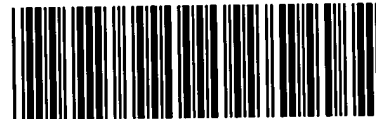


Registered number: 02175750

JOHNSON & JOHNSON LIMITED

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

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JOHNSON & JOHNSON LIMITED

COMPANY INFORMATION

Directors	G Rice C England
Registered number	02175750
Registered office	50-100 Holmers Farm Way High Wycombe England HP12 4EG
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 3 Forbury Place 23 Forbury Road Reading Berkshire RG1 3GH

JOHNSON & JOHNSON LIMITED

STRATEGIC REPORT FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

The directors present their Strategic report on the company for the financial year ended 1 January 2023.

Principal activities

The company acts as a sales agent for Johnson & Johnson group companies, receiving commission in respect of sales made.

Business review

Overall the directors are satisfied with the performance of the company during the financial year and its financial position at the financial year end.

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

	2022 £000	2021 £000	Change %
Revenue	45,881	41,959	9 %
Operating profit	10,206	11,191	(9)%
Total equity	82,931	66,614	24 %
Average number of employees	315	309	2 %

The results and dividend section within the Directors' report and the income statement on page 15 show the full results for the financial year.

Revenue from commission under company's agency agreements has risen by 9% year on year and operating profit has decreased by 9% year on year driven by the movement in past service pension costs between 2021 and 2022.

Total equity has increased by 24% year on year. The increase is principally due to the pension gains for the financial year.

The statement of financial position on page 17 of the financial statements shows the company's financial position at the end of the year.

The average number of employees has increased by 2% to 315.

Future outlook

Both the level of business and the year-end financial position remain satisfactory, despite strong competitive and market pressures. The directors expect that the present level of activity will be sustained for the foreseeable future.

The directors' consideration of COVID is outlined with the Directors' Report.

Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks.

The key business risks and uncertainties affecting the consumer group of companies which includes the company are considered to relate to general industry condition and competition; economic conditions; technological advances; challenges; challenges inherent in the new product development; and product efficacy or safety concerns resulting in product recalls, or regulatory action. The risks and uncertainties are managed at regular board meetings, and where applicable, actions are taken to mitigate the risks.

JOHNSON & JOHNSON LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 1 JANUARY 2023

Section 172(1) Statement

This statement sets out how the directors of the company have complied with section 172 (1) ("section 172 (1)") of the Companies Act 2006 ("Act") in the course of the financial year subject to this report.

Decision making processes

The company was part of the Johnson & Johnson sub-group of companies in the UK and was ultimately owned by Johnson & Johnson, a corporation registered in New Jersey, USA and listed on the New York Stock Exchange. It was a member of the wider Johnson & Johnson international group of companies. In November 2021, Johnson & Johnson announced its plan to separate the company's Consumer Health operations, with the intention of creating a new, listed company. Johnson & Johnson aims to complete the planned separation during 2023. Management believes that the new Consumer Health Company and the new Johnson & Johnson would each be better positioned to deliver to patients and consumers, pursue more targeted business strategies, and accelerate growth as separate and independent companies. On 4 May 2023, the Consumer Health business of J&J went public on NYSE as Kenvue (KVUE) with Initial Public offering, at this time Johnson & Johnson remained the majority shareholder and in overall control of the Consumer Health business. On 23 August 2023, the separation was completed and Kenvue become a fully independent company with Johnson & Johnson no longer our majority shareholder.

The company has a culture of high standards of business conduct, which the directors ensure is maintained throughout the company's operations and which is ultimately underpinned by Our Kenvue Values. These values declare the Group's responsibility to its key stakeholders. It is the Group's values and principles as set out in Our Kenvue Values, together with the duties and responsibilities which the directors are subject to by virtue of the Act and other applicable law and regulation, which guide the directors' decision-making. All employees, including the company's operational and functional managers, are required to comply with the ethical values and principles set out in Our Kenvue Values which is further supported by the company's Code of Business Conduct which sets out basic requirements for business conduct and serves as a foundation for the Company policies, procedures and guidelines, all of which provide additional guidance on expected employee behaviours in every market where Kenvue operates, including the UK.

The directors ensure that the company operates in a way consistent with the wider Kenvue and Johnson & Johnson Group strategy and governance processes. Authority for day-to-day management of the company is delegated to individual operational and functional managers who have clear processes to follow when considering decisions, including principal decisions which impact the company's key stakeholders. Common with other international groups, certain of these operational and functional managers have a wider Group remit. Responsibility for decision making on certain matters is delegated to the key operational and functional management within the Group except where they cannot be delegated under the Act.

Director meetings are held as required where the directors consider the company's activities and make and approve decisions, as appropriate. Business strategies and decisions are subject to a rigorous review process involving various levels of employees from numerous departments. As part of the company's governance framework, information submitted to the directors and operational and functional managers to support decision-making must be prepared to a high standard of accuracy and integrity and provide sufficient information to enable directors to discharge their duties effectively. This information includes data in relation to customers, supplier relationships, market developments and trends and company financial information.

Potential legal and ethical risks which may compromise the performance of the company are monitored and discussed in senior management and risk and compliance meetings. Stakeholders from within the wider Kenvue and Johnson & Johnson Group are consulted with on key business decisions where appropriate and their input on company strategy and objectives sought.

Training relating to their statutory duties, including under section 172 of the Act, was made available to the directors during the financial year.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 1 JANUARY 2023

Key board considerations during the financial year

During the course of the financial year, the directors addressed a number of significant issues including (but not limited to):

- Review and adoption of Modern Slavery Act Statement
- Review and approval of requests from various organisations and charities for product donations

Stakeholder engagement

The directors work to promote the success of the company as they implement the company strategy and day to day operational activities, by giving due consideration to the impact that any of their decisions may have on both the company and its key stakeholders. The directors acknowledge that the views of, and effects on, the company's key stakeholders in regard to key business decisions are of critical importance to the continued success of the company.

As a member of a global healthcare group, the company interacts with numerous stakeholder groups at the global, national and local levels.

Patients, Clinicians and Consumers

Enshrined in Our Kenvue values is a recognition that the Group's first responsibility is to patients, doctors and nurses, customers, consumers and all others who use Kenvue's products and services. The well-being of patients is the reason for the company's existence.

The company works closely with patients, clinicians and consumers. The company seeks to foster its business relationship with such groups through a variety of forums and initiatives from clinical trials, customer focus groups, Patient Engagement Research Councils (PERCs), joint product design initiatives, patient advocacy conferences, direct contact through sales, via dedicated customer relationship managers, attendance at industry trade groups and meetings and through the company's websites and social media platforms.

The company regularly seeks patient, clinician and consumer input on matters such as product effectiveness, quality, safety, reliability, performance, composition, price and pricing transparency, access, ease of use or application and disposal. Other matters on which input has been sought from patient organisations include development of AI, data science and digital health solutions, product packaging, sales and distribution channels, patient demand, pricing and manufacturing processes. A summary of consumer complaints, comments and interactions is provided to the Board on a quarterly basis and the feedback received used to improve product and service levels.

