

**Bioprocessing Limited**  
**Annual report and accounts**  
**for the year ended 31 December 2005**

Registered Number 1658867



# **Bioprocessing Limited**

## **Directors' report for the financial year ended**

### **31 December 2005**

The directors present their annual report and the audited financial statements of the company for the year ended 31 December 2005.

#### **Principal activity and review of the business**

The company's principal activity is the development, manufacture and sale of specialised separation products to the Biopharmaceutical industry.

#### **Results and dividends**

The company's loss for the financial year is £438,000 (Profit restated 2004: £2,160,000). The loss for the year includes a stock obsolescence provision of £992,000 for contaminated stocks. The directors do not recommend the payment of any dividend (2004: £nil).

#### **Research and development**

The company continues to invest in the development of new products for use in bio-pharmaceutical manufacture, which in future years will continue to add to the growing pipeline of such drugs which rely on the company's products.

#### **Policy and practice on payment of creditors**

The group pays its creditors on a timely basis, where payment terms and conditions are agreed with suppliers in advance, which vary according to the type of product and territory in which the suppliers operate. At 31 December 2005 the amount of trade creditors shown in the balance sheet represents 38 days of average purchases (2004: 60 days).

#### **Political and charitable donations**

There were no charitable or political donations (2004: £nil).

#### **Directors**

The directors who held office during the year and subsequently are given below.

J Rudin  
S Docksey (Resigned 29 July 2005)  
C Sturni (Appointed 29 July 2005)

#### **Directors' interests**

None of the directors had any interest in the shares of the company. None of the directors had a material interest in any contract of significance to which the company was a party during the year.

# **Bioprocessing Limited**

## **Directors' report for the year ended 31 December 2005**

### **(continued)**

#### **Statement of directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial period that 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. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2005 and that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that disclose with accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

#### **Auditors**

The company has elected to dispense with the annual reappointment of auditors and in the absence of a specific resolution PricewaterhouseCoopers LLP will continue as auditors.

On behalf of the Board

Claude Starni



29/09/2006

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BIOPROCESSING LIMITED**

We have audited the financial statements of Bioprocessing Limited for the year ended 31 December 2005 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

### **Respective responsibilities of directors and auditors**

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give

reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

## **Opinion**

In our opinion the financial statements:

- give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2005 and of its loss for the year then ended; and
- have been properly prepared in accordance with the Companies Act 1985.

*PricewaterhouseCoopers LLP*

*PricewaterhouseCoopers LLP*

*Chartered Accountants and Registered Auditors*

*St Albans*

*29/9/2006*

# Bioprocessing Limited

## Profit and loss account for the year ended 31 December 2005

	Notes	2005 £000	Restated 2004 £000
<b>Turnover</b>	2	18,233	13,709
Cost of sales		(16,505)	(8,131)
<b>Gross profit</b>		1,728	5,578
Distribution costs		(62)	(100)
Administration costs		(1,443)	(3,159)
<b>Operating profit</b>	3	223	2,319
Bank interest receivable		8	9
Interest payable and similar charges	5	(863)	(999)
<b>(Loss)/profit on ordinary activities before taxation</b>		(632)	1,329
Tax on (loss)/profit on ordinary activities	6	194	831
<b>(Loss)/profit for the financial year</b>	16	(438)	2,160

The profit for the year arises from continuing operations.

### STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

		2005 £'000	Restated 2004 £'000
(Loss)/profit for the financial year		(438)	2,160
Actuarial gain recognised on the pension scheme	20	2	2
Movement on deferred tax relating to pension asset/liability	10	(1)	-
Total recognised (losses)/gains for the financial year		(437)	2,162
Prior year adjustment – FRS17		(5)	-
Total (losses)/gains recognised since last annual report		(442)	2,162

The notes on pages 6 to 21 form part of these financial statements.

