Registered number: NI 043067

Almac Diagnostics Limited

Annual report and financial statements

for the year ended 30 September 2017

Almac Diagnostics Limited

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Contents

Directors and advisers

Directors

Professor D P Harkin
A D Armstrong
C Hayburn
S Campbell
K Stephens

Company secretary

E McAllister

Registered office

Almac House
20 Seagoe Industrial Estate
Craigavon
BT63 5QD

Solicitors

Pinsent Masons LLP
Arnott House
12-16 Bridge Street
Belfast
BT1 1LS

Bankers

Danske Bank
11 Donegall Square West
Belfast
BT1 6JS

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Waterfront Plaza
8 Laganbank Road
Belfast
BT1 3LR

Strategic report for the year ended 30 September 2017

The directors present their strategic report on the company for the year ended 30 September 2017.

Principal activities

Almac Diagnostics Limited is a private limited company incorporated and domiciled in Northern Ireland. The registered address is detailed on page 1. The principal activities of the company are the development of cancer diagnostics, concentrating initially upon colorectal cancer, and the development of a service business using micro array based data analysis for the academic, pharmaceutical and biotechnology markets.

Review of business and future developments

The business has progressed in line with expectations during the year and the directors are continually investigating techniques to ensure increased efficiency of operations.

Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks including competitive market conditions. Further discussion of these risks and uncertainties, in the context of the group as a whole, is provided in the annual report of the ultimate parent undertaking, Almac Group Limited, of which Almac Diagnostics Limited is a wholly owned subsidiary.

Key performance indicators

The directors manage the company's operations on a divisional basis. For this reason, the company's directors believe that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business of the company. Commentary on the group's performance is provided in the annual report of the ultimate parent undertaking Almac Group Limited.

Environment

The company recognises its corporate responsibility to carry out its operations whilst minimising environmental impacts. The directors' continued aim is to comply with all applicable environmental legislation, prevent pollution and reduce waste wherever possible.

Health and safety

The company is committed to achieving the highest practicable standards in health and safety management and strives to make all sites and offices safe environments for employees and customers alike.

Human resources

People are the company's most important resource. Retention of key staff is critical and the company has invested in employment training and development.

Performance and position

The loss for the year amounted to £1,504,571 (2016: £329,928). Overall at the year end the company had net liabilities of £34,790,020 (2016: £33,285,449).

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

A D Armstrong
Director
19 December 2017

Directors' report for the year ended 30 September 2017

The directors present their annual report and the audited financial statements of the company for the year ended 30 September 2017.

Future developments

The section on future developments, which is detailed in the strategic report, is included in this report by cross reference.

Going concern

The directors have prepared cash flow forecasts for a period of at least twelve months from the date of signing of this report and confirm that adequate funding has been committed by Almac Group Limited, the Company's ultimate parent, and The McClay Foundation to support the company's operations and planned growth over this period. The directors have received confirmation that Almac Group Limited intend to support the company for at least one year after these financial statements are signed. Consequently, the directors have prepared these financial statements on a going concern basis.

Financial risk management

The company operates within the competitive conditions of its market place. Regarding credit risk, it is standard company policy to perform appropriate credit checks on all potential customers before contracts are entered into. Further commentary is provided in note 3.

Dividends

The directors do not recommend payment of a dividend (2016: £nil).

Research and development activities

The company is strongly committed to research and development activities in the area of clinical diagnostics in order to secure and enhance its market position. This expenditure in the year totaled £3,242,373 (2016: £2,393,213), which is stated after a deduction of £927,543 (2016: £819,587) of research and development tax credits. This expenditure was expensed as incurred. No development expenditure was incurred during the year (2016: £nil).

Directors

The directors who served during the year and up to the date of approval of the financial statements are shown on page 1.

Employees

The company systematically provides employees with all information on matters of concern to them, consulting them or their representatives regularly, so that their views can be taken into account when making decisions that are likely to affect their interests. Employee involvement in the company is encouraged, as achieving a common awareness on the part of all employees of the financial and economic factors affecting the company plays a major role in objectives.

The company is committed to employment policies, which follow best practice based on equal opportunities for all employees, irrespective of sex, race, colour, disability or marital status. The company gives full and fair considerations to applications for employment from disabled persons, having regard to their particular aptitudes and abilities. Appropriate arrangements are made for the continued employment and training, career development and promotion of disabled persons employed by the company. If members of staff become disabled the company continues employment, either in the same or an alternative position with appropriate retraining being given if necessary.

Directors' report for the year ended 30 September 2017 (continued)

Statement of disclosure of information to auditors

So far as each of the directors in office at the date of approval of these financial statements is aware:

- there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

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

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

A D Armstrong
Director
19 December 2017

Statement of directors' responsibilities in respect of the financial statements

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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 IFRSs as adopted by the European Union 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.

A D Armstrong
Director
19 December 2017

Independent auditors' report to the members of Almac Diagnostics Limited

Report on the audit of the financial statements

Opinion

In our opinion, Almac Diagnostic Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2017 and of its loss and cash flows for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 balance sheet as at 30 September 2017; the income statement, the cash flow statement, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

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.

