

Registration number: 03141667

LGC (Holdings) Limited

Annual report and accounts

31 March 2021



# LGC (Holdings) Limited

## **Directors**

Euan O'Sullivan  
Simon Parsons

## **Secretary**

Teri-Anne Cavanagh

## **Registered Address**

Queens Road  
Teddington  
Middlesex  
TW11 0LY



# LGC (Holdings) Limited

## Strategic report

The Directors present their Strategic report for the year ended 31 March 2021.

### Principal activity

The principal activity of LGC (Holdings) Limited ("the Company") during the period was that of an investment holding company. The Company is a member of a wider international life sciences group, with the main holding company of that wider group being LGC Science Group Holdings Limited ("the Group" or "LGC"), a company incorporated in England.

LGC is a leading global life science tools company providing mission-critical components and solutions into high-growth application areas across the human healthcare and applied market segments. The Group's high quality product portfolio is comprised of mission-critical tools for genomic analysis and for quality assurance applications, which are typically embedded and recurring within its customers' products and workflows and are valued for their performance, quality and range. These tools play a key role in customer workflows from discovery applications through to commercial manufacture and enable customers to: bring new diagnostics and therapies to market; progress research and development; optimise food production; and continuously monitor and enhance the quality of food, the environment and consumer products. The Group's 175+ years of scientific heritage combined with a track record of innovation and value enhancing acquisitions has enabled it to build the Group's product portfolio and expertise, and develop deep relationships with customers, industry partners and the global scientific community. The Group is committed to delivering on its core purpose of "Science for a Safer World."

A full review of the LGC business including future developments is disclosed in the financial statements of LGC Science Group Holdings Limited, a parent company of the Company, which are available to the public and may be obtained from LGC, Queens Road, Teddington, Middlesex, TW11 0LY.

### Ownership

The Company's immediate holding company is LGC Investments Limited. The smallest group of undertakings for which group accounts are drawn up and of which the Company is a member is LGC Science Group Holdings Limited, which are available to the public and may be obtained from LGC, Queens Road, Teddington, Middlesex, TW11 0LY. The largest group of undertakings for which group accounts are drawn up and of which the Company is a member is LGC Science Corporation S.à r.l., which are available to the public and may be obtained from LGC, Queens Road, Teddington, Middlesex, TW11 0LY.

LGC Science Corporation S.à r.l. (formerly known as Loire Topco S.à r.l., until its name change, which became effective under the laws of the Grand Duchy of Luxembourg on 5 May 2021) was incorporated and domiciled in the Grand Duchy of Luxembourg on 13 November 2019 as a company limited by shares (société à responsabilité limitée) within the definition of the Luxembourg Law of 10 August 1915 and its registered office was established in 4, rue Albert Borschette, L-1246 Luxembourg under the commercial number B 239.528.

LGC Science Corporation S.à r.l. was established through investment funds managed by Astorg Asset Management S.à r.l., an independent private equity group ("Astorg"), and investment funds managed by Cinven (the "Seventh Cinven Fund"). Subsequently and prior to 31 March 2021, each of Astorg and the Seventh Cinven Fund sold part of their interests in LGC Science Corporation S.à r.l. to Luxinva S.A., a wholly owned subsidiary of the Abu Dhabi Investment Authority ("ADIA").

Astorg VII (GP) S.à r.l. is the General Partner of Astorg VII SLP and Astorg VII Co-Invest LGC SLP (the "Partnerships"). Astorg Asset Management S.à r.l. is the alternative investment fund manager and manager of the Partnerships. The Partnerships through their interest in Loire TF S.à r.l., are the ultimate shareholders of 38.8% of LGC Science Corporation S.à r.l.

Cinven Capital Management (VII) General Partner Limited is the Managing General Partner of Cinven Capital Management (VII) Limited Partnership Incorporated, who in turn is the Managing General Partner of the Seventh Cinven Fund. The Seventh Cinven Fund through its interest in Cinloire Luxembourg S.à r.l. is the ultimate shareholder of 38.8% of LGC Science Corporation S.à r.l.

Silver Holdings S.A., a direct subsidiary of the Abu Dhabi Investment Authority (an independent public investment institution owned by the Emirate of Abu Dhabi), is the sole shareholder of Luxinva S.A. Luxinva S.A. owns 19.4% of LGC Science Corporation S.à r.l.



# LGC (Holdings) Limited

## Strategic report (continued)

### Review of the business and future developments

The income statement set out on page 6 shows the profit after taxation for the financial year of £613,414,000 (2020: loss of £11,343,000). No key performance indicators are monitored by the Directors as LGC (Holdings) Limited is a holding company. The Company expects to continue to operate on this basis for the foreseeable future.

