

SUMMIT (OXFORD) LIMITED

ANNUAL REPORT

FOR THE YEAR ENDED

31 JANUARY 2017

Registered No. 04636431

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COMPANIES HOUSE

## **SUMMIT (OXFORD) LIMITED**

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### **COMPANY INFORMATION**

**Director** G O Edwards

**Company Number** 04636431

**Registered Office** 136A Eastern Avenue  
Milton Park  
Abingdon  
Oxfordshire  
OX14 4SB  
United Kingdom

**Independent Auditors** PricewaterhouseCoopers LLP  
3 Forbury Place  
23 Forbury Road  
Reading  
Berkshire  
RG1 3JH  
United Kingdom

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**DIRECTOR'S REPORT****For the year ended 31 January 2017**

The director presents the Director's report and the audited financial statements for year ended 31 January 2017.

**PRINCIPAL ACTIVITIES OF BUSINESS AND FUTURE DEVELOPMENTS**

The principal activity of the Company is the discovery and development of novel drug candidates to treat areas of high unmet medical need. The Parent company financial statements provide further information on the principal activities and future developments of the group including Summit (Oxford) Limited. These are available at the company registered office or the parent company website, [www.summitplc.com](http://www.summitplc.com).

**RESULTS AND DIVIDENDS**

The company made a loss for the financial year of £17,074,114 (2016: adjusted loss of £17,618,925).

The director does not recommend the payment of a dividend.

**DIRECTOR**

The director of the company who was in office during the year and up to the date of signing the financial statements was:

G O Edwards

**STATEMENT OF DIRECTOR'S RESPONSIBILITIES**

The director is responsible for preparing the Annual Report and financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the director must not approve the financial statements unless 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 the financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed for the company financial statements, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonably 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 director is 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 the director to ensure that the financial statements comply with the Companies Act 2006.

The director is 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.

**GOING CONCERN**

The director believes that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company, Summit Therapeutics plc. The director has received confirmation that Summit Therapeutics plc intends to support the company for at least one year after these financial statements are signed.

**INDEPENDENT AUDITORS**

PricewaterhouseCoopers LLP has expressed its willingness to be appointed to office as auditors for the year. A resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

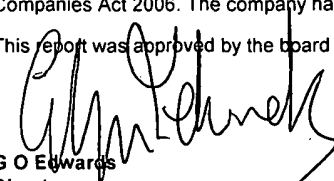
**DISCLOSURE OF INFORMATION TO AUDITORS**

In the case of the director in office at the date the Director's Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- the 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.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006. The company has also taken advantage of the small companies exemption from preparing the strategic report.

This report was approved by the board on 29 March 2017 and signed on its behalf.

  
G O Edwards  
Director

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SUMMIT (OXFORD) LIMITED**  
**For the year ended 31 January 2017****Report on the financial statements****Our opinion**

In our opinion, Summit (Oxford) Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 January 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.

**What we have audited**

Summit (Oxford) Limited's financial statements comprise:

- Balance Sheet as at 31 January 2017;
- Statement of Comprehensive Income for the year then ended;
- Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the director has made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

**Opinion 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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Director's Report has been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Director's Report. We have nothing to report in this respect.

**Other matters on which we are required to report by exception****Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

**Director's remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of director's remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SUMMIT (OXFORD) LIMITED (continued)**  
**For the year ended 31 January 2017****Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the director is not entitled to: take advantage of the small companies exemption in preparing the Director's Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

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**Responsibilities for the financial statements and the audit****Our responsibilities and those of the director**

As explained more fully in the Statement of Director's Responsibilities set out on page 3, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK & Ireland) ("ISAs(UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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**What an audit of financial statements involves**

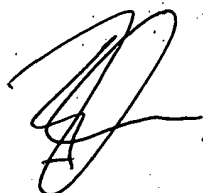
We conducted our audit in accordance with ISAs (UK and Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the director; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the director's judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Director's Report, we consider whether this report includes the disclosures required by applicable legal requirements.



Sam Taylor (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Reading

29 March 2017

**STATEMENT OF COMPREHENSIVE INCOME**  
**For the year ended 31 January 2017**

	Notes	Year ended 31 January 2017 £	Adjusted* Year ended 31 January 2016 £
Revenue	4	2,303,874	-
Gross profit		2,303,874	-
Research and development costs		(19,004,878)	(17,187,656)
Administrative expenses		(4,457,384)	(2,810,576)
Other operating income	5	707,902	2,184,866
Operating loss	6	(20,450,486)	(17,813,366)
Interest receivable and similar income		2,553	15,931
Finance costs	16	(862,273)	(2,879,159)
Loss before taxation		(21,310,206)	(20,676,594)
Tax on loss	9	4,236,092	3,057,669
Loss for the financial year		(17,074,114)	(17,618,925)
Other comprehensive income for the financial year		-	-
Total comprehensive loss for the financial year		(17,074,114)	(17,618,925)

The notes on pages 9 to 21 form an integral part of these financial statements

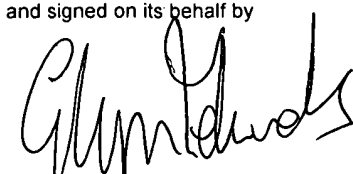
\* See Note 2 - 'Change in accounting policy'.