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.

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 Almac Diagnostics Limited (continued)

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 September 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

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 in respect of the financial statements set out on page 5, 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. 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.

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.

Emma Murray

Emma Murray (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Belfast
19 December 2017

Income statement for the year ended 30 September 2017

	Note	2017 £	2016 £
Continuing operations			
Revenue	2	**14,458,065**	12,897,562
Cost of sales	5	**(7,698,638)**	(6,018,961)
Gross profit		**6,759,427**	6,878,601
Distribution costs	5	**(580,436)**	(520,096)
Administrative expenses	5	**(3,836,040)**	(3,344,095)
Research and development expenditure	5	**(3,242,373)**	(2,393,213)
Operating (loss)/profit		**(899,422)**	621,197
Operating (loss)/profit is analysed as:			
Operating profit before depreciation, amortisation and R & D ("EBITDA")		**3,080,715**	3,713,577
Depreciation of property, plant and equipment		**(690,726)**	(658,775)
Amortisation of intangible assets		**(47,038)**	(40,392)
Research and development expenditure ("R & D")		**(3,242,373)**	(2,393,213)
Finance costs	6	**(969,603)**	(1,012,496)
Finance income	6	**13,899**	12,773
Finance costs - net	6	**(955,704)**	(999,723)
Loss before income tax		**(1,855,126)**	(378,526)
Income tax credit	8	**350,555**	48,598
Loss for the year attributable to owners of the company		**(1,504,571)**	(329,928)

The notes on pages 12 to 29 are an integral part of the financial statements.

There is no other comprehensive income for the year (2016: £nil).

Statement of changes in equity for the year ended 30 September 2017

	Share capital £	Share premium account £	Accumulated losses £	Total equity £
At 1 October 2015	1,000	299,604	(33,256,125)	(32,955,521)
Loss for the year and total comprehensive income	-	-	(329,928)	(329,928)
At 1 October 2016	1,000	299,604	(33,586,053)	(33,285,449)
Loss for the year and total comprehensive expense	-	-	(1,504,571)	(1,504,571)
At 30 September 2017	**1,000**	**299,604**	**(35,090,624)**	**(34,790,020)**

The notes on pages 12 to 29 are an integral part of these company financial statements.

Balance sheet as at 30 September 2017

	Note	2017 £	2016 £
Assets			
Non-current assets			
Intangible assets	9	**113,396**	140,141
Property, plant and equipment	10	**2,854,332**	2,956,669
Total non-current assets		**2,967,728**	3,096,810
Current assets			
Trade and other receivables	11	**6,704,742**	7,581,272
Current income tax recoverable		**71,000**	-
Cash and cash equivalents	12	**2,049**	6,476
Total current assets		**6,777,791**	7,587,748
Total assets		**9,745,519**	10,684,558
Equity and liabilities			
Liabilities			
Current liabilities			
Borrowings	13	**40,431,863**	38,762,542
Trade and other payables	14	**2,908,192**	2,935,242
Total current liabilities		**43,340,055**	41,697,784
Non-current liabilities			
Borrowings	13	**-**	872,465
Other non-current liabilities	16	**562,092**	438,249
Deferred income	17	**633,392**	961,509
Total non-current liabilities		**1,195,484**	2,272,223
Total liabilities		**44,535,539**	43,970,007
Equity attributable to owners of the company			
Share capital	18	**1,000**	1,000
Share premium account	19	**299,604**	299,604
Accumulated losses		**(35,090,624)**	(33,586,053)
Total equity		**(34,790,020)**	(33,285,449)
Total equity and liabilities		**9,745,519**	10,684,558

The notes on pages 12 to 29 are an integral part of the financial statements.

The financial statements on pages 8 to 29 were authorised for issue by the Board of directors on 19 December 2017 and were signed on their behalf by:

A D Armstrong
Director

S Campbell
Director

Cash flow statement for the year ended 30 September 2017

	Note	2017 £	2016 £
Cash flows from operating activities			
Cash generated from/(used in) operations	20	**1,495,573**	(1,167,090)
Finance costs	6	**(969,603)**	(1,012,496)
Taxation paid		**-**	(21,726)
Net cash generated from/(used in) operating activities		**525,970**	(2,201,312)
Cash flows from investing activities			
Purchase of property, plant and equipment		**(973,830)**	(1,001,612)
Proceeds from disposal of property, plant and equipment		**76,150**	-
Purchase of intangible assets		**(20,293)**	(93,712)
Capital grants received		**146,128**	375,581
Finance income		**13,899**	12,773
Net cash used in investing activities		**(757,946)**	(706,970)
Cash flows from financing activities			
Net advances from group undertakings		**838,507**	3,293,893
Repayment to related parties		**(460,000)**	(460,000)
Net cash generated from financing activities		**378,507**	2,833,893
Net increase/(decrease) in cash and cash equivalents		**146,531**	(74,389)
Cash and cash equivalents and bank overdrafts at beginning of the year		**(233,842)**	(159,453)
Cash and cash equivalents and bank overdrafts at end of the year	12	**(87,311)**	(233,842)

The notes on pages 12 to 29 are an integral part of the financial statements.

