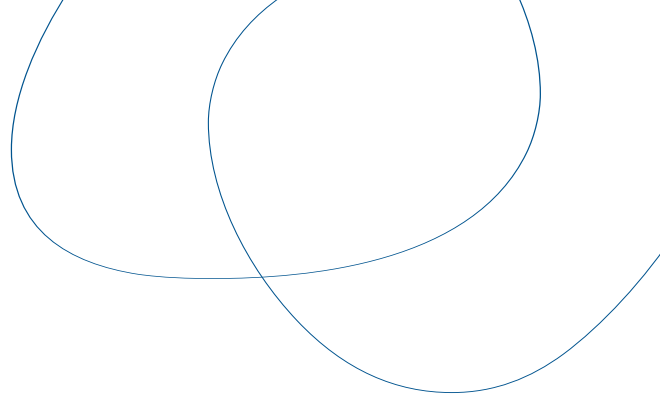


Requisitioning a resolution at a GSK Annual General Meeting

Shareholders wishing to requisition a resolution may find the following information helpful, but should in any event seek their own independent legal advice.





Requisitioning a resolution

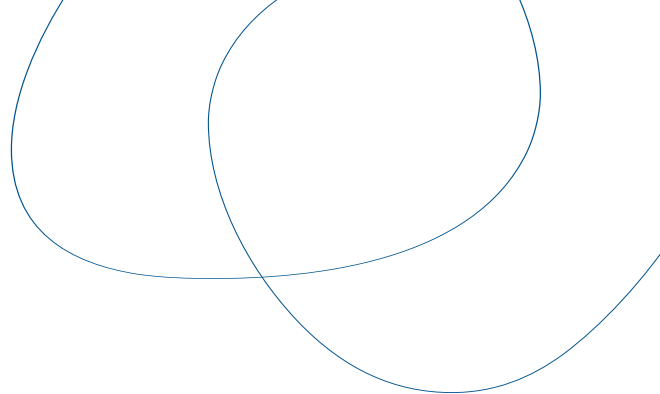
There are occasions when shareholders may wish to draw important matters to the attention of other shareholders by proposing a resolution to be put to a general meeting.

The procedure for requisitioning a resolution is governed by English common law and statute. This specifies that unless a requisition is validly received a company's costs in complying with a requisition are to be met by requisitionists. The funds to cover such costs must be deposited with the company before a requisition can be actioned. GSK has estimated that the cost of complying with a requisition may be as high as £200,000.

At GSK's AGM in May 2005 the Articles of Association were amended to remove the requirement for requisitionists to pay a deposit by authorising GSK to meet its own costs in complying with a valid requisition, provided that the requisition is received by 31 January each year.

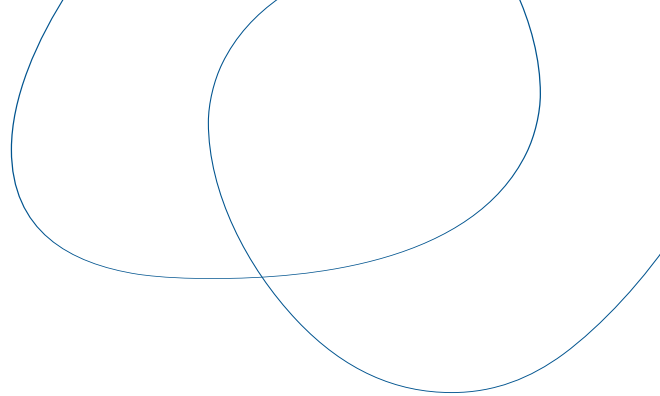
Requisitionists who lodge a requisition after 31 January, but before the UK legal deadline of 6 weeks prior to the AGM, would, however, be required to pay a deposit and to meet GSK's costs of complying with the requisition. Requisitionists would, however, be free to include a supplementary resolution to request that GSK pays its own costs in complying with the requisition.

Shareholders wishing to requisition a resolution may find the following information helpful, but should in any event seek their own independent legal advice. A glossary of terms is set out at the end of this booklet.



