

**Dechra Finance Australia Limited**

**Annual Report and Financial  
Statements**

**Registered number 10400282  
For the period ended 30 June 2017**

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## Strategic Report

### Business review

The Company acts as a financing company and was incorporated on the 29 September 2016. This is the first period of financial statements. The functional currency is GBP as the majority of transactions entered into by the Company are transacted in Sterling.

### Financial Review

#### Results

The results for the period are set out on page 6.

#### Review of operating performance

##### *Company performance*

The Company received interest income of £1,030,000 and had finance costs of £990,000 during the period.

The financial position at the end of the year was strong with equity shareholders' funds standing at £20,350,000.

#### Funding

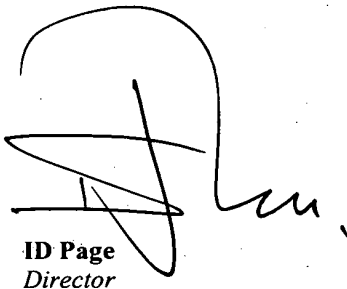
The Company is principally funded by investment from the Company's parent.

#### Risks and uncertainties

The Company, like every business, faces risks and uncertainties in both its day to day operations and through events relating to the achievement of its long term strategic objectives.

The Board has ultimate responsibility for risk management within the Company and there is an ongoing and embedded process of assessing, monitoring, managing and reporting on significant risks faced by the Company.

On behalf of the board



**ID Page**  
Director

21 December 2017

## Directors' Report

The directors present their report and the audited financial statements for the period ended to 30 June 2017.

### Future developments

These are detailed within the Strategic Report on page 1.

### Directors

The directors who were in office during the year and up to date of signing the financial statements were:

ID Page  
S Cross (resigned 1 July 2017)  
RJ Cotton (appointed 3 January 2017)  
AG Griffin

### Political and charitable contributions

The company made no political or charitable contributions during the year.

### Dividends

The directors do not recommend the payment of a final dividend.

### Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have 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 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements 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.

The directors 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.

### Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

## Director's Report *(continued)*

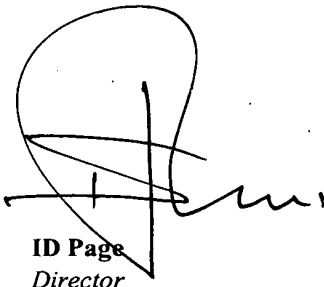
### Directors' and officers' liability

The Company maintains an appropriate level of directors' and officers' insurance whereby directors are indemnified against liabilities to third parties to the extent permitted by the Companies Act 2006. The directors also benefitted from qualifying third party indemnity provisions in place during the financial year and at the date of this report. A copy of the indemnity provisions will be available for inspection upon request at the registered office.

### Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment was approved at the Annual General Meeting.

On behalf of the board



ID Page  
Director

24 Cheshire Avenue  
Cheshire Business Park  
Lostock Gralam  
Northwich  
CW9 7UA

21 December 2017

## **Independent auditors' report to the members of Dechra Finance Australia Limited**

### **Report on the audit of the financial statements**

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#### **Opinion**

In our opinion, Dechra Finance Australia Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2017 and of its loss for the 39 week period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 30 June 2017; the income statement, the statement of changes in equity for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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#### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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#### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

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#### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

## **Independent auditors' report to the members of Dechra Finance Australia Limited** *(continued)*

### **Responsibilities for the financial statements and the audit**

#### *Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

#### *Auditors' 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 auditors' 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 auditors' report.

#### *Use of this report*

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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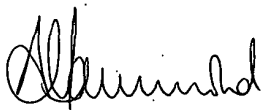
## **Other required reporting**

### **Companies Act 2006 exception reporting**

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

We have no exceptions to report arising from this responsibility.



**Andrew Hammond (Senior Statutory Auditor)**  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Birmingham  
21 December 2017

**Income statement**  
*for the period ended 30 June 2017*

	<i>Note</i>	<b>For the period to 30 June 2017 £000</b>
Finance income		1,030
Finance cost		(990)
		<hr/>
<b>Profit on ordinary activities before taxation</b>	<b>2</b>	<b>40</b>
Income tax on profit on ordinary activities	<b>4</b>	<b>(203)</b>
		<hr/>
<b>Loss for the financial period</b>		<b>(163)</b>
		<hr/>

All amounts relate to continuing operations.

There are no other comprehensive income recognised in either the current period other than the profit for this period.

The notes on pages 6 to 12 form part of the financial statements.

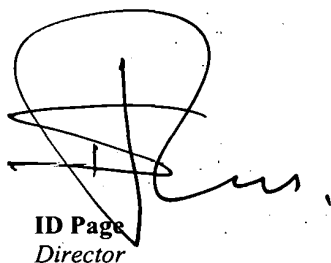


**Statement of financial position**  
*as at 30 June 2017*

	Note	2017 £000	£000
<b>Current assets</b>			
Trade and other receivables	5	19,850	
Cash		600	
		<hr/>	
		20,450	
Trade and other payables	6	(100)	
		<hr/>	
<b>Net current assets</b>			20,350
			<hr/>
<b>Net assets</b>			20,350
			<hr/>
<b>Equity</b>			
Issued share capital	7		20,513
Retained earnings			(163)
			<hr/>
<b>Total shareholders' funds</b>			20,350
			<hr/>

The notes on pages 9 to 12 form part of the financial statements.