Notes to the financial statements for the year ended 30 September 2017

1. Accounting policies

General information

The principal activities of the company are the development of cancer diagnostics, concentrating initially upon colorectal cancer, and the development of a service business using microarray based data analysis for the academic, pharmaceutical and biotechnology markets. The financial statements are presented in UK pound sterling. Almac Diagnostics Limited is a private limited company incorporated and domiciled in Northern Ireland, United Kingdom. The registered address is detailed on page 1.

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The financial statements of Almac Diagnostics Limited have been prepared on the going concern basis and in accordance with International Financial Reporting Standards as adopted by the European Union (IFRSs as adopted by the EU), the Companies Act 2006 applicable to companies reporting under IFRS, and IFRS Interpretations Committee (IFRS IC). The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the company's accounting policies. Management has concluded that there are no critical assumptions, estimates or judgements involving a high degree of judgment or complexity which require further disclosure. The company's accounting policies and estimates are detailed below.

Going concern

The directors have prepared cash flow forecasts for a period of at least twelve months from the date of signing of this report and confirm that adequate funding has been committed by Almac Group Limited, the Company's ultimate parent, and the McClay Foundation to support the company's operations and planned growth over this period. The directors have received confirmation that Almac Group Limited intend to support the company for at least one year after these financial statements are signed. Consequently, the directors have prepared these financial statements on a going concern basis.

New standards, amendments and interpretations effective in the year to 30 September 2017

The accounting policies set out below are those that the company has adopted under International Financial Reporting Standards as adopted by the European Union for the year ended 30 September 2017.

No standards have been adopted by the company for the first time during the financial year beginning on or after 1 October 2016 that have had a material impact on the company:

Standards, amendments and interpretations that are not yet effective and have not been adopted early by the company

The following new standards, new interpretations, and amendments to standards and interpretations that are not yet effective and have not been adopted early by the company:

Amendments to IAS 12, 'Income taxes' on Recognition of deferred tax assets for unrealised losses (effective 1 January 2017)
Amendments to IAS 7, 'Statement of cash flows' (effective 1 January 2017)
IFRS 9, 'Financial instruments' (effective 1 January 2018)
IFRS 15, 'Revenue from contracts with customers' (effective 1 January 2018)
Amendment to IFRS 4 'Insurance contracts' regarding the implementation of IFRS 9, 'Financial instruments' (1 January 2018)
Amendment to IFRS 9, 'Financial instruments', on general hedge accounting (effective 1 January 2018)
Amendments to IFRS 15, 'Revenue from contracts with customers' (effective 1 January 2018)
IFRS 16 (Leases) (1 January 2019)

The introduction of these new standards, interpretations and amendments is not expected to have a material impact on the company.

Notes to the financial statements for the year ended 30 September 2017 (continued)

1 Accounting policies (continued)

Intangible assets - computer software

The costs of acquiring and bringing computer software in to use are capitalised and amortised on a straight-line basis over the estimated useful economic life of the software which is between three to five years.

Capitalised software development costs include external direct costs of material and services together with direct labour costs relating to software development . Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the company are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads. Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Property, plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial year in which they are incurred.

For all assets depreciation is calculated to write off the cost less their estimated residual values, on a straight line basis over the expected useful economic lives of the assets concerned or over the life of the project, whichever is earlier. The principal annual rates used are as follows:

Leasehold improvements	-	over the lease term
Laboratory equipment	-	5 – 25%
Fixtures and fittings	-	10%
Computer equipment	-	20%

No depreciation is charged on land or assets under construction. The assets' residual values and useful economic lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposal are determined by comparing the proceeds with the carrying amount and are included within administrative expenses in the income statement.

Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. 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 noncurrent assets.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Notes to the financial statements for the year ended 30 September 2017 (continued)

1 Accounting policies (continued)

Financial assets

The company classifies all its financial assets as loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than twelve months after the end of the reporting period. These are classified as non-current assets. The company's loans and receivables comprise 'trade and other receivables' and cash and cash equivalents in the balance sheet.

Impairment of financial assets

The company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated income statement.

Cash and cash equivalents

In the cash flow statement cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the balance sheet.

Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings

Borrowings are recognised initially at fair value, net of direct issue costs and subsequently measured at amortised cost. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted for on an accruals basis to the income statement using the effective interest rate method and are added to the carrying amount of the instrument to the extent that they are not settled in the period in which they arise. Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

Leased assets

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

Notes to the financial statements for the year ended 30 September 2017 (continued)

1 Accounting policies (continued)

Leased assets (continued)

The company leases certain property, plant and equipment. Leases of property, plant and equipment where the company has substantially all the risks and rewards of ownership, are classified as finance leases. Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased property and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases is depreciated over the shorter of the useful economic life of the asset and the lease term.

Share capital

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

Research and development

Expenditure on research is written off in the year in which it is incurred. Development expenditure is capitalised when the criteria for recognising an asset, as described above, are met.

