

S M I T H & H U T C H I N S O N C H A R T E R E D A C C O U N T A N T S

The Swiss Centre 10 Wardour Street London W1V 3HG Telephone 0171-734 9131 Fax 0171-734 0415

PALLIATIVE CARE LIMITED

FOR THE YEAR ENDED

31ST DECEMBER 1998



INDEX TO THE FINANCIAL STATEMENTS

	Page
Company Information	1
Directors' Report	2 & 3
Report of the Auditors	4
Profit and Loss Accounts	5
Balance Sheet	6
Notes to the Financial Statements	7 - 8

COMPANY INFORMATION

DIRECTORS:	C. B. Mitchell B. G. Leslie D. Docherty
SECRETARY:	Tiercel Services Limited
REGISTERED OFFICE:	15 North Audley Street, 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 1998.

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 1998 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	
	1998	1997	1998	1997
C. B. Mitchell	-	-	-	_
B. G. Leslie	-	-	-	_
D. Docherty	-	-	-	_

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

N. Witchell

AUTHORISED SIGNATORY FOR TIERCEL SERVICES LIMITED

TIERCEL SERVICES LIMITED Secretary

Dated: 27# Octobel 1999.



SMITH & HUTCHINSON CHARTERED ACCOUNTANTS

The Swiss Centre 10 Wardour Street London W1V 3HG Telephone 0171-734 9131 Fax 0171-734 0415

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 1998 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

South alvanion

SMITH & HUTCHINSON

Registered Auditor and Chartered Accountants

Dated: 27th October 1999

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 1998

	Notes	1998 £	1997 £
TURNOVER		96,474	91,579
Cost of sales		87,704	83,254
GROSS PROFIT		8,770	8,325
Administrative expenses		4,265	<u>5,715</u>
OPERATING PROFIT	2	4,505	2,610
Interest receivable		176	117
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		4,681	2,727
Taxation	3	<u>1,451</u>	859
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		3,230	1,868
RETAINED PROFIT BROUGHT FORWARD		7,693	<u>5,825</u>
RETAINED PROFIT CARRIED FORWARD		£ 10,923	£ <u>7,693</u>

There are no gains or losses for the year other than those stated in the profit and loss account at 31st December 1998.

PALLIATIVE CARE LIMITED BALANCE SHEET AS AT 31ST DECEMBER 1998

	Notes	1998 £	1997 £
CURRENT ASSETS			
Debtors Cash at bank	4	26,706 6,266	13,543 <u>19,571</u>
		32,972	33,114
CREDITORS: Amounts falling due within one year	5	21,053	24,425
TOTAL ASSETS LESS CURRENT LIABILITIES		£ <u>11,919</u>	£ <u>8,689</u>
CAPITAL AND RESERVES			
Called up share capital Profit and loss account	6	996 10,923	996 7,693
EQUITY SHAREHOLDERS' FUNDS	7	£ <u>11,919</u>	£ <u>8,689</u>

APPROVED BY THE BOARD

C. B. MITCHELL Director

Director

Dated: 27th Oilble 1999

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1998

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	1998 £	1997 £
	The profit on ordinary activities before taxation arises after charging:	£	£
	Auditors remuneration	<u>1,200</u>	1,200
3.	Taxation		
	Corporation tax is charged as follows.	1998 £	1997 £
	Current corporation tax at 31% (1997 - 31.5%)	£ <u>1,451</u>	£ <u>859</u>
4.	Debtors		
		1998 £	1997 £
	Trade debtors Value added tax	23,018 <u>3,688</u>	10,177 _3,366
		£ 26,706	£ <u>13,543</u>
5.	Creditors: Amounts falling due within one ye	ar	
		1998 £	1997 £
	Trade creditors Other creditors	18,398 4	22,362 4
	Accruals	1,200	1,200
	Corporation tax	1,451	859
		£ <u>21,053</u>	£ <u>24,425</u>

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 1998

6.	Called up share capital		
		1998 £	1997 £
	Authorised: 500 ordinary 'A' shares of £1 each 500 ordinary 'B' shares of £1 each	500 500	500 500
		£ 1,000	£ <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 £ 996	498 <u>498</u> £ <u>996</u>
7.	Equity shareholders' funds	1998 £	
	At 1st January 1998 Profit for the year	8,689 <u>3,230</u>	
	At 31st December 1998	£ <u>11,919</u>	

8. Contingent liabilities

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.

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 £96,474 from the Napp Pharmaceutical Group Limited, a company related to the ultimate controlling parties. The balance outstanding at 31st December 1998 with Napp Pharmaceutical Group Limited amounted to £23,018.