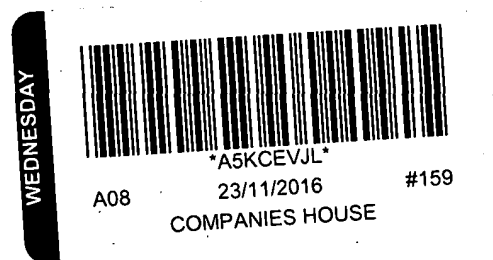


Abbott Asia Holdings Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2015



Registration number: 04166305

Abbott Asia Holdings Limited

Directors' Report for the Year Ended 31 December 2015

The Directors present their report and the financial statements for the year ended 31 December 2015.

Directors of the Company

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

T Freyman (resigned 15 December 2015)

M Smith (resigned 2 October 2015)

S Hudson

G Hall (appointed 2 October 2015)

B Yoor (appointed 15 December 2015)

Principal activity

The principal activity of the company is that of a holding company. There have not been any significant changes in the company's principal activities in the year under review.

Going concern

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

Important non adjusting events after the financial period

On 1st July 2016 a merger of the subsidiaries Abbott Healthcare Private Ltd and Abbott Truecare Pharma Private Ltd was completed. The merged company is named Abbott Healthcare Private Ltd.

The merger has no effect on these financial statements.

Disclosure of information to the auditors

Each Director has taken steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information. The Directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

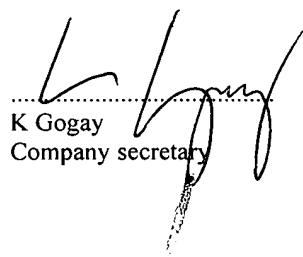
Reappointment of auditors

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

Small companies provision statement

This report has been prepared in accordance with the small companies regime under the Companies Act 2006. Advantage has been taken of the exemption under section 414B of the Companies Act 2006 from the requirement to prepare a Strategic Report.

Approved by the Board on 21 November 2016 and signed on its behalf by:


K Gogay
Company secretary

Abbott Asia Holdings Limited

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent Auditor's Report

We have audited the financial statements of Abbott Asia Holdings Limited for the year ended 31 December 2015, which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 16, set out on pages 5 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

Respective responsibilities of Directors and auditor

As explained more fully in the Statement of Directors' Responsibilities (set out on page 2), the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors to the financial statements.

Scope of the audit of the financial statements

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

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent Auditor's Report (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit



David Hales (Senior Statutory Auditor)
For and on behalf of Ernst & Young LLP, Statutory Auditor
Reading
United Kingdom

Date: 23-11-2016

Abbott Asia Holdings Limited

Profit and Loss Account for the Year Ended 31 December 2015

	Note	2015 £ 000	2014 £ 000
Turnover		-	-
Administrative expenses		<u>(8)</u>	<u>(894,240)</u>
Operating loss	4	<u>(8)</u>	<u>(894,240)</u>
Other interest receivable and similar income	5	41,238	25,196
Interest payable and similar charges	6	<u>(691)</u>	<u>(121)</u>
		<u>40,547</u>	<u>25,075</u>
Profit/(loss) before tax		40,539	(869,165)
Taxation	9	<u>(9,378)</u>	<u>(9,146)</u>
Profit/(loss) for the financial year		<u>31,161</u>	<u>(878,311)</u>

The above results were derived from continuing operations.

Abbott Asia Holdings Limited

Statement of Comprehensive Income for the Year Ended 31 December 2015


	Note	2015 £ 000	2014 £ 000
Profit/(loss) for the year		31,161	(878,311)
Surplus/(deficit) on property, plant and equipment revaluation		<u>9,066</u>	<u>10,833</u>
Total comprehensive income / (loss) for the year		<u><u>40,227</u></u>	<u><u>(867,478)</u></u>

The notes on pages 9 to 14 form an integral part of these financial statements.