Research and development tax credits

Under UK tax legislation introduced in the 2013 Finance Bill research and development credits can be claimed against qualifying research and development expenditure. Where these credits are not expected to be restricted by the PAYE/NI cap included within the legislation then the credit is, in substance, a government grant. The company has elected to treat such credits as a government grant and recognise the credits in the same period as the research and development expenditure arises.

Current and deferred income tax

The tax expense for the year 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 equity. In this case the tax is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the country where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations 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.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary differences arising, except where the timing of the reversal of the temporary difference is controlled by the company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity of different taxable entities where there is an intention to settle the balances on a net basis.

Amounts paid by, or amounts received by, the company in respect of group relief that represent the tax benefit surrendered/received are recorded as an income tax expense/credit in the statement of comprehensive income. Where the amounts paid by, or amounts received by, the company exceed the tax benefit surrendered/received, the excess is recorded directly in equity as a movement in other comprehensive income.

Notes to the financial statements for the year ended 30 September 2017 (continued)

1 Accounting policies (continued)

Grants

Grants are recognised at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions. Grants relating to costs are deferred and recognised in the income statement over the period necessary to match them with the costs that they are intended to compensate. Grants relating to property, plant and equipment are included in non-current liabilities as deferred income and are credited to the income statement on a straight-line basis over the expected useful economic lives of the related assets.

Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the company's activities. Revenue is shown, net of sales taxes, returns, rebates and discounts.

The company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity. The amount of revenue is not considered to be reliably measurable until all contingencies

relating to the sale have been resolved. The company considers this to be upon customer receipt of products, which is when title to the product is transferred to the customer or upon completion of services when results of testing have been delivered to the customer or logistics operations have been performed. The company uses the percentage-of-completion method in accounting for its fixed price contracts to deliver services. Use of the percentage-of-completion method requires the company to estimate the services performed to date as a proportion of the total services to be performed.

Pension obligations

The company operates a defined contribution plan for employees whereby the company pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The company has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Foreign currency translation

Items included in the financial statements of each of the company's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in UK pound sterling, which is the company's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges. Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the income statement within 'finance income or cost'. All other foreign exchange gains and losses are presented in the income statement within administrative expenses.

Share-based payments

The company issues cash-settled phantom share-based payments to certain employees of the company for their services to the company. The company accounts for these phantom share based payments as cash-settled phantom share-based payments which are measured at fair value and recognised as an expense in the income statement with a corresponding increase in liabilities within accruals. The fair values of these payments are measured at each reporting date using professional external valuers, in line with the terms and conditions upon which the awards are granted. The fair value is recognised over the period during which employees become unconditionally entitled to the awards, subject to the company's estimate of the number of awards which will lapse due to employees leaving the company prior to vesting. The total amount recognised in the income statement as an expense is adjusted to reflect the actual amount of awards that are expected to vest, except where forfeiture is due to employee's termination of contract.

Notes to the financial statements for the year ended 30 September 2017 (continued)

2 Revenue

Revenue is attributable to the company's principal activities carried out in the United Kingdom.

3 Financial risk management

Financial risk factors

The company's operations expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. Interest-bearing assets consist of short-term bank deposits and receivables from related undertakings outside the United Kingdom. Interest-bearing liabilities consist of bank overdrafts, amounts owed to related parties and payables to related undertakings outside the United Kingdom. The company has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the company by monitoring the foregoing risks.

(a) **Market risk**

(i) Foreign exchange risk

While the greater part of the company's revenues and expenses are denominated in UK pound sterling, the company is exposed to foreign exchange risk in the normal course of business. While the company has not used financial instruments to date to hedge foreign exchange exposure, this position is kept constantly under review.

(i) Foreign exchange risk (continued)

If the US dollar had weakened / strengthened by 10% against the UK pound sterling spot rate on 30 September with all other variables held constant, the financial statements would have been impacted as follows:

	2017		2016	
	Impact on post-tax losses £'000	**Impact on equity £'000**	Impact on post-tax losses £'000	Impact on equity £'000
US dollar strengthens by 10% against UK pound	**430**	**430**	521	521
US dollar weakens by 10% against UK pound	**(352)**	**(352)**	(426)	(426)

(ii) Interest rate risk

The company's interest rate risk arises mainly from current borrowings, overdrafts and loans from related parties. Borrowings issued at variable rates expose the company to interest rate risk. Company policy is to maintain a mix of interest free advances and loans from group companies, variable interest rate borrowings from related parties and external overdraft facilities. This approach limits the company's exposure to external interest rate fluctuations to a significantly lower level than could be achieved if its funding needs were met externally.

If average interest rates over the period had increased/decreased by 1% with all other variables held constant, the financial statements would have been impacted as follows:

	2017		2016	
	Impact on equity £'000	**Impact on equity £'000**	Impact on equity £'000	Impact on equity £'000
Interest rates increase by 1%	**(390)**	**(390)**	(378)	(378)
Interest rates decrease by 1%	**390**	**390**	378	378

Notes to the financial statements for the year ended 30 September 2017 (continued)

3 Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk

The company has implemented policies that require appropriate credit checks on potential customers before sales are made. Credit control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. The amount of exposure to individual customers is subject to limits, which are reassessed regularly.

