

Martindale Pharmaceuticals Limited

Report and Financial Statements

30 June 2008

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COMPANIES HOUSE

Martindale Pharmaceuticals Limited

Registered No: 01073169

Directors

A G Oades

E W Thom

M Sillitto (appointed 13 July 2007)

D W West (resigned 12 July 2007)

Secretary

A Knight

Auditors

Ernst & Young LLP

1 Bridgewater Place

Water Lane

Leeds

LS11 5QR

Registered Office

Bampton Road

Harold Hill

Romford

RM3 8UG

Directors' report

The directors present their report and the financial statements for the year ended 30 June 2008.

Principal activity and business review

The company has not traded during the year.

Directors

The directors who served during the year are shown on page 1.

Disclosure of information to the auditors

As at the date of this report, as far as each director is aware, there is no relevant audit information of which the company's auditors are unaware, and each director has taken such steps as he should have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

On behalf of the Board


A G Oades
Director

10 DEC 2008

Statement of directors' responsibilities in respect of the financial statements

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). The financial statements are required by law to 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 UK Accounting Standards have 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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 auditors' report

to the members of Martindale Pharmaceuticals Limited

We have audited the financial statements of Martindale Pharmaceuticals Limited for the year ended 30 June 2008 which comprise the Balance Sheet, and the related notes 1 to 8. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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 auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report

to the members of Martindale Pharmaceuticals Limited (continued)

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2008;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

Ernst & Young LLP

Ernst & Young LLP
Registered Auditor
Leeds

16 December 2008

Balance sheet

as at 30 June 2008

	Notes	2008 £000	2007 £000
Fixed assets			
Investments	5	14,906	14,906
		<hr/>	<hr/>
Creditors: amounts falling due within one year	6	(14,906)	(14,906)
		<hr/>	<hr/>
Net current liabilities		(14,906)	(14,906)
		<hr/>	<hr/>
Total assets less current liabilities		-	-
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	7	-	-
		<hr/>	<hr/>
Shareholders' funds		-	-
		<hr/>	<hr/>



A G Oades
Director

10 DEC 2008

Notes to the financial statements

at 30 June 2008

1. Accounting policies

Basis of accounting

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

Investments

Fixed asset investments are stated at cost less any provision for impairment required under Financial Reporting Standard Number 11.

2. Basis of preparation

Fundamental accounting concept

The accounts have been prepared under the going concern concept because the company's parent undertaking has agreed to provide finance to enable the company to meet its debts as they fall due.

Group accounts

Group accounts are not prepared as the company is a wholly owned subsidiary undertaking of Cardinal Health UK Holding Limited.

3. Trading

The company did not trade during the year, did not incur any liabilities and consequently made neither a profit nor a loss.

4. Directors and employees

The directors did not receive any emoluments in respect of their services to the company. The company had no employees during the year.

5. Investments

Shares in subsidiary undertaking

£000

At 1 July 2007 and at 30 June 2008

14,906

The company owns the whole of the issued share capital of Eldon Laboratories Limited, the principal activity of which was the manufacture and distribution of pharmaceutical products to retail pharmacies in the UK, and which ceased to trade in 2007.

6. Creditors: amounts falling due within one year

2008 2007
£000 £000

Amounts owed to group undertakings

14,906 14,906

Notes to the financial statements

at 30 June 2008

7. Called up share capital

	<i>No.</i>	<i>2008</i> £	<i>Authorised share capital</i>	
			<i>No.</i>	<i>2007</i> £
Ordinary shares of £1 each	100	100	100	100
	<i>No.</i>	<i>2008</i> £	<i>Called up share capital</i>	
			<i>No.</i>	<i>2007</i> £
Ordinary shares of £1 each	100	100	100	100

8. Ultimate parent undertaking

Cardinal Health Inc., a company incorporated in the United States of America, is the company's ultimate parent company and controlling party and heads the largest group in which the results of the company and its subsidiary are consolidated. The consolidated financial statements of Cardinal Health Inc. are available to the public and may be obtained from Investor Relations Department, Cardinal Health Inc., 7000 Cardinal Place, Dublin, Ohio 43017, United States of America, or www.cardinal.com.