

Lupin Healthcare (UK) Limited

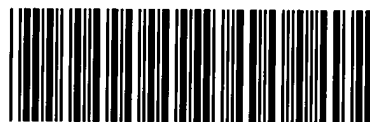
Reg No. 06925119

Financial Statements

For the Year Ended

31 March 2024

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COMPANIES HOUSE

Lupin Healthcare (UK) Limited

ANNUAL FINANCIAL STATEMENTS TO 31 MARCH 2024

DIRECTORS	S Makharia B Ellis T Volle
SECRETARY	A McDonald
NATURE OF BUSINESS	The distribution of generic and branded generic medicines
INCORPORATION	The company is incorporated in England & Wales
HOLDING COMPANY	Lupin Atlantis Holdings SA (incorporated in Switzerland)
REGISTERED OFFICE	The Urban Building, Second Floor 3-9 Albert Street, Slough, Berkshire, SL1 2BE, United Kingdom
REGISTRATION NUMBER	06925119
BANKERS	Citibank NA, HSBC
AUDITORS	Hillier Hopkins LLP

Lupin Healthcare (UK) Limited

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Lupin Healthcare (UK) Limited

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2024

The directors have pleasure in submitting the annual report and the annual financial statements for the year ended 31 March 2024.

PRINCIPAL ACTIVITIES

The company's principal activity during the period was the distribution of generic and branded generic medicines.

BUSINESS REVIEW

The UK generic pharmaceutical market has continued to see significant pricing challenges during the year leading, to lower margins on key product lines. The company continued to grow its specialist products while maximising returns from generic lines. This is visible in the income statement with increased revenues.

Revenue for the year was £24,656,881 (2023: £15,770,068), 56% increase over the previous period. Gross profit for the year was £8,544,054 (2023: £5,094,625), 68% increase over the previous period.

During the year, the company continued to expand higher value new product range that drove significant sales. Gross margins percentage has been impacted by higher volumes on higher price lines.

The company reported net profit of £346,925 as compared to the net loss of (£319,039) (after tax) in the previous year.

The company recognises a level of political and economic risk associated with the conflict in Ukraine. We do not operate in Russia or Ukraine and believe current sanctions will have limited impact on our business.

Lupin Healthcare (UK) Limited

RESULTS OF OPERATIONS

The results of operations for the period are detailed in the income statement on page 18 and are to be read in conjunction with the relevant notes.

DIVIDEND

During the period no dividend was declared by the directors (2023: £nil).

DIRECTORS

The directors who served during the period were:

S Makharia

B Ellis

T Volle

FUTURE DEVELOPMENTS

There have been no material facts or circumstances that have occurred between the accounting date and the date of this report.

The company will continue to launch generic and branded products.

ENGAGEMENT WITH SUPPLIERS, CUSTOMERS AND OTHERS

We recognise the need to foster the company's business relationships with suppliers, customers and others. We actively engage employees for feedback at monthly team meetings and with regular one to ones with line managers. Our customer facing employees also have regular meeting to discuss products along with any issues and how we can support them. Finally with all suppliers (including our parent company) we also regularly discuss ongoing issues where relevant to ensure we maintain a productive relationship.

GREENHOUSE GAS EMISSIONS, ENERGY CONSUMPTION AND ENERGY EFFICIENCY ACTION

The company has not disclosed information in respect of greenhouse gas emissions, energy consumption and energy efficiency action as its energy consumption in the United Kingdom for the year is 40,000kWh or lower.

POLITICAL DONATIONS

The company made no political donations or incurred any political expenditure during the year (2023: £nil).

Lupin Healthcare (UK) Limited

PROVISION OF INFORMATION TO AUDITOR

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

- so far as that the directors are aware, there is no relevant audit information of which the company's auditor is unaware, and
- that the directors have taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

AUDITORS

Hillier Hopkins LLP will continue in office in accordance with section 487 of the Companies Act 2006.

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

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Sunil Makharia

Director

Date: 30-04-2024 | 06:19 EDT

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Ben Ellis

Director

Date: 29-04-2024 | 17:33 BST

Lupin Healthcare (UK) Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

The directors are responsible for preparing the Strategic Report, 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 International Financial Reporting Standards as adopted by the United Kingdom (IFRSs as adopted by the UK) and applicable law.

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 estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with IFRSs as adopted by the UK;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern.

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 are 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, and 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.

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Sunil Makharia

Director

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Ben Ellis

Director

Date: 29-04-2024 | 17:33 BST

Lupin Healthcare (UK) Limited

STRATEGIC REPORT

Lupin Healthcare (UK) Limited is a 100% subsidiary of Lupin Atlantis Holdings SA, an entity incorporated in Switzerland and was registered in United Kingdom in June 2009, for the purpose of marketing, sales and distribution of generic pharmaceutical products in the United Kingdom.

Lupin Group is an innovation led transnational pharmaceutical group producing and developing a wide range of branded and generic formulations as well as biotechnology products and APIs globally. The company is a significant player in the Cardiovascular, Diabetology, Asthma, Paediatric, CNS, GI, Anti-Infective and NSAID space and holds global leadership positions in the Anti-TB and Cephalosporin segment.

Lupin Healthcare (UK) Limited derives significant benefits from the expertise and support which Lupin Group is able to provide, primarily in the areas of R&D and manufacturing.

