

Registered number 04160049

## **Tepnel Diagnostics Limited**

### **Directors' report and unaudited financial Statements**

Year ended 31 December 2011

THURSDAY



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## Tepnel Diagnostics Limited

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### **Directors**

M K Slater	(resigned 1 August 2012)
C Hull	
H Rosenman	(resigned 1 August 2012)
R W Bowen	(resigned 1 August 2012)
M Berrendorf	(resigned 1 August 2012)

### **Registered Office**

Heron House  
Oaks Business Park  
Crewe Road  
Wythenshawe  
Manchester  
M23 9HZ

## Directors' report

The Directors present their annual report together with the unaudited financial statements of the Company for the year ended 31 December 2011

### Principal activities, trading review and future development

The company has been dormant as defined in section 1169 of the Companies Act 2006

On 1 January 2009, the trade and assets of Tepnel Diagnostics Ltd were sold to Gen-Probe Life Sciences Ltd and hence the company did not trade in 2011. Previously, the Company was engaged in the research and development and commercialisation of a range of diagnostic products and services. It is anticipated that the company will remain dormant for the foreseeable future.

Key performance indicators are not considered necessary for an understanding of the development, performance or position of the company. There are no risks or uncertainties facing the company including those within the context of financial instruments.

As disclosed in Note 8, with effect from 1 August 2012, following the acquisition of Gen-Probe Incorporated by Hologic, Inc on that date, the Directors consider the Company's ultimate parent company to be Hologic, Inc.

### Directors and their interests

The Directors who held office during the year are given below

M K Slater (resigned 1 August 2012)

C Hull

H Rosenman (resigned 1 August 2012)

R W Bowen (resigned 1 August 2012)

M Berrendorf (resigned 1 August 2012)

None of the Directors had an interest in the share capital of the Company at the beginning and end of the year.

### Directors' responsibilities statement

The Directors are responsible for preparing the financial statements in accordance with applicable United Kingdom Law and United Kingdom Generally Accepted Accounting Practice.

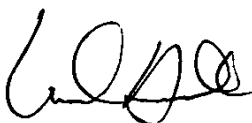
Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year. In preparing those financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have 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.

## Directors' report (continued)

The Directors are responsible for keeping adequate 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 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.

By order of the Board



C Hull

Director

24 September 2012

## Balance sheet

as at 31 December 2011

	Notes	Year ended 31 December 2011 £	Year ended 31 December 2010 £
<b>Current assets</b>			
Debtors due within one year	5	766,174	766,174
<b>Net assets</b>		<u>766,174</u>	<u>766,174</u>
<b>Capital and reserves</b>			
Called up share capital	6	2	2
Profit and loss account		766,172	766,172
<b>Shareholders' funds</b>		<u>766,174</u>	<u>766,174</u>

Tepnel Diagnostics Limited (registered number 04160049) did not trade during the current or preceding period and has made neither profit nor loss nor any other recognised gain or loss

For the year ending 31 December 2011 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant 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

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

These financial statements were approved by the Board of Directors on 26 September 2012 and signed on its behalf by



C Hull  
Director

## Notes to the accounts

at 31 December 2011

### 1. Accounting policies

#### *Accounting convention*

The financial statements have been prepared under the historical cost convention on a basis consistent with prior periods. The financial statements have been prepared in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom.

#### *Cash flow*

The Company has taken advantage of the exemption under Financial Reporting Standard 1 (Revised) "Cash Flow Statements", not to prepare a cash flow statement as it is included in the consolidated financial statements of its ultimate Parent Company, Gen-Probe Incorporated.

### 2. Profit & loss account

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the year under review or the preceding financial year. There have been no movements in shareholders' funds during the year under review or the preceding financial year.

### 3. Employees

The average monthly number of employees, including Directors, during the year was nil (2010 nil).

### 4. Directors

The payroll costs of all Directors are borne by the Parent Company or the ultimate Parent Company.

### 5. Debtors

	2011 £	2010 £
<b>Due within one year:</b>		
Amounts due from Group undertakings	766,174	766,174
	<u>766,174</u>	<u>766,174</u>

### 6. Share capital

	2011 £	2010 £
<i>Authorised</i>		
1,000 ordinary shares of £1 each	1,000	1,000
	<u>1,000</u>	<u>1,000</u>
<i>Allotted and called up</i>		
2 ordinary shares of £1 each	2	2
	<u>2</u>	<u>2</u>

## Notes to the accounts

at 31 December 2011

### 7. Related party transactions

The Company has taken advantage of the exemption within FRS8 Related Party Transactions not to disclose transactions within the Group as consolidated financial statements are prepared by the ultimate Parent Company which can be obtained from the Company's registered office

### 8. Parent Company and controlling party

The Company's immediate parent company is Gen-Probe Life Sciences Ltd

For the year ended 31 December 2011 the Company's ultimate parent company and controlling party is Gen-Probe Incorporated. The largest group in which the results of the Company were consolidated for the year ended 31 December 2011 was that headed by Gen-Probe Incorporated. Copies of the consolidated accounts can be obtained from the Company's registered office at 10210 Genetic Center Drive, San Diego, CA92121, USA

With effect from 1 August 2012, following the acquisition of Gen-Probe Incorporated by Hologic, Inc on that date, the Directors consider the Company's ultimate parent company to be Hologic, Inc a company incorporated in the United States of America and headquartered at 35 Cosby Drive, Bedford, Massachusetts, MA01730, USA