FORM A



Personal Details

Name & Last of Employee	Doug Boothe
Position	CEO, Actavis Inc.
Identification Number	
Division & Location	Actavis Inc - Morristown NJ
Name & Position of Appraiser	Siggi Olafsson, CEO Actavis Group
Period Covered by Appraisal	2008

Welcome to the Actavis performance management system.

We operate in an exciting environment, full of opportunities and challenges for Actavis to grow and develop. It is therefore essential that all of us are focused on our goals and objectives and are ready to seize the opportunities that will make our business grow and become a top player in the pharmaceutical industry.

Actavis is a company that creates values in pharmaceuticals for all its stakeholders and you as managers play a pivotal role in this. In order to meet our ambitious targets we need to build a high performance culture and develop a shared vision of how we do things. Actavis PER4MA was created to achieve these two aims.

All Actavis employees have to be challengers who are continuously seeking new ways of creating value. You as managers are the catalysts of such behaviour, you are expected to embody our corporate values, to deliver on your targets and to develop and help your employees excel in their jobs. Actavis PER4MA is a system which will assist Actavis tell its people how well they are achieving these goals.

Actavis PER4MA is not a replacement to candid and honest corrective or developmental feedback to people, it is simply the formalisation of a natural process which we all have been doing for a long time.

The brand of Actavis has brought us all together under one corporate identity. The dedication and hard work of all of us has made Actavis what it is today. Actavis PER4MA will continue to strengthen our commitment to the company by ensuring that our efforts are leading to our single most important aim...that of creating value in pharmaceuticals to all our stakeholders.

Form A- Management and Specialist



PLAINTIFFS TRIAL EXHIBIT
P-03778_00001

Acquired Actavis 01541043

Objectives

When filling this section be **SMART** and write objectives which are Specific, Measurable, Achievable, Relevant and Time related.

Use this section to write all objectives (performance as well as developmental objectives) this employee should meet over the next 12 months. If you have more than 5 objectives please use an additional objectives form.

Foo	cus 2009- US Goal Categories: 1/ Growth / Customer Service / Building the Future	
	ot Attained; Partially Attained; Fully Attained	
Objective 1 Deliver 2009 Actavis Inc. recovery by achieving budget r US Budget - \$551M Revenues, \$171.8M EBITDA (excluding Achieve the financial objectives for Kadian®, acquired a Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M Revenues, \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA, \$42M Cash Financial objectives for Kadian® - \$148M EBITDA	g exceptional items), \$36.3M Cash Flow (Source Nov 20 MB final) Ifter the finalization of 2009 US Budget.	
Focus 2009- US Goal(s) Challenger Mindset – Financial Results		Critical Objective
Mid-year Comments	End of year comments -	objective
- Pass all PAIs - no delays in ANDA approvals due to	va for Oxy IR and select portfolio products (bucket 2/3) GMP quality issues Italiand/or international regulations. Adherence to all SOPs by suppliers 09)	
Focus 2009- US Goal(s) Right Products, Reliable and Fast		Critical Objective
Mid-year Comments	End of year comments -	
Achieve >\$4M in value from ANDA sales/transfers Realize 2009 production goals for Alathur transfer produ Focus 2009- US Goal(s)	n 11 potential FTF/FTM opportunities (into Elizabeth, 3 rd party, Alathur): Doxy Tabs, Methylphenidate cts (Alathur site primary goal, secondary for US Supply Chain)	
Building for the Future		Critical Objective
Mid-year Comments	End of year comments -	

Focus 2009- US Goal(s) Be Connected		Critical Objective
Mid-year Comments	End of year comments -	

Facus 2000, US Cool(a)		
Focus 2009- US Goal(s) Challenger Mindset – Financial Results		Critical Objective
Mid-year Comments	End of year comments -	

Additional accomplishments to be addressed via the behavioral indicators

Signed and Agreed	Employee	Assessor
Date:		

Behavioral Indicators & Performance

Use this section to discuss the behavior of this employee as well as his or her job description.

Exceeding Expectations

Assessment Key

Needs Improvement Doing as Expected

Ambition (Drives achievement; Expresses energy; Thinks in solution Demonstrates self-motivation; Shows eagerness to achieve; Sets stretch		
Mid-year comments	End of year comments -	
Teamwork (Builds high performance teams; Motivates others; Shar interpersonal relationships; Shows respect towards others; Gives constr		
Mid-year comments	End of year comments	
Customer Care (Fulfils customer expectations; Establishes sustain Understands client needs; Acts on promises made to clients; Adopts op		T
Mid-year comments	End of year comments -	
Pro-Activity (Shows initiative; Thinks strategically and generates unwritten rules and assumptions; Is persistent; Resilient; Seizes opport		I
Mid-year comments	End of year comments -	
Efficiency (Uses resources efficiently; Seeks to reduce costs and sn resources utilisation; Plans well; Self-discipline; Acts pragmatically)	noothen processes; Delegates effectively; Seeks to optimise	
Mid-year comments	End of year comments	
Flexibility (Thrives on complexity; Seeks continuous improvement; change; Seeks new opportunities; Adapts quickly to change)	Leverages diversity; Change oriented; Positive attitude towards	Ī
Mid-year comments	End of year comments -	
Position Related Performance (Discuss with the employee are carried out appropriately and the work delivered is of the required employee against these duties. This is also an opportunity to go through	standard and quality. Make an overall assessment of the	
carried out by the employee,) Mid-year comments	End of year comments	 (2 ±9±1

Form A- Management and Specialist

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- The overall behaviour of the employee and its alignment with the Corporate values
- The attainment of objectives if any have been agreed upon, especially any objectives marked as critical
- The level of engagement of the employee
- The overall performance of the employee
- The skill level of the employee
- The overall circumstances surrounding the employee and any factors affecting performance which were beyond his or her control.

