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**ALcontrol Holdings Limited**  
**Annual report and financial statements**  
For the year ended 31<sup>st</sup> December 2019

Registered number: 04078540

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## Company information

Directors

N Stopford  
S Voulon

Registered office

Unit 6  
Parc Caer Seion  
Conwy  
UK  
LL32 8FA

Registered number

04078540

Auditor

Deloitte LLP  
Statutory Auditor  
110 Queen Street  
Glasgow  
G1 3BX  
United Kingdom

## Strategic report

The Directors present their strategic report for the year ended 31<sup>st</sup> December 2019.

### **Principal activities**

ALcontrol Holdings Limited is holding company. During the year ended 31<sup>st</sup> December 2019 the Company had limited trading activities and continues to search for new investment activities.

### **Review of business**

The Company was party to a restructuring activity which resulted in an impairment of its investment and a reduction of its capital. No future trading or cash generation are envisaged for the Company therefore these financial statements are prepared on a basis other than a going concern.

### **Financial review**

#### *Profit and loss*

The Company's loss after taxation for the year was £225k (year to 31<sup>st</sup> December 2018: £nil).

#### *Cash flow and balance sheet*

The Company had limited movements in its loans owing to fellow group companies.

No assets were acquired or disposed of in the year.

#### *ALcontrol Holdings Limited future prospects*

No future trading is envisaged.

### **Principal risks and uncertainties**

#### *Credit risk*

There are no significant concentrations of credit risk within the Company.

#### *Cash flow and interest rate risk*

There are no interest rate risks within the Company.

The Company ended the year with no cash and no foreseeable future cash flows.

#### *Foreign exchange risk*

There are no foreign exchange risks within the Company.

#### *Liquidity risk*

There are no credit risks within the Company.

#### *Key performance indicators (KPIs)*

The Director's do not consider there to be any indicative KPIs while the entity awaits future opportunities.

## Strategic report (continued)

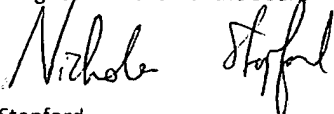
### Strategy, stakeholders and board decisions (Section 172)

Section 172 of the Companies Act 2006 requires a Director of a company to act in the way he or she considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole. In doing this, section 172 requires a Director to have regard, among other matters, to:

- the likely consequences of any decision in the long term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business conduct;
- and the need to act fairly with members of the Company.

The Directors give careful consideration to the factors set out above in discharging their duties under section 172. The stakeholders we consider in this regard are customers reflecting the communities we serve, our regulators, our employees and our owners. The Board recognises that building strong relationships with our stakeholders will help us to deliver our strategy in line with our long-term values and operate the business in a sustainable way.

Approved by the Board of Directors  
and signed on behalf of the Board



N Stopford

Director

23 July ..... 2020

## **Directors' report**

The Directors present their report and the financial statements for ALcontrol Holdings Limited (the "Company") for the year ended 31st December 2019.

### **Principal activity**

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

### **Future developments**

As an intermediary holding company, we do not expect any material financial impact from the UK leaving the European Union.

The Company does not anticipate any financial impact from the Covid-19 pandemic.

### **Results and dividends**

The Company's loss after taxation for the year was £225k (year to 31<sup>st</sup> December 2018: £nil).

The Directors recommended, approved and completed the payment of a dividend of £2,944k (year to ended 31<sup>st</sup> December 2018: £nil).

### **Directors**

The Directors of the Company during the year and thereafter were:

R Eckardt (resigned 28/01/2019)

R Zantman (resigned 28/01/2019)

N Stopford (appointed 28/01/2019)

S Voulon (appointed 28/01/019)

The Company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

### **Going concern**

No future trading or cash generation is envisaged for the Company and as such these financial statements are prepared on a basis other than a going concern.

### **Financial risk management**

Details of future principle risks and uncertainties can be found in the Strategic Report on page 3 and form part of this report by cross-reference.