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Requisitioning a resolution

To ensure there is no question of a member with a small shareholding requisitioning a resolution without sufficient support from other members, UK law sets out minimum shareholding requirements before a requisition can be made.

For a shareholder whose shares are registered directly in their own name (a member), a requisition must be supported by the following in order to be valid:

either

- not less than 100 members holding shares on which there has been paid up an average sum per member of not less than £100;

or

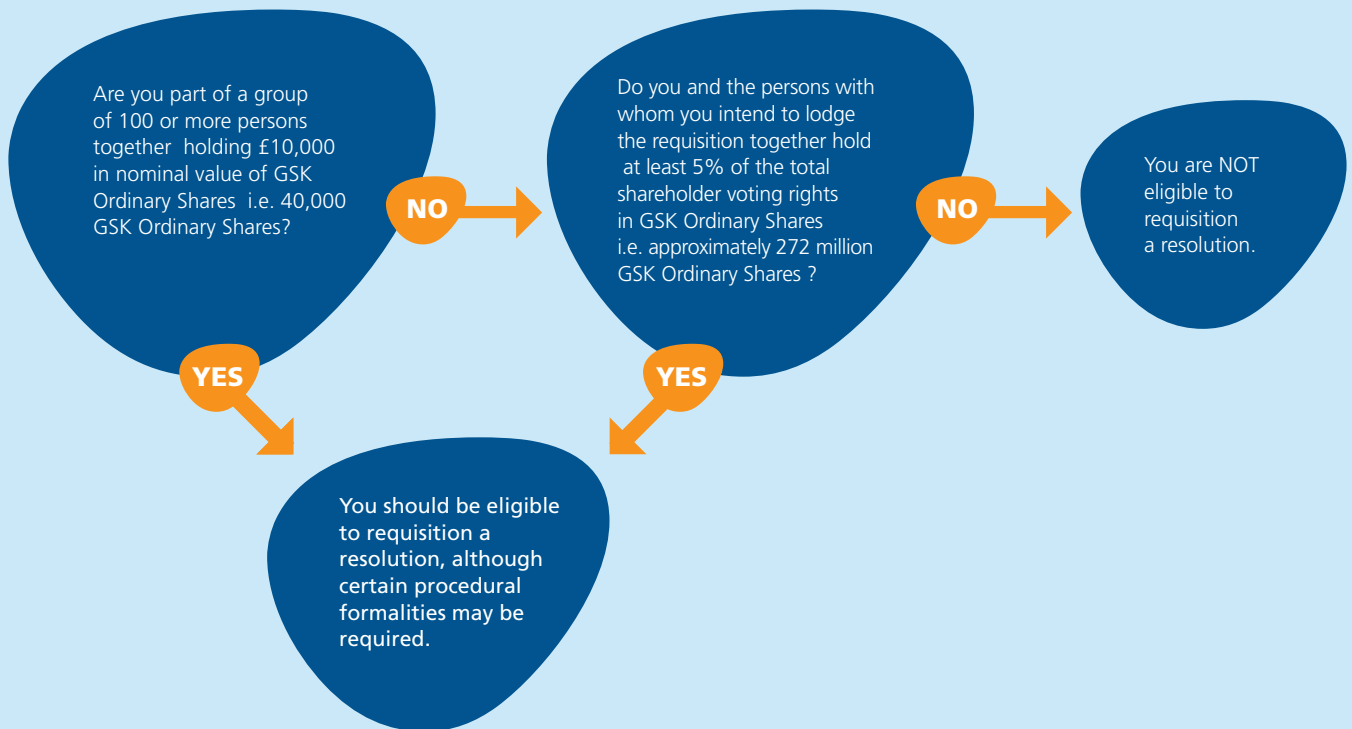
- members representing not less than 5% of the total voting rights of all the members.

For investor whose shares are held indirectly via a nominee or for holders of GSK ADSs, a requisition must be supported by the following in order to be valid:

- not less than 100 persons holding shares on which there has been paid up an average sum per person of not less than £100.

