
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the action you should take, you are recommended to immediately consult your stockbroker, bank manager, solicitor, accountant or other professional adviser who, if you are taking advice in Ireland, is authorised or exempted under the Investment Intermediaries Act, 1995 or the European Communities (Markets in Financial Instruments Directive) Regulations 2007 (as amended) or, if you are taking advice in the United Kingdom, is authorised under the Financial Services and Markets Act 2000 (as amended) of the United Kingdom or, if you are taking advice other than in Ireland or the United Kingdom, is an appropriately authorised independent adviser.

If you have sold or transferred some or all of your ordinary shares in United Drug plc, please consult the stockbroker or agent through whom the sale or transfer was effected as soon as possible.

UNITED DRUG PLC

Letter from the Chairman

and

Notice of Extraordinary General Meeting
to be held on 9 August 2013



United Drug plc, United Drug House, Magna Drive, Magna Business Park, Citywest Road, Dublin 24, Ireland.
Tel: +353 1 4632300 Fax: +353 1 4596893
Website: www.united-drug.com

Letter from the Chairman of United Drug plc

9 July 2013

Dear Shareholder,

PROPOSED CHANGE OF NAME

Introduction

An Extraordinary General Meeting of United Drug plc ('the Company') will be held in Citywest Hotel, Saggart, Co. Dublin, Ireland at 2.00pm on Friday, 9 August 2013. Your attention is drawn to the Notice of Extraordinary General Meeting, which is set out on page 3 of this document.

The purpose of this letter is (i) to outline the reasons for the proposed change of name and explain why the Board of Directors ('the Board') believe that it is in the best interests of the Company and the shareholders as a whole and (ii) to recommend that you vote in favour of the Resolution to be proposed at the Extraordinary General Meeting.

Change of Name

The Board has completed a detailed review of the United Drug brand and all of its constituent parts. Following this review it is recommending that the Group applies a new naming protocol and brand architecture to represent more appropriately the Group's activities.

As you are aware, the Company's strategy over recent years has focused on providing international outsourced solutions to healthcare companies. As part of this strategy the Company has made a number of successful acquisitions, strengthening and broadening the organisation's international services. For this reason the Board is recommending that shareholders vote to change the name of the Company from "United Drug plc" to "UDG Healthcare plc". This new name is a better descriptor of our worldwide business. The "United Drug" brand will continue to be used in our Irish wholesale and distribution business.

This change of name will also be subject to the approval of the Registrar of Companies.

Share Certificates

It is not proposed that replacement share certificates are issued in the name of UDG Healthcare plc and, as such, the existing share certificates will remain valid after the change of name.

Form of Proxy

Shareholders may appoint one or more proxies to attend, speak, ask questions and vote at the Extraordinary General Meeting on their behalf. You may appoint a proxy by completing the enclosed Form of Proxy and returning it to the Company's Registrar, Computershare Investor Services (Ireland) Limited, P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland. Alternatively you may appoint a proxy electronically. Related instructions are set out on the Form of Proxy. CREST members who wish to appoint a proxy or proxies via the CREST electronic proxy appointment service should refer to note 4 on page 4 of this document.

All proxy votes must be received by the Company's Registrar not less than 48 hours before the time appointed for the Extraordinary General Meeting or any adjournment of the meeting. The submission of a Form of Proxy will not preclude a registered shareholder from attending the meeting and voting in person should they wish to do so.

Recommendation

The Directors consider the Resolution to be proposed at the Extraordinary General Meeting to be in the best interests of the Company and its shareholders as a whole. Accordingly, the Directors unanimously recommend you to vote in favour of the Resolution approving the change of name of the Company to "UDG Healthcare plc", as they intend to do in respect of their beneficial interests, amounting in total, on 9 July 2013, to 3,870,168 shares, representing approximately 1.6% of the issued share capital (excluding treasury shares) of the Company.

Yours faithfully

Peter Gray
Chairman

DIRECTORS

P. Gray (Chairman), L. FitzGerald (Chief Executive), C. Brinsmead (British), C. Corbin (British), H. Friel, G. McGann, B. McGrane, Dr. J. Peter (British), A. Ralph, L. Ricciardi (United States), P. Toomey, M. Gannon (Company Secretary).

REGISTERED OFFICE: United Drug House, Magna Drive, Magna Business Park, Citywest Road, Dublin 24, Ireland. REGISTERED IN IRELAND NO. 12244

NOTICE OF EXTRAORDINARY GENERAL MEETING OF UNITED DRUG PLC

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Company will be held in the Citywest Hotel, Saggart, Co. Dublin, Ireland at 2.00pm on Friday, 9 August 2013 for the following purpose:

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following as a **special resolution**:

1. 'That subject to the approval of the Registrar of Companies, the name of the Company be changed to UDG Healthcare plc.'

