

Company Registration No. 0698405

S-P RIL Limited

Report and Financial Statements

31 December 2009

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S-P RIL Limited

Report and Financial Statements 2009

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S-P RIL Limited

Report and Financial Statements 2009

Officers and Professional Advisers

Directors

D Khanna
S Koehler

Registered Office

Schering-Plough House
14 Falcon Way
Shire Park
Welwyn Garden City
Hertfordshire
AL7 1TW

S-P RIL Limited

Directors' Report

The directors present their annual report and the financial statements for the year ended 31 December 2009. The company is dormant and has not traded during the year.

Directors and their interests

The directors, who served throughout the year are set out below:

D Khanna (appointed 21/1/2010)

G Coutts (resigned 19/11/2009)

S Koehler

M Hilado (resigned 2/7/2009)

As at 1 January 2009 and 31 December 2009 no director had any interest in the shares of the company.

Dividends

The directors do not recommend payment of a dividend for the year (2008 Nil).

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 proper accounting records which 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 any other irregularities.

Approved by the Board of Directors
and signed on behalf of the Board



D Khanna

Director

Date

14/5/10

S-P RIL Limited

Balance Sheet As at 31 December 2009

	Note	2009 £'000	2008 £'000
Fixed Assets			
Investments	3	99	99
Current Assets			
Debtors	4	47,613	47,613
Creditors: amounts falling due within one year	5	(76)	(76)
Net Current Assets		47,537	47,537
Total Assets less current liabilities		47,636	47,636
Capital and reserves			
Called up share capital	6	-	-
Profit and loss account	7	44,697	44,697
Share premium account	7	2,939	2,939
Total equity shareholders' funds		47,636	47,636

In preparing these financial statements

For the year ending 31/12/2009 the company was entitled to exemption from audit under section 477 (2) of the Companies Act 2006

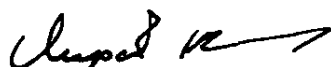
The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The director's acknowledge their responsibility for

- i) ensuring the company keeps accounting records which comply with section 386: and
- ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 393, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as is applicable to the company

These financial statements were approved by the Board of Directors

Signed on behalf of the Board of Directors



D Khanna
Director

Date . . 14/5/10

S-P RIL Limited

Notes to the Accounts Year ended 31 December 2009

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards

Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where over 90% of the voting rights are controlled within the group

Investments

Investments held as fixed assets are stated at cost less provision for any impairment in value.

2. TAXATION

On the basis of these financial statements no provision has been made for corporation tax

3. FIXED ASSET INVESTMENTS

	2009 £'000	2008 £'000
Investments in fellow group companies at cost		
At 31 December 2009 and 31 December 2008	99	99

The investments at 31 December 2009 in fellow subsidiaries of Schering-Plough Corporation are as follows

Name of fellow group companies	Country of incorporation	Proportion held %
Technobiotic Limited	Australia	37.1
AESCA Chemisch-Pharmazeutische Fabrik GmbH	Austria	11.0

In the opinion of the directors, the aggregate value of the share in the investments is not less than the amounts at which they are stated in the company's balance sheet

Technobiotic Limited is not regarded as an associate as the company is unable to exert significant influence on its operations or distribution policy. The company is currently dormant.

4. DEBTORS

	2009 £'000	2008 £'000
Amounts owed by group companies	47,613	47,613

S-P RIL Limited

Notes to the Accounts Year ended 31 December 2009

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2009 £'000	2008 £'000
Amounts owed to fellow group undertakings	<u>76</u>	<u>76</u>

6. CALLED UP SHARE CAPITAL

	2009 £	2008 £
Authorised		
200 deferred shares of £1 each	200	200
200 ordinary shares of £1 each	<u>200</u>	<u>200</u>
Called up, allotted and fully paid		
200 deferred shares of £1 each	200	200
200 ordinary shares of £1 each	<u>200</u>	<u>200</u>

The deferred shares entitle the holder to the right to a return of capital at either a winding up or repayment of capital providing the ordinary shareholders have first received a distribution of £10,000 per share. The deferred shares do not entitle the holder to participate in any profits of the company.

7. PROFIT AND LOSS ACCOUNT

	Share premium account £	Profit and loss account £
At 1 January 2009 and 31 December 2009	<u>2,939</u>	<u>44,697</u>

8. IMMEDIATE AND ULTIMATE PARENT COMPANY

The ultimate parent company is Merck & Co, Inc a company incorporated in the United States. Copies of the Merck & Co, Inc reports and accounts may be obtained from One Merck Drive, P O Box 100, Whitehouse Station, NJ 08889-0100 USA.

9. DIRECTORS AND EMPLOYEES

The directors did not receive any remuneration (2008 - £nil) for their services to this company. The company had no employees in both the current and preceding financial year.