
Johnson & Johnson UK Treasury Company Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

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JOHNSON & JOHNSON UK TREASURY COMPANY LIMITED

COMPANY INFORMATION

Directors	E Haskell H Murphy (appointed 31 December 2022) C Heudecker (appointed 31 October 2022) S Easton (appointed 31 December 2022)
Registered number	09911936
Registered office	Pinewood Campus Nine Mile Ride Wokingham Berkshire RG40 3EW
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 3 Forbury Place 23 Forbury Road Reading Berkshire RG1 3JH

**DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

The directors present their annual report and the audited financial statement of the company for the financial year ended 1 January 2023.

The company's reporting period ends on the Sunday closest to 31 December, being 1 January 2023 for the current year (52 weeks) and 2 January 2022 for the prior year (52 weeks).

Statement of directors' responsibilities in respect of the financial statements

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

The directors are also 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.

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Results and dividends

The income statement for the financial year is set out on page 9.

The company's profit for the financial year amounted to \$6,982,000 (2021: \$354,899,000) resulting from the interest income and resulting in previous year from profit on disposal of investments. A dividend of amount \$359,750,000 was paid during the financial year and there are no proposed dividends awaiting approval at 1 January 2023.

Events since the year end

There have been no significant events after the year end.

DIRECTORS' REPORT (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

Going concern

The company ceased trading operations during the financial year 2021 and since then the management has intended for the company to be non-trading for the foreseeable future. There is no intention to liquidate the company thus, the company is still continuing as a going concern.

Directors

The directors who served during the year and up to the date of signing the financial statements, unless otherwise stated, are given below:

S Didier (resigned 31 December 2022)
E Haskell
G A Devonshire (resigned 31 December 2022)
C Vaughan-Read (resigned 31 December 2022)
H Murphy (appointed 31 December 2022)
C Heudecker (appointed 31 October 2022)
S Easton (appointed 31 December 2022)

Directors' indemnity insurance

The ultimate parent company has granted an indemnity to one or more of the company's directors against liability in respect of proceedings brought by third parties, subject to conditions set out in the Companies Act 2006.

Such qualifying third party indemnity provision was in force throughout the financial year and remains in force as at the date of approving the directors' report.

Future outlook

The directors do not expect any change in the fundamental company activities.

Financial risk management

The policies set by the Group are implemented by the company's finance department. The department has a policy and procedures manual that sets out specific guidelines to manage price risk, credit risk, liquidity risk, interest rate cash flow risk and foreign exchange risk and circumstances where it would be appropriate to use financial instruments to manage these.

Liquidity risk

The company is funded within the Johnson & Johnson group of companies. Its funding requirements are reviewed regularly by both the board of directors and the treasury department of Johnson & Johnson to ensure the company has sufficient available funds for operations and planned expansions.

Interest rate cash flow risk

The company has no interest bearing assets. The company has a policy of maintaining debt at a fixed rate to ensure certainty of future interest cash flows. The directors will revisit the appropriateness of this policy should the company's operations change in size or nature.

Foreign exchange risk

The company conducts transactions in foreign currencies. The company manages its foreign exchange risk by hedging its significant exposures through a group hedging scheme.

DIRECTORS' REPORT (CONTINUED)
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

Independent Auditors

PricewaterhouseCoopers LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place in accordance with section 487 of the Companies Act 2006 for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

Small companies exemption

The directors have taken exemption from the requirement to prepare Strategic Report under section 414(B) of the Companies Act 2006.

The financial statements on pages 9 to 21 were approved by the Board of Directors on 24 August 2023 and signed on its behalf by:

Elizabeth Haskell

Elizabeth Haskell is a Director of Johnson & Johnson UK Treasury Company Limited. She is also a Director of Johnson & Johnson UK Treasury Company Limited. She is also a Director of Johnson & Johnson UK Treasury Company Limited. She is also a Director of Johnson & Johnson UK Treasury Company Limited.

E Haskell
Director

Date: 25 September 2023

Independent auditors' report to the members of Johnson & Johnson UK Treasury Company Limited

Report on the audit of the financial statements

Opinion

In our opinion, Johnson & Johnson UK Treasury Company Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 1 January 2023 and of its profit for the 52 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including 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 1 January 2023; the Income statement and the Statement of changes in equity for the period 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

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.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

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

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the period ended 1 January 2023 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 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 in respect of the financial statements, 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.