(c) Liquidity risk

The company projects cash flow requirements as part of its annual budget setting process. Cash requirements are monitored dynamically by the company's ultimate parent undertaking, with resources deployed to the company as required. As a result of its activities, the company is a net consumer of cash and combines intergroup funding with external sources to ensure that sufficient liquidity is maintained to allow continued operation.

4 Capital risk management

The company is a subsidiary of Almac Group Limited, their objectives when managing capital are to safeguard the group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. For further details, refer to the report and financial statements for Almac Group Limited.

5 Expenses by nature

	2017	2016
	£	£
Raw materials and consumables used	**5,887,102**	4,836,501
Employee benefits expense (note 7)	**6,971,918**	5,554,885
Depreciation and amortisation	**737,764**	699,167
Operating lease payments	**170,965**	177,493
Transfer from capital grant reserve (note 17)	**(164,954)**	(139,257)
Revenue grants	**(402,688)**	(621,562)
Other expenses	**2,157,380**	1,769,138
Total cost of sales, distribution costs, administrative expenses and research and development expenditure	**15,357,487**	12,276,365

The company incurred research and development expenditure of £3,242,373 (2016: £2,393,213), which is stated after the deduction of £927,543 (2016: £819,587) of research and development tax credits.

Services provided by the auditors and network firms

During the year the company obtained the following services from the company's auditors:

	2017	2016
	£	£
Fees payable to the company's auditors for the audit of the financial statements	**7,062**	6,791
Fees payable to company's auditors and its associates for other services:		
- other services pursuant to legislation	**4,750**	5,700
- tax services	**2,300**	2,790
	14,112	15,281

Notes to the financial statements for the year ended 30 September 2017 (continued)

6 Finance costs - net

	2017 £	2016 £
Interest expense:		
Interest payable to related parties	**(26,107)**	(41,870)
Interest payable to group undertakings	**(943,496)**	(970,626)
Finance costs	**(969,603)**	(1,012,496)
Interest income:		
Interest receivable from group undertakings	**13,899**	12,773
Finance income	**13,899**	12,773
Finance costs - net	**(955,704)**	(999,723)

7 Employees and directors

	2017 £	2016 £
Staff costs during the year:		
Wages and salaries	**5,945,670**	4,758,500
Social security costs	**621,969**	512,775
Other pension costs (note 21)	**204,524**	165,611
Share based payment costs (note 24)	**199,755**	117,999
	6,971,918	5,554,885

	2017 Number	2016 Number
Average monthly number of persons employed (including directors) during the year by activity:		
Operations	**92**	63
Selling	**11**	4
Administration	**19**	15
Research and development	**32**	28
	154	110

There were no key members of management during the year other than the director noted below.

Key management compensation	2017 £	2016 £
Salaries and other short term employee benefits	**226,162**	221,931
Pension costs	**4,678**	11,227
	230,840	233,158

Notes to the financial statements for the year ended 30 September 2017 (continued)

7 Employees and directors (continued)

One director (2016: one) has retirement benefits accruing under a money purchase scheme. One director (2016: one) has exercised phantom share options in the year.

	2017	2016
Director's emoluments	**£**	**£**
Aggregate emoluments	**201,867**	196,330
Pension costs	**4,678**	11,227
	206,545	207,557

The director's emoluments also reflect the highest paid director during the year.

8 Income tax credit

	2017	2016
	£	£
Current tax		
Group relief (receivable)/payable		
- Current year	**(351,945)**	(48,598)
- Adjustments in respect of previous periods	**1,390**	-
Income tax credit	**(350,555)**	(48,598)

The tax on the company's loss before tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to losses of the company as follows:

	2017	2016
	£	£
Loss before income tax	**(1,855,126)**	(378,526)
Loss before income tax at the UK standard rate of 19.5% (2016: 20%)	**(361,750)**	(75,705)
Effects of:		
Expenses not deductible for tax purposes	**2,248**	2,160
Depreciation on non-qualifying assets	**17,345**	19,627
Adjustments in respect of prior periods	**1,390**	-
Deferred tax not recognised	**26,552**	35,489
Capital grants not taxable	**(36,482)**	(30,357)
Transfer pricing adjustment	**142**	188
Income tax credit	**(350,555)**	(48,598)

Notes to the financial statements for the year ended 30 September 2017 (continued)

9 Intangible assets

	Computer software £
Cost	
At 1 October 2015	645,139
Additions	93,712
At 1 October 2016	738,851
Additions	20,293
At 30 September 2017	**759,144**
Accumulated amortisation	
At 1 October 2015	558,318
Charge for the year	40,392
At 1 October 2016	598,710
Charge for the year	47,038
At 30 September 2017	**645,748**
Net book amount	
At 30 September 2017	**113,396**
At 30 September 2016	140,141
At 30 September 2015	86,821

Amortisation expense is included within administrative expenses in the income statement.

