

Admenta UK Limited
Financial Statements
31 March 2019



Admenta UK Limited

Financial Statements

Year ended 31 March 2019

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Admenta UK Limited

Strategic Report

Year ended 31 March 2019

The directors present their strategic report for the year ended 31 March 2019.

Principal activities and business review

The company's principal activity is that of an investment company of which its subsidiaries are involved in the wholesaling and retailing of pharmaceutical products.

The pharmaceutical wholesale and retail markets continue to be highly challenging. With the strategies adopted by the subsidiaries the directors believe the performance of the company's investments in the year was satisfactory.

Throughout the year the Department of Health continued to make various reductions to pharmacy remuneration in England and these have had an adverse impact on the performance of the Lloyds pharmacy business. Actions are ongoing to mitigate the effect of the cuts; the business remains diligent and accordingly closed and sold a number of pharmacy locations during the financial year.

Principal risks and uncertainties

The key business risk to the investment activity of the company is the performance of its investments. The management of the subsidiaries and the execution of their strategies are subject to a number of key risks. All present Directors are, and those that have resigned were, Directors of AAH Pharmaceuticals Limited, the main trading entity of the wholesale division and/or Lloyds Pharmacy Limited, the main trading entity of the retail division. Risks are formally reviewed by the boards of these entities and appropriate processes are put in place to monitor and mitigate them.

Financial risk management

The company is exposed to a variety of financial risks, which include liquidity, foreign currency and interest rate risk. The company has employed a programme that seeks to manage and limit any adverse effects of these risks on the financial performance of the company, which are described in more detail below.

The directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board, although use is made of a central treasury function which arranges the overall funding requirements of the Admenta UK Limited group. This central function operates within a framework of clearly defined policies and procedures which have been approved by the directors, and reports to the board on a monthly basis. The policies approved by the board of directors are implemented by the company's finance department and the central treasury function. The policies cover funding and hedging instruments, exposure limits and a system of authority for the approval and execution of transactions.

Liquidity risk: the company participates in the banking arrangements of the UK group, which are arranged with the assistance of the central treasury function. The UK group funds its operations through a mix of retained earnings, borrowings and leasing that is designed to ensure that the company has sufficient funds for its day to day operations and other activities. Cash flow requirements are monitored through rolling projections which are compiled across the group.

Foreign currency and interest rate risk: the subsidiaries affected by foreign currency risk use instruments to manage this risk. The company also has both interest bearing assets and liabilities, these being managed within the UK group.

Admenta UK Limited

Strategic Report *(continued)*

Year ended 31 March 2019

Key performance indicators (KPIs)

Due to the company's principal activity as an investment holding company, the company's directors see net assets/(liabilities) as the key KPI. Net liabilities have increased from £256,099,000 as at 31st March 2018 to £405,582,000 as at 31st March 2019. This is driven by impairments in its subsidiaries. The parent company McKesson Europe AG has provided a Letter of Support to provide financial support to the Company in order to meet its liabilities as they fall due, should they be unable to do so, for a period of no less than 12 months from the date of approval of these financial statements. Restructuring activity is on-going with a view to turning around the performance of the company and the directors have taken legal advice to satisfy themselves that the company is not insolvent and can continue to pay its debts as they fall due. For these reasons, the directors consider the company to be a going concern.

Future developments

Given the straightforward nature of the business, there are no future developments to note. The company will continue to act as a holding company going forward.

Leaving the European Union

On 29th March 2017 the United Kingdom invoked article 50 of the Lisbon Treaty commencing its withdrawal from the European Union. The United Kingdom currently aims to leave the European Union by the 31st January 2020. However the terms of withdrawal have not yet been ratified by Parliament in the UK and therefore the ultimate terms of departure remain subject to some uncertainty.

The principal risks associated with the United Kingdom leaving the European Union are with Admenta UK Limited's subsidiaries. Their risk are around ensuring supplies of pharmaceutical and medical products to our customers remain uninterrupted. The risk of fluctuations in exchange rates and associated effects on parallel trade flows have the potential to cause business disruption and profitability impacts. An assessment has been performed of such potential supply risks and where appropriate plans are in place to secure supply and minimise business disruption.

The company celebrates its diverse workforce and recognises a number of its employees are EU nationals. The withdrawal agreement and how current or potential future employees react to it may impact employee retention as well as future recruitment. Effects on the workforce are expected to play out over a longer time period which will allow the business to react as appropriate.

The company continues to seek advice and clarification from the Government regarding the withdrawal and constantly update its plans to mitigate the above risks.