The directors recognise that working with these stakeholders is key to the company's success as it helps the company better understand the needs of patients living with diseases and conditions that the company is committed to help, prevent, treat and cure.

During the financial year, the company has engaged with patients, clinicians and consumers on a variety of key business matters including:

- a. Working with various charities relevant to the company's brands, such as charitable sales donations promoted by JOHNSON'S ® BABY in relation to Alder Hey Children's Charity and CALPOL® in relation to the NSPCC.
- b. Engaging with consumers as part of approximately 200 pieces of qualitative and quantitative research on topics ranging from attitudes towards COVID, consumer trends and testing claims on our products.

Employees

The directors recognise that the Company owes its success to its employees and those of the wider Kenvue Group. The directors are aware of their responsibility to the Company's employees and further recognise that key to providing an inclusive work environment, where individuals have a sense of fulfilment and purpose in their roles, is regular consultation on matters affecting the Company and them individually.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 1 JANUARY 2023

Employees (continued)

The Company continually communicates with its employees through a variety of formats and media leveraging Group functions and initiatives. Through these forums, the Company provides employees with information on matters that are of concern to them as well as obtaining their views on Company matters likely to affect them or in which they may be interested. The engagement forums used by the Company include formal and informal meetings, offline and online communication including newsletters, 'Town Hall' meetings, Leadership blogs, digital daily digests, quarterly business updates, TED talks and events, conferences, Our Kenvue Values survey, webcasts and seminars and through employee representative forums.

In the financial year, the company re-ran its biennial Our Voice Survey which is part of a wider Group engagement initiative, the detailed results of which are communicated to all employees and plans then developed to address the main areas of opportunity identified by employees both at a corporate Group level and within individual teams. The company has also run additional sentiment surveys, employee focus groups, comprehensive Q&A sessions, gathered detailed feedback from the leadership team and the area leaders forum and provided senior leader talking points throughout the financial year. There has been increased focus on engaging with employees as the company prepares for future changes in the corporate structure.

The company also operates a 24/7 toll free employee hotline, run by external providers, to offer employees an alternative method of voicing their views outside of normal business channels. An Escalation Procedure is also in place by which employees can bring issues of concern to the attention of senior management. During the financial year, the company updated its Escalation Procedure and communicated it broadly to all employees, emphasising that every employee is empowered to speak up on any matter relating to ethical conduct or compliance

During the financial year, the company has engaged with employees on a variety of key business matters including:

- the Group's refresh of its Enterprise diversity, equity and inclusion strategy and increased global representation of women and ethnic, racially diverse employees;
- the Group's implementation of J&J Flex, the Group's new hybrid working model;
- the continued development of the Group's Environmental, Social and Governance (ESG) strategy to keep pace with industry ESG best practice and ensure the strategy aligns with the priority views and needs of the Group's stakeholders;
- the company's Gender Pay Gap Report;
- employee wellness, especially in terms of energy for performance (providing "Recharge Days" as additional time off of work) and supporting people with caring responsibilities, as well as menopause awareness workshops and the introduction of parental leave across the globe;
- digital experience scores, which includes proactively reviewing and maintaining technology made available to employees, for example replacing laptops

Other matters on which the company has engaged with employees include personal development, mental health support, consumer health product launches, trends in self-care talent acquisition and career opportunities, support for family, health and well-being, ethical business practices, business performance, sustainable innovation, workplace health and safety, compensation and benefits, diversity and inclusion, human rights, community engagement and volunteering initiatives, access to and affordability of medicines and data protection and privacy,

Employees have the ability to participate in a share option plan operated by the company's ultimate parent company Johnson & Johnson. The purpose of the plan is to motivate employees to contribute towards the creation of long-term shareholder value whilst providing them with an opportunity to share in the wider Group's success.

Suppliers

Each supplier engaged by the company is required to uphold the Group's Our Kenvue values and comply with the Group's Code of Business Conduct and Responsibility Standards for Suppliers. The Group has in place an audit and assurance programme against which suppliers' adherence to these standards and applicable legal and regulatory requirements is regularly monitored and assessed. The company maintains robust continuity plans across our global supply chain network to prepare for unforeseen events and to meet the needs of patients, customers and consumers who depend on our products and services.

The company seeks to foster its business relationship with its suppliers through a number of engagement initiatives including direct engagement by product category leaders, collaborative partnerships, face-to-face meetings, supplier conferences, surveys and scorecards, supplier audits and post-audit engagement and through participating in initiatives such as the Group's Onward Sustainability, Sustainable Procurement and Supplier Diversity Programmes.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 1 JANUARY 2023

Suppliers (continued)

During the financial year, the company has engaged with suppliers on a variety of key business matters including:

- a. Decarbonisation strategies;
- b. Advancing sustainable packaging, circular solutions and green chemistry principles;
- c. Responsible sourcing;
- d. Development of a long-term human rights strategic framework;

The directors monitor payment performance to the company's suppliers and to ensure the company complies with the wider Group's fair payment policies.

Local community and the environment

The directors believe that human health is inextricably linked to environmental health and recognise the need to protect the environment and natural resources. Much of the company's environmental and sustainability initiatives are managed and delivered centrally through wider Group initiatives including the Group's Health for Humanity 2025 Goals, We Sustain Sustainability Accelerator Grants challenge, New Plastics Economy Global Commitment, Healthy Lives Mission, and WeSustain Environmental sustainability employee programme. The Group has made a series of public commitments in respect of carbon reduction, advancing climate resilience, water and waste management and improving product sustainability.

The directors and operational and functional management are responsible for ensuring the company participates in achieving these Group wide targets. Consideration of these targets, together with wider environmental impact considerations are incorporated into the company's decision making processes. The company also actively engaged with external partners on environmental topics, including interactions with the NHS on sustainability initiatives to understand the sustainability of its supply chain with the NHS and the NHS "Evergreen" Supplier Sustainability Framework.

The company also partners with other Kenvue Group UK companies in the delivery of the Group's Corporate Social Responsibility Vision programme in the UK. To achieve this Vision, the UK Group companies (including the company) have partnered with a number of organisations both nationally and across local sites to co-create innovative solutions to address health and societal challenges in the UK and to find new ways of collaborating to make a long-term, sustainable impact. The initiatives which the company chooses to support through its Corporate Social Responsibility Vision can have a significant impact on the local community. In determining which initiatives to support the directors and operational and functional management will consider which initiatives are most aligned to the Group's strategy and which are likely to have the most impact.

Kenvue Group companies

The company is a wholly owned subsidiary of another Kenvue Group entity. A key principle applied by the directors and key management personnel is to always consider whether the decision they are about to take leads to a positive long-term increase in the value of the company for the benefit of its immediate Group shareholder, and ultimately Johnson & Johnson and Johnson & Johnson stockholders. Johnson & Johnson, incorporated in the United States of America, was the company's ultimate parent undertaking until at 1 January 2023. Kenvue, incorporated in the United States of America, became the company's ultimate parent on 23 August 2023.

