

Statim Finance Limited
Directors' report and financial statements
for the year ended 31 December 2000

Registered no: 1865147



Statim Finance Limited

Annual report for the year ended 31 December 2000

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Statim Finance Limited

Directors' report for the year ended 31 December 2000

The directors present their report and the audited financial statements for the year ended 31 December 2000.

Results

Details of the results for the financial year are set out in the profit and loss account on page 4.

Principal activities

The principal activity of the company continues to be the arrangement of finance and loan guarantees for pharmacists.

Review of business and future prospects

The directors are satisfied with the company's performance during the year, its year end financial position and future prospects. No material change in the company's operations is foreseen.

Dividends

The directors do not recommend the payment of a final dividend (1999: £500,000). No interim dividend was paid during the year (1999: £nil).

Political and charitable contributions

No charitable contributions were made during the year (1999: £nil). No political contributions were made (1999: £Nil).

Directors

The directors of the company, all of whom have been directors for the whole of the year ended 31 December 2000 except where otherwise stated, were as follows:

R N Andrews

G A Kershaw

G V Mischke (resigned 31 August 2000)

R A Mittermeier (appointed 1 September, resigned 1 December 2000)

Dr U M Schneider (appointed 1 December 2000)

R C H Vizard

M A Ward

In accordance with the Articles of Association, none of the directors are required to retire at the annual general meeting.

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Directors' interests

According to the register kept under section 325 of the Companies Act 1985, no director had a notifiable interest in the shares of the company or other group companies at any time during the year. As permitted, the register does not contain details of directors' interests in parent undertakings which are incorporated outside Great Britain.

None of the directors had a material interest in any contracts with group companies.

Impact of the Euro

The GEHE Group recognises the wide implications of the Euro for businesses, including impacts on commercial arrangements and financial systems. Appropriate preparation is being made in those entities resident in Euro-land countries, based on the EU timetable for transition towards the introduction of notes and coins in January 2002.

Within the UK, the Group's preparations recognise the uncertain position regarding possible entry to the single currency, and the situation is monitored closely.

Statement of directors' responsibilities

The directors are required by UK Company Law to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period.

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the financial statements for the year ended 31 December 2000. The directors also confirm that applicable accounting standards have been followed and that the financial statements have been prepared on the going concern basis.

The directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Auditors

A resolution to re-appoint the auditors, PricewaterhouseCoopers, will be put to the members at the annual general meeting.

By order of the Board



P Smerdon
Secretary
26 February 2001

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Report of the auditors to the members of Statim Finance Limited

We have audited the financial statements on pages 4 to 12.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report. As described on page 2, this includes responsibility for preparing the financial statements in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

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 United Kingdom Companies Act. 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 transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of audit opinion

We conducted our audit in accordance with Auditing Standards 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 judgements 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 of the state of the company's affairs at 31 December 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants and Registered Auditors
Birmingham

1 March 2001

Statim Finance Limited

Profit and loss account for the year ended 31 December 2000

	Notes	2000 £'000	1999 £'000
Turnover	2	1,505	1,465
Gross profit		<u>1,505</u>	<u>1,465</u>
Administrative expenses		(292)	(206)
Operating profit		<u>1,213</u>	<u>1,259</u>
Net interest receivable	5	170	162
Profit on ordinary activities before taxation	6	<u>1,383</u>	<u>1,421</u>
Tax on profit on ordinary activities	7	(417)	(430)
Profit on ordinary activities after taxation		<u>966</u>	<u>991</u>
Dividends proposed	8	-	(500)
Retained profit for the year	15	<u><u>966</u></u>	<u><u>491</u></u>

All operations are continuing.

The company has no recognised gains and losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been presented.

There is no material difference between the results above and the results on an unmodified historical cost basis.