By order of the Board

Mike Gannon
Company Secretary
United Drug House
Magna Drive
Magna Business Park
Citywest Road
Dublin 24
Ireland

9 July 2013

Notes:

- (1) A shareholder entitled to attend, speak, ask questions and vote at the Extraordinary General Meeting is entitled to appoint one or more proxies to attend, speak, ask questions and vote on his/her behalf provided each proxy is appointed to exercise rights attached to different shares held by that shareholder. A shareholder acting as an intermediary on behalf of one or more clients may grant a proxy to each of its clients or their nominees provided each proxy is appointed to exercise rights attached to different shares held by that shareholder. A proxy need not be a member of the Company. If you wish to appoint more than one proxy please contact the Company's Registrar, Computershare Investor Services (Ireland) Limited at P.O. Box 954, Heron House, Corrig Road, Sandyford Industrial Estate, Dublin 18, Ireland or telephone +353 1 447 5100. A proxy attending the Extraordinary General Meeting may be requested to produce evidence of identity.
- (2) To be effective, the Form of Proxy duly completed and executed, together with any power of attorney or other authority under which it is executed, or a notarially certified copy thereof, must be deposited with Computershare Investor Services (Ireland) Limited, either electronically or by post at the address set out above so as to be received not less than 48 hours before the time appointed for the Extraordinary General Meeting or any adjournment of the meeting.
- (3) Shareholders may appoint a proxy electronically by accessing the Registrar's website, www.eproxyappointment.com. You will require your Control Number, Shareholder Reference Number (SRN) and PIN number as printed on your Form of Proxy. Full details of the procedures, including voting instructions are given on the website.
- (4) CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so for the Extraordinary General Meeting and any adjournment of the meeting by using the procedures set out in the CREST Manual. CREST personal members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment or instruction made by means of CREST to be valid, the appropriate CREST message (a 'CREST Proxy Instruction') must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications and must contain the information required for such instructions, as described in the CREST Manual. The message (whether it constitutes the appointment of a proxy or an amendment to the instruction given to a previously appointed proxy) must, in order to be valid, be transmitted so as to be received by Computershare Investor Services (Ireland) Limited (ID 3RA50) not less than 48 hours before the time appointed for the Extraordinary General Meeting or any adjournment of the meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp generated by the CREST system) from which the Registrar is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time, any change of instructions to a proxy appointed through CREST should be communicated to the appointee through other means.

CREST members and, where applicable, their CREST sponsors or voting service providers, should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that their CREST sponsor or voting service provider(s) take(s) such action as shall be necessary to ensure that a message is transmitted by the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a proxy instruction in the circumstances set out in Regulation 35(5)(a) of the Companies Act, 1990 (Uncertificated Securities) Regulations, 1996.

- (5) The appointment of a proxy does not prevent a registered shareholder from attending, speaking, asking questions and voting at the Extraordinary General Meeting should they wish to do so.
- (6) Pursuant to Section 134A of the Companies Act, 1963 and Regulation 14 of the Companies Act, 1990 (Uncertificated Securities) Regulations, 1996, the Company hereby specifies that only those shareholders registered in the Register of Members of the Company as at close of business on 7 August 2013 ('the Record Date') (or in the case of an adjournment as at close of business on the day which is two days before the date of the adjourned meeting) shall be entitled to attend, speak, ask questions and vote at the meeting in respect of the number of shares registered in their names at the time. Changes to entries in the Register of Members after that time will be disregarded in determining the right of any person to attend and/or vote at the meeting.
- (7) As a shareholder, you have several ways to exercise your right to vote:
 - (i) by attending the Extraordinary General Meeting in person;
 - (ii) by appointing (either electronically or by returning a completed Form of Proxy) the Chairman or another person as a proxy to vote on your behalf;
 - (iii) by appointing a proxy via the CREST system if you hold your shares in CREST.

In the case of joint shareholders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other registered shareholder(s) and, for this purpose, seniority will be determined by the order in which the names stand in the Register of Members.

- (8) Shareholders entitled to attend the Extraordinary General Meeting have the right to ask questions relating to items on the agenda of the Extraordinary General Meeting and have such questions answered by the Company, subject to any reasonable measures the Company may take to ensure identification of the shareholder and unless:
 - (i) answering the question would interfere unduly with the preparation of the Extraordinary General Meeting or involve the disclosure of confidential information; or
 - (ii) the answer has already been given on the Company's website in a question and answer forum; or
 - (iii) it appears to the Chairman of the Extraordinary General Meeting that it is undesirable in the interests of good order of the meeting that the question be answered.
- (9) Should you not receive a Form of Proxy, or should you wish to be sent copies of documents relating to the meeting, you may request this by telephoning the Company's Registrar on +353 1 447 5100 or by writing to the Company Secretary at the address set out above.
- (10) A copy of this Notice of Extraordinary General Meeting, details of the total number of shares and voting rights at the date of this Notice and copies of documentation relating to this Extraordinary General Meeting can be obtained from the Company's website, www.united-drug.com.