Government and Regulators

The company works in close partnership with the UK National Health Service (NHS), UK government and devolved administrations and other national and local organisations involved in the delivery and regulation of healthcare. It also provides submissions to public consultations on Government policy proposals pertaining to public health, smoking cessation, sustainability and packaging. The company has continued to contribute to discussions relating to Brexit with the UK government and trade associations.

The company continues to conform with regulatory obligations set by the UK regulatory framework for Consumer Healthcare products for products that may be classified as Medicines, Cosmetics, Medical Devices, Commodity products among other product classifications. The company participates in various trade and industry associations, as well as providing representation on associated working groups such as the Advertising Working Group and E-Commerce Working Group of the PAGB. The company corresponds with the UK competent authorities to seek advice, seek new registration and maintain its registrations for its Consumer Healthcare products.

JOHNSON & JOHNSON LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 1 JANUARY 2023

Shareholder

The Company is a wholly owned subsidiary of another Kenvue Group entity. A key principle applied by the directors and key management personnel is to always consider whether the decision they are about to take leads to a positive long-term increase in the value of the Company for the benefit of its immediate Group shareholder, and ultimately Johnson & Johnson.

Streamlined Energy and Carbon Reporting (SECR) disclosure

We believe industry has an important role to play in responding to climate change by implementing voluntary reductions of the greenhouse gases within their control. We have made strong progress in transitioning to renewable electricity, and plan to make further investments in energy efficiency across our operations.

In 2022, various energy efficiency actions were undertaken. This includes replacing lighting with LEDs at the Leeds Beeston and Capitol Park sites and closing the restaurant at the Pinewood site on Fridays to reduce energy demand.

The Scope 1 emissions are based on the vehicle fleet and facilities' gas and fuel consumption.

The Scope 2 emissions have been calculated according to the dual reporting principals of the Greenhouse Gas Protocol Scope 2 Guidance (market and location based method). In our total carbon footprint calculations, the location Scope 2 emissions are used.

Carbon emissions conversion factors have been taken from 'UK Government GHG Conversion Factors for Company Reporting 2022'.

Greenhouse gas emissions in tCO₂e

	Financial year ending 1 January 2023	Financial year ending 2 January 2022
Scope 1 - Direct emissions	149	150
Scope 2 - Indirect emissions	40	51
Total	189	201

Energy consumption

	Financial year ending 1 January 2023	Financial year ending 2 January 2022
Energy consumption in KWh	906,686	950,021

Intensity ratio for 2022 is 0.6175 TCO₂e per £'000 full time employees.

This report was approved by the board and signed on its behalf.


G Rice
Director

Date: 19.2.24

JOHNSON & JOHNSON LIMITED

DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023

The directors present their annual report and the financial statements 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 the 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, 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 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 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.

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 to enable them to ensure that the financial statements comply with the Companies Act 2006.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as they are 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.

Future outlook

The directors' expectations for the future of the business are set out in the Strategic report included within the annual report and financial statements.

JOHNSON & JOHNSON LIMITED

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

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.

Price risk

The company has limited exposure to commodity price risk as a result of its operations. It is also partly indemnified against any potential loss under agreements with other group companies. The company has no exposure to equity securities price risk as it holds no listed or other equity investments.

Credit risk

The company has implemented policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure to any individual counterparty is subject to a limit, which is reassessed annually.

Liquidity risk

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

Results and dividends

The income statement for the financial year is set out on page 15.

The company's profit for the financial year amounted to £7,765,000 (2021 profit : £10,057,000). The aggregate dividends on the ordinary shares recognised during the year amounts to £nil (2021 - £nil). There are no proposed dividends awaiting approval at 1 January 2023.

Events since the year end

In November 2021, Johnson & Johnson announced its plan to separate the company's Consumer Health operations, with the intention of creating a new, listed company. Johnson & Johnson aims to complete the planned separation during 2023.

Management believes that the new Consumer Health Company and the new Johnson & Johnson would each be better positioned to deliver to patients and consumers, pursue more targeted business strategies, and accelerate growth as separate and independent companies.

On May 4th 2023, the Consumer Health business of J&J went public on NYSE as Kenvue (KVUE) with Initial Public offering, at this time Johnson & Johnson remained the majority shareholder and in overall control of the Consumer Health business.

On August 23rd 2023, the separation was completed and Kenvue become a fully independent company with Johnson & Johnson no longer our majority shareholder.

Going concern

Management have considered the implications of the separation of the consumer business on the company's ability to continue as a going concern and are satisfied with that basis having reviewed the forecasts and future cashflows.

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

Directors

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

G Rice
C England

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.

Employee involvement

The company is committed to the continued development of employee involvement by an effective communications and consultative framework (see the strategic report S172 reporting). Consultative committees covering broad business areas, pensions, health and safety, quality and employee services are well established and meet regularly in order to take on the views of the employees in decision-making. Team briefings, which complement other forms of management communication, ensure that all levels in the organisation are kept up-to-date on the performance of the company, thereby increasing employee engagement. In addition, surveys such as the annual Kenvue Survey are conducted to provide opportunities for employees to feed back to senior management on the health of the business and general working environment.

The current emphasis is on facilitating cross-functional relationships to increase awareness and to build effective teamwork.

The company is committed to the principle of employee share participation and accordingly during the year have continued the Johnson & Johnson Employee Share Incentive Plan. This scheme provides employees with the opportunity to acquire shares in the US parent company of the Johnson & Johnson group on an advantageous basis and it is operated with tax benefits under HM Revenue & Customs approved share scheme arrangements. In 2023 Kenvue granted share options to current employees with an incentive to hold for a minimum of 12 months before being able to vest.

The company's policies and practices are regularly reviewed and feedback is received from all staff levels.

Disabled persons

Applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities 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 the appropriate training is arranged. It is the policy of the company that the training, career development and promotion of a disabled person should, as far as possible, be identical to that of a person who does not suffer from a disability.

Employee Consultation

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 on the various factors affecting the performance of the Company. Employee representatives are consulted regularly on a wide range of matters affecting their current and future interests. The Company, through its ultimate parent, operates a number of share option plans (the "Option Plans"). Some employees are entitled to a grant of options or other share awards once they commence employment. Employees are also entitled to participate in a stock purchase plan.

JOHNSON & JOHNSON LIMITED

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

Modern slavery statement

The company, as a member of the Kenvue and Johnson & Johnson family of companies, is committed to ensuring that it conducts its business worldwide with respect for human rights and in compliance with all applicable laws and fair labour practices. The company has prepared a statement in accordance with the requirements of The Modern Slavery Act 2015, a copy of which is available on request or on certain of the company's websites.

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 s487 of the Companies Act 2006 for them to be deemed reappointed as auditors in the absence of an Annual General Meeting.

This report was approved by the Board of Directors on 19.2.24 and signed on its behalf by:



G. Rice
Director

Date: 19.2.24

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
JOHNSON & JOHNSON LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, Johnson & Johnson 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, the Statement of Comprehensive Income 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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
JOHNSON & JOHNSON LIMITED (CONTINUED)**

With respect to the Strategic report and 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.