The charts on pages 4 and 5 illustrate the implications of this requirement for GSK shareholders.

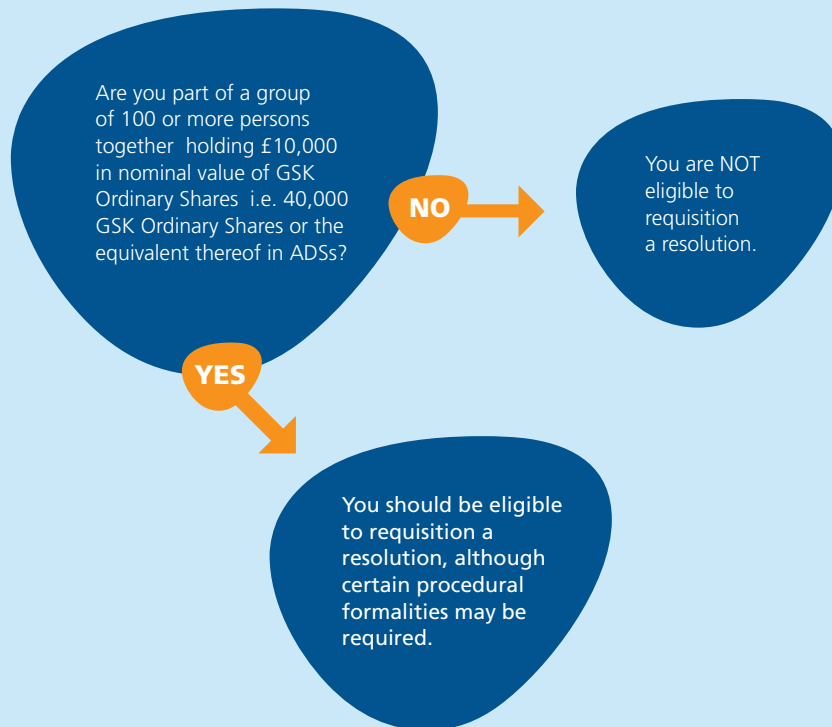
Eligibility of members to requisition a resolution



PLEASE NOTE:

If your GSK shares are not registered in your own name or you hold GSK American Depositary Shares (ADSs) then you should refer to page 6 which explains how you should proceed.

Eligibility of indirect investors to requisition a resolution



PLEASE NOTE:

If your GSK shares are not registered in your own name or you hold GSK American Depositary Shares (ADSs) then you should refer to page 6 which explains how you should proceed.

Nominees

Shareholders holding GSK Ordinary Shares via a nominee may submit a requisition provided that the requisition is:

- submitted by at least 100 persons with an average of £100 of paid up share capital each and authenticated by all the persons making it and

- accompanied by a statement from the nominee or underlying shareholder(s) making the request setting out the basis on which the GSK shares are being held by them/for them

Please note any costs associated with implementing these arrangements will not be met by GSK.

ADS holders

ADS holders – holders of record with the Bank of New York (BNY)

ADS holders who hold their ADSs directly with GSK's ADS Depository, BNY, may submit a requisition through BNY provided that the requisition is:

- submitted by at least 100 persons with an average of £100 of paid up share capital each and authenticated by all the persons making it and
- accompanied by a statement from BNY or the underlying ADS holder(s) making the request setting out the basis on which ADSs are being held by them/for them

BNY may be contacted at:

The Bank of New York
ADR Department - Operations
101 Barclay Street - 22W
New York NY 10286
Tel: +1 (212) 815 2231

The Bank of New York
ADR Department - Operations
One Piccadilly Gardens
Manchester
M1 1RG
Tel: +44 (0)161 725 3416

Please note that any costs associated with implementing these arrangements will not be met by GSK.