### Principal risks and uncertainties

The review of other principal risks and uncertainties contains certain forward-looking statements. These statements have been made by the Directors in good faith based on the information available to them at the time of their approval of this report. They should be treated with caution due to the inherent uncertainties arising because they relate to circumstances that may or may not occur in the future.

#### ***Financial instruments risk***

##### *Financial risk management*

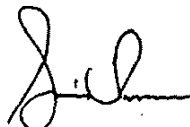
The Company's operations expose it to a variety of financial risks that include the effects of changes in credit risk, liquidity risk, interest rate cash flow risk and foreign exchange risk. LGC Science Group Holdings Limited, a parent company of the Company, has in place a group-wide risk management programme that seeks to limit the adverse effects on the financial performance of the Company. Details are set out in the financial statements of LGC Science Group Holdings Limited.

##### *Liquidity risk*

Liquidity is managed by LGC Science Group Holdings Limited, a parent company of the Company. The wider Group actively maintains a mixture of long-term and short-term debt finance and cash deposits that are designed to ensure the Group has sufficient available funds for operations, expansion and planned acquisitions.

##### *Foreign exchange risk*

The Company is exposed to cash flow risk as a result of assets and liabilities denominated in foreign currency. This risk is partially mitigated by internally generated cash flows in a similar mix of currencies. Net risk of exposure to operations in foreign currencies is managed by the purchase of forward foreign exchange contracts.



**Simon Parsons**

Director

20 December 2021



# LGC (Holdings) Limited

## Directors' report

The Directors present their report and financial statements for the year ended 31 March 2021.

### Directors

The Directors who served the Company during the year and up to the date of signing these financial statements were:

Euan O'Sullivan (appointed 17 September 2021)

Simon Parsons

Timothy Robinson (resigned 17 September 2021)

Key person and Directors and Officers insurance is maintained for all Directors.

### Dividends

The Directors do not recommend an interim dividend or final dividend (2020: £nil).

### Going concern

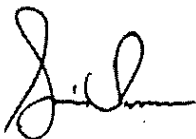
These financial statements have been prepared on a going concern basis, having regard to future projections for the Company, the parent company guarantee provided by LGC Science Group Holdings Limited, and that company's financing arrangements in place as of 31 March 2021.

Whilst acknowledging the inherent risk in any plan, the Directors have a reasonable expectation that the Company has adequate resources to continue in operation for the foreseeable future and at least one year from the date of approval of the financial statements.

### Financial instruments

Details of financial instruments are provided in the Strategic report on page 3.

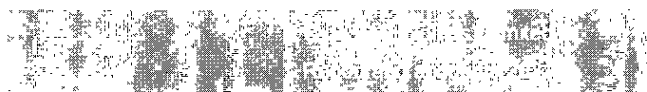
By order of the Board



**Simon Parsons**

Director

20 December 2021



# LGC (Holdings) Limited

## Directors' responsibilities statement

The Directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulations.

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 (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 FRS 101 has been followed, subject to any material departures disclosed and explained in the financial statements; 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.



LGC (Holdings) Limited  
Income statement  
for the year ended 31 March 2021

	Notes	2021 £000	2020 £000
<b>Turnover</b>	5	17,667	14,320
Staff costs	6	(4,676)	(2,894)
Other external charges	7	(30,668)	(14,575)
Income from shares in Group undertakings	10	596	368
<b>Operating profit/(loss)</b>		<b>(17,081)</b>	<b>(2,781)</b>
Profit on disposal of investments	10	566,813	-
Interest receivable from Group undertakings		94,631	73,426
Interest payable to Group undertakings		(29,742)	(82,545)
<b>Profit/(loss) from ordinary activities before taxation</b>		<b>614,621</b>	<b>(11,900)</b>
Taxation	9	(1,207)	557
<b>Profit/(loss) for the financial year</b>		<b>613,414</b>	<b>(11,343)</b>

The profit/(loss) for the year is entirely derived from continuing operations.

The Company has no other items of comprehensive income or loss and has therefore not included a statement of comprehensive income.