Use the space provided to write any comments related to this employee's overall performance in his or her job.

Fails to meet Expectations	Does not achieve goals; Does not meet job requirements; Does not display behaviour in line with values; Unacceptable attitude; Shows no or very low commitment to development	
Needs Improvement	Achieves some but not all goals; Does not meet job requirements in some areas; Behaviour is sometimes not in line with values; Attitude needs to be improved; Employee can show both commitment to development and potential but needs to work harder on both aspects	
As Expected	Achieves goals as required and meets critical goals; Meets job requirements set for someone in this position; Behaviour is normally in line with values; Demonstrates positive attitude; Given the opportunity further development beyond the immediate role would be beneficial; Overall performance is good, basically doing what is expected of someone in this position	
Exceeds Expectations	Achieves most goals and exceeds some; Meets most job requirements and exceeds some; Lives and promotes the values; Demonstrates and promotes a positive attitude; Shows a high commitment to development and given the opportunity has potential to grow further within the Company	
Exceptional	Meets all objectives especially critical ones if any and exceeds most; Meets all job requirements and exceeds most; A champion for the values constantly promoting value driven behaviours; Demonstrates a highly positive attitude; Made a significant contribution in achieving the Company business objectives outside his or her direct responsibilities; Shows very high commitment to development and given the opportunity has high potential to develop grow further within the Company	

Assessor Comments -	Employee Comments	
Signature	Signature	
Date	Date	





Personal Details

Name & Last of Employee	Doug Boothe	
Position	CEO, Actavis Inc.	
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Compliance / I	Focus 2009- US Goal Categories: Financial / Growth / Customer Service / Building the Future	
Assessment Key - 1 Not Attained;		
Objective 1 Deliver 2009 Actavis inc. recovery by achieving budget number for Reve US Budget - 5551M Revenues, \$171.8M EBITDA (excluding exceptional it Achieve the financial objectives for Kadian®, acquired after the finaliza Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash Flow (Source - Ka	ems), 536.3M Cash Flow (Source Nov 20 MB final) ation of 2009 US Budget.	•
Focus 2009- US Goal(s)		
Challenger Mindset – Financial Results Mid-year Comments	End of year comments -	Critical Objective
Dijective 2 Quality and Compliance: Pass all GMP Inspections. No Regulatory Action beyond a 483 Obse Successful removal of "GMP hold" for Actavis Totows for Dxy IR an Pass all PAIs - no delays in ANDA approvals due to GMP quality issue Compliance with applicable site, corporate, national and/or intersense of Compliance with applicable site, corporate, national and/or intersense Products/Product Supply Se7M in New Products Tupply S67M in New Product revenues on 16- launches 90% Product availability (1H 2009), 95% PPA (2H 2009) - 42% monthly average backlog (excluding product on customer serv	d select portfolio products (bucket 2/3) essational regulations. Adherence to all SOPs	• **
ocus 2009- US Goal(s)		6.05-1.00/5-16-1
Right Products, Reliable and Fast Mid-year Comments	End of year comments -	Critical Objective
Objective 3 Deliver 24 ANDA filings (target is 39 active projects) with 11 potential F Successful transfer, scale-up and launch of ASA products (into Elizabeth Achieve - SAM in value from ANDA sales/transfers Realize 2009 production goals for Alathur transfer products (Alathur site Focus 2009- US Goal(s) Building for the Future	, 3'd party, Alathur): Doxy Tabs, Methylphenidate	Critical Objective
Aid-year Comments	End of year comments -	
Objective 4 reactive employee communications via Town Hall Meeting, "in the Pipe" - Minimum of 3 Town Halls in 2009 at each site - Minimum of 12 "in the Pipeline" - Staffing and Leadership - Ensure appropriate management in place for all key positions (Dirr - Active performance review, talent management and targeted emp organization and management in support of future growth ocus 2009- US Goal(s)		is Inc.
de Connected		Critical Objective
did-year Comments	End of year comments -	
Disjective 5		
inalize Oxy ER Settlement Agreement, resulting in 2009/2010 realized	value for Actavis Inc.	• •
ocus 2009- U5 Goal(s) Phallenger Mindset – Financial Results		Critical Objective
id-year Comments	End of year comments -	
additional accomplishments to be addressed via the b	ehavioral indicators	
igned and Agreed Em	ployee	Assessor

Note: If you have more than 5 objectives use an additional objectives form. If you need more space for comments use other side of form

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Form A- Management and Specialist

Behavioral Indicators & Performance

Use this section to discuss the behavior of this employee as well as his or her job description.

Needs Improvement Assessment Key Doing as Expected **Exceeding Expectations** Ambition (Drives achievement; Expresses energy; Thinks in solutions; Shows accountability; Is ready to go the extra mile; Demonstrates self-motivation; Shows eagerness to achieve; Sets stretching goals; Does not take 'no' for an answer.) Mid-year comments End of year comments -. Teamwork (Builds high performance teams; Motivates others; Shares knowledge; Develops others; Establishes and maintains good interpersonal relationships; Shows respect towards others; Gives constructive feedback; Recognises team and individual contributions.) End of year comments Mid-year comments Customer Care (Fulfils customer expectations; Establishes sustainable client relationships; Adopts a client centered approach; Understands client needs; Acts on promises made to clients; Adopts open communication with clients.) Mid-year comments End of year comments -Pro-Activity (Shows initiative; Thinks strategically and generates vision; Makes things happen; Focuses on results; Challenges unwritten rules and assumptions; Is persistent; Resilient; Seizes opportunities; Acts quickly.) Mid-year comments End of year comments -Efficiency (Uses resources efficiently; Seeks to reduce costs and smoothen processes; Delegates effectively; Seeks to optimise resources utilisation; Plans well; Self-discipline; Acts pragmatically) Mid-year comments End of year comments -. Flexibility (Thrives on complexity; Seeks continuous improvement; Leverages diversity; Change criented; Positive attitude towards change; Seeks new opportunities; Adapts quickly to change) Mid-year comments

Position Related Performance (Discuss with the employee the extent is which the dulies listed in the popular description, are carried out appropriately and the work delivered is of the required standard and quality. Make an overall assessment of the employee against these duties. This is also an opportunity to go through the job description and assess its relevance to the actual work carried out by the employee.)

