Registra

Company Registration No. 6000696 (England and Wales)

TOKYO CHEMICAL INDUSTRY UK LTD DIRECTORS' REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2007

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COMPANY INFORMATION

Directors K Asakawa

S Asakawa

Secretary Rochman Landau Secretarial Limited

Company number 6000696

Registered office Magdalen Centre

Robert Robinson Avenue The Oxford Science Park

OX4 4GA Oxford

Accountants Greenback Alan LLP

11 Raven Wharf Lafone Street

London SE1 2LR

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DIRECTORS' REPORT

FOR THE PERIOD ENDED 31 DECEMBER 2007

The directors present their report and financial statements for the period ended 31 December 2007.

Principal activities

The company was incorporated 16 November 2006 and commenced to trade on 25 January 2007. The activity of the company is that of the manufacture and supply of organic laboratory chemicals.

Directors

The following directors have held office since 16 November 2006:

K Asakawa

S Asakawa

Directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

On behalf of the board

S Asakawa

Director

16 September 2008

ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE UNAUDITED FINANCIAL STATEMENTS OF TOKYO CHEMICAL INDUSTRY UK LTD

In accordance with the engagement letter dated 24 April 2007, and in order to assist you to fulfil your duties under the Companies Act 1985, we have compiled the financial statements of Tokyo Chemical Industry UK Ltd for the period ended 31 December 2007, set out on pages 3 to 7 from the accounting records and information and explanations you have given to us.

This report is made to the Company's Board of Directors, as a body, in accordance with the terms of engagement. Our work has been undertaken so that we might compile the financial statements that we have been engaged to compile, report to the Company's Board of Directors that we have done so, and state those matters we have agreed to state to them in this 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 Board of Directors as a body, for our work or for this report.

We have carried out this engagement in accordance with technical guidance issued by the Institute of Chartered Accountants in England and Wales and have complied with the ethical guidance laid down by the Institute relating to members undertaking the compilation of financial statements.

You have acknowledged on the balance sheet as at 31 December 2007 your duty to ensure that the company has kept proper accounting records and to prepare financial statements that give a true and fair view under the Companies Act 1985. You consider that the company is exempt from the statutory requirement for an audit for the period.

We have not been instructed to carry out an audit of the financial statements. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.

Greenback Alan LLP

16 September 2008

Accountants

11 Raven Wharf Lafone Street London SE1 2LR

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31 DECEMBER 2007

	Notes	Period ended 31 December 2007 £
Distribution costs Administrative expenses		(625) (114,893)
Loss on ordinary activities before taxation	2	(115,518)
Tax on loss on ordinary activities	3	· -
Loss for the period	8	(115,518)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET

AS AT 31 DECEMBER 2007

		2007	
Notes	£	£	
4		3,313	
5	12,585		
	79,126		
	91,711		
6	(60,542)		
		31,169	
		34,482	
7		100	
8		149,900	
8		(115,518)	
9		34,482	
	4 5 6 7 8 8	Notes £ 4 5 12,585 79,126 91,711 6 (60,542) 7 8 8	

In preparing these financial statements:

- (a) The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- (b) No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial period and of its profit or loss for the financial period in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

Approved by the Board and authorised for issue on 16 September 2008

S Asakawa

Director

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2007

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Plant and machinery

25% on cost

1.4 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

2	Operating loss	2007 £
	Operating loss is stated after charging:	
	Depreciation of tangible assets	574 ———
3	Taxation	2007
	Current tax charge	
	Factors affecting the tax charge for the period	
	Loss on ordinary activities before taxation	(115,518)
	Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 0.00%	
	Current tax charge	-

The company has estimated losses of £ 116,585 available for carry forward against future trading profits.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2007

4	Tangible fixed assets	
		Plant and
		machinery etc
	Cost	£
	At 16 November 2006	_
	Additions	3,887
	At 31 December 2007	3,887
	Depreciation	
	At 16 November 2006	-
	Charge for the period	574 ————
	At 31 December 2007	574
	Net book value	
	At 31 December 2007	3,313
5	Debtors	2007
		£
	Other debtors	12,585
6	Creditors: amounts falling due within one year	2007
		£
	Trade creditors	6,020
	Amounts owed to group undertakings and undertakings in which the company has a	
	participating interest Taxation and social security	45,483 7,269
	Other creditors	1,770
		60,542
		=====

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 DECEMBER 2007

7	Share capital	2007
	Authorised	£
	100 Ordinary shares of £1 each	100
		
	Allotted, called up and fully paid	
	100 Ordinary shares of £1 each	100
		

During the year 100 ordinary shares of £1 each were allotted and fully paid at a premium for cash consideration to provide additional working capital.

8 Statement of movements on reserves

Share	Profit and loss
account	account
£	£
-	(115,518)
149,900	
149,900	(115,518)
	premium account £ - 149,900

9 Reconciliation of movements in shareholders' funds 2007 £

Loss for the financial period Proceeds from issue of shares	(115,518) 150,000
Net addition to shareholders' funds Opening shareholders' funds	34,482
Closing shareholders' funds	34,482

10 Control

The immediate parent company is TCI Europe NV, a company registered in Belgium, and the ultimate parent company is Tokyo Chemical Industry Co., Ltd, a company registered in Japan.