

**Company Registration No. 01231087 (England and Wales)**

**HAEMONETICS LIMITED**  
**DIRECTOR'S REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2013**

# HAEMONETICS LIMITED

## COMPANY INFORMATION

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<b>Director</b>	Mr C J Lindop Mr C Tomosivitch (Resigned 4 December 2013)
<b>Company number</b>	01231087
<b>Registered office</b>	Lynwood House 373-375 Station Road Harrow Middlesex HA1 2AW
<b>Auditors</b>	RDP Newmans LLP Lynwood House 373-375 Station Road Harrow Middlesex HA1 2AW
<b>Business address</b>	Suite 1 Building 5 5 Hercules Way Leavesden Park Watford WD25 7GS

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**HAEMONETICS LIMITED**

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# HAEMONETICS LIMITED

## DIRECTOR'S REPORT

### FOR THE YEAR ENDED 31 MARCH 2013

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The director presents his report and financial statements for the year ended 31 March 2013.

#### Principal activities and review of the business

The principal activity of the company continued to be that of the marketing of blood processing equipment and disposables with full after sales services.

During the year the company acquired the trade of Pall Europe Limited, a company whose principal activity was that of developing and distributing blood collection, filtration and processing applications. The directors are of the opinion that this investment is a good fit for the company and should result in increased profitability for the group.

Subsequent to the year end, the company lost a part of the recurring business in respect of the trade of Pall Europe Limited. As a result, the goodwill on acquisition of the trade has been impaired by £481,774.

The results for the year and the financial position at the year end were considered satisfactory by the director who expects growth in the foreseeable future.

The principal risks facing the company are:

- anticipation and meeting the needs of the medical field;
- obtaining regulatory approval to market and sell products.

The Key Performance Indicators of Haemonetics Limited over the last two years are detailed below:

GBP £'00020132012

Turnover12,3716,458

Gross profit %27.1336.84

Net profit %1.36 1.72

The company saw a significant increase in turnover due to the trade from Pall Europe Limited being integrated with that of Haemonetics Limited. However the gross profit margin has decreased to 27.13%, due to the lower margins on the Pall Europe Limited related turnover. Due to the impairment of goodwill, the net profit margin has decreased to 1.36% from 1.72% despite the large increase in sales.

#### Results and dividends

The results for the year are set out on page 5.

#### Directors

The following directors have held office since 1 April 2012:

Mr C J Lindop

Mr C Tomosivitch

(Resigned 4 December 2013)

#### Auditors

The auditors, RDP Newmans LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

# **HAEMONETICS LIMITED**

## **DIRECTOR'S REPORT (CONTINUED)**

### **FOR THE YEAR ENDED 31 MARCH 2013**

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#### **Statement of director's responsibilities**

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

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is 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 these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Statement of disclosure to auditors**

So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the director has taken all the necessary steps that he ought to have taken as director in order to make himself aware of all relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

On behalf of the board

Mr C J Lindop

**Director**

4 December 2013

# **HAEMONETICS LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

### **TO THE MEMBERS OF HAEMONETICS LIMITED**

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We have audited the financial statements of Haemonetics Limited for the year ended 31 March 2013 set out on pages 5 to 16. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors' 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.

#### **Respective responsibilities of director and auditors**

As explained more fully in the Director's Responsibilities Statement set out on pages 1 - 2, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Director's Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on financial statements**

In our opinion:

- give a true and fair view of the state of the company's affairs as at 31 March 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matter prescribed by the Companies Act 2006**

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

## **HAEMONETICS LIMITED**

### **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

#### **TO THE MEMBERS OF HAEMONETICS LIMITED**

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##### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us 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.