**LGC (Holdings) Limited**  
**Balance sheet**  
**at 31 March 2021**

	Notes	2021 £000	2020 £000
<b>Fixed assets</b>			
Investments	10	1,118,758	842,437
<b>Current assets</b>			
Debtors	11	1,742,341	1,036,035
Cash at bank and in hand		-	1,913
		<u>1,742,341</u>	<u>1,037,948</u>
<b>Creditors: amounts falling due within one year</b>	12	(650,695)	(668,700)
<b>Net current assets</b>		<u>1,091,646</u>	<u>369,248</u>
<b>Total assets less current liabilities</b>		<u>2,210,404</u>	<u>1,211,685</u>
<b>Creditors: amounts falling due after more than one year</b>	13	(161,845)	(678,447)
<b>Net assets</b>		<u><b>2,048,559</b></u>	<u><b>533,238</b></u>
<b>Capital and reserves</b>			
Share capital	14	352	352
Share premium	14	-	60,218
Capital reserve		19,197	31
Revaluation reserve		452,300	452,300
Retained earnings		1,576,710	20,337
<b>Shareholders' funds</b>		<u><b>2,048,559</b></u>	<u><b>533,238</b></u>

For the year ending 31 March 2021 the Company was entitled to exemption from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies.

The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts



**Simon Parsons**  
 Director  
 20 December 2021





LGC (Holdings) Limited  
Statement of changes in equity  
for the year ended 31 March 2021

	Share capital £000	Share premium reserve £000	Capital reserve £000	Revaluation reserve £000	Retained earnings (restated) £000	Total (restated) £000
<b>At 1 April 2019</b>	352	60,218	31	452,300	31,680	544,581
Loss for the year	-	-	-	-	(21,543)	(21,543)
Total comprehensive income	-	-	-	-	(21,543)	(21,543)
Share based payments	-	-	-	-	10,200	10,200
<b>A1 31 March 2020</b>	<b>352</b>	<b>60,218</b>	<b>31</b>	<b>452,300</b>	<b>20,337</b>	<b>533,238</b>

	Share capital £000	Share premium reserve £000	Capital reserve £000	Revaluation reserve £000	Retained earnings £000	Total £000
<b>At 1 April 2020</b>	352	60,218	31	452,300	20,337	533,238
Profit for the year	-	-	-	-	613,153	613,153
Total comprehensive income	-	-	-	-	613,153	613,153
Capital contribution	-	-	19,166	-	1,654	20,820
Share capital issued	-	881,348	-	-	-	881,348
Capital reduction	-	(941,566)	-	-	941,566	-
<b>A1 31 March 2021</b>	<b>352</b>	<b>-</b>	<b>19,197</b>	<b>452,300</b>	<b>1,576,710</b>	<b>2,048,559</b>



# LGC (Holdings) Limited

## Notes to the financial statements

### 1. Corporate information

These financial statements were authorised for issue by the Board on 20 December 2021. The Company is a private company limited by share capital incorporated in England and Wales and domiciled in the United Kingdom. The address of its registered office is:

LGC  
Queens Road  
Teddington  
Middlesex  
TW11 0LY

### 2. Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### Basis of preparation

The Company's financial statements,

- have been prepared under the historical cost convention and in accordance with FRS 101 and the Companies Act 2006;
- do not comply with all of the requirements of UK-adopted IFRS and therefore do not contain the unreserved statement of compliance set out in paragraph 3 of IFRS 1 First Time Adoption of International Financial Reporting Standards and paragraph 16 of IAS 1 Presentation of Financial Statements;
- are presented in pounds sterling and all values are rounded to the nearest thousand pounds (£000), except where indicated otherwise;

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46 to 52 of IFRS 2 'Share based Payment';
- the requirements of IFRS 7 'Financial Instruments Disclosures';
- the requirements of paragraphs 91-99 of IFRS 13 'Fair Value Measurements';
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A to 40D, 111 and 134 to 136 of IAS 1 'Presentation of Financial Statements';
- the requirements of IAS 7 'Statement of Cash Flows';
- the requirements of paragraphs 30 and 31 of IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors';
- the requirements of paragraph 17 of IAS 24 'Related Party Disclosures';
- the requirements in IAS 24 'Related Party Disclosures' to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member; and
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135€ to 135€ of IAS 36 'Impairment of Assets'.

#### Exemption from preparing group accounts

The financial statements contain information about LGC (Holdings) Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of LGC Science Group Holdings Limited, a company incorporated in England and Wales.

# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 2. Accounting policies (continued)

#### Going concern

These financial statements have been prepared on a going concern basis, having regard to future projections for the Company, the parent company guarantee provided by LGC Science Group Holdings Limited, and that company's financing arrangements in place as of 31 March 2021.

Whilst acknowledging the inherent risk in any plan, the Directors have a reasonable expectation that the Company has adequate resources to continue in operation for the foreseeable future and at least one year from the date of approval of the financial statements.

