Annual Report and Financial Statements

for the Year Ended 31 December 2016

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Registration number: 00329102

### Strategic Report for the Year Ended 31 December 2016

The Directors present their strategic report for the year ended 31 December 2016.

#### Principal activity

The principal activity of the company is the marketing of a range of nutritional, diagnostic and cardiovascular products in the UK.

#### Fair review of the business

The Company's key financial and other performance indicators during the year were as follows:

	2016	2015	Change	
·	£'000	£'000	%	
Turnover	251,390	248,714	1%	
Operating (loss)/profit	(413)	8,881	-105%	
Current assets as a % of current liabilities (	current ratio')140%	136%	4%	

The Company's principal activity during the year continued to be sale and distribution of a diverse range of healthcare products across nutrition, diagnostics and medical devices sectors.

Operating losses of £0.4m were made during the year (2015 operating profit of £8.88m). Losses were made in all divisions and were reflective of the prevailing market conditions experienced during the year and aggressive pricing strategies followed by competitors.

During the year an additional provision for impairment of £2.7m was made against the Company's investment in Murex Biotech Ltd which ceased manufacturing in December 2015. The investment in this subsidiary has been written down to its recoverable amount.

The Company's current ratio (current assets as a % of current liabilities) has increased during the year by 4%. This was primarily due to an increase in inventory, an increase in amounts owed by related parties and a reduction in accrued expense. These increase were offset by a reduction in trade debtors driven by an improvement in debt collection.

### Principal risks and uncertainties

The directors regularly review the risks to which the business is exposed. The identified risks are summarised as follows:

#### Competitive risks

Competitive price pressures in the UK Healthcare sector could result in the Company losing sales to competitors. The same price pressures could also result in price erosion over time negitively impacting the Company's profit margin. This risk is managed through the sale of quality products offering a different customer experience and which differentiates the Compony from its competitors. The Company also provides various services which add value to the customer.

#### Financial risks and use of Derivatives

A portion of the Company's purchases are denominated in Euro and US Dollars and it is therefore exposed to in the exchange rate against Sterling. The Company takes out forward contracts to manage this risk. The Company is financed through share capital and a variable rate loan from another Abbott group company. Although this exposes the Company to interest rate risk the directors do not consider this to be a significant exposure.

# Strategic Report for the Year Ended 31 December 2016 (continued)

Approved by the Board on 9 November 2017 and signed on its behalf by:

K Gogay Company secretary

## Directors' Report for the Year Ended 31 December 2016

The Directors present their report and the financial statements for the year ended 31 December 2016.

#### **Directors of the Company**

The directors who held office during the year were as follows:

S Hudson

G Hall

**B** Yoor

#### **Dividends**

The directors do not recommend a final (2015 - £Nil) or interim dividend (2015 - £Nil) for the year.

#### Financial instruments

Details of financial instruments are provided in the Strategic Report.

#### **Employment of disabled persons**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the company continues and that appropriate training is arranged. Company policy and practice ensure that there is no discrimination against disabled people regarding training, career development and promotion opportunities.

#### **Employee involvement**

The company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and the various factors affecting the performance of the company. This is achieved through formal and informal meetings and by electronic communications. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests. Employees participate directly in the success of the business through the company's profit sharing schemes and are encouraged to invest in the company through participation in share purchase and option schemes.

#### **Future developments**

The directors aim to maintain the management policies which have resulted in the groups growth in recent years. They consider that the next year will show a further growth in sales from continuing operations.

#### Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The group have significant resources and contracts in place that will generate revenue and enable the company to manage risk. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual report and accounts.

#### Disclosure of information to the auditors

Each Director has taken 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. The Directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

## Directors' Report for the Year Ended 31 December 2016 (continued)

## Reappointment of auditors

The auditors Ernst & Young LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on 9 November 2017 and signed on its behalf by:

K Gogay

Company secretar

#### Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual 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 the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the 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 apply them consistently;
- · make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards has been followed, subject to any material departures
  disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

#### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABBOTT LABORATORIES LIMITED

We have audited the financial statements of Abbott Laboratories Limited for the year ended 31 December 2016, which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 25. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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

#### Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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

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

#### Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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

In our opinion, 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 the financial statements.
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

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

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Strategic Report or 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.