The pharmaceutical market in UK is estimated at £41bn of which generic business is estimated at £11bn. There are approximately 11,400 pharmacies in the UK which are primarily divided into two main sub-groups – Multiples and Independent pharmacies. High competition between generic manufacturers drives down prices, often leading to a reduction of 90% or more within a few weeks of launch following patent expiry of the originator.

The company remains committed to continue the growth momentum in future, both in sales and profitability and have therefore laid out clear plans for the current management to ensure that the overall growth objectives are achieved. Key elements of the plan include review, evaluation and optimisation of non-commercialised products, continued portfolio rationalisation, targeting limited competition products and entry into high margin speciality branded segment. Long term Lupin Healthcare (UK) Limited aims to transform its portfolio from traditional generics to complex generics e.g. Biosimilars and specialist patent protected products. This is planned to be a combination of pipeline and acquisition. During the transition period over the coming years Lupin Healthcare (UK) Limited will continue to build its expertise and expand its network to meet the challenges that come with these more complex markets.

Directors' statement of compliance with duty to promote the success of the Company

All directors act in good faith and promote the success of the company for the benefit of its members as a whole. As such we consider the following: The likely consequences of any decision in the long term to achieve the company strategy; the interests of the company's employees; the need to foster the company's business relationships with suppliers, customers and others; the impact of the company's operations on the community and the environment; the desirability of the company maintaining a reputation for high standards of business conduct and the need to act fairly as between members of the company.

Lupin Healthcare (UK) Limited

Principal risks and uncertainties

The challenge associated with the conflict in Ukraine

The conflict in Ukraine is having political and economic impacts. We do not operate in Russia or Ukraine and believe current sanctions will have limited impact on our business. We continue to monitor and discuss the situation on an ongoing basis.

The challenge of cyber security.

Criminal organisations are becoming more sophisticated which poses a real threat to safeguarding assets and data. Our personnel are trained to a high standard to increase awareness. In addition, regular IT communications highlight new threats and reconfirm best practice to mitigate. During the year increased IT governance was implemented to further support safeguarding.

The challenge that of unforeseen changes to the generic reimbursement system.

The current system for reimbursement for generic medicines is prescribed by the Drug Tariff as issued by the Pharmaceutical Services Negotiation committee - they monitor the rate of margin to community pharmacies. If this model is changed it could give unfavourable trading conditions.

The challenge to ensure that pharmacovigilance policy is adhered to.

The company must ensure that any adverse events, reactions, medical enquiries and special situation reports are correctly reported to the pharmacovigilance team in a timely manner. To mitigate this risk all personnel are regularly trained on this policy and made aware of any amendment to the policy or changes to key contacts.

The challenges associated with voluntary scheme for branded medicines pricing and access

The UK government and the Association of the British Pharmaceutical Industry (ABPI) have recently launched the 2024 Voluntary Scheme for branded medicines pricing, access and growth (VPAG 2024) effective January 2024. This scheme is a successor to the current Voluntary Scheme for branded medicines pricing and access (VPAS),

We are a member of the of VPAG. The scheme applies a payment percentage on all branded sales above £6m (2023: VPAS £5m) (with other restrictions). As we reach these limits, we will be subject to this payment. There is additional risk associated with the level of the payment percentage which changes year on year. We monitor the situation and ensure that this is included in our operation forward looking plans.

Lupin Healthcare (UK) Limited

The challenges associated with fluctuations in exchange rates

The company sources products for onward sale predominantly from our ultimate parent company Lupin Limited. The associated costs are translated from Indian Rupees and as such the company cost of sales can be impacted by movements in the exchange rate from GBP to INR. To mitigate this risk we continually monitor the exchange rate and its impact to cost of sales, we assess third party supply prices and change to third party suppliers where costs are more beneficial.

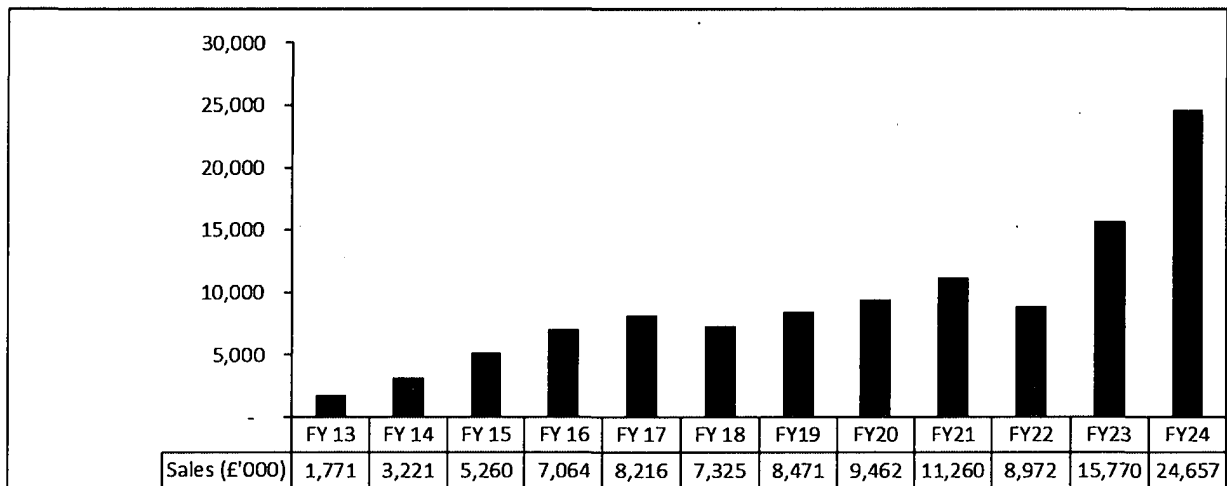
Lupin Healthcare (UK) Limited

Key Performance Indicators

Financial:

Turnover growth

Over the past 12 years, Lupin Healthcare (UK) Limited has made significant progress in terms of building the foundation and to increase the sales in line with the long term strategy of the business. A strong performance in our generic portfolio has been key in supporting growth compared to previous period and we show a compounded annual growth rate of 27% over this 12 year period.