**Mr Lyndon Perez FCA (Senior Statutory Auditor)**  
**for and on behalf of RDP Newmans LLP**

20 December 2013

**Chartered Accountants**  
**Statutory Auditor**

Lynwood House  
373-375 Station Road  
Harrow  
Middlesex  
HA1 2AW

# HAEMONETICS LIMITED

## PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2013

		2013	2012
	Notes	£	£
<b>Turnover</b>	<b>2</b>	12,370,608	6,458,183
Cost of sales		<u>(9,013,924)</u>	<u>(4,079,082)</u>
<b>Gross profit</b>		3,356,684	2,379,101
Administrative expenses		(2,794,095)	(2,387,971)
Other operating income		<u>120,000</u>	<u>120,000</u>
<b>Operating profit</b>	<b>3</b>	682,589	111,130
Goodwill impairment	<b>4</b>	(481,774)	-
Interest payable and similar charges	<b>5</b>	<u>(31,999)</u>	<u>(296)</u>
<b>Profit on ordinary activities before taxation</b>		168,816	110,834
Tax on profit on ordinary activities	<b>6</b>	<u>(77,018)</u>	<u>51,038</u>
<b>Profit for the year</b>	<b>16</b>	<u><u>91,798</u></u>	<u><u>161,872</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.



# HAEMONETICS LIMITED

## BALANCE SHEET

AS AT 31 MARCH 2013

	Notes	2013 £	£	2012 £	£
<b>Fixed assets</b>					
Intangible assets	7	2,032,689		804,198	
Tangible assets	8	1,515,742		1,284,048	
		3,548,431		2,088,246	
<b>Current assets</b>					
Stocks	9	153,109		218,546	
Debtors: amounts falling due within one year	10	2,959,845		1,653,095	
Cash at bank and in hand		1,554,075		612,584	
		4,667,029		2,484,225	
<b>Creditors: amounts falling due within one year</b>	11	(3,700,680)		(2,150,630)	
<b>Net current assets</b>		966,349		333,595	
<b>Total assets less current liabilities</b>		4,514,780		2,421,841	
<b>Creditors: amounts falling due after more than one year</b>	12	(1,995,284)		-	
<b>Provisions for liabilities</b>	13				
Deferred tax liability		(8,082)		(2,225)	
		2,511,414		2,419,616	
<b>Capital and reserves</b>					
Called up share capital	15	50,000		50,000	
Profit and loss account	16	2,461,414		2,369,616	
<b>Shareholders' funds</b>	17	2,511,414		2,419,616	

Approved by the Board and authorised for issue on 4 December 2013

Mr C J Lindop  
Director

Company Registration No. 01231087

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH 2013

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#### **1 Accounting policies**

##### **1.1 Accounting convention**

The financial statements are prepared under the historical cost convention.

##### **1.2 Compliance with accounting standards**

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently.

##### **1.3 Turnover**

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of VAT and trade discounts.

##### **1.4 Goodwill**

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 9-11 years. It is reviewed for impairment at the end of the first financial year following acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

##### **1.5 Tangible fixed assets and depreciation**

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold	Straight line over 15 to 30 years
Land and buildings Leasehold	Straight line over 5 years
Plant & machinery	Straight line over 3 to 5 years
Computer equipment	Straight line over 5 years
Fixtures, fittings & equipment	Straight line over 5 to 10 years
Motor vehicles	

##### **1.6 Leasing and hire purchase commitments**

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

##### **1.7 Stock**

Stock is valued at the lower of cost and net realisable value.

Provision is made for obsolete, slow moving or defective items where appropriate.

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

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#### 1 Accounting policies (continued)

##### 1.8 Revenue recognition

The company's revenue from selling and marketing activities is largely derived from machines installed at customer sites under use-plan agreements. These agreements generally include a commitment for certain minimum levels of disposable product usage and stated disposable prices over the contract term. Under these agreements, the equipment remains the property of the company. Contracts for use-plan arrangements generally vary in length from one to four years.

As the equipment remains the property of the company, no equipment revenue is recognised and the equipment is carried in fixed assets in the balance sheet and amortised over the contract life. Income attributable to these contracts is recognised over the term of the arrangement.