Strategic report and the Directors' Report

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 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 Strategic report and 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 employment laws, and health and safety regulations, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as UK taxation regulations and the Companies Act 2006. 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 journal entries as well as adjustments between the trial balance and 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 directors around known or suspected instances of non-compliance with laws, regulations and fraud.
- Review of minutes of meetings with the Board of Directors.
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations in respect of revenue, unusual users, and post close journals.
- Assessing reasonableness of accounting estimates, and incorporating elements of unpredictability to the nature of extent of audit procedures performed by us.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
JOHNSON & JOHNSON LIMITED (CONTINUED)**

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.

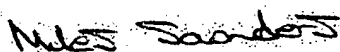
Other required reporting

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.



Miles Saunders (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Reading
19 February 2024

JOHNSON & JOHNSON LIMITED

**INCOME STATEMENT
FOR THE FINANCIAL YEAR ENDED 1 JANUARY 2023**

		Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
	Note		
Revenue	4	45,881	41,959
Gross profit		45,881	41,959
Administrative expenses		(45,547)	(38,207)
Other operating income	5	9,872	7,439
Operating profit	6	10,206	11,191
Interest payable and similar expenses	10	(460)	—
Finance income	11	441	210
Profit before income tax		10,187	11,401
Income tax expense	12	(2,422)	(1,344)
Profit for the financial year		7,765	10,057

The notes on pages 19 to 44 form part of these financial statements.

- All amounts relate to continuing operations.

JOHNSON & JOHNSON LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDING 1 JANUARY 2023

		Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
	Note(s)		
Profit for the financial year		7,765	10,057
Other comprehensive income/(expenses)			
Items that will not be reclassified to profit or loss			
Re-measurements on defined benefit schemes	18,19	10,448	10,656
Movement of deferred tax relating to defined benefit pension	16	(2,612)	(4,104)
Total other comprehensive income		7,836	6,552
Total comprehensive income for the financial year		15,601	16,609

The notes on pages 19 to 44 form part of these financial statements.

JOHNSON & JOHNSON LIMITED
REGISTERED NUMBER: 02175750

STATEMENT OF FINANCIAL POSITION
AS AT 1 JANUARY 2023

		1 January 2023 £000	1 January 2023 £000	2 January 2022 £000	2 January 2022 £000
	Note(s)				
Non current assets					
Property, plant and equipment	13		361		378
Defined benefit pension scheme asset	18, 19		34,673		24,161
			<u>35,034</u>		<u>24,539</u>
Current assets					
Trade and other receivables	14	152,537		145,706	
Cash and cash equivalents		<u>33,061</u>		<u>2,970</u>	
		185,598		148,676	
Trade and other payables: amounts falling due within one year	15	<u>(130,554)</u>		<u>(101,506)</u>	
Net current assets			<u>55,044</u>		<u>47,170</u>
Provisions for liabilities					
Deferred tax	16	(6,671)		(4,268)	
Other provisions	17	<u>(476)</u>		<u>(827)</u>	
			<u>(7,147)</u>		<u>(5,095)</u>
Net assets			<u><u>82,931</u></u>		<u><u>66,614</u></u>
Capital and reserves					
Called up share capital	21		11,565		11,565
Retained earnings			<u>71,366</u>		<u>55,049</u>
Total equity			<u><u>82,931</u></u>		<u><u>66,614</u></u>

The notes on pages 19 to 44 form part of these financial statements.

The financial statements on page 15 to 44 were approved by the Board of Directors on _____ and signed on its behalf by:


G Rice
Director

Date: 19.2.23

JOHNSON & JOHNSON LIMITED

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

	Called up share capital £000	Retained earnings £000	Total equity £000
At 3 January 2021	11,565	38,298	49,863
Profit for the financial year	—	10,057	10,057
Re-measurements on defined benefit pension scheme (note 18 & 19)	—	10,656	10,656
Deferred tax on actuarial pension gain (note 16)	—	(4,104)	(4,104)
Other comprehensive income for the financial year	—	6,552	6,552
Total comprehensive income for the financial year	—	16,609	16,609
Credit relating to equity-settled share-based payments	—	781	781
Charge from parent for equity-settled-share-based-payments	—	(909)	(909)
Deferred tax booked on share-based payments in excess of fair value at grant (note 16)	—	343	343
Excess current tax charge on share-based payments	—	(73)	(73)
Total transactions with owners	—	142	142
At 2 January 2022	11,565	55,049	66,614
Profit for the financial year	—	7,765	7,765
Re-measurements on defined benefit pension scheme (note 18 & 19)	—	10,448	10,448
Deferred tax on actuarial pension gain (note 16)	—	(2,612)	(2,612)
Other comprehensive income for the financial year	—	7,836	7,836
Total comprehensive income for the financial year	—	15,601	15,601
Credit relating to equity-settled share-based payments	—	1,468	1,468
Charge from parent for equity-settled-share-based-payments	—	(962)	(962)
Deferred tax booked on share-based payments in excess of fair value at grant (note 16)	—	152	152
Excess current tax credit on share-based payments	—	58	58
Total transactions with owners	—	716	716
At 1 January 2023	11,565	71,366	82,931

The notes on pages 19 to 44 form part of these financial statements.

JOHNSON & JOHNSON LIMITED

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

1. General Information

Johnson & Johnson 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 50-100 Holmers Farm Way, High Wycombe, England, HP12 4EG. The company acts as a sales agent for fellow group companies, receiving commission in respect of sales made.

JNTL (UK) HoldCo 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 Johnson & Johnson Limited 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, United States of America.

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 have been prepared on the going concern basis in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared on 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 applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

Management have considered the company's ability to continue as a going concern and are satisfied with that basis having reviewed forecasts and future cashflows.

As permitted by the Companies Act 2006, the directors have adapted the prescribed format of the income statement in a manner appropriate to the nature of the company's business.

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.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3 (critical accounting estimates and judgements).

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 IFRS.

JOHNSON & JOHNSON LIMITED

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

2. Accounting policies

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 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 exemption, where applicable, under FRS 101:

- Paragraphs 45(b) and 46-52 of IFRS 2, 'Share based payment'
- IFRS 7, "Financial Instruments : Disclosures"
- Paragraphs 91 to 99 of IFRS 13, 'Fair Value Measurement'
- Paragraph 38 of IAS 1, 'Presentation of Financial Statements' to present comparative information requirements in respect of:
 - Paragraph 79(a)(iv) of IAS 1;
 - Paragraph 73(e) of IAS 16 Property, Plant and Equipment;
- 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
- IAS 7, 'Statement of Cash Flows'
- Paragraphs 30 and 31 of IAS 8 'Accounting Policies, changes in accounting estimates and errors'
- Paragraph 17 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,
- 8 A qualifying entity may take advantage of the following disclosure exemption, from when the relevant standard is applied:
 - The requirement of the second sentence of paragraph 110 and paragraph 113(a), 114, 115, 118, 119(a), 120 to 127 of IFRS 15, 'Revenue from Contracts with Customers'.