Abbott Asia Holdings Limited
(Registration number: 04166305)
Balance Sheet as at 31 December 2015

	Note	2015 £ 000	2014 £ 000
Fixed assets			
Investments	10	1,102,738	1,102,738
Current assets			
Debtors	11	572,333	373,888
Cash at bank and in hand		5,729	3,640
		578,062	377,528
Creditors: Amounts falling due within one year	12	(162,902)	(2,595)
Net current assets		415,160	374,933
Net assets		1,517,898	1,477,671
Capital and reserves			
Share premium reserve		2,333,445	2,333,445
Other reserves		6,161	6,161
Profit and loss account		(821,708)	(861,935)
Total equity		1,517,898	1,477,671

Approved and authorised by the Board on 21 November 2016 and signed on its behalf by:


G Hall
Director

Abbott Asia Holdings Limited

Statement of Changes in Equity for the Year Ended 31 December 2015

	Share premium £ 000	Other reserves £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2015	2,333,445	6,161	(861,935)	1,477,671
Profit for the year	-	-	31,161	31,161
Other comprehensive income	-	-	9,066	9,066
Total comprehensive income	-	-	40,227	40,227
At 31 December 2015	2,333,445	6,161	(821,708)	1,517,898
	Share premium £ 000	Other reserves £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2014	2,242,970	6,161	5,543	2,254,674
Loss for the year	-	-	(878,311)	(878,311)
Other comprehensive income	-	-	10,833	10,833
Total comprehensive income	-	-	(867,478)	(867,478)
Other share premium reserve movements	90,475	-	-	90,475
At 31 December 2014	2,333,445	6,161	(861,935)	1,477,671

The notes on pages 9 to 14 form an integral part of these financial statements.

Abbott Asia Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2015

1 General information

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

The address of its registered office is:

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

These financial statements were authorised for issue by the Board on 21 November 2016.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard Section 1A Small Entities applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014, and with the Companies Act 2006. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

This is the first year in which the financial statements have been prepared under FRS 102. In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

Summary of disclosure exemptions

The company has applied exemptions applicable to small companies under the Companies Act 2006.

The company has used exemptions from the following disclosure requirements of FRS102:

Statements of Cash Flows section 3.17 (d)

Basic Financial Instruments sections 11.39 to 11.48A

Related Party Disclosures sections 33.1A and 33.7.

Going concern

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

Abbott Asia Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)

2 Accounting policies (continued)

Exemption from preparing group accounts

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

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

Judgements

That the underlying asset value of investments in subsidiary companies is equal to or exceeds the value of investments reported in the balance sheet.

That the debtors will be able to settle their debts as they fall due.

Key sources of estimation uncertainty

A loan to a subsidiary company is denominated in Indian Rupees and the movement of exchange rates may materially affect the sterling value of the loan. The carrying amount is £5,729,000 (2014 - £3,639,000).

Finance income and costs policy

Interest income is due to the company from loans to affiliated companies, or cash deposits with affiliated companies or third party banks, is calculated daily and accrued monthly.

Foreign currency transactions and balances

Transactions in foreign currencies are recorded at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the closing rate at the balance sheet date. All exchange differences are included in the profit and loss account.

Tax

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

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

Investments

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

Cash and cash equivalents

Cash and cash equivalents comprise cash balances.

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors.

Abbott Asia Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)

3 Other gains and losses

The analysis of the company's other gains and losses for the year is as follows:

	2015 £ 000	2014 £ 000
Gain (loss) from changes in provisions	-	(894,230)

4 Operating loss

Arrived at after charging/(crediting)

	2015 £ 000	2014 £ 000
Foreign exchange gains	691	121

5 Other interest receivable and similar income

	2015 £ 000	2014 £ 000
Other finance income	41,238	25,196

6 Interest payable and similar charges

	2015 £ 000	2014 £ 000
Foreign exchange (gains) / losses	691	121

7 Staff costs

During the current and prior year, all the directors were paid by other affiliates within the Abbott Laboratories group of companies. The directors services to the company do not occupy a significant amount of their time. As such the directors do not consider that they receive any remuneration for their incidental services to the company. The company has no other employees.

