Cayman), George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, 60486 Frankfurt am Main on 25 March 2008. Our voting portion amounts to 29.99 %. This corresponds to 3,202,754 votes.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG via our controlled undertakings: AB Acquisitions Holdings Limited, Alliance Boots GmbH, AB Acquisition Luxco 1 S.à r.l., Alliance Boots Limited (formerly known as AB Acquisitions UK Topco 1 Limited), AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots Holdings Limited (formerly known as Alliance Boots Limited, formerly known as Alliance Boots plc), Alliance Unichem Limited (formerly known as Alliance Unichem plc), Alliance Unichem Group Limited, Ivor Shipley Limited and Unichem Healthcare Netherlands B.V.

This portion comprises 19,00 % (corresponding to 2,028,900 voting rights) held by Ivor Shiplly Limited directly and 10.99 % (corresponding to 1,173,854 voting rights) held by Unichem Healthcare Netherlands B.V. directly.

2. Hereby we, KKR MIF Carry Holdings L.P. (Cayman), George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, 60486 Frankfurt am Main on 25 March 2008. Our voting portion amounts to 29.99 %. This corresponds to 3,202,754 votes.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG via our controlled undertakings: KKR European Co-Invest Fund I L.P., AB Acquisitions Holdings Limited, Alliance Boots GmbH, AB Acquisition Luxco 1 S.à r.l., Alliance Boots Limited (formerly known as AB Acquisitions UK Topco 1 Limited), AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots Holdings Limited (formerly known as Alliance Boots Limited, formerly known as Alliance Boots plc), Alliance Unichem Limited (formerly known as Alliance Unichem plc), Alliance Unichem Group Limited, Ivor Shipley Limited and Unichem Healthcare Netherlands B.V.

This portion comprises 19,00 % (corresponding to 2,028,900 voting rights) held by Ivor Shiplly Limited directly and 10.99 % (corresponding to 1,173,854 voting rights) held by Unichem Healthcare Netherlands B.V. directly.

3. Hereby we, KKR MIF Carry Limited (Cayman), George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, 60486 Frankfurt am Main on 25 March 2008. Our voting portion amounts to 29.99 %. This corresponds to 3,202,754 votes.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG via our controlled undertakings: KKR MIF Carry Holdings L.P. (Cayman), KKR European Co-Invest Fund I L.P., AB Acquisitions Holdings Limited, Alliance Boots GmbH, AB Acquisition Luxco 1 S.à r.l., Alliance Boots Limited (formerly known as AB Acquisitions UK Topco 1 Limited), AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots Holdings Limited (formerly known as Alliance Boots Limited, formerly known as Alliance Boots plc), Alliance Unichem Limited (formerly known as Alliance Unichem plc), Alliance Unichem Group Limited, Ivor Shipley Limited and Unichem Healthcare Netherlands B.V.

This portion comprises 19,00 % (corresponding to 2,028,900 voting rights) held by Ivor Shiply Limited directly and 10.99 % (corresponding to 1,173,854 voting rights) held by Unichem Healthcare Netherlands B.V. directly.

4. Hereby we, KKR Index Fund Investments L.P. (Cayman), George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, 60486 Frankfurt am Main on 25 March 2008. Our voting portion amounts to 29.99 %. This corresponds to 3,202,754 votes.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG via our controlled undertakings: KKR MIF Carry Limited (Cayman), KKR MIF Carry Holdings L.P. (Cayman), KKR European Co-Invest Fund I L.P., AB Acquisitions Holdings Limited, Alliance Boots GmbH, AB Acquisition Luxco 1 S.à r.l., Alliance Boots Limited (formerly known as AB Acquisitions UK Topco 1 Limited), AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots Holdings Limited (formerly known as Alliance Boots Limited, formerly known as Alliance Boots plc), Alliance Unichem Limited (formerly known as Alliance Unichem plc), Alliance Unichem Group Limited, Ivor Shipley Limited and Unichem Healthcare Netherlands B.V.

This portion comprises 19,00 % (corresponding to 2,028,900 voting rights) held by Ivor Shiply Limited directly and 10.99 % (corresponding to 1,173,854 voting rights) held by Unichem Healthcare Netherlands B.V. directly.