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Balance sheet at 31 December 2000

	Notes	2000 £'000	1999 £'000
Fixed assets			
Tangible assets	9	<u>3</u>	<u>4</u>
Current assets			
Debtors:			
Amounts falling due within one year	10	1,401	1,382
Amounts falling due after more than one year	10	1,945	1,543
Cash at bank and in hand		<u>915</u>	<u>881</u>
		<u>4,261</u>	<u>3,806</u>
Creditors: amounts falling due within one year	11	(428)	(940)
Net current assets		<u>3,833</u>	<u>2,866</u>
Total assets less current liabilities		<u>3,836</u>	<u>2,870</u>
Net assets		<u>3,836</u>	<u>2,870</u>
Capital and reserves			
Called-up share capital	14	1,000	1,000
Profit and loss account	15	2,836	1,870
Equity shareholders' funds	16	<u>3,836</u>	<u>2,870</u>

The financial statements on pages 4 to 12 were approved by the board of directors on 26 February 2001 and were signed on its behalf by:



R N Andrews
Director

Statim Finance Limited

Notes to the financial statements for the year ended 31 December 2000

1 Principal accounting policies

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. Set out below is a summary of the more important accounting policies, which have been applied consistently except where stated otherwise.

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Debtors

Provision is made for any expected losses on loans arising from guarantees that have been, or are expected to be, cancelled.

Turnover

Turnover comprises the sale of services at invoice value, before value added tax.

Taxation

The charge for taxation is based on the result for the year and takes into account taxation deferred or accelerated because of timing differences between the treatment of certain items for accounting and taxation purposes. Provision is made for deferred taxation, using the liability method, on all material timing differences to the extent that it is probable that a liability or asset will crystallise.

Cash flow statement

The company takes advantage of the exemption in FRS 1 (revised) not to prepare a cash flow statement on the grounds that the company is a wholly owned subsidiary whose ultimate parent prepares consolidated financial statements which are publicly available.

Tangible fixed assets

Tangible fixed assets are stated at cost less provision for depreciation. Cost comprises the purchase cost together with any incidental expenses of acquisition.

Depreciation is calculated by reference to the expected lives of the assets concerned. Additional depreciation may be charged where directors consider there to have been an impairment in the underlying value of an asset. The following rates are applied:

Fixtures, fittings, plant and equipment	25% straight line
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Leased assets

All leases are operating leases and the rental costs are charged to the profit and loss account on a straight line basis over the lease term.

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Pensions

The company contributes to group pension schemes operated by AAH Limited. Contributions to the defined benefit scheme are determined by a professionally qualified actuary and are based on pension costs across the group as a whole. They are charged to the profit and loss account so as to spread the pension costs over the expected service lives of employees currently participating in the schemes.

Further details are given in note 13 to the financial statements.

2 Turnover

Turnover consists entirely of fees and commissions earned in the United Kingdom.

3 Directors' emoluments

	2000 £'000	1999 £'000
Aggregate emoluments	<u>83</u>	<u>77</u>

Retirement benefits are accruing to one director under a defined benefit scheme (1999: one director). No such benefits are accruing under money purchase schemes (1999: nil directors).

The emoluments of Mr Kershaw, Mr Mischke, Mr Mittermeier, Dr Schneider, Mr Vizard and Mr Ward are paid by the immediate parent company (AAH Subsidiaries Limited) which makes no recharge to the company. Mr Kershaw, Mr Mischke, Mr Mittermeier, Dr Schneider, Mr Vizard and Mr Ward are directors of the parent and a number of fellow subsidiaries and it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly no emoluments in respect of Mr Kershaw, Mr Mischke, Mr Mittermeier, Dr Schneider, Mr Vizard and Mr Ward are disclosed. Their total emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of AAH Subsidiaries Limited.

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4 Employee information

The average weekly number of persons (including executive directors) employed during the year was:

	2000	1999
By function		
Administration	<u>7</u>	<u>7</u>

Staff costs for the above persons were:

	2000 £'000	1999 £'000
Wages and salaries	216	210
Social security costs	25	25
Other pension costs (see note 13)	<u>21</u>	<u>19</u>
	<u>262</u>	<u>254</u>

5 Net interest receivable

	2000 £'000	1999 £'000
Interest receivable		
Bank interest	65	131
Group interest	105	23
Other interest	<u>-</u>	<u>8</u>
	<u>170</u>	<u>162</u>

6 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging / (crediting) the following:

	2000 £'000	1999 £'000
Reduction in bad debt provision	(39)	(139)
Depreciation - tangible owned assets		
Charge for the year	1	3
Auditors' remuneration - for audit	5	5
Operating lease rentals		
Motor vehicles	<u>26</u>	<u>25</u>

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7 Tax on profit on ordinary activities

