

Lupin Healthcare (UK) Limited

Reg No. 06925119

Financial Statements

For the Year Ended

31 March 2021

Lupin Healthcare (UK) Limited

ANNUAL FINANCIAL STATEMENTS TO 31 MARCH 2021

DIRECTORS	S Makharia B Ellis T Volle
SECRETARY	A McDonald
NATURE OF BUSINESS	The distribution of generic and branded generic medicines
INCORPORATION	The company is incorporated in the England & Wales
HOLDING COMPANY	Lupin Atlantis Holdings SA (incorporated in Switzerland)
REGISTERED OFFICE	The Urban Building, Second Floor 3-9 Albert Street, Slough, Berkshire, SL1 2BE, United Kingdom
REGISTRATION NUMBER	06925119
BANKERS	Citibank NA, HSBC
AUDITORS	Hillier Hopkins LLP

Lupin Healthcare (UK) Limited

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF LUPIN HEALTHCARE (UK) LIMITED.

OPINION

We have audited the financial statements of Lupin Healthcare (UK) Limited (the 'Company') for the year ended 31 March 2021, which comprise the Income Statement, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes, including a summary of significant accounting policies. The relevant financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards ('IFRSs') as adopted by the EU.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with the International Financial Reporting Standards as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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OTHER INFORMATION

The Directors are responsible for the other information. Other information comprises the information included in the Annual Report, other than the financial statements and our Auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in this regard.

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with those financial statements; and
- this report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Directors' report.

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.

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RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Statement of Directors' responsibilities set out on page 7, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine 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 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:

- the nature of the industry and sector, control environment and business performance including the remuneration incentives and pressures of key management;
- the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management. We consider the results of our enquiries of management about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the Company's documentation of their policies and procedures relating to:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;

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- the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

We also obtained an understanding of the legal and regulatory frameworks that the Company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. We focused on laws and regulations that could give rise to a material misstatement in the financial statements, including, but not limited to, the Companies Act 2006 and relevant tax legislation.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

USE OF OUR REPORT

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.

Lupin Healthcare (UK) Limited

Neil Cundale BSc FCA (Senior statutory auditor)

for and on behalf of
HILLIER HOPKINS LLP

Chartered Accountants
Statutory Auditor

Radius House
51 Clarendon Road
Watford
Hertfordshire
WD17 1HP

Date:

Lupin Healthcare (UK) Limited

INCOME STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

	Note	Year ended March 31 2021 £	Year ended March 31 2020 £
REVENUE	2.1	11,260,235	9,462,356
Cost of sales	3.1	<u>(6,768,498)</u>	<u>(10,300,541)</u>
GROSS PROFIT/ (LOSS)		4,491,737	(838,185)
Other Income	2.2	3,629,047	2,934,614
Operating Expenses	3.2	<u>(6,048,775)</u>	<u>(5,721,625)</u>
PROFIT/ (LOSS) FROM OPERATIONS		2,072,009	(3,625,196)
Financial Income		-	-
Financial Expenses	3.4	<u>(159,211)</u>	<u>(155,868)</u>
PROFIT/ (LOSS) BEFORE TAXATION		1,912,798	(3,781,064)
Taxation	4	<u>(142,668)</u>	<u>-</u>
PROFIT/ (LOSS) FOR THE YEAR		<u>1,770,130</u>	<u>(3,781,064)</u>

There were no recognised gains and losses for 2021 or 2020 other than those included in the income statement.

There was no other comprehensive income for 2021 (2020: £nil).

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BALANCE SHEET AS AT 31 MARCH 2021

(REGISTERED NUMBER: 06925119)

		As At March 31 2021 £	As At March 31 2020 £
ASSETS			
Non-current assets			
Property, plant and equipment	5	575,759	690,984
Deferred tax asset	5.1	19,563	19,563
Other Receivables > One Year	7.1	61,965	61,965
		<u>657,287</u>	<u>772,512</u>
Current Assets			
Inventories	6	1,861,691	1,512,603
Amounts due from group undertakings	7.2	818,741	944,190
Trade and other receivables	7.3	6,290,396	10,721,530
Cash and cash equivalents	8	879,474	882,847
		<u>9,850,302</u>	<u>14,061,170</u>
Total assets		<u>10,507,589</u>	<u>14,833,682</u>
EQUITY AND LIABILITIES			
Capital and reserves			
Issued Capital	9	3,251,000	3,251,000
Retained earnings		<u>(9,715,851)</u>	<u>(11,485,982)</u>
		<u>(6,464,851)</u>	<u>(8,234,982)</u>
Non- Current Liabilities			
Lease Liabilities	14	<u>425,332</u>	<u>505,457</u>
		<u>425,332</u>	<u>103,298</u>
Current Liabilities			
Lease Liabilities	14	80,125	103,298
Tax	4	142,668	-
Trade and other payables	10	7,408,360	12,023,906
Amounts owed to group undertakings	11.1	4,551,493	5,594,403
Loan - less than one year	11.2	4,364,462	4,841,599
		<u>16,547,108</u>	<u>22,965,365</u>
Total equity and liabilities		<u>10,507,589</u>	<u>14,833,682</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf.