Dave Hales (Senior statutory auditor)

Est & Jamy Col

for and on behalf of Ernst & Young LLP, Statutory Auditor

Reading

United Kingdom

13 NOVEMBER 2017

## Profit and Loss Account for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Turnover	3	251,390	248,714
Cost of sales		(182,624)	(166,525)
Gross profit		68,766	82,189
Distribution costs		(15,239)	(15,409)
Administrative expenses		(53,940)	(57,899)
Operating (loss)/profit	5	(413)	8,881
Impairment of investment in subsidary	14	(2,744)	(13,815)
Other interest receivable and similar income	6	3,986	4,313
Interest payable and similar charges	7	(1,031)	(879)
		211	(10,381)
Loss before tax		(202)	(1,500)
Taxation	11	(869)	(2,623)
Loss for the financial year		(1,071)	(4,123)

The above results were derived from continuing operations.

# Statement of Comprehensive Income for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Loss for the year		(1,071)	(4,123)
Unrealised gain/(loss) on cash flow hedges		4,154	(1,903)
Movement on deferred tax relating to cash flow hedges		-	362
Remeasurement loss on defined benefit pension scheme		(20,200)	(8,400)
Movement on deferred tax relating to defined benefit pension scheme		3,093	1,380
		(12,953)	(8,561)
Total comprehensive loss for the year		(14,024)	(12,684)

## (Registration number: 00329102) Balance Sheet as at 31 December 2016

	Note	2016 £ 000	2015 £ 000
Fixed assets			
Intangible assets	12	1,161	1,290
Tangible assets	13	25,988	28,951
Investments in group companies	14	42,863	45,607
	-	70,012	75,848
Current assets			
Stocks	15	8,461	6,574
Debtors	16	206,261	199,669
Cash at bank and in hand	-	8,339	17,075
		223,061	223,318
Creditors: Amounts falling due within one year	17	(159,957)	(164,053)
Net current assets		63,104	59,265
Total assets less current liabilities		133,116	135,113
Provisions for liabilities	-	(10,507)	(11,500)
Net assets excluding pension asset		122,609	123,613
Net pension asset	18	55,300	67,998
Net assets	=	177,909	191,611
Capital and reserves			
Called up share capital	19	76,144	76,144
Share premium reserve		21,501	21,501
Other reserves		23,052	18,576
Profit and loss account	-	57,212	75,390
Total equity	-	177,909	191,611

Approved and authorised by the Board on 9 November 2017 and signed on its behalf by:

G Hall

Director

# Abbott Laboratories Limited Statement of Changes in Equity for the Year Ended 31 December 2016

	Share capital £ 000	Share premium £ 000	Other reserve	Profit and loss account £ 000	Total £ 000
At 1 January 2016	76,144	21,501	18,576	75,390	191,611
Loss for the year Other comprehensive (loss) / income	-	<u> </u>	4,154	(1,071) (17,107)	(1,071) (12,953)
Total comprehensive loss Share based payment transactions	<u> </u>	<u> </u>	4,154 322	(18,178)	(14,024) 322
At 31 December 2016	76,144	21,501	23,052	57,212	177,909
	Share capital	Share premium £ 000	Other reserve	Profit and loss account £ 000	Total £ 000
At 1 January 2015	76,144	21,501	20,618	86,533	204,796
Loss for the year Other comprehensive loss	-		(1,541)	(4,123) (7,020)	(4,123) (8,561)
Total comprehensive loss Share based payment transactions	<u> </u>	<u> </u>	(1,541) (501)	(11,143)	(12,684) (501)

The notes on pages 12 to 31 form an integral part of these financial statements. Page  $11\,$ 

#### Notes to the Financial Statements for the Year Ended 31 December 2016

#### 1 General information

The company is a private company limited by share capital incorporated in England & Wales.

The address of its registered office is:

Abbott House Vanwall Business Park Vanwall Road Maidenhead Berkshire SL6 4XE

These financial statements were authorised for issue by the Board on 9 November 2017.

#### 2 Accounting policies

#### Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Key estimates and judgements are discussed on page 13.

