



MEMO #: 1709-08

MEMORANDUM

TO: All Members, Member Organizations, and ROTs
DATE: September 29, 2008
RE: **Alpharma Inc. (ALO)**
Offer to Purchase

Albert Acquisition Corp., a subsidiary of King Pharmaceuticals Inc. (KG), is offering to acquire all of the outstanding Common Shares of Alpharma Inc. (ALO). Alpharma Inc. (ALO) will receive \$37.00 in cash for every Common Share of Alpharma Inc. (ALO) being held, in accordance with the terms and subject to the conditions set forth in the Offer to Purchase, dated September 12, 2008, and in the related Letter of Transmittal, which together constitute the "Offer".

There is a guarantee period of three (3) NYSE Trading Days, in which shares not immediately available may be tendered under a "Notice of Guaranteed Delivery".

The Offer and withdrawal rights will expire at 5.00 P.M., New York City Time, Friday, October 10, 2008, unless extended.

The foregoing discussion is an unofficial summary of the terms of the offer, prepared by the Exchange for the convenience of its members. NASDAQ OMX PHLX accepts no responsibility for the accuracy or completeness of this summary. Members should refer to the offer to purchase for the authoritative description of the offer and all of its terms and conditions.

SPECIAL RISKS

Special risks exist for uncovered writers of ALO call options. If an uncovered call option writer is assigned on or before the tender offer expiration date, the writer may not be able to deliver ALO Common Stock by the option settlement date. The Options Clearing Corporation ("OCC") Article VI, Section 19 of the By-Laws describes steps, which may be taken in the event that there is a shortage of shares.

Please note that ALO options will not be adjusted to reflect the expiration of the tender offer. Until a merger, consolidation or similar event occurs, ALO common stock will still exist, trade and be deliverable in settlement of option exercise.

Questions regarding this release may be directed to Listings Administration at 1-800-THE-PHLX, choice #2, or (215) 496-5380.