### **Statement as to disclosure of information to auditor**

So far as each person who is a Director is aware, there is no relevant audit information of which the Company's auditor is unaware. Each Director has taken all steps that he ought to have taken in his duty as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

### **Auditor**

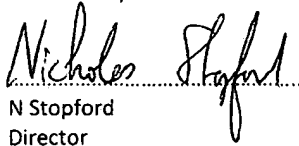
Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

### **Post Balance sheet events**

The ongoing crisis with Covid-19 is not envisaged to have any impact for the Company. Subsequent events note (note 13) refers.

## Directors' report (continued)

This report was approved and authorised for issue by the board on .....23 July 2020..... and was signed on its behalf by:

  
N Stopford  
Director

## **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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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; 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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## Independent auditor's report to the members of ALcontrol Holdings Limited

### Report on the audit of the financial statements

#### Opinion

In our opinion the financial statements of ALcontrol Holdings Limited (the 'Company'):

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

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 13.

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

#### Basis for opinion

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

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

#### Emphasis of matter – Financial statements prepared other than on a going concern basis

We draw attention to note 1 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

#### Other information

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

## Independent auditor's report to the members of ALcontrol Holdings Limited (continued)

### Other information (continued)

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

We have nothing to report in respect of these matters.

### Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement as per page 6, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

### Auditor's responsibilities for the audit of the financial statements

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

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

### Report on other legal and regulatory requirements

### Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and

## Independent auditor's report to the members of ALcontrol Holdings Limited (continued)

### Report on other legal and regulatory requirements (continued)

#### Opinions on other matters prescribed by the Companies Act 2006 (continued)

- the strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

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

#### Matters on which we are required to report by exception

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

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

We have nothing to report in respect of these matters.

#### Use of our report

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



Paul Hazelton CA (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Statutory Auditor

Glasgow, United Kingdom

24th July 2020

## Profit and loss account

For the year ended 31<sup>st</sup> December 2019

	Note	Year to 31 <sup>st</sup> December 2019 £'000	Year to 31 <sup>st</sup> December 2018 £'000
Investment impairment charge	6	(5,737)	-
<b>Loss before interest and tax</b>		<b>(5,737)</b>	<b>-</b>
Dividend income		5,512	-
<b>Loss before taxation</b>		<b>(225)</b>	<b>-</b>
Taxation	5	-	-
<b>Loss for the year</b>		<b>(225)</b>	<b>-</b>

Dividend income is received from ALcontrol Financial Ltd.

No separate Statement of Other Comprehensive Income has been presented as all such income and expenses are presented in the Profit and Loss Account.

All activities relate to discontinued activities.

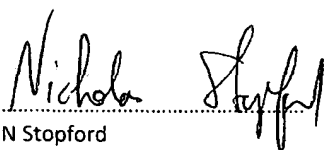
The notes on pages 14 to 19 are an integral part of these financial statements.

## Balance sheet

As at 31<sup>st</sup> December 2019

	Note	As at 31 <sup>st</sup> December 2019 £'000	As at 31 <sup>st</sup> December 2018 £'000
<b>Fixed assets</b>			
Investments	6	-	5,737
<b>Current assets</b>			
Debtors	7	-	6,273
Creditors: amounts falling due within one year	9	-	(8,841)
<b>Net current liabilities</b>		-	(2,568)
<b>Total assets less current liabilities being net assets</b>		-	3,169
<b>Capital and reserves</b>			
Called up share capital	10	-	168
Share premium		-	16,547
Profit and loss account		-	(13,546)
<b>Shareholders' funds</b>		-	3,169

These financial statements (company number: 04078540) were approved and authorised for issue by the board on 23 July 2020 and were signed on its behalf by:

  
N Stopford  
Director

The notes on pages 14 to 19 are an integral part of these financial statements.