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 currencies

(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 Pounds Sterling (£), which is also the company's functional currency.

(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 Property, plant and equipment

All property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation on other assets is calculated using the straight line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Fixtures, fittings and equipment -	10.00 - 33.33%
Leasehold improvements -	shorter of lease term and 10 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within the income statement.

2.5 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, 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.

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

2. Accounting policies (continued)

2.5 Financial instruments (continued)

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

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.

2.6 Impairment of financial assets

Assets carried at amortised cost

The company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a loss event) and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

2.7 Trade and other receivables

Trade and other receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less they are classified as current assets. If not, they are presented as non-current assets. Trade and other receivables are recorded at a gross level however revenue is recognised on an agency basis based on commission received.

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

The company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

2.8 Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held with banks, and other short-term highly liquid investments with original maturities of three months or less.

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

2. Accounting policies (continued)

2.9 Trade and other payables

Trade and other payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Accruals and deferred income comprise expenses relating to the current year, which will not be invoiced until after the date of the statement of financial position, and income received in advance relating to the following year.

2.10 Leases

The Company as a lessee

The Company leases various buildings and vehicles. Rental contracts are typically made for fixed periods of 9 years for buildings and 3 years for vehicles.

The Company assesses whether a contract is or contains a lease, at inception of a contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Under IFRS 16, at lease commencement, the lease payments (which determine the lease liability) consist of all of the following payments relating to the use of the underlying asset during the lease term:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or a rate (such as the Consumer price Index or a market interest rate), initially measured using the index or rate at the commencement rate;
- Amounts expected to be payable by the lessee under residual value guarantees;
- The exercise price of a purchase option, if the lessee is reasonably certain to exercise the option;
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is included in 'Creditors' on the Balance sheet.

The Company is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

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

2. Accounting policies (continued)

2.10 Leases (continued)

Right-of-use assets are measured at cost comprising the following:

- Any lease payments made at or before the commencement date less any lease incentives received
- Any initial direct costs
- Restoration costs
- The amount of the initial measurement of lease liability

The right-of-use asset is depreciated over the shorter of the lease term or the useful life of the underlying asset. If the Company is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The right-of-use asset is subject to testing for impairment if there is an indicator for impairment, as for owned assets.

Right-of-use assets are included in the heading "Tangible Fixed Assets" and the lease liabilities in the headings "Creditors amounts falling due within one year" and "Creditors amounts falling due after more than one year".

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has used this practical expedient.

2.11 Current and deferred taxation

The tax expense for the period comprises current and deferred 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.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates that have been enacted or substantively enacted by the date of the statement of financial position and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

JOHNSON & JOHNSON LIMITED

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

2. Accounting policies (continued)

2.12 Pension obligations

The company participates in the Johnson & Johnson UK Group Retirement Plan. The UK Group operates a funded defined benefit pension scheme and defined contribution scheme for all UK employees. New entrants are eligible to join the funded defined contribution scheme and the defined benefit scheme is closed to new entrants. There is also an unfunded, unapproved defined benefit pension scheme arrangement for a small number of employees who are affected by the Inland Revenue Earnings Cap.

A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. The company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan is a pension plan that is not a defined contribution plan. Typically, defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The Company has for Plan 16 taken the approach of using a defined benefit pension for Johnson & Johnson Limited for the year ending 1 January 2023 and 2 January 2022. Prior years the Company took the approach of defined contribution for Plan 16 based on materiality grounds.

The asset or liability recognised in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of the plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

The amount charged or credited to finance costs is a net interest amount calculated by applying the liability discount rate to the net defined benefit liability or asset. Past service cost are recognised immediately in the income statement.

Under the defined contribution plan, the company has no further payment obligations once the contributions have been paid. Contributions are recognised as employee benefit expenses when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Past service costs/(income) is recognised immediately in the income statement.

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

2. Accounting policies (continued)

2.13 Share based payments

The company operates a number of equity settled, share-based compensation plans, under which the company receives services from employees as consideration for equity instruments (options) of the ultimate parent company, Johnson & Johnson. The awards are granted by Johnson & Johnson, and the company has no obligation to settle the awards. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. A credit is recognised directly in equity. The total amount to be expensed is determined by reference to the fair value of the options granted.

- excluding the impact of any service and non-market vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period); and
- including the impact of any non-vesting conditions (for example, the requirement for employees to save). Non-market performance and service conditions are included in assumptions about the number of options that are expected to vest.

The total expense is recognised over the vesting period, which is the period over which all the specified vesting conditions are to be satisfied. At the end of each reporting period, the company revises its estimates of the number of options that are expected to vest based on the non market vesting conditions. It recognises the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity. When the options are exercised, the company is recharged the options' original fair value as of the grant date from Johnson & Johnson. These intercompany charges are accounted for as a deduction from equity.

Employer's national insurance on share options

Under unapproved share option schemes, the company is required to pay National Insurance on the difference between the exercise price and market value at the exercise date of the shares issued. The company becomes unconditionally liable to pay the National Insurance upon exercise of the options.

The company therefore calculates the provision by applying the latest enacted National Insurance rate to the difference between the market value of the underlying options at the date of the statement of the financial position and the option exercise prices. The initial provision calculated upon grant of the option follows the underlying option and the charge to the income statement is therefore spread over the vesting period. At each date of the statement of financial position until the date of exercise the provision is adjusted by using the market value of the options at that date. The amount of the National Insurance actually payable will depend on the number of employees who remain with the company and exercise their options, the market price of the ultimate parent company's shares at the time of exercise and the prevailing National Insurance rates at the time.

Employee benefits – Certificates of Extra Compensation (CEC's)

CEC's were granted up until 31 December 2009 by the company if it wished to reward an employee for faithful service in the past and to encourage employees in their future work by permitting them to share in the growth and success of the company's enterprises by issuing to them Units of Agreements of Additional Remuneration ("AAR Units") and to that end receive as extra compensation sums based upon and measured by (a) the amount of cash dividends from time to time declared upon an equal number of shares of common stock of the ultimate parent company and (b) by the formula value of AAR Units as established in the AAR agreement, at the time of termination of employment or death while in such employment.

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

2. Accounting policies (continued)

2.13 Share based payments (continued)

Employee benefits – Certificates of Long-Term Performance (CLP's)

Since 1 January 2010 CLP's may be granted by the company if it wishes to reward an employee for faithful service in the past and to encourage employees in their future work by permitting them to share in the growth and success of the company's enterprises by issuing to them Units of Agreements of Additional Remuneration ("AAR Units") and to that end receive as extra compensation sums based upon and measured by (a) the amount of cash dividends from time to time declared upon an equal number of shares of common stock of the ultimate parent company and (b) by the formula value of AAR Units as established in the AAR agreement. This award represents a deferred compensation instrument with the vested value being paid out at the tenth anniversary of the date of the grant or upon termination or retirement, whichever occurs earlier.