**BALANCE SHEET**  
**As at 31 January 2017**

	Note	31 January 2017 £	Adjusted* 31 January 2016 £	Adjusted* 1 February 2015 £
<b>Fixed assets</b>				
Intangible assets	10	148,298	151,117	160,831
Property, plant and equipment	11	92,384	71,895	53,564
		<u>240,682</u>	<u>223,012</u>	<u>214,395</u>
<b>Current assets</b>				
Debtors	12	5,083,494	4,184,396	2,868,450
Cash at bank and in hand		26,618,962	4,225,975	11,019,742
		<u>31,702,456</u>	<u>8,410,371</u>	<u>13,888,192</u>
<b>Creditors: amounts falling due within one year</b>				
Trade and other payables	13	(3,160,525)	(2,662,716)	(3,397,810)
Deferred income	14	(6,911,623)	-	-
Amounts owed to group undertakings	15	(77,380,729)	(69,870,587)	(60,701,919)
		<u>(87,452,877)</u>	<u>(72,533,303)</u>	<u>(64,099,729)</u>
<b>Net current liabilities</b>		<u>(55,750,421)</u>	<u>(64,122,932)</u>	<u>(50,211,537)</u>
<b>Total assets less current liabilities</b>		<u>(55,509,739)</u>	<u>(63,899,920)</u>	<u>(49,997,142)</u>
<b>Creditors: amounts falling due after more than one year</b>				
Deferred income	14	(23,614,713)	-	-
Financial liabilities on funding arrangements	16	(5,918,903)	(5,033,930)	(2,154,766)
Provisions for liabilities	17	(85,000)	(73,192)	(44,860)
		<u>(29,618,616)</u>	<u>(5,107,122)</u>	<u>(2,199,626)</u>
<b>Net liabilities</b>		<u>(85,128,355)</u>	<u>(69,007,042)</u>	<u>(52,196,768)</u>
<b>Capital and reserves</b>				
Share capital	18	1,000	1,000	1,000
Share premium account		99,000	99,000	99,000
Capital contribution		4,046,449	3,093,648	2,284,997
Accumulated losses		<u>(89,274,804)</u>	<u>(72,200,690)</u>	<u>(54,581,765)</u>
<b>Total shareholders' deficit</b>		<u>(85,128,355)</u>	<u>(69,007,042)</u>	<u>(52,196,768)</u>

\* See Note 2 - 'Change in accounting policy'.

The financial statements on pages 6 to 21 were approved by the board and authorised for issue on 29 March 2017 and signed on its behalf by



G O Edwards  
Director

The notes on pages 9 to 21 form an integral part of these financial statements

**STATEMENT OF CHANGES IN EQUITY**  
For the year ended 31 January 2017

	Share capital £	Share Premium account £	Capital contribution £	Accumulated losses £	Total Shareholders' deficit £
At 1 February 2016 (Adjusted*)	1,000	99,000	3,093,648	(72,200,690)	(69,007,042)
Loss and total comprehensive loss for the financial year	-	-	-	(17,074,114)	(17,074,114)
Share-based payment	-	-	952,801	-	952,801
At 31 January 2017	1,000	99,000	4,046,449	(89,274,804)	(85,128,355)

	Share capital £	Share Premium account £	Capital contribution £	Accumulated losses £	Total Shareholders' deficit £
At 1 February 2015 (Adjusted*)	1,000	99,000	2,284,997	(54,581,765)	(52,196,768)
Loss and total comprehensive loss for the financial year	-	-	-	(17,618,925)	(17,618,925)
Share-based payment	-	-	808,651	-	808,651
At 31 January 2016 (Adjusted*)	1,000	99,000	3,093,648	(72,200,690)	(69,007,042)

\* See Note 2 - 'Change in accounting policy'.

**NOTES TO THE FINANCIAL STATEMENTS****1 COMPANY INFORMATION**

Summit (Oxford) Limited, ("the company") is a biopharmaceutical company focused on the discovery, development and commercialisation of novel medicines for indications for which there are no existing or only inadequate therapies.

The Company is incorporated and domiciled in the UK and the registered office is noted on the company information page of these financial statements.

**2 ACCOUNTING POLICIES****Basis of preparation**

The financial statements of Summit (Oxford) Limited have been prepared under the historical cost convention and in accordance with the Companies Act 2006 as applicable to companies using the Financial Reporting Standard 101 - 'The Reduced Disclosure Framework' (FRS 101). The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been applied consistently throughout the year unless otherwise stated.

The financial statements are presented in Sterling (£).

**Going concern**

The director believes that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company, Summit Therapeutics plc. The director has received confirmation that Summit Therapeutics plc intends to support to company for at least one year after these financial statements are signed.

**Use of estimates**

The preparation of the financial statements, in conformity with generally accepted accounting principles, requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may ultimately differ from those estimates.

**Parent Company**

The company is a wholly owned subsidiary of Summit Therapeutics plc which prepares publically available consolidated financial statements in accordance with IFRS. This company is included in the consolidated financial statements of Summit Therapeutics plc for the year ended 31 January 2017. These financial statements are available at the Company registered office or from the investor section of the parent company website, [www.summitplc.com](http://www.summitplc.com).