This report was approved by the board of directors on 21 November 2019 and signed on behalf of the board by:



M Hilger
Director

Registered office:
Sapphire Court
Walsgrave Triangle
Coventry
United Kingdom
CV2 2TX

Admenta UK Limited

Directors' Report

Year ended 31 March 2019

The directors present their annual report and the audited financial statements of the company for the year ended 31 March 2019.

Directors

The directors who served the company during the year and up to the date of the financial statements were as follows:

M Hilger	
T Anderson	(Appointed 1 September 2018)
J Davies	(Appointed 1 February 2019)
H Stables	(Resigned 25 May 2018)
J R Poole	(Resigned 16 January 2019)
N Swift	(Resigned 16 August 2019)
C McDermott	(Resigned 16 October 2019)

Dividends

The directors do not recommend the payment of a dividend and there was no dividend payment in the prior year.

Future developments

Future developments of the business are detailed in the strategic report.

Going concern

The parent company McKesson Europe AG has provided a Letter of Support to provide financial support to the Company in order to meet its liabilities as they fall due, should they be unable to do so, for a period of no less than 12 months from the date of approval of these financial statements. Restructuring activity is on-going with a view to turning around the performance of the company and the directors have taken legal advice to satisfy themselves that the company is not insolvent and can continue to pay its debts as they fall due. For these reasons, the directors consider the company to be a going concern.

Qualifying third party indemnity provisions

Liability insurance, a qualifying third party indemnity provision for the purposes of the Companies Act 2006 was provided for the UK directors by McKesson Europe AG, an intermediate parent entity. On the date of approval of the financial statements liability insurance was also in force.

Disclosure of information in the strategic report

The company has chosen in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out in the company's strategic report information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

The strategic report on page 1 makes reference to the following: principal activities and business review, principal risks and uncertainties, financial risk management, key performance indicators (KPIs) and future developments.

Principal risks and uncertainties

Principal risks and uncertainties are detailed in the strategic report.

Directors' responsibilities statement

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Admenta UK Limited

Directors' Report *(continued)*

Year ended 31 March 2019

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 Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice). 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.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of S418 of the Companies Act 2006.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

Admenta UK Limited

Directors' Report *(continued)*

Year ended 31 March 2019

This report was approved by the board of directors on 2 November 2019 and signed on behalf of the board by:



M Hilger
Director

Registered office:
Sapphire Court
Walsgrave Triangle
Coventry
United Kingdom
CV2 2TX

Admenta UK Limited

Independent Auditor's Report to the Members of Admenta UK Limited

Year ended 31 March 2019

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Admenta UK Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including The Financial Reporting Standard (FRS 102) "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of income and retained earnings;
- the statement of financial position;
- the related notes 1 to 22.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Admenta UK Limited

Independent Auditor's Report to the Members of Admenta UK Limited *(continued)*

Year ended 31 March 2019

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Admenta UK Limited

Independent Auditor's Report to the Members of Admenta UK Limited *(continued)*

Year ended 31 March 2019

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

R Duffy

Ryan Duffy (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Birmingham, United Kingdom

11/12/19

Admenta UK Limited

Statement of Income and Retained Earnings

Year ended 31 March 2019

	Note	2019 £000	2018 £000
Impairment of fixed assets		(612,414)	(219,538)
Income from shares in group undertakings	9	–	30,000
Other interest receivable and similar income	10	4,580	3,810
Interest payable and similar expenses	11	(45,506)	(47,713)
Loss before taxation		(653,340)	(233,441)
Tax on loss	12	(8,342)	8,341
Loss for the financial year and total comprehensive expense		(661,682)	(225,100)
Retained (losses)/earnings at the start of the year		(211,687)	13,412
Retained losses at the end of the year		(873,369)	(211,688)

All the activities of the company are from continuing operations.

The notes on pages 11 to 22 form part of these financial statements.

