

Abbott (UK) Holdings Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2017



Registration number: 03738674

Abbott (UK) Holdings Limited

Directors' Report for the Year Ended 31 December 2017

The Directors present their report and the financial statements for the year ended 31 December 2017.

Directors of the Company

The directors who held office during the year were as follows:

S Hudson (resigned 31 August 2018)

G Hall

B Yoor

The following director was appointed after the year end:

N Harris (appointed 31 August 2018)

Principal activity

The principal activity of the company is that of a holding company. There have not been any significant changes in the company's principal activities in the year under review.

Dividends

There were no dividends declared or paid (2016 £nil).

Future developments

The directors aim to maintain the management policies which have resulted in the company's performance in recent years. The company holds a letter of support from the Parent company.

Going concern

The Directors have received a letter of ongoing financial support from the ultimate parent company. The directors, having assessed the responses of the directors of the ultimate parent company, Abbott Laboratories, to their enquiries have no reason to believe that a material uncertainty exists that may cast doubt about the ability of Abbott Laboratories to honour the letter of ongoing financial support.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they adopt the going concern basis of accounting in preparing their financial statements.

Disclosure of information to the auditors

Each Director has taken steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information. The Directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Reappointment of auditors

The auditors Ernst & Young LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Abbott (UK) Holdings Limited

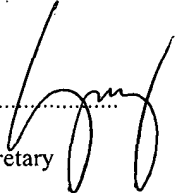
Directors' Report for the Year Ended 31 December 2017 (continued)

Small companies provision statement

This report has been prepared in accordance with the small companies regime under the Companies Act 2006. Advantage has been taken of the exemption under section 414B of the Companies Act 2006 from the requirement to prepare a Strategic Report.

Approved by the Board on 14 September 2018 and signed on its behalf by:

.....
K Gogay
Company secretary



Abbott (UK) Holdings Limited

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual 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 Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards 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.

Abbott (UK) Holdings Limited

Independent Auditor's Report

Opinion

We have audited the financial statements of Abbott (UK) Holdings Limited (the 'company') for the year ended 31 December 2017, which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 13, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 below. 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 FRC's Ethical, 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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the 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.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

Abbott (UK) Holdings Limited

Independent Auditor's Report (continued)

Opinion on other matter 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of Directors

As explained more fully in the Statement of Directors' Responsibilities (set out on page 3), 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 Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Abbott (UK) Holdings Limited

Independent Auditor's Report (continued)

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.

Ernst & Young LLP

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Ruth Logan (Senior Statutory Auditor)

For and on behalf of Ernst & Young LLP, Statutory Auditor

Belfast

Date: 21.9.18

Abbott (UK) Holdings Limited

Profit and Loss Account for the Year Ended 31 December 2017

	Note	2017 £ 000	2016 £ 000
Turnover		-	-
Administrative expenses		<u>5</u>	<u>3</u>
Operating loss		(5)	(3)
Interest payable and similar charges	3	<u>(2,273)</u>	<u>(2,312)</u>
Loss before tax		<u>(2,278)</u>	<u>(2,315)</u>
Loss for the financial year		<u>(2,278)</u>	<u>(2,315)</u>

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

Abbott (UK) Holdings Limited

Statement of Comprehensive Income for the Year Ended 31 December 2017

	Note	2017 £ 000	2016 £ 000
Loss for the year		<u>(2,278)</u>	<u>(2,315)</u>
Total comprehensive loss for the year		<u><u>(2,278)</u></u>	<u><u>(2,315)</u></u>

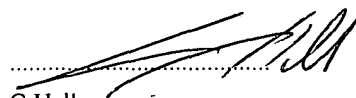
The notes on pages 11 to 17 form an integral part of these financial statements.