#### Summary of disclosure exemptions

The company has used exemptions from the following disclosure requirements of FRS102: Statements of Cash Flows section 3.17 (d)

Basic Fiancial Instruments sections 11.39 to 11.48A

Other Financial Instrument Issues sections 12.26 to 12.29

Share based payments sections 26.18(b), 26.19 to 26.21, 26.23

Related Party Disclosures sections 33.1A and 33.7.

#### **Basis of preparation**

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements have been prepared in pound sterling which is the companies functional currency.All amounts are presented in thousands.

#### Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the annual report and accounts.

#### **Exemption from preparing group accounts**

The financial statements contain information about Abbott Laboratories Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Abbott Laboratories, a company incorporated in USA.

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 2 Accounting policies (continued)

#### **Judgements**

The preparation of the financial statements requires judgements, estimations and assumptions to be made that affect the reported values of assets, liabilities, revenues and expenses.

Impairment of investments: The nature of estimation means that the actual outcomes could differ from those estimates. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below;

Leases: The company has entered into commercial property leases as a lessee to obtain the use of the properties. The classification of such leases as operating or finance leases requires the company to determine, based on evaluation of the terms and conditions of the arrangements, whether it retains or acquires the significant risks and rewards of ownership of these assets and accordingly whether the lease requires an asset and liability to be recognised in the financial statements.

#### Key sources of estimation uncertainty

Pension and other post employment benefits:

The cost of the defined benefit pension plan is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates. Due to the complexity of the valuation, the underlying assumptions and the long term nature of these plans, such estimates are subject to significant uncertainty. In determining the appropriate discount rate, management considers the interest rates of corporate bonds in the respective currency with at least AA rating, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation. The underlying bonds are reviewed for quality, and those having excessive credit spreads are removed from the population bonds on which the discount rate is based, on the basis that they do not represent high quality bonds. The mortality rate is based on publicly available mortality tables for the specific country. Future salary increases and pension increases are based on expected future inflation rates for the respective country. Further details are given in note 18. The carrying amount is £55,300,000 (2015 - £68,000,000).

#### Goodwill:

Positive goodwill acquired in a business combination is capitalised, classified as an asset on the Balance sheet and amortised on a straight line basis over its useful life.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each cash generating unit that is expected to benefit from the synergies of the combination.

If a business is subsequently sold or discontinued, any goodwill arising on acquisition that has not been amortised through the profit and loss account is taken into account in determining the profit or loss on sale or discontinuance. The carrying amount is £1,161,000 (2015 - £1,290,000).

#### Taxation:

The company establishes provisions based on reasonable estimates, for possible consequences of audits by the UK tax authorities. The amount of such provisions is based on various factors, such as experience with previous tax audits and differing interpretations of tax regulations by the company and the responsible tax authority.

Management estimation is required to determine the amounts of deferred tax assets that can be recognised, based upon likely timing and level of future profits together with an assessment of the effect of future tax planning strategies. Further details are included in note 11. The carrying amount is £2,592,000 (2015 - £2,550,000).

#### Provision for Doubtful Accounts:

A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtors. The carrying amount is £Nil (2015 - £Nil).

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 2 Accounting policies (continued)

Provision for Stock Allowance:

At each reporting date, stock is assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss. The carrying amount is £Nil (2015 - £Nil).

#### Revenue recognition

Turnover from product sales is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, the goods are delivered to the customer, the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably. Turnover is reported net of a provision for customer rebates. Within Abbott's diagnostics division, the selling arrangement includes multiple products. Revenue is recognised upon delivery of the product or performance of the service and allocates the reveune based on the relative selling price of each deliverable, which is based primarily on vendor specific objective evidence.

#### Foreign currency transactions and balances

Transactions in foreign currencies are recorded at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retransalated at the closing rate at the balance sheet date or, where appropriate, at the rates of exchange in a related forward exchange contract. All exchange differences are included in the profit and loss account.

#### Tax

UK corporation tax is provided at amounts expected to be paid, or recovered, using the tax rates and laws enacted or substantially enacted at the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the accounts that arise from the inclusion of gains and losses in tax assessments in different periods from those in which they are recognised in the accounts. A net deferred tax asset is recognised as recoverable only when, on the basis of available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is not discounted.