# Bioprocessing Limited

## Balance sheet as at 31 December 2005

		Restated	
	Notes	2005 £000	2004 £000
<b>FIXED ASSETS</b>			
Intangible assets	7	-	65
Tangible Assets	8	3,684	4,004
		3,684	4,069
<b>CURRENT ASSETS</b>			
Stocks	9	5,342	9,844
Debtors	10	3,655	1,458
Cash at bank and in hand		149	634
		9,146	11,936
<b>CREDITORS: amounts falling due within one year</b>	11	(14,021)	(16,758)
<b>Net current liabilities</b>		(4,875)	(4,822)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		(1,191)	(753)
<b>CREDITORS: amounts falling due after more than one year</b>	12	(2,561)	(2,561)
<b>Net liabilities excluding pension liability</b>		(3,752)	(3,314)
Net Pension liability		(4)	(5)
<b>Net liabilities not including pension liability</b>		(3,756)	(3,319)
<b>Capital and reserves</b>			
Called up equity share capital	14	35	35
Share premium account	16	279	279
Capital contribution reserve	13, 16	564	564
Profit and loss account	16	(4,634)	(4,197)
<b>Equity shareholders' deficit</b>	15	(3,756)	(3,319)

Approved by the Board and signed on its behalf by:

Claude Sturni

29/09/2006

The notes on pages 6 to 21 form part of these financial statements.

# **Bioprocessing Limited**

## **Notes to the financial statements for the year ended 31 December 2005**

### **1. Accounting policies**

#### **Changes in accounting policies**

The company has adopted FRS17, 'Retirement Benefits. The adoption of this standard represents a change in accounting policy and the comparative figures have been restated accordingly. The effect of this change was to decrease the total recognised losses for the year by £2,000 (2004: £2,000 decrease) and to increase the deferred tax by £2,000 (2004: £2,000 increase).

#### **Accounting convention**

These financial statements have been prepared on a going concern basis, under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards. A summary of the principal accounting policies is set out below.

#### **Going concern**

The accounts have been prepared on a going concern basis, the validity of which depends on the continued financial support of the parent company. The directors of the ultimate parent company, Millipore Corporation, have indicated that it is their intention to provide finance for the continued operation of Bioprocessing Limited for a period of at least 12 months from the date of signing these financial statements.

#### **Depreciation**

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Leasehold land and buildings	-	over the lease term
Plant and machinery	-	over 2 to 10 years
Fixtures and fittings	-	over 5 to 10 years

#### **Government grants**

Government grants on capital expenditure are credited to a deferral account and are released to revenue over the expected useful life of the relevant asset by equal annual instalments. Grants of a revenue nature are credited to income in the period to which they relate.

#### **Stocks**

Stocks are stated at the lower of cost and net realisable value as follows:

- Raw materials - purchase cost on a first-in, first-out basis.
- Work in progress and finished goods - cost of direct materials and labour plus attributable overheads based on normal level of activity.
- Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.



# **Bioprocessing Limited**

## **Notes to the financial statements for the year ended 31 December 2005 (continued)**

### **1 Accounting policies**

#### **Deferred taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

There is no impact on the current period or comparative period as the tax losses carried forward have been set off against the deferred tax liabilities.

#### **Foreign currencies**

Assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

All differences are taken to the profit and loss account.

#### **Research and development**

Research and development expenditure is written off as incurred.

#### **Leasing and hire purchase commitments**

Assets obtained under finance leases and hire purchase contracts are capitalised in the balance sheet and are depreciated over their useful lives.

The interest element of the rental obligations is charged to profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding. Rentals paid under operating leases are charged to income as incurred.

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 1 Accounting policies

#### Pensions

FRS17 was adopted fully for the Defined Benefit Plan for the first time. The Plan deficit is recognised in the balance sheet and restated for the previous year. The movement on the previous year deficit has been recognised in the profit and loss account for the period.

The costs of providing defined contribution benefits to employees are charged in the profit and loss account in the period in which they become payable.

The group operates a defined contribution pension scheme. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

The group also contributes to the Millipore Pension Plan. Contributions to the Plan are assessed by a qualified actuary based on the cost of providing pensions across all participating companies. Costs are not determined for each participating companies hence contributions are charged to the profit and loss account in the period in respect of which they became payable. The company continues to treat contributions to the Millipore Pension Plan as defined contributions.