5. Hereby we, KKR IFI GP L.P. (Cayman), George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, 60486 Frankfurt am Main on 25 March 2008. Our voting portion amounts to 29.99 %. This corresponds to 3,202,754 votes.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG via our controlled undertakings: KKR Index Fund Investments L.P. (Cayman), KKR MIF Carry Limited (Cayman), KKR MIF Carry Holdings L.P. (Cayman), KKR European Co-Invest Fund I L.P., AB Acquisitions Holdings Limited, Alliance Boots GmbH, AB Acquisition Luxco 1 S.à r.l., Alliance Boots Limited (formerly known as AB Acquisitions UK Topco 1 Limited), AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots Holdings Limited (formerly known as Alliance Boots Limited, formerly known as Alliance Boots plc), Alliance Unichem Limited (formerly known as Alliance Unichem plc), Alliance Unichem Group Limited, Ivor Shipley Limited and Unichem Healthcare Netherlands B.V.

This portion comprises 19,00 % (corresponding to 2,028,900 voting rights) held by Ivor Shiply Limited directly and 10.99 % (corresponding to 1,173,854 voting rights) held by Unichem Healthcare Netherlands B.V. directly.

6. Hereby we, KKR IFI Limited (Cayman), George Town, Grand Cayman, Cayman Islands, are notifying pursuant to section 21 para 1 WpHG that we exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, 60486 Frankfurt am Main on 25 March 2008. Our voting portion amounts to 29.99 %. This corresponds to 3,202,754 votes.

All of the aforementioned voting rights are attributed to us pursuant to section 22 para 1 sentence 1 no 1 WpHG via our controlled undertakings: KKR IFI GP L.P. (Cayman), KKR Index Fund Investments L.P. (Cayman), KKR MIF Carry Limited (Cayman), KKR MIF Carry Holdings L.P. (Cayman), KKR European Co-Invest Fund I L.P., AB Acquisitions Holdings Limited, Alliance Boots GmbH, AB Acquisition Luxco 1 S.à r.l., Alliance Boots Limited (formerly known as AB Acquisitions UK Topco 1 Limited), AB Acquisitions UK Topco 2 Limited, AB Acquisitions UK Holdco 1 Limited, AB Acquisitions Limited, Alliance Boots Holdings Limited (formerly known as Alliance Boots Limited, formerly known as Alliance Boots plc), Alliance Unichem Limited (formerly known as Alliance Unichem plc), Alliance Unichem Group Limited, Ivor Shipley Limited and Unichem Healthcare Netherlands B.V.

This portion comprises 19,00 % (corresponding to 2,028,900 voting rights) held by Ivor Shiply Limited directly and 10.99 % (corresponding to 1,173,854 voting rights) held by Unichem Healthcare Netherlands B.V. directly.

**AB Acquisitions Luxco 1 Sarl, Luxembourg**, Luxembourg, notified us pursuant to section 21 para 1, 22 para 1 sentence 1 no 1 WpHG that it exceeded the thresholds of 3 %, 5 %, 10 %, 15 %, 20 % and 25 % of the voting rights in Andreae-Noris Zahn Aktiengesellschaft, Frankfurt am Main on 31 March 2008. Its voting portion now amounts to 29.99 %. This corresponds to 3,202,754 votes. The voting rights attributed to it are held through the following companies controlled by it whose percentage of voting rights in Andreae-Noris Zahn AG amounts to 3 % or more in each case:

- Alliance Boots Limited (former AB Acquisitions UK Topco 1)
- AB Acquisitions UK Topco 2 Limited
- AB Acquisitions UK Holdco 1 Limited
- AB Acquisitions Limited
- Alliance Boots Holdings Limited (former Alliance Boots Plc. former Alliance Boots Ltd.)
- Alliance UniChem Limited (former Alliance UniChem Plc)
- Alliance UniChem Group Limited and
- Ivor Shipley Limited as well as
- UniChem Healthcare Netherlands B.V.

All of the afore-mentioned voting rights are attributed to it pursuant to section 22 para 1 sentence 1 no 1 WpHG and are held directly by Unichem Healthcare Netherlands B.V. (10.99 %, corresponding to 1,173,854 voting rights) and by Ivor Shipley Limited (19.00 %, corresponding to 2,028,900 voting rights).

**Sanacorp eG, Planegg**, Germany, notified us in accordance with § 41 section 2 sentence 1 WpHG that its voting rights in our company amounted on 1 April 2002 to 25 % minus 2 votes. All voting rights are attributable to Sanacorp eG in accordance with § 22 section 1 no 1 WpHG.

Sanacorp Pharmahandel GmbH, Planegg, Germany, notified us in accordance with section 1 WpHG that its voting rights in our company exceeded the thresholds of 3 %, 5 %, 10 %, 15 % and 20 % on 31 October 2007 and amounts on that day to 24.99 % (2,669,606 votes).