ADS holders – holding via a broker, nominee or other institution

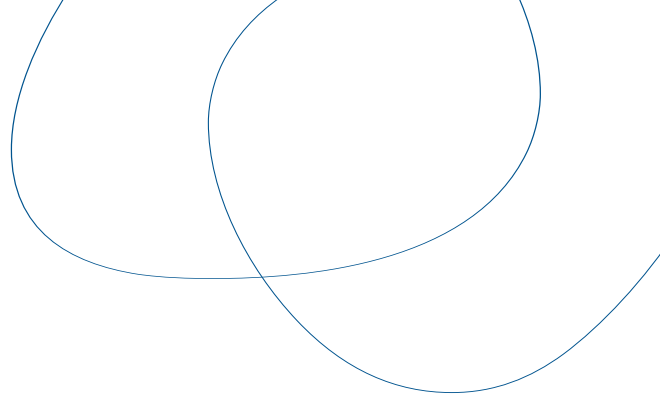
ADS holders who do not hold their ADSs via BNY may submit a requisition provided that it is:

- submitted by at least 100 persons with an average of £100 of paid up capital each and authenticated by all the persons making it

and

- accompanied by a statement from the relevant broker, nominee or other institution through which the ADSs are held, or the underlying ADS holder(s) making the request, setting out the basis on which ADSs are being held by them/for them

Please note that any costs associated with implementing these arrangements will not be met by GSK.



The requisition

Requisitionists are strongly recommended to seek independent legal advice on the drafting of their requisition. Please note that GSK will not meet the Requisitionists' legal or other costs in preparing a requisition.

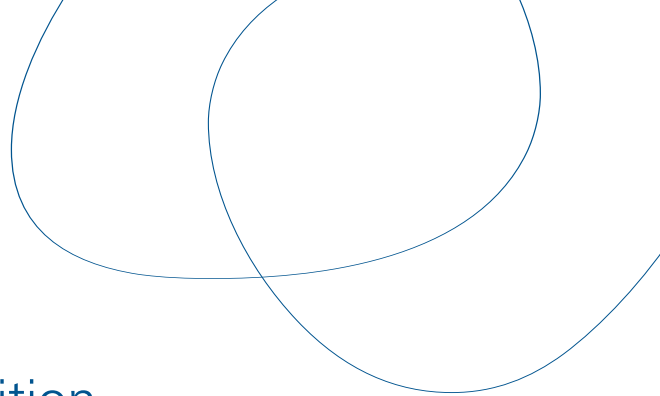
Points to note:

- The requisition must be in English and in a readable form.
- It may be in hard copy or electronic form.
- The resolution being proposed should be capable of being put to a general meeting and should not be defamatory, frivolous or vexatious.

Where it is being submitted by members the requisition should specify for each member their full name, registered address, account number and the number of GSK Ordinary Shares they hold.

Where a requisition is being submitted by an ADS holder or by an indirect shareholder (whose shares are held via a nominee) the requisition should be accompanied by a statement setting out the name and address of the registered holder, the number of shares/ADSs held and the basis on which the shares/ADSs are being held.

- It may be accompanied by an explanatory statement of not more than 1,000 (one thousand) words, which should also be signed by each of the Requisitionists. The resolution, and where supplied an accompanying statement, will be issued on behalf of the Requisitionists without giving their names. A specific request should be made for each Requisitionist's name to be published. When complying with such a request, space constraints may require that a full list of these names be set out in an appendix to the Notice of Meeting.



The costs of actioning a requisition

UK law specifies that the burden of a company's costs in complying with a requisition falls on the Requisitionists unless a requisition is validly received before the end of the financial year preceeding the AGM (31 December).

Points to note:

- GSK has extended this deadline to 31 January. Therefore, unless a requisition is validly received by this date, the requisitionists are required by law to deposit with GSK a sum sufficient to meet GSK's expenses in giving effect to a requisition.
- It is estimated that the cost of requisitioning a resolution could be as high as £200,000, based on approximately 200,000 current shareholders. The actual costs of processing a requisition and accordingly the deposit required would be established at the time of receipt of a requisition.
- Requisitionists are entitled to include as part of their requisition a supplementary resolution for shareholders to authorise GSK to meet the costs of complying with the requisition. GSK would reimburse the amount deposited if the supplementary resolution is approved.