## Statement of changes in equity

For the year ending 31<sup>st</sup> December 2019

	Share capital	Share premium reserve	Profit and loss account	Total equity
	£	£	£	£
<b>At 31<sup>st</sup> December 2017 &amp; 2018</b>	168,157	16,547,350	(13,546,500)	3,169,007
Capital Reduction	(168,157)	-	168,157	-
Share Premium cancellation	-	(16,547,350)	16,547,350	-
Profit and total comprehensive expense for the year	-	-	(224,769)	(224,769)
Dividend paid in specie	-	-	(2,944,238)	(2,944,238)
<b>At 31<sup>st</sup> December 2019</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

Share capital represents the nominal value of shares that have been issued.

Share premium reserve was cancelled in conjunction with the capital reduction.

Profit and loss account reserves include all current and prior periods retained profits.

The notes on pages 14 to 19 form an integral part of these financial statements.

## Notes to the financial statements

For the year ended 31 December 2019

### 1 Accounting policies

#### 1.1 General information

ALcontrol Holdings Limited (the "Company") is a private company limited by shares, incorporated in the United Kingdom and registered in England and Wales. The address of its registered office and principal place of business is Unit 6, Parc Caer Seion, Conwy, UK, LL32 8FA.

The principal activity of the Company is that of an intermediate holding company.

These financial statements have been presented in Pounds Sterling as this is the Company's functional currency, being the currency of the primary economic environment in which the Company operates.

Amounts presented in these financial statements are rounded either up or down to the nearest thousand pounds.

#### 1.2 Basis of preparation

These financial statements have been prepared in accordance with FRS 102 *The Financial Reporting Standard Applicable in the UK and Republic of Ireland* ("FRS 102") and applicable legislation as set out in the companies act 2006. These financial statements have been prepared under the historical cost convention. The Company meets the definition of a qualifying entity under FRS 102, and has therefore taken advantage of the disclosure exemptions available to qualifying entities. The Company has taken exemption from the following disclosures:

- (a) The requirements of Section 7 Statement of Cash Flows and paragraph 3.17(d). [FRS 102.1.12]
- (b) The requirement of paragraph 33.7 with respect to directors and key management personnel remuneration [FRS 102.1.12]

The Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group accounts. These financial statements present information about the Company as an individual undertaking and not about its group.

The accounts of the Company have been consolidated within SYNLAB Bondco plc. The accounts of SYNLAB Bondco plc can be obtained from 2 Portman Street, London, W1H 6DU.

#### 1.3 Going concern

No future trading or cash generation is envisaged for the Company and these financial statements are prepared on a basis other than a going concern. No adjustments have been required as a result of ceasing to apply the going concern basis.

#### 1.4 Dividend income

Dividend income is recognised in profit or loss on the date that the Company's right to receive payment is established.

#### 1.5 Taxation

The tax expense for the period comprises current and deferred tax. Tax currently payable, relating to UK corporation tax, is calculated on the basis of the tax rates and laws that have been enacted or substantively enacted as at the reporting date.

## Notes to the financial statements (continued)

For the year ended 31<sup>st</sup> December 2019

### 1. Accounting policies (continued)

#### 1.5 Taxation (continued)

Deferred tax is recognised on all timing differences that have originated but not reversed at the reporting date. Transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future give rise to a deferred tax liability or asset. Timing differences are differences between taxable profits and total comprehensive income as stated in the financial statements that arise from the inclusion of income and expenses in tax assessments in years different from those in which they are recognised in the financial statements.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted as at the reporting date, that are expected to apply to the reversal of the timing difference. The tax expense is recognised in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense.

Deferred income tax assets are recognised only to the extent that, on the basis of all available evidence, it is deemed probable that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Current and deferred tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and there is the intention either to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### 1.6 Financial instruments

Financial assets and liabilities are recognised when the Company becomes party to the contractual provisions of the financial instrument. The Company holds only basic financial instruments, which comprise cash and cash equivalents, debtors and creditors.

##### **Financial assets – classified as basic financial instruments**

###### *Debtors*

Debtors are initially recognised at the transaction price, including any transaction costs, and are subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Amounts that are receivable within one year are measured at the undiscounted amount expected to be received, net of any impairment. Where a financial asset constitutes a financing transaction it is initially and subsequently measured at the present value of the future payments, discounted at a market rate of interest.