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0	Fails to meet Expectations	Does not achieve goals; Does not meet job requirements; Does not display behaviour in line with values; Unacceptable attitude; Shows no or very low commitment to development Achieves some but not all goals; Does not meet job requirements in some areas; Behaviour is sometimes not in line with values; Attitude needs to be improved; Employee can show both commitment to development and potential but needs to work harder on both aspects Achieves goals as required and meets critical goals; Meets job requirements set for someone in this position; Behaviour is normally in line with values; Demonstrates positive attitude; Given the opportunity further development beyond the immediate role would be beneficial; Overall performance is good, basically doing what is expected of someone in this position Achieves most goals and exceeds some; Meets most job requirements and exceeds some; Lives and promotes the values; Demonstrates and promotes a positive attitude; Shows a high commitment to development and given the opportunity has potential to grow further within the Company Meets all objectives especially critical ones if any and exceeds most; Meets all job requirements and exceeds most; A champion for the values constantly promoting value driven behaviours; Demonstrates a highly positive attitude; Made a significant contribution in achieving the Company business objectives outside his or her direct responsibilities; Shows very high commitment to development and given the opportunity has high potential to develop grow further within the Company	
0	Needs Improvement		
0	As Expected		
××	Exceeds Expectations		
0	Exceptional		
Assessor	Comments -	Employ	ee Comments
Signatur	e	Signatu Date	re

FORM A



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Focus 2009- US Goal(s) Be Connected		Critical Objective
Mid-year Comments	End of year comments -	

Objective 5 Finalize Oxy ER Settlement Agreement, resulting in 2009/2010 realized value for Actavis Inc.		
Focus 2009- US Goal(s)		
Challenger Mindset – Financial Results		Critical Objective
Mid-year Comments	End of year comments -	

Additional accomplishments to be addressed via the behavioral indicators

Signed and Agreed	Employee	Assessor
Date:		

Behavioral Indicators & Performance

Use this section to discuss the behavior of this employee as well as his or her job description.

Doing as Expected

Assessment Key

Needs Improvement

Exceeding Expectations

Ambition (Drives achievement; Expresses energy; Thinks in solutions; Demonstrates self-motivation; Shows eagerness to achieve; Sets stretching	
Mid-year comments	End of year comments
Teamwork (Builds high performance teams; Motivates others; Share interpersonal relationships; Shows respect towards others; Gives constru-	4. T. J. C. S. C. S. C. S. C.
Mid-year comments	End of year comments
Customer Care (Fulfils customer expectations; Establishes sustaina Understands client needs; Acts on promises made to clients; Adopts open	
Mid-year comments	End of year comments -
Pro-Activity (Shows initiative; Thinks strategically and generates vis unwritten rules and assumptions; Is persistent; Resilient; Seizes opportur	
Mid-year comments	End of year comments -
Efficiency (Uses resources efficiently; Seeks to reduce costs and smoresources utilisation; Plans well; Self-discipline; Acts pragmatically)	oothen processes; Delegates effectively; Seeks to optimise
Mid-year comments	End of year comments
Flexibility (Thrives on complexity; Seeks continuous improvement; L change; Seeks new opportunities; Adapts quickly to change)	everages diversity; Change oriented; Positive attitude towards
Mid-year comments	End of year comments -
Position Related Performance (Discuss with the employee the are carried out appropriately and the work delivered is of the required stemployee against these duties. This is also an opportunity to go through carried out by the employee.)	tandard and quality. Make an overall assessment of the
Mid-year comments	End of year comments

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Needs Improvement	Achieves some but not all goals; Does not meet job requirements in some areas; Behaviour is sometimes not in line with values; Attitude needs to be improved; Employee can show both commitment to development and potential but needs to work harder on both aspects	
As Expected	Achieves goals as required and meets critical goals; Meets job requirements set for someone in this possible Behaviour is normally in line with values; Demonstrates positive attitude; Given the opportunity development beyond the immediate role would be beneficial; Overall performance is good, basically doing expected of someone in this position	
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	Needs Improvement As Expected Exceeds Expectations	

Assessor Comments -	Employee Comments	
Signature Date	Signature Date	

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Be Connected		Critical Objective
Mid-year Comments	End of year comments -	
Objective 5 Finalize Oxy ER Settlement Agreement, resultin	ng in 2009/2010 realized value for Actavis Inc.	
Focus 2009- US Goal(s)		
Challenger Mindset – Financial Results		Critical Objective
Mid-year Comments	End of year comments -	A facility of the second against a facility

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Date:		

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Ambition (Drives achievement; Expresses energy; Thinks in solutions; Demonstrates self-motivation; Shows eagerness to achieve; Sets stretching	
Mid-year comments	End of year comments
Teamwork (Builds high performance teams; Motivates others; Shares interpersonal relationships; Shows respect towards others; Gives construct	
Mid-year comments	End of year comments
Customer Care (Fulfils customer expectations; Establishes sustaina Understands client needs; Acts on promises made to clients; Adopts open	
Mid-year comments	End of year comments -
Pro-Activity (Shows initiative; Thinks strategically and generates visunwritten rules and assumptions; Is persistent; Resilient; Seizes opportun	
Mid-year comments	End of year comments -
Efficiency (Uses resources efficiently; Seeks to reduce costs and smooresources utilisation; Plans well; Self-discipline; Acts pragmatically)	othen processes; Delegates effectively; Seeks to optimise
Mid-year comments	End of year comments
Flexibility (Thrives on complexity; Seeks continuous improvement; Le change; Seeks new opportunities; Adapts quickly to change)	everages diversity; Change oriented; Positive attitude towards
Mid-year comments	End of year comments -
Position Related Performance (Discuss with the employee the are carried out appropriately and the work delivered its of the required strengtoyee against these duties. This is also an opportunity to go through carried out by the employee.)	andard and quality. Make an overall assessment of the
Mid-year comments:	End of year comments.