Gross profit/ (loss) margins

Gross profit/ (loss) margin has increased to 35% (2023: 32%). With increased levels of regulation, cost competitiveness has become key to sustained growth in the UK generics business. The company recognises that compliance of stringent regulatory norms, competitive cost base, right mix of customers, right mix of products and robust supply chain remain the key for long term sustainable growth in the UK. A strong performance in our generic portfolio has been key in supporting growth. New product launches for non-commodity business are key to deliver sustained profitability.

We continue review gross profit margin at a product level to ensure we have optimal return.

Non-Financial:

Three sites in India completed MHRA GMP audits and were certified in this year (2023: None).

Lupin Healthcare (UK) Limited

Year-end company position

At the 31 March 2024 the company has net current assets (2023: net current liabilities). This is due to the extension for 3 years of a loan from a related party which is now classified as a Non-current liability. We have a strong cash position and have confirmation of continued support from our parent company.

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Sunil Makharia
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Sunil Makharia

Director

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Ben Ellis

Director

Date: 29-04-2024 | 17:33 BST

Lupin Healthcare (UK) Limited

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF LUPIN HEALTHCARE (UK) LIMITED.

OPINION

We have audited the financial statements of Lupin Healthcare (UK) Limited (the 'Company') for the year ended 31 March 2024, which comprise the Income Statement, the Balance Sheet, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards ('IFRSs') as adopted by the UK.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with the International Financial Reporting Standards as adopted by the UK; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Lupin Healthcare (UK) Limited

OTHER INFORMATION

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with those financial statements; and
- the Strategic report and the Directors' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Directors' report.

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.

Lupin Healthcare (UK) Limited

RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Statement of Directors' responsibilities set out on page 7, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine 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 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- assess the nature of the industry and sector, control environment and business performance including the remuneration incentives and pressures of key management;
- the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management. We consider the results of our enquiries of management about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the Company's documentation of their policies and procedures relating to:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;

Lupin Healthcare (UK) Limited

- the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

We also obtained an understanding of the legal and regulatory frameworks that the Company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006 and relevant tax legislation.

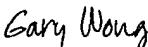
Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

USE OF OUR REPORT

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.

Lupin Healthcare (UK) Limited

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Gary Wong BFP FCA (Senior Statutory Auditor)

for and on behalf of
HILLIER HOPKINS LLP

Chartered Accountants
Statutory Auditor

Radius House
51 Clarendon Road
Watford
Hertfordshire
WD17 1HP

Date: 30-04-2024 | 12:11 BST

Lupin Healthcare (UK) Limited

INCOME STATEMENT FOR THE YEAR ENDED 31 MARCH 2024

	Note	Year ended March 31 2024 £	Year ended March 31 2023 £
REVENUE	2.1	24,656,881	15,770,068
Cost of sales	3.1	<u>(16,112,827)</u>	<u>(10,675,443)</u>
GROSS PROFIT		8,544,054	5,094,625
Other Income	2.2	2,170,140	1,962,183
Operating Expenses	3.2	<u>(9,809,436)</u>	<u>(7,228,942)</u>
PROFIT/ (LOSS) FROM OPERATIONS		904,758	(172,134)
Financial Expenses	3.4	<u>(475,427)</u>	<u>(112,686)</u>
PROFIT/ (LOSS) BEFORE TAXATION		429,331	(284,820)
Taxation	4	<u>(82,406)</u>	<u>(34,219)</u>
PROFIT/ (LOSS) FOR THE YEAR		<u>346,925</u>	<u>(319,039)</u>

There were no recognised gains and losses for 2024 or 2023 other than those included in the income statement.

There was no other comprehensive income for 2024 (2023: £nil).

The notes on pages 22 to 48 form part of the financial statements.

Lupin Healthcare (UK) Limited

BALANCE SHEET AS AT 31 MARCH 2024

(REGISTERED NUMBER: 06925119)

	Note	As At March 31 2024 £	As At March 31 2023 £
ASSETS			
Non-current assets			
Property, plant and equipment	5	303,316	409,270
Deferred tax asset	5.1	17,537	14,014
Other Receivables > One Year	7.1	61,965	61,965
		<u>382,818</u>	<u>485,249</u>
Current Assets			
Inventories	6	6,435,163	3,886,521
Amounts due from group undertakings	7.2	972,443	998,059
Trade and other receivables	7.3	11,514,440	9,147,062
Cash and cash equivalents	8	1,288,011	132,614
		<u>20,210,057</u>	<u>14,164,256</u>
Total assets		<u>20,592,875</u>	<u>14,649,505</u>
EQUITY AND LIABILITIES			
Capital and reserves			
Issued Capital	9	3,251,000	3,251,000
Retained earnings		(10,755,307)	(11,102,232)
		<u>(7,504,307)</u>	<u>(7,851,232)</u>
Non- Current Liabilities			
Lease Liabilities	14	156,551	268,801
Loan - greater than one year	11.2	8,000,000	-
		<u>8,156,551</u>	<u>268,801</u>
Current Liabilities			
Lease Liabilities	14	112,251	108,802
Tax	4	85,929	32,125
Trade and other payables	10	9,573,607	6,339,550
Amounts owed to group undertakings	11.1	10,168,844	7,751,459
Loan - less than one year	11.2	-	8,000,000
		<u>19,940,631</u>	<u>22,231,936</u>
Total equity and liabilities		<u>20,592,875</u>	<u>14,649,505</u>