## Investments

Fixed asset investments are shown at cost less provision for impairment.

Equity investments are recognised initially at fair value which is normally the transaction price (but excludes any transaction costs, where the investment is subsequently measured at fair value through profit and loss). Subsequently, they are measured at fair value through profit or loss except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably which are recognised at cost less impairment until a reliable measure of fair value becomes available.

If a reliable measure of fair value is no longer available, the equity instrument's fair value on the last date the instrument was reliably measurable is treated as the cost of the instrument.

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 2 Accounting policies (continued)

#### Tangible assets

Tangible assets is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

#### Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

#### Accet class

Leasehold improvements
Plant and equipment

#### Depreciation method and rate

Straight line 5 - 10 % Straight line 8 - 50%

#### Intangible assets

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the Company's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is held in the currency of the acquired entity and revalued to the closing rate at each reporting period date.

Negative goodwill arising on an acquisition is recognised on the face of the balance sheet on the acquisition date and subsequently the excess up to the fair value of non-monetary assets acquired is recognised in profit or loss in the periods in which the non-monetary assets are recovered.

#### Amortisation

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

#### Asset class

Amortisation method and rate

Goodwill Straight line 5%

#### Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables.

#### Stocks

Finished goods stocks are stated at the lower of cost or net realisable value. Net realisable value is based on the estimated selling price less further costs expected to be incurred to completion and disposal. Provision is made for obsolete, slow moving or defective items where appropriate.

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 2 Accounting policies (continued)

#### Trade creditors

Trade creditors 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 the Company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

#### Leases

Assets held under finance leases, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets and are depreciated over the shorter of the lease terms or their useful lives. The capital element of future lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the lease to produce a constant rate of charge on the balance of capital payments outstanding.

Assets held under operating leases are charged on a straight-line basis over the term of the lease, even if payments are not made on such a basis.

Lease payments receivable are apportioned between repayments of capital and interest so as to give a constant periodic rate of return on the net cash investment in the lease.

#### Defined contribution pension obligation

Contributions to the defined contribution scheme are recognised in the profit and loss account in the period in which they become payable. Contributions by the company and the employee are held within the Legal and General Master Trust which is administered by separate trustees.

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 2 Accounting policies (continued)

#### Defined benefit pension obligation

The company operates a defined benefit pension scheme for employees under which contributions by employees and the company are held by a separately administered trustee company. The scheme was closed to new entrants in June 2015 from which time membership of a defined contribution scheme was available.

The cost of providing benefits under the defined benefit scheme is determined using the projected unit credit method, which attributes entitlement to benefits to the current period (to determine current service cost) and to the current and prior periods (to determine the present value of defined benefit obligations) and is based on actuarial advice. When a settlement or curtailment occur the change in the present value of the scheme liabilities and the fair value of the scheme assets reflects the gain or loss which is recognised in the income statement during the period in which it occurs.

The net interest element is determined by multiplying the defined benefit net pension asset by the discount rate at the start of the period taking into account any changes in the defined benefit net asset during the period as a result of contribution and benefit payments. The net interest is recognised in profit or loss as other finance revenue or cost.

Re-measurements, comprising actuarial gains and losses, the effect of the asset ceiling and the return on the net defined benefit asset (excluding amounts included in net interest) are recognised immediately in other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit and loss in subsequent periods.

The defined benefit net asset or liability in the balance sheet comprises the total value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of scheme assets out of which the obligations are to be settled directly. Fair value is based on market price information and in the case of quoted securities is the published bid price. The value of a net pension benefit asset is recognised to the extent that it can be recovered through reduced future contributions or a refund.

Abbott Laboratories Limited is the sponsoring employer of the defined benefit scheme as it is the principal employer. There is no contractual agreement or stated policy for charging the defined benefit cost of the plan as a whole to individual group entities and therefore the company has recognised the entire net defined benefit cost and relevant net defined benefit asset of the scheme in its individual financial statements.

