

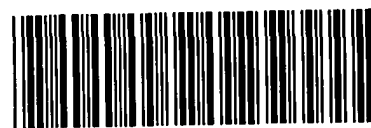
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**ROBERT SMITH & CO (DERRY) LIMITED**

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**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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**ROBERT SMITH & CO (DERRY) LIMITED**

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**COMPANY INFORMATION**

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<b>DIRECTORS</b>	N Meier (resigned 15 June 2016) S Coyle (appointed 15 March 2016) A Ralph (appointed 15 March 2016)
<b>COMPANY SECRETARY</b>	D Moynagh (appointed 3 May 2017) T Grimley (resigned 3 May 2017)
<b>REGISTERED NUMBER</b>	NI 2884
<b>REGISTERED OFFICE</b>	Maryland Industrial Estate Ballygowan Road Castlereagh Belfast BT23 6BL
<b>INDEPENDENT AUDITOR</b>	KPMG Chartered Accountants 1 Stokes Place St. Stephen's Green Dublin 2 Ireland
<b>SOLICITORS</b>	Pinsent Masons LLP 3 Hardman Street Manchester United Kingdom M3 3AU

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**ROBERT SMITH & CO (DERRY) LIMITED**

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**CONTENTS**

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	Page
<b>Directors' Report</b>	<b>1 - 2</b>
<b>Directors' Responsibilities Statement</b>	<b>3</b>
<b>Independent Auditors' Report</b>	<b>4 - 5</b>
<b>Statement of Profit and Loss and Other Comprehensive Income</b>	<b>6</b>
<b>Balance Sheet</b>	<b>7</b>
<b>Notes to the Financial Statements</b>	<b>8 - 9</b>

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**ROBERT SMITH & CO (DERRY) LIMITED**

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**DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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The directors present their report and the financial statements for the year ended 30 September 2016.

**PRINCIPAL ACTIVITY**

The Company ceased trading a considerable number of years ago and is dormant. The directors do not expect that this position will change in the foreseeable future.

**RESULTS AND DIVIDENDS**

The Company did not trade in the current or preceeding year and consequently made neither a profit nor a loss.

The directors do not propose a dividend to be paid in respect of the financial year (2015: £Nil).

**DIRECTORS**

The directors who served during the year were:

N Meier (resigned 15 June 2016)  
S Coyle (appointed 15 March 2016)  
A Ralph (appointed 15 March 2016)

**POLITICAL CONTRIBUTIONS**

During the year the Company made no political donations (2015: £Nil).

**SMALL COMPANY EXEMPTION**

The Company has availed of the exemption under the Companies Acts 2006 ("Strategic and Directors' Report") Regulations 2013, from implementing the Strategic Report requirements as the Company qualifies as a small company for company law purposes.

**DISCLOSURE OF INFORMATION TO AUDITORS**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- 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 ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

**POST BALANCE SHEET EVENTS**

There have been no significant events affecting the Company since the year end.

**AUDITOR**

In accordance with the requirements of the UK Corporate Governance Code and the EU Audit Regulation 2014, the Audit and Risk Committee undertook an audit tender process during 2016. Following this process, the Board approved a recommendation from the Audit and Risk Committee to appoint EY as the Company's new auditor. This appointment will take effect for the year ending 30 September 2017.

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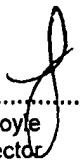
**ROBERT SMITH & CO (DERRY) LIMITED**

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**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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This report was approved by the Board and signed on its behalf.

  
.....  
S Coyle  
Director

Date: 12 May 2017

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**ROBERT SMITH & CO (DERRY) LIMITED**

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**DIRECTOR'S RESPONSIBILITIES STATEMENT  
FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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The directors are responsible for preparing the Directors' 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 the law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law including FRS 101 'Reduced Disclosure Framework'. Under Company law the directors must not approve the financial statements unless he is satisfied that he gives a true and fair view of the state of affairs of the Company and of the profit and loss of the Company for that year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK 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.

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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

On behalf of the Board

  
.....  
S Coyle  
Director

Date: 12 May 2017



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE ROBERT SMITH & CO (DERRY) LIMITED**

We have audited the financial statements of Robert Smith & Co (Derry) Limited for the year ended 30 September 2016 which comprise the Statement of Profit and Loss and Other Comprehensive Income, Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards including FRS 101 *Reduced Disclosure Framework*. Our audit was conducted in accordance with International Standards on Auditing (ISAs) (UK & Ireland).

### **Opinions and conclusions arising from our audit**

#### ***1 Our opinion on the financial statements is unmodified***

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2016 and of its result for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### ***2 Our conclusions on other matters on which we are required to report by the Companies Act 2006 are set out below***

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### ***3 We have nothing to report in respect of matters on which we are required to report by exception***

Under ISAs (UK and Ireland) we are required to report to you if, based on the knowledge we acquired during our audit, we have identified other information in the annual report that contains a material inconsistency with either that knowledge or the financial statements, a material misstatement of fact, or that is otherwise misleading.