8 Auditors' remuneration

	2015 £ 000	2014 £ 000
Audit of the financial statements	2	2
Other fees to auditors		
All other non-audit services	5	8

Abbott Asia Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)

9 Taxation

Tax charged/(credited) in the income statement

	2015 £ 000	2014 £ 000
Current taxation		
UK corporation tax	13,153	5,368
UK corporation tax adjustment to prior periods	(3,775)	3,778
	<u>9,378</u>	<u>9,146</u>

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2014 - the same as the standard rate of corporation tax in the UK) of 20.25% (2014 - 21.5%).

The differences are reconciled below:

	2015 £ 000	2014 £ 000
Profit/(loss) before tax	<u>40,539</u>	<u>(869,165)</u>
Corporation tax at standard rate	8,209	(186,870)
(Decrease) in UK and foreign current tax from adjustment for prior periods	(3,775)	-
Tax (decrease) arising from group relief	(13)	(21)
Double taxation relief	(1,259)	-
Tax increase arising from overseas tax suffered/expensed	6,216	3,778
Other tax effects for reconciliation between accounting profit and tax expense	-	192,259
Total tax charge	<u>9,378</u>	<u>9,146</u>

10 Investments in subsidiaries, joint ventures and associates

	2015 £ 000	2014 £ 000
Investments in subsidiaries	<u>1,102,738</u>	<u>1,102,738</u>
Subsidiaries		£ 000
Cost or valuation		
At 1 January 2015		1,996,968
Provision		
At 1 January 2015		<u>894,230</u>
Carrying amount		
At 31 December 2015		<u>1,102,738</u>
At 31 December 2014		<u>1,102,738</u>

Abbott Asia Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)

10 Investments in subsidiaries, joint ventures and associates (continued)

Details of undertakings

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

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
			2015	2014
Subsidiary undertakings				
Abbott Healthcare Pvt Limited	India	Ordinary	100%	100%
Abbott Truecare Pharma Pvt Limited	India	Ordinary	100%	100%

The principal activity of Abbott Healthcare Pvt Limited is healthcare

The principal activity of Abbott Truecare Pharma Pvt Limited is healthcare

11 Debtors

	Note	2015 £ 000	2014 £ 000
Amounts owed by group undertaking	14	571,621	373,888
Income tax asset	9	712	-
		<u>572,333</u>	<u>373,888</u>

12 Creditors

	Note	2015 £ 000	2014 £ 000
Due within one year			
Amounts due to group undertakings		162,890	-
Accrued expenses		12	14
Income tax liability	9	-	2,581
		<u>162,902</u>	<u>2,595</u>

Abbott Asia Holdings Limited

Notes to the Financial Statements for the Year Ended 31 December 2015 (continued)

13 Share capital

Allotted, called up and fully paid shares

	2015		2014	
	No. 000	£ 000	No. 000	£ 000
6 Ordinary shares of £1 each	-	-	-	-

14 Related party transactions

The company is a wholly owned subsidiary of Abbott Laboratories Inc. Accordingly, the company has taken advantage of the exemption under FRS 102 section 33 not to disclose transactions with other group companies which meet the criteria that all subsidiary undertakings which are party to transactions are wholly owned by the ultimate controlling parent. There were no other related party transactions during the year.

15 Parent and ultimate controlling party

The company is controlled by the immediate parent company Abbott Asia Investments Limited. The smallest and largest group into which the results of Abbott Asia Holdings Limited are consolidated is the ultimate parent company Abbott Laboratories, incorporated in the State of Illinois, USA. The consolidated financial statements are available to the public and may be obtained from Abbott Laboratories, 100 Abbott Park Road, Abbott Park, IL60064-6400, USA.

16 Non adjusting events after the financial period

On 1st July 2016 a merger of the subsidiaries Abbott Healthcare Private Ltd and Abbott Truecare Pharma Private Ltd was completed. The merged company is named Abbott Healthcare Private Ltd. The merger has no effect on these financial statements.