##### **Financial liabilities – classified as basic financial instruments**

###### *Creditors*

Creditors are initially measured at the transaction price, including any transaction costs, and are subsequently measured at amortised cost using the effective interest method. Amounts that are payable within one year are measured at the undiscounted amount expected to be payable. Where a financial liability constitutes a financing transaction it is initially and subsequently measured at the present value of the future payments, discounted at a market rate of interest.

#### 1.7 Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

## Notes to the financial statements (continued)

For the year ended 31<sup>st</sup> December 2019

### 1. Accounting policies (continued)

#### 1.8 Investments in subsidiary undertakings

Investments in subsidiary undertakings are recognised at cost less accumulated impairment losses in the financial statements.

### 2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 1, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

The Directors do not consider there to be any critical accounting judgements that must be applied.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The Directors do not consider there to be any estimates or assumptions that have a significant risk of causing a material adjustment to the carrying value of assets and liabilities within the next financial year.

### 3 Employee information

The Company had no employees in both current and prior year. The Directors of the Company did not receive any emoluments for services provided in the current or prior year.

### 4 Auditor's remuneration

The auditors remuneration of £4k (year to 31<sup>st</sup> December 2018: £3k) was paid by SYNLAB Analytics & Services United Kingdom Limited on behalf of the Company, for the audit of the financial statements and is not recharged.

### 5 Taxation

	Year to 31 <sup>st</sup> December 2019 £'000	Year to 31 <sup>st</sup> December 2018 £'000
Tax expense in profit or loss		
UK corporation tax	-	-
Deferred tax		
Origination and reversal of temporary differences	-	-
Total tax expense recognised in profit or loss	-	-

## Notes to the financial statements (continued)

For the year ended 31<sup>st</sup> December 2019

### 5 Taxation (continued)

#### Tax reconciliation

The tax rate used for the reconciliation is the corporate tax rate of 19% (Year to 31<sup>st</sup> December 2018: 19%) payable by the corporate entities in the UK on taxable profits under UK tax law. The Finance Act 2015 changed the rate at 19% in the previous year.

The profit or loss charge for the year can be reconciled to the profit/(loss) for the year as follows:

	Year to 31 <sup>st</sup> December 2019 £'000	Year to 31 <sup>st</sup> December 2018 £'000
Loss before taxation	(225)	-
Income tax calculated at 19% (year to 31 <sup>st</sup> December 2018 19%)	(43)	-
Income not taxable	(1,047)	-
Effect of non-deductible expenses	1,090	-
Total tax expense recognised in profit or loss	-	-

### 6 Investments in subsidiary undertakings

	31 <sup>st</sup> December 2019 £'000	31 <sup>st</sup> December 2018 £'000
Cost	5,737	5,737
Impairment of investment	(5,737)	-
Carrying value	-	5,737

The impairment in the year ended 31<sup>st</sup> December 2019 relates to the investment held in ALcontrol Financial Ltd

The companies in which the Company's direct interest at the year-end is more than 20% are as follows:

Subsidiary undertakings	Country of incorporation & Registered office	Principal activity	Class and percentage of shares held
ALcontrol Financial Limited	United Kingdom Registered office: Unit 6 Parc Caer Seion, Conwy, LL32 8FA	Finance company	100% ordinary

The companies in which the Company's indirect interest at the year-end is more than 20% are as follows:

	Country of incorporation & Registered address	Principal activity	Class and percentage of shares held
ALcontrol Netherlands Limited	United Kingdom Registered office: Unit 6, Parc Caer Seion, Conwy, UK, LL32 8FA	Non-trading	100% ordinary
SYNLAB Analytics & Services United Kingdom Limited (formerly ALcontrol Tribology Limited)	United Kingdom Registered office: 44 Colbourne Crescent, Nelson Park, Cramlington, NE23 1WB	Testing services	100% ordinary

## Notes to the financial statements (continued)

For the year ended 31<sup>st</sup> December 2019

### 7 Debtors

	31 <sup>st</sup> December 2019 £'000	31 <sup>st</sup> December 2018 £'000
Amounts owed by parent undertakings	-	6,273

No interest is chargeable on the amounts owed by group undertakings. The loans are payable on demand.