Form A- Management and Specialist

Use this section to assess the overall performance of this employee. When doing so you should take into consideration the following:

- The overall behaviour of the employee and its alignment with the Corporate values
- The attainment of objectives if any have been agreed upon, especially any objectives marked as critical
- The level of engagement of the employee
- The overall performance of the employee
- The skill level of the employee
- The overall circumstances surrounding the employee and any factors affecting performance which were beyond his or her control.

Use the space provided to write any comments related to this employee's overall performance in his or her job.

Fails to meet Expectations	Does not achieve goals; Does not meet job requirements; Does not display behaviour in line with values; Unacceptable attitude; Shows no or very low commitment to development	
Needs Improvement	Achieves some but not all goals; Does not meet job requirements in some areas; Behaviour is sometimes not in line with values; Attitude needs to be improved; Employee can show both commitment to development and potential but needs to work harder on both aspects	
As Expected	Achieves goals as required and meets critical goals; Meets job requirements set for someone in this position; Behaviour is normally in line with values; Demonstrates positive attitude; Given the opportunity further development beyond the immediate role would be beneficial; Overall performance is good, basically doing what is expected of someone in this position	
Exceeds Expectations	Achieves most goals and exceeds some; Meets most job requirements and exceeds some; Lives and promotes the values; Demonstrates and promotes a positive attitude; Shows a high commitment to development and given the opportunity has potential to grow further within the Company	
Exceptional	Meets all objectives especially critical ones if any and exceeds most; Meets all job requirements and exceeds most; A champion for the values constantly promoting value driven behaviours; Demonstrates a highly positive attitude; Made a significant contribution in achieving the Company business objectives outside his or her direct responsibilities; Shows very high commitment to development and given the opportunity has high potential to develop grow further within the Company	
or Comments -	Employee Comments	

Assessor Comments -	Employee Comments
Signature Date	Signature Date

FORM A



Personal Details

Name & Surname of Employee	Douglas Boothe
Position	CEO, Actavis Inc.
Identification Number	-
Division & Location	EVP, Morristown
Name & Position of Appraiser	
Period Covered by Appraisal	2009

Welcome to the Actavis performance management system.

We operate in an exciting environment, full of opportunities and challenges for Actavis to grow and develop. It is therefore essential that all of us are focused on our goals and objectives and are ready to seize the opportunities that will make our business grow and become a top player in the pharmaceutical industry.

Actavis is a company that creates values in pharmaceuticals for all its stakeholders and you as managers play a pivotal role in this. In order to meet our ambitious targets we need to build a high performance culture and develop a shared vision of how we do things. Actavis PER4MA was created to achieve these two aims.

All Actavis employees have to be challengers who are continuously seeking new ways of creating value. You as managers are the catalysts of such behaviour, you are expected to embody our corporate values, to deliver on your targets and to develop and help your employees excel in their jobs. Actavis PER4MA is a system which will assist Actavis tell its people how well they are achieving these goals.

Actavis PER4MA is not a replacement to candid and honest corrective or developmental feedback to people, it is simply the formalisation of a natural process which we all have been doing for a long time.

The brand of Actavis has brought us all together under one corporate identity. The dedication and hard work of all of us has made Actavis what it is today. Actavis PER4MA will continue to strengthen our commitment to the company by ensuring that our efforts are leading to our single most important aim...that of creating value in pharmaceuticals to all our stakeholders.

Objectives

When filling this section be **SMART** and write objectives which are Specific, Measurable, Achievable, Relevant and Time related.

Use this section to write all objectives (performance as well as developmental objectives) this employee should meet over the next 12 months. If you have more than 5 objectives please use an additional objectives form.

	ot Attained; Partially Attained; Fully Attained	
Objective 1 - Business Results Deliver 2009 Actavis Inc. recovery by achieving budget US Budget - \$551M Revenues, \$171.8M EBITDA (excludir Achieve the financial objectives for Kadian®, acquired Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash I	ng exceptional items), \$36.3M Cash Flow (Source Nov 20 MB final) after the finalization of 2009 US Budget.)
Mid-year comments	End of year comments - EXCEEDED 2009 5+7 replan. Combined US revenues > \$656M (vs. \$626M), EBITDA > \$275M (vs. \$241M). Recovery was led by successful management of Kadian®, launch of Oxy CR, and outstanding pricing/contracting work by GRx Sales &	Critical objective
	Marketing team (eg. Acetasol®). Team overcame lack of meaningful ANDA approvals in 2009.	
 Pass all PAIs - no delays in ANDA approvals delays in ANDA approvals delays in ANDA approvals delays in ANDA approvals delays are compliance with applicable site, corporate, and a complex complex in a complex in a	Totowa for Oxy IR and select portfolio products (bucket 2/3) ue to GMP quality issues national and/or international regulations. Adherence to all SOPs d party suppliers nes (2H 2009)	X
Mid-year comments	End of year comments - MOSTLY ATTAINED (Critical items exceeded) - LF site wave 1 completed in April (Oxy IR review/release). Follow-on products slower to get into FDA queue. Other compliance items on track, largely due to efforts of VP Q/C/TS (Nasrat) who joined in Jan 2009.	Critical objective
	New product results exceeded - but based primarily on Oxy CR launch late November (\$58M for CR). Frustrating delays for key 09 launches due to FDA and internal challenges (Doxy, Amphet Combo, Methyl, Zolpidem)	
Achieve >\$4M in value from ANDA sales/transfers	th 11 potential FTF/FTM opportunities s (into Elizabeth, 3 rd party, Alathur): Doxy Tabs, Methylphenidate ucts (Alathur site primary goal, secondary for US Supply Chain)	•
Mid-year comments	End of year comments - MOSTLY ATTINED (Critical items achieved) - filed 24 ANDAs and supplments, including several confirmed or potential FTF items. Portfolio focused on higher value, ER/DTF products. Tremendous	Critical objective
	progress demonstrated by new R&D leadership (thank you again for Hafrun!) and management changes at ASA implemented. Critical site transfers/validations completed (Doxy, Zolpidem, Bupro, Amphet Combo) Alathur site accountability transferred to US (3Q 2009), US	

