

Company registration number 3883555



**Boots Retail (Taiwan) Limited**  
**Directors' report and financial statements**  
for the year ended 31 March 2011

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## **Contents**

<b>Directors' report</b>	<b>1</b>
<b>Directors' responsibilities statement</b>	<b>2</b>
<b>Independent auditors' report</b>	<b>3</b>
<b>Profit and loss account</b>	<b>4</b>
<b>Statement of total recognised gains and losses</b>	<b>5</b>
<b>Balance sheet</b>	<b>6</b>
<b>Notes to the financial statements</b>	<b>7</b>

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# **Boots Retail (Taiwan) Limited**

## **Directors' report**

for the year ended 31 March 2011

The Directors present their report and the audited financial statements for the year ended 31 March 2011

### **Principal activities**

The Company has not traded during the year

In March 2007 it was announced that the Taiwan operation would be closed. Assets were written down and trading ceased in June 2008. The Taiwan branch was dissolved in the year. The Directors intend to dissolve the Company and therefore have not prepared the financial statements on a going concern basis.

### **Business review**

Turnover in the year was £Nil (2010: £Nil). The Company's profit for the financial year was £3,000 (2010: £191,000).

There have been no significant events since the balance sheet date which should be considered for a proper understanding of these financial statements.

### **Directors**

The following served as Directors during the year:

Alex Salden

Andrew Wilkinson

Lauren Brindley

### **Principal risks and uncertainties**

The Company's Directors monitor the overall risk profile of the Company. In addition, the Directors are responsible for determining clear policies as to what the Company considers to be acceptable levels of risk. These policies seek to enable people throughout the Company to use their expertise to identify risks that could undermine performance and to devise ways of bringing them to within acceptable levels. Where the Directors identify risks that are not acceptable, they develop action plans to mitigate them with clear allocation of responsibilities and timescales for completion and ensure that progress towards implementing these plans is monitored and reported upon.

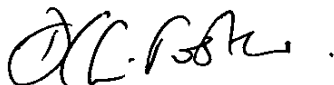
### **Auditors**

KPMG Audit Plc have been appointed auditors in accordance with Section 485 of the Companies Act 2006 ("the Act") and will be deemed reappointed pursuant to Section 487 of the Act.

### **Statement as to disclosure of information to auditors**

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

By order of the Board



David Foster

Secretary

30 June 2011

Registered office

1 Thane Road West,  
Nottingham NG2 3AA

Registered in England and Wales No. 3883555

## **Boots Retail (Taiwan) Limited**

### **Statement of Directors' responsibilities in respect of the Directors' report and the financial statements**

for the year ended 31 March 2011

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 these financial statements, the Directors are 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, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

## **Boots Retail (Taiwan) Limited**

### **Independent auditors' report**

to the members of Boots Retail (Taiwan) Limited

We have audited the financial statements of Boots Retail (Taiwan) for the year ended 31 March 2011 set out on pages 4 to 9. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice). These financial statements have not been prepared on the going concern basis for the reason set out in note 1 to the financial statements.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of Directors and auditors**

As explained more fully in the Directors' responsibilities statement set out on page 2, the Directors are 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 (APB's) Ethical Standards for Auditors.

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

A description of the scope of an audit of financial statements is provided on the APB's web-site at [www.frc.org.uk/apb/scope/private.cfm](http://www.frc.org.uk/apb/scope/private.cfm).

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

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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

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

#### **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.



**S. Haydn-Jones (Senior Statutory Auditor)**  
for and on behalf of KPMG Audit Plc, Statutory Auditor

Chartered Accountants  
One Snowhill  
Snowhill Queensway  
Birmingham  
B4 6GH

30 June 2011

## Boots Retail (Taiwan) Limited

### Profit and loss account

for the year ended 31 March 2011

	Notes	2011 £'000	2010 £'000
<b>Operating profit</b>	<b>2</b>	<b>3</b>	<b>190</b>
Interest receivable and similar income	3	-	1
<b>Profit on ordinary activities before taxation</b>		<b>3</b>	<b>191</b>
Tax on profit / (loss) on ordinary activities	4	-	-
<b>Profit for the financial year</b>		<b>3</b>	<b>191</b>

There is no difference between the reported profit shown above and the profit for the year restated on an historical cost basis. Accordingly, no note of historical cost profits is presented.