Abbott (UK) Holdings Limited
(Registration number: 03738674)
Balance Sheet as at 31 December 2017

	Note	2017 £ 000	2016 £ 000
Fixed assets			
Investments	7	250,386	250,386
Current assets			
Cash at bank and in hand		34	39
Creditors: Amounts falling due within one year	8	<u>(251,714)</u>	<u>(249,441)</u>
Net current liabilities		<u>(251,680)</u>	<u>(249,402)</u>
Net (liabilities)/assets		<u>(1,294)</u>	<u>984</u>
Capital and reserves			
Other reserves		3,558	3,558
Profit and loss account		<u>(4,852)</u>	<u>(2,574)</u>
Total equity		<u>(1,294)</u>	<u>984</u>

These financial statements have been prepared in accordance with the small companies regime under the Companies Act 2006.

Approved and authorised by the Board on 14 September 2018 and signed on its behalf by:


 G Hall
 Director

Abbott (UK) Holdings Limited

Statement of Changes in Equity for the Year Ended 31 December 2017

	Share capital £ 000	Other reserves £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2017	-	3,558	(2,574)	984
Loss for the year	-	-	(2,278)	(2,278)
Total comprehensive loss	-	-	(2,278)	(2,278)
At 31 December 2017	-	3,558	(4,852)	(1,294)
	Share capital £ 000	Other reserves £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2016	-	3,558	(259)	3,299
Loss for the year	-	-	(2,315)	(2,315)
Total comprehensive loss	-	-	(2,315)	(2,315)
At 31 December 2016	-	3,558	(2,574)	984

The notes on pages 11 to 17 form an integral part of these financial statements.

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017

1 General information

The company is a private company limited by share capital incorporated in England and Wales.

The address of its registered office is:

Abbott House
Vanwall Business Park
Vanwall Road
Maidenhead
Berkshire
SL6 4XE

These financial statements were authorised for issue by the Board on 14 September 2018.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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.

Summary of disclosure exemptions

The company has used exemptions from the following disclosure requirements under FRS102:

Statements of Cash Flows sections 3.17(d)
Basic Financial Instruments section 11.39 to 11.48A
other Financial Instruments Issues sections 12.26 to 12.29
Related Party Disclosures sections 33.1A and 33.7.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

Going concern

The directors have received a letter of ongoing financial support from the ultimate parent company. The directors, having assessed the responses of the directors of the ultimate parent company, Abbott Laboratories, to their enquiries have no reason to believe that a material uncertainty exists that may cast doubt about the ability of Abbott Laboratories to honour the letter of ongoing financial support.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they adopt the going concern basis of accounting in preparing their financial statements.

Exemption from preparing group accounts

The financial statements contain information about Abbott (UK) 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 401 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 its parent, Abbott Laboratories, a company incorporated in USA.

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

2 Accounting policies (continued)

Key sources of estimation uncertainty

There are no areas of uncertainty that would create a significant risk of causing a material adjustment to the carrying amounts of the assets and liabilities within the next financial year.

Finance income and costs policy

Interest income and costs due to the company from cash deposits with affiliated companies or third party banks is calculated on a daily basis and accrued monthly.

Tax

UK corporation tax is provided at amounts expected to be paid, or recovered, using tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the accounts that arise from the inclusion of gains or losses in tax assessments in periods different from those in which they are recognised in the accounts. A net deferred tax asset is recognised as recoverable only when, on the basis of available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances.

Trade and other debtors / creditors

Debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of debtors.

Dividends

Dividend income from subsidiary companies is recognised on the date the directors of the subsidiary declare the dividend.

Reserves

Other reserves are other capital reserve in relation to capital injection.

Judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets as at the balance sheet date. However, the nature of estimation means the actual outcomes could differ from those estimates. The following judgements have had the most significant effect on amounts recognized in the financial statements.

That the underlying asset value of the investments in subsidiary companies is equal to or exceeds the value of the investments reported in the balance sheet.

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

2 Accounting policies (continued)

That financial support from the ultimate parent company is adequate to allow the company to meet its liabilities as they fall due.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard Section 1A Small Entities applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014, and with the Companies Act 2006. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

3 Interest payable and similar charges

	2017 £ 000	2016 £ 000
Interest payable on loans from group undertakings	<u>2,273</u>	<u>2,312</u>

4 Staff costs and Directors remuneration

During the current and prior year, all the directors were paid by other affiliates within the Abbott Laboratories group of companies. The directors' services to the company do not occupy a significant amount of their time. As such these directors do not consider that they receive any remuneration for their incidental services to the company. The company has no employees.

