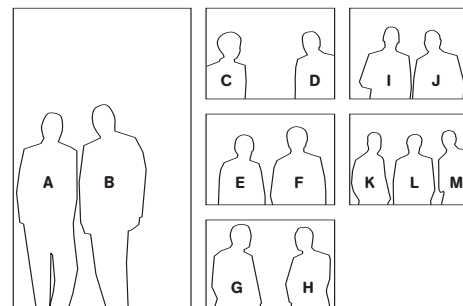


board of directors and executives



- A** Richard Baker
- B** Paul Bateman
- C** Hélène Ploix
- D** Sir Nigel Rudd
- E** Dr Martin Read
- F** Tim Parker
- G** Jan Bennink
- H** Guy Dawson
- I** Scott Wheway
- J** Michael Oliver
- K** Paul Stoneham
- L** Alex Gourlay
- M** David Kneale

Executive directors*

Richard Baker 42, Chief Executive
Appointed September 2003. Formerly the chief operating officer and group marketing officer at Asda. Prior to joining Asda, Richard worked for Mars where he progressed through a series of roles including national account management, brand marketing and then head of sales for UK multiples.

Paul Bateman 52, Group HR and Operations Director Appointed April 2002. Responsible for human resources (HR), corporate communications, logistics, manufacturing, engineering and IS&T. Paul joined Boots in 2001 to lead supply chain and business services development. He previously worked for Procter & Gamble, where he gained many years' experience with global supply chains.

Non-executive directors

Sir Nigel Rudd 58, Non-executive Chairman, Appointed December 1999, deputy chairman since December 2001, chairman from 15 September 2003. Non-executive chairman of Pilkington and Pendragon. He is also deputy chairman of Barclays and chairman of the Boardroom Issues Group of the CBI. Sir Nigel is a chartered accountant and was previously executive chairman of Williams PLC for nearly 20 years.

Dr Martin Read 55, Non-executive Director
Appointed 1999. Chairman of the Boots remuneration committee. Dr Read is group chief executive of LogicaCMG plc, one of the world's leading global IT solutions companies. Before taking over at Logica in 1993, he held a number of senior positions at GEC Marconi. He was appointed a non-executive director of British Airways plc in 2000 and served as a non-executive director of Asda Group from 1996 to 1999.

Guy Dawson 52, Non-executive Director
Appointed September 2003. Chairman of Boots audit committee and senior independent director. Guy is a founding partner of Tricorn Partners, an independent corporate finance advisory business. He has previously held senior investment banking positions at Merrill Lynch and Deutsche Bank, advising major companies on a full range of corporate finance and strategic issues. He is also a non-executive director of The BOC Group plc.

Hélène Ploix 60, Non-executive Director
Appointed September 2000. Chairman of the Boots social responsibilities committee and a member of the audit and remuneration committees. Hélène is Chairman of Pechel Industries Partenaires, a private equity investment management company. She is a non-executive director of BNP Paribas, Ferring, Lafarge and Publicis Groupe.

Tim Parker 49, Non-executive Director
Appointed January 2004. Tim is currently chief executive of the Automobile Association and deputy chairman of Kwik-Fit. He was chief executive of Kwik-Fit until 2004 and was previously chief executive of C. & J. Clark Ltd. the footwear manufacturer and retailer. He also led the management buy-out and flotation of Kenwood Appliances plc.

Jan Bennink 48, Non-executive Director
Appointed 2001. President and chief executive of Numico, a leader in infant and clinical nutrition. Jan's previous experience includes seven years with Danone as president of the dairy division in France, seven years with Benckiser as president of the Detergent Division in Italy and Germany and seven years with Procter & Gamble in the Netherlands and the US. He is also a board member of Kraft Foods Inc. (USA).

Executive committee

David Kneale 50, Chief Commercial Officer
David joined Boots in 1976 and held senior positions in the retailing area of the business. In 1999 he left to become managing director of Waterstones book stores. He returned to Boots in 2002 as director of trading and was appointed to his current role in January 2003.

Paul Stoneham 43, Managing Director
Paul was appointed Managing Director, Boots Healthcare International in August 2001. Formerly he was President of Alberto Culver International in the USA. Prior to this, Paul held a number of senior marketing and category positions with Procter & Gamble in the UK, Switzerland, Germany and Canada. He is also a non-executive director of Hays.

Alex Gourlay 45, Development Director
Alex started working for Boots in 1976 as a Saturday assistant. He is a qualified pharmacist and has had numerous positions in Boots including store manager, regional manager, head of HR for stores, director of retail implementation and retail director.

Scott Wheway 38, Retail Director Scott joined Boots in January 2005 from Tesco where he was CEO of Tesco Japan. Having started with Tesco at the age of 18 as a management trainee he became a store manager at the age of 22, and subsequently progressed rapidly to positions such as stores director, retail office director and Operations director.

Michael Oliver 56, Company Secretary
Michael is a solicitor, and joined Boots Legal Department in 1987 from private practice. Appointed company secretary in 2000. He is also responsible for the company's legal and intellectual property matters. Before qualifying as a solicitor, Michael was an army officer, and he is currently a member of the Take-over Panel.

*Richard Baker and Paul Bateman are also members of the executive committee.