Admenta UK Limited

Statement of Financial Position

31 March 2019

	Note	£000	2019 £000	2018 £000
Fixed assets				
Investments	13		470,497	1,082,911
Current assets				
Debtors	14	565,290		573,254
Cash at bank and in hand		—		165,750
		<u>565,290</u>		<u>739,004</u>
Creditors: amounts falling due within one year	15	<u>(467,369)</u>		<u>(591,816)</u>
Net current assets			<u>97,921</u>	<u>147,188</u>
Total assets less current liabilities			<u>568,418</u>	<u>1,230,099</u>
Creditors: amounts falling due after more than one year	16		<u>(974,000)</u>	<u>(974,000)</u>
Net (liabilities)/assets			<u>(405,582)</u>	<u>256,099</u>
Capital and reserves				
Called up share capital	18		400,050	400,050
Share premium account	19		67,737	67,737
Profit and loss account	19		<u>(873,369)</u>	<u>(211,688)</u>
Shareholders' (deficit)/funds			<u>(405,582)</u>	<u>256,099</u>

These financial statements were approved by the board of directors and authorised for issue on 21 November 2019 and are signed on behalf of the board by:



M Hilger
Director

Company registration number: 03011757

Admenta UK Limited

Notes to the Financial Statements

Year ended 31 March 2019

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Sapphire Court, Walsgrave Triangle, Coventry, CV2 2TX, United Kingdom.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and to the preceding period.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

Going concern

The parent company McKesson Europe AG has provided a Letter of Support to provide financial support to the Company in order to meet its liabilities as they fall due, should they be unable to do so, for a period of no less than 12 months from the date of approval of these financial statements. Restructuring activity is on-going with a view to turning around the performance of the company and the directors have taken legal advice to satisfy themselves that the company is not insolvent and can continue to pay its debts as they fall due. For these reasons, the directors consider the company to be a going concern.

Consolidated financial statements

The financial statements contain information about Admenta UK Limited as an individual company, rather than consolidated information as the parent of the group. The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare group financial statements as its results are included by full consolidation in the financial statements of its ultimate parent at the period end, McKesson Corporation, a company registered in the United States of America.

Dividend and interest revenue

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the company and the amounts of revenue can be measured reliably).

Interest income is recognised when it is probable that the economic benefits will flow to the company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

3. Accounting policies *(continued)*

Disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of McKesson Corporation which can be obtained from McKesson Corporation, 6555 State Hwy 161, Irving, TX 75039, USA. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- No cash flow statement has been presented for the company.
- Disclosures in respect of financial instruments have not been presented.
- No disclosure has been given for the aggregate remuneration of key management personnel.

Income tax

The charge for taxation is based on the result for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for accounting and taxation purposes. Deferred tax liabilities are provided in full but deferred tax assets are recognised only to the extent it is considered more likely than not that the associated tax deduction can be utilised on their reversal. Deferred tax liabilities and assets are not discounted.

Pension costs and other post-retirement benefits

The company operates several pension schemes, one of which is a defined benefit and two defined contribution. All schemes are funded and constituted as independently administered funds with their assets being held separately from those of the company. The net liabilities under the defined benefit pension scheme are included in the balance sheets of Lloyds Pharmacy Limited and AAH Pharmaceuticals Limited. The expected return on pension scheme assets and interest costs are included within net finance income and actuarial gains and losses are included within the statement of other comprehensive income of Lloyds Pharmacy Limited and AAH Pharmaceuticals Limited.

Investments

Shares in group companies are shown at historic cost less any necessary write down for impairment. The basis for any impairment write down of investments is by reference to the higher of the net asset value of the investment and the value in use of those assets.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

3. Accounting policies *(continued)*

Financial instruments *(continued)*

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The directors have considered the Statement of Income and Retained Earnings, the Statement of Financial Position and the Company's accounting policies and consider the impairment loss to be the only source of estimation uncertainty. No critical accounting judgements were identified.

The basis for any impairment write down of investments is by reference to the higher of the post-tax net realisable value and the value in use of those assets. For the purposes of determining any impairment the income generating unit takes account of associated cash flows within the Admenta UK Limited group.

The value in use is determined through discounting all future cash flows using a risk adjusted rate. The risk adjusted rate is based upon the weighted average cost of capital of the parent company, McKesson Europe AG, as used within internal investment appraisal mechanisms.

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

5. Operating loss

Operating loss is stated after charging:

	2019	2018
	£000	£000
Exceptional Items: Impairment of fixed assets	<u>612,414</u>	<u>219,538</u>

6. Auditor's remuneration

Auditor's remuneration for the audit of the company's financial statements of £4,000 (2018: £4,000) has been borne by Lloyds Pharmacy Limited, a fellow group company and not recharged. No non-audit services have been provided by the auditor during the period (2018: £nil).

7. Directors' emoluments

The emoluments of all directors are paid by a fellow subsidiary company, Lloyds Pharmacy Limited, which makes no recharge to the company. All other directors of this company are also directors of a number of fellow subsidiary companies and it is impossible to make an accurate apportionment of their emoluments in respect of each of these companies. Accordingly no emoluments in respect of these directors are disclosed. Their emoluments are included in the aggregate of directors' emoluments disclosed in the financial statements of Lloyds Pharmacy Limited.