##### 1.9 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the Balance Sheet.

##### 1.10 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

##### 1.11 Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

##### 1.12 Cash Flow Statement

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

#### 2 Turnover

##### Geographical market

	2013 £	2012 £
United Kingdom	12,370,608	6,458,183
	<u>12,370,608</u>	<u>6,458,183</u>

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

<b>3</b>	<b>Operating profit</b>	<b>2013</b>	<b>2012</b>
		<b>£</b>	<b>£</b>
	Operating profit is stated after charging:		
	Amortisation of intangible assets	253,020	134,033
	Depreciation of tangible assets	233,774	236,125
	Loss on disposal of tangible assets	1,891	-
	Loss on foreign exchange transactions	2,436	3,933
	Operating lease rentals		
	- Plant and machinery	218,465	163,054
	Fees payable to the company's auditor:		
	-Audit of the company's annual accounts	13,500	12,000
	-Tax related services	4,100	4,700
	-Accountancy services	15,500	15,000
	-Other services	-	5,274
	and after crediting:		
	Profit on disposal of tangible assets	-	(2,770)
<b>4</b>	<b>Amounts written off</b>	<b>2013</b>	<b>2012</b>
		<b>£</b>	<b>£</b>
	Amounts written off goodwill		
	- permanent diminution in value	481,774	-
<b>5</b>	<b>Interest payable and similar charges</b>	<b>2013</b>	<b>2012</b>
		<b>£</b>	<b>£</b>
	Hire purchase interest	-	160
	On overdue tax	-	136
	Interest due to group company	31,999	-
		31,999	296

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

6	Taxation	2013 £	2012 £
	<b>Domestic current year tax</b>		
	U.K. corporation tax	71,161	73,297
	<b>Total current tax</b>	71,161	73,297
	<b>Deferred tax</b>		
	Origination and reversal of timing differences	5,857	(124,335)
		77,018	(51,038)
	<b>Factors affecting the tax charge for the year</b>		
	Profit on ordinary activities before taxation	168,816	110,834
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24.00% (2012 - 26.00%)	40,516	28,817
	Effects of:		
	Non deductible expenses	6,370	17,190
	Depreciation add back	88,273	96,241
	Capital allowances	(64,452)	(68,537)
	Other tax adjustments	454	(414)
		30,645	44,480
	<b>Current tax charge for the year</b>	71,161	73,297

## HAEMONETICS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 MARCH 2013

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<b>7</b>	<b>Intangible fixed assets</b>	
		<b>Goodwill</b>
		£
	<b>Cost</b>	
	At 1 April 2012	1,206,297
	Additions	1,963,285
		<hr/>
	At 31 March 2013	3,169,582
	<b>Amortisation</b>	
	At 1 April 2012	402,099
	Charge for the year	253,020
	Impairment	481,774
		<hr/>
	At 31 March 2013	1,136,893
	<b>Net book value</b>	
	At 31 March 2013	<u>2,032,689</u>
	At 31 March 2012	<u>804,198</u>

During the year the company acquired the trade of Pall Europe Limited, a company whose principal activity was that of developing and distributing blood collection, filtration and processing applications. The directors are of the opinion that this investment is a good fit for the company and should result in increased profitability for the group.

Subsequent to the year end, the company lost a part of the recurring business in respect of the trade of Pall Europe Limited. As a result, the goodwill on acquisition of the trade has been impaired by £481,774.

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

<b>8 Tangible fixed assets</b>					
	Land and buildings Freehold	Land and buildings Leasehold	Plant & machinery	Fixtures, fittings & equipment	Total
	£	£	£	£	£
<b>Cost</b>					
At 1 April 2012	1,859,677	48,645	1,780,106	57,747	3,746,175
Additions	-	-	478,359	-	478,359
Disposals	-	-	(184,841)	-	(184,841)
At 31 March 2013	1,859,677	48,645	2,073,624	57,747	4,039,693
<b>Depreciation</b>					
At 1 April 2012	1,286,481	14,369	1,124,968	36,309	2,462,127
On disposals	-	-	(171,950)	-	(171,950)
Charge for the year	50,932	9,729	165,438	7,675	233,774
At 31 March 2013	1,337,413	24,098	1,118,456	43,984	2,523,951
<b>Net book value</b>					
At 31 March 2013	522,264	24,547	955,168	13,763	1,515,742
At 31 March 2012	573,196	34,276	655,138	21,438	1,284,048