 Minimum of 3 Town Halls in 2009 at each s Minimum of 12 "In the Pipeline" US ET Staffing and Leadership 	all Meeting, "in the Pipeline" and other local initiatives	
. • Active performance review, talent ma	anagement and targeted employee development and retention programs to is Inc. organization and management in support of future growth	
Mid-year comments	End of year comments - FULLY ATTAINED. Proactive employee communications program in place with town halls and bi-weekly 'In The Pipeline' US employee moral up significantly since YE 2008 - largely due to improved US (and Global) results, R&D effectiveness, and very busy production sites.	Critical objective
	All critical US VP and Director positions filled and with per4ma, succession planning and talent development programs in place.	
Objective 5 - Business Results Finalize Oxy ER Settlement Agreement, resulting	in 2009/2010 realized value for Actavis Inc.	• ×
Mid-year comments	End of year comments - FULLY ATTAINED Settlement agreement with Purdue completed in April 2009, with three paths for market commercialization.	Critical objective
	Actavis called in the AG option, and completed all necessary pre-launch activities (SC/Regulatory, Sales/Mktg) to maximize the business opportunity significantly exceeding internal targets.	Oh Yeah!
Objective 6 -		
Mid-year comments		Critical objective
		Objective no longer applicable
Objective 7 -		
Mid-year comments		Critical objective
		Objective no longer applicable
	Employee Assessor	
Date:		

Behavioural Indicators & Performance

Use this section to discuss the behaviour of this employee as well as his or her job description,

Doing as Expected

Exceeding Expectations

Assessment Key

Needs Improvement

X Ambition (Drives achievement; Expresses energy; Thinks in solutions; Shows accountability; Is ready to go the extra mile; Demonstrates self-motivation; Shows eagerness to achieve; Sets stretching goals; Does not take 'no' for an answer.) Mid-year comments End of year comments: In 2009 the US team delivered an outstanding turnaround - in terms of financial results and improved mindset. We are no longer looking to survive - now we are focused on taking the next great step in our business growth. X Teamwork (Builds high performance teams; Motivates others; Shares knowledge; Develops others; Establishes and maintains good interpersonal relationships; Shows respect towards others; Gives constructive feedback; Recognises team and individual contributions.) Our key to success in the US (and with the Actavis MB) has been Mid-year comments effective teamwork - especially to achieve the business results in light of the many new product and validation delays. X Customer Care (Fulfils customer expectations; Establishes sustainable client relationships; Adopts a client centered approach; Understands client needs; Acts on promises made to clients, Adopts open communication with clients.) Mid-year comments 2009 was a major turnaround for Actavis Inc. in the eyes of our customers. The Fentanyl and Bupro 150 launches in late 2008 started it, and the Oxy IR release in April 2009 established the platform for recovery. Tough negotiations were had with many customers (eg. CVS) which paved the way for successful pricing and other commercial actions throughout the year. Χ Pro-Activity (Shows initiative; Thinks strategically and generates vision; Makes things happen; Focuses on results; Challenges unwritten rules and assumptions; Is persistent; Resilient; Seizes opportunities; Acts quickly.) End of year comments: I had the team ruthlessly focus on key recovery Mid-year comments items (and portfolio development priorities). This did come at the expense of several milestones (Alathur units, off-shore partnerning with Medis) - but I recognize the importance here - and will improve in 2010. X Efficiency (Uses resources efficiently; Seeks to reduce costs and smoothen processes; Delegates effectively; Seeks to optimise resources utilisation; Plans well; Self-discipline; Acts pragmatically) Mid-year comments End of year comments: I have great confidence in my executive team (and other business leads). We are closely aligned with Global on key items, and then via our bi-weekly US ET meetings with aggressively align and tackle the critical issues and opportunities as a team. X Flexibility (Thrives on complexity; Seeks continuous improvement; Leverages diversity; Change oriented; Positive attitude towards change; Seeks new opportunities; Adapts quickly to change) End of year comments I believe that we (US) and the Group made major Mid-year comments strides in returning to the promising and exciting work location for all associates. We needed to make many 'in process' priority changes throughout the year - but we also remained focused on key results drivers, growth investments, and employee development opportunities in a very challenging business environment Position Related Performance (Discuss with the employee the extent to which the duties listed in the position description carried out appropriately and the work delivered is of the required standard and quality. Make an overall assessment of the employee against these duties. This is also an opportunity to go through the job description and assess its relevance to the actual work carried out by the employee.) End of year comments: Siggi I personally want to thank you for your support and leadership of me (and the US ET mr2009. You challerged us appropriately while also making it clear throughout the organization that you fully supported our activities. This was a critical component of our success. Personally I can easily say that 2009 was an extremely fulfilling personal and professional accomplishment year. Thank you Mid-year comments

again for the opportunity.