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.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax regulations and the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to manipulation of results through posting of fraudulent journals as well as adjustments between the trial balance and the financial statements. Audit procedures performed by the engagement team included:

- Obtaining an understanding of the legal and regulatory framework applicable to the company and how the company is complying with that framework;
- Enquiry of management and director around known or suspected instance of non-compliance with laws and regulations and fraud;
- Review of minutes of meetings with the Directors;
- Identifying and testing journal entries, in particular any journal entries that are unusual and represent a material misstatement due to fraud or are posted outside of the trial balance for financial statement purposes only; and
- Assessing reasonableness of accounting estimates, and incorporating elements of unpredictability to the nature and extent of audit procedures performed by us.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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 obtained 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.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Hassan Ahmed (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Reading
25 September 2023

JOHNSON & JOHNSON UK TREASURY COMPANY LIMITED

INCOME STATEMENT
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

		Financial year ended 1 January	Financial year ended 2 January
	Note	2023 \$000	2022 \$000
Administrative expenses		(8)	(79)
Operating loss	4	(8)	(79)
Interest receivable and similar income	7	8,611	—
Profit on disposal of investments	9	—	355,041
Finance costs		(1)	—
Profit before income tax		8,602	354,962
Income tax expense	8	(1,620)	(63)
Profit for the financial year		6,982	354,899

The company has no other comprehensive income other than the results above, and therefore no separate statement of other comprehensive income has been prepared.

All amounts relate to continuing operations.

The notes on pages 12 to 21 form part of these financial statements.

JOHNSON & JOHNSON UK TREASURY COMPANY LIMITED
REGISTERED NUMBER: 09911936

STATEMENT OF FINANCIAL POSITION
AS AT 1 JANUARY 2023

		1 January 2023 \$000	2 January 2022 \$000
	Note		
Non current assets			
Investments	9	—	—
		—	—
Current assets			
Trade and other receivables	10	8,311	594,983
Cash and cash equivalents		540	4
		8,851	594,987
Trade and other payables: amount falling due within one year	11	(1,769)	(137)
Net current assets		7,082	594,850
Net assets		7,082	594,850
Capital and reserves			
Capital contribution		—	235,000
Retained earnings		7,082	359,850
Total equity		7,082	594,850

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

**Elizabeth
Haskell**

Digitally signed by Elizabeth Haskell
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E Haskell
 Director

Date: 25 September 2023

The notes on pages 12 to 21 form an integral part of these financial statements.

JOHNSON & JOHNSON UK TREASURY COMPANY LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

	Capital contribution	Retained earnings	Total equity
	\$000	\$000	\$000
At 3 January 2021	235,000	4,951	239,951
Profit for the financial year	—	354,899	354,899
Total comprehensive income for the financial year	—	354,899	354,899
At 2 January 2022	235,000	359,850	594,850
Profit for the financial year	—	6,982	6,982
Dividend paid	(235,000)	(359,750)	(594,750)
Total comprehensive loss for the financial year	(235,000)	(352,768)	(587,768)
At 1 January 2023	—	7,082	7,082

The notes on pages 12 to 21 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

1. General Information

Johnson & Johnson UK Treasury Company Limited ("the company") is a private company limited by shares and is incorporated and domiciled in the United Kingdom. The address of its registered office is: Pinewood Campus, Nine Mile Ride, Wokingham, Berkshire, RG40 3EW. The company provides financial and treasury services to other companies within the Johnson & Johnson group, though we note that the entity is currently non-trading.

Johnson & Johnson Management Limited, a company incorporated in the United Kingdom, is the company's immediate parent company.

Johnson & Johnson, incorporated in the United States of America, is the company's ultimate parent undertaking.

Johnson & Johnson prepares group financial statements and is both the smallest and largest group for which group financial statements are drawn up and of which the company is a member. Copies of the consolidated financial statements may be obtained from the Secretary, Johnson & Johnson, One Johnson & Johnson Plaza, New Brunswick, New Jersey 08933, USA.

As the company is a wholly owned subsidiary of Johnson & Johnson Management Limited and of its ultimate parent, Johnson & Johnson, it is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

As the company is a wholly owned subsidiary of Johnson & Johnson, the group financial statements of which are publicly available, advantage is also taken of the exemption from disclosing transactions with group companies and from presenting a cash flow statement.

These financial statements are the company's separate financial statements for the financial year beginning 3 January 2022 and ending 1 January 2023.

The company's reporting period ends on the Sunday closest to 31 December, being 1 January 2023 for the current year (52 weeks) and 2 January 2022 for the prior year (52 weeks).

2. Accounting policies

2.1 Basis of preparation

The financial statements of Johnson & Johnson UK Treasury Company Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared on the going concern basis under the historical cost convention, unless otherwise stated in the notes to the financial statements and in accordance with the Companies Act 2006. The principal accounting policies which have been consistently applied throughout the year are set out below.