<b>9 Stocks</b>		<b>2013</b>	<b>2012</b>
		£	£
Goods for resale		153,109	218,546

<b>10 Debtors</b>		<b>2013</b>	<b>2012</b>
		£	£
Trade debtors		2,659,400	1,259,092
Amounts owed by group undertakings		156,706	320,765
Other debtors		2,396	-
Prepayments and accrued income		141,343	73,238
		2,959,845	1,653,095

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

11 Creditors: amounts falling due within one year	2013 £	2012 £
Trade creditors	149,466	476,074
Amounts owed to parent and fellow subsidiary undertakings	1,753,715	407,743
Corporation tax	(3,976)	5,580
Other taxes and social security costs	322,748	345,347
Accruals and deferred income	1,478,727	915,886
	<u>3,700,680</u>	<u>2,150,630</u>
 12 Creditors: amounts falling due after more than one year	 2013 £	 2012 £
Other loans	<u>1,995,284</u>	-
 <b>Analysis of loans</b>		
Wholly repayable within five years	<u>1,995,284</u>	-
	<u>1,995,284</u>	-
 <b>Loan maturity analysis</b>		
In more than two years but not more than five years	<u>1,995,284</u>	-



# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

#### 13 Provisions for liabilities

	Deferred tax liability £
Balance at 1 April 2012	2,225
Profit and loss account	5,857
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Balance at 31 March 2013	8,082
	<hr/> <hr/>

The deferred tax liability is made up as follows:

	2013 £	2012 £
Accelerated capital allowances	10,191	4,334
Other timing differences	(2,109)	(2,109)
	<hr/>	<hr/>
	8,082	2,225
	<hr/> <hr/>	<hr/> <hr/>

#### 14 Pension and other post-retirement benefit commitments

##### Defined contribution

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund. At the year end there was an unpaid amount of £11,754 (2012: £9,552).

	2013 £	2012 £
Contributions payable by the company for the year	92,255	71,223
	<hr/> <hr/>	<hr/> <hr/>

#### 15 Share capital

	2013 £	2012 £
<b>Allotted, called up and fully paid</b>		
50,000 Ordinary shares of £1 each	50,000	50,000
	<hr/> <hr/>	<hr/> <hr/>

# HAEMONETICS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 MARCH 2013

#### 16 Statement of movements on profit and loss account

	Profit and loss account
	£
Balance at 1 April 2012	2,369,616
Profit for the year	91,798
Balance at 31 March 2013	2,461,414

#### 17 Reconciliation of movements in shareholders' funds

	2013 £	2012 £
Profit for the financial year	91,798	161,872
Opening shareholders' funds	2,419,616	2,257,744
Closing shareholders' funds	2,511,414	2,419,616

#### 18 Financial commitments

At 31 March 2013 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 March 2014:

	Land and buildings		Other	
	2013 £	2012 £	2013 £	2012 £
Operating leases which expire:				
Within one year	-	-	41,223	30,060
Between two and five years	46,529	46,529	227,459	115,182
	46,529	46,529	268,682	145,242

## HAEMONETICS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 MARCH 2013

##### 19 Employees

###### Number of employees

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

	2013 Number	2012 Number
Selling and distribution	34	30
Administration	1	1
	<u>35</u>	<u>31</u>

###### Employment costs

	2013 £	2012 £
Wages and salaries	997,092	947,446
Social security costs	224,462	170,799
Other pension costs	92,255	71,223
	<u>1,313,809</u>	<u>1,189,468</u>

##### 20 Ultimate parent company

The company is a subsidiary undertaking of Haemonetics Corporation incorporated in USA. The shares of Haemonetics Corporation are publicly traded on the New York Stock Exchange.

The largest and smallest group in which the results of Haemonetics Limited are consolidated is headed by Haemonetics Corporation. The consolidated financial statements are available to the public and may be obtained from Haemonetics Corporation, 400 Wood Road, Braintree, Massachusetts, USA.

##### 21 Related party transactions

The company has taken advantage of the exemption available in FRS 8 "Related party disclosures" whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.