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

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Director

Date: 30-04-2024 | 06:19 EDT

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Director

Date: 29-04-2024 | 17:33 BST

Lupin Healthcare (UK) Limited

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2024

	Ordinary Share Capital £	Retained earnings £	Total £
Opening Balance	3,251,000	(11,102,232)	(7,851,232)
Profit for the year	-	346,925	346,925
Balance at March 31 2024	3,251,000	(10,755,307)	(7,504,307)

	Ordinary Share Capital £	Retained earnings £	Total £
Opening Balance	3,251,000	(10,783,193)	(7,532,193)
Loss for the year	-	(319,039)	(319,039)
Balance at March 31 2023	3,251,000	(11,102,232)	(7,851,232)

Lupin Healthcare (UK) Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2024

	Year ended March 31 2024 £	Year ended March 31 2023 £
Profit/ (Loss) before taxation	429,331	(284,820)
Adjusted for :		
IFRS 16	(108,801)	(47,729)
Depreciation	117,946	122,795
Interest Paid	475,427	112,686
Cash generated from operations	913,903	(97,068)
Movements in working capital		
(Increase) in inventories	(2,548,642)	(1,223,856)
(Increase) in trade and other receivables	(2,350,642)	(2,746,609)
Increase in trade and other payables	3,234,057	711,451
Increase in other payables	2,417,385	3,063,965
	1,666,062	(292,117)
Net Tax Paid	(23,246)	(4,256)
Interest Paid	(475,427)	(112,686)
Net cash generated in operating activities	1,167,389	(409,059)
Purchase of property, plant and equipment	(11,992)	(6,236)
Net cash flow from investing activities	(11,992)	(6,236)
Net cash inflow from financing activities	-	-
Net Movement in cash and cash equivalents	1,155,397	(415,295)
Cash and cash equivalents at the beginning of the period	132,614	547,909
Cash and cash equivalents at the end of the period	1,288,011	132,614

Lupin Healthcare (UK) Limited

DOMICILE, LEGAL FORM AND OTHER INFORMATION

Lupin Healthcare (UK) Limited is a private company, limited by shares and incorporated in England and Wales. The nature of the business undertaken is the distribution of generic and branded generic medicines.

Lupin Healthcare (UK) Limited has a place of business the same as the registered office at The Urban Building, Second Floor 3-9 Albert Street, Slough, Berkshire, SL1 2BE, United Kingdom.

NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2024

1. ACCOUNTING POLICIES

The principal accounting policies applied in the presentation of these financial statements are set out below.

1.1 Basis of preparation

The financial statements of Lupin Healthcare (UK) have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the United Kingdom (IFRSs as adopted by the UK), IFRIC Interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared under the historical cost convention.

Going concern

The financial statements have been prepared on the going concern basis which assumes that the company will continue in operational existence for a period of at least 12 months following the approval of these financial statements. This is dependent upon the company continuing to receive financial support from the parent company, Lupin Limited.

The directors are of the opinion that the company can meet the majority of its liabilities as they fall due. The company's parent company, Lupin Limited, has confirmed it will continue to support the company for a period of at least 12 months from the approval of these financial statements.

There can be no certainty in relation to these matters. However, the directors consider it appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that would result from a failure to ensure repayment of the amounts due to Lupin Limited.

Lupin Healthcare (UK) Limited

1.2 Revenue recognition

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

Revenue is recognised when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when the significant risks and rewards of ownership have been transferred to the buyer.

IFRS 15 has been applied consistently through the current accounting period.

The transaction price encompasses all consideration due from customers. The performance obligations are satisfied on delivery of goods to the customer with payment terms of one month and 3 work days from the end of the month of invoice.

1.3 Property, Plant and Equipment

Plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included on 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. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation is calculated using the straight line method to allocate their cost over their estimated useful economic lives as follows:

Computer equipment – 33.0%
Furniture and fitting – 25.0%
Other equipment – 10.0%
Office equipment – over lease term (5 years)
Leasehold property – over lease term (10 years)

An item of equipment is derecognised upon disposal or when no future economic benefits are expected from its use.

The assets' residual values, useful lives and depreciation methods are reviewed and adjusted prospectively if appropriate or if there is an indication of a significant change since the last report date.

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1.4 Leased Assets

The Company as a lessee

For any new contracts entered into on or after April 1 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. To apply this definition the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

Measurement and recognition of leases as a lessee

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

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Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero. The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use assets have been included in leasehold property and improvements and office equipment.

1.5 Inventories

Inventory is valued at the lower of cost and net realisable value. Cost is determined on the moving weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

1.6 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other receivables and payables and loan from related parties.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective impairment is found, an impairment loss is recognised in the Income Statement.

Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold in the ordinary course of the business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets. Short term receivables are measured at transaction price, less any impairment.