The preparation of financial statements in conformity with FRS 101 requires the use of certain accounting estimates and assumptions that affect the reported amount of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. It also requires management to exercise its judgement in the process of applying the company's accounting policies. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in FRS 101 which addresses the financial reporting requirements and disclosure exemptions in the financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of UK-adopted IFRS.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

2. Accounting policies (continued)

2.1 Basis of preparation (continued)

The company is a qualifying entity for the purposes of FRS 101. Details of the company's parent and ultimate parent, from where its consolidated financial statements prepared in accordance with a Generally Accepted Accounting Practice considered to be an equivalent to IFRS may be obtained are set out in note 1 to the financial statements.

The company has taken advantage of the following disclosure exemptions, where applicable, under FRS 101:

- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

The remaining exemptions available under the framework are not applicable to the company at this time.

2.2 New standards, amendments and IFRIC interpretations

The below are the amendments that are applicable for the first time for the annual reporting period commencing 1 January 2022:

- Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16;
- Onerous contracts – Cost of Fulfilling a contract – Amendments to IAS 37;
- Annual improvements to IFRS Standards 2018-2020;
- Reference to the Conceptual Framework – Amendments to IFRS 3;

The amendments listed above did not have any material impact on the amounts recognized in prior periods and are not expected to significantly affect the current or future periods.

There are no other amendments to accounting standards or to IFRIC interpretations that are effective for the year ending 1 January 2023 that have had a material impact on the company's financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

2. Accounting policies (continued)

2.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the company operates ('the functional currency'). The financial statements are presented in US dollar (\$), which is also the company's functional currency and unless otherwise stated the financial statements have been presented in thousands ('000).

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

2.4 Financial instruments

The company classifies its financial assets in the following categories: at amortised cost; and at fair value through profit or loss. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the company has transferred substantially all the risks and rewards of ownership.

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset.

Transaction costs of financial assets carried at FVPL are expensed in profit or loss. Financial liabilities are measured at amortised cost.

(a) Financial assets at amortised cost

The company classifies its financial assets as at amortised cost if the recognition criteria is met. Subsequent to initial recognition these are measured at amortised cost using the effective interest method.

(b) Financial assets at fair value through profit or loss.

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' and are categorised as fair value through profit or loss.

The following financial assets are classified at fair value through profit or loss (FVTPL):

- Debt investments that do not qualify for measurement at amortised cost
- Equity investments that are held for trading, and
- Equity investments for which the entity has not elected to recognised fair value gains and losses through OCI

(c) Financial liabilities at amortised cost

Financial liabilities are measured at amortised cost.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. Trade payables are presented as amounts falling due within one year unless payment is not due within 12 months after the reporting period.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

2. Accounting policies (continued)

2.5 Derivative financial instruments and hedge accounting

The company has chosen not to apply hedge accounting and all derivatives are measured at fair value through profit and loss.

2.6 Financial asset investments

A financial asset investment is recognised when the company owns less than 20% in an invested company. The investment is held at amortised cost less accumulated amortisation.

Impairment

The company assesses at the end of each financial year, whether there are any indicators that an investment is impaired. This process involves consideration of internal sources of information, including dividend distributions, foreign exchange movements, plans or events expected to take place in the near future. Where an impairment indicator is identified, an assessment is made to impair the carrying value of investment to the higher of fair value less costs to sell or its value in use. When an impairment loss is recognised, if applicable, the impairment will be recognised within the current year income statement.

2.7 Current income tax

The tax expense for the period comprises current 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 equity.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the date of the statement of financial position. Management periodically evaluates positions taken in tax returns with respect to situations 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.

2.8 Dividend income

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

2.9 Dividend distributions

Dividend distributions to the company's shareholders are recognised as a deduction in the company's equity in the financial statements in the period in which the dividends are approved by the company's shareholders.

2.10 Called up 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.

2.11 Capital Contribution

Advances from shareholders constitutes contributions made by the company's shareholders other than for the issue of shares by the company in their capacity as equity owners of the company for which the company has no contractual obligation to repay them. Such contributions are recognised directly in equity as they constitute transactions with equity owners in their capacity as equity owners of the company.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

3.1. Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The Company currently doesn't have any critical estimates and assumptions which needs to be disclosed in the financial statements.

3.2. Critical judgements in applying the entity's accounting policies

The company's management considers that there are no significant judgements impacting the financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

4. Operating loss

The operating loss is stated after (crediting)/charging:

	Financial year ended 1 January 2023 \$000	Financial year ended 2 January 2022 \$000
Exchange differences on derivatives	14	17
Exchange differences	<u>(51)</u>	<u>(16)</u>

5. Auditors' remuneration

Remuneration for the statutory audit services carried out for the company by the company's auditors is as follows:

	Financial year ended 1 January 2023 \$000	Financial year ended 2 January 2022 \$000
Audit of entity's financial statements (including expenses)	<u>26</u>	<u>27</u>

6. Employees

The company does not have any employees (2021: none) and there were no staff costs incurred during the financial year (2021: \$nil). The directors did not receive any emoluments in respect of their services to the company for the financial year (2021: \$nil).