#### Foreign currencies

Transactions in foreign currencies are recorded in the functional currency of the Company at the exchange rate ruling on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the functional currency at rates of exchange ruling at the balance sheet date. Exchange differences are recognised in the statement of profit or loss.

#### Current and deferred income tax

Tax is recognised in profit or loss, except to the extent that it relates to items recognised directly in other comprehensive income or equity, in which case it is recognised directly in other comprehensive income or equity.

Current tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates taxable income.

Current tax includes amounts provided in respect of uncertain tax positions where the Company expects that, upon examination of the uncertainty by a tax authority, it is more likely than not that an economic inflow or outflow will occur. Changes in facts and circumstances underlying these positions are reassessed at the date of each statement of financial position, and the uncertain tax positions are remeasured as required to reflect current information.

Deferred tax is provided on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the Company. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

#### Fixed asset investments

Fixed asset investments are stated at cost. The carrying values of fixed asset investments are reviewed for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

In the event of reconstructions within the Group, where the trade and net assets of subsidiary undertakings may be transferred elsewhere within the Group, consideration is given to whether such reconstruction results in a loss to the Company when considering whether an impairment has occurred.

#### Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

2021/2020

# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 3. New and amended standards and interpretations

Several amendments and interpretations apply for the first time in 2021 and, as described below, do not have an impact on the financial statements of the Company.

#### Amendments to IFRS 3 'Business Combinations': Definition of a Business

In October 2018, the IASB issued amendments to the definition of a business in IFRS 3 'Business Combinations' to help entities determine whether an acquired set of activities and assets is a business or not. They clarify the minimum requirements for a business, remove the assessment of whether market participants are capable of replacing any missing elements, add guidance to help entities assess whether an acquired process is substantive, narrow the definitions of a business and of outputs, and introduce an optional fair value concentration test. New illustrative examples were provided along with the amendments. The amendment is applicable for business combinations for which the acquisition date is on or after the first annual reporting period beginning on or after 1 January 2020. The Company adopted the amendments to IFRS 3 with the date of initial application of 1 April 2020. These amendments had no impact on the financial statements of the Company, but may impact future periods should the Company enter into any business combinations.

#### Amendments to IAS 1 'Presentation of Financial Statements' and IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors': Definition of Material

In October 2018, the IASB issued amendments to IAS 1 'Presentation of Financial Statements' and IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' to align the definition of 'material' across the standards and to clarify certain aspects of the definition. The new definition states that, 'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.' The amendments are applicable for annual reporting periods beginning on or after 1 January 2020. The Company adopted these amendments with the date of initial application of 1 April 2020. These amendments had no impact on the financial statements of, nor is there expected to be any future impact to the Company.

#### Amendments to IFRS 9 'Financial Instruments', IAS 39 'Financial Instruments: Recognition and Measurement', and IFRS 7 'Financial Instruments: Disclosures': Interest Rate Benchmark Reform

In September 2019, the IASB issued amendments to a number of standards to clarify that entities need to continue to apply certain hedge accounting requirements assuming that the interest rate benchmark on which the hedged cash flows from the hedging instrument will not be altered as a result of interest rate benchmark reform. The amendment is applicable for annual reporting periods beginning on or after 1 January 2020. The Company adopted these amendments with the date of initial application of 1 April 2020. These amendments had no material impact on the financial statements of the Company. Conceptual Framework for Financial Reporting issued on 29 March 2018. The Conceptual Framework is not a standard, and none of the concepts contained therein override the concepts or requirements in any standard. The purpose of the Conceptual Framework is to assist the IASB in developing standards, to help preparers develop consistent accounting policies where there is no applicable standard in place and to assist all parties to understand and interpret the standards. This will affect those entities which developed their accounting policies based on the Conceptual Framework. The revised Conceptual Framework includes some new concepts, updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts. The amendment is applicable for annual reporting periods beginning on or after 1 January 2020. The Company adopted these amendments with the date of initial application of 1 April 2020. These amendments had no impact on the financial statements of the Company.

# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 4. Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities at the end of the reporting period and the amounts reported for revenues and expenses during the year. The key sources of judgment and estimation uncertainty that have a significant risk of causing material adjustments to the carrying amounts of assets and liabilities in future periods are discussed below.

#### Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

#### Deferred tax assets

The Company has accumulated significant unutilised tax losses. A deferred tax asset in respect of these losses can only be recognised when it is probable that future taxable profits and gains will arise to utilise the losses, and judgement is required in making those assessments. Future taxable profits and gains are based on the Company's latest forecasts, and any changes in these could have a significant impact on the Company's profit or loss for the year. Further details regarding taxes are provided in note 9.