**Disclosure exemptions**

In preparing these financial statements the Company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore these financial statements do not include:

- A statement of cash flows and related notes
- The requirement to produce a balance sheet at the beginning of the earliest comparative period
- The requirements of IAS 24 related party disclosures to disclose related party transactions entered in to between two or more members of the group as they are wholly owned within the group. Other related party transactions, are disclosed in note 21 to the financial statements
- Presentation of comparative reconciliations for fixed assets and intangible assets
- Disclosure of key management personnel compensation
- Capital management disclosures
- The effect of future accounting standards not adopted
- Certain share based payment disclosures (as these are publically available in the consolidated financial statements)
- Disclosures in respect of financial instruments (other than disclosures required as a result of recording financial instruments at fair value)
- Fair value measurement disclosures (other than disclosures required as a result of recording financial instruments at fair value)

**Change in accounting policy**

Following an IFRS Interpretations Committee agenda decision in May 2016 on the application of IAS 20 'Accounting for Government Grants and Disclosure of Government Assistance' the Company has changed its accounting policy regarding charitable funding arrangements from the Wellcome Trust and US not for profit organisations, the Muscular Dystrophy Association ('MDA') and Duchene Partners Fund ('DPF') which has resulted in a restatement of the comparative financial statements.

In exchange for the funding provided, these arrangements require the company to pay royalties on potential future revenues generated from these projects and also give the counterparties certain rights over the intellectual property if the compound is not exploited. The IFRIC decision has clarified that such arrangements result in a financial liability. The estimate of the financial liability is initially recognised at fair value using a discounted cash flow model with the difference between the fair value of the liability and the cash received considered to represent a charitable grant.

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 2 ACCOUNTING POLICIES (continued)

When determining the fair value on initial recognition, the significant assumptions in the models include the estimation of the timing and the probability of successful development leading to commercialisation of the project related results and related estimates of future cash flows. Estimated future cash flows include expected sources of revenue (including commercial sales and upfront payments, milestone payments and royalties from potential licensing arrangements) and are calculated using estimated geographical market share and associated pricing.

The financial liabilities are subsequently measured at amortised cost using a discounted cash flow model which calculates the risk adjusted net present values of estimated potential future cash flows for the respective projects related to the Wellcome Trust and MDA and DPF agreements. The financial liabilities are re-measured when there is a specific significant event that provides evidence of a significant change in the probability of successful development such as the completion of a phase of research or changes in use or market for a product. The models will be updated for changes in the clinical probability of success and other associated assumptions with the discount factor to remain unchanged within the model.

Re-measurements of the financial liabilities are recognised in the income statement as finance costs. Grant income is recognised as other operating income in accordance with IAS 20, 'Accounting for Government Grants and Disclosure of Government Assistance,' at the same time as the underlying expenditure is incurred, provided that there is reasonable assurance that the Company will comply with the conditions.

This change in accounting policy has been reflected retrospectively in these financial statements.

The impact of this change in accounting policy on the financial statements is a reduction in other income historically recognised, a change in the level of accrued income accounted for as grant income and the recognition of a financial liability and finance costs associated with the unwinding of the discount.

Impact on Statement of Comprehensive Income	Original Year ended 31 January 2016 £000	Adjusted Year ended 31 January 2016 £000	Impact £000
Other operating income	1,451	1,281	(170)
Finance costs	-	(2,879)	(2,879)
	<b>1,451</b>	<b>(1,598)</b>	<b>(3,049)</b>

Impact on Balance Sheet	Original 1 February 2015 £000	Adjusted 1 February 2015 £000	Impact £000
Trade and other payables	(3,721)	(3,570)	151
Financial liabilities on funding arrangements	-	(2,155)	(2,155)
Accumulated losses reserve	(3,721)	(5,725)	(2,004)

	Original 31 January 2016 £000	Adjusted 31 January 2016 £000	Impact £000
Prepayments and other receivables	1,538	1,519	(19)
Financial liabilities on funding arrangements	-	(5,034)	(5,034)
Accumulated losses reserve	(47,343)	(52,396)	(5,053)

## Revenue

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business net of value added tax and other sales-related taxes. The Company recognises revenue when the amount can be reliably measured; when it is probable that future economic benefits will flow to the Company; and when specific criteria have been met for each of the Company's activities.

Collaboration revenues consist of revenues generated from collaborative research and development arrangements. Such agreements may consist of multiple elements and provide for varying consideration terms, such as upfront, development, regulatory and sales milestones and sales royalties and similar payments. Where such arrangements can be divided into separate units of accounting (each unit constituting a separate earnings process), the arrangement consideration is allocated to the different units based on their relative fair values and recognised over the respective performance period.

Revenues from non-refundable, upfront payments are assessed as to whether they relate to the provision of a licence or development service. Upfront payments classified as the provision of a license are recognised in full immediately while revenue related to further development services are initially reported as deferred income on the Balance Sheet and are recognised as revenue over the development period.

Development and regulatory approval milestone payments are recognised as revenue based on the percentage of completion method on the assumption that all stages will be completed successfully, but with cumulative revenue recognised limited to non-refundable amounts already received or reasonably certain to be received.

**NOTES TO THE FINANCIAL STATEMENTS (continued)****2 ACCOUNTING POLICIES (continued)****Revenue (continued)**

Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement, provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably.

Sales related milestone payments are recognised in full in the period in which the relevant milestone is achieved.

**Intangible assets – Patents**

Intangible fixed assets are stated at historic cost less amortisation. Amortisation is calculated to write off the cost of intangible fixed assets in equal instalments over their estimated useful lives as follows:

Patents (once filed)	20 years
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**Impairment of assets**

At each year end date the Company reviews the carrying amount of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value, reflecting market conditions, less costs to sell, and the value in use based on an internal discounted cash flow evaluation. Impairment losses recognised for cash-generating units is charged *pro rata* to the other assets in the cash generating unit. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist.