Sanacorp Pharmaholding AG, Planegg, Germany, notified us in accordance with § 21 para 1 WpHG that its voting portion in our company continues to amount to 24.99 % (2,669,606 votes). Following the hive-off of the entire operating business on 31 October 2007 the voting rights are, however, no longer held by it directly but now 24.99 % (2,669,606 votes) are attributable to it in accordance with § 22 para 1 sentence 1 no 1 WpHG. The voting rights attributed to Sanacorp Pharmaholding AG are held through Sanacorp Pharmahandel GmbH with registered office in Planegg, which is controlled by it and whose percentage of voting rights in our company amounts to 3 % or more.

CERP Rouen S.A., Rouen, France, notified us in accordance with § 21 para 1 WpHG that the percentage of its voting rights in our company exceeded the thresholds of 3 %, 5 %, 10 %, 15 % and 20 % on 28 November 2007 and that it amounts to 24.99 % on that day (2,669,606 votes). 24.99 % (2,669,606 voting rights) thereof are to be attributed to it in accordance with § 22 para 1 sentence 1 no 1 WpHG. Voting rights attributed to it are held through the following companies controlled by it whose percentage of voting rights in our company amounts to 3 % or more in each case:

- Millenium S.r.l. (whose future company name will be Millenium S.p.a.), Bologna, Italy
- Sanacorp Pharmahandel GmbH, Planegg, Germany.

Millennium S.r.l., Bologna, Italy, notified as in accordance with § 21 para 1 WpHG that its percentage of voting rights in our company exceeded the threshold values of 3 %, 5 %, 10 %, 15 % and 20 % on 28 November 2007 and that it amounts to 24.99 % (2,669,606 voting rights) on that day. 24.99 % (2,669,606 voting rights) thereof are to be attributed to it in accordance with § 22 para 1 sentence 1 no 1 WpHG. The voting rights attributed to it are held through Sanacorp Pharmahandel GmbH, Planegg, Germany, a company controlled by it whose percentage of voting rights in our company amounts to 3 % or more.

**Franz Haniel & Cie. GmbH, Duisburg**, notified us in accordance with sections 21 para 1, 22 para 1 sentence 1 no 1 24 WpHG, also on behalf of the companies listed below under 2 and 3, of the following:

1. The percentage of voting rights of Franz Haniel & Cie. GmbH, Duisburg, in Andreae-Noris Zahn AG exceeded the threshold of 5 % and the threshold of 10 % on 23 September 2003. The percentage of voting rights amounts to 13.19 %. This percentage of voting rights is attributed to Franz Haniel & Cie. GmbH in accordance with section 22 para 1 no 1 WpHG on 23 September 2003.
2. The percentage of voting rights of Celesio AG, Stuttgart, in Andreae-Noris Zahn AG exceeded the threshold of 5 % and the threshold of 10 % on 23 September 2003. The percentage of voting rights amounts to 13.19 %. This percentage of voting rights is attributed to Celesio AG in accordance with section 22 para 1 no 1 WpHG on 23 September 2003.
3. The percentage of voting rights of Altiro GmbH (previously GEHE Gesundheitsdienste GmbH), Stuttgart, in Andreae-Noris Zahn AG exceeded the threshold of 5 % and the threshold of 10 % on 23 September 2003. The percentage of voting rights amounts to 13.19 %. This percentage of voting rights is attributed to Franz Haniel & Cie. GmbH in accordance with section 22 para 1 no 1 WpHG on 23 September 2003. Altiro GmbH is entitled to these votes on 23 September 2003.

The afore-mentioned Altiro GmbH was merged into Admenta Deutschland GmbH. Admenta Deutschland GmbH has notified our company as follows:

Hereby we, Admenta Deutschland GmbH, Stuttgart, Germany, HRB 720173, are notifying in accordance with § 21 para 1 sentence 1 WpHG that our percentage of voting rights in Andreae-Noris Zahn AG exceeded the thresholds of 3 %, 5 % and 10 % on 12 August 2008 and amounts to 12.50 % (1,334,805 voting rights) on that date.

Admenta Deutschland Beteiligungs-GmbH notified our company as follows:

Hereby we, Admenta Deutschland Beteiligungs-GmbH, Stuttgart, Germany, HRB 727089 notify in accordance with § 21 para 1 WpHG that our percentage of voting rights in Andreae-Noris Zahn AG exceeded the thresholds of 3 %, 5 % and 10 % on 2 September 2008 and amounts to 12.50 % (1,334,805 voting rights) on that day.

**PHOENIX Pharmahandel Aktiengesellschaft & Co KG**, Mannheim, notified us in accordance with section 21 para 1 WpHG that its percentage of voting rights in Andreae-Noris Zahn AG exceeded the threshold of 5 % and the threshold of 10 % on 23 September 2003 and now amounts to 12.5 %. These voting rights are attributed to PHOENIX Pharmahandel Aktiengesellschaft & Co KG in accordance with section 22 para 1 sentence 1 no 1 WpHG.