Notes to the financial statements for the year ended 30 September 2017 (continued)

10 Property, plant and equipment

	Leasehold improvements £	Laboratory equipment £	Fixtures, fittings and computer equipment £	Total £
Cost				
At 1 October 2015	5,143,069	3,730,085	672,513	9,545,667
Additions	6,050	834,362	161,200	1,001,612
At 1 October 2016	5,149,119	4,564,447	833,713	10,547,279
Additions	8,138	823,685	142,007	973,830
Disposals	-	(587,402)	-	(587,402)
At 30 September 2017	**5,157,257**	**4,800,730**	**975,720**	**10,933,707**
Accumulated depreciation				
At 1 October 2015	3,594,050	2,747,907	589,878	6,931,835
Charge for the year	343,199	277,732	37,844	658,775
At 1 October 2016	3,937,249	3,025,639	627,722	7,590,610
Charge for the year	344,014	280,298	66,414	690,726
Disposals	-	(201,961)	-	(201,961)
At 30 September 2017	**4,281,263**	**3,103,976**	**694,136**	**8,079,375**
Net book amount				
At 30 September 2017	**875,994**	**1,696,754**	**281,584**	**2,854,332**
At 30 September 2016	1,211,870	1,538,808	205,991	2,956,669
At 30 September 2015	1,549,019	982,178	82,635	2,613,832

Depreciation expense is included within administrative expenses in the income statement

11 Trade and other receivables

	2017 £	2016 £
Trade receivables	**2,933,156**	4,453,412
Amounts owed by group undertakings (note 25)	**520,414**	661,925
Amounts owed by related parties (note 25)	**121,891**	-
Group relief receivable (note 25)	**1,352,096**	868,185
Other receivables	**67,914**	682,781
Prepayments and accrued income	**1,709,271**	914,969
	6,704,742	7,581,272

The company does not have a provision for impairment of receivables. The fair values of trade and other receivables are not materially different from their carrying values. For the purposes of IFRS 7 "Financial instruments: Disclosures" all of the company's financial assets are classified as loans and receivables. The company has no assets that may be classified as held at fair value through profit and loss, derivatives used for hedging, held to maturity or available-for-sale.

Notes to the financial statements for the year ended 30 September 2017 (continued)

11 Trade and other receivables (continued)

The carrying amount of the company's trade and other receivables are denominated in the following currencies:

	2017 £	2016 £
Currency		
UK pound	**2,904,296**	3,083,830
US dollar	**3,475,018**	4,426,266
Euro	**325,428**	71,176
	6,704,742	7,581,272

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable above. Trade and other receivables does not contain impaired assets.

As of 30 September 2017, trade receivables of £2,214,690 (2016: £633,970) were past due but not impaired. These and the other trade receivables relate to a number of multinational and large public institutions for whom there is little risk of default. The ageing analysis of these trade receivables is as follows:

	2017 £	2016 £
Up to two months overdue	**1,965,463**	367,241
More than two months overdue	**249,227**	266,729
	2,214,690	633,970

None of these trade receivables have had their terms re-negotiated. The creation and release of provisions for impaired receivables have been included in administrative expenses in the income statement.

12 Cash and cash equivalents

	2017 £	2016 £
Cash at bank and in hand	**2,049**	6,476

Cash, cash equivalents and bank overdrafts include the following for the purposes of the cash flow statement:

	2017 £	2016 £
Cash and cash equivalents	**2,049**	6,476
Bank overdrafts (note 13)	**(89,360)**	(240,318)
	(87,311)	(233,842)

Notes to the financial statements for the year ended 30 September 2017 (continued)

13 Borrowings

	2017	2016
Current	**£**	£
Bank overdraft	**89,360**	240,318
Amounts owed to group undertakings (note 25)	**39,470,038**	38,062,224
Amounts owed to related parties (note 25)	**872,465**	460,000
	40,431,863	38,762,542
Non-current		
Amounts owed to related parties (note 25)	-	872,465
Total borrowings	**40,431,863**	39,635,007

Amounts owed to related parties

£872,465 (2016: £1,332,465) is due to The McClay Foundation. Interest is charged at UK base rate plus 2.5 per cent. The effective interest rate at the balance sheet date was 3% (2016: 3.1%).

The carrying amount of the company's borrowings are denominated in UK Pound.

The fair value of current and non-current borrowings equals their carrying amount as the impact of discounting is not significant. For the purposes of IFRS 7 "Financial instruments: Disclosures" the financial liabilities noted above are classified as other financial liabilities. The company has no liabilities that may be classified as held at fair value through profit and loss or derivatives used for hedging.

