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AUST. COMPETITION &
CONSUMER COMMISSION
CANBERRA

6 DEC 2012

Competition and Consumer Act 2010

Variation to an Undertaking given to the
Australian Competition and Consumer
Commission under section 87B

Given by Pfizer Inc and Pfizer Australia Pty Limited

1 Persons giving this Variation

- 1.1 These Variations are given to the Australian Competition and Consumer Commission (ACCC) by Pfizer Inc and Pfizer Australia Pty Limited (**Pfizer**).
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2 Background

- 2.1 On 30 September 2009 the ACCC accepted an undertaking pursuant to section 87B of the then *Trade Practices Act 1974* (now the *Competition and Consumer Act 2010*) from Pfizer in connection with Pfizer's Proposed Acquisition of Wyeth Corp (the **Undertaking**).
- 2.2 Pfizer has applied to the ACCC to vary the Undertaking to:
- (a) remove the obligation on Pfizer to do everything in its power to assist the Approved Purchaser in transferring the manufacture of the M.hyo Swine Vaccines to the Approve Purchaser; and

(b) [REDACTED]

3 Commencement

- 3.1 This Variation comes into effect when:
- (a) this Variation is executed by Pfizer; and
 - (b) the Commission accepts this Variation so executed.
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4 Variations to Clause 6 –Sale of Livestock Business

- 4.1 Clause 6(b)(iv) of the Undertaking is amended by:
- (a) inserting the word "and" after the word "cattle" in subclause 6(b)(iv)(B);
 - (b) deleting subclause 6(b)(iv)(D); and
 - (c) deleting subclause 6(b)(iv) (E).
- 4.2 The varied Clause 6(b)(iv) of the Undertaking will accordingly read as follows:
- "interim arrangements for the supply or toll manufacturing of:
- (a) Cydectin injection for cattle;
 - (b) Cydectin long acting injection for cattle; and
 - (c) the moxidectin active pharmaceutical ingredient;
- and which are described further in clause (c) and Schedule 2."
- 4.3 Clause 6(e) is to be deleted and replaced with "[paragraph deleted]".

5 Schedule 1. Part 8 – M. hyo Swine Vaccine Business

- 5.1 Part 8 is to be deleted entirely and replaced with “[part deleted].”
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6 Schedule 2. Confidential Divestiture Details

- 6.1 Clause 6 - M.hyo Swine Vaccine Business and [REDACTED] Business) is amended by deleting subparagraphs (h) and (i) and inserting “[paragraph deleted].”

- 6.2 [REDACTED]

- 6.3 [REDACTED]
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7 Schedule 4 – Dictionary

- 7.1 The definition of **M. hyo Swine Vaccine** is to be amended by deleting the words “is defined in Part 8 of Schedule 1 to this Undertaking and inserting “[definition deleted].”
- 7.2 The definition of **M. hyo Swine Vaccine Business** is to be amended by deleting the words “is defined in Part 8 of Schedule 1 to this Undertaking” and inserting “[definition deleted].”
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8 Defined terms and interpretation

- 8.1 Any term defined in the Undertaking and not defined in this Variation has the meaning given in the Undertaking, unless the contrary intention appears.
- 8.2 **Variation** means this variation to the Undertaking.
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9 Counterparts

This Variation may be executed in any number of counterparts. All counterparts together will be taken to constitute one instrument.

Executed as a variation to the Undertaking

Executed by Pfizer Inc by its authorised representative:

Signature of authorised representative

Name of authorised representative (print)

Position of authorised representative (print)

Date

Executed by Pfizer Australia Pty Limited pursuant to section 127(1) of the *Corporations Act 2001* by:

Signature of director

Gennie Small

Name of director (print)

Date

3-December 2012

Signature of a director / company secretary

TONY GEORGE

Name of director / company secretary (print)

Date

3/12/12

Accepted by the Australian Competition and Consumer Commission pursuant to section 87B of the *Competition and Consumer Act 2010* on:

Date:

12/12/12

And signed on behalf of the Commission:

Chairman

Date