**Property, plant and equipment**

Property, plant and equipment are stated at historic cost less depreciation. Historic cost comprises the purchase price plus any incidental costs of acquisition and commissioning. Depreciation is calculated to write off the cost, less residual value, of tangible fixed assets in equal annual instalments over their estimated useful lives as follows:

Leasehold improvements	Over the period of the remaining lease
Laboratory equipment	3 - 10 years
Office and IT equipment	3 - 5 years

**Operating leases**

Costs in respect of operating leases are charged to the statement of comprehensive income on a straight-line basis over the terms of the leases.

**Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, where it is probable that an outflow of resources will be required to settle the obligation and where a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, the expected future cash flows will be discounted using a pre-tax discount rate, adjusted for risk where it is inherent in a specific liability.

**Other operating income**

Other operating income includes income received and recognised from government agencies, philanthropic, non-government, not for profit organisations and patient advocacy groups which are accounted for either in accordance with IAS 20, 'Accounting for Government Grants and Disclosure of Government Assistance' or, where there is a future right to pay royalties on potential future revenues generated from these projects and also give the counterparties certain rights over the intellectual property if the compound is not exploited, such arrangements are classified as a financial liability. The estimate of the financial liability is initially recognised at fair value using a discounted cash flow model with the difference between the fair value of the liability and the cash received considered to represent a charitable grant. Following initial recognition, the financial liability is held at amortised cost.

Also included in other operating income is Management income. Management income is calculated at arm's length and is recognised in the period the expenditure is incurred.

**Foreign currencies**

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the year end date. All differences are taken to the Statement of Comprehensive Income.

**NOTES TO THE FINANCIAL STATEMENTS (continued)****2 ACCOUNTING POLICIES (continued)****Employee benefits**

All employee benefit costs, notably holiday pay, bonuses and contributions to Company or personal defined contribution pension schemes are charged to the Statement of Comprehensive Income on an accruals basis.

**Research and development**

All ongoing research expenditure is currently expensed in the period in which it is incurred. Due to the regulatory environment inherent in the development of the Company's products, the criteria for development costs to be recognised as an asset, as set out in IAS 38 'Intangible Assets', are not met until a product has received regulatory approval and it is probable that future economic benefit will flow to the Company. The Company currently has no qualifying expenditure.

**Cash and cash equivalents**

Cash and cash equivalents include cash in hand and deposits held on call with the bank.

**Share-based payments**

Summit Therapeutics plc issues share options to Group employees to attract, retain and incentivise staff. Staff within the group are employed by wholly owned subsidiaries and therefore Summit (Oxford) Limited records the details of the share option charge as if it were the entity issuing the share options. This is treated as a capital contribution in the equity shareholder's funds of the Company. The fair value of the employee services received in exchange for the grant of the options and rewards is recognised as an expense. The expense is based upon a number of assumptions as disclosed in Note 18, Share-based payment. The selection of different assumptions could affect the future results of the Company.

In accordance with IFRS 2 'Share-based payment', share options are measured at fair value at their grant date. The fair value for the majority of the options is calculated using the Black-Scholes formula and charged to the profit and loss on a straight-line basis over the expected vesting period. For those options issued with vesting conditions other than remaining in employment (for example, those conditions upon the Group achieving certain predetermined financial criteria) either a Monte-Carlo or Hull White trinomial lattice model has been used depending on the particular conditions. At each year end date, the Company revises its estimate of the number of options that are expected to become exercisable. This estimate is not revised according to estimates of changes in market based conditions.

**Current taxation**

Income tax is recognised or provided at amounts expected to be recovered or paid using the tax rates and tax laws that have been enacted or substantively enacted at the year end date.

Research and development tax credits not received at the year end date are included as current assets within the Balance Sheet.

Amounts receivable under the Research and Development Expenditure Credit are included within other operating income in the Statement of Comprehensive Income with a corresponding asset included as current asset within the Balance Sheet.

**Deferred taxation**

Deferred taxation is recognised in respect of all temporary differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or the right to pay less or to receive more tax, with the exception that deferred tax assets are recognised only to the extent that the director considers that it is more likely than not that there will be suitable taxable profits from which the underlying timing differences can be deducted. Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which temporary differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

**Critical accounting estimates and judgements**

When preparing the financial statements, a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses are made. Management bases its assumptions on observable data as far as possible but this is not always available. In that case management uses the best information available, historical experience and various other assumptions that it considers to be reasonable.

**NOTES TO THE FINANCIAL STATEMENTS (continued)****2 ACCOUNTING POLICIES (continued)****Financial liabilities on funding arrangements**

When entering into funding agreements with charitable and not for profit organisations, management are required to assess whether, based on the terms of the agreement, they can avoid a transfer of cash only by settling a non-financial obligation. An example of this would be the obligation to transfer the rights to the research to a funding provider. In the circumstances where the Company cannot avoid the obligation, all or part of the funding agreement should be accounted for as a financial liability rather than as a charitable grant.

In calculating the financial liability using a discounted cash flow model, a number of assumptions need to be made by management which include significant estimates. Assumptions included in the model include the following: reported disease prevalence; expected market share based on management's estimates; drug reimbursement pricing in different territories, potential licensing terms which may be offered to the Group (for relevant products); expected patent life; the timing and probabilities of achieving clinical development milestones which are based on industry standards and adjusted for therapy area and; the appropriate discount rate to be used.

Sensitivity analysis has been calculated on the discount factors used, estimated level of revenue and development probabilities of success and is included in Note 15 – 'Financial liabilities on funding arrangements'.