The financial statements on pages 6 to 12 were approved by the board of directors on 21 December 2017 and were signed on its behalf by:



**ID Page**  
Director

Company number: 10400282

**Statement of changes in equity**  
*for the period ended 30 June 2017*

	Issued share capital £000	Retained Earnings £000	Total shareholders' funds £000
<b>For the period ended 30 June 2017</b>			
Balances at incorporation	-	-	-
Shares issued	20,513	-	20,513
Loss for the financial year	-	(163)	(163)
<b>Balances at 30 June 2017</b>	<b>20,513</b>	<b>(163)</b>	<b>20,350</b>

## Notes to the financial statements

### 1 Principal accounting policies

#### General information

Dechra Finance Australia Limited acts as a financing company. The Company is incorporated and domiciled in the UK. The address of the registered office is 24 Cheshire Avenue, Cheshire Business Park, Lostock Gralam, Northwich, CW9 7UA.

#### Basis of preparation

The financial statements of Dechra Finance Australia Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no areas involving a high degree of judgement.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

• The following paragraphs of IAS 1, 'Presentation of financial statements':

- 10(d) (statement of cash flows),
- 16 (statement of compliance with all IFRS),
- 38A (requirement for minimum of two primary statements, including cash flow statements),
- 111 (cash flow statement information), and
- 134-136 (capital management disclosures).

• IAS 7, 'Statement of cash flows'.

The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

The directors intend that the Company will take advantage of the above disclosure exemptions for the year ended 30 June 2018.

#### Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing the financial statements.

#### Adoption of new and revised standards

There are no new standards, amendments to standards or interpretations mandatory for the first time for the period ended 30 June 2017.

#### Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the statement of financial position date in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situation in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

## **Notes to the financial statements (continued)**

### **1 Principal accounts policies (continued)**

#### ***Financial guarantee contracts***

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other group companies, the Company considers these to be insurance arrangements, and accounts for them as such. In this respect, the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

#### ***Trade and other receivables***

Trade and other receivables are amounts due from other Group entities. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets. Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

#### ***Share capital***

Ordinary shares are classified as equity. Preference shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

#### ***Dividend distribution***

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or, in the case of an interim dividend, when the dividend is paid.

#### ***Impairment***

The carrying amounts of the Company's assets are reviewed at each statement of financial position date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

### **2 Profit/(Loss) on ordinary activities before taxation**

No directors received any emoluments in respect of services as director of this Company during the period.

Auditors' remuneration has been borne by the ultimate parent undertaking in the period.

### **3 Employees and directors**

Excluding directors, the Company did not employ any persons during the period.

## Notes to the financial statements *(continued)*

### 4 Income tax

Tax expense included in profit or loss:

	2017 £000
<i>Current tax</i>	
UK Corporation tax on profits for the year/period	203
Foreign tax relief	(103)
	<hr/>
Foreign tax suffered	100
	103
	<hr/>
Total current tax	203
	<hr/> <hr/>

The current tax expense is higher than the standard rate of corporation tax in the UK of 19.75%. The differences are explained below:

	2017 £000
Profit on ordinary activities before taxation	40
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Current tax expense at 19.75%	8
<i>Effects of:</i>	
Expenses not deductible	195
	<hr/>
Total income tax expense	203
	<hr/> <hr/>

The Government announced in the Finance Act 2016 that it intends to reduce the rate of corporation tax to 17% with effect from 1 April 2020, this was substantively enacted in September 2016. The Finance Act 2015 (No. 2) which was substantively enacted in October 2015 included provisions to reduce the rate of corporation tax to 19% with effect from April 2017.

## Notes to the financial statements *(continued)*

### 5 Trade and other receivables

	2017 £000
Amounts owed by group undertakings	19,850
	<u>19,850</u>

Amounts owed by group undertakings are unsecured, have a fixed interest rate of 6.5% and are repayable in 2021.

### 6 Trade and other payables

	2017 £000
Corporation tax payable	100
	<u>100</u>

### 7 Issued share capital

	Ordinary shares of £1 each	
	Number	£000
<i>Allotted and fully paid</i>		
At incorporation	-	-
Shares issued	20,513,459	20,513
	<u>20,513,459</u>	<u>20,513</u>
At 30 June 2017	<u>20,513,459</u>	<u>20,513</u>

### 8 Controlling parties

The immediate and ultimate holding company and the smallest and largest group to consolidate these financial statements is Dechra Pharmaceuticals PLC.

Copies of the group financial statements of Dechra Pharmaceuticals PLC may be obtained from 24 Cheshire Avenue, Cheshire Business Park, Lostock Gralam, Northwich, CW9 7UA.