The results for the year are wholly attributable to the discontinued operations of the Company.

The notes on pages 7 to 9 form part of the Company's financial statements.

## **Boots Retail (Taiwan) Limited**

### **Statement of total recognised gains and losses**

for the year ended 31 March 2011

	Notes	2011 £'000	2010 £'000
Profit for the financial year		3	191
Net foreign exchange gain / (loss) on foreign borrowings	8	12	(4)
<b>Total recognised gains and losses for the financial year</b>	<b>8</b>	<b>15</b>	<b>187</b>

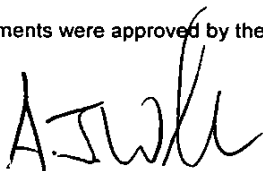
## Boots Retail (Taiwan) Limited

### Balance sheet as at 31 March 2011

	Notes	2010 £'000	2010 £'000
<b>Current assets</b>			
Debtors	5	-	140
Creditors amounts falling due within one year	6	-	(1,497)
<b>Net liabilities</b>		-	(1,357)
<b>Capital and reserves</b>			
Called up share capital	7,8	11,246	11,246
Profit and loss account	8	(12,588)	(12,603)
Capital Contribution Reserve	8	1,342	-
<b>Shareholders' deficit</b>		-	(1,357)

The notes on pages 7 to 9 form part of the Company's financial statements

These financial statements were approved by the Board on 30 June 2011 and were signed on its behalf by



Andrew Wilkinson  
Director

Registered in England and Wales No 3883555



# Boots Retail (Taiwan) Limited

## Notes to the financial statements (continued)

for the year ended 31 March 2011

### 1 Accounting policies (continued)

#### Basis of preparation

The financial statements have been prepared in accordance with UK Generally Accepted Accounting Practice, and under the historical cost convention, as modified by the revaluation of certain assets and/or liabilities required or permitted by the Companies Act 2006

AB Acquisitions Holdings Limited ('ABAHL'), the ultimate parent undertaking of the Alliance Boots GmbH Group ('the Group'), includes the Company's assets, liabilities and results in its own publicly-available consolidated financial statements. Under FRS 1 (Revised 1996), 'Cash flow statements', the Company is therefore exempt from the requirement to prepare a cash flow statement. In addition, under SSAP 25, 'Segmental Reporting', the Company is exempt from the requirement to present segmental information on the grounds that ABAHL includes segmental information in its own publicly-available consolidated financial statements in compliance with IFRS 8, 'Operating Segments'.

The Company's voting rights are wholly controlled within the Group and, consequently, the Company is exempt under FRS 8, 'Related party Disclosures', from disclosing transactions with entities that are part of the Group or investees of the Group qualifying as related parties.

During a previous financial year the Directors announced their intention to close the Taiwan operation. Trading ceased in Quarter 1 of 2008 and management intend to liquidate the Company. On this basis the financial statements have not been prepared on a going concern basis, but on the break up basis under which all assets and liabilities are stated at the value they will realise or require for settlement on cessation of trading.

These financial statements are presented in sterling, however the Company's functional currency is New Taiwanese Dollar as this is where the majority of its operations were based.

#### Currency

Transactions denominated in non-sterling currencies are recorded at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in non-sterling currencies at the balance sheet date are translated at the exchange rates ruling at that date. Non-monetary assets and liabilities denominated in non-sterling currencies are translated using the exchange rates at the date of the underlying transactions. Exchange gains or losses are included in the profit or loss account.

#### Share capital

##### Equity instruments

An equity instrument is a contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Accordingly, a financial instrument is treated as equity if

- there is no contractual obligation to deliver cash or other financial assets or to exchange financial assets or liabilities on terms that may be unfavourable, and
- the instrument is a non-derivative that contains no contractual obligation to deliver a variable number of shares or is a derivative that will be settled only by the Group exchanging a fixed amount of cash or other assets for a fixed number of the Company's own equity instruments.

Equity instruments are recorded as share capital and share premium, as applicable, net of tax-effected share issue costs. To the extent that this definition is not met, the proceeds of any issue are classified as a financial liability.