2.14 Provisions

Provisions for restructuring costs and legal claims are recognised when: the company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

2.15 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

The company recognises revenue when the amount can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when the criteria included in the sales agreements have been met

The company sells product on a commissionaire basis and therefore only recognises the commission receivable on these sales as revenue in the year to which the sale relates. All revenue is intercompany only.

The company's end user sales are often made with retrospective volume discounts based on aggregate sales over a 12 month period. Commission received on the gross end user sales is recognised based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts, using the most likely amount method, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. A refund liability (included in creditors: amounts falling due within one year) is recognised for expected volume discounts payable to customers in relation to sales made until the end of the reporting period.

Under IFRS 15, the Company is an agent rather than a principal in a transaction relating to distribution services provided.

2.16 Other operating income

Other operating income represents income receivable from fellow group companies for other services provided. It is recognised when the related expenses are incurred by the company.

2.17 Dividend distributions

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

JOHNSON & JOHNSON LIMITED

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

2. Accounting policies (continued)

2.18 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.

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 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.

(a) Defined benefit pension scheme

The company has an obligation to pay pension benefits to certain employees. The cost of these benefits and the present value of the obligation depend on a number of factors, including; life expectancy, salary increases, asset valuations and the discount rate on corporate bonds. Management estimates these factors based on actuarial valuation reports in determining the net pension obligation in the statement of financial position. The assumptions reflect historical experience and current trends. (Note 18 & 19).

(b) Rebates

The company makes an estimate for the deduction from revenue by the amount of expected rebate payments to customers. Any unsettled rebate payments to customers are accrued for at year end. For volume based rebates, the estimate is based on a combination of data gathered from the historical levels of similar rebates and future expected consumer product usage.

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

(a) Revenue recognition (agent vs. principal)

Significant judgement was applied in determining the company's role in acting as an agent for other group entities. The company does not hold any inventory, bear any credit risk, or has the autonomy to establish the pricing of the products sold. Revenue is therefore recorded on a net basis and a commission income is recognised instead.

4. Revenue

An analysis of turnover by class of business as follows:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Commission	45,881	41,959
	<u>45,881</u>	<u>41,959</u>

Commission receivable is due from fellow group companies in respect of sales to customers in the United Kingdom.

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**NOTES TO THE FINANCIAL STATEMENTS
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5. Other operating income

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Other operating income	<u>9,872</u>	<u>7,439</u>

Other operating income represents income receivable from fellow group companies, including intercompany recharges for cluster charges, for services provided and expenses incurred by the company.

6. Operating profit

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

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Depreciation of Property, plant and equipment (Note 13)	19	14
Foreign exchange differences	9	278
Staff costs (note 8)	<u>27,910</u>	<u>24,698</u>

7. Auditors' remuneration

Remuneration for the statutory audit and other 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 financial statements	<u>67</u>	<u>136</u>

JOHNSON & JOHNSON LIMITED

NOTES TO THE FINANCIAL STATEMENTS
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8. Employees

Staff costs were as follows:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Wages and salaries	22,893	21,146
Social security costs	2,517	2,374
Other pensions costs (note 18, 19)	1,032	397
Share based payments	1,468	781
	<u>27,910</u>	<u>24,698</u>

The average monthly number of employees, including the directors, during the financial year was as follows:

	Financial year ended 1 January 2023 No.	Financial year ended 2 January 2022 No.
Management and Administration	272	260
Production	43	49
	<u>315</u>	<u>309</u>

9. Director emoluments

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Aggregate emoluments for qualifying services	242	300
	<u>242</u>	<u>300</u>

Retirement benefits are accruing to one director (2021: one director) under the company's defined benefit pension scheme and to no directors (2021: no director) under the money purchase scheme.

No director (2021: no director) exercised share options in the ultimate parent company during the financial year.

JOHNSON & JOHNSON LIMITED

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

9. Director emoluments (continued)

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Highest paid director		
Total amounts of emoluments and amounts (excluding shares) receivable under long-term incentive schemes	243	278
Defined benefit pension scheme:		
- Accrued pension at the end of the financial year	28	28
	<u>271</u>	<u>306</u>

The highest paid director did not exercise share options in the year (2021: options not exercised).

10. Interest payable and similar expenses

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Intercompany interest payable	460	—
	<u>460</u>	<u>—</u>

11. Finance income

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Net interest income on defined benefit pension scheme (note 18 & 19)	441	210
	<u>441</u>	<u>210</u>

JOHNSON & JOHNSON LIMITED

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

12. Income tax expense

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Tax included in the income statement		
Current tax on profits for the financial year	2,502	1,874
Adjustments in respect of previous periods	(23)	40
Total current tax	2,479	1,914
Deferred tax		
Origination and reversal of timing differences	(66)	311
Impact of change in tax rate	(21)	(881)
Adjustments in respect of prior periods	30	—
Total deferred tax	(57)	(570)
Total tax on profit	2,422	1,344

Factors affecting tax charge for the year

The tax assessed for the period is higher than (2021 - lower than) 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 income tax	10,187	11,401
Profit before income tax multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	1,936	2,166
Effects of:		
Expenses not deductible for tax purposes	479	9
Tax rate changes	(21)	(881)
Adjustments to tax charge in respect of prior periods	7	40
Share options	21	—
Income not taxable	—	10
Total tax on profit included in the income statement	2,422	1,344

JOHNSON & JOHNSON LIMITED

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

12. Income tax expense (continued)

Factors that may affect future tax charges

In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. This new rate was substantively enacted on 24 May 2021. At 31 December 2021, the relevant UK deferred tax assets and liabilities of the company were carried at this increased 25% rate.

Tax expense included in other comprehensive income:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Deferred tax		
Origination and reversal of temporary difference	2,612	4,104
Total tax charge included in other comprehensive income	2,612	4,104

Tax income included in equity

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Current tax		
Current tax on items in equity	(58)	73
Deferred tax		
Origination and reversal of temporary difference	(152)	(343)
Total deferred tax included in equity	(152)	(343)
Total tax income included in equity	(210)	(270)

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

13. Property, plant and equipment

	Land and buildings £000	Leasehold improvements £000	Fixtures, fittings and equipment £000	Total £000
Cost				
At 3 January 2022	380	7,268	1,169	8,817
Additions	2	—	—	2
Disposals	—	(7,268)	(1,169)	(8,437)
At 1 January 2023	382	—	—	382
Accumulated depreciation				
At 3 January 2022	2	7,268	1,169	8,439
Charge for the year on owned assets	19	—	—	19
Disposals	—	(7,268)	(1,169)	(8,437)
At 1 January 2023	21	—	—	21
Net book value				
At 1 January 2023	361	—	—	361
At 2 January 2022	378	—	—	378

14. Trade and other receivables

	1 January 2023 £000	2 January 2022 £000
Trade debtors	76,249	78,039
Amounts owed by group undertakings	74,820	67,159
Other receivables	128	181
Prepayments and accrued income	1,340	327
	<u>152,537</u>	<u>145,706</u>

Trade receivables represents amounts due from third parties and collected by the company on behalf of fellow group companies under agency arrangements.