8. Particulars of employees

The company had no employees during the year, other than executive directors (2018: none).

9. Income from shares in group undertakings

	2019	2018
	£000	£000
Income from group undertakings	<u>–</u>	<u>30,000</u>

10. Other interest receivable and similar income

	2019	2018
	£000	£000
Interest from group undertakings	<u>4,580</u>	<u>3,810</u>

11. Interest payable and similar expenses

	2019	2018
	£000	£000
Interest on banks loans and overdrafts	311	–
Interest due to group undertakings	<u>45,195</u>	<u>47,713</u>
	<u>45,506</u>	<u>47,713</u>

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

12. Tax on loss

Major components of tax expense/(income)

	2019 £000	2018 £000
Current tax:		
UK current tax income	–	(8,341)
Adjustments in respect of prior periods	8,342	–
Total current tax	<u>8,342</u>	<u>(8,341)</u>
Tax on loss	<u>8,342</u>	<u>(8,341)</u>

Reconciliation of tax expense/(income)

The tax assessed on the loss for the year is higher than (2018: higher than) the standard rate of corporation tax in the UK of 19% (2018: 19%).

	2019 £000	2018 £000
Loss before taxation	<u>(653,340)</u>	<u>(233,441)</u>
Tax on loss at the standard UK corporation tax rate	(124,135)	(44,353)
Adjustments in respect of prior periods	8,342	–
Non-deductible expenses	7,776	–
Dividends receivable from subsidiaries	–	(5,700)
Impairment loss not deductible	<u>116,359</u>	<u>41,712</u>
Tax on loss	<u>8,342</u>	<u>(8,341)</u>

Factors that may affect future tax expense

Reductions in the rate of corporation tax to 19% (effective 1 April 2017) and 17% (effective 1 April 2020) have now been enacted. The impact of any resulting changes to the valuation of any deferred tax assets and liabilities is reflected within the financial statements.

13. Investments

	Shares in group undertakings £000
Cost	
At 1 April 2018 and 31 March 2019	<u>1,302,449</u>
Impairment	
At 1 April 2018	219,538
Impairment losses	<u>612,414</u>
At 31 March 2019	<u>831,952</u>

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

13. Investments *(continued)*

	Shares in group undertakings £000
Carrying amount At 31 March 2019	470,497
At 31 March 2018	1,082,911

Direct subsidiaries and the nature of their businesses are as follows:

Subsidiary	Country of Registration	Class of capital	% held
AAH Limited	England and Wales	25p ordinary shares	100
Lloyds Chemists Limited	England and Wales	5p ordinary shares	100
AAH Twenty Six Limited	England and Wales	£1 ordinary shares	100
AAH Twenty Seven Limited	England and Wales	£1 ordinary shares	100

The principal activity of AAH Limited during the year was to act as a holding company of various subsidiaries. The principal activities of these subsidiaries is the wholesale of pharmaceutical products and the operation of retail pharmacies.

An impairment loss of £612,414,000 was recognised in the year in relation to investment in subsidiaries. Investments were written down to their value in use based on the methodology described in note 4.

The principal activity of Lloyds Chemists Limited during the year was to act as a holding company of various dormant companies.

AAH Twenty Six Limited and AAH Twenty Seven Limited were dormant throughout the year.

The directors consider that the aggregate value of the company's shares in its group undertakings is not less than the aggregate of the amounts at which its shares are included in the company's Statement of Financial Position.

A full list of all investments, direct and indirect, is included in note 22. All investments are in UK companies and have the same registered address as Admenta UK Limited. The only exceptions to this are listed in the table below.

Name	Registered office
AAH Lloyds Insurance (IOM) Limited	Third Floor, St George's Court, Upper Church Street, Douglas, IM1 1EE, Isle of Man
GJ Maley Limited	22 Woodbourne Road, Douglas, Isle of Man, IM1 3AL
MyMHealth Limited	161 8 Trinity, 161 Old Christchurch Road, Bournemouth, England, BH1 1JU
Metabolic Healthcare Limited	1 Westpoint Trading Estate, Alliance Road, London, England, W3 0RA
Stephen Smith Limited	PO Box 25, Regency Court, Glatigny Esplanade, St Peter Port, Guernsey, GY1 3AP
Savory & Moore (Jersey) Limited	PO Box 301, 40 Esplanade, St Helier, Jersey, JE4 8UG

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

14. Debtors

	2019 £000	2018 £000
Amounts owed by group undertakings	565,290	556,509
Corporation tax repayable	–	16,705
Other debtors	–	40
	<u>565,290</u>	<u>573,254</u>

Of the amounts due from group undertakings £377,504,000 (2018: £382,592,000) is due within a month and attracts interest based on market rates. The remaining balance is due on demand and does not attract interest.

