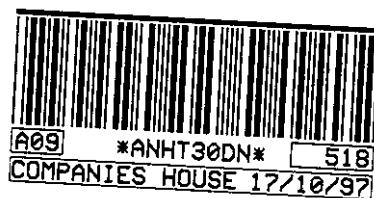


Medica Limited

Directors' report and financial statements

31 December 1996

Registered number 525757



Medica Limited

Directors' report and financial statements

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Medica Limited

Directors' report

The directors present their annual report and the financial statements for the year ended 31 December 1996.

Principal activities and future prospects

The company did not trade during the year. The directors do not anticipate any change in the company's status in the foreseeable future.

Directors and directors' interests

The directors who held office during the year were as follows:

Mr DJ Miller	(resigned 29 March 1996)
Dr PA Knowlson	
Mr M Steiner	(appointed 29 March 1996)

According to the register required to be kept by Section 325 of the Companies Act 1985, no director had a beneficial interest in the share capital of the company or any other company in the group during the year.

Auditors

Under the provisions of section 250 of the Companies Act 1985, the directors do not propose to appoint auditors while the company remains dormant.

By order of the board


EJ Trew
Secretary

15/9/97

Ellesfield Avenue
Bracknell
Berkshire
RG12 8YS

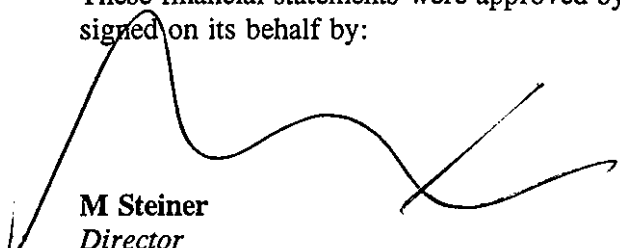
Medica Limited

Balance sheet at 31 December 1996

	<i>Note</i>	1996 £	1995 £
Current assets			
Amounts owed by parent undertaking		<u>2</u>	<u>2</u>
Capital and reserves			
Called up share capital	3	<u>2</u>	<u>2</u>
Equity shareholders' funds		<u>2</u>	<u>2</u>

The company was dormant within the meaning of Section 250(3) of the Companies Act 1985 throughout the year.

These financial statements were approved by the board of directors on 15/9/1997 and were signed on its behalf by:


M Steiner
Director

Medica Limited

Notes

year ended 31 December 1996

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2 Profit and loss account

The company did not trade and has made neither profit or loss nor any other recognised gain during either the current or preceding financial year. The company has no employees other than its directors who receive no remuneration for their services to the company (1995:£NIL).

3 Called up share capital

	1996	1995
	£	£
<i>Authorised:</i>		
100 ordinary shares of £1 each	100	100
	<hr/>	<hr/>
<i>Allotted and called up:</i>		
2 ordinary shares of £1 each	2	2
	<hr/>	<hr/>

4 Ultimate parent undertaking

The company's ultimate parent undertaking is Boehringer Ingelheim International GmbH, which is incorporated in Germany.

The largest group in which results are consolidated is that headed by Boehringer Ingelheim International GmbH. The consolidated financial statements are available at: Boehringer Ingelheim, D-55216, Ingelheim am Rhein, Germany. The smallest group in which results are consolidated is that headed by Windsor Healthcare Limited which is registered and incorporated in England and Wales.