##### Dividends

Interim dividends on equity instruments classified as part of shareholders' funds are recognised as appropriations in the reconciliation of movements in shareholders' funds. Dividends unpaid at the balance sheet date are only recognised at that date to the extent that they are appropriately authorised by the shareholders of the Company and are no longer at the discretion of the Company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

#### Taxation

##### Current taxation

Current tax is recognised at the amount expected to be paid or recovered for the period based on tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

##### Deferred taxation

Deferred tax is recognised on all timing differences that have originated but not reversed by the balance sheet date. Deferred tax assets are only recognised to the extent that it is more likely than not there will be suitable taxable profits against which the underlying timing differences can reverse. Deferred tax liabilities are not recognised in respect of corporation tax on chargeable gains arising on the disposal of assets where that gain is expected to be deferred indefinitely.

Deferred tax is measured on a non-discounted basis at the average rates expected to apply in the periods when the timing differences are expected to reverse using the tax rates and laws enacted or substantively enacted at the balance sheet date.

# Boots Retail (Taiwan) Limited

## Notes to the financial statements (continued)

for the year ended 31 March 2011

### 2 Profit from operations

Operating profit is stated after crediting

	2011 £'000	2010 £'000
Net foreign exchange gain	(114)	(190)

The Directors' costs were borne by another group company. The company has no employees (2010: nil).

The 2011 and 2010 fee in respect of auditing the accounts of the Company pursuant to legislation was borne by a group undertaking. Amounts receivable by the Company's auditors in respect of non-audit services provided to the Company were £Nil (2010: £Nil).

### 3 Interest receivable and similar income

	2011 £'000	2010 £'000
Interest receivable from Group undertakings	-	1

### 4 Tax on profit on ordinary activities

An analysis of the tax for the year ended 31 March 2011 is presented as follows:

	2011 £'000	2010 £'000
Current tax		
United Kingdom ('UK') corporation tax		
Adjustments in respect of prior periods	-	-
Tax on profit on ordinary activities	-	-

The current tax charge for the financial year is lower (2010: is lower) than the standard rate of corporation tax of 28% (2010: 28%). The differences are explained below.

	2011 £'000	2010 £'000
Profit on ordinary activities before tax	3	191
Current tax at 28% (2010: 28%)	1	53
Effects of:		
Group relief claimed for nil payment	(1)	(53)
Adjustments in respect of prior periods	-	-
Total current tax charge as above	-	-

### 5 Debtors

	2011 £'000	2010 £'000
Other debtors	-	140
	-	140

### 6 Creditors: amounts falling due within one year

	2011 £'000	2010 £'000
Amounts owed to Group undertakings	-	1,408
Accruals and deferred income	-	89
	-	1,497

## Boots Retail (Taiwan) Limited

### Notes to the financial statements (continued)

for the year ended 31 March 2011

#### 7 Called up share capital

	2011 £'000	2010 £'000
Authorised, allotted, called up and fully paid		
11,246,000 Ordinary shares of £1 each	11,246	11,246

#### 8 Reconciliation of movements in equity shareholders' funds

	Capital Contribution Reserve £'000	Called up share capital £'000	Profit and loss account £'000	Total £'000
At 1 April 2010	-	11,246	(12,790)	(1,544)
Profit for the financial year	-	-	191	191
Other recognised gains and losses for the financial year	-	-	(4)	(4)
At 31 March 2010	-	11,246	(12,603)	(1,357)
Profit for the financial year	-	-	3	3
Other recognised gains and losses for the financial year	-	-	12	12
Capital Contribution	1,342	-	-	1,342
At 31 March 2011	1,342	11,246	(11,246)	-

#### 9 Contingent liabilities

The Company has no material contingent liabilities other than those arising in the normal course of business

#### 10 Ultimate parent undertaking

At 31 March 2011 the Company's immediate parent company was The Boots Company PLC and its ultimate parent company and controlling party was AB Acquisitions Holdings Limited. AB Acquisitions Holdings Limited is also the parent undertaking of the largest Group in which the Company is consolidated.

AB Acquisitions Holdings Limited is incorporated in Gibraltar, and its registered office is 57/63 Line Wall Road, Gibraltar. AB Acquisitions Holdings Limited is jointly controlled by Alliance Santé Participations S A, and certain funds advised by Kohlberg Kravis Roberts & Co L P S Pessina, and O Barra, who are Directors of Alliance Boots GmbH, are also Directors of Alliance Santé Participations S A, which is ultimately owned by a family trust.