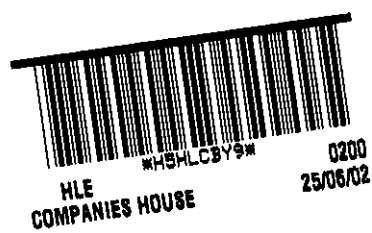


Martindale Pharmaceuticals Limited
Annual report
for the year ended 31 December 2001



Martindale Pharmaceuticals Limited

Annual report for the year ended 31 December 2001

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Martindale Pharmaceuticals Limited

Directors and advisers for the year ended 31 December 2001

Directors

M J Saunders

E W Thom

D W West

J F Parker

J W Earnshaw

A Tittershill

M A Taylor

Secretary

J W Earnshaw

Registered office

Bampton Road

Harrold Hill

Romford

RM3 8UG

Martindale Pharmaceuticals Limited

Directors' report for the year ended 31 December 2001

The directors present their report and the financial statements for the year ended 31 December 2001.

Principal activity and business review

The company has not traded during the year.

Directors and directors' interests

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

D Bryant

G C Axten (appointed 12 February 2001)

M J Saunders

E W Thom

D W West

J F Parker

J W Earnshaw

Mr G C Axten resigned as a director on 7 January 2001. Mr D Bryant resigned as a director on 31 March 2002. Mr A Tittershill, Dr M A Taylor and Mr M Comerford were appointed directors on 1 March 2002, 11 March 2002 and 31 March 2002 respectively.

None of the directors had any interests in the share capital of the company during the year.

Messrs D Bryant, GC Axten, MJ Saunders and DW West were directors of the intermediate parent company, Macarthy Group Limited, and their interests in the shares of group companies are disclosed in the annual report of that company.

Mr E W Thom was a director of Macarthy's Laboratories Limited, another group company, and his interests are disclosed in the annual report of that company.

Messrs J F Parker and J W Earnshaw were also directors of The Intercare Group plc and their interests in the share capital of group companies are disclosed in the annual report of that company.

By order of the Board



J W Earnshaw

Secretary

21 May 2002

Martindale Pharmaceuticals Limited

Balance sheet as at 31 December 2001

	Note	2001 £	2000 £
Current assets			
Amounts due from holding company		100	100
Capital and reserves			
Called up share capital	2	100	100

During the year the company was a dormant company exempt from audit under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibilities for:

- Ensuring that the company keeps accounting records that comply with section 221; and
- Preparing financial statements that give a true and fair view of the state of affairs of the company as at the end of the financial year, and its profit or loss for the financial year in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to financial statements so far as applicable to the company.

The financial statements on pages 3 and 4 were approved by the board of directors on 31 May 2002 and were signed on its behalf by:



D W West
Director

Martindale Pharmaceuticals Limited

Notes to the financial statements for the year ended 31 December 2001

1 Basis of preparation

These financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2 Called up share capital

	2001		2000	
	Number	£	Number	£
Authorised share capital				
Ordinary shares of £1 each	100	100	100	100
Called up share capital				
Ordinary shares of £1 each	100	100	100	100

3 Profit and loss account

The company did not trade during the current year or the preceding period and consequently has made neither profit nor loss, nor any recognised gain or loss.

4 Ultimate parent undertaking

The ultimate parent undertaking and controlling party is The Intercare Group plc, which is the parent undertaking of the only group to consolidate these financial statements. Copies of The Intercare Group plc's consolidated financial statements may be obtained from:

The Intercare Group plc
Windsor House
Cornwall Road
Harrogate
HG1 2PW