Under the Companies Act 2006 we are required to report to you 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 the above responsibilities.



## **INDEPENDENT AUDITOR'S REPORT TO THE ROBERT SMITH & CO (DERRY) LIMITED (*continued*)**

### **Basis of our report, responsibilities and restrictions on use**

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view and otherwise comply with the Companies Act 2006. Our responsibility is to audit and express an opinion on the financial statements in accordance with UK law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's Ethical Standards for Auditors.

An audit undertaken in accordance with ISAs (UK & Ireland) 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 directors; and the overall presentation of the financial statements.

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.

Whilst an audit conducted in accordance with ISAs (UK & Ireland) is designed to provide reasonable assurance of identifying material misstatements or omissions it is not guaranteed to do so. Rather the auditor plans the audit to determine the extent of testing needed to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements does not exceed materiality for the financial statements as a whole. This testing requires us to conduct significant audit work on a broad range of assets, liabilities, income and expense as well as devoting significant time of the most experienced members of the audit team, in particular the engagement partner responsible for the audit, to subjective areas of the accounting and reporting.

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.

**Roger Gillespie (*Senior Statutory Auditor*)**  
**for and on behalf of KPMG, Statutory Auditor**  
*Chartered Accountants*  
1 Stokes Place  
St Stephen's Green  
Dublin 2  
Ireland

12 May 2017



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**ROBERT SMITH & CO (DERRY) LIMITED**

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**STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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The Company has not traded during the year or the preceding financial year. During these years, the Company received no income and incurred no expenditure and therefore made neither profit or loss.

There was no other comprehensive income for 2016 (2015: £Nil).

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ROBERT SMITH & CO (DERRY) LIMITED  
REGISTERED NUMBER: NI 2884

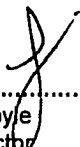
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BALANCE SHEET  
AS AT 30 SEPTEMBER 2016

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	Note	2016 £	2015 £
<b>CURRENT ASSETS</b>			
Debtors	4	20,000	20,000
<b>NET ASSETS</b>		<u>20,000</u>	<u>20,000</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	5	20,000	20,000
<b>Shareholders' funds</b>		<u>20,000</u>	<u>20,000</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

  
.....  
S Coyle  
Director

Date: 12 May 2017

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**ROBERT SMITH & CO (DERRY) LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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**1. GENERAL INFORMATION**

Robert Smith & Co (Derry) Limited (the "Company") is a Limited company incorporated and domiciled in the UK.

**2. ACCOUNTING POLICIES**

**2.1 Basis of Preparation**

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") issued in March 2014. The amendments to FRS 101 (2013/14 Cycle) issued in July 2014 and effective immediately have been applied. The financial statements have been prepared on the going concern basis.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In the transition to FRS 101, the Company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. An explanation of how the transition to FRS 101 has affected the reported financial position, financial performance and cash flows of the Company is provided in note 7.

The Company's ultimate parent undertaking, UDG Healthcare plc incorporated in the Republic of Ireland, includes the Company in its consolidated financial statements. The consolidated financial statements of UDG Healthcare plc are prepared in accordance with International Financial Reporting Standards. These are available to the public and may be obtained from the company website.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Comparative year reconciliations for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 1 October 2014 for the purposes of the transition to FRS 101.

**2.2 Measurement conventions**

The financial statements are prepared on the historical cost basis unless stated otherwise in the section below.

**3. STATUTORY INFORMATION**

The Company has no employees (2015: None). The directors did not receive any remuneration during the year (2015: £ Nil). Auditors remuneration is borne by another group company.

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**ROBERT SMITH & CO (DERRY) LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 SEPTEMBER 2016**

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**4. DEBTORS**

	2016 £	2015 £
Amounts owed by ultimate parent undertaking	20,000	20,000
	<u>20,000</u>	<u>20,000</u>

Amounts owed by ultimate parent undertakings are interest free and repayable on demand.

**5. SHARE CAPITAL**

	2016 £	2015 £
<b>Shares classified as equity</b>		
<b>Authorised, allotted, called up and fully paid</b>		
20,000 Ordinary shares of £1 each	<u>20,000</u>	<u>20,000</u>

**6. CONTROLLING PARTY**

At 30 September 2016, the Company's entire share capital was owned by Alchem plc, a company incorporated in Northern Ireland.

The largest group in which the results of the Company are consolidated is that headed by UDG Healthcare plc, a company incorporated in the Republic of Ireland. The directors regard UDG Healthcare plc as the ultimate parent company. The consolidated financial statements are available to the public and may be obtained from the following address: The Secretary, UDG Healthcare plc, 20 Riverwalk, Citywest Business Campus, Citywest, Dublin 24, Ireland.

**7. FIRST TIME ADOPTION OF FRS 101**

The policies applied under the Company's previous accounting framework are not materially different to FRS 101 and have not impacted on equity or profit or loss.

**8. APPROVAL OF FINANCIAL STATEMENTS**

The board of directors approved these financial statements for issue on 12 May 2017.