**3 CHANGES TO ACCOUNTING POLICIES**

During the year ended 31 January 2017 the following new standards, amendments to standards or interpretations became effective for the first time. The adoption of these interpretations, standards or amendment to standards were either not relevant for the Company or have not led to any significant impact on the Company's financial statements.

<b>International Accounting Standards (IAS/IFRS)</b>	<b>Effective Date</b>
Amendment to IFRS 5, Non-Current Assets Held for Sale and Discontinued Operations: Methods of disposal	01-Jan-16
Amendment to IFRS 7, Financial Instruments: Disclosures.	01-Jan-16
Amendment to IAS 19, Employee Benefits.	01-Jan-16
Amendment to IAS 34, Interim Financial Reporting	01-Jan-16
Amendment to IFRS 11, Accounting for Acquisitions of interests in Joint Operations	01-Jan-16
Amendment to IAS 16, Property, Plant and Equipment, and IAS 41, Agriculture, Regarding Bearer Plants.	01-Jan-16
Amendment to IAS 16, Property, Plant and Equipment and IAS 38, Intangible Assets, Clarification of Acceptable Methods of Depreciation and Amortisation	01-Jan-16
Amendment to IAS 27, Equity Method in Separate Financial Statements	01-Jan-16
Amendments to IFRS 10, Consolidated Financial Statements and IAS 28, Investments in Associates' on Investment Entities: Applying the Consolidation Exception	01-Jan-16
Amendment to IAS 1, 'Presentation of Financial Statements' on the Disclosure Initiative	01-Jan-16

**4 REVENUE**

	<b>Year ended 31 January 2017</b>	<b>Year ended 31 January 2016</b>
	<b>£</b>	<b>£</b>
<b>Analysis of revenue by category :</b>		
Collaboration and licence agreement	2,303,874	-
	<b>Year ended 31 January 2017</b>	<b>Year ended 31 January 2016</b>
	<b>£</b>	<b>£</b>
<b>Analysis of revenue by geography :</b>		
US	2,303,874	-

**5 OTHER OPERATING INCOME**

	<b>Year ended 31 January 2017</b>	<b>Adjusted Year ended 31 January 2016</b>
	<b>£</b>	<b>£</b>
Income recognised in respect of the Wellcome Trust	13,431	592,302
Grant income	55,744	645,031
Management income	636,055	904,109
Research and development credit	2,672	43,424
	<b>707,902</b>	<b>2,184,866</b>

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 6 OPERATING LOSS

The operating loss is stated after charging:

	Notes	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Operating leases - land and buildings		83,982	71,472
Depreciation of property, plant and equipment	11	42,803	35,317
Amortisation of intangible assets	10	10,009	9,714
Audit fees payable to the company's auditors		61,000	66,000

## 7 DIRECTOR'S EMOLUMENTS

The aggregate emoluments of the director of the Company computed in accordance with the Companies Act 2006 are shown below. The highest paid director had aggregate emoluments of £611,226 (2016: £461,076). The Company paid pension contributions totalling £17,400 in respect of the highest paid director (2016: £12,267). No shares were exercised by the Director during the year.

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Aggregate emoluments	611,226	461,076
Pension contributions	17,400	12,267
	<u>628,626</u>	<u>473,343</u>

The total number of directors accruing benefits under the Company's defined contribution scheme is 1 (2016: 1).

## 8 EMPLOYEES

The monthly average number of employees of the Company (including director) during the year was:

	Year ended 31 January 2017	Year ended 31 January 2016
Technical, research and development	13	12
Administration and overheads	17	15
	<u>30</u>	<u>27</u>

Their aggregate remuneration comprised:

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Wages and salaries	2,877,486	2,146,772
Social security costs	324,670	247,443
Other pension costs	231,502	90,491
Share-based payment	952,801	808,651
	<u>4,386,459</u>	<u>3,293,357</u>

Included within wages and salaries are redundancy costs of £nil (2016: £30,769).

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 9 TAX ON LOSS

Tax credit included in profit or loss

	Year ended 31 January 2017	Adjusted Year ended 31 January 2016
	£	£
Current tax:		
Adjustments in respect of prior years	(8,755)	87,436
R&D tax credits in year	4,244,847	2,970,233
Total current tax	4,236,092	3,057,669
Total deferred tax	-	-
<b>Tax on loss</b>	<b>4,236,092</b>	<b>3,057,669</b>

The tax assessed on the loss on ordinary activities for the year is higher (2016: higher) than the standard rate of corporation tax in the United Kingdom of 20% (2016: 20.17%). The differences are explained as follows:

	Year ended 31 January 2017	Adjusted Year ended 31 January 2016
	£	£
Loss before taxation	(21,310,206)	(20,676,594)
Tax thereon at 20% (2016: 20.17%)	(4,262,041)	(4,170,469)
Change in unrecognised tax losses	1,607,656	2,257,844
Expenses not deductible for tax purposes	192,713	158,904
Tax relief for qualifying R&D expenditure	(1,698,891)	(1,169,299)
Short term timing differences	-	(333)
Adjustments in respect of prior years	8,755	(87,436)
Share options exercised	(84,284)	(46,880)
<b>Tax credit</b>	<b>(4,236,092)</b>	<b>(3,057,669)</b>

## Unrecognised deferred tax

There is an unprovided deferred tax asset in relation to the trading losses carried forward of £9,635,180 (2016: £8,763,710), £14,450 in relation to provisions (2016: £13,174) and £229,855 (2016: £184,500) in relation to future exercisable shares. There is an unprovided deferred tax liability of £3,282 (2016: liability £9,642) in respect of accelerated capital allowances, this has been offset against the deferred tax asset in relation to trading losses carried forward.