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Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and on hand and short-term deposits with an original maturity of three months or less. In the cash flow statements, bank balances and cash consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

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. Accounts payable are classified as current liabilities if payment is due in one year or less. If not, they are presented as non-current liabilities. Short term payables are measured at transaction price, less any impairment.

Other financial liabilities are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Impairment

All financial assets are reviewed (individually or collectively) for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. Where the carrying value of these instruments exceeds recoverable amount, the asset is written down to the recoverable amount. Impairment losses are recognised in the income statement.

Derecognition

A financial asset is derecognised where the rights to receive cash flows from the investments have expired or have been transferred and the company has transferred substantially all risks and rewards of ownership.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

1.7 Provisions

Provisions are recognised where there is a present legal or constructive obligation as a result of a past event, a reliable estimate of the obligation can be made and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. The expense relating to any provisions is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is

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used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

1.8 Foreign currency translations

Functional and presentation currency

Items included in the financial statements of the entity are measured using the currency of the primary economic environment in which the entity operates (functional currency). The company's functional and presentation currency is British Pound and all amounts, unless otherwise indicated, are stated in British Pounds.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the date of the transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement. Exchange differences on non-monetary items are accounted for based on the classification of the underlying items.

1.9 Employee Benefits

Obligations for contributions to the defined pension plan are recognised as an expense in the income statement as incurred.

1.10 Current and Deferred Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement and is calculated on the basis of tax laws enacted at the balance sheet date.

Deferred 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 financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets and liabilities are not discounted.

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1.11 Holiday Pay Accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Balance Sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Balance Sheet date.

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1.12 Adopted IFRS's not yet applied

The following standards, amendments and interpretations were applicable and adopted by the Company for the year ended 31 March 2024. They have not had a significant impact on the Company's result for the year, equity or disclosures:

- Definitions of Accounting Estimates - Amendments to IAS 8.
- Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction - Amendments to IAS 12.
- Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2.

The following are new accounting standards and amendments to existing standards that have been published and are applicable for the Company's accounting periods beginning 1 April 2024 onwards, which the Company has not early adopted:

- Classification of Liabilities as Current or Non-current and Non-current liabilities with Covenants - Amendments to IAS 1
- Lease Liability in a Sale and Leaseback - Amendments to IFRS 16.
- Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7.

The adoption of these new standards and amendments is not expected to have a material impact on the Company's financial statements.

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1.13 Judgment in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the period. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgments (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

The recoverability of Trade Receivables has been assessed as at the period end and up until the date of signing these financial statements. Management have based the decision to provide for any amounts based on their judgment of all the available information, and their experience of the specific nature of the Trade Receivable in question.

Inventory is included as per the accounting policy set out above. Management have assessed the need to write off or provide against any specific items based on the levels held at period end, and the expected revenues to be generated from such items in the immediate period post year end.

Rebate provision have been reviewed by the management at year end and accrued accordingly.

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2 REVENUE AND OTHER INCOME

2.1 Revenue from contracts with customers

The following notes disaggregate revenue by primary geographical market, major product lines and timing/ uncertainty of revenue recognition.

	Year ended March 31 2024 £	Year ended March 31 2023 £
Primary geographical market		
United Kingdom	24,656,881	15,770,068
Total	24,656,881	15,770,068
Major product lines		
Pharmaceuticals	24,656,881	15,770,068
Total	24,656,881	15,770,068
Timing of transfer of goods		
Products transferred at point of delivery	24,656,881	15,770,068
Total	24,656,881	15,770,068

	Year ended March 31 2024 £	Year ended March 31 2023 £
2.2 Other Income		
Other Income comprises the following:		
Marketing and management services provided to parent	2,170,140	1,962,183
	2,170,140	1,962,183

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3 PROFIT / (LOSS) FROM OPERATIONS

	Year ended March 31 2024 £	Year ended March 31 2023 £
3.1 Cost of Materials		
Purchase of traded goods	18,661,469	11,899,299
Opening stock	3,886,521	2,662,665
Closing Stock	<u>(6,435,163)</u>	<u>(3,886,521)</u>
(Decrease) in the stock of finished goods (including traded goods)	<u>(2,548,642)</u>	<u>(1,223,856)</u>
Total	<u>16,112,827</u>	<u>10,675,443</u>

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3.2	PROFIT/ (LOSS) FROM OPERATIONS BEFORE INTEREST	Year ended March 31 2024 £	Year ended March 31 2023 £
	Operating Expenses		
	Auditors remuneration - audit	28,000	21,400
	Auditors remuneration - Non audit	14,000	8,100
	Books & Periodicals	2,361	1,063
	Personnel expenses (see note 3.3)	4,483,677	3,574,285
	Repairs and Maintenance	165,185	140,918
	Rates and Taxes	50,764	40,377
	Insurance	11,500	8,305
	Power and Fuel	2,263	696
	Selling and Promotion Expenses	1,543,700	860,608
	Freight and Forwarding	803,871	658,709
	Building Service Charges	33,235	45,799
	Postage and Telephone Expenses	31,027	28,936
	Travelling and Conveyance	205,629	112,704
	Legal and Professional Charges	962,625	847,603
	Clinical and Analytical Charges	1,005,005	299,292
	Licence & Registrations	142,050	330,856
	Exchange (Gain) / Loss	11,760	17,523
	Miscellaneous Expenses (Includes printing and stationery, training expenses, membership fees etc)	194,838	108,973
	Depreciation on ROU Asset	93,439	99,394
	Depreciation	24,507	23,401
	Total	9,809,436	7,228,942