5 Auditors' remuneration

	2017 £ 000	2016 £ 000
Audit of the financial statements	<u>2</u>	<u>2</u>
Other fees to auditors		
All other non-audit services	<u>-</u>	<u>1</u>

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

6 Taxation

Tax charged in the income statement

	2017 £ 000	2016 £ 000
Total current income tax	<u>-</u>	<u>-</u>

The tax on loss before tax for the year is the same as the standard rate of corporation tax in the UK of 19.25% (2016 - 20%).

The differences are reconciled below:

	2017 £ 000	2016 £ 000
Loss before tax	<u>(2,278)</u>	<u>(2,315)</u>
Corporation tax at standard rate	(438)	(463)
Tax increase arising from group relief	<u>438</u>	<u>463</u>
Total tax charge	<u>-</u>	<u>-</u>

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

7 Investments in subsidiaries, joint ventures and associates

	2017 £ 000	2016 £ 000
Investments in subsidiaries	<u>250,386</u>	<u>250,386</u>
Subsidiaries		£ 000
Cost or valuation		
At 1 January 2017		<u>250,386</u>
At 31 December 2017		<u>250,386</u>
Carrying amount		
At 31 December 2017		<u>250,386</u>
At 31 December 2016		<u>250,386</u>

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
			2017	2016
Subsidiary undertakings				
Abbott Laboratories Limited	England and Wales	Ordinary	100%	100%
Abbott (UK) Finance Limited	England and Wales	Ordinary	100%	100%

The principal activity of Abbott Laboratories Limited is the marketing of a range of nutritional, diagnostic and cardiovascular products in the UK.

The principal activity of Abbott (UK) Finance Limited is that of a finance company to other Abbott Laboratories group companies.

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

8 Creditors

	Note	2017 £ 000	2016 £ 000
Due within one year			
Loans and borrowings		251,708	249,435
Accrued expenses		<u>6</u>	<u>6</u>
		<u>251,714</u>	<u>249,441</u>

Amounts owed to group undertakings are interest bearing and are repayable on demand (see note 10).

9 Share capital

Allotted, called up and unpaid shares

	2017		2016	
	No. 000	£ 000	No. 000	£ 000
100 Ordinary shares of £1 each	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

10 Related party transactions

The company is a wholly owned subsidiary of Abbot Laboratories. Accordingly, the company has taken advantage of the exemption under FRS 102 section 33 not to disclose transactions with other group companies which meet the criteria that all subsidiary undertakings which are party to transactions are wholly owned by the ultimate controlling parent. There were no other related party transactions during the year.

11 Parent and ultimate controlling party

The company is controlled by the immediate parent company Abbott Knoll Investments BV, registered in The Netherlands. The smallest and largest group in which the results are consolidated is the ultimate parent company Abbott Laboratories, incorporated in the State of Illinois, USA. The consolidated financial statements are available to the public and may be obtained from Abbott Laboratories, 100 Abbott Park Road, Abbott Park, Illinois, IL 60064-6400, USA.

12 Cross Company Guarantees

The company has entered into a cross company guarantee whereby bank borrowings incurred by other group entities are secured on its assets. Group entities which are party to this cross guarantee are as follows: Abbott Laboratories Limited, Abbott Diabetes Care Limited, Murex Biotech Limited, Abbott Healthcare Products Limited, Abbott Vascular Devices Limited, Abbott Vascular Devices (2) Limited, Knoll UK Investments Unlimited, Abbott Iberian Investments Limited, Abbott Iberian Investments (2) Limited, Abbott (UK) Finance Ltd, Abbott Australasia Holdings Limited, Abbott Asia Investments Limited, Abbott Asia Holdings Limited, Abbott Capital India Limited and Abbott Equity Holdings Unlimited.

Abbott (UK) Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

Notes to the Financial Statements (continued)

13 Events after the reporting period

There are no material events post the reporting period to be disclosed.