15. Creditors: amounts falling due within one year

	2019 £000	2018 £000
Bank loans and overdrafts	220,000	–
Amounts owed to group undertakings	247,193	591,816
Accruals and deferred income	176	–
	<u>467,369</u>	<u>591,816</u>

Of the amounts owed to group undertakings £235,417,000 (2018: £236,068,150) is due on demand and represents interest free loans. The remaining balance represents loans on a revolving credit facility which can be repaid upon request by Admenta UK Limited and attracts interest equivalent to the overall cost of borrowing for the UK group of 3.69% (2018: 3.85%). None of these amounts are secured.

16. Creditors: amounts falling due after more than one year

	2019 £000	2018 £000
Amounts owed to group undertakings	<u>974,000</u>	<u>974,000</u>

Amounts owed to group undertakings due after one year includes £249,000,000 repayable between 1 and 2 years, with a fixed interest rate of 3.46% and £125,000,000 repayable between 1 and 2 years, with a fixed interest of 2.19% the remaining £600,000,000 is repayable between 16 and 17 years and has a fixed interest rate of 4.322%.

17. Deferred taxation

The company had no liability for deferred taxation at 31 March 2019 (2018: £nil)

18. Called up share capital

Issued, called up and fully paid

	2019		2018	
	No.	£000	No.	£000
Ordinary shares of £1 each	<u>400,050,001</u>	<u>400,050</u>	<u>400,050,001</u>	<u>400,050</u>

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

19. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

Share premium account - This reserve records the amount above the nominal value received for shares sold, less transaction costs.

20. Related party transactions

The company has not disclosed transactions with fellow group companies which are 100% owned, in accordance with the exemption under the terms of FRS102.33.1A - "Related party disclosures".

21. Controlling party

The immediate parent undertaking is McKesson Europe AG.

The ultimate parent undertaking and controlling party of the Company is McKesson Corporation, a company registered in North America.

Consolidated financial statements for the largest group of undertakings are prepared by McKesson Corporation and may be obtained from McKesson Corporation from its registered address 6555 State Hwy 161, Irving, TX 75039, USA.

Consolidated financial statements for the smallest group of companies are prepared by McKesson Europe AG and may be obtained from McKesson Europe AG from its registered address Stockholmer Platz 1, 70173 Stuttgart, Germany.

Admenta UK Limited

Notes to the Financial Statements (continued)