Maturity of financial liabilities

The maturity profile of the carrying amount of non-current borrowings, at 30 September was as follows:

	2017	2016
	£	£
In more than one year but not more than two years	-	460,000
In more than two years but not more than five years	-	412,465
	-	872,465

The amounts included in the table below are the contractual undiscounted cash flows of current and non-current borrowings:

	Bank overdraft 2017	Amounts owed to group undertakings 2017	Amounts owed to related parties 2017	Total 2017
	£	**£**	**£**	**£**
Less than one year	**89,360**	**39,470,038**	**878,146**	**40,435,541**
In more than one year but not more than two years	-	-	-	-
	89,360	**39,470,038**	**878,146**	**40,435,541**

Notes to the financial statements for the year ended 30 September 2017 (continued)

13 Borrowings (continued)

	Bank overdraft 2016	Amounts owed to group undertakings 2016	Amounts owed to related parties 2016	Total 2016
	£	£	£	£
Less than one year	240,318	38,062,224	461,941	38,764,483
In more than one year but not more than two years	-	-	897,922	897,922
	240,318	38,062,224	1,359,863	39,662,405

14 Trade and other payables

	2017	2016
	£	£
Trade payables	**912,541**	714,667
Amounts owed to group undertakings (note 25)	**569,307**	536,315
Other tax and social security	**198,620**	158,022
Accruals	**1,227,724**	1,526,238
	2,908,192	2,935,242

The fair values of trade and other payables are not materially different from their carrying value as the impact of discounting is not significant.

There is no difference between the amounts shown above and the total contractual undiscounted cash flows of trade and other payables.

15 Deferred income tax

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction is as follows:

Deferred tax assets/(liabilities)	**Tax losses £**	**Accelerated capital allowances £**	**Total £**
At 1 October 2015	303,442	(303,442)	-
(Charged)/credited to the income statement	(57,480)	57,480	-
At 1 October 2016	245,962	(245,962)	-
Credited/(charged) to the income statement	8,746	(8,746)	-
At 30 September 2017	**254,708**	**(254,708)**	-

Deferred income tax assets are recognised to the extent that the realisation of the related tax benefit through future taxable benefits is probable. Deferred income tax assets not recognised are comprised as follows:

Deferred tax assets not recognized	**2017 £**	2016 £
Tax losses	**1,092,532**	1,101,278
Other temporary differences	**205,016**	173,121
	1,297,548	1,274,399

No deferred tax asset has been recognised in relation to the above as in the opinion of the directors it may not be recoverable in the foreseeable future.

Notes to the financial statements for the year ended 30 September 2017 (continued)

16 Other non-current liabilities

	2017	2016
	£	£
Accruals	**562,092**	438,249

Maturity of non-current liabilities

The maturity profile of the carrying amount of non-current liabilities at 30 September was as follows:

	2017	2016
	£	£
In more than one year but not more than two years	**218,585**	155,840
In more than two years but not more than five years	**343,507**	282,409
	562,092	438,249

There is no difference between the amounts shown above and the total contractual undiscounted cash flows of other non-current liabilities.

17 Deferred income

Government grants	£
At 1 October 2015	725,185
Capital grants received during the year	375,581
Capital grants released to the income statement	(139,257)
At 1 October 2016	961,509
Capital grants received during the year	146,128
Reversal of previously recognised deferred income	(309,291)
Capital grants released to the income statement	(164,954)
At 30 September 2017	**633,392**

18 Share capital

	2017	2016
Authorised, allotted and fully paid	£	£
1,780 (2016: 1,780) Class A ordinary shares of £0.10 (2016: £0.10) each	**178**	178
7,920 (2016: 7,920) Class B ordinary shares of £0.10 (2016: £0.10) each	**792**	792
300 (2016: 300) Class C ordinary shares of £0.10 (2016: £0.10) each	**30**	30
	1,000	1,000

Class A and B shares rank pari passu in all respects. Class C shareholders have no voting rights and may not appoint a director.

19 Share premium account

	£
At 1 October 2015, at 30 September 2016 and at **30 September 2017**	**299,604**

Notes to the financial statements for the year ended 30 September 2017 (continued)

20 Cash generated from operations

	2017 £	2016 £
Loss before income tax	(1,855,126)	(378,526)
Adjustments for:		
Depreciation of property, plant and equipment	690,726	658,775
Amortisation of intangible assets	47,038	40,392
Release of capital grant	(164,954)	(139,257)
Finance costs	969,603	1,012,496
Finance income	(13,899)	(12,773)
Movement in trade and other receivables	1,156,085	(3,078,429)
Movement in trade and other payables	666,100	730,232
Net cash generated from/(used in) operations	1,495,573	(1,167,090)

21 Pension commitments

The company operates a defined contribution scheme for employees whereby the assets of the scheme are held separately from those of the company in an independently administered scheme. Contributions are charged to the income statement in the year to which they relate.

Pension costs for the defined contribution scheme are as follows:

	2017 £	2016 £
Defined contribution scheme (note 7)	204,524	165,611

Amounts owed to the pension plan as at 30 September 2017 totalled £30,653 (2016: £26,650).