Use this section to assess the overall performance of this employee. When doing so you should take into consideration the following:

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- The overall performance of the employee
- The skill level of the employee
- The overall circumstances surrounding the employee and any factors affecting performance which were beyond his or her control.

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0	Fails to meet Expectations	Does not achieve goals; Does not me Unacceptable attitude; Shows no or ver	eet job requirements; Does not display behaviour in line with values; y low commitment to development
0	Needs Improvement		not meet job requirements in some areas; Behaviour is sometimes not in e improved; Employee can show both commitment to development and both aspects
0	As Expected	Behaviour is normally in line with	critical goals; Meets job requirements set for someone in this position; values; Demonstrates positive attitude; Given the opportunity further e would be beneficial; Overall performance is good, basically doing what is
0	Exceeds Expectations		Meets most job requirements and exceeds some; Lives and promotes the sositive attitude; Shows a high commitment to development and given the er within the Company
0	Exceptional	most; A champion for the values constattitude; Made a significant contribution	ones if any and exceeds most; Meets all job requirements and exceeds tantly promoting value driven behaviours; Demonstrates a highly positive on in achieving the Company business objectives outside his or her direct nitment to development and given the opportunity has high potential to be
Asses	ssor Comments		Employee Comments
Signa	ture	1	Signature

FORM A



Personal Details

Name & Surname of Employee	Douglas Boothe
Position	CEO, Actavis Inc.
Identification Number	
Division & Location	EVP, Morristown
Name & Position of Appraiser	
Period Covered by Appraisal	2009

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When filling this section be **SMART** and write objectives which are Specific, Measurable, Achievable, Relevant and Time related.

Use this section to write all objectives (performance as well as developmental objectives) this employee should meet over the next 12 months. If you have more than 5 objectives please use an additional objectives form.

	lot Attained; Partially Attained; Fully Attained	
Achieve the financial objectives for Kadian®, acquired	ng exceptional items), \$36.3M Cash Flow (Source Nov 20 MB final) after the finalization of 2009 US Budget.) ::
Kadian® - \$148M Revenues, \$137M EBITDA, \$42M Cash	Flow (Source - Kadian® Board presentation)	
Mid-year comments	End of year comments - EXCEEDED 2009 5+7 replan. Combined US revenues > \$656M (vs. \$626M), EBITDA > \$275M (vs. \$241M). Recovery was led by successful management of Kadian®, launch of Oxy CR, and	Critical objective
	outstanding pricing/contracting work by GRx Sales & Marketing team (eg. Acetasol®). Team overcame lack of meaningful ANDA approvals in 2009.	
 Pass all PAls - no delays in ANDA approvals d 	Totowa for Oxy IR and select portfolio products (bucket 2/3) ue to GMP quality issues national and/or international regulations. Adherence to all SOPs ad party suppliers nes (2H 2009)	X
Mid-year comments	End of year comments - MOSTLY ATTAINED (Critical items exceeded) - LF site wave 1 completed in April (Oxy IR review/release). Follow-on products slower to get into FDA queue. Other compliance items on track, largely due to efforts of VP Q/C/TS (Nasrat) who joined in Jan 2009.	Critical objective
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Achieve >\$4M in value from ANDA sales/transfers	th 11 potential FTF/FTM opportunities ts (into Elizabeth, 3 rd party, Alathur): Doxy Tabs, Methylphenidate sucts (Alathur site primary goal, secondary for US Supply Chain)	
Mid-year comments	End of year comments - MOSTLY ATTINED (Critical items achieved) - filed 24 ANDAs and supplments, including several confirmed or potential FTF items. Portfolio focused on higher value, ER/DTF products. Tremendous	Critical objective
	progress demonstrated by new RED leadership (thank you again for Hafrun!) and management changes at ASA implemented. Critical site transfers/validations completed (Doxy, Zolpidem, Bupro, Amphet Combo) Alathur site accountability transferred to US (3Q 2009), US	

 Minimum of 3 Town Halls in 2009 at each Minimum of 12 "In the Pipeline" US ET Staffing and Leadership 	n Hall Meeting, "in the Pipeline" and other local initiatives	0 - 0
Active performance review, talent	t management and targeted employee development and retention programs to	
Mid-year comments	End of year comments - FULLY ATTAINED. Proactive employee communications program in place with town halls and bi-weekly 'In The Pipeline' US employee moral up significantly since YE 2008 - largely due to improved US (and Global) results, R&D effectiveness, and very busy production sites.	Critical objective
	All critical US VP and Director positions filled and with per4ma, succession planning and talent development programs in place.	
Objective 5 - Business Results Finalize Oxy ER Settlement Agreement, result	ting in 2009/2010 realized value for Actavis Inc.	
Mid-year comments	End of year comments - FULLY ATTAINED Settlement agreement with Purdue completed in April 2009, with three paths for market commercialization.	Critical objective
	Actavis called in the AG option, and completed all necessary pre-launch activities (SC/Regulatory, Sales/Mktg) to maximize the business opportunity significantly exceeding internal targets.	Oh Yeah!
Objective 6 -		
Mid-year comments		Critical objective
		Objective no longer applicable
Objective 7 -		
Mid-year comments		Critical objective
		Objective no longer applicable
Signed and Agreed	Employee Assessor	

Behavioural Indicators & Performance

Use this section to discuss the behaviour of this employee as well as his or her job description.