### 5. Turnover

Turnover, which is stated net of value added tax, represents amounts invoiced and accrued to the Company's subsidiary undertakings in respect of services provided to these undertakings. All turnover in the year was generated in the UK.

### 6. Staff costs and Directors' remuneration

#### (a) Staff costs

The aggregate payroll costs (including Directors' remuneration) were:

	2021 £000	2020 £000
Wages and salaries	3,048	2,500
Social security costs	201	338
Other pension costs	34	56
Share based payments (note 8)	1,393	-
	<b>4,676</b>	<b>2,894</b>

The average number of persons employed by the Company (including Directors) during the year, analysed by category was:

	2021 number	2020 number
Administration and management	6	10

#### (b) Directors' remuneration

The Directors of the Company are also Directors of the holding company and fellow subsidiaries. The Directors received total remuneration for the year of £1,403,000 (2020: £1,285,000), which includes contributions of £1,500 (2020: £1,900) to a defined contribution pension scheme on behalf the Directors. Of the total remuneration, £205,000 was paid directly by the Company (2020: £1,285,000) and the remainder was paid by a parent company.

The Directors do not believe that it is practical to apportion this amount between their services as Directors of the Company and services as Directors of the fellow subsidiary companies of the Group.



# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 6. Staff costs and Directors' remuneration (continued)

The highest paid director received £790,000 which included £1,000 of contributions to a pension scheme.

	2021 number	2020 number
Directors receiving remuneration during the year	2	2
Directors accruing benefits under a defined contribution pension scheme	1	1

### 7. Other external charges

	2021 £000	2020 £000
Management fee recharges	(300)	(14,908)
Unrealised foreign exchange (losses)/gains	(15,989)	11,060
Other expenses	(14,379)	(10,727)
	<b>(30,668)</b>	<b>(14,575)</b>

### 8. Share-based payments

#### Management Stock Purchase Plans ("MSPP")

##### LGC Science Corporation S.à r.l. plan

During 2021, Management have subscribed for a number of Class O-SW shares in the ultimate parent, LGC Science Corporation S.à r.l. (note 17). The shares are subject to certain agreed upon leaver provisions and vest on the earlier of (i) an initial public offering, or (ii) a change of control, or (iii) a winding up event. There are no other performance conditions and no other service conditions. There are no cash settlement alternatives and the Company does not have a past practice of cash settlement of these shares. The Company accounts for this as an equity-settled plan. The Company recognises a credit to other capital reserves in relation to this scheme as the shares are in the equity of the ultimate parent company. This is consistent with IFRS 2.

#### Share-based payment expense

The expense recognised for employee services received during the year was as follows:

	2021 £000	2020 £000
Expense arising from equity-settled share-based payment transactions	1,393	-
	<b>1,393</b>	<b>-</b>

# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 9. Taxation

#### (a) Analysis of charge/(income) in year:

	2021 £000	2020 £000
<b>Deferred tax</b>		
Origination and reversal of temporary differences	1,207	(406)
Adjustment in respect of prior years	-	(21)
Change in rates	-	(130)
<b>Total deferred tax</b>	<b>1,207</b>	<b>(557)</b>
<b>Total tax charge/(income) for the year</b>	<b>1,207</b>	<b>(557)</b>

#### (b) Factors affecting tax income for the year:

The reconciliation of the profit/(loss) before tax for the year at the standard rate UK corporation tax rate of 19% (2020: 19%) to the tax for the year is set out below:

	2021 £000	2020 £000
<b>Profit/(loss) on ordinary activities before taxation</b>	<b>616,014</b>	<b>(11,900)</b>
<b>Expected corporation tax charge/(income) at standard rate of 19%</b>	<b>116,729</b>	<b>(2,261)</b>
Effects of:		
Non-taxable income/expenses not deductible for tax purposes	(108,232)	1,760
Group relief (received)/surrendered for nil payment	(10,270)	89
Rate change adjustment	-	(130)
Adjustment with respect of prior years	-	(21)
Movement in unrecognised deferred taxes	920	(406)
Transfer pricing adjustments	29	29
Foreign exchange movements	2,031	383
<b>Total tax charge/(income) for the year</b>	<b>1,207</b>	<b>(557)</b>

#### (c) Deferred tax assets

Deferred tax relates to the following:

	2021 £000	2020 £000
Losses	430	1,637
<b>Deferred tax asset</b>	<b>430</b>	<b>1,637</b>

Classified in the balance sheet as follows:

<b>Deferred tax assets</b>	<b>430</b>	<b>1,637</b>
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# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 9. Taxation (continued)

#### Reconciliation of deferred tax asset

	2021 £000	2020 £000
At 1 April	1,637	1,080
Tax charge/(income) recognised in the income statement	(1,207)	557
<b>At 31 March</b>	<b>430</b>	<b>1,637</b>

The Company has tax losses carried forward at 31 March 2021 of £2,300,000 (2020: £8,600,000).