Year ended 31 March 2019

22. Investments

Subsidiary	Principal activity	Class of capital	% held
2012 Dream Limited	Dormant company	£1 Ordinary shares	100
28CVR Limited	Holding company	£0.10 Ordinary and A Ordinary shares	100
30MC Limited	Dormant company	£1 Ordinary shares	100
A C Ferguson (Chemist) Limited	Dormant company	£1 Ordinary shares	100
A F Cannon (Dispensing Chemists) Limited	Dormant company	£1 Ordinary shares	100
A Miller (Chemist) Limited	Dormant company	£1 Ordinary shares	100
A. Suthrell (Haulage) Limited	Dormant company	£1 Ordinary shares	100
AAH Builders Suppliers Limited	Dormant company	£1 Ordinary shares	100
AAH Eighteen Limited	Dormant company	£1 Ordinary shares	100
AAH Furb Pension Trustee Limited	Dormant company	£1 Ordinary shares	100
AAH Glass & Windows Limited	Dormant company	£1 Ordinary shares	100
AAH Limited	Holding company	£0.25 Ordinary shares	100
AAH Lloyds Insurance (IOM) Limited	Insurance company	£1 Ordinary shares	100
AAH Lloyds Pension Trustees Limited	Dormant company	£1 Ordinary shares	100
AAH Nominees Limited	Dormant company	£1 Ordinary shares	100
AAH One Limited	Dormant company	£1 Ordinary shares	100
AAH Pharmaceuticals Limited	Healthcare services	£1 Ordinary shares	100
AAH Retail Pharmacy Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Five Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Four Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Seven Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Six Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Three Limited	Dormant company	£1 Ordinary shares	100
AAH Twenty Two Limited	Dormant company	£1 Ordinary shares	100
Acme Drug Company Limited	Dormant company	£1 Ordinary shares	100
Added Marketing Limited	Dormant company	£1 Ordinary shares	100
Admenta Holdings Limited	Holding company	£1 Ordinary shares	100
Admenta Pension Trustees Limited	Dormant company	£1 Ordinary shares	100
AHLP Pharmacy Limited	Retail pharmacy	£1 A Ordinary shares	75
Alchem (Southern) Limited	Dormant company	£1 Ordinary shares	100
Anson Trading Limited	Dormant company	£1 Ordinary shares	100
Archsilver Limited	Dormant company	£1 Ordinary shares	100
Ayrshire Pharmaceuticals Limited	Dormant company	£1 Ordinary shares	100
Barclay Pharmaceuticals Limited	Wholesale distribution	£1 Ordinary shares	100
Barley Chemists Holdings Limited	Dormant company	£1 Ordinary shares	100
Barry Shooter (Romford) Limited	Dormant company	£1 Ordinary shares	100
Barton Pharmacy (Torquay) Limited	Dormant company	£1 Ordinary shares	100
Beauty Care Drugstores Limited	Dormant company	£1 Ordinary shares	100
Benson Pharmacy Limited	Dormant company	£1 Ordinary shares	100
Berkshire Medical Supplies Limited	Dormant company	£1 Ordinary shares	100
Betterlifehealthcare Limited	Online retailer	£1 Ordinary A shares and £1 Ordinary B shares	100
Big Pharma Limited	Dormant company	£1 Ordinary shares	100
Blakey And Griffin Limited	Dormant company	£1 Ordinary shares	100
Brian Corps (Chemist) Limited	Dormant company	£1 Ordinary shares	100
Bridgeton Health Centre Pharmacy Limited	Retail pharmacy	£1 Ordinary shares	100
Bridport Medical Centre Services Limited	Dormant company	£1 Ordinary shares	100
C H Pomeroy Limited	Dormant company	£1 Ordinary shares	100

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

22. Investments *(continued)*

	Dormant company	£1 Ordinary shares	100
Caronet Trading Limited			
Castlereagh Pharmaceuticals Limited	Dormant company	£1 Ordinary shares	100
Celesio Uk Healthcare (A) Limited	Dormant company	£1 Ordinary shares	100
Celesio Uk Healthcare (B) Limited	Dormant company	£1 Ordinary shares	100
Clark Munro Limited	Dormant company	£1 Ordinary shares	100
Clarke Care Group Limited	Dormant company	£1 Ordinary shares	100
CMR Holdings (Uk) Limited	Dormant company	£1 Ordinary shares	100
Company Chemists Association Limited	Trade association	£1 Ordinary shares	27
Cornwells (Wholesale) Limited	Dormant company	£1 Ordinary shares	100
Craig & Lovering Limited	Dormant company	£1 Ordinary shares	100
Cross & Herbert (Devon) Limited	Dormant company	£1 Ordinary shares	100
Cross & Herbert (Holdings) Limited	Dormant company	£1 Ordinary shares	100
Cross And Herbert Limited	Dormant company	£1 Ordinary shares	100
D.F. Brint (Portishead) Limited	Dormant company	£1 Ordinary shares	100
David J. Thomas Limited	Dormant company	£1 Ordinary shares	100
David Low (Chemists) Limited	Dormant company	£1 Ordinary shares	100
David Tauber Limited	Dormant company	£1 Ordinary shares	100
Donald Munro Limited	Dormant company	£1 Ordinary shares	100
Dr Thom Billing Limited	Dormant company	£1 Ordinary shares	100
Eclipse Healthcare Limited	Dormant company	£1 Ordinary shares	100
Escon (St Neots) Limited	Dormant company	£1 Ordinary shares	100
Evolution Homecare Services Limited	Healthcare services	£1 Ordinary shares	100
Expert Health Limited	Online Health	£1 Ordinary shares	100
Farillon Limited	Dormant company	£1 Ordinary shares	100
Fendgrove Limited	Dormant company	£1 Ordinary shares	100
Ferax Limited	Dormant company	£1 Ordinary shares	100
Fieldcourt Limited	Dormant company	£1 Ordinary shares	100
Firth & Pilling Limited	Dormant company	£1 Ordinary shares	100
Foster & Plumptre Group Limited	Dormant company	£1 Ordinary shares	100
Foster & Plumptre Limited	Dormant company	£1 Ordinary shares	100
Foster Pharmaceuticals Limited	Dormant company	£1 Ordinary shares	100
Fullpad Limited	Dormant company	£1 Ordinary shares	100
G J Maley Limited	Retail pharmacies	£1 Ordinary shares	100
G K Chemists (Glos) Limited	Dormant company	£1 Ordinary shares	100
G K Chemists Limited	Dormant company	£1 Ordinary shares	100
Gamecrest Limited	Dormant company	£1 Ordinary shares	100
George Staples (Opticians) Limited	Dormant company	£1 Ordinary shares	100
George Staples (Stoke) Limited	Dormant company	£0.01 Ordinary shares	100
Gordons Pharmacy Limited	Dormant company	£1 Ordinary shares	100
Gowcharm Limited	Dormant company	£1 Ordinary shares	100
GPL 2007 Limited	Dormant company	£1 Ordinary shares	100
Graeme Pharmacy (Stirling) Limited	Dormant company	£1 Ordinary shares	100
Greens Pharmaceutical (Holdings) Limited	Dormant company	£1 Ordinary shares	100
Hammond Hopkins Limited	Dormant company	£1 Ordinary shares	100
HE Niblett Limited	Dormant company	£1 Ordinary shares	100
Health Needs Limited	Dormant company	£1 Ordinary shares	100
Healthclass Limited	Dormant company	£1 Ordinary shares	100
Herbert Ferryman Limited	Dormant company	£0.10 Ordinary shares	100
HH Thatcher Limited	Dormant company	£1 Ordinary shares	100
Higgins & Son (Chemists) Limited	Dormant company	£1 Ordinary shares	100
Hillcross Pharmaceuticals Limited	Dormant company	£1 Ordinary shares	100
Hills Pharmaceuticals Limited	Dormant company	£1 Ordinary shares	100
Hill-Smith (Warrington) Limited	Dormant company	£1 Ordinary shares	100