The unrecognised deferred tax asset would be recovered against future company taxable profits. In the opinion of the director, there is insufficient evidence that the asset will be recovered, as such the deferred tax asset has not been recognised in the financial statements.

Changes to the UK corporation tax rates were announced in the Chancellor's budget for 2016 and these remain unchanged following the announcement of the Chancellor's budget for 2017. These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 17% from 1 April 2020.

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 10 INTANGIBLE ASSETS

	Patents £
<b>Cost</b>	
At 1 February 2016	1,575,928
Additions	7,190
<b>At 31 January 2017</b>	<b>1,583,118</b>
<b>Accumulated Amortisation</b>	
At 1 February 2016	1,424,811
Amortisation	10,009
<b>At 31 January 2017</b>	<b>1,434,820</b>
<b>Net book value</b>	
At 31 January 2016	151,117
<b>At 31 January 2017</b>	<b>148,298</b>

Amortisation of intangible assets is included in the line "Research and development costs" shown on the face of the Statement of comprehensive income.

## 11 PROPERTY, PLANT AND EQUIPMENT

	Leasehold improvements £	Laboratory equipment £	Office and IT equipment £	Total £
<b>Cost</b>				
At 1 February 2016	8,885	135,263	216,021	360,169
Additions	-	-	68,784	68,784
Disposal	-	(118,207)	(32,990)	(151,197)
<b>At 31 January 2017</b>	<b>8,885</b>	<b>17,056</b>	<b>251,815</b>	<b>277,756</b>
<b>Accumulated Depreciation</b>				
At 1 February 2016	7,649	135,263	145,362	288,274
Depreciation	1,236	-	41,567	42,803
Depreciation on disposal	-	(118,207)	(27,498)	(145,705)
<b>At 31 January 2017</b>	<b>8,885</b>	<b>17,056</b>	<b>159,431</b>	<b>185,372</b>
<b>Net book value</b>				
At 31 January 2016	1,236	-	70,659	71,895
<b>At 31 January 2017</b>	<b>-</b>	<b>-</b>	<b>92,384</b>	<b>92,384</b>

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 12 DEBTORS

	Year ended 31 January 2017 £	Adjusted Year ended 31 January 2016 £
Corporation tax recoverable	4,247,518	2,994,807
Other debtors	263,597	261,101
Prepayments and accrued income	572,379	928,488
	<b>5,083,494</b>	<b>4,184,396</b>

## 13 TRADE AND OTHER PAYABLES

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Trade creditors	873,573	618,850
Other creditors	97,824	75,061
Taxation and social security	94,327	78,517
Accruals	2,094,801	1,890,288
	<b>3,160,525</b>	<b>2,662,716</b>

## 14 DEFERRED INCOME

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Due within one year	6,911,623	-
Due more than one year	23,614,713	-

On 4 October 2016, Summit (Oxford) Limited (Summit) announced its entry into an exclusive Collaboration and License Agreement (the 'Collaboration Agreement') with Sarepta Therapeutics Inc. ('Sarepta'), pursuant to which the Company granted Sarepta the exclusive right to commercialise products in the Company's utrophin modulator pipeline in the European Union, Switzerland, Norway, Iceland, Turkey and the Commonwealth of Independent States (the 'Licensed Territory'). Such products include the Company's lead product candidate, ezutromid, for the treatment of Duchenne muscular dystrophy and its second generation and future generation small molecule utrophin modulators. The Company also granted Sarepta an option to expand the Licensed Territory to include specified countries in Central and South America ('the Latin America Option'). The Company retains commercialisation rights in the rest of the world.

Under the terms of the Collaboration Agreement, Summit received an upfront payment of \$40.0 million (£32.9 million) from Sarepta. The terms of the contract have been assessed and the Company believe the development services to be indistinguishable and as a result the upfront payment has been initially reported as deferred income on the balance Sheet and is being recognised as revenue over the development period. In addition, the Company will be eligible for potential future ezutromid-related development, regulatory and sales milestone payments totalling up to \$522 million. This includes \$42 million in respect of specified development milestones (including a \$22 million milestone upon the first dosing of the last patient in Summit's PhaseOut DMD trial, payable on or after 1 April 2017), \$150 million in respect of specified regulatory milestones and \$330 million from specified sales milestones. Summit is also eligible for escalating royalties ranging from a low to high teens percentage of net sales in the Licensed Territories. Summit is also eligible to receive development and regulatory milestone related to its next generation utrophin modulators.

As part of the Collaboration Agreement with Sarepta the Company has committed a specified level of expenditure in the performance of its activities prior to the end of calendar year 2019 under a development plan that will be agreed between the parties.

## 15 AMOUNTS OWED TO GROUP UNDERTAKINGS

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Amounts owed to group undertakings	77,380,729	69,870,587

Amounts owed to Group undertakings are unsecured, interest free and payable on demand.

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 16 FINANCIAL LIABILITIES ON FUNDING ARRANGEMENTS

	Year ended 31 January 2017 £	Adjusted Year ended 31 January 2016 £
Financial Liability - funding arrangements	5,918,903	5,033,930

The Company has entered into charitable funding arrangements from the Wellcome Trust and the US not for profit organisations, the Muscular Dystrophy Association ('MDA') and Duchenne Partners Fund ('DPF'). In exchange for the funding provided, these arrangements require the company to pay royalties on potential future revenues generated from these projects and also give the counterparties certain rights over the intellectual property if the compound is not exploited. A recent IFRIC decision has clarified that such arrangements result in a financial liability. The estimate of each financial liability is initially recognised at fair value using a discounted cash flow model with the difference between the fair value of the liability and the cash received considered to represent a charitable grant.