#### Cash flow statement

The company is exempt from the requirements of Financial Reporting Standard 1 (Revised 1996) to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of the Bioprocessing Corporation Limited and its results and cashflows are included within the consolidated financial statements of the Millipore Corporation, the ultimate parent undertaking at 31<sup>st</sup> December 2005, which are publicly available.

#### Related parties

The company has taken advantage of the exemptions conferred by Financial Reporting Standard 8 from the requirement to make disclosures concerning transactions with related parties.

### 2. Turnover

Turnover represents amounts derived from the provision of goods and services, stated net of value added tax. Turnover arose from the continuing operations of the company and relate to its principal activity. An analysis of turnover by geographical market is given below:

	2005	2004
	£000	£000
United Kingdom and Europe	3,719	4,495
USA	14,322	8,940
Other	192	274
	18,233	13,709

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 3. Operating Profit

Operating profit for the year is stated after /(crediting):

	2005	2004
	£000	£000
Auditor's remuneration – audit services	24	12
Auditor's remuneration – non-audit services	24	45
Depreciation of owned fixed assets	868	699
Amortisation & intangible assets	65	12
Foreign exchange differences	(114)	(14)
Operating lease rentals - land and buildings	97	96
Operating lease rentals - plant and machinery	5	12
Research and development fees	124	251

### 4. Staff costs

	2005	2004
	£000	£000
Wages and salaries	2,216	1,817
Social security costs	219	187
Other pensions costs	180	171
	2,615	2,175

The average monthly number of persons (including directors) employed by the company during the year was:

	2005	2004
	N°	N°
Office management	11	10
Research and development	20	22
Manufacturing	46	38
Selling and marketing	4	2
	81	72

#### Directors' emoluments

The directors received no remuneration from Bioprocessing Limited for the year ended 31 December 2005 (2004: £nil). The other directors of Bioprocessing Limited are employees of the parent company or from another subsidiary and therefore their emoluments are not disclosed in the financial statements of any of these companies. It is not possible to determine the emoluments of these directors in respect of their service to Bioprocessing Limited.

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 5. Interest payable (net)

	2005	Restated 2004
	£000	£000
Bank overdraft interest	2	1
Loan interest to group companies	861	999
Interest on pension scheme liabilities	-	(1)
	863	999

### 6. Tax on loss on ordinary activities

	2005 £'000	Restated 2004 £'000
a) Analysis of charge in the period		
Current tax:		
UK corporation tax on profits of the period	-	-
Total current tax	-	-
Deferred tax:		
Origination and reversal of timing differences (ACA and other)	194	831
Total deferred tax (note 17)	194	831
Tax on profit on ordinary activities	194	831

#### (b) Factors affecting tax charge in the period

The tax assessed for the period is higher than the standard rate of corporation tax in the UK (30%). The differences are explained below:

	2005 £'000	Restated 2004 £'000
(Loss)/profit : on ordinary activities before tax	(632)	1,329
Profit on ordinary activities multiplied by standard rate in the UK 30%	(190)	399
Effects of:		
Expenses not deductible for tax purposes	1	9
Depreciation in excess of capital allowances	61	6
Short term timing differences	266	148
Capital allowances in excess of depreciation	-	-
Group relief claimed	-	-
Losses brought forward utilised	(133)	(561)
Pension contribution relief in excess of net pension cost charge	-	(1)
Adjustments to tax charge in respect of previous year	(5)	-
Current tax charge for the period	-	-

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 6 Tax on loss on ordinary activities (continued)

#### (c) Factors that may affect future tax charges

The company expects the future tax charge to be broadly similar to the fact that losses are claimed and surrendered as group relief between UK group companies without payment. In addition, the company has carried forward tax losses which may be used to offset future taxable profits in the company.