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

The deferred tax on temporary differences and tax losses as of 31 March 2021 was calculated at the rate applicable to the year in which the temporary differences and tax losses are expected to reverse.

At the Spring Budget 2020, the UK Government announced measures to set the corporation tax main rate at 19% for the financial year beginning 1 April 2020. At the time, this maintained the rate at 19%, rather than reducing it to 17% from 1 April 2020 as had been previously announced. The impact of this announcement was recorded within the prior year.

Furthermore at the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. As the proposal to increase the rate to 25% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements. However, had it been substantively enacted by the balance sheet date, it would not have had an impact on the entity's deferred tax.

### 10. Investments

	2021 £000	2020 £000
At 1 April	842,437	680,509
Additions	734,398	161,928
Disposals	(458,077)	-
<b>At 31 March</b>	<b>1,118,758</b>	<b>842,437</b>

Additions during the year relate to:

- on 21 April 2020, the Company acquired the remainder of the share capital of Toronto Research Chemicals Inc. not acquired on the initial acquisition of the company in August 2019, for £87,646,000;
- on 5 May 2020, the Company acquired 100% of the share capital of LGC Science Inc. for £17,441,000;
- on 5 May 2020, the Company increased its investment in LGC North America Inc. by £17,441,000;
- on 8 July 2020, the Company acquired 100% of the share capital of The Native Antigen Company Limited for £17,426,000;
- on 17 December 2020, the Company acquired 100% of the share capital of LGC Science Ireland Limited for £6,772,000;
- on 25 January 2021, the Company increased its investment in LGC Science Ireland Limited by £68,178,000;
- on 2 March 2021, the Company acquired 100% of the share capital of Paragon Scientific Limited for £14,714,000;
- on 22 March 2021, the Company acquired 100% of the share capital of LGC Genomics Holdings GmbH for £201,424,000;
- on 22 March 2021, the Company acquired 100% of the share capital of LGC Germany Holdings 2 GmbH for £131,950,000;
- on 22 March 2021, the Company acquired 100% of the share capital of LGC Germany Holdings 3 GmbH for £166,054,000;
- on 22 March 2021, the Company acquired 100% of the share capital of LGC Germany Holdings 4 GmbH for £22,000; and
- on 31 March 2021, the Company increased its investment in LGC Singapore Pte Limited by £5,330,000.





# LGC (Holdings) Limited

## Notes to the financial statements (continued)

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

	2021	2020
	£000	£000
Trade and other payables	238	70
Amounts due to Group undertakings	647,999	620,945
Accruals and deferred income	2,367	5,917
Liability for the purchase of the non-controlling interest in BRC Trading Limited	-	41,768
Bank overdraft	91	-
	<b>475,404</b>	<b>268,329</b>

The loans owed to Group undertakings bear interest at rates between 5.5% and 15% (2020: between 5.5% and 15%) per annum and are repayable on demand. These loans are denominated in a mixture of Pounds Sterling, US Dollars and Euros.

The non-controlling interest in BRC Trading Limited ("BRC") arose on the Group's initial acquisition of a 71.275% controlling stake in November 2016, which was subsequently increased to 77.5% in March 2019. On 5 November 2019, an agreement was reached with the non-controlling interest which committed the Group to purchase all of their shares in BRC for a fixed price, conditional on a change of control of the Group. At the date the agreement was entered into, the commitment gave rise to a financial liability, and as the price was fixed, the BRC non-controlling interests were considered to have no further substantive variability in risk and reward related to their shares and therefore no further amounts were attributed to them. A financial liability of £41,768,000 was recognised.

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

	2021	2020
	£000	£000
Amounts due from Group undertakings	91,991	145,946
Long term loan notes (including accrued interest)	-	532,501
Preference shares	69,854	-
	<b>161,845</b>	<b>678,447</b>

The amounts due from Group undertakings accrue interest at 2.25% (2020: 2.25%) per annum and mature in 2031.

On 7 May 2020, the Company issued 82,000,000 preference shares of nominal value €1.00 for €1.00 each, for total consideration of €82,000,000. The preference shares are non-voting, non-convertible and carry a cumulative dividend of 8% per annum, compounded on an annual basis if unpaid. For the period to 31 March 2021, the cumulative dividend expense amounted to €5,912,986 (£5,283,256), and this remained unpaid at 31 March 2021.



# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 17. Ultimate holding company and controlling party

The smallest group of undertakings for which group accounts are drawn up and of which the Company is a member is LGC Science Group Holdings Limited, which are available to the public and may be obtained from LGC, Queens Road, Teddington, Middlesex, TW11 0LY. The largest group of undertakings for which group accounts are drawn up and of which the Company is a member is LGC Science Corporation S.à r.l., which are available to the public and may be obtained from LGC, Queens Road, Teddington, Middlesex, TW11 0LY.

LGC Science Corporation S.à r.l. was established through investment funds managed by Astorg Asset Management S.à r.l., an independent private equity group ("Astorg"), and investment funds managed by Cinven (the "Seventh Cinven Fund"). Subsequently, each of Astorg and the Seventh Cinven Fund sold part of their interests in LGC Science Corporation S.à r.l. to Luxinva S.A., a wholly owned subsidiary of the Abu Dhabi Investment Authority ("ADIA").

Astorg VII (GP) S.à r.l. is the General Partner of Astorg VII SLP and Astorg VII Co-Invest LGC SLP (the "Partnerships"). Astorg Asset Management S.à r.l. is the alternative investment fund manager and manager of the Partnerships. The Partnerships through their interest in Loire TF S.à r.l., are the ultimate shareholders of 38.8% of LGC Science Corporation S.à r.l.

Cinven Capital Management (VII) General Partner Limited is the Managing General Partner of Cinven Capital Management (VII) Limited Partnership Incorporated, who in turn is the Managing General Partner of the Seventh Cinven Fund. The Seventh Cinven Fund through its interest in Cinloire Luxembourg S.à r.l. is the ultimate shareholder of 38.8% of LGC Science Corporation S.à r.l.

Silver Holdings S.A., a direct subsidiary of the Abu Dhabi Investment Authority (an independent public investment institution owned by the Emirate of Abu Dhabi), is the sole shareholder of Luxinva S.A. Luxinva S.A. owns 19.4% of LGC Science Corporation S.à r.l.

### 18. Events after the balance sheet date

On 31 August 2021, a subsidiary of the Company acquired the remaining 50% interest in Technopath Northwell Health North America LLC (note 5), for \$10,000,000 (approximately £7,266,000). Included in the consideration is \$2,589,000 (approximately £1,881,000) for the acquisition of the outstanding equity interest and \$7,411,000 (approximately £5,385,000) for the settlement of outstanding loans and borrowings due to the third parties of the joint venture. Following the acquisition, the name of the entity was changed to Technopath North America LLC.

### 19. Details of the investments of the Company

Details of those investments in which the Company holds 20% or more of the nominal value of any class of share capital are set out below. The country of incorporation matches the country in which the registered office/principal place of business is located.

Subsidiary	Country	Registered office/ Principal place of business
Aquacheck Limited	United Kingdom	(1)
Axolabs GmbH	Germany	(2)
Brand Reputation Compliance Limited	United Kingdom	(1)
BRC GS Americas Inc.	Canada	(3)
BRC Trading Limited	United Kingdom	(1)
C/D/N Isotopes Inc.	Canada	(4)
Cardiff Bioanalytical Services Limited	United Kingdom	(1)
Dr Ehrenstorfer GmbH	Germany	(5)
Focus Forensic Telecommunications Limited	United Kingdom	(1)

# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 19. Details of the investments of the Company (continued)

Subsidiary	Country	Registered office/ Principal place of business
HFL Sport Science Limited	United Kingdom	(1)
Industrial Analytical (Proprietary) Limited	South Africa	(6)
Innovapeak Limited	Ireland	(7)
Kbiosciences Limited	United Kingdom	(1)
LGC (North West) Limited	United Kingdom	(1)
LGC (Teddington) Limited	United Kingdom	(1)
LGC Beteiligungs GmbH	Germany	(5)
LGC Bio Senate Limited	United Kingdom	(1)
LGC Bioresearch Limited	United Kingdom	(1)
LGC Biosearch GmbH	Germany	(2)
LGC Canada Real Estate Limited	Canada	(3)
LGC Genomics GmbH	Germany	(2)
LGC Genomics Holding GmbH	Germany	(2)
LGC Genomics Limited	United Kingdom	(1)
LGC GmbH	Germany	(8)
LGC Holdings GmbH	Germany	(2)
LGC Investments GmbH	Germany	(5)
LGC Labor GmbH	Germany	(5)
LGC Scheme Pension Trustee Limited	United Kingdom	(1)
LGC Science (Nanjing) Co Ltd	China	(9)
LGC Science (Shanghai) Co Ltd	China	(10)
LGC Science and Standards (India) Private Limited	India	(11)
LGC Science Group (Singapore) Pte Limited	Singapore	(12)
LGC Science Ireland Limited	Ireland	(7)
LGC Standards (South Africa) (Proprietary) Limited	South Africa	(6)
LGC Standards Assessoria Técnica Comercial do Brasil Ltda	Brazil	(13)
LGC Standards GmbH	Germany	(5)
LGC Standards Sarl	France	(14)
LGC Standards SL	Spain	(15)
LGC Standards Sp zoo	Poland	(16)
LGC Standards Srl	Italy	(17)
LGC Whirlwind Limited	United Kingdom	(1)
Link Technologies Limited	United Kingdom	(18)
M.B.H. Analytical Limited	United Kingdom	(1)
Paragon Scientific Limited	United Kingdom	(1)
Promochem Limited	United Kingdom	(1)
Quality Management Holdings Limited	United Kingdom	(1)
Quality Management Limited	United Kingdom	(1)
Safefood 360 Inc.	United States	(19)

