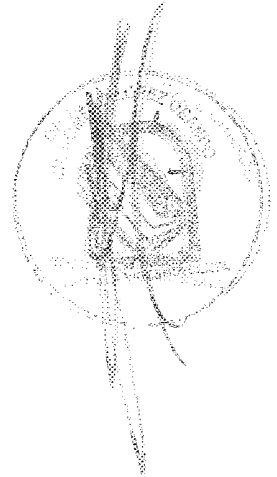


Apostille

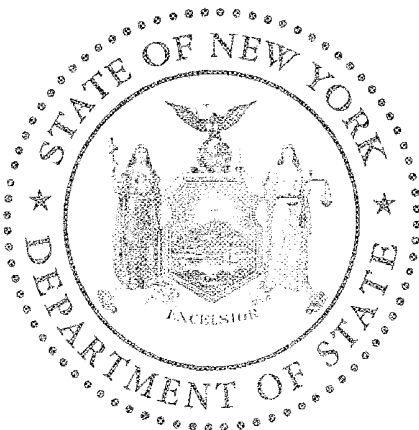
(Convention de La Haye du 5 Octobre 1961)



1. Country: United States of America
This public document
2. has been signed by **Milton A. Tingling**
3. acting in the capacity of **County Clerk**
4. bears the seal/stamp of the **county of New York**

Certified

5. at New York City, New York
6. the 12th day of January 2016
7. by Special Deputy Secretary of State, State of New York
8. No. NYC-519229
9. Seal/Stamp
10. Signature



Whitney A. Clark

Whitney A. Clark
Special Deputy Secretary of State

State of New York }
County of New York } ss:

No. 177159

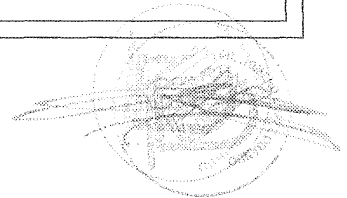
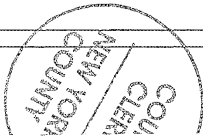
I, Milton Adair Tingling, Clerk of the County of New York, and Clerk of the Supreme Court in and for said county, the same being a court of record having a seal, **DO HEREBY CERTIFY THAT**

SEAN F KELLEY

whose name is subscribed to the annexed original instrument has been commissioned and qualified as a NOTARY PUBLIC.....
and has filed his/her original signature in this office and that he/she was at the time of taking such proof or acknowledgment or oath duly authorized by the laws of the State of New York to take the same: that he/she is well acquainted with the handwriting of such public officer or has compared the signature on the certificate of proof or acknowledgment or oath with the original signature filed in his/her office by such public officer and he/she believes that the signature on the original instrument is genuine.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal this
12th day of January, 2016

County Clerk, New York County

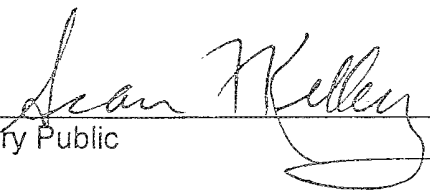


ACKNOWLEDGEMENT

Country of U.S.A.
State of New York)
County of New York) SS.:

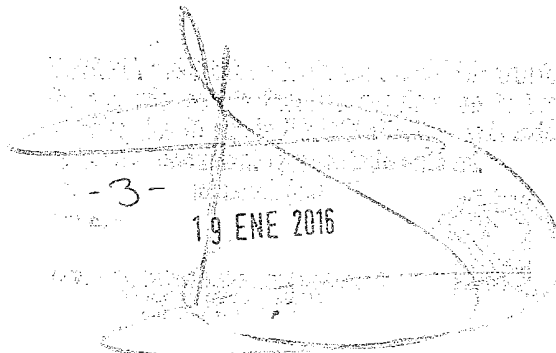


On this 11th day of January 2016 before me came Brian McMahon and Brian Byala to me known and known to me to be the individuals described herein, and who executed the foregoing instrument, and acknowledged that they executed the same.