Doing as Expected

Exceeding Expectations

Ambition (Drives achievement; Expresses energy; Thinks in solu Demonstrates self-motivation; Shows eagemess to achieve; Sets str			X
Mid-year comments	End of year comments: In 2009 the US team delivered and turnaround - in terms of financial results and improved minds no longer looking to survive - now we are focused on taking reat step in our business growth.	et. We a	re
	Shares knowledge; Develops others; Establishes and maintains good onstructive feedback; Recognises team and individual contributions.)		X
Mid-year comments	Our key to success in the US (and with the Actavis MB) effective teamwork - especially to achieve the business result the many new product and validation delays.		
Customer Care (Fulfils customer expectations; Establishes su Understands client needs; Acts on promises made to clients; Adopts			X
Mid-year comments	2009 was a major turnaround for Actavis Inc. in the excustomers. The Fentanyl and Bupro 150 launches in late 2008 and the Oxy IR release in April 2009 established the place recovery. Tough negotiations were had with many customer which paved the way for successful pricing and other commentations throughout the year.	started i latform fi rs (eg. CV	it, or (S)
Pro-Activity (Shows initiative; Thinks strategically and general unwritten rules and assumptions; Is persistent; Resilient; Seizes opposite the contract of		X	
Mid-year comments	End of year comments: I had the team ruthlessly focus on ke items (and portfolio development priorities). This did co expense of several milestones (Alathur units, off-shore partn. Medis) - but I recognize the importance here - and will improve	ome at the	he
Efficiency (Uses resources efficiently; Seeks to reduce costs an resources utilisation; Plans well; Self-discipline; Acts pragmatically			X
Mid-year comments	End of year comments: I have great confidence in my exect (and other business leads). We are closely aligned with Glo items, and then via our bi-weekly US ET meetings with aggres and tackle the critical issues and opportunities as a team.	obal on ke	ey
Flexibility (Thrives on complexity; Seeks continuous improvemon change; Seeks new opportunities; Adapts quickly to change)	ent; Leverages diversity; Change oriented; Positive attitude towards		X
Mid-year comments	End of year comments I believe that we (US) and the Group in strides in returning to the promising and exciting work local associates. We needed to make many 'in process' priorithroughout the year - but we also remained focused on drivers, growth investments, and employee development op in a very challenging business environment.	ition for a ity chang key resul	all es lts
are carried out appropriately and the work delivered is of the requi	yee the extent to which the duties listed in the position description ired standard and quality. Make an overall assessment of the rough the job description and assess its relevance to the actual work.	-	
Mid-year comments :	End of year comments: Siggi + il personally want to thank you che support and leadership of me (and the US ET) in 2009. You che appropriately while also making it clear throughout the organ you fully supported our activities. This was a critical compo	allenged Ization th	us at

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- The skill level of the employee
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Fails to meet Expectations	Does not achieve goals; Does not meet job requirements; Does not display behaviour in line with values; Unacceptable attitude; Shows no or very low commitment to development
Needs Improvement	Achieves some but not all goals; Does not meet job requirements in some areas; Behaviour is sometimes not in line with values; Attitude needs to be improved; Employee can show both commitment to development and potential but needs to work harder on both aspects
As Expected	Achieves goals as required and meets critical goals; Meets job requirements set for someone in this position; Behaviour is normally in line with values; Demonstrates positive attitude; Given the opportunity further development beyond the immediate role would be beneficial; Overall performance is good, basically doing what is expected of someone in this position
Exceeds Expectations	Achieves most goals and exceeds some; Meets most job requirements and exceeds some; Lives and promotes the values; Demonstrates and promotes a positive attitude; Shows a high commitment to development and given the opportunity has potential to grow further within the Company
Exceptional	Meets all objectives especially critical ones if any and exceeds most; Meets all job requirements and exceeds most; A champion for the values constantly promoting value driven behaviours; Demonstrates a highly positive attitude; Made a significant contribution in achieving the Company business objectives outside his or her direct responsibilities; Shows very high commitment to development and given the opportunity has high potential to develop grow further within the Company
or Comments	Employee Comments

Emptoyee Comments	
Signature	
	Employee Comments

FORM A

Actavis per4ma

Personal Details

Name & Last of Employee	Doug Boothe
Position	CEO, Actavis Inc.
Identification Number	
Division & Location	Actavis Inc - Morristown NJ
Name & Position of Appraiser	Sigurdur Olafsson, CEO Actavis Group
Period Covered by Appraisal	2009

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Objectives

When filling this section be **SMART** and write objectives which are Specific, Measurable, Achievable, Relevant and Time related.

Use this section to write all objectives (performance as well as developmental objectives) this employee should meet over the next 12 months. If you have more than 5 objectives please use an additional objectives form.

Focus 2009- US Goal Categories: Compliance / Financial / Growth / Customer Service / Building the Future

Assessment Key - 🖣 Not Attained; 🌘 Partially Attained; 🔮 Fully Attained

	budget number for Revenue, EBITDA, and Cash Flow. (excluding exceptional items), \$36.3M Cash Flow (Source Nov 20 MB	000
	ecquired after the finalization of 2009 US Budget. 2M Cash Flow (Source - Kadian® Board presentation)	
Focus 2009- US Goal(s)		
Challenger Mindset - Financial Results		Critical Objective
Mid-year Comments	End of year comments - Partly achieved. The 2009 budget number not achieved (neither revenue nor EBITDA) but 5+7 forecast achieved. Kadian achieved. Important turnaround 2H of 2010. Important settlement with Purdue achieved to secure the results.	

 Pass all PAIs - no delays in ANDA approval 	avis Totowa for Oxy IR and select portfolio products (bucket 2/3) s due to GMP quality issues te, national and/or international regulations. Adherence to all SOPs or 3 rd party suppliers nches PA (2H 2009)	• • 6
Focus 2009- US Goal(s)		1.72
Right Products, Reliable and Fast		Critical Objective
Mid-year Comments	End of year comments - Quality goal achieved. Revenue of new launches was achieved through launch of Oxycodone CR but number of new launches not achieved. Product availability not achieved and backorders were more in Lincolnton than the goal was.	

