

Wellcome Consumer Healthcare Limited
(Registered number: 00263054)

Directors' report and financial statements

for the year ended 31 December 2015

Registered office address:

980 Great West Road
Brentford
Middlesex
TW8 9GS
England

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Wellcome Consumer Healthcare Limited

Directors' report and financial statements

for the year ended 31 December 2015

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Wellcome Consumer Healthcare Limited
(Registered number: 00263054)

Directors' report for the year ended 31 December 2015

The Directors present their report on the Company and the financial statements for the year ended 31 December 2015.

Principal activities

Wellcome Consumer Healthcare Limited (the "Company"), a member of the GlaxoSmithKline Group (the "Group"), did not trade during the year. There was no transfer to or from reserves for the year (2014: £nil).

Directors and their interests

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were as follows:

Edinburgh Pharmaceutical Industries Limited
Glaxo Group Limited
A Burns

No Director had, during the year or at the end of the year, any material interest in any contract of significance to the Company's business with the exception of the Corporate Directors where such an interest may arise in the ordinary course of business.

Directors' indemnity

Each of the Directors benefits from an indemnity given by the Company under its articles of association. This indemnity is in respect of liabilities incurred by the Director in the execution and discharge of his, her or its duties.

First time adoption of FRS 100 and FRS 101

In the current year the Company has adopted Financial Reporting Standard 100 'Application of Financial Reporting Requirements' ("FRS 100") and Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS 101"). In previous years the financial statements were prepared in accordance with applicable UK accounting standards. This change in the basis of preparation has not materially altered the recognition and measurement requirements previously applied in accordance with applicable accounting standards.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards), including FRS 101 'Reduced disclosure framework' ("FRS 101") and applicable law. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

Wellcome Consumer Healthcare Limited
(Registered number: 00263054)

Directors' report for the year ended 31 December 2015

Statement of Directors' responsibilities (continued)

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- notify the Company's shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditors

The Company, having not traded during the year, satisfied the conditions for exemption from audit as specified in section 480 of the Companies Act 2006 for the year ended 31 December 2015.

This report has been prepared taking advantage of the small companies exemption in accordance with section 415A of the Companies Act 2006.

By order of the Board



Paul Williamson

For and on behalf of Edinburgh Pharmaceutical Industries Limited

Company Secretary

4 May 2016

Wellcome Consumer Healthcare Limited

Balance sheet as at 31 December 2015

| | Notes | 2015 £'000 | 2014 £'000 |
|---|-------|---------------|---------------|
| Fixed assets | | | |
| Investments | 3 | 6,370 | 6,370 |
| Total assets | | 6,370 | 6,370 |
| Creditors: amounts due after more than one year | 4 | (39) | (39) |
| Net assets | | 6,331 | 6,331 |
| Capital and reserves | | | |
| Called up share capital | 5 | 5 | 5 |
| Retained earnings | 6 | 6,326 | 6,326 |
| Total shareholders' funds | 7 | 6,331 | 6,331 |

During the financial year and the preceding financial year the Company undertook no accounting transactions. Consequently the Company made neither a profit, a loss nor any other recognised gains and losses during the year and therefore has not prepared a profit and loss account or a separate statement of total recognised gains and losses.

For the year ending 31 December 2015 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476, and
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements on pages 3 to 6 were approved by the Board of Directors on 4 May 2016 and were signed on its behalf by:



P. Williamson

For and on behalf of Edinburgh Pharmaceutical Industries Limited – Director

Wellcome Consumer Healthcare Limited

Notes to the financial statements for the year ended 31 December 2015

1 General information

Wellcome Consumer Healthcare Limited is a dormant company. The company is a private company and is incorporated and domiciled in the UK (England). The address of the registered office is 980 Great West Road, Brentford, Middlesex TW8 9GS.

2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied, unless otherwise stated.

(a) Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 100 Application of Financial Reporting Requirements and Financial Reporting Standard 101 Reduced Disclosure Framework. The principal accounting policies adopted in the preparation of the financial statements are set out below. The policies have been consistently applied to all the years presented, unless otherwise stated.

These financial statements have been prepared on the going concern basis under the historical cost convention, and in accordance with the Companies Act 2006.

First time application of FRS 100 and

In the current year the company has adopted FRS 100 and FRS 101. In previous years the financial statements were prepared in accordance with applicable UK accounting standards.