### 7. Intangible Fixed Assets

	Total £000
<b>Cost</b>	
At 1 January 2005 and at 31 December 2005	85
<b>Amortisation</b>	
At 1 January 2005	20
Charge for the year	65
<b>At 31 December 2005</b>	<b>85</b>
<b>Net book value</b>	
At 31 December 2005	-
At 31 December 2004	65

A license agreement for the production of monoclonal antibodies has been terminated and the value of the asset was fully impaired during the year as a consequence of this termination.

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 8. Tangible fixed assets

	Construction in progress	Short term leasehold land and buildings	Plant and equipment	Total
	£000	£000	£000	£000
<b>Cost</b>				
At 1 January 2005	147	2,397	3,494	6,038
Disposals	-	-	(132)	(132)
Additions	293	9	247	549
Transfer	(134)	-	134	-
<b>At 31 December 2005</b>	<b>306</b>	<b>2,406</b>	<b>3,743</b>	<b>6,455</b>
<b>Depreciation</b>				
At 1 January 2005	-	(482)	(1,552)	(2,034)
Charge for the year	-	(142)	(726)	(868)
Disposals	-	-	131	131
<b>At 31 December 2005</b>	<b>-</b>	<b>(624)</b>	<b>(2,147)</b>	<b>(2,771)</b>
<b>Net book value</b>				
<b>At 31 December 2005</b>	<b>306</b>	<b>1,782</b>	<b>1,596</b>	<b>3,684</b>
At 31 December 2004	147	1,915	1,942	4,004

### 9. Stocks

	2005 £000	2004 £000
Raw materials and consumables	173	3
Work in progress	1,440	2,244
Finished goods and goods for resale	3,729	7,597
	<b>5,342</b>	<b>9,844</b>

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 10. Debtors

	2005 £000	Restated 2004 £000
Amounts owed by group companies	2,296	406
Deferred taxation	1,026	832
Other taxes receivable	306	196
Prepayments and accrued income	27	24
	3,655	1,458

Amounts owed by group companies represent trade debtors outstanding at 31 December 2005 and are repayable according to normal trading terms.

### 11. Creditors: amounts falling due within one year

	2005 £000	2004 £000
Amounts due to group companies	12,803	15,649
Trade creditors	832	619
Other taxes and social security costs	10	59
Accruals	376	431
	14,021	16,758

Amounts due to group companies represent an unsecured loan, bearing interest of 1.5% above LIBOR and is repayable on demand.

### 12. Creditors: amounts falling due after more than one year

	2005 £000	2004 £000
Amounts due to group companies	2,561	2,561
	2,561	2,561

Amounts due to group companies represent an unsecured loan, bearing interest of 1.5% above LIBOR and is repayable on demand.

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 13. Capital contribution reserve

On the sale of the company in November 1987, as part of the sale agreement, the shareholders discharged the company from all claims in respect of the loans outstanding which amounted to £564,089 in order to provide the company with a better financial base for the future. The resulting credit has been set up as a capital contribution reserve.

### 14. Called up Equity Share Capital

	2005 £000	2004 £000
Authorised:		
1,000,000 ordinary shares of £1 each	1,000	1,000
	2005 £000	2004 £000
Allotted, called up and fully paid:		
34,800 ordinary shares of £1 each	35	35

### 15. Reconciliation of movement in shareholders' deficit

	2005 £000	Restated 2004 £000
Opening shareholders' deficit	(3,314)	(5,474)
Prior year adjustment – FRS17	(5)	(7)
Opening shareholders' deficit as restated	(3,319)	(5,481)
(Loss)/profit for the financial period	(438)	2,161
Actuarial gain on pension scheme	2	2
Movement in deferred tax relating to pension scheme	(1)	(1)
Closing shareholders' deficit	(3,756)	(3,319)



# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 16. Movement in reserves

	Share premium account £000	Capital contribution reserve £000
At 1 January 2005	279	564
Movement in the year	-	-
At 31 December 2005	279	564

