

SMITH & HUTCHINSON CHARTERED ACCOUNTANTS

The Swiss Centre 10 Wardour Street London W1V 3HG Telephone 020 7734 9131 Fax 020 7734 0415

PALLIATIVE CARE LIMITED

STATEMENT OF ACCOUNTS

FOR THE YEAR ENDED

31ST DECEMBER 1999

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COMPANY INFORMATION

C. B. Mitchell DIRECTORS:

D. Docherty

SECRETARY: **Tiercel Services Limited**

15 North Audley Street, REGISTERED OFFICE:

London W1Y 1WE

REGISTERED NUMBER: 2714090

AUDITORS: Smith & Hutchinson Chartered Accountants,

The Swiss Centre, 10 Wardour Street, London W1V 3HG

DIRECTORS' REPORT

The directors present their report together with the audited financial statements of the company for the year ended 31st December 1999.

Statement of Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those financial statements, the directors are required to

select suitable accounting policies and apply them consistently;

make judgements and estimates that are reasonable and prudent, and;

prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue to operate.

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

Principal Activity

The principal activity of the company was that of producing journals and magazines relating to the health care service.

Review of Business

A summary of the results is shown on page 5 of the accounts.

Dividends

The directors of the company recommend that no dividend should be declared for the year.

DIRECTORS' REPORT - Continued

Directors and their interests

The directors at 31st December 1999 and their interest in the share capital of the company were as follows:

	Ordinary 'A' Shares of £1 each		Ordinary 'B' Shares of £1 each	
	1999	1998	1999	1998
C. B. Mitchell	-	-	-	-
D. Docherty	•	-	-	-

B. G. Leslie resigned as a director on 12th July 2000.

Tiercel Services Limited, a company in which C. B. Mitchell has an interest, holds 498 'A' and 498 'B' ordinary shares in the company as nominee holdings.

Auditors

Smith & Hutchinson, the auditors, have indicated their willingness to continue in office and a resolution proposing their re-appointment will be put forward to the next Annual General Meeting.

ON BEHALF OF THE BOARD

W. Mitchell . AUTHORISED SIGNATORY FOR TIERCEL SERVICES LIMITED

TIERCEL SERVICES LIMITED Secretary

Dated: 20th July 2000



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AUDITOR'S REPORT TO THE SHAREHOLDERS OF

PALLIATIVE CARE LIMITED

We have audited the financial statements on pages 5 to 8 which have been prepared under the historical cost convention and the accounting policies set out on page 7.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of 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 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 31st December 1999 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Smith & Hutchinson

SMITH & HUTCHINSON

Registered Auditor and Chartered Accountants

Dated: 20th July 2000

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 1999

	Notes	1999 £	1998 £
TURNOVER		106,155	96,474
Cost of sales		96,504	87,704
GROSS PROFIT		9,651	8,770
Administrative expenses		6,995	4,265
OPERATING PROFIT	2	2,656	4,505
Interest receivable		4	176
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		2,660	4,681
Taxation	3	805	<u>1,451</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		1,855	3,230
RETAINED PROFIT BROUGHT FORWARD		10,923	<u>7,693</u>
RETAINED PROFIT CARRIED FORWARD		£ <u>12,778</u>	£ 10,923

There are no gains or losses for the year other than those stated in the profit and loss account at 31st December 1999.

BALANCE SHEET AS AT 31ST DECEMBER 1999

	Notes	1999 £	1998 £
CURRENT ASSETS			
Debtors Cash at bank	4	29,664 <u>815</u>	26,706 _6,266
		30,479	32,972
CREDITORS: Amounts falling due within one year	5	16,705	21,053
TOTAL ASSETS LESS CURRENT LIABILITIES		£ 13,774	£ <u>11,919</u>
CAPITAL AND RESERVES			
Called up share capital Profit and loss account	6	996 12,778	996 10,923
EQUITY SHAREHOLDERS' FUNDS	7	£ 13,774	£ <u>11,919</u>

APPROVED BY THE BOARD

C. B. MITCHELL

Director

Dated: 20th July 2000

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

1. Accounting policies

Basis of accounting

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting and reporting standards.

2.	Profit on ordinary activities	1999 £	1998 £
	The profit on ordinary activities before taxation arises after charging:	L	L
	Auditors remuneration	<u>1,200</u>	1,200
3.	Taxation		
	Corporation tax is charged as follows.	1999 £	1998 £
	Current corporation tax at 30.75% (1998 - 31%)	£ <u>805</u>	£ <u>1,451</u>
4.	Debtors		
		1999 £	1998 £
	Trade debtors Value added tax	25,274 4,390	23,018 _3,688
		£ <u>29,664</u>	£ 26,706
5.	Creditors: Amounts falling due within one year	4000	4000
		1999 £	1998 £
	Trade creditors	12,309	18,398
	Other creditors Accruals	2,391 1,200	4 1,200
	Corporation tax	805	1,451
		£ 16,705	£ <u>21,053</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1999

6.	Called up share capital	1999 £	1998 £
	Authorised: 500 ordinary 'A' shares of £1 each 500 ordinary 'B' shares of £1 each	500 500	500 500
		£ <u>1,000</u>	£ <u>1,000</u>
	Allotted, issued and fully paid: 498 ordinary 'A' shares of £1 each 498 ordinary 'B' shares of £1 each	498 498	498 <u>498</u>
		£ 996	£ <u>996</u>
7.	Equity shareholders' funds	1999 £	
	At 1st January 1999 Profit for the year	11,919 <u>1,855</u>	

8. Contingent liabilities

At 31st December 1999

There were no contingent liabilities at the balance sheet date.

9. Capital commitments

The company was not committed to any capital expenditure at the date of the balance sheet.

£ 13,774

10. Related Party Transactions

The ultimate controlling parties identified by the company are various trusts the beneficiaries of which include descendants of the late Isaac and Sophie Sackler.

The company received income of £106,155 from the Napp Pharmaceutical Group Limited, a company related to the ultimate controlling parties. The balance outstanding at 31st December 1999 with Napp Pharmaceutical Group Limited amounted to £25,274.