This change in the basis of preparation has not materially altered the recognition and measurement requirements previously applied in accordance with applicable accounting standards. Consequently the principal accounting policies are unchanged from the prior year.

The change in basis of preparation has enabled the company to take advantage of all of the available disclosure exemptions permitted by FRS 101 in the financial statements, the most significant of which are summarised below. There have been no other material amendments to the disclosure requirements previously applied in accordance with applicable accounting standards.

Disclosure exemptions adopted

In preparing these financial statements the company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore these financial statements do not include:

- certain comparative information as otherwise required by EU endorsed IFRS;
- certain disclosures regarding the company's capital;
- a statement of cash flows;
- the effect of future accounting standards not yet adopted;
- the disclosure of the remuneration of key management personnel; and
- disclosure of related party transactions with other wholly owned members of the group headed by GlaxoSmithKline plc.

In addition, and in accordance with FRS 101 further disclosure exemptions have been adopted because equivalent disclosures are included in the consolidated financial statements of the ultimate parent company, GlaxoSmithKline plc. These financial statements do not include certain disclosures in respect of Impairment of assets.

Wellcome Consumer Healthcare Limited

Notes to the financial statements for the year ended 31 December 2015

(a) Basis of preparation (continued)

The financial statements of GlaxoSmithKline plc can be obtained as described in (b) below.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. As the Company is dormant, the Directors confirm that no significant accounting judgments or critical estimates apply to the Company.

(b) Consolidation

The Company is a wholly owned subsidiary of the ultimate parent company and as such has taken advantage of the exemption from preparing group financial statements under section 400 of the Companies Act 2006. GlaxoSmithKline plc, a company registered in England and Wales, is the Company's ultimate parent undertaking and controlling party. The largest and smallest group of undertakings for which group financial statements are prepared and which include the results of the Company, are the consolidated financial statements of GlaxoSmithKline plc. Copies of the consolidated financial statements can be obtained from the Company Secretary, GlaxoSmithKline plc, 980 Great West Road, Brentford, Middlesex TW8 9GS. The immediate parent undertaking is The Wellcome Foundation Limited. These financial statements are separate financial statements.

(c) Investment in subsidiaries

Investments in subsidiaries are held at cost less accumulated impairment losses.

(d) Creditors

Creditors represent intercompany balances with other GlaxoSmithKline group (the "Group") undertakings and accordingly are valued in line with the corresponding agreements.

3 Fixed asset investments

| | Subsidiary undertakings: Shares at cost £000 | Total £000 |
|---|--|---------------|
| Cost at 1 January 2015 and 31 December 2015 | 6,370 | 6,370 |

4 Creditors

| | 2015 £'000 | 2014 £000 |
|---|---------------|--------------|
| Amounts falling due after more than one year | | |
| Amounts owed to parent undertaking | 39 | 39 |

Amounts owed to group undertakings are unsecured and repayable on demand.

5 Called up share capital

| | 2015 £'000 | 2014 £000 |
|--|---------------|--------------|
| Authorised | | |
| 7,500 Ordinary shares of £1 each (2014: £1 each) | 8 | 8 |
| Issued and fully paid | | |
| 5,000 Ordinary shares of £1 each (2014: £1 each) | 5 | 5 |

Wellcome Consumer Healthcare Limited

Notes to the financial statements for the year ended 31 December 2015

6 Reserves

Retained
earnings
£'000

As at 1st January 2015 and 31 December 2015 **6,326**

7 Reconciliation of movement in shareholders' funds

2015
£'000

2014
£000

Opening and closing shareholders' funds **6,331** 6,331

8 Employees

In 2015, no personnel were directly employed by the Company (2014: nil). There were no wages and salaries, social security expenses, or other pension costs incurred (2014: £nil).

9 Directors' remuneration

During the year the Directors of the Company, with the exception of the Corporate Directors, were remunerated as executives of the Group and received no remuneration in respect of their services to the Company (2014: £nil). Corporate Directors received no remuneration during the year, either as executives of the Group or in respect of their services to the Company (2014: £nil).

10 Principal subsidiary and associated undertakings

The principal subsidiary of the Company as at 31 December 2015 is as follows:

| Company | Percentage shares held | Direct shares held % | Indirect shares held % | Class of shares held | Country of Incorporation |
|--|---------------------------|----------------------------|------------------------------|-------------------------|-----------------------------|
| Burroughs Wellcome International Limited | 100% | 100 | - | Ordinary | England and Wales |