

NOTICE OF REDEMPTION
TO THE HOLDERS OF
2.400% Senior Notes due 2021 (the “Notes”)

SHIRE ACQUISITIONS INVESTMENTS IRELAND DAC

CUSIP/ISIN No. 82481L AB5 / US82481LAB53

July 3, 2020

Notice is hereby given that Shire Acquisitions Investments Ireland DAC (the “**Company**”) will redeem \$2,400,000,000 of the total \$3,300,000,000 outstanding aggregate principal amount of the Notes on August 3, 2020 (the “**Redemption Date**”) at the Redemption Price calculated in the manner set forth below. The Notes were issued pursuant to an Indenture (the “**Base Indenture**”) dated as of September 23, 2016, by and between the Company and Deutsche Bank Trust Company Americas, as trustee (the “**Trustee**”), as supplemented and amended by the First Supplemental Indenture dated as of September 23, 2016 (the “**First Supplemental Indenture**”), the Second Supplemental Indenture dated as of December 1, 2016, the Third Supplemental Indenture dated as of February 4, 2019 and the Fourth Supplemental Indenture dated as of July 2, 2019 (collectively, the “**Indenture**”). Capitalized terms used and not otherwise defined herein have the meanings given thereto in the Indenture.

This redemption is being made at the option of the Company pursuant to Article 3 of the Base Indenture, Section 3.01 of the First Supplemental Indenture and the terms of the Notes established pursuant to Section 4.01 of the First Supplemental Indenture. This notice of redemption is being given pursuant to Sections 3.02 and 15.03 of the Base Indenture in accordance with the terms of the Notes.

The redemption price (the “**Redemption Price**”) for the redeemed Notes shall be equal to the greater of:

- (1) 100% of the aggregate principal amount of the Notes to be redeemed, plus accrued and unpaid interest to, but excluding, the Redemption Date, and
- (2) the sum of the present values of the remaining scheduled payments of principal and interest in respect of the Notes to be redeemed from the Redemption Date to, but excluding (in the case of interest), August 23, 2021 (not including any portion of the interest accrued to, but excluding, the Redemption Date) discounted to the Redemption Date on a semiannual basis (assuming a 360-day year consisting of twelve 30-day months) at the Treasury Rate (as defined in the First Supplemental Indenture) plus 20 basis points, plus accrued and unpaid interest to, but excluding, the Redemption Date.

The Treasury Rate shall be determined by the Independent Investment Banker (as defined in the terms of the Notes) appointed by the Company and calculated on the third Business Day immediately preceding the Redemption Date.

On the Redemption Date, the Notes or portions of the Notes shall become due and payable at the Redemption Price, together with any interest accrued to, but excluding, the Redemption Date. On and after the Redemption Date (unless the Company shall default in the payment of such Notes or portions of such Notes, together with any interest accrued to the Redemption Date), any interest on the Notes or portions of the Notes shall cease to accrue.

Subject to the receipt by the Trustee of sufficient funds, payment of the Redemption Price will be made, upon presentation and surrender of such Notes on and after the Redemption Date to Deutsche Bank Trust Company Americas, as paying agent (in such capacity, the “**Paying Agent**”) at the following address:

By Mail, Hand or Courier:
Deutsche Bank Trust Company Americas
c/o DB Services Americas, Inc.
5022 Gate Parkway, Suite 200, Jacksonville, FL 32256
Attn: Transfer Department

The Notes must be surrendered to the Paying Agent to collect the Redemption Price. Notes held through The Depository Trust Company (“DTC”) should be surrendered for redemption in accordance with DTC’s procedures therefor.

No representation is made as to the correctness or accuracy of the CUSIP or ISIN numbers provided herein. Reliance may be placed on the other identification numbers printed on the Notes, and any redemption shall not be affected by any defect in or omission of such numbers.

If payment for the Notes is to be made other than to the registered holder of the Notes, the Notes must be accompanied by appropriate instruments of assignment executed by the registered owner or his or her duly authorized attorney, and the signature of the registered holder of the Notes or such attorney must be guaranteed by a member of an Approved Signature Guarantee Medallion Program, and be further accompanied by a sum sufficient to cover any funds due, transfer tax, assessment or similar governmental charge payable in connection therewith.

Federal tax law requires the Paying Agent to withhold 24% of your payment if your Social Security Number or Federal Employer Identification Number has not been provided, unless you otherwise establish your eligibility for an exemption from such withholding. Please furnish a completed IRS Form W-9 (or applicable IRS Form W-8 if you are a non-U.S. person) to the Paying Agent to avoid any such withholding.

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