Profit and loss account	2005 £'000	Restated 2004 £'000
At 1 January	(4,192)	(6,352)
Prior year adjustment – FRS17	(5)	(7)
At 1 January as restated	(4,197)	(6,359)
Retained (loss)/profit for the financial year	(438)	2,161
Actuarial gain on pension scheme	2	2
Movement on deferred tax relating to pension scheme	(1)	(1)
At 31 December	(4,634)	(4,197)
Add back : Pension liability	4	5
Profit and loss reserve excluding pension liability	(4,630)	(4,192)

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 17. Deferred taxation

The provided amounts of deferred taxation for timing differences are as follows:

	2005 £000	Restated 2004 £000
Excess of capital allowances over depreciation	(303)	(364)
Short-term timing differences	489	223
Losses	840	973
Deferred tax excluding that relating to pension liability	1,026	832
Pension liability (note 20)	1	2
Total provision for deferred tax	1,027	834

The movement on deferred taxation comprises:

	2005 £'000
At 1 January 2005 as previously reported	832
Prior year adjustment – FRS17	2
At 1 January 2005 as restated	834
Charge to the profit and loss (Note 6)	194
Deferred tax charged to the STRGL	(1)
At 31 December 2005	1,027

A deferred tax asset of £1,027,000 at 31 December 2005 has been recognised as it is regarded that there will be suitable taxable profits against which to recover carried forward tax losses and from which future reversal of underlying timing differences can be reversed.

### 18. Capital commitments

There were no capital commitments at 31 December 2005 (2004: £Nil).

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 19. Financial commitments

The amounts payable next year under non-cancellable operating leases which expire in the periods shown are detailed below:

	2005 £000	2005 £000	2004 £000	2004 £000
	Land and Buildings	Other	Land and Buildings	Other
Within one year	2	1	9	1
Within two to five years	17	1	9	1
After five years	75	-	75	-
	94	2	93	2

### 20. Pension commitments

Bioprocessing Ltd participates in a funded pension scheme, the Millipore UK Pension Plan, along with other participating employers. On 5 April 2002, the scheme ceased to provide benefits in respect of future service on a defined benefits basis and a new defined contribution section was created within the scheme for future service. Employees were given the option to transfer their past service benefits from the defined benefit section to the defined contribution section. The transfer took place on 16 August 2002. There are still some members with benefit entitlements under the defined benefit section. The scheme assets are held separately from those of the company.

The company contributed to the defined contribution section of the scheme at 10% of the total salary of the relevant employees for the entire year of 2005. Members defined contribution accounts were credited with contributions at 10% of total salary, with the difference being funded from the defined benefit section. Members contributed at 4% of total salary throughout the year.

The Pension contributions to the defined contribution section for the year were £180,000 (2004 : £172,000). It has been agreed that contributions will be paid at the rate of 10% over the next 10 years. There is also a small group of employees who will be paid contributions which are greater than 10%.

The pension costs relating to the defined benefit section are assessed in accordance with the advice of an independent qualified actuary using the projected unit method. The pension costs are subject to triennial actuarial reviews with the most recent having been as at 5 April 2003. As members defined benefits are no longer linked to future salaries a salary increase assumption is not required for this valuation.

The results of the actuarial valuation established that the level of funding ratio of assets to liabilities stands at 94%, representing a £307,000 deficit, with an asset value of £5,052,000. Assets have been valued at market value. The company is taking steps in light of the recommendations of the actuarial valuation by increasing the company's contribution rate.

#### Composition of the schemes

The company is a participating employer in the Millipore UK Pension Plan. The company is able to identify its share of the underlying assets and liabilities in the scheme and so will account for its participation in this plan on a defined benefit basis under FRS17.

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 20 Pension commitments (continued)

The results below relate only to Bioprocessing's participation in the defined benefit section of the Millipore UK Pension Plan.

Full actuarial valuations of the plan were carried out as at 31 December 2005 by independent qualified actuaries in accordance with FRS 17.