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

22. Investments *(continued)*

Houghton And Lappin Limited	Dormant company	£1 Ordinary shares	100
Hywel Davies (Caerphilly) Limited	Dormant company	£1 Ordinary shares	100
Independent Pharmacy Care Centres (2008) Limited	Dormant company	£1 Ordinary shares	100
Inspiron Distribution Limited	Dormant company	£1 Ordinary shares	100
IPCC Limited	Dormant company	£1 Ordinary shares	100
Ison And Bowyer Limited	Dormant company	£1 Ordinary shares	100
J A R Burbank Limited	Dormant company	£1 Ordinary shares	100
J S Dent Limited	Dormant company	£1 Ordinary shares	100
John Bell & Croyden Limited	Retail pharmacy	£0.25 Ordinary shares	100
John Hamilton (Pharmaceuticals) Limited	Dormant company	£1 Ordinary shares	100
John Robertson Butler & Son (Goring) Limited	Dormant company	£1 Ordinary shares	100
John Robertson Butler & Son (Newbury) Limited	Dormant company	£1 Ordinary shares	100
John Robertson Butler & Son (West Reading) Limited	Dormant company	£1 Ordinary shares	100
John Robertson Butler & Son Limited	Dormant company	£1 Ordinary shares	100
Jordans Pharmacy Limited	Dormant company	£1 Ordinary shares	100
Kingswood Chemists Limited	Dormant company	£1 Ordinary shares	100
Kingswood Gk Limited	Dormant company	£1 Ordinary shares	100
Knowle Pharmacy Limited	Dormant company	£0.0001 Ordinary shares	100
Kyle & Carrick (Holdings) Limited	Dormant company	£1 Ordinary shares	100
L C H Chapman (Whitestone) Limited	Dormant company	£1 Ordinary shares	100
Leema Consultancy Services Limited	Dormant company	£1 Ordinary shares	100
Levelcrown Limited	Dormant company	£1 Ordinary shares	100
Linford Pharmacies Limited	Dormant company	£1 Ordinary shares	100
Livingston Health Centre (P.D) Co. Limited	Dormant company	£0.01 Ordinary shares	100
Lloyds Chemists Limited	Dormant company	£0.05 Ordinary shares	100
Lloyds Chemists Retail (Northern) Limited	Dormant company	£1 Ordinary shares	100
Lloyds Chemists Retail Limited	Dormant company	£1 Ordinary shares	100
Lloyds Group Properties Limited	Dormant company	£1 Ordinary shares	100
Lloyds Healthcare Holdings Limited	Dormant company	£1 Ordinary shares	100
Lloyds Pharmacy Limited	Retail pharmacies	£1 Ordinary shares	100
Lloyds Properties Limited	Property services	£1 Ordinary shares	100
Lloyds Retail Chemists Limited	Dormant company	£1 Ordinary shares	100
Lloyds Pharmacy Clinical Homecare Limited	Healthcare services	£1 Ordinary shares	100
LPL One Limited	Dormant company	£1 Ordinary shares	100
M & J Holdings Limited	Dormant company	£1 Ordinary shares	100
M H Gill Limited	Dormant company	£1 Ordinary shares	100
M J F Limited	Dormant company	£1 Ordinary shares	100
M Payne And Company Limited	Dormant company	£1 Ordinary shares	100
M. & M.L. Grundy Limited	Dormant company	£1 Ordinary shares	100
Maceys Limited	Dormant company	£1 Ordinary shares	100
MASTA Limited	Traveller services	£1 Ordinary shares	100
Medimart Limited	Dormant company	£1 Ordinary shares	100
Metabolic Healthcare Holdings Limited	Retail pharmacy	£0.0001 Ordinary Shares	100
Metabolic Healthcare Limited	Retail pharmacy	£1 Ordinary Shares	100
Mount Pharmacy Limited	Dormant company	£1 Ordinary shares	100