Amounts owed by group undertakings includes an amount of £Nil (2021: £41,960,000 which is interest free) invested with the In-House Treasury Cash Pool.

The company, together with other UK based affiliate companies, participates in one or more In-House Treasury Cash Pool arrangements administered by J.C. General Services CVBA, a company incorporated under Belgian law with registered office at Turnhoutseweg 30, 2340 Beerse, Belgium. The centralised financial management provided in relation to the In-House Treasury Cash Pool is intended to, among other things, enable the Cash Pool participants, by acting collectively, to have access to the broadest range of credit options at arm's length conditions, while optimising the use and investment of the liquidities available within the In-House Treasury Cash Pool.

All investments with J.C. General Services CVBA are made on behalf of the UK group companies by Johnson & Johnson Management Limited. Transactions between Johnson & Johnson Management Limited and UK group affiliates to fund these investments are treated as separate arrangements.

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**NOTES TO THE FINANCIAL STATEMENTS
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14. Trade and other receivables (continued)

As from 2023, the company, together with the other UK-based affiliate companies, participates in one or more In-House Treasury Pool arrangements administered by JNTL Consumer Health General Services BV, a company incorporated under Belgian tax with registered office at Michel De Braeystraat 52, 2000, Antwerpen, Belgium.

All other amounts owed by group undertakings are unsecured, interest free and have no fixed date of repayment and are repayable on demand.

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

	1 January 2023 £000	2 January 2022 £000
Trade payables	23,943	16,011
Amounts owed to group undertakings	75,789	51,489
Corporation tax	996	3,520
Other taxation and social security	4,591	4,811
Accruals and deferred income	25,235	25,675
	<u>130,554</u>	<u>101,506</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

16. Deferred tax

	Accelerated/ decelerated capital allowances £000	Retirement benefits £000	Provisions for liabilities £000	Share-based payments £000	Total £000
At 4 January 2021	252	(2,211)	77	805	(1,077)
Credit to the income statement	71	275	129	95	570
Charge to other comprehensive income	—	(4,104)	—	—	(4,104)
Credit to equity	—	—	—	343	343
At 2 January 2022	<u>323</u>	<u>(6,040)</u>	<u>206</u>	<u>1,243</u>	<u>(4,268)</u>
(Charge)/credit to the income statement	(66)	(16)	(88)	227	57
Charge to other comprehensive income	—	(2,612)	—	—	(2,612)
Credit to equity	—	—	—	152	152
At 1 January 2023	<u>257</u>	<u>(8,668)</u>	<u>118</u>	<u>1,622</u>	<u>(6,671)</u>

JOHNSON & JOHNSON LIMITED

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

16. Deferred tax (continued)

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	1 January 2023 £000	2 January 2022 £000
Deferred tax assets	1,997	1,772
Deferred tax liabilities	(8,668)	(6,040)
Net deferred tax liability reported in the statement of financial position	(6,671)	(4,268)

At 1 January 2023, the company had no unrecognised deferred tax liability.

17. Other provisions

The company had the following provisions during the year:

	Employer's national insurance on share-based payments £000
As at 3 January 2022	827
Unused amounts reversed	(116)
Utilised in financial year	(235)
As at 1 January 2023	476

NOTES TO THE FINANCIAL STATEMENTS
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18. Post-employment benefits

The company participates in three pension arrangements in conjunction with other companies in the Johnson & Johnson Group. These are a funded, defined benefit plan called the "Johnson & Johnson UK Group Retirement Plan", a defined contribution Plan with some underlying guarantees for employees called the "Johnson & Johnson UK Group Retirement Plan 16", and an unfunded, unapproved defined benefit arrangement.

The company also participates in a life assurance arrangement called the "Johnson & Johnson UK Approved Life Assurance Plan".

There have been no changes to the plan as part of the separation.

Johnson & Johnson UK Group Retirement Plan

The risks of the plans are as follows:

(a) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to corporate bond yields. However, the plan holds a significant proportion of equities, which are expected to outperform corporate bonds in the long-term but do provide increased volatility and risk in the short-term.

(b) Changes in bond yields

A decrease in corporate bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings.

(c) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities.

(d) Inflation risk

A significant proportion of the pension obligation is linked to inflation, and higher inflation will lead to higher liabilities.

A comprehensive actuarial valuation of the UK Group Retirement Plan was carried out at 31 March 2020. The valuation results at this date have been updated to 31 December 2022 by a qualified independent actuary. The valuation in the financial statements has been made based on the following assumptions:

	Financial year ended 1 January 2023	Financial year ended 2 January 2022
Expected rate of salary increases	4.35 %	4.45 %
Expected rate of increase of pensions in payment (with RPI capped at 5% per annum)	2.90 %	3.05 %
Discount rate	5.00 %	1.80 %
RPI inflation assumption	3.10 %	3.20 %
CPI inflation assumption	2.60 %	2.60 %

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NOTES TO THE FINANCIAL STATEMENTS
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18. Post-employment benefits (continued)

Assumptions regarding future mortality are set, based on actuarial advice, in accordance with published statistics and experience in the UK. These assumptions translate into an average life expectancy for a pensioner retiring at age 65:

	Financial year ended 1 January 2023	Financial year ended 2 January 2022
Longevity at age 65 for current pensioners		
Men	22.2	22.2
Women	23.8	23.7
Longevity at age 65 for future pensioners		
Men	23.5	23.5
Women	25.5	25.4

The Johnson & Johnson UK Group Retirement Plan does not have any self-investments.

There is an unfunded unapproved pension arrangement for a small number of employees who were either affected by the old "Inland Revenue Earnings Cap" -- which was abolished from 6 April 2006, or whose benefits are in excess of the Lifetime Allowance. These members' benefits are paid directly by the company. In addition, following the benefit changes that were implemented with effect from 1 April 2012 (and further benefit changes that were implemented with effect from 1 April 2014), more benefits are accrued outside of the registered pension arrangement. These benefits are also provided through this unfunded arrangement. This unfunded arrangement has been included within the Johnson & Johnson UK Group Retirement Plan in determining the total plan assets and liabilities. The financial assumptions underlying the calculation of the unfunded, unapproved liability are identical to those underlying the calculation of the funded liability.

	Fair value of plan assets £000	Defined benefit obligation £000	Total £000
At 3 January 2022	207,003	(185,634)	21,369
Benefits (paid)/received	(3,493)	3,493	—
Employer and other contributions	783	118	901
Current service cost	—	(1,032)	(1,032)
Administrative expenses paid from plan	(416)	—	(416)
Interest income/(expense)	3,698	(3,309)	389
Remeasurement (losses)/gains			
Effect of changes in demographic	—	(441)	(441)
Effect of changes in financial assumptions	—	83,445	83,445
Effect of experience adjustments	—	(5,075)	(5,075)
Return on plan assets	(67,297)	—	(67,297)
At 1 January 2023	140,278	(108,435)	31,843

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NOTES TO THE FINANCIAL STATEMENTS
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18. Post-employment benefits (continued)

The expected contributions to the UK Group Retirement Plan in the year ended 1 January 2023 is £ 658,000

The sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

	Change in assumption	Increase in assumption	Decrease in assumption
Discount rate	0.5 %	Decrease by 7.2%	Increase by 8.1%
Inflation increase rate	0.25 %	Increase by 3.2%	Decrease by 4.2%
Life expectancy	1 year	Decrease by 2.1%	Increase by 2.1%

The above sensitivity analyses are based on a change in an assumption, while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the liability recognised within the statement of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous year.