When determining the fair value on initial recognition, the significant assumptions in the models include the estimation of the timing and the probability of successful development leading to commercialisation of the project related results and related estimates of future cash flows. Estimated future cash flows include expected sources of revenue (including commercial sales and upfront payments, milestone payments and royalties from potential licensing arrangements) and are calculated using estimated geographical market share and associated pricing.

The financial liabilities are subsequently measured at amortised cost using discounted cash flow models which calculates the risk adjusted net present values of estimated potential future cash flows for the respective projects related to the Wellcome Trust and MDA and DPF agreements. The financial liabilities are re-measured when there is a specific significant event that provides evidence of a significant change in the probability of successful development such as the completion of a phase of research or changes in use or market for a product. The models will be updated for changes in the clinical probability of success and other associated assumptions with the discount factor to remain unchanged within the model.

The value of the estimated financial liabilities on funding arrangements as of 31 January 2017 amounted to £5,918,903 (31 January 2016: £5,033,930). The increase in value of the estimated financial liabilities during the year ended 31 January 2017 amounted to £884,973 (year ended 31 January 2016: £2,879,164) and was recognised as a finance expense. Since initial recognition the estimated financial liabilities were re-measured following significant successful events in the DMD and CDI clinical programmes. The financial liabilities were re-measured in the year ended 31 January 2016 following positive data in the DMD and CDI clinical programmes which increased the probabilities of success.

	Year ended 31 January 2017 £	Adjusted Year ended 31 January 2016 £
At 1 February	5,033,930	2,154,766
Unwinding of discount factor	862,273	268,005
Re-measurement of financial liabilities on funding arrangements	-	2,611,159
Total finance cost	862,273	2,879,164
Cash received from funding arrangements account for as financial liabilities	22,700	-
	5,918,903	5,033,930

The table below describes the value of the liabilities as at 31 January 2017 of £5,918,903 compared to what this number would be following the presented variations to the underlying assumptions:

	31 January 2017 £
Estimated financial liabilities on funding arrangements	5,918,903
1% lower discount rate	6,487,086
1% higher discount rate	5,413,613
10% lower revenue assumptions	5,336,440
10% higher revenue assumptions	6,454,880
10% lower probability of success	3,474,358
10% higher probability of success	8,328,307

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 16 FINANCIAL LIABILITIES ON FUNDING ARRANGEMENTS (CONTINUED)

*Summary of milestone payments and royalty arrangements contained in the funding arrangements*

*Wellcome Trust*

Under the terms of the revenue sharing agreement the Company would enter into with the Wellcome Trust to permit its exploitation of the exploitation intellectual property ('IP') or award products, the Wellcome Trust is entitled to a share of the cumulative net revenue that the Company or its affiliates receive from exploiting the exploitation IP or award products. The Wellcome Trust would be eligible to receive a tiered portion of the net revenue, ranging from a mid-single digit percentage up to a mid-twenties percentage. In addition, the Company would be obligated to pay the Wellcome Trust a milestone in a specified amount if cumulative net revenue exceeds a specified amount.

*US Not for Profit Organisations*

*Muscular Dystrophy Association*

The Company has agreed to pay the Muscular Dystrophy Association ('MDA') a specified lump sum amount, less the previously paid MDA cash infusion milestone payment, following the regulatory approval of any project product for use in the United States or European Union in the treatment of DMD or Becker Muscular Dystrophy ('BMD') and an additional specified sum upon achievement of a commercial milestone. The Company would be obligated to pay MDA a low single digit percentage royalty of worldwide net sales by the Company, its affiliates or licensees of any project product.

*Duchene partners Fund Inc.*

The Company has agreed to pay Duchenne Partners Fund Inc., ('DPF') a specified lump sum amount, less the previously paid DPF cash infusion milestone payment, following the regulatory approval of any project product for use in the United States or European Union in the treatment of DMD or BMD and an additional specified sum upon achievement of a commercial milestone. The Company would be obligated to pay DPF a low single digit percentage royalty of worldwide net sales by the Company, its affiliates or licensees of any project product.

The total amount payable with respect to regulatory milestones under the two agreements with the US not for profit organisations would be \$2.5 million if the Company meets all regulatory milestones.

## 17 PROVISION FOR LIABILITIES

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Opening balance	73,192	44,860
Addition in the year	11,808	28,332
Closing balance	85,000	73,192

The provision is in respect of the dilapidation costs associated with the reinstatement obligations on the current lease based on best estimates. It is the intention of the company to utilise the provision at the end of the lease term.

In addition to those items provided for above, the Company also has the following contingencies:

**The School of Pharmacy, University of London**

The Company has agreed to pay The School of Pharmacy, University of London, a low single-digit share of all revenue, pre and post commercialisation, received by the Group in respect of ridinilazole up to a maximum of £1.0 million.

## 18 SHARE CAPITAL

	Year ended 31 January 2017 £	Year ended 31 January 2016 £
Allotted, called up and fully paid 1,000 (2016: 1,000) ordinary shares of £1 each	1,000	1,000

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 19 SHARE BASED PAYMENT

All numbers of share options, share price, exercise price and fair value in this note have been updated retrospectively to give effect to the share consolidation and subdivision which occurred on 3 July 2014.

