# **Dechra Finance Limited**

Annual Report and Financial Statements Registered number 09129928 For the year ended 30 June 2019



Annual Report and Financial Statements For the year ended 30 June 2019

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# Strategic Report

#### **Business review**

The Company acts as a financing company. The functional currency is Euro as the majority of transactions entered into by the Company are transacted in Euros.

#### **Financial Review**

#### Results

The results for the year are set out on page 6.

## Review of operating performance

#### Company performance

The Company received interest income of  $\epsilon$ 10,210,000 (2018:  $\epsilon$ 5,122,000) and had interest payable of  $\epsilon$ 3,059,000 (2018:  $\epsilon$ 1,212,000) during the year.

The financial position at the end of the year was strong with equity shareholders' funds standing at €134,848,000 (2018: €144,568,000).

#### **Funding**

The Company is principally funded by investment from the Company's parent and external debt of €213,000,000.

## Risks and uncertainties

The Company, like every business, faces risks and uncertainties in both its day to day operations and through events relating to the achievement of its long term strategic objectives.

The Board has ultimate responsibility for risk management within the Company and there is an ongoing and embedded process of assessing, monitoring, managing and reporting on significant risks faced by the Company.

On behalf of the board

18 December 2019

# **Directors' Report**

The directors present their report and the audited financial statements for the year ended to 30 June 2019.

#### **Future developments**

The company will continue to act as a financing company for other companies within the Dechra Pharmaceuticals PLC Group.

#### **Directors**

The directors who were in office during the year and up to date of signing the financial statements were:

ID Page AG Griffin (appointed 4 April 2019) P Sandland (appointed 5 December 2019) RJ Cotton (resigned 3 April 2019) MJ Hall – Company secretary

#### Political and charitable contributions

The company made no political or charitable contributions during the year.

#### Financial risk management

The Company uses various financial instruments to manage its financial risk. These include loans and cash that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the wider Group's operations.

## Liquidity risk

The Company seeks to manage liquidity risk by ensuring sufficient liquidity is available to meet its foreseeable needs and to invest cash assets safely and profitably. The Directors review the cash projections on a regular basis to ensure the business has adequate liquidity and working capital.

#### **Dividends**

An interim dividend of €15,000,000 was paid during the year (2018: €41,849,290).

# Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# Directors' Report (continued)

#### 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 he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

## Directors' and officers' liability

The Company maintains an appropriate level of directors' and officers' insurance whereby directors are indemnified against liabilities to third parties to the extent permitted by the Companies Act 2006. The directors also benefited from qualifying third party indemnity provisions in place during the financial year and at the date of this report. A copy of the indemnity provisions will be available for inspection upon request at the registered office.

# **Independent auditors**

PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment was approved by the shareholders.

On behalf of the board

ID Page Director 24 Cheshire Avenue Cheshire Business Park Lostock Gralam Northwich

> CW9 7UA 18 December 2019

# Independent auditors' report to the members of Dechra Finance Limited

## Report on the audit of the financial statements

#### Opinion

In our opinion, Dechra Finance Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the statement of financial position as at 30 June 2019; the income statement and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

#### Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

## Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

# Independent auditors' report to the members of Dechra Finance Limited (continued)

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 June 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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

#### Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

# Other required reporting

# Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- · we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Andrew Hammond (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors Birmingham

December 2019

# Income statement for the year ended 30 June 2019

	Note		
		Year ended	Year ended
		30 June	30 June
		2019	2018
		€000	€000
Administrative expenses		(62)	-
Operating profit		(62)	-
Income from shares in group undertakings		-	1,038
Finance income	4	10,210	5,122
Finance costs	5	(3,059)	(1,212)
Profit before taxation	2	7,089	4,948
Tax on profit	6	(1,343)	(706)
Profit for the financial year		5,746	4,242

All amounts relate to continuing operations.

There are no other comprehensive income recognised in either the current or preceding year other than the profit for this year.

The notes on pages 9 to 16 form part of the financial statements.

# Statement of financial position as at 30 June 2019

	Note	2019 €000	2019 €000	2018 €000	2018 €000
Current assets Trade and other receivables (€75,103,000 is non-current) Cash	7	358,269		320,690 9,854	
	-	358,269		330,544	
Trade and other payables	8	(10,421)		(7,976)	
Net current assets	-				
			347,848		322,568
Total assets less current liabilities		_	347,848	_	322,568
Creditors: Amounts falling due in more than one year Borrowings	9		(213,000)		(178,000)
Net assets		_	134,848		144,568
Equity Issued share capital Share premium account Retained earnings	10	_	112,203 20,349 2,296		112,203 20,349 12,016
Total shareholders' funds		_	134,848		144,568

The notes on pages 9 to 16 form part of the financial statements.

