

As permitted by state and federal laws, Wyeth employees pool their personal resources to voluntarily fund a political action committee used to support federal and state candidates who understand and appreciate the value of innovation and its importance to improving healthcare.

Wyeth also supports its employees' involvement in the political process through the employees' direct donations and volunteering. The Wyeth Code of Conduct, which can be found at [www.wyeth.com](http://www.wyeth.com), sets forth Wyeth's policy on political contributions by its employees worldwide. It should be noted that Wyeth is fully committed to complying with campaign finance and lobbying laws, and changes that may be enacted in the future, including the laws requiring public disclosure of political contributions and lobbying expenses.

Further, all political contributions made by the political action committee funded by Wyeth employees at the federal level are currently required to be publicly disclosed and are available through the Federal Election Commission at [www.fec.gov](http://www.fec.gov). Information about lobbying expenses and state political contributions is also publicly available. However, it would be costly and burdensome for Wyeth to assemble different and specific reports at the request of each non-governmental organization that may seek them. In addition, disclosing the business rationale for each political contribution as called for in the proposal could put Wyeth at a competitive disadvantage. For all of these reasons, our Board and management do not believe the report requested in this proposal is practical or necessary and recommend a vote AGAINST the proposal.

**OUR BOARD AND MANAGEMENT RECOMMEND A VOTE AGAINST THIS STOCKHOLDER PROPOSAL.**

**ITEM 6.  
WYETH SHAREHOLDER RESOLUTION**

WHEREAS, the Company conducts tests on animals as part of its product research and development; and

WHEREAS, the Company also retains independent laboratories to conduct tests on animals as part of product research and development; and

WHEREAS, abuses of animals at independent laboratories have been recently revealed and disclosed by the media; and

WHEREAS, the Company has no published animal welfare or animal care policy prominently posted on its website; NOW THEREFORE,

BE IT RESOLVED, that the shareholders request that the Board adopt and post an Animal Welfare Policy online which addresses the Company's commitment to (a) reducing, refining and replacing its use of animals in research and testing, and (b) ensuring superior standards of care for animals who continue to be used for these purposes, both by the Company itself and by all independently retained laboratories, including provisions to ensure that animals' psychological, social and behavioral needs are met. Further, the shareholders request that the Board issue an annual report to shareholders on the extent to which in-house and contract laboratories are adhering to this policy, including the implementation of the psychological enrichment measures.

**Supporting Statement:**

The Boards of many companies have adopted and prominently published animal welfare policies on their websites relating to the care of animals used in product research and development. Our Company should be an industry leader with respect to animal welfare issues, and yet it has no publicly available animal welfare policy.

The recent disclosure of atrocities recorded at Covance, Inc. has made the need for a formalized, publicly available animal welfare policy that extends to all outside contractors all the more relevant, indeed urgent. Filmed

footage showed primates being subjected to such gross physical abuses and psychological torments that Covance sued to stop PETA Europe from publicizing it. The Honorable Judge Peter Langan, in the United Kingdom, who denied Covance's petition, stated in his decision that the video was "highly disturbing" and that just two aspects of it, namely the "rough manner in which animals are handled and the bleakness of the surroundings in which they are kept . . . even to a viewer with no particular interest in animal welfare, at least cry out for explanation."<sup>1</sup>

Shareholders cannot monitor what goes on behind the closed doors of the animal testing laboratories, so the Company must. Accordingly, we urge the Board to commit to ensuring that basic animal welfare measures are an integral part of our Company's corporate stewardship.

**We urge shareholders to support this Resolution.**

**Wyeth's Response**

**OUR BOARD AND MANAGEMENT OPPOSE THIS PROPOSAL AND RECOMMEND A VOTE AGAINST IT FOR THE FOLLOWING REASONS:**

As one of the world's largest research-driven pharmaceutical and health care products companies, Wyeth conducts research and development programs to discover and develop pharmaceuticals and vaccines for the treatment and prevention of human and animal disease. Laboratory experimentation, studies in animals and, for human medicines, trials in people are all needed to establish the safety and efficacy of new drugs and to obtain government approval for their marketing, manufacturing and sale.

Research animals are essential to understand the complex interactions among the body's organ systems and the physiological and pathological consequences of exposure to drugs and vaccines. Wyeth is committed to using the minimum number of animals necessary to assess the safety and efficacy of our products. In addition, non-animal studies are utilized whenever valid alternatives exist and methods are tailored to minimize pain and distress to the animal. Although non-animal research methods contribute to the reduction of animal use, we believe that the need for animal studies will continue for the foreseeable future.

It is Wyeth's policy that all animal care and use programs meet or exceed applicable regulations and guidelines relevant to research animal welfare and we are confident that our use of animals in the conduct of our research and development programs for the treatment and prevention of human and animal disease meets or exceeds all applicable standards and regulations. All animal use by Wyeth must be conducted in a humane and scientifically sound manner.

However, Wyeth's internal policies regarding its day-to-day management and operations are proprietary and are generally not made publicly available. We do not believe that their disclosure is warranted at this time. We therefore recommend a vote AGAINST this proposal.

**OUR BOARD AND MANAGEMENT RECOMMEND A VOTE AGAINST THIS STOCKHOLDER PROPOSAL.**

---

1 The case caption Covance Laboratories Limited v. PETA Europe Limited was filed in the High Court of Justice, Chancery Division, Leeds District Registry, Claim No. 5C-00295. In addition to ruling in PETA's favor, the Court ordered Covance to pay PETA £50,000 in costs and fees.