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	Year ended March 31 2024 £	Year ended March 31 2023 £
3.3 Personnel expenses		
Salaries, Wages and Bonus	3,662,111	2,918,384
Contribution for retirement benefits	196,682	177,737
Contribution to National Insurance	451,556	388,120
Staff Welfare Expenses	173,328	90,044
Total	4,483,677	3,574,285

Remuneration (including employer's pension contributions) paid to key management personnel during the year amounted to £868,728 (2023: £595,595)

Average number of employees employed during the year -

Department	2024 Numbers	2023 Numbers
General Management	1	1
Sales and Business development	13	13
Regulatory	6	6
Supply Chain	1	1
HR and Finance	3	3
Medical	2	2
Partner Business	5	4
	31	30

	Year ended March 31 2024 £	Year ended March 31 2023 £
3.4 Finance Expenses		
Finance on IFRS 16 leases	9,673	12,686
Finance on Intercompany loan	465,754	100,000
Total	475,427	112,686

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		Year ended March 31 2024	Year ended March 31 2023
		£	£
4 Taxation			
	UK Corporation tax charge for the Profit/ (Loss) for the year	85,929	32,125
	Over provision in prior year		(3,455)
	Movement in deferred tax	(3,523)	5,549
		<u>82,406</u>	<u>34,219</u>

Factors affecting tax charge for the period -

The tax assessed for the period is lower than (2023: higher than) the standard rate of corporation tax in the UK at 25% (2023: 19%). The differences are explained below -

	Year ended March 31 2024	Year ended March 31 2023
	£	£
(Loss)/ Profit on ordinary activities before tax	<u>429,331</u>	<u>(284,820)</u>
(Loss)/ Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2023: 19%)	107,333	(54,116)

Effects of:

Expenses not deductible for tax purposes	(21,096)	86,241
Effects of change of rate of tax on deferred tax	-	(3,363)
Over provision in prior year	-	(3,455)
Other	(3,831)	8,912
Current tax charge for the period (see note above)	<u>82,406</u>	<u>34,219</u>

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5 PROPERTY, PLANT AND EQUIPMENT

	Leasehold Property £	Office Equipment	Computer Equipment £	Furniture and Fixtures £	Other Equipment £	Total £
Cost						
Balance as at 1st April 2023	581,643	70,672	72,266	206,375	22,086	953,042
Acquisitions		-	11,992	-	-	11,992
Disposals			-	-	-	-
Balance as at 31st March 2024	<u>581,643</u>	<u>70,672</u>	<u>84,258</u>	<u>206,375</u>	<u>22,086</u>	<u>965,034</u>
Depreciation and impairment						
Balance as at 1st April 2023	317,220	15,358	56,876	132,232	22,086	543,772
Depreciation charge for the year	79,305	14,134	4,152	20,355	-	117,946
Disposals			-	-	-	-
Balance as at 31st March 2024	<u>396,525</u>	<u>29,492</u>	<u>61,028</u>	<u>152,587</u>	<u>22,086</u>	<u>661,718</u>
Net Book Value						
Balance as at 31st March 2023	<u>264,423</u>	<u>55,314</u>	<u>15,390</u>	<u>74,143</u>	<u>-</u>	<u>409,270</u>
Balance as at 31st March 2024	<u>185,118</u>	<u>41,180</u>	<u>23,230</u>	<u>53,788</u>	<u>-</u>	<u>303,316</u>

Included in the above line items are right-of-use assets over the following:

	£
Leasehold Property	185,118
Office Equipment	<u>41,180</u>
Total	<u>226,298</u>

5.1 Deferred tax asset

At the balance sheet date, the Company had a deferred tax asset arising on right of use assets and employee share option accruals of £17,537 (2023: £14,014)

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	As At March 31 2024 £	As At March 31 2023 £
6 INVENTORIES		
The amount attributable to the different categories are as follows:		
Finished Goods	6,435,163	3,886,521
Total	<u>6,435,163</u>	<u>3,886,521</u>

At the year end, the provision for obsolete stock and net realisable value adjustments amounts to £975,663 (2023: £747,951) and this amount was recognised as an expense. Inventory is obsolete and written off due to the goods being damaged or expired. Net realisable value adjustments occur if the selling price is below the cost of goods sold.

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		As At March 31 2024 £	As At March 31 2023 £
7	TRADE AND OTHER RECEIVABLES		
7.1	Other Receivables due after one year	<u>61,965</u>	<u>61,965</u>
7.2	Amount due from group undertakings	<u>972,443</u>	<u>998,059</u>
7.3	Trade receivables	11,187,300	8,954,164
	Other receivables	46,864	55,744
	Prepayments	280,276	137,154
	Total Receivables due within one year	<u>11,514,440</u>	<u>9,147,062</u>
	Total Trade & Other Receivables	<u>12,548,848</u>	<u>10,207,086</u>
		As At March 31 2024 £	As At March 31 2023 £
8	CASH AND CASH EQUIVALENTS		
	Cash in hand	1,169	1,169
	Bank balances in current account	919,855	131,445
	Cash in transit	366,987	-
	Total	<u>1,288,011</u>	<u>132,614</u>
		As At March 31 2024 £	As At March 31 2023 £
9	SHARE CAPITAL		
	Authorised ordinary shares of £ 1 each	<u>3,251,000</u>	<u>3,251,000</u>
	Issued and fully paid ordinary shares of £ 1 each	<u>3,251,000</u>	<u>3,251,000</u>