### 8 Deferred tax asset

There are no deferred tax assets or liabilities recognised in the balance sheet because of uncertainty of their future realisation.

The element of unrecognised deferred tax assets are as follows:

	31 <sup>st</sup> December 2019 £'000	31 <sup>st</sup> December 2018 £'000
Unrecognised tax losses	236	236

### 9 Creditors: amounts falling due within one year

	31 <sup>st</sup> December 2019 £'000	31 <sup>st</sup> December 2018 £'000
Amounts owed to subsidiary undertakings	-	8,841

No interest is chargeable on the amounts owed to group undertakings. The loans were payable on demand.

### 10 Called up share capital

	31 <sup>st</sup> December 2019		31 <sup>st</sup> December 2018	
	Number	Nominal value £	Number	Nominal value £
<b>Authorised:</b>				
'A' shares of £0.01 each	1	0.01	15,508,951	155,090
'B' shares of £0.01 each	1	0.01	56,580	566
'C' shares of £0.00001 each	1	0.00	152,599,000	1,526
'D' shares of £0.01 each	18,083,011	180,830.11	18,093,010	180,930
'E' shares of £0.01 each	1	0.01	90,956	910
'X' shares of £0.01 each	1	0.01	996,453	9,965
Special share of £1.00	1	1.00	1	1
	<u>18,083,017</u>	<u>180,831.15</u>	<u>187,344,951</u>	<u>348,988</u>

## Notes to the financial statements (continued)

For the year ended 31<sup>st</sup> December 2019

### 10 Called up share capital (continued)

#### Allotted, called up and fully paid:

'A' shares of £0.01 each	1	0.01	15,508,951	155,090
'B' shares of £0.01 each	1	0.01	56,580	566
'C' shares of £0.00001 each	1	0.00	152,599,000	1,526
'D' shares of £0.01 each	1	0.01	10,000	100
'E' shares of £0.01 each	1	0.01	90,956	910
'X' shares of £0.01 each	1	0.01	996,453	9,965
	<u>6</u>	<u>0.05</u>	<u>169,261,940</u>	<u>168,157</u>

Voting rights are shared 1.2% by the B shares and 5.9% by the X shares, with the balance being divided proportionately between the A and E shares. No other class of shares has any voting rights.

Dividends are shared 1.2% by the B and C shares in proportion to the nominal value of shares in issue, 5.9% by the X shares, with the balance divided proportionately between the A and D shares. No other class of share has rights to receive dividends. No class of shares has the right to receive dividends other than those recommended by the Directors.

On 31<sup>st</sup> October the board of Directors approved a reduction of the Company's authorised, allotted and called up share capital in order to create reserves available for a payment of a dividend.

### 11 Commitments

The Company has no outstanding commitments at the year-end (31<sup>st</sup> December 2018: £nil).

### 12 Parent undertaking & Ultimate controlling party

The Company's immediate parent undertaking is ALcontrol Holdings (UK) Limited, registered office Unit 6, Parc Caer Seion, Conwy, UK, LL32 8FA.

The smallest group to consolidate these financial statements is SYNLAB Bondco plc, 2 Portman Street, London, W1H 6DU.

The largest group to consolidate these financial statements is SYNLAB Limited, 2 Portman Street, London, W1H 6DU.

Copies of SYNLAB Limited consolidated financial statements can be obtained from the Company Secretary at the Company's registered office noted above.

The Company's ultimate parent Company and ultimate controlling party is Ephios Luxembourg Sarl a Company registered in Luxembourg. The group is ultimately owned by funds, advised by Cinven Capital Management (V) General Partner Limited, East Wing, Trafalgar Court, Les Banques, St Peter Port, GY1 3PP, Guernsey, authorised and regulated by the Guernsey Financial Services Commission.

### 13 Subsequent events

As set out within the strategic report no impact is anticipated from the Covid-19 pandemic.