Notary Public

SEAN F. KELLEY
Notary Public, State of New York
No. 01KE6293500
Qualified in New York County
Commission Expires 12/09/2017



La copia xerox que antecede es fiel compulsa de la copia certificada que me fue presentada en _____ fojas utiles y que luego devolví al interesado, en fe de ello confiero la presente.

Quito, a

01 FEB 2016

DR. HOMERO LOPEZ ORLANDO



PODER ESPECIAL

OTORGADO POR:
C.P. PHARMACEUTICALS
INTERNATIONAL C.V.

A FAVOR DE:
FABARA & COMPAÑÍA ABOGADOS C. L.

PRIMERA.- COMPARECIENTE.-

Los señores Brian Byala y Brian McMahon, en sus calidades de Vicepresidentes Senior de los Socios y como tal Representantes Legales de **C.P. Pharmaceuticals International C.V.** (en adelante "MANDANTE").- El compareciente Brian Byala es de nacionalidad estadounidense, mayor de edad, domiciliado en esta ciudad de New York, Estados Unidos de América y el compareciente Brian McMahon es de nacionalidad irlandesa, mayor de edad, domiciliado en esta ciudad de Nueva York, Estados Unidos de América; hábiles para contratar y obligarse, quienes actúan por los derechos que representan.

SEGUNDA.- PODER ESPECIAL.-

La MANDANTE, en forma libre y voluntaria, otorga el presente Poder Especial a **FABARA & COMPAÑÍA ABOGADOS C. L.**, y la nombra como su apoderada especial, a quien en adelante se le podrá denominar el/la "MANDATARIO/A", para que tenga plenas facultades y atribuciones para realizar, a nombre y en representación del/la MANDANTE, lo siguiente:

- a) Representar a la MANDANTE, en los actos que sean necesarios ante entidades públicas, privadas, administrativas o judiciales, única y exclusivamente por su calidad de MANDATARIA, especialmente pero no limitado a: i) la suscripción de títulos de acción; ii) comparecer a las Juntas Generales que se celebren, pudiendo proponer, discutir y votar sobre los puntos a tratarse iii) presentar solicitudes a órganos de control ecuatorianos; iv) registrar la inversión en el Banco Central del Ecuador.
- b) Contestar y presentar demandas, representar judicial y extrajudicialmente para defender los derechos e intereses de la MANDANTE.
- c) La MANDATARIA, podrá hacer, a nombre de la MANDANTE, todo aquello que sea necesario para cumplir a cabalidad con el mandato conferido y para proteger los derechos e intereses de la MANDANTE, por lo que ninguna entidad y/o autoridad pública o privada del Ecuador podrá alegar insuficiencia de poder.

La MANDANTE, reconoce y acepta que la MANDATARIA no será personalmente responsable de las obligaciones que adquiera la MANDANTE.

SPECIFIC POWER OF ATTORNEY

GRANTED BY:
C.P. PHARMACEUTICALS
INTERNATIONAL C.V.

TO:
FABARA & COMPAÑÍA ABOGADOS C.L.

FIRST.- APPEARER.-

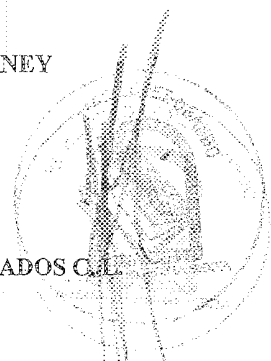
Messrs. Brian Byala and Brian McMahon, in their capacity as Senior Vice Presidents of the General Partners of **C.P. Pharmaceuticals International C.V.**, (hereinafter "PRINCIPAL").- The appearer; Brian Byala, is national of United States of America, of legal age, domiciled in the city of New York, and the appearer Brian McMahon is a national of the Republic of Ireland, of legal age, domiciled in the city of New York, able to execute contracts and assume obligations, acting in their capacity and for the rights they represents.