	31 Dec 2005	31 Dec 2004	31 Dec 2003
	%	%	%
Discount rate	4.75	5.25	5.50
Inflation assumption	3.00	2.75	2.75
Rate of increase in salaries	N/A	N/A	N/A
Rate of increase in pensions in payment	3.00	2.75	2.75
Increases to deferred pensions	3.00	2.75	2.75

The assets in the scheme attributable to Bioprocessing and expected return on assets were:

	Value at 31 Dec 2005 £'000	Expected return on assets at 31 Dec 2005 %	Value at 31 Dec 2004 £'000	Expected return on assets at 31 Dec 2004 %	Value at 31 Dec 2003 £'000	Expected return on assets at 31 Dec 2003 %
Equities	62	6.75	65	7.25	55	7.50
Bonds	3	4.75	6	5.25	7	5.50
Cash	9	4.50	10	4.50	8	4.00
	<u>74</u>		<u>81</u>		<u>70</u>	

The following amounts at 31 December 2005, 31 December 2004 and 31 December 2003 were measured in accordance with the requirements of FRS 17 :

	2005 £'000	2004 £'000	2003 £'000
Total market value of assets attributable to Bioprocessing	74	81	70
Present value of scheme liabilities attributable to Bioprocessing	79	88	80
Deficit in the scheme	(5)	(7)	(10)
Related deferred tax asset	1	2	3
Net pension liability	<u>(4)</u>	<u>(5)</u>	<u>(7)</u>

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 20 Pension commitments (continued)

The following amounts were recognised in the performance statements in the year to 31<sup>st</sup> December 2005 and 31<sup>st</sup> December 2004 under the requirements of FRS 17.

	2005 £'000	2004 £'000
<b>Analysis of amount charged to operating profit</b>		
Current Service Cost	-	-
Past service cost	-	-
Curtailments (gains) / losses	-	-
Settlements (gains) / losses	-	-
Total operating charge	-	-

#### Analysis of amount credited to other finance income

Expected return on pension scheme assets	4	5
Interest on pension scheme liabilities	(4)	(1)
Net return	-	4

	2005 £'000	2004 £'000	2003 £'000	2002 £'000
<b>Analysis of amount recognized in statement of total recognized gains and losses (STRGL)</b>				
Actual return less expected return on pension scheme assets attributable to Bioprocessing	5	5	33	(15)
Gains/(losses) arising on the liabilities	4	-	-	8
Changes in assumptions underlying the present value of the scheme liabilities attributable to Bioprocessing	(7)	(3)	(5)	-
Actuarial gain/(loss) recognized in the STRGL	2	2	28	(7)

#### Movement in surplus during the year

Deficit in the scheme at beginning of the year attributable to Bioprocessing	(7)	(10)
Movement in year:		
Current service cost	-	-
Employer Contributions	-	-
Past service costs	-	-
Other finance income	-	1
Actuarial gain/(loss) recognized in STRGL	2	2
Surplus in scheme at end of year attributable to Bioprocessing	(5)	(7)

# Bioprocessing Limited

## Notes to the financial statements for the year ended 31 December 2005 (continued)

### 20 Pension commitments (continued)

#### History of experience gains and losses

	2005	2004	2003	2002
Difference between expected and annual return on scheme assets:				
Amount (£'000)				
Percentage of scheme assets at period end	5 7%	5 6%	33 48%	(15) 26%
Experience gains/(losses) of scheme liabilities:				
Amount (£'000)	4	-	-	8
Percentage of present value of the scheme liabilities at the period end	5%	-	-	12%
Total amount recognised in statement of total recognised gains and losses:				
Amount (£'000)	2	2	28	(7)
Percentage of present value of the scheme liabilities at the period end	3%	2%	35%	10%

### 21 Ultimate parent undertaking and controlling party

The company's immediate parent undertaking is Bioprocessing Corporation Limited, a company registered in England and Wales. The ultimate parent undertaking and ultimate controlling party, which is the largest group of which the company is a member and the largest for which group accounts are prepared, is Millipore Corporation. Copies of group accounts may be obtained from Millipore Corporation, 290 Concord Road, Billerica, Massachusetts 01821-3405, United States of America.