Lodging a requisition for a GSK AGM

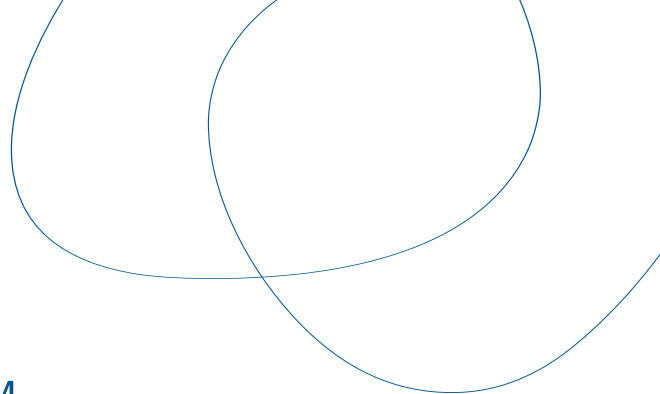
GSK will meet its costs in complying with a requisition provided that a valid request is received by 31 January.

Requisitionists who lodge their requisition after that date will be required to deposit with the company sufficient funds to cover the costs in complying with the requisition and should consider including a supplementary resolution seeking approval for GSK to meet its own costs in complying with the requisition. If any supplementary resolution is passed allowing GSK to meet its own costs in complying with the requisition, GSK will refund the deposit within 10 working days of the AGM.

Please note that Requisitionists will in any event have to meet their own costs in putting forward the requisition.

Requisition received:	Deposit required to meet the costs of complying with the requisition	Requisitionists required to meet the costs of complying with the requisition
Before 31 January	No	No
After 31 January	Yes	Yes*

* NB – Requisitionists may submit a supplementary resolution to seek approval for GSK to meet its costs in complying with the requisition.



Key dates for GSK's 2008 AGM

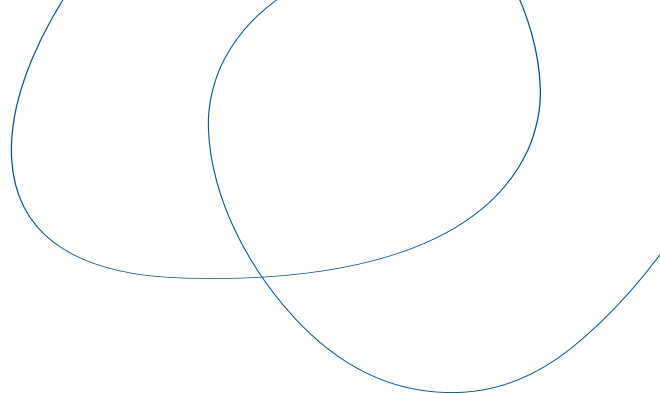
Recommended submission date for member(s) wishing to requisition a resolution	Thursday, 31 January 2008
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Annual Report and AGM materials to be issued	End March 2008
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UK legal deadline for member(s) wishing to requisition a resolution	Wednesday, 9 April 2008
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2008 AGM	Wednesday, 21 May 2008.
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These dates may be subject to change which will be posted on the website.



Contacts

If you wish to discuss any of these requirements then please contact:

Simon Bicknell
Company Secretary
GlaxoSmithKline plc
980 Great West Road
Brentford
Middlesex TW8 9GS

Tel: +44 (0)20 8047 5000

Glossary of terms

Requisition – a formal request to a company from one or more of its members to put a resolution to an AGM.

Resolution – a proposal for members of a company to consider and decide upon.

ADS – an American Depositary Share representing two GSK Ordinary Shares also referred to as an American Depositary Receipt (ADR).

BNY – Bank of New York, GSK's depositary bank which holds ADSs on behalf of investors.

Member – a shareholder whose name appears on the Register of Members, maintained by GSK's Registrar, Equiniti.