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	As At March 31 2024 £	As At March 31 2023 £
10 TRADE AND OTHER PAYABLES		
Trade payables	2,232,734	1,910,736
Accruals	6,666,143	3,817,339
Social Security & Other Taxes	674,730	611,475
Total	<u>9,573,607</u>	<u>6,339,550</u>

	As At March 31 2024 £	As At March 31 2023 £
11.1 AMOUNTS OWED TO GROUP UNDERTAKINGS		
Less than one year		
Amounts owed to group undertakings	10,168,844	7,751,459
	<u>10,168,844</u>	<u>7,751,459</u>

	As At March 31 2024 £	As At March 31 2023 £
11.2 OTHER LOANS AND BORROWINGS		
Loan - less than one year	-	8,000,000
Loan - greater than one year	8,000,000	-
	<u>8,000,000</u>	<u>8,000,000</u>

Amounts relate to an unsecured loan from a related party which was extended for a further three years in June 2023 at an interest rate of 7% (previously 1.25%). Repayment is due at the end of the loan term.

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12 RELATED PARTIES

The following companies and other entities are regarded as related parties:

Lupin Atlantis Holding SA, Switzerland (**Holding Company**)

Lupin Limited, India (**Ultimate Holding Company**)

Entities controlled by LUPIN HEALTHCARE (UK) LIMITED directors

Lupin Australia Pty Ltd., Australia

Generic Health Pty Ltd., Australia

Lupin Atlantis Holding SA, Switzerland

Lupin Philippines, Inc., Philippines

Generic Health Sdn. Bhd., Malaysia

Medquimica Industria Farmaceutica LTDA, Brazil

Multicare Pharmaceuticals Philippines Inc., Philippines

Pharma Dynamics (Proprietary) Limited, South Africa

Southern Cross Pharma Australia Pty. Limited, Australia

Lupin Digital Health Limited, India

Lupin Diagnostics Limited (formerly known as Lupin Healthcare Ltd.), India

Nanomi B. V., Netherlands (formerly known as Lupin Holdings B.V., Netherlands)

Lupin Life Sciences Limited (formerly known as Lupin Atharv Ability Limited), India

Polynova Industries Limited, India

Zyma Properties Private Limited, India

Lupin Investments Pvt. Ltd, India

Lupin Europe GmbH, Germany

Hormosan Pharma GmbH, Germany

Laboratorios Grin, S.A. de C.V., Mexico

The company entered into the following transactions with related parties in 2024.

	Lupin Limited	Lupin Atlantis Holdings SA
	£	£
Purchase of Traded Goods	17,030,906	1,185,477
Marketing/ Management services provided and reimbursed	1,419,834	750,306
Services received from Lupin Atlantis Holdings SA including reimbursement	-	288,892
Services received from Lupin Ltd including reimbursement	140,225	-
Interest on Long Term Loan	-	465,754
Amount owing to related party	9,066,299	1,169,713
Amount due from related party	649,062	323,381

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The company entered into the following transactions with related parties in 2023.

	Lupin Limited	Lupin Atlantis Holdings SA
	£	£
Purchase of Traded Goods	9,963,521	1,767,232
Marketing/ Management services provided and reimbursed	1,516,097	446,086
Services received from Lupin Atlantis Holdings SA including reimbursement	-	200,445
Services received from Lupin Ltd including reimbursement	215,724	-
Interest on Long Term Loan	-	100,000
Amount owing to related party	6,146,159	1,605,300
Amount due from related party	957,435	40,624

Note 11.2 details intercompany loan.

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13 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

13.1(i) FINANCIAL ASSETS & LIABILITIES

The company has other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. The main risk arising from the company's financial instruments are credit risk, liquidity risk and market risk.

In assessing risk the company classifies financial assets and liabilities as follows:

	As At March 31 2024	As At March 31 2023
Assets	At amortised cost £	At amortised cost £
Trade and other receivables	12,268,572	10,069,932
Cash and cash equivalents	1,288,011	132,614
Total	13,556,583	10,202,546
Liabilities	At amortised cost £	At amortised cost £
Trade and other payables	19,067,721	13,479,534
Total	19,067,721	13,479,534

13.1(ii) FINANCIAL INSTRUMENTS NOT MEASURED AT FAIR VALUE

Financial instruments not measured at fair value include, cash and cash equivalents, trade and other receivables and trade and other payables. Due to the short-term nature, the carrying value of cash and cash equivalents, trade and other receivables and trade and other payables approximates their fair value. There are no financial instruments measured at fair value.

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13.2 CREDIT RISK

Credit risk arises on cash and cash equivalents with banks and financial institutions, as well as credit exposures to customers.

The company trades only with recognised, creditworthy third parties. All customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the conclusion that the company's exposure to bad debt is not significant.

Credit risk is managed by pro-active debt management. Credit limits are applied to each customer per the Experian credit limit. Any deviations to the Experian credit limit are approved by senior management and do not exceed 6 months of forecasted sales.

The company does not consider there to be any credit risk against any other financial instruments.

	2024 Gross £	2024 Impairment £	2023 Gross £	2023 Impairment £
Less than 90 Days	11,187,300	-	8,954,164	-
90 - 180 Days	-	-	-	-
Greater than 180 Days	-	-	-	-
	11,187,300	-	8,954,164	-

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13.3 LIQUIDITY RISK

The company's approach to liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, without incurring unacceptable losses or risking damage to the company's reputation.