#### Share based payments

The company has applied the requirements of FRS102 "Share-based payments". The ultimate parent company issues equity-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of grant. The fair value determined at the grant date of equity-settled share-based payments is expensed on a basis over the vesting period, based on the group's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions. Fair value is measured by use of the Black-Scholes pricing model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations, including forfeiture. The company also provides employees with the ability to purchase the ultimate parent company's ordinary shares at the current market value via a deduction from gross pay. The company operates a matching arrangement under which additional shares are purchased and held for the employee. The company records an expense of the actual cost of matching shares purchased.

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

## 2 Accounting policies (continued)

#### **Derivatives**

Abbott Laboratories inc. enters into foreign currency forward exchange contracts on behalf of Abbott Laboratories Limited, to manage currency exposures for foreign currency intercompany loans receivable or payable which are denominated in a currency other than the functional currency of the entity.

#### **Provisions for liabilities**

A provision is recognised when the group has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation.

#### Reserves

#### Share Premium

This reserve records the amount above the nominal value received for shares sold, less transaction costs.

#### Other Reserves

Other reserves includes the cash flow hedge reserve, which is used to record transactions arising from the company's cash flow hedging arrangments. In addition it includes the capital contribution reserve which records the share based payment transactions.

#### 3 Turnover

The analysis of the company's turnover for the year from continuing operations is as follows:

The analysis of the company's turnover for the year from commaning operation	3 13 43 10110 113.	
Sale of goods - UK	2016 £ 000 251,390	2015 £ 000 248,714
4 Other gains and losses	•	
The analysis of the company's other gains and losses for the year is as follows:		
Loss on disposal of property, plant and equipment	2016 £ 000 (606)	2015 £ 000 (314)
5 Operating loss		
Arrived at after charging/(crediting)		
	2016 £ 000	2015 £ 000
Depreciation expense	7,584	8,646
Amortisation expense	129	128
Foreign exchange losses	(1,498)	(691)
Operating lease expense - plant and machinery	1,126	1,323
Operating lease expense - other	2,922	2,347

# Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

6 Other interest receivable and similar income		
	2016 £ 000	2015 £ 000
Interest income on defined benefit pension	3,000	3,500
Interest income on bank deposits	81	70
Other finance income	905	743
	3,986	4,313
7 Interest payable and similar charges		
	2016 £ 000	2015 £ 000
Interest on bank overdrafts and borrowings	7	10
Interest payable on loans from group undertakings	1,024	869
	1,031	879
8 Staff costs		
The aggregate payroll costs (including directors' remuneration) were as follows:		
	2016 £ 000	2015 £ 000
Wages and salaries	40,463	41,183
Social security costs	4,290	3,780
	44,753	44,963
The average number of persons employed by the company (including directegory was as follows:	ectors) during the ye	ar, analysed by
	2016 No.	2015 No.
Administration and support	481	511
Distribution	28	32
	509	543
9 Directors' remuneration		
The directors' remuneration for the year was as follows:		
• • • • • • • • • • • • • • • • • • • •	2016	
		2015
Remuneration	£ 000 755	2015 £ 000 918

During the year the number of directors who were receiving benefits and share incentives was as follows:

# Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

## 9 Directors' remuneration (continued)

	2016 No.	2015 No.
Received or were entitled to receive shares under long term incentive schemes	3	3
Exercised share options	1	1
Accruing benefits under defined benefit pension scheme	3	3
In respect of the highest paid director:		
	2016 £ 000	2015 £ 000
Remuneration	522	488
Defined benefit accrued pension entitlement at the end of the year	20	20
10 Auditors' remuneration		
	2016 £ 000	2015 £ 000
Audit of the financial statements	18	24
Taxation services	179	198
	197	222

## Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 11 Taxation

Tax charged/(credited) in the income statement.

	2016 £ 000	2015 £ 000
Current taxation		
UK corporation tax	1,037	2,616
UK corporation tax adjustment to prior periods	<u> </u>	298
	1,037	2,914
Deferred taxation		
Arising from origination and reversal of timing differences	(168)	(291)
Tax expense in the income statement	869	2,623

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2015 - the same as the standard rate of corporation tax in the UK) of 20% (2015 - 20.25%).