The financial statements on pages 6 to 16 were approved by the board of directors on BDecember 2019 and were signed on its behalf by:

ID Page Director

Company number: 09129928

# Statement of changes in equity for the year ended 30 June 2019

	Share premium account €000	Issued share capital €000	Retained Earnings €000	Total shareholders' funds €000
For the year ended 30 June 2018 Balances at 1 July 2017 Shares Issued Profit for the financial year Dividends Paid	20,349	112,203	49,622 - 4,242 (41,849)	49,622 132,552 4,242 (41,849)
Balances at 30 June 2018	20,349	112,203	12,016	144,568
For the year ended 30 June 2019 Balances at I July 2019 Change in accounting policy	20,349	112,203	12,016 (466)	144,568 (466)
At 1 July 2018 (Restated) Profit for the financial year Dividends Paid	20,349	112,203	11,550 5,746 (15,000)	144,102 5,746 (15,000)
Balances at 30 June 2019	20,349	112,203	2,296	134,848

## Notes to the financial statements

## 1 Principal accounting policies

#### General information

Dechra Finance Limited acts as a financing company. The Company is incorporated and domiciled in England, UK, and is a private limited company. The address of the registered office is 24 Cheshire Avenue, Cheshire Business Park, Lostock Gralam, Northwich, CW9 7UA.

#### Basis of preparation

The financial statements of Dechra Finance Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. There are no areas involving a high degree of judgement or estimates given the nature of the entity. All accounting policies have been applied consistently other than where new policies have been adopted.

The following exemptions have been taken in preparing the financial statements;

- a) The requirements of paragraphs 45(b) and 46 to 52 of IFRS 2 'Share-based Payment', exempting the Company from preparing share based payment disclosures.
- b) The requirements of IFRS 7 'Financial Instruments: Disclosures'
- c) The following requirements of IAS 1:
  - Paragraphs 10(d) and 111, exempting the Company from providing a cash flow statement and information;
  - Paragraph 16, exempting the Company from providing a statement of compliance with all IFRSs;
  - Paragraph 38A, exempting the Company from the requirement for a minimum of two of each primary statement and the related notes;
  - Paragraph 38B to D, exempting the Company from the requirement to present additional comparative information; and
  - Paragraphs 134 to 136, exempting the Company from presenting Capital Management disclosures.
- d) The requirements of IAS 7 'Statement of Cash Flows', exempting the Company from preparing a cash flow statement
- e) The requirements of paragraph 17 of IAS 24 'Related Party Disclosures', exempting the Company from disclosing details of all key management compensation.
- f) The requirements in IAS 24 'Related Party Disclosures' to disclose related party transactions with wholly-owned members of the Group.
- g) The requirements of paragraphs 30 and 31 of IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors' exempting the company from disclosing the impact of new accounting standards that have been issued but are not yet effective.

The directors intend that the Company will take advantage of the above disclosure exemptions for the year ended 30 June 2020. The Company is a wholly owned subsidiary of Dechra Pharmaceuticals PLC, which is the ultimate parent. It is included in the consolidated financial statements of Dechra Pharmaceuticals PLC which are publicly available. Therefore the company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

#### Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing the financial statements.

## 1 Principal accounting policies (continued)

#### Adoption of new and revised standards

The following relevant standards, amendments to standards or interpretations have been adopted for the first time from 1 July 2018.

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting. The adoption of IFRS 9 'Financial Instruments' from 1 July 2018 resulted in changes in accounting policies, and there was a material impact on the financial statements for the year to 30 June 2019, and retained earnings at 1 July 2018. The impact of the change in accounting policies has been disclosed in note 13. In accordance with the transitional provisions in IFRS 9, comparative figures have not been restated.

#### Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the statement of financial position date in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situation in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

#### Financial guarantee contracts

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other group companies, the Company considers these to be insurance arrangements, and accounts for them as such. In this respect, the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

#### Investments in subsidiaries

Investments held as non-current assets are stated at cost less any impairment losses.

#### Trade and other receivables

Trade and other receivables are amounts due from other Group entities. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets. Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

## Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

# 1 Principal accounting policies (continued)

#### Share capital

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

#### Dividend income

Dividend income is recognised when the right to receive payment is established.

## Dividend distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or, in the case of an interim dividend, when the dividend is paid.

#### **Impairment**

The carrying amounts of the Company's assets are reviewed at each statement of financial position date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

# 2 Profit before taxation

No directors received any emoluments in respect of services as director of this Company during the year (2018: Enil). Auditors' remuneration has been borne by the ultimate parent undertaking in both years.

# 3 Employees and directors

Excluding directors, the Company did not employ any persons during the year (2018: €nil).

