

Financial statements as of December 31, 2013

Dragonfly GmbH & Co. KGaA, Frankfurt am Main

Balance sheet as of December 31, 2013..... 2

**Profit and loss account for the period October 7, 2013
(Inception) through December 31, 2013..... 4**

**Notes to the financial statements for the period October 7, 2013
(Inception) through December 31, 2013..... 5**

**Dragonfly GmbH & Co. KGaA,
Frankfurt am Main**

**Balance sheet as of December 31, 2013 and
October 7, 2013 (Inception)**

Assets

	12/31/2013	10/7/2013
	EUR	EUR
	<hr/>	<hr/>
A. Current assets		
I. Receivables and other current assets		
Other assets	-	-
II. Cash at banks	50,000	50,000
B. Deficit not covered by equity	202,258	-
	<hr/>	<hr/>
TOTAL	<u>252,258</u>	<u>50,000</u>

**Dragonfly GmbH & Co. KGaA,
Frankfurt am Main**

**Balance sheet as of December 31, 2013 and
October 7, 2013 (Inception)**

Liabilities and shareholders' equity		
	12/31/2013	10/7/2013
	EUR	EUR
A. Shareholders' equity		
I. Share capital	50,000 ¹	50,000
II. Loss of the year	252,258	-
Subtotal	(202,258)	50,000
Transfer to the asset side of the balance sheet B.	202,258	-
B. Accruals		
Other accruals	252,258	-
C. Liabilities		
Other liabilities	-	-
	252,258	-
TOTAL	252,258	50,000

¹ The share capital of the Company is divided into 50,000 ordinary registered shares without par-value (common shares).

**Dragonfly GmbH & Co. KGaA, Frankfurt
am Main**

**Profit and loss account for the period October 7, 2013
(Inception) through December 31, 2013**

	<u>EUR</u>
1. Other operating income	-
2. Other operating expenses	252,258
3. Other interest and similar income	<u>-</u>
4. Results of ordinary operations	(252,258)
5. Taxes on income	<u>-</u>
6. Profit (loss) for the year	<u><u>(252,258)</u></u>

Dragonfly GmbH & Co. KGaA, Frankfurt am Main

Notes to the financial statements for the period October 7, 2013 (Inception) through December 31, 2013

1. General comments

The financial statements for the financial year from October 7, 2013 (Inception) through December 31, 2013 are prepared according to the accounting standards of the German Commercial Code (HGB) and the German Law for Stock Corporations (AktG).

Dragonfly GmbH & Co. KGaA ("Dragonfly" or the "Company") is a small company according to sec. 267 para. 1 of the German Commercial Code (HGB).

The balance sheet classification complies with the classification scheme according to sec. 266 para. 2 and 3 German Commercial Code (HGB). The profit and loss account is prepared according to the total cost format pursuant to sec. 275 para. 2 of the German Commercial Code (HGB).

The Company has applied provisions allowing the preparation of condensed financial statements for small companies according to sec. 288 of the German Commercial Code (HGB).

Although, the Company shows a deficit not covered by equity the continuance of the business is safeguarded by loans that have been granted by affiliated companies after the balance sheet date.

The financial statements of the Company are compiled in Euro.

2. Subsequent events

On February 6, 2014, the Company completed the acquisition of 77.2% of the outstanding common shares of Celesio AG ("Celesio") for cash consideration of €3.8 billion (the "Acquisition"). Celesio is a leading international wholesale and retail company and provider of logistics and services to the pharmaceutical and healthcare sectors which operates in 14 countries around the world.

Following the Acquisition, Dragonfly's share ownership of Celesio exceeded 75% on a fully diluted basis.

The acquisition was financed through loans from affiliates in the amount of €4,070 million.

3. Accounting and valuation principles

The evaluation of assets and liabilities has been done by applying the principle of going concern (§ 252 para. 1 no. 2 HGB).

Deposits with commercial banks are shown with their nominal value.

Accruals consider all risks foreseeable as well as contingencies in the amount necessary under due consideration.

Liabilities are shown at actual amounts payable. All liabilities are repayable within one year.

4. Others

4.1. General Partner

The General Partner of Dragonfly GmbH & Co. KGaA is Dragonfly Verwaltungs GmbH, Frankfurt am Main. The managing directors of the General Partner with effect from October 7, 2013 have been

Roger Wade Estey, Attorney, California, USA

Willie C. Bogan, Attorney, California, USA

The managing directors have single representation authority and are exempt of the limitation according to sec. 181 2nd alternative German Civil Code (*Bürgerliches Gesetzbuch*).

4.2. Supervisory Board

The members of the supervisory board are

Paul A. Smith, finance specialist, California, USA

Anne Shuford, legal specialist, California, USA

Cynthia L Misko, legal specialist, California, USA

4.3. Employees

The Company had no employees in the financial year.

4.4. Group to which the Company belongs

The whole share capital of the Company is held by Cougar I UK Limited. Dragonfly GmbH & Co. KGaA is an affiliated company of Cougar I UK Limited and is therefore consolidated into the financial statements of the ultimate parent company, which is McKesson Inc., San Francisco. The consolidated financial statements are filed with the United States Securities and Exchange Commission.


Willie Bogan


Roger Wade Estey