	2000 £'000	1999 £'000
UK corporation tax at 30% (1999: 30.25%)	<u>417</u>	<u>430</u>

8 Dividends

	2000 £'000	1999 £'000
Final proposed	<u>-</u>	<u>500</u>

9 Tangible fixed assets

Movements in the year ended 31 December 2000

	Fixtures, fittings, plant and equipment £'000
Cost	
At 1 January 2000	<u>5</u>
At 31 December 2000	<u>5</u>
Depreciation	
At 1 January 2000	1
Charge for year	<u>1</u>
At 31 December 2000	<u>2</u>
Net book value	
At 31 December 2000	<u>3</u>
At 1 January 2000	<u>4</u>

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10 Debtors

	2000 £'000	1999 £'000
Amounts falling due within one year:		
Trade debtors	-	2
Amounts owed by parent and fellow subsidiaries	1,398	1,376
Prepayments and accrued income	3	4
	<u>1,401</u>	<u>1,382</u>
Amounts falling due after more than one year:		
Amounts owed by parent and fellow subsidiaries	<u>1,945</u>	<u>1,543</u>

11 Creditors

	2000 £'000	1999 £'000
Amounts falling due within one year:		
Amounts owed to other group companies	-	1
Corporation tax	417	430
Other taxation and social security payable	2	2
Accruals and deferred income	9	7
Dividends payable	-	500
	<u>428</u>	<u>940</u>

12 Deferred taxation

The company had no actual or potential liability for deferred taxation at 31 December 2000 (1999: £nil).

13 Pension obligations

The company participates in group pension schemes operated by AAH Limited, one of which is defined benefit and one defined contribution. Both of the schemes are funded and constituted as independently administered funds with their assets being held separately from those of the company. The defined benefit fund is valued every three years by a professionally qualified, independent actuary, the rates of contribution payable being determined by the actuary. Particulars of the valuation are contained in the accounts of AAH Limited.

There were no amounts accrued in respect of pension scheme contributions at the balance sheet date (1999: £nil)

The company provides no other post-retirement benefits to its employees.

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14 Called-up share capital

	2000 £'000	1999 £'000
Authorised, allotted, called up and fully paid 1,000,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

15 Reserves

	Profit and loss account £'000
At 1 January 2000	1,870
Retained profit for the financial year	966
At 31 December 2000	<u>2,836</u>

16 Reconciliation of movements in shareholders' funds

	2000 £'000	1999 £'000
Profit for the financial year	966	991
Dividends	-	(500)
	<u>966</u>	<u>491</u>
Opening shareholders' funds	2,870	2,379
Closing shareholders' funds	<u>3,836</u>	<u>2,870</u>

17 Financial commitments

At 31 December 2000 the company had annual commitments under non-cancellable operating leases as follows:

	31 December 2000		31 December 1999	
	Land and Buildings £'000	Other £'000	Land and Buildings £'000	Other £'000
Expiring within one year	-	14	-	3
Expiring between two and five years	-	4	-	20
	<u>-</u>	<u>18</u>	<u>-</u>	<u>23</u>

18 Capital commitments

The company had no capital commitments at 31 December 2000 (1999: £nil).

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19 Contingent liabilities

	2000 £'000	1999 £'000
Guarantee of bank indebtedness	<u>4,280</u>	<u>12,713</u>

This represents guarantees given to Barclays Bank plc in respect of loans to pharmacists. No liability is expected to arise under these guarantees.

20 Related party transactions

The company has taken advantage of the exemption under FRS 8 from disclosure of intra-group transactions and balances as these are eliminated on consolidation in the financial statements of the ultimate parent undertaking.

21 Ultimate parent undertaking and ultimate controlling party

In the opinion of the directors the company's ultimate controlling party is the ultimate parent undertaking, Franz Haniel & Cie GmbH, a company registered in Germany, by virtue of its majority shareholding in the immediate parent GEHE AG and its consolidation of the GEHE AG Group results into its own consolidated financial statements.

Consolidated financial statements for the largest group of undertakings are prepared by Franz Haniel & Cie GmbH and may be obtained from Franz Haniel Platz 1, D47119 Duisburg, Ruhrort, Germany.

Consolidated accounts for the smallest group of companies are prepared by GEHE AG and may be obtained from GEHE AG, Neckartalstrasse 155, D-70376 Stuttgart, Germany.