

**Company Registration No. 07079844
(England and Wales)**

Autologic Diagnostics Holdings Limited

Report and Financial Statements

For the year ended 31 December 2015

THURSDAY



A5GJWH1W

A10

29/09/2016

#107

COMPANIES HOUSE

Autologic Diagnostics Holdings Limited

Report and financial statements 2015

Contents	Page
Officers and professional advisers	3
Strategic report	4
Directors' report	5
Directors' responsibilities statement	6
Profit and loss account	7
Balance sheet	8
Notes to the financial statements	9

Autologic Diagnostics Holdings Limited

Officers and professional advisers

Directors

K Finn

Registered Office

Autologic House
London Road
Wheatley
Oxfordshire
OX33 1JH

Autologic Diagnostics Holdings Limited

Strategic Report

The directors, in preparing this strategic report, have complied with s414C of the Companies Act 2006

Principal activities

The company did not trade during the year under review, and continued to act as an intermediate holding company

Approved by the Board of Directors
and signed on behalf of the Board

A handwritten signature in black ink, appearing to read 'K Finn', written over a horizontal line.

K Finn - Director

26 September 2016

Autologic Diagnostics Holdings Limited

Directors' report

The directors present their report with the financial statements of the company for the year ended 31 December 2015

Principal activity

The principal activity of the company in the year under review was that of acting as an intermediate holding company

Review of business

The results for the year and financial position of the company are as shown in the annexed financial statements. A detailed review of the trading of the group can be found in the accounts of the parent company.

All the balances at the year end are group balances.

Dividends

No dividends will be distributed for the year ended 31 December 2015.

Directors

The directors who have held office during the year to the date of this report, except as noted, are as follows:

K Finn

J Conoley (resigned 2 April 2015)

Approved by the Board of Directors
and signed on behalf of the Board



K Finn - Director

26 September 2016

Autologic Diagnostics Holdings Limited

Directors' responsibilities statement

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 then apply them consistently,
- make judgements and 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 responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions 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. 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.

Autologic Diagnostics Holdings Limited

Profit and loss account

For the year ended 31 December 2015

	Notes	2015 £	2014 £
Turnover		-	-
Administrative expenses		-	-
Operating profit	3	-	-
Income from shares in group undertakings		-	3,000,000
		-	3,000,000
Interest payable and similar charges	4	(717,942)	(716,800)
(Loss) / Profit on ordinary activities before taxation		(717,942)	2,283,200
Tax on profit on ordinary activities	5	-	-
(Loss) / Profit for the financial year		(717,942)	2,283,200

Continuing operations

None of the company's activities were acquired or discontinued during the current year or previous year

Total recognised gains and losses

The company has no recognised gains or losses other than the profit the current year and the loss for the previous year

Autologic Diagnostics Holdings Limited

Balance sheet 31 December 2015

	Notes	2015 £	2014 £
Fixed assets			
Investments	6	11,304,836	11,304,836
Current assets			
Debtors	7	7,700,930	7,700,930
Creditors: amounts falling due within one year	8	14,792,995	14,075,053
Net current (liabilities)		(7,092,065)	(6,374,123)
Total assets less current liabilities		4,212,771	4,930,713
Creditors: amounts falling due after more than one year	9	-	-
Net assets		4,212,771	4,930,713
Capital and reserves			
Called up share capital	11	469	469
Share premium	12	5,459,560	5,459,560
Profit and loss account	12	(1,247,258)	(529,316)
Shareholders' funds	14	4,212,771	4,930,713

Audit Exemption Statement

For the year ending 31 December 2015 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies

Directors' responsibilities

- the members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of the accounts

The financial statements of Autologic Diagnostics Holdings Limited, registered number 07079844 were approved by the Board of Directors on 26 September 2016

Signed on behalf of the Board of Directors



K Finn
Director

Autologic Diagnostics Holdings Limited

Notes to the financial statements For the year ended 31 December 2015

1. Accounting policies

Accounting convention

The financial statements have been prepared under the historical cost convention

Preparation of consolidated financial statements

The financial statements contain information about Autologic Diagnostics 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 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Autologic Diagnostics Group Limited, a company registered in England and Wales.

Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements.

Finance costs

Interest payable on financial instruments is charged to the profit and loss accounts so as to produce a constant rate of charge over the period to the date of expected redemption. Issue costs in respect of such instruments are charged to the profit and loss account evenly over the period of the loan. Any premium payable on the redemption of loan instruments is accrued over the period of the instrument.

Investments

Fixed asset investments are carried at cost less provision for any permanent diminution in value.

2. Staff costs

There were no staff costs for the year ended 31 December 2015 nor for the year ended 31 December 2014.

3. Operating profit

The operating profit is stated after charging

	2015 £	2014 £
Directors' remuneration	-	-

4. Interest payable and similar charges

	2015 £	2014 £
Issue costs of finance	-	-
Other loan interest	717,942	716,800
Loan redemption premium	-	-
	<u>717,942</u>	<u>716,800</u>

Autologic Diagnostics Holdings Limited

Notes to the financial statements For the year ended 31 December 2015

5. Taxation

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 31 December 2015 nor for the year ended 31 December 2014

6. Fixed asset investments

	Shares in group undertakings £
Cost	
At 31 December 2015 and 31 December 2014	<u>11,304,836</u>
Net book value	
At 31 December 2014 and 31 December 2015	<u>11,304,836</u>

The company's investments at the balance sheet date comprises the following wholly owned subsidiary companies

	Country of incorporation
Autologic Diagnostics Limited	United Kingdom
Autologic Diagnostics International Ltd	United Kingdom
Diagnos Limited	United Kingdom
Autologic Diagnostics Inc	United States of America
Autologic Diagnostics Pty Ltd	Australia
Autologic GmbH	Germany

7. Debtors: amounts falling due within one year

	2015 £	2014 £
Amounts owed by group undertakings	<u>7,700,930</u>	<u>7,700,930</u>

Autologic Diagnostics Holdings Limited

Notes to the financial statements For the year ended 31 December 2015

8. Creditors: amounts falling due within one year

	2015 £	2014 £
Amounts owed to group undertakings	14,792,995	14,075,053

9. Called up share capital

	2015 £	2014 £
Allotted, issued and fully paid		
23,160,329 ordinary shares of 001p	232	232
18,882,169 A ordinary shares of 001p	189	189
4,832,471 B ordinary shares of 001p	48	48
	469	469

10. Reserves

	Profit and loss account £	Share premium £	Totals £
At 1 January 2015	(529,316)	5,459,560	4,930,244
Loss for the year	(717,942)	-	(717,942)
Dividends	-	-	-
At 31 December 2015	1,247,258	5,459,560	4,212,302

11. Other financial commitments

The company has provided a cross guarantee supported by legal charges over its assets in respect of loans totalling £7,652,000 owed to its bankers

12. Related party disclosures

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 8 Related Party Disclosures, not to disclose related party transactions with wholly owned subsidiaries within the group

13. Ultimate controlling party

The company is a wholly owned subsidiary of Autologic Diagnostics Group Limited, incorporated in England and Wales, company number 07874811 which is also the ultimate parent company at the balance sheet date. There is no overall controlling party of Autologic Diagnostics Group Limited.

Autologic Diagnostics Group Limited produces group accounts. Copies of these can be obtained from the Companies House.

Autologic Diagnostics Holdings Limited

Notes to the financial statements For the year ended 31 December 2015

14. Reconciliation of movements in shareholders' funds

	2015	2014
	£	£
(Loss)/Profit for the financial year	(717,942)	2,283,200
Dividends	-	(3,000,000)
Net addition to shareholders' funds	(717,942)	(716,800)
Opening shareholders' funds	4,930,713	5,647,513
Closing shareholders' funds	4,212,771	4,930,713

15. Capital commitments

The company had no capital commitments at 31 December 2015

16. Contingent liabilities

There were no contingent liabilities at 31 December 2015