The differences are reconciled below:

	2016 £ 000	2015 £ 000
Loss before tax	(202)	(1,500)
Corporation tax at standard rate	(41)	(304)
Effect of expense not deductible in determining taxable profit (tax loss)	657	2,503
Deferred tax expense (credit) relating to changes in tax rates or laws	253	126
Increase in UK and foreign current tax from adjustment for prior periods	_	298
Total tax charge	. 869	2,623

## Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

## 11 Taxation (continued)

Deferred tax		
Deferred tax assets and liabilities are as follows:		
2016	Asset £ 000	Liability £ 000
Accelerated tax depreciation Other timing differences Pension asset	1,901 691	- - 10,507
rension asset	2,592	10,507
2015	Asset £ 000	Liability £ 000
Accelerated tax depreciation Other timing differences Pension asset	1,781 319	13,600
	2,100	13,600
12 Intangible assets	Goodwill	Total
	£ 000	£ 000
Cost or valuation At 1 January 2016	2,579	2,579
At 31 December 2016	2,579	2,579
Amortisation		
At 1 January 2016	1,289	1,289
Provided during the year	129	129
At 31 December 2016	1,418	1,418
Carrying amount		
At 31 December 2016	1,161	1,161
At 31 December 2015	1,290	1,290

Goodwill is being amortised over 20 years, which is supported by the projected future product sales related to the goodwill. An amortisation charge of £129,000 (2015 - £128,000) was recognised in the current year.

# Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

## 13 Tangible assets

	Land and buildings £ 000	Furniture, fittings and equipment £ 000	Properties under construction £ 000	Total £ 000
Cost or valuation				
At 1 January 2016	4,606	75,487	965	81,058
Additions	1,599	5,194	(536)	6,257
Acquired through business combinations Disposals	(561)	- (4,775)	- -	(561) (4,775)
•				
At 31 December 2016	5,644	75,906	429	81,979
Depreciation				
At 1 January 2016	1,357	50,750	-	52,107
Charge for the year	578	7,007	-	7,585
Eliminated on disposal	(434)	(3,267)		(3,701)
At 31 December 2016	1,501	54,490		55,991
Carrying amount				
At 31 December 2016	4,143	21,416	429	25,988
At 31 December 2015	3,249	24,737	965	28,951

## Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 14 Investments in subsidiaries

Investments in subsidiaries	2016 £ 000 42,863	2015 £ 000 45,607
Subsidiaries		£ 000
Cost or valuation At 1 January 2016		45,607
Provision Provision for impairment in 2016	_	2,744
Carrying amount		
At 31 December 2016	=	42,863
At 31 December 2015	<u>-</u>	45,607

An impairment charge of £2,744,000 (2015 - £13,815,000) was recognised in the current year.

#### **Details of undertakings**

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
<u> </u>	•		2016	2015
Subsidiary undertakings				
Abbott Diabetes Care Ltd	England and Wales	Ordinary	100%	100%
Murex Biotech Ltd	England and Wales	Ordinary	100%	100%
Abbott Laboratories Trusteee Company Ltd	England and Wales	Ordinary	100%	100%

The principal activity of Abbott Diabetes Care Ltd is healthcare

The principal activity of Murex Biotech Ltd is healthcare and the provision of adminsitrative services to group companies and third parties. The healthcare business closed in December 2015.

The principal activity of Abbott Laboratories Trusteee Company Ltd is acting as a pension trustee

The major part of the trade of Murex Biotech Ltd ceased in December 2015. Accordingly, a provision has been made to reduce the investment in subsidiary to the recoverable amount.

## Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

## 15 Stocks

Finished goods and goods for resale	2016 £ 000 8,461	2015 £ 000 6,574
16 Debtors		
	2016 £ 000	2015 £ 000
Trade debtors	43,760	47,760
Amounts owed by related parties	139,597	131,253
Other debtors	21,633	19,043
Prepayments	1,271	1,613
Total current trade and other debtors	206,261	199,669

Debtors are stated after having made provisions against doubtful debts of £157,147 (2015 £201,947).

## 17 Creditors

	2016 £ 000	2015 £ 000
Due within one year		
Trade creditors	10,903	11,812
Amounts due to related parties	122,651	119,352
Social security and other taxes	4,710	3,643
Accrued expenses	21,180	26,832
Corporation tax liability	513	2,414
	159,957	164,053

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 18 Pension and other schemes

#### Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £Nil (2015 - £Nil).