PHOENIX International Beteiligungs GmbH, Mannheim, notified us in accordance with section 21 para 1 sentence 1 WpHG that effective 23 September 2003 it acquired 1,334,805 shares in Andreae-Noris Zahn AG. Consequently, it exceeded 5 % and 10 % of the voting rights and now holds more than 12.5 % of the voting rights.

**NOWEDA eG Apothekergenossenschaft**, Heinrich-Strunk-Straße 77, 45143 Essen, notified us in accordance with section 41 para 1 WpHG that its percentage of voting rights in Andreae-Noris Zahn Aktiengesellschaft fell below the threshold of 10 % on 18 January 2004 and that it now holds 5.99 % of the shares.

**Mediq NV (formerly OPG GROEP N.V.)**, Utrecht, The Netherlands, notified us in accordance with section 41 para 2 sentence 1 WpHG that OPG Holding GmbH, Düsseldorf, is entitled to 5.65 % of the voting rights on 1 April 2002. Consequently, Mediq NV (formerly OPG GROEP N.V.) is entitled to 5.65 % of the voting rights on 1 April 2002, which are to be attributed to it in accordance with § 22 para 1 sentence 1 no 1 WpHG.

**The shareholder structure now presents itself as follows – referred to the persons/companies to which the shares are actually attributable:**

Large shareholders are Stefano Pessina, KKR Europe II Ltd., KKR 2006 Limited, KKR PEI GP Limited and KKR IFI Limited with 29.99 %, Sanacorp eG Pharmazeutische Großhandlung as well as CERP Rouen S.A. with 24.99 %, Franz Haniel & Cie. GmbH with 12.50 %, PHOENIX Pharmahandel Aktiengesellschaft & Co KG with 12.50 % as well as NOWEDA eG Apothekergenossenschaft with 5.99 % and Mediq NV (formerly OPG GROEP N.V.), The Netherlands, with 5.65 %. The free float amounts to 8.38 %.

Frankfurt am Main, 5 November 2009

Andreae-Noris Zahn AG

The Executive Board

Dr. Trümper

Dr. Gros

Mock

Traut

## Independent auditor's certificate

We have audited the financial statements – consisting of the balance sheet, the income statement as well as the Notes – including the accounting and management report of Andrae-Noris Zahn AG, Frankfurt am Main, for the fiscal year from 1 September 2008 to 31 August 2009. The accounting and the preparation of financial statements and the management report in accordance with the German commercial law provisions and the supplementary provisions of the By-laws are the responsibility of the statutory representatives of the company. Our responsibility is to express an opinion on these financial statements including accounting and the management report on the basis of our audit.

We conducted our audit of the financial statements in accordance with § 317 HGB (German Commercial Code) and the generally accepted German standards for the auditing of financial statements adopted by the German Institute of Public Auditors (IDW). These require that we plan and perform the audit in such a way that we are able to obtain reasonable assurance about whether the financial statements are free of misstatements and infringements that would have a material impact on the presentation of the assets, financial and income position of the company as provided by the financial statements of the company prepared in conformity with the applicable generally accepted accounting principles and by the management report. The scope of the audit was defined taking into consideration information on the business activities as well as on the economic and legal circumstances of the company and the expectations regarding possible errors. Within the framework of the audit, evidence on the effectiveness of the internal control system for accounting as well as evidence for the information provided in the accounting, the financial statements and the management report was assessed primarily on the basis of random checks. An audit includes assessing the accounting principles used and significant estimates made by the statutory representatives as well as evaluating the overall presentation of the financial statements and the management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not resulted in any objections.

In our opinion, based on the findings of our audit, the financial statements comply with the statutory provisions and the supplementary provisions of the By-laws and give a true and fair view of the asset, financial and income position in accordance with generally accepted accounting principles.

The management report is in conformity with the financial statements; it provides altogether an accurate view of the company's position and accurately describes the opportunities and risks of future developments.

Frankfurt am Main, 6 November 2009

PKF Pannell Kerr Forster GmbH Wirtschaftsprüfungsgesellschaft

W. Hofmann	M. Jüngling
Auditor	Auditor

**Statement by the Executive Board**

To the best of our knowledge, and in accordance with the applicable reporting principles, the financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of Andraee-Noris Zahn AG and the Management Report includes a fair view of the development and performance of the business and position of Andraee-Noris Zahn AG, together with a description of the principal opportunities and risks associated with the expected development of Andraee-Noris Zahn AG.

Frankfurt am Main, 5 November 2009

Andraee-Noris Zahn AG

The Executive Board

Dr. Trümper

Dr. Gros

Mock

Traut