Liquidity risk is managed through ongoing reviews of cash flow forecasts.

The table below details the company's expected maturity for its financial liabilities. The amounts are based on the undiscounted contractual maturities of the financial liabilities i.e. gross cash flows that are exchanged.

	Total £	On demand £	Less than 1 month £	1 to 3 months £	3 months to 1 year £	Greater than 1 year £
At 31 March 2024						
Non-interest bearing liabilities:						
- trade and other payables	12,401,578	68,505	-	7,658,990	4,603,106	70,977
	<u>12,401,578</u>	<u>68,505</u>	<u>-</u>	<u>7,658,990</u>	<u>4,603,106</u>	<u>70,977</u>
At 31 March 2023						
Non-interest bearing liabilities:						
- trade and other payables	9,662,195	490	5,404,651	2,524,810	1,732,244	-
Interest bearing liabilities:						
- loans and other borrowings						
	<u>9,662,195</u>	<u>490</u>	<u>5,404,651</u>	<u>2,524,810</u>	<u>1,732,244</u>	<u>1,732,244</u>

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13.4 MARKET RISK

Market prices comprise three types of risk: Interest rate risk, currency risk and other price risk, such as equity risk.

Interest rate risk management

The company has a loan from related party and the interest rate. The interest rate on the related party loan has changed to 7% effective June 2023 (2023: 1.25%). The interest rate risk is deemed to be a low risk.

Foreign currency risk management

The company undertakes certain transactions in foreign currencies and hence exposure to exchange rate fluctuations arises. The sensitivity to foreign exchange rates is monitored through review of the impact on profit. Transactions in foreign currencies include United States Dollar (USD) & Euro (EUR).

Foreign currency exposure at year end

	March 31 2024 EUR	March 31 2024 USD	March 31 2023 EUR	March 31 2023 USD
Included in trade receivables	-	-	-	-
Included in trade payables	(1,600)	-	(2,515)	-
Included in amount due from group undertaking	-	-	-	-
Included in amount due to group undertakings	(32,016)	(137,494)	(28,321)	(129,408)
Total	(33,616)	(137,494)	(30,836)	(129,408)

Transactions in foreign currencies are typically settled within 3 months and so there is minimal exposure of foreign currency movements.

13.5 CAPITAL RISK MANAGEMENT

The company manages its capital to ensure that the company will be able to continue to operate as a going concern while maximising the return to the stakeholders.

The directors meet regularly to review the capital structure. As part of this review the directors consider the availability of funding within the group to fund the company's capital requirements. The directors also consider the cost of capital and the risks associated with each class of capital.

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14 OPERATING LEASE COMMITMENTS

The company has entered into commercial leases on certain office premises, cars and equipment. There are no restrictions placed upon the lessee by entering into these leases.

The Company has leases for leasehold property and office equipment. Each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment (see Note 1.4).

Leases of office equipment are generally limited to a lease term of 2 to 5 years. Leases of property generally have a lease term ranging from 5 years to 10 years.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublet the asset to another party, the right-of-use asset can only be used by the Company. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to purchase the underlying leased asset outright at the end of the lease, or to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets as security. For leases over office buildings the Company must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company must insure items of property, plant and equipment and incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognised on balance sheet:

	No. of right-of use asset leased	Range of remaining term	Average remaining lease term	No. of leases with extension options	No. of leases with options to purchase	No. of leases with variable payments linked to an index	No. of leases with termination options
Right of use asset							
Leasehold Property	1	3	3	1	-	-	1
Office Equipment	1	3	3	-	-	-	1

Lupin Healthcare (UK) Limited

The changes in the Group's liabilities arising from financing activities can be classified as follows:

	Lease liabilities £
April 01 2023	377,603
Cash flows:	
- Repayment	(108,801)
- Additions	
- Disposals	
- Proceeds	
March 31 2024	268,802

Right of use asset

Additional information on the right-of-use assets by class of assets is as follows:

Asset	Carrying amount £	Additions £	Depreciation £
Leasehold Property	185,118	-	79,305
Office Equipment	41,180	-	14,134

Lease liabilities

Lease liabilities are presented in the statement of financial position as follows:

	As At March 31 2024 £	As At March 31 2023 £
Current	112,251	108,802
Non-current	156,551	268,801
Total	268,802	377,603

Lupin Healthcare (UK) Limited

	March 31 2024 £	March 31 2023 £
	Year ended March 31 2024 £	Year ended March 31 2023 £
15 DIRECTOR'S REMUNERATION		
Gross salary and allowances	410,536	241,016
Contribution to pensions and other funds	15,792	12,151
Perquisites	2,285	2,088
Total	428,613	255,255

The above remuneration related to one director (2023: one), therefore is also the remuneration of the highest earning director.

During the period there were retirement benefits accruing under a money purchase pension scheme to one director (2023: one).

16 ULTIMATE PARENT COMPANY AND PARENT COMPANY OF LARGER GROUP

The company is a subsidiary undertaking of Lupin Atlantis Holding SA which is the immediate parent company incorporated in Switzerland.

The ultimate parent company is Lupin Limited incorporated in India.

The consolidated financial statements of the groups headed by this company are available to the public and may be obtained from <https://www.lupin.com/investors/financials/>.