

**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST DECEMBER 2008
FOR
T TEMPLE (CHEMISTS) LIMITED**



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for the year ended 31st December 2008**

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T TEMPLE (CHEMISTS) LIMITED
COMPANY INFORMATION
for the year ended 31st December 2008

DIRECTORS:

A J Willetts
P Smerdon

SECRETARY:

Mrs J A Brierley

REGISTERED OFFICE:

Sapphire Court
Walsgrave Triangle
Coventry
CV2 2TX

REGISTERED NUMBER:

03932788 (England and Wales)

AUDITORS:

Luckmans Duckett Parker
Victoria House
44-45 Queens Road
Coventry
West Midlands
CV1 3EH

**REPORT OF THE DIRECTORS
for the year ended 31st December 2008**

The directors present their report with the financial statements of the company for the year ended 31st December 2008.

PRINCIPAL ACTIVITY

The company was dormant in the period under review.

REVIEW OF BUSINESS

The company has been dormant during the year following the transfer of assets and liabilities to Admenta Holdings Limited, the parent company, in the previous period.

The company has no plans to trade and will remain dormant for the foreseeable future.

DIVIDENDS

No interim dividend was paid during the year. The directors recommend a final dividend of £6.21233 per share.

The total distribution of dividends for the year ended 31st December 2008 will be £621,233.

DIRECTORS

The directors shown below have held office during the whole of the period from 1st January 2008 to the date of this report.

A J Willetts
P Smerdon

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing 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). The financial statements are required by law to 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 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

REPORT OF THE DIRECTORS
for the year ended 31st December 2008

AUDITORS

The auditors, Luckmans Duckett Parker, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:



.....
Director

Date: 27 October 2009

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF T TEMPLE (CHEMISTS) LIMITED

We have audited the financial statements of T Temple (Chemists) Limited for the year ended 31st December 2008 on pages six to ten. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 a Report of the Auditors 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.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out on page two.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and 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 misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

**REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF
T TEMPLE (CHEMISTS) LIMITED**

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31st December 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Report of the Directors is consistent with the financial statements.

Luckmans Duckett Parker

Luckmans Duckett Parker
Victoria House
44-45 Queens Road
Coventry
West Midlands
CV1 3EH

Date: ~~27th~~ 27th October 2009

PROFIT AND LOSS ACCOUNT
for the year ended 31st December 2008

	Notes	Year Ended 31.12.08 £	Period 1.4.07 to 31.12.07 £
TURNOVER		-	-
Administrative expenses		-	34,153
OPERATING LOSS	3	-	(34,153)
Income from fixed asset investments		34,680	-
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		34,680	(34,153)
Tax on profit/(loss) on ordinary activities	4	-	-
PROFIT/(LOSS) FOR THE FINANCIAL YEAR AFTER TAXATION		34,680	(34,153)

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous period.

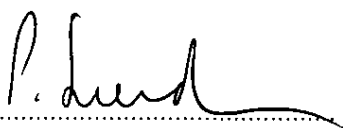
TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit for the current year and the loss for the previous period.

BALANCE SHEET
31st December 2008

	Notes	2008 £	2007 £
FIXED ASSETS			
Investments	6	27,300	27,300
CURRENT ASSETS			
Debtors	7	<u>107,380</u>	<u>693,933</u>
NET CURRENT ASSETS		<u>107,380</u>	<u>693,933</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>134,680</u>	<u>721,233</u>
CAPITAL AND RESERVES			
Called up share capital	8	100,000	100,000
Profit and loss account	9	<u>34,680</u>	<u>621,233</u>
SHAREHOLDERS' FUNDS	12	<u>134,680</u>	<u>721,233</u>

The financial statements were approved by the Board of Directors on 21 October 2009 and were signed on its behalf by:



Director

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31st December 2008

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared in accordance with applicable accounting standards and the historical cost convention. The principal accounting standards adopted in the preparation of the financial statements are set out below and remain unchanged from the previous year, and have also been consistently applied within the financial statements

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

2. STAFF COSTS

There were no staff costs for the year ended 31st December 2008 nor for the period ended 31st December 2007.

3. OPERATING LOSS

The operating loss is stated after charging:

	Year Ended 31.12.08 £	Period 1.4.07 to 31.12.07 £
Loss on disposal of fixed assets	-	34,153
	<u> </u>	<u> </u>
Directors' emoluments	-	-
	<u> </u>	<u> </u>

4. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31st December 2008 nor for the period ended 31st December 2007.

5. DIVIDENDS

	Year Ended 31.12.08 £	Period 1.4.07 to 31.12.07 £
Ordinary shares of £1 each		
Final	621,233	-
	<u> </u>	<u> </u>

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31st December 2008

6. **FIXED ASSET INVESTMENTS**

	Unlisted investments £
COST	
At 1st January 2008	
and 31st December 2008	<u>27,300</u>
NET BOOK VALUE	
At 31st December 2008	<u>27,300</u>
At 31st December 2007	<u>27,300</u>

This represents 6.8% of Ordinary A shares and 12.5% of Ordinary shares in Victoria Pharmacy Limited.

7. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2008 £	2007 £
Amounts owed by group undertakings	<u>107,380</u>	<u>693,933</u>

8. **CALLED UP SHARE CAPITAL**

Authorised:				
Number:	Class:	Nominal value:	2008 £	2007 £
1,000,000	Ordinary	£1	<u>1,000,000</u>	<u>1,000,000</u>
Alotted, issued and fully paid:				
Number:	Class:	Nominal value:	2008 £	2007 £
100,000	Ordinary	£1	<u>100,000</u>	<u>100,000</u>

9. **RESERVES**

	Profit and loss account £
At 1st January 2008	621,233
Profit for the year	34,680
Dividends	<u>(621,233)</u>
At 31st December 2008	<u>34,680</u>

10. **RELATED PARTY DISCLOSURES**

The company has not disclosed transactions with fellow group companies, in accordance with the exemption under the terms of Financial Reporting Standard 8.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 31st December 2008

11. ULTIMATE CONTROLLING PARTY

The immediate parent company is Admenta Holdings Limited. The company's ultimate parent undertaking and controlling party is Franz Haniel & Cie GmbH, a company registered in Germany, by virtue of its majority shareholding in the intermediate parent Celesio AG and its consolidation of the Celesio AG group results into its own consolidated financial statements.

Consolidated financial statements for the largest group of undertakings are prepared by Franz Haniel & Cie GmbH and may be obtained from Franz Haniel Platz 1, D-47119 Duisburg, Ruhrort, Germany.

Consolidated financial statements for the smallest group of companies are prepared by Celesio AG and may be obtained from Celesio AG, Neckartalstrasse 155, D-70376 Stuttgart, Germany

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2008	2007
	£	£
Profit/(Loss) for the financial year	34,680	(34,153)
Dividends	(621,233)	-
Net reduction of shareholders' funds	(586,553)	(34,153)
Opening shareholders' funds	721,233	755,386
Closing shareholders' funds	134,680	721,233