22 Operating lease commitments - minimum lease payments

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	Buildings		Motor vehicles	
	2017 £	2016 £	2017 £	2016 £
No later than one year	165,000	165,000	5,965	5,965
Later than one year and no later than five years	453,750	618,750	4,474	10,439
	618,750	783,750	10,439	16,404

23 Contingent liabilities

There exists a contingent liability to repay certain capital and revenue grants received from Invest Northern Ireland if certain conditions are not met. The directors do not anticipate any repayment falling due under the terms on which the grants were received as there are no unfulfilled conditions. The company is party to an unlimited inter-company cross company guarantee in relation to group banking facilities in the United Kingdom.

Notes to the financial statements for the year ended 30 September 2017 (continued)

24 Share based payments

The company operates a phantom share scheme whereby share awards are granted to directors, senior management and employees. The share award is granted for nil consideration, and is conditional on the director or employee continuing in employment for a period of three years from the date the share award is made which is the first of January following the financial year end. The company accounts for these share awards as cash-settled share-based payments which are measured at fair value and recognised as an expense in the income statement with a corresponding increase in liabilities. The fair values of these payments are measured at each reporting date using professionally external valuers, in line with the terms and conditions upon which the awards are granted. The fair value is recognised over the period during which employees become unconditionally entitled to the awards, subject to the company's estimate of the number of awards which will lapse due to employees leaving the company prior to vesting. The total amount recognised in the income statement as an expense is adjusted to reflect the actual amount of awards that are expected to vest, except where forfeiture is due to employee's termination of contract.

Share awards are exercisable from the first of January, three years following the award date. The share award is exercisable at the share price as determined by professional qualified valuers at the end of financial year when the share is exercisable and all share awards are cash settled.

The fair value of each share award granted and the assumptions used in the calculation are as follows:

Grant date	**2017**	2016
Share price at grant date	**£0.762**	£0.651
Number of employees	**6**	5
Share awards	**187,888**	182,304
Vesting period (years)	**4**	4
Option life (years)	**4**	4
Expected life (years)	**4**	4
Dividend yield	**Nil**	Nil
Risk free interest rate	**5.0%**	5.0%
Fair value	**£0.762**	£0.651

The weighted average fair value of share awards granted during the year determined using the Black-Scholes valuation model was £0.762 (2016: £0.651). The significant inputs into the model were the share price at grant date, exercise price, dividend yield, risk free interest rate and expected option life as shown above.

Movements in the number of share awards outstanding are as follows:

	2017 Number	2016 Number
Outstanding at 1 October	**515,081**	484,982
Granted	**187,888**	182,304
Exercised	**(165,408)**	(152,205)
Outstanding at 30 September	**537,561**	515,081
Exercisable on 1 January 2018/2017	**167,369**	165,408

The weighted average share price of share awards exercised in the year was £0.762 (2016: £0.651).

Notes to the financial statements for the year ended 30 September 2017 (continued)

24 Share based payments (continued)

Share awards outstanding at the end of the year have the following expiry dates:

	2017 **Number**	2016 Number
2017	-	165,408
2018	**167,369**	167,369
2019	**182,304**	182,304
2020	**187,888**	-
	537,561	515,081

The total expense recognised in the income statement was £199,755 (2016: £117,999) and the year end liability is £409,621 (2016: £335,318).

25 Ultimate controlling party and related party transactions

The immediate parent undertaking of the company is Almac Diagnostics (2004) Limited, a company incorporated in Northern Ireland. The registered office of Almac Diagnostics (2004) Limited is Almac House, 20 Seagoe Industrial Estate, Craigavon, BT63 5QD.

The ultimate parent undertaking of the largest and smallest group of undertakings of which the company is a member and for which group financial statements are prepared is Almac Group Limited, a company incorporated in Northern Ireland. The registered office of Almac Group Limited is Almac House, 20 Seagoe Industrial Estate, Craigavon, BT63 5QD. Copies of the group financial statements are available from Companies Registry.

At the balance sheet date, the ultimate controlling parties are A D Armstrong, S Campbell, C Hayburn and J W Irvine.

The McClay Foundation is a related party due to common directors.

Companies within Almac Group Limited are related parties of Almac Diagnostics Limited.

Transactions entered into during the year and year end balances with companies within Almac Group Limited were as follows:

	2017 **£**	2016 £
Sales to group undertakings	**552,503**	917,060
Purchases from group undertakings	**(474,347)**	(234,156)
Management charge paid	**(1,190,729)**	(1,088,407)
Interest receivable from group undertakings	**13,899**	12,773
Interest payable to related parties and group undertakings	**(969,603)**	(1,012,496)
Amounts owed by group undertakings	**642,305**	661,925
Amounts owed to group undertakings	**(40,039,345)**	(38,598,539)
Amounts owed to related parties	**(872,465)**	(1,332,465)
Group relief receivable	**1,352,096**	868,185

Details of balances owed by and to group undertakings and related parties are disclosed in notes 11, 13 and 14 respectively.

Details of interest payable and receivable on balances held with group undertakings and related parties are disclosed in note 6.

C Hayburn is a trustee of the McClay Foundation. Sir Allen McClay was both the settlor and a trustee of the Foundation. At 30 September 2017, a balance of £872,465 (2016: £1,332,465) was owing in relation to a loan provided to the company by the McClay Foundation.