SECOND.- SPECIFIC POWER.-

PRINCIPAL, freely and voluntarily hereby grants this Specific and Limited Power of Attorney to **FABARA & COMPAÑÍA ABOGADOS C. L.**, and appoints it as "Attorney-in-fact", hereinafter also referred to as "AGENT", so that it shall have the full power and authority, in the name and on behalf of the PRINCIPAL, to undertake and perform only the following acts:

- a) To act on behalf of the PRINCIPAL, in necessary acts before public, private, administrative or legal entities, only and exclusively in its capacity of AGENT, specially but not limited to: i) subscription of Shares; ii) attend to the General Shareholders Meetings that might be held, being capable to propose, discuss and vote on the matters to be known; iii) file applications before Ecuadorian control entities; and, iv) register the investment at the Central Bank of Ecuador.
- b) Reply and file claims, whether judicial and extra-judicial, in order to safeguard the rights and interests of the PRINCIPAL.
- c) On behalf of the PRINCIPAL, the AGENT shall undertake all necessary procedures in order to fully accomplish the assignment conferred within this instrument and safeguard its rights and interests. No Ecuadorian authority, whether governmental or private, may claim lack of legal capacity to handle assigned matters.

The PRINCIPAL acknowledges and accepts that the AGENT shall not be held personally liable of the responsibilities acquired by the PRINCIPAL.



TERCERA.- PLAZO.-

El presente poder :

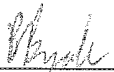
- (a) Tendrá Validez desde la fecha del presente,
- (b) Terminará automáticamente ante el primero de los siguientes sucesos: (i) plazo de dos años; o (ii) notificación por escrito del MANDANTE al MANDATARIO de la revocación del presente poder; y,
- (c) Sólo podrá ser modificado o enmendado por escrito.

CUARTO.- LEY APLICABLE

El presente poder estará regido por las leyes del estado de Nueva York, Estados Unidos de América.

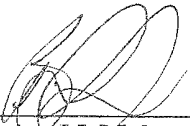
Fecha: enero 11, 2016

Por y en representación de C.P. Pharmaceuticals International C.V.



Brian Byala

En calidad de Vicepresidente Senior por y representación de Pfizer Manufacturing LLC, entidad que actúa como representante por y en representación de C.P. Pharmaceuticals International C.V.



Brian McMahon

En calidad de Vicepresidente Senior por y representación de Pfizer Production LLC, entidad que actúa como representante por y en representación de C.P. Pharmaceuticals International C.V.

THIRD.- TERM.-

This power of attorney:

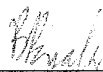
- (a) Shall have effect from the date hereof;
- (b) Shall terminate automatically on the earliest event: (i) two years period or (ii) notification in writing by the PRINCIPAL to the Attorney that this power of attorney is revoked; and
- (c) May not be amended or modified in any manner other than by an instrument in writing.

FOURTH.- GOVERNING LAW

This power of attorney is governed by and construed in accordance with the laws of the State of New York, United States of America.

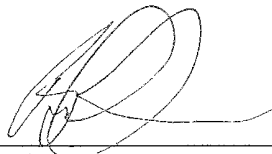
Dated: January 11, 2016

For and on behalf of C.P. Pharmaceuticals International C.V.



By: Brian Byala

As Senior Vice President for and on behalf of Pfizer Manufacturing LLC, which latter entity acts as general partner for and on behalf of C.P. Pharmaceuticals International C.V.



Brian McMahon

As Senior Vice President for and on behalf of Pfizer Production LLC, which latter entity acts as general partner for and on behalf of C.P. Pharmaceuticals International C.V.

19 ENE 2016

La copia xerox que antecede es fiel compulsa de la copia certificada que me fue presentada en fojas útiles y que luego devolví al interesado, en fe de ello confiero la presente.

Quito, a 01 FEB 2016

DR. HOMERO LOPEZ GRANDA