#### Defined benefit pension schemes Defined Benefit scheme

The company participates in the Abbott Laboratories Pension Fund. This is a multi-employer defined benefit scheme for companies in the Abbott Laboratories group of companies, the assets and liabilities of which are held independently from the group.

The data provided for scheme assets and liabilities relates to the entire pension fund and does not relate to the share of each individual company that participates in the scheme. Contributions paid in the year relate to that portion of annual contributions due from the company

The date of the most recent comprehensive actuarial valuation was 31 March 2016. The figures below are based on the latest full actuarial valuation as updated to the balance sheet date by a qualified actuary.

The total cost relating to defined benefit schemes for the year recognised in profit or loss as an expense was £7,500,000 (2015 - £7,497,000).

The total cost relating to defined benefit schemes for the year included in the cost of an asset was £Nil (2015 - £Nil.

## Reconciliation of scheme assets and liabilities to assets and liabilities recognised

The amounts recognised in the statement of financial position are as follows:

	2016 £ 000	2015 £ 000
Fair value of scheme assets	702,900	575,100
Present value of defined benefit obligation	(647,600)	(507,102)
Defined benefit pension scheme surplus	55,300	67,998

## Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

## 18 Pension and other schemes (continued)

Return on scheme assets

Defined benefit obligation		
Changes in the defined benefit obligation are as follows:		
		2016 £ 000
Present value at start of year		507,102
Current service cost		13,398
Interest cost		19,500
Actuarial gains and losses		121,800
Benefits paid		(9,000)
Contributions by scheme participants		100
Effect of curtailments		(5,300)
Present value at end of year		647,600
Fair value of scheme assets		
Changes in the fair value of scheme assets are as follows:		
		2016 £ 000
Fair value at start of year		575,100
Interest income		22,500
Return on plan assets, excluding amounts included in interest income/(exper	ise)	101,200
Employer contributions		13,000
Contributions by scheme participants		100
Benefits paid		(9,000)
Fair value at end of year		702,900
Analysis of assets		
The major categories of scheme assets are as follows:		
	2016 £ 000	2015 £ 000
Equity instruments	379,100	316,000
Debt instruments	237,200	173,400
Property	30,900	29,600
Derivatives	55,700	56,100
	702,900	575,100
Return on scheme assets		
	2016 £ 000	2015 £ 000

125,400

30,100

## Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 18 Pension and other schemes (continued)

The pension scheme has not invested in any of the company's own financial instruments or in properties or other assets used by the company.

#### Principal actuarial assumptions

The principal actuarial assumptions at the statement of financial position date are as follows:

	2016 %	2015 %
Mortality rate	100.00	100.00
Discount rate	2.70	3.90
Future salary increases	3.95	4.15
Future pension increases	3.15	2.94
Inflation	2.65	2.85
Post retirement mortality assumptions		
	2016 Years	2015 Years
Current UK pensioners at retirement age - male	23.00	23.00
Current UK pensioners at retirement age - female	25.00	26.00
Future UK pensioners at retirement age - male	24.00	21.00
Future UK pensioners at retirement age - female	27.00	24.00

## 19 Share capital

## Allotted, called up and fully paid shares

,	20	16	20	15
•	No. 000	£ 000	No. 000	£ 000
Ordinary shares of £1 each of £1 each	76,144	76,144	76,144	76,144

## 20 Obligations under leases and hire purchase contracts

## **Operating leases**

The total of future minimum lease payments is as follows:

	2016 £ 000	2015 £ 000
Not later than one year	2,840	2,577
Later than one year and not later than five years	11,183	10,310
Later than five years	11,277	17,945
	25,300	30,832

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 21 Share-based payments

#### **Share Options**

#### Scheme details and movements

The company's ultimate parent company maintains an equity-settled share-based payment arrangement under which certain employees of the ultimate parent company's subsidiaries are awarded grants of share options. Options are granted at an exercise price equal to the market value of the shares on the day of grant. The options vest over three years beginning one year from the date of grant and have a maximum contractual term of 10 years. Share options are forfeited if the employee leaves the company for reasons other than retirement, death or disability.