Objective 3 Deliver 24 ANDA filings (target is 39 active projects) with 11 potential FTF/FTM opportunities Successful transfer, scale-up and launch of ASA products (into Elizabeth, 3 rd party, Alathur): Doxy Tabs, Methylphenidate Achieve >\$4M in value from ANDA sales/transfers Realize 2009 production goals for Alathur transfer products (Alathur site primary goal, secondary for US Supply Chain) Focus 2009- US Goal(s)		008
Building for the Future		Critical Objective
Mid-year Comments	End of year comments Partly achieved. Filed 24 ANDA (and supplemental ANDAs) with some FTF opportunities. Huge effort made to transfer ASA products to Elizabeth site.	

Objective 4	15.5	750	277.83
Proactive employee communications via Town Hall Meeting, "in the Pipeline" and other local initiatives			
- Minimum of 3 Town Halls in 2009 at each site			
- Minimum of 12 "In the Pipeline"	1.2	1	
US ET Staffing and Leadership			
 Ensure appropriate management in place for all key positions (Director and Above) throughout 2009 			
 Active performance review, talent management and targeted employee development and retention programs to maintain/expand capabilities of Actavis Inc. organization and management in support of future growth 			

Focus 2009- US Goal(s) Be Connected		Critical Objective
Mid-year Comments	End of year comments This goal was achieved. Very important due to the circumstances 2008.	

Objective 5 Finalize Oxy ER Settlement Agreement, res	ulting in 2009/2010 realized value for Actavis Inc.	
Focus 2009- US Goal(s) Challenger Mindset – Financial Results		Critical
Chartenger Windset – Financial Results		Objective
Mid-year Comments	End of year comments - Achieved.	

Additional accomplishments to be addressed via the behavioral indicators

Figured Ord

Signed and Agreed Employee Assessor
Date: 160410

Behavioral Indicators & Performance

Use this section to discuss the behavior of this employee as well as his or her job description.

Assessment Key Needs Improvement Doing as Expected Exceeding Expectations

	ninks in solutions; Shows accountability; Is ready to go the extra mile; eve; Sets stretching goals; Does not take 'no' for an answer.)		X
Mid-year comments	End of year comments		
	tes others; Shares knowledge; Develops others; Establishes and maintains good rs; Gives constructive feedback; Recognises team and individual contributions.)		х
Mid-year comments	End of year comments		
Customer Care (Fulfils customer expectations; Est Understands client needs; Acts on promises made to clie	tablishes sustainable client relationships; Adopts a client centered approach; ents; Adopts open communication with clients.)		X
Mid-year comments	End of year comments -		
Pro-Activity (Shows initiative; Thinks strategically a unwritten rules and assumptions; Is persistent; Resilient	and generates vision; Makes things happen; Focuses on results; Challenges ; Seizes opportunities; Acts quickly.)	X	
Mid-year comments	End of year comments -		
Efficiency (Uses resources efficiently; Seeks to redu resources utilisation; Plans well; Self-discipline; Acts pra	ce costs and smoothen processes; Delegates effectively; Seeks to optimise	×	I
Mid-year comments	End of year comments		
Flexibility (Thrives on complexity; Seeks continuous change; Seeks new opportunities; Adapts quickly to char	improvement; Leverages diversity; Change oriented; Positive attitude towards	T	X
Mid-year comments	End of year comments -		
are carried out appropriately and the work delivered is comployee against these duties. This is also an opportuni	the employee the extent to which the duties listed in the position description of the required standard and quality. Make an overall assessment of the ty to go through the job description and assess its relevance to the actual work.		=
carried out by the employee.) Mid-year comments	End of year comments		

Use this section to assess the overall performance of this employee. When doing so you should take into consideration the following:

- The overall behaviour of the employee and its alignment with the Corporate values
- The attainment of objectives if any have been agreed upon, especially any objectives marked as critical
- The level of engagement of the employee
- The overall performance of the employee
- The skill level of the employee
- The overall circumstances surrounding the employee and any factors affecting performance which were beyond his or her control.

Does not achieve goals; Does not meet job requirements; Does not display behaviour in line with values;

Use the space provided to write any comments related to this employee's overall performance in his or her job.

0	Expectations	Unacceptable attitude; Shows no or very low commitment to development	
0	Needs Improvement	Achieves some but not all goals; Does not meet job requirements in some areas; Behaviour is sometimes not in line with values; Attitude needs to be improved; Employee can show both commitment to development and potential but needs to work harder on both aspects	
0	As Expected	Achieves goals as required and meets critical goals; Meets job requirements set for someone in this position; Behaviour is normally in line with values; Demonstrates positive attitude; Given the opportunity further development beyond the immediate role would be beneficial; Overall performance is good, basically doing what is expected of someone in this position	
(X)	Exceeds Expectations	Achieves most goals and exceeds some; Meets most job requirements and exceeds some; Lives and promotes the values; Demonstrates and promotes a positive attitude; Shows a high commitment to development and given the opportunity has potential to grow further within the Company	
0	Exceptional	Meets all objectives especially critical ones if any and exceeds most; Meets all job requirements and exceeds most; A champion for the values constantly promoting value driven behaviours; Demonstrates a highly positive attitude; Made a significant contribution in achieving the Company business objectives outside his or her direct responsibilities; Shows very high commitment to development and given the opportunity has high potential to develop grow further within the Company	
Asses	sor Comments -	Employee Comments	
Signa	ture Faust	Signature Date	

Form A- Management and Specialist

Date 160410