The movement in the number of share options is set out below:

	Weighted average exercise price (p)	2017	Weighted average exercise price (p)	2016
Outstanding at 1 February	125	5,332,972	115	4,550,838
Granted during the year	180	908,076	143	1,602,333
Exercised during the year	79	(357,114)	68	(318,877)
Lapsed during the year	190	(916,700)	131	(501,322)
<b>Number of outstanding options at 31 January</b>	<b>110</b>	<b>4,967,234</b>	<b>125</b>	<b>5,332,972</b>

As at 31 January 2017, 1,722,654 share options were capable of being exercised with a weighted average exercise price per option of £0.75 (2016: 1,942,851 with a weighted average exercise price per option of £0.98). The options outstanding at 31 January 2017 had a weighted average exercise price of £1.10 (2016: £1.25), and a weighted average remaining contractual life of 8.6 years (2016: 8 years).

Summit Therapeutics plc operates a number of share-based incentive schemes as detailed above. The fair value per award granted and the assumptions used in the calculations are as follows:

Date of grant	Type of award	Number of shares	(p) Exercise price	(p) Share price at grant date	(p) Fair value per option	Award life Years	Risk free rate
21 Nov 07	EMI	4,800	228.0	228.0	84.0	3.0	4.6%
21 Nov 07	Unapproved	19,167	228.0	228.0	84.0	3.0	4.6%
07 Apr 11	EMI	5,873	65.0	65.0	47.0	5.0	2.7%
07 Apr 11	Unapproved	13,981	65.0	65.0	47.0	5.0	2.7%
10 May 12	EMI	150,046	60.0	52.0	24.0	5.0	1.0%
10 May 12	Unapproved	657,500	60.0	52.0	20.0	5.0	1.0%
24 Dec 12	EMI	54,000	85.0	85.0	59.0	5.0	0.9%
31 Jan 13	EMI	72,973	20.0	94.0	74.0	5.0	1.0%
18 Dec 13	Unapproved	76,364	20.0	185.0	165.0	5.0	1.0%
23 Jun 14	Unapproved	25,000	147.0	150.0	92.0	3.8	1.3%
15 Jul 14	EMI	347,121	126.0	126.0	65.0	3.0	1.3%
15 Jul 14	Unapproved	900,000	126.0	126.0	65.0	3.0	1.3%
15 Jul 14	Unapproved	100,000	80.0	80.5	65.0	1.9	0.5%
23 Dec 14	Unapproved	25,000	137.0	137.0	70.0	3.0	0.8%
21 Jan 15	EMI	25,000	123.0	122.0	64.0	3.0	0.6%
15 Jun 15	Unapproved	1,582,333	143.0	143.5	65.0	3.0	0.9%
23 Jun 16	EMI	660,952	105.0	105.0	25.0	3.0	0.3%
23 Jun 16	Unapproved	110,576	1.0	105.0	104.0	0.5	0.3%
23 Jun 16	Unapproved	136,548	105.0	105.0	25.0	3.0	0.3%
		<b>4,967,234</b>					

The key assumptions used in calculating the share-based payments are as follows:

- Black-Scholes valuation methodology was used for all options issued prior to 2008.
- The majority of share option awards made since 2011 are performance related, as described in the Directors' Remuneration Report in the Group's financial statements, and have been modelled using the Monte-Carlo methodology. The options granted on 31 January 2013 and 18 December 2013 at an exercise price of 20 pence respectively are not performance related.
- Figures in the range 18-134% have been used for the expected volatility. This has been derived from historic share price performance, weighted to exclude periods of unusually high volatility.
- Expected dividend yield is nil, consistent with the Director's view that the Company's business model is to generate value through capital growth rather than the payment of dividends.
- The risk free rate is equal to the prevailing UK Gilts rate at grant date that most closely matches the expected term of the grant.
- Share options are assumed to be exercised immediately on vesting.
- The fair value of the options awarded on 10 May 2012 is the average of the fair values calculated per possible vesting instalment.

## NOTES TO THE FINANCIAL STATEMENTS (continued)

## 20 LEASING COMMITMENTS

The Company's total commitments under non-cancellable operating leases are as follows:

	2017 £	2016 £
Land and buildings		
Due within one year	88,116	82,609
Due between one and five years	122,383	193,978
	<u>210,499</u>	<u>276,587</u>

On the 17 February 2017, following the year end, the Company signed a ten year lease for new office premises. The total commitment of the new lease over the initial period up until the break clause is £719,579 and the current lease will end on or before 31 August 2017.

In addition to land and buildings, the Company enters into contracts in the normal course of business with contract research organisations to assist in the performance of research and development activities and other services and products for operating purposes. These contracts generally provide for termination on notice, and therefore are cancellable contracts and not reflected in the table above.

## 21 CAPITAL COMMITMENTS

At 31 January 2017 the Company had no capital commitments (2016: nil).

## 22 RELATED PARTY TRANSACTIONS

As permitted by FRS 101 related party transactions with wholly owned members of the Summit Therapeutics plc Group have not been disclosed.

There have been no transactions with other related parties.

## 23 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate parent undertaking and controlling party is Summit Therapeutics plc, a company incorporated in England and Wales.

The Financial Statements of Summit Therapeutics plc are the smallest and largest group financial statements incorporating the company. A copy of the Director's Report and Financial Statements can be obtained from the company's registered office or from the investor section of the parent company website, [www.summitplc.com](http://www.summitplc.com).