The options outstanding at the end of the period had a weighted average exercise price of US\$26.15 and a weighted average remaining contractual life of 0.74 years. In the current and prior year year no options were granted. The weighted average share values of options granted are measured using the Black-Sholes Option Pricing Model.

The movements in the number of share options during the year were as follows:

	2016 Number	2015 Number
Outstanding, start of period	21,636	45,596
Forfeited during the period	-	(8,239)
Exercised during the period	(3,603)	(15,721)
Outstanding, end of period	18,033	21,636
Exercisable, end of period	18,033	21,636

The movements in the weighted average exercise price of share options during the year were as follows:

	2016 US\$	2015 US\$
Outstanding, start of period	26.01	25.20
Forfeited during the period	-	28.68
Exercised during the period	25.30	23.52
Outstanding, end of period	26.15	26.01
Exercisable, end of period	26.15	26.01

## Effect of share-based payments on profit or loss and financial position

The total expense recognised in profit or loss for the year was £Nil (2015 - £84,000).

#### Restricted Stock Units

#### Scheme details and movements

The company's ultimate parent company maintains an equity-settled share-based payment arrangement under which certain employees of the ultimate parents company's subsidiairies are awarded grants of restricted stock units. Restricted stock units vest over three years beginning one year from the date of grant. Restricted stock units are forfeited if the employee leaves the comapny before the awards vest.

#### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 21 Share-based payments (continued)

The movements in the number of restricted stock units during the year were as follows:

	2016 Number	2015 Number
Outstanding, start of period	111,467	109,370
Granted during the period	105,870	63,494
Forfeited during the period	(10,451)	(16,479)
Exercised during the period	(50,442)	(44,918)
Outstanding, end of period	156,444	111,467
Exercisable, end of period	156,444	111,467

The movements in the weighted average exercise price of restricted stock units during the year were as follows:

	2016 US\$	2015 US\$
Outstanding, start of period	42.40	56.48
Granted during the period	38.43	46.52
Forfeited during the period	41.21	39.31
Exercised during the period	38.20	46.64
Outstanding, end of period	40.42	42.40

#### Effect of share-based payments on profit or loss and financial position

The total expense recognised in profit or loss for the year was £2,140,000 (2015 - £1,393,000).

## Employee share scheme

#### Scheme details and movements

The company operates a Share Incentive Plan for all employees. Employees purchase shares in the ultimate parent company at market value by means of a deduction from gross salary. The company matches the employee purchase at a ratio of 1:1 subject to a limit of 1.75% of pensionable salary or £150 per month.

## Effect of share-based payments on profit or loss and financial position

The total expense recognised in profit or loss for the year was £322,000 (2015 - £465,000).

#### 22 Commitments

#### Capital commitments

The total amount contracted for but not provided in the financial statements was £171,051 (2015 - £1,354,000).

### Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

#### 23 Parent and ultimate controlling party

The company's immediate parent is Abbott (UK) Holdings Ltd, incorporated in England and Wales.

The ultimate parent is Abbott Laboratories, incorporated in Illinois, USA.

The smallest and largest group into which the results of the company are consolidated is the ultimate parent entity Abbott Laboratories. These financial statements are available upon request from 100 Abbott Park Road, Abbott Park, Illionois 60064-6400, USA

#### 24 Cross Company Guarantees

The company has entered into a cross company guarantee whereby bank borrowings incurred by other group entities are secured on its assets. Group entities which are party to this cross guarantee are as follows: Abbott Diabetes Care Limited, Murex Biotech Limited, Abbott (UK) Holdings Limited, Abbott Healthcare Products Limited, Abbott Vascular Devices Limited, Abbott Vascular Devices (2) Limited, Knoll UK Investments Unlimited, Abbott Iberian Investments Limited, Abbott Iberian Investments (2) Limited, Abbott (UK) Finance Ltd, Abbott Australasia Holdings Limited, Abbott Asia Investments Limited, Abbott Asia Holdings Limited, Abbott Capital India Limited and Abbott Equity Holdings Unlimited.

#### 25 Events after the reporting period

There are no material events post the reporting period to be disclosed.