Admenta UK Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2019

22. Investments *(continued)*

MPWB (Romford) Limited	Dormant company	£1 Ordinary shares	100
Munro Pharmacy Limited	Dormant company	£1 Ordinary shares	100
MyMHealth Limited	Online healthcare	£0.001 Ordinary Shares	8
Newkirk Pharmacy Limited	Dormant company	£1 Ordinary shares	100
Optimed Health Limited	Consulting	£1 Ordinary Shares	100
Palemoda Limited	Dormant company	£1 Ordinary shares	100
Paul Wheeler Limited	Dormant company	£1 Ordinary shares	100
Peel Street Pharmacy Limited	Dormant company	£1 Ordinary shares	100
Pharmagen Limited	Dormant company	£1 Ordinary shares	100
Pharmed Limited	Dormant company	£1 Ordinary shares	100
Philip Goodman Limited	Dormant company	£1 Ordinary shares	100
Prescribing Support Services Limited	Consulting	£1 Ordinary Shares	100
Presolve Limited	Dormant company	£1 Ordinary shares	100
Primelight Limited	Dormant company	£1 Ordinary shares	100
R Gordon Drummond Limited	Dormant company	£1 Ordinary shares	100
R J Mair Limited	Dormant company	£1 Ordinary shares	100
R.F Foskett & Son Limited	Dormant company	£1 Ordinary shares	100
S E Burgess Limited	Dormant company	£1 Ordinary shares	100
Sangers (Northern Ireland) Limited	Wholesale distribution	£1 Ordinary shares	100
Savory & Moore (Jersey) Limited	Retail pharmacies	£1 Ordinary shares	90
Savory & Moore Limited	Dormant company	£1 Ordinary shares	100
Scholes (Chemist) Limited	Dormant company	£1 Ordinary shares	100
Selbys (Sussex) Limited	Dormant company	£1 Ordinary shares	100
Solihull Pharmacy Limited	Dormant company	£1 Ordinary shares	100
St Matthews Pharmacy Limited	Dormant company	£1 Ordinary shares	100
Statim Finance Limited	Dormant company	£1 Ordinary shares	100
Stephen Smith Limited	Retail pharmacies	£1 Ordinary shares	57
Summitlane Limited	Dormant company	£1 Ordinary shares	100
Superfield Limited	Dormant company	£1 Ordinary shares	100
T And I White Limited	Dormant company	£1 Ordinary shares	100
Terrapharma Limited	Dormant company	£1 Ordinary shares	100
Thurnby Rose Limited	Dormant company	£1 Ordinary shares	100
Trident Pharmaceuticals Limited	Dormant company	£1 Ordinary shares	100
Uscita Limited	Dormant company	£1 Ordinary shares	100
Vestric Limited	Dormant company	£1 Ordinary shares	100
Vestric Pensions Limited	Dormant company	£1 Ordinary shares	100
W A Stroyde (Chemists) Limited	Dormant company	£1 Ordinary shares	100
W Hedley Hewes Limited	Dormant company	£1 Ordinary shares	100
W. Jamieson (Chemists) Limited	Dormant company	£1 Ordinary shares	100
W.H.Chanter Limited	Dormant company	£1 Ordinary shares	100
Westclose Limited	Dormant company	£1 Ordinary shares	100
WH Green (Chemists) Limited	Dormant company	£0.05 Ordinary shares	100
Woodside Pharmacy (Glasgow) Limited	Retail pharmacy	£0.25 Ordinary shares	75