The total defined benefit cost recognised as an expense in the income statement is as follows:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Current service cost	1,032	2,120
Past service (income)	—	(1,723)
Administrative expenses	416	404
Net interest income	(389)	(187)
	<u>1,059</u>	<u>614</u>

	1 January 2023 £000	2 January 2022 £000
Equity instruments	27,954	51,313
Debt instruments	111,817	153,938
Cash and cash equivalents	507	1,387
Other	—	365
	<u>140,278</u>	<u>207,003</u>

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18. Post-employment benefits (continued)

The return on the UK Group Retirement plan assets was:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Interest income	3,698	2,973
Remeasurements	(67,297)	6,401
	<u>(63,599)</u>	<u>9,374</u>

19. Post-employment benefits plan 16

In respect of Plan 16, which is a defined contribution plan with some underlying defined benefit guarantees, for the year ending 1 January 2023 and 2 January 2022, there was a change in estimate resulting in defined benefit accounting being applied. There have been no changes to the plan as part of the separation.

The total contributions paid by the company to Plan 16 and recognised as a defined contribution expense in the year were £263,000 (2021: £263,000). The best estimate of the company contributions expected in the year from 1 January 2023 to 1 January 2024 to be paid to Johnson & Johnson UK Group Retirement Plan 16 is £263,000.

The valuation in the financial statements for the UK Group Retirement Plan 16 has been made based on the following assumptions:

	Financial year ended 1 January 2023	Financial year ended 2 January 2022
Expected rate of salary increases	4.35 %	4.45 %
Expected rate of increase of pensions in payment (with RPI capped at 5% per annum)	2.90 %	3.05 %
Discount rate	5.00 %	1.80 %
RPI inflation assumption	3.10 %	3.20 %
CPI inflation assumption	2.60 %	2.60 %

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19. Post-employment benefits plan 16 (continued)

Assumptions regarding future mortality are set, based on actuarial advice, in accordance with published statistics and experience in the UK. These assumptions translate into an average life expectancy for a pensioner retiring at age 65:

	Financial year ended 1 January 2023	<i>Financial year ended 2 January 2022</i>
Longevity at age 65 for current pensioners		
Men	22.2	22.2
Women	23.8	23.7
Longevity at age 65 for future pensioners		
Men	23.1	23.0
Women	25.4	25.3

This unfunded arrangement has been included within the Johnson & Johnson UK Group Retirement Plan in determining the total plan assets and liabilities. The financial assumptions underlying the calculation of the unfunded, unapproved liability are identical to those underlying the calculation of the funded liability.

	Fair value of plan assets £000	Defined benefit obligation £000	Total £000
At 3 January 2022	20,769	(17,976)	2,793
Benefits (paid)/received	(133)	133	—
Employer and other contributions	263	—	263
Administrative expenses paid from plan	(94)	—	(94)
Interest income/(expense)	374	(322)	52
Remeasurement (losses)/gains			
Effect of changes in financial assumptions	—	4,281	4,281
Effect of experience adjustments	—	1,186	1,186
Return on plan assets	(5,651)	—	(5,651)
At 1 January 2023	15,528	(12,698)	2,830

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19. Post-employment benefits plan 16 (continued)

The total defined benefit cost recognised as an expense in the income statement is as follows:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Administrative expenses	94	83
Net interest income	(52)	(23)
	<u>42</u>	<u>60</u>

	1 January 2023 £000	2 January 2022 £000
Equity instruments	10,870	14,538
Debt instruments	4,658	6,231
	<u>15,528</u>	<u>20,769</u>

The return on the UK Group Retirement plan 16 assets was:

	Financial year ended 1 January 2023 £000	Financial year ended 2 January 2022 £000
Interest income	374	285
Remeasurements	(5,651)	1,403
	<u>(5,277)</u>	<u>1,688</u>

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20. Share based payments

Johnson & Johnson, the company's ultimate parent undertaking, operates a share option plan, a restricted stock unit plan (RSU), and a performance stock unit (PSU) plan, whereby options, RSUs and PSUs are granted to employees to acquire shares in Johnson & Johnson. The purpose of the plan is to motivate employees to contribute towards the creation of long-term shareholder value. The plan is an equity settled share based payment plan. Share options expire 10 years from the date of grant. Share options, RSUs and PSUs vest after three years. All options are granted at current market price on the date of grant. The company settles employee stock option exercises with treasury shares of the parent company. There have been no changes to the plan as part of the separation.

The company recognises a share-based payment expense based on the fair value of the awards granted, and an equivalent credit directly in equity as a capital contribution.

On exercise of the shares by the employees, the company is charged the intrinsic value of the shares by Johnson & Johnson. This amount is treated as a reduction of the capital contribution and is recognised directly in equity.

The weighted average share price at the date of exercise for options exercised in the financial year was \$103.89 (2021: \$109.18).

Share options outstanding at the end of the financial year have the following expiry dates and exercise prices:

Year of expiry	Number of options	Weighted average exercise price (US\$)
2022	—	155.39
2023	7,483	116.75
2024	2,653	90.44
2025	4,961	100.06
2026	6,070	101.87
2027	15,722	115.67
2028	9,121	129.51
2029	10,164	131.94
2030	15,600	151.41
2031	23,329	164.62
2032	40,820	165.89

All options are granted at the current market price on a specific grant date during each calendar year. There is therefore no weighted average exercise price as the shares granted each year are all granted at the same price, given in the table above.

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21. Called up share capital

	1 January 2023 £000	2 January 2022 £000
Allotted, called up and fully paid		
11,564,613 (2021- 11,564,613) Ordinary shares of £1 each	<u>11,565</u>	<u>11,565</u>

22. Commitments under operating leases

As at 1 January 2023 the company had no minimum leases payments .

If the company were to pull out of all the advertising commitments at the year-end there would be a penalty fee of £2,694,209 liable (2021: £2,148,285).

23. Events since the year end

In November 2021, Johnson & Johnson announced its plan to separate the company's Consumer Health operations, with the intention of creating a new, listed company. Johnson & Johnson aims to complete the planned separation during 2023.

Management believes that the new Consumer Health Company and the new Johnson & Johnson would each be better positioned to deliver to patients and consumers, pursue more targeted business strategies, and accelerate growth as separate and independent companies.

On May 4th 2023, the Consumer Health business of J&J went public on NYSE as Kenvue (KVUE) with Initial Public offering, at this time Johnson & Johnson remained the majority shareholder and in overall control of the Consumer Health business.

On August 23rd 2023, the separation was completed and Kenvue become a fully independent company with Johnson & Johnson no longer our majority shareholder.