# LGC (Holdings) Limited

## Notes to the financial statements (continued)

### 19. Details of the investments of the Company (continued)

<b>Subsidiary</b>	<b>Country</b>	<b>Registered office/ Principal place of business</b>
Synfine Research Limited	Canada	(20)
Technopath Clinical Diagnostics Holdings Limited	Ireland	(21)
Technopath Clinical Diagnostics USA Inc.	United States	(22)
Techno-Path Manufacturing Limited	Ireland	(23)
The Native Antigen Company Limited	United Kingdom	(1)
Thistle Laboratory Services Pty. Limited	South Africa	(6)
Toronto Research Chemicals Inc.	Canada	(24)
University Diagnostics Limited	United Kingdom	(1)

The following table details investments in which the Company holds 20% or more of the nominal value of any class of share capital:

<b>Joint venture</b>	<b>Country</b>
Technopath Northwell Health North America LLC (50%)	United States

Subsequent to the period end, on 31 August 2021, a subsidiary of the Company acquired the remaining 50% interest in Technopath Northwell Health North America LLC, for \$10,000,000 (approximately £7,266,000).

#### Key to registered office/principal place of business

- (1) LGC, Queens Road, Teddington, TW11 0LY, United Kingdom
- (2) Ostenstraße 25, 12459, Berlin, Germany
- (3) 333 Bay Street, Suite 2400, Toronto, Ontario, M5H 2T6, Canada
- (4) 88 Leacock Street, Pointe Claire, Québec, H9R 1H1, Canada
- (5) Mercatorstraße 51, 46485, Wesel, Germany
- (6) 48 Monte Carlo Crescent, Kyalami Business Park, Kyalami, Gauteng, 1684, South Africa
- (7) 6<sup>th</sup> Floor, 2 Grand Canal Square, Dublin 2, Dublin, Ireland
- (8) Louis-Pasteur-Str. 30, 14943, Luckenwalde, Germany
- (9) 5F, Block A5, Hongfeng Science Park, Nanjing Economic and Technological Development Zone, Nanjing, China
- (10) Room 413, No. 38, YingLun Road, Shanghai Free Trade Zone, Shanghai, China
- (11) 206, Plot No. H-2, Apra North X Plaza, Netaji Subash Place, Delhi North West, Delhi, 110034, India
- (12) 50 Raffles Place, #32-01 Singapore Land Tower, Singapore, 048623, Singapore
- (13) Avenida Salmao 663, Sala 62, Bairro Parque Residencial Aquarius, Sao Jose, 12246-260, Brazil
- (14) 6 rue Alfred Kastler, 67120 Molsheim, France
- (15) Salvador Espriu 59, 2. 08005, Barcelona, Spain
- (16) Ul. Ogródowa 27/29, Kielpin, 05-092, Lomianki, Poland
- (17) Via Tintoretto n. 5, 20145 Milano, Italy
- (18) 3 Mallard Way, Strathclyde Business Park, Bellshill, Lanarkshire, Scotland, ML4 3BF
- (19) 100 Park Avenue, 16th Floor, New York City, NY 10017, United States
- (20) 2 Brisbane Road, North York, Ontario, M3J 2J8, Canada
- (21) Technopath Life Sciences Park, Fort Henry, Ballina, Co. Tipperary, Ireland
- (22) 850 New Burton Road, Suite 201, Dover, DE 19904, United States
- (23) Fort Henry Business Park, Ballina, Co. Tipperary, Ireland
- (24) 20 Martin Ross Ave, North York, Ontario, M3J 2K8, Canada