7. Interest receivable and similar income

	Financial year ended 1 January 2023 \$000	Financial year ended 2 January 2022 \$000
Interest receivable from group companies	8,611	—
	<u>8,611</u>	<u>—</u>

The interest charged on intercompany receivables is at variable interest rate and repayable on demand based on the 90 days moving average of 3 month US Treasury bills. In financial year 2021 the interest rate was nil.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

8. Income tax expense

	Financial year ended 1 January 2023 \$000	Financial year ended 2 January 2022 \$000
Corporation tax		
Current tax on profits for the financial year	1,620	—
Adjustments in respect of previous periods	—	63
Total current tax charge	1,620	63

Factors affecting tax charge for the financial year

The tax assessed for the period is lower than (2021 - lower) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	Financial year ended 1 January 2023 \$000	Financial year ended 2 January 2022 \$000
Profit before tax	8,602	354,96
Profit before taxation multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	1,634	67,443
Effects of:		
Expenses not deductible for tax purposes	(14)	4
Effects of group relief/other relief	—	11
Income not taxable	—	(67,458)
Adjustments to tax charge in respect of prior periods	—	63
Total tax charge for the financial year	1,620	63

Factors that may affect future tax charges

In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate will increase to 25% (rather than remaining at 19%, as previously enacted). This new rate was substantively enacted on 24 May 2021. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

9. Investments

	Investments \$000
Cost	
At 3 January 2022	—
Acquisition	
Disposals	—
At 1 January 2023	—
Net book value	
At 1 January 2023	—
At 2 January 2022	—

On February 28 2017, the company invested \$225,000,000 to acquire 56,130,722 preference shares in Grail, Inc., a company incorporated in the United States of America. Grail, Inc. is involved in the development of blood screening tests for early cancer detection.

On 21 May 2018, the company sold 5,262,051 preference shares in Grail, Inc. the sale proceeds were \$25,000,004.31 compared to the original acquisition value of \$21,093,000.00 as a result the company recorded a gain on sale on the preference shares of \$3,907,072.81.

On 18 August 2021, Grail, Inc. was 100% acquired by Illumina, Inc. following receipt of regulatory approval. As a result of the takeover, the company disposed of its part holding in Grail, Inc. in exchange for consideration equal to its fair market value at the date of takeover of \$640,766,367. The consideration received was in the form of cash of \$227,085,463 and publicly traded shares in Illumina, Inc. with a market value of \$413,680,904. The company therefore recognized a gain on sale of the Grail, Inc. investment of \$436,859,367. The gain on sale is non-taxable in accordance with the provisions of the Substantial Shareholding Exemption.

Subsequently, over a period of weeks in October and November 2021, the company sold the acquired Illumina, Inc. shares at fair value achieving total consideration of \$331,862,231. The company therefore recorded a loss on sale of the shares of \$81,818,672. The disposal gave rise to a capital loss for tax purposes, the tax value of which has not been recognised in these financial statements as a deferred tax asset as its future use is uncertain.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

10. Trade and other receivables

	1 January 2023 \$000	2 January 2022 \$000
Amounts owed by group undertakings	8,208	594,356
Corporation tax receivable	103	627
	<u>8,311</u>	<u>594,983</u>

Amounts owed by group undertakings includes an amount of \$8,185,000 (2021: \$594,324,000) invested with European Treasury Company and \$23,000 (2021: \$32,000) invested with J.C. General Services.

Amounts owed by group undertakings are unsecured, subject to a variable interest rate and repayable on demand.

11. Trade and other payables: amounts falling due within one year

	1 January 2023 \$000	2 January 2022 \$000
Amounts owed to group undertakings	1,707	99
Derivative financial instruments (note 12)	31	17
Trade payables	31	21
	<u>1,769</u>	<u>137</u>

Amounts owed to group undertakings are unsecured, non-interest bearing and repayable on demand.

12. Derivative financial instruments

The company has the following liabilities held at fair value through profit or loss:

	1 January 2023 \$000	2 January 2022 \$000
Forward foreign exchange contracts	<u>31</u>	<u>17</u>

The company enters into forward foreign currency contracts to mitigate the exchange rate risk for certain foreign currency receivables and payables. The forward currency contracts are measured at fair value, which is determined using valuation techniques that utilise observable inputs. The key assumptions used in valuing derivatives are the exchange rates for USD:GBP.

JOHNSON & JOHNSON UK TREASURY COMPANY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

13. Called up share capital

	1 January 2023	2 January 2022
	\$	\$
Shares classified as equity		
Allotted, called up and fully paid		
100 (2021 - 100) Ordinary shares of \$1 each	100	100

14. Events since the year end

There have been no significant events after the year end.