# 4 Finance income

	2019 €000	2018 €000
Other interest receivable Foreign exchange movements	10,210 -	5,115 7
Total finance income	10,210	5,122
5 Finance costs	2019 €000	2018 €000
External bank interest Other interest payable	3,059	1,211
Total finance costs	3,059	1,212

# 6 Income tax expense

The expense meaner in the meaner statement	2019 €000	2018 €000
Current tax  UK Corporation tax on profits for the year  Adjustment in respect of prior period	1,335 (4)	733 (27)
Total current tax	1,331	706
Deferred tax Origination and reversal of timing differences	12	-
Total deferred tax	12	-
Income tax expense	1,343	706

The current tax expense is lower (2018: lower) than the standard rate of corporation tax in the UK of 19% (2018: 19%). The differences are explained below:

, y,		2019 €000	2018 €000
Profit on ordinary activities before taxation		7,089	4,948
Current tax charge at 19% (2018: 19%)		1,347	940
Effects of: Income not taxable Adjustments in respect of prior periods	,	(4)	(223) (11)
Total income tax expense		1,343	706

The Government announced in the Finance Act 2016 that it intends to reduce the rate of corporation tax to 17% with effect from 1 April 2020, this was substantively enacted in September 2016.

# 7 Trade and other receivables

	2019 €000	2018 €000
	6000	6000
Deferred tax asset (due in greater than one year)	98	
Amounts owed by group undertakings	351,840	320,690
Amounts owed by group undertakings - cash pooling	6,331	-
	358,269	320,690

Amounts owed by group undertakings are unsecured, and attract interest of up to 5.88% depending on the agreement. €1,309,000 (€2,741,000) of the balance is repayable on demand, with the remainder due before 2023. €75,005,000 of the amounts owed by group undertakings is non-current. The credit loss provision against amounts owed by group undertakings is €638,000 (2018: €576,000). Where the amounts due from group undertakings are repayable on demand they are calculated using the expected loss model, if the loan is for a fixed term the credit loss provision is calculated using the twelve month default rate in BBB-rated bonds.

## 8 Trade and other payables

	2019	2018
•	€000	€000
Amounts owed to group undertakings	7,869	6,935
Accruals and deferred income	488	307
Corporation tax	2,064	734
	10,421	7,976
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Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayments and are repayable on demand.

## 9 Borrowings

Borrowings due within one year: Bank overdraft	2019 €000	2018 €000
Borrowings due after one year: Bank loan	213,000	178,000

This facility is not secured on any specific assets of the Company but is supported by a joint and several cross-guarantee structure. Interest is charged at 1.8% over LIBOR. All covenants were met during the year ended 30 June 2019.

## 10 Issued share capital

	Ordinary shares of €1 each		
	Number	€000	
Allotted and fully paid			
At 1 July 2018	112,202,638	112,203	
Shares Issued	•	-	
At 30 June 2019	112,202,638	112,203	
11 Dividend distribution			
	2019	2018	
	€000	€000	
Paid during the year (€0.13 per share (2018 : €41,849,290.07 per share))	15,000	41,849	

## 12 Contingent liabilities

The Company guarantees the borrowings of certain other group companies which at 30 June 2019 amounted to €130,698,992, (2018: €328,028,000).

#### 13 Changes in accounting policy

This note explains the impact of the adoption of IFRS 9 'Financial Instruments' on the Company's Financial Statements and also discloses the new accounting policies that have been applied from 1 July 2018, where they are different to those applied in prior periods.

The table below shows the impact on the opening balance sheet retained earnings as at 1 July 2018, from the adoption of IFRS 19; note only the line items affected by the change have been included:

Statement of financial position (extract)	Reported 30 June 2018 €000	IFRS 9 €000	Restated 1 July 2018 €000
Current assets Trade and other receivables Deferred tax assets	320,690	(576) 110	320,114 110
Equity Retained earnings	12,016	(466)	11,550

## IFRS 9 Financial Instruments - Impact of Adoption

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting. The adoption of IFRS 9 'Financial Instruments' from 1 July 2018 resulted in changes in accounting policies, and there was a material impact on the financial statements for the year to 30 June 2019, and retained earnings at 1 July 2018. The new accounting policies are set out in note 1. In accordance with the transitional provisions in IFRS 9, comparative figures have not been restated.

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For the year ended 30 June 2019

# Notes to the financial statements (continued)

## 13 Changes in accounting policy (continued)

The Company has amounts owed from other group companies that are subject to IFRS 9's new expected credit loss model. The Company was required to revise its impairment methodology under IFRS 9 for this class of asset. To measure the expected credit losses, the loans that were repayable on demand were measured using the twelve month default rate in BBB-rated bonds.

Cash and cash equivalents are also subject to the impairment requirements of IFRS 9; however, the identified impairment loss of this financial asset was immaterial.

The adoption of IFRS 15 has resulted in operating profit being  $\epsilon 0.1$  million lower in the current period compared to IAS 39. There is a corresponding tax credit of  $\epsilon 20,000$  recognised in relation to this.

# 14 Controlling parties

The immediate and ultimate holding company and the smallest and largest group to consolidate these financial statements is Dechra Pharmaceuticals PLC.

Copies of the group financial statements of Dechra Pharmaceuticals PLC may be obtained from 24 Cheshire Avenue, Cheshire Business Park, Lostock Gralam, Northwich, CW9 7UA.