

**ALMEDICA HOLDING COMPANY
UK LIMITED**

Annual report and financial statements

Year ended 31 August 2000



Company number : 3577928

ALMEDICA HOLDING COMPANY UK LIMITED

Annual report and financial statements for the year ended 31 August 2000

Contents

Page

1	Report of the directors
2	Report of the auditor
3	Profit and loss account
4	Balance sheet
5	Notes forming part of the financial statements

Directors

C L Bullock
R S Todd
S P Novak

Secretary

N J Goldsmith

Registered office

Unit 107
Tenth Avenue
Deeside Industrial Park
Deeside
Flintshire CH5 2UA

Registered number

3577928

Auditors

BDO Stoy Hayward
Peter House
St Peter's Square
Manchester M1 5BH

ALMEDICA HOLDING COMPANY UK LIMITED

Report of the directors for the year ended 31 August 2000

The directors submit their report together with the financial statements for the year ended 31 August 2000.

Results and dividends

The profit and loss account is set out on page 3 and shows the result for the year. The directors recommend payment of a dividend of £500,000 (1999 £nil).

Principal activities, trading review and future developments

The principal activity of the company is that of a holding company.

The principal activity of the group is that of contract packaging of clinical trial supplies within the pharmaceutical industry and related activities.

Directors

The directors of the company during the period and their interests in the share capital of the company were:

	Ordinary shares of £1 each	
	2000	1999
	£	£
C L Bullock	-	-
R S Todd	-	-
S Novak	-	-

Directors' responsibilities

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

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

BDO Stoy Hayward have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

On behalf of the Board



R S Todd
Director

7 December 2000

ALMEDICA HOLDING COMPANY UK LIMITED

Report of the auditors

To the shareholders of Almedica Holding Company UK Limited

We have audited the financial statements on pages 4 to 6, which have been prepared under the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes an examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatements, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 August 2000 and have been properly prepared in accordance with the Companies Act 1985.

BDO STOY HAYWARD
Chartered Accountants
and Registered Auditors
Manchester

7 December 2000

ALMEDICA HOLDING COMPANY UK LIMITED

Profit and loss account for the year ended 31 August 2000

	Notes	£	2000 £	£	1999 £
Income from shares in group undertaking			500,000		-
Profit before taxation			<u>500,000</u>		<u>-</u>
Taxation on profit on ordinary activities			-		-
Profit for the financial year/period			<u>500,000</u>		<u>-</u>
Dividends	2		500,000		-
Retained profit for the financial year/period			<u>-</u>		<u>-</u>

All recognised gains and losses are included in the profit and loss account.

All amounts relate to continued activities.

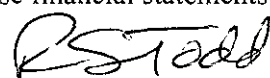
The notes on pages 5 and 6 form part of these financial statements.

ALMEDICA HOLDING COMPANY UK LIMITED

Balance sheet at 31 August 2000

	Notes	£	2000	£	£	1999	£
Fixed assets							
Investments	3			2			2
Current assets							
Debtors – due within one year	4	500,002			2		
Creditors: amounts falling due within one year	5	500,002			2		
		<u> </u>			<u> </u>		
Net current assets				-			-
Total assets less current liabilities				<u> </u> <u> </u>	2		<u> </u> <u> </u> 2
Capital and reserves							
Called up share capital	6			2			2
Equity shareholders' funds				<u> </u> <u> </u>	2		<u> </u> <u> </u> 2

These financial statements were approved by the Board on 7 December 2000.


R S Todd
 Director

The notes on pages 5 and 6 form part of these financial statements.

ALMEDICA HOLDING COMPANY UK LIMITED

Notes forming part of the financial statements for the year ended 31 August 2000

1 Accounting policies

The financial statements have been prepared under the historical cost convention, and are in accordance with applicable accounting standards. The company is not required to prepare group accounts as it has taken advantage of the exemption conferred by Section 248 of the Companies Act 1985. The financial statements present information about the company as an individual undertaking and not about its group.

The following accounting policies have been applied consistently throughout the period.

Investments

Investments held as fixed assets are stated at cost less any provision for permanent diminution in value.

2 Dividends

	2000 £	1999 £
Ordinary dividend proposed £250,000 per share (1999 £nil)	500,000	-

3 Investments

	£
At beginning and end of year	2

The following were subsidiary undertakings at end of year:

Name	Proportion of voting rights and ordinary share capital held	Nature of business
Almedica Europe Limited	100%	Contract packaging of clinical trial supplies

Almedica Technology UK Limited, a wholly owned subsidiary, was struck off during the year.

	Aggregate capital and reserves 31 August 2000 £	Profit for year ended 31 August 2000 £
Almedica Europe Limited	3,301,108	1,030,852

ALMEDICA HOLDING COMPANY UK LIMITED

Notes forming part of the financial statements for the year ended 31 August 2000

4 Debtors

	2000 £	1999 £
Amounts receivable in one year:		
Called up share capital not paid	2	2
Dividends receivable from group undertakings	500,000	-
	<u>500,002</u>	<u>2</u>

5 Creditors: amounts falling due within one year

	2000 £	1999 £
Amounts owed to group undertakings	2	2
Dividends payable to group undertakings	500,000	-
	<u>500,002</u>	<u>2</u>

6 Share capital

	Authorised		Allotted and called up	
	2000 £	1999 £	2000 £	1999 £
Ordinary shares of £1	1,000	1,000	2	2
	<u>1,000</u>	<u>1,000</u>	<u>2</u>	<u>2</u>

7 Ultimate parent undertaking

The ultimate parent undertaking is Almedica International Inc, a company incorporated in USA.

The only related party transactions during the year were the receipt of a dividend of £500,000 from and the payment of a dividend of £500,000 to group undertakings.