Sunil Makharia
Director
Date:

Ben Ellis
Director
Date:

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STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2021

	Ordinary Share Capital £	Retained earnings £	Total £
Opening Balance	3,251,000	(11,485,981)	(8,234,981)
IFRS 16 Opening balance adjustment			-
Issue of Shares		-	-
Profit for the year	-	1,770,130	1,770,130
	<u>3,251,000</u>	<u>(9,715,851)</u>	<u>(6,464,851)</u>
Balance at March 31 2021	3,251,000	(9,715,851)	(6,464,851)

	Ordinary Share Capital £	Retained earnings £	Total £
Opening Balance	3,251,000	(7,659,267)	(4,408,267)
IFRS 16 Opening balance adjustment		(45,650)	(45,650)
Issue of Shares		-	-
Loss for the year	-	(3,781,064)	(3,781,064)
	<u>3,251,000</u>	<u>(11,485,981)</u>	<u>(8,234,981)</u>
Balance at March 31 2020	3,251,000	(11,485,981)	(8,234,981)

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CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2021

	Year ended March 31 2021 £	Year ended March 31 2020 £
Profit/ (Loss) before taxation	1,912,798	(3,781,064)
Adjusted for :		
IFRS 16	(103,298)	(65,213)
Depreciation	122,336	126,777
Revaluation of long term loan	(477,137)	234,436
Interest Paid	159,211	155,868
Taxation Charge	-	-
Cash generated from operations	<u>1,613,910</u>	<u>(3,329,196)</u>
Movements in working capital		
(Increase) / Decrease in inventories	(349,088)	354,399
(Increase) / Decrease in trade and other receivables	4,556,583	(2,486,328)
(Increase) / Decrease in other receivables	-	-
Increase / (Decrease) in trade and other payables	(4,615,546)	1,619,212
Increase / (Decrease) in other payables	(1,042,910)	2,768,245
	<u>162,950</u>	<u>(1,073,668)</u>
Interest Paid	(159,211)	(155,868)
Net cash generated in operating activities	<u>3,739</u>	<u>(1,229,536)</u>
Purchase of marketing rights	-	-
Right-of-use assets capitalised on implementation of IFRS 16	-	(641,918)
Purchase of property, plant and equipment	(7,113)	(720)
Net cash flow from investing activities	<u>(7,113)</u>	<u>(642,638)</u>
Lease liabilities recognised on transition date to IFRS 16	-	608,755
Ordinary Share Issue	-	-
Net cash inflow from financing activities	<u>-</u>	<u>608,755</u>
Net Movement in cash and cash equivalents	(3,374)	(1,263,419)
Cash and cash equivalents at the beginning of the period	<u>882,847</u>	<u>2,146,266</u>
Cash and cash equivalents at the end of the period	<u>879,473</u>	<u>882,847</u>

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DOMICILE, LEGAL FORM AND OTHER INFORMATION

Lupin Healthcare (UK) Limited is a private company, limited by shares and incorporated in England and Wales. The nature of the business undertaken is the distribution of generic and branded generic medicines.

Lupin Healthcare (UK) Limited has a place of business the same as the registered office at The Urban Building, Second Floor 3-9 Albert Street, Slough, Berkshire, SL1 2BE, United Kingdom.

NOTES TO THE FINANCIAL STATEMENTS AT 31 MARCH 2021

1. ACCOUNTING POLICIES

The principle accounting policies applied in the presentation of these financial statements are set out below.

1.1 Basis of preparation

The financial statements of Lupin Healthcare (UK) have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (IFRSs as adopted by the EU), IFRIC Interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared under the historical cost convention.

Going concern

The financial statements have been prepared on the going concern basis which assumes that the company will continue in operational existence for a period of at least 12 months following the approval of these financial statements. This is dependent upon the company continuing to receive financial support from the parent company, Lupin Limited.

The directors are of the opinion that the company can meet the majority of its liabilities as they fall due. The company's parent company, Lupin Limited, has confirmed it will continue to support the company for a period of at least 12 months from the approval of these financial statements.

There can be no certainty in relation to these matters, especially with regards to uncertainties pertaining to Covid-19. However, the directors consider it appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that would result from a failure to ensure repayment of the amounts due to Lupin Limited.

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1.2 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods in the ordinary course of the company's activities. Revenue is shown net of value-added tax, returns, rebates and discounts.

Revenue is recognised when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when the significant risks and rewards of ownership have been transferred to the buyer.

IFRS 15 has been applied consistently through the current accounting period.

The transaction price encompasses all consideration due from customers. The performance obligations are satisfied on delivery of goods to the customer with payment terms of one month and 5 days from the end of the month of invoice.

A general returns provision has been applied against one new product launched where historical trends are not available. Otherwise no other returns provisions have been applied.

1.3 Property, Plant and Equipment

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 on 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. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation is calculated using the straight line method to allocate their cost over their estimated useful economic lives as follows:

Computer equipment – 33.0%
Furniture and fitting – 25.0%
Other equipment – 10.0%
Office equipment – over lease term (5 years)
Leasehold property – over lease term (10 years)

An item of equipment is derecognised upon disposal or when no future economic benefits are expected from its use.

The assets' residual values, useful lives and depreciation methods are reviewed and adjusted prospectively if appropriate or if there is an indication of a significant change since the last report date.

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1.4 Leased Assets

The Company as a lessee

For any new contracts entered into on or after April 1 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. To apply this definition the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

Measurement and recognition of leases as a lessee

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an

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index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero. The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use assets have been included in leasehold property and improvements and fixtures, fittings and equipment.

1.5 Inventories

Inventory is valued at the lower of cost and net realisable value. Cost is determined on the moving weighted average basis. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

1.6 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other receivables and payables and loan from related parties.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective impairment is found, an impairment loss is recognised in the Income Statement.

There are no material changes to the classification of financial instruments as a result of the adoption of IFRS 9 from the 1 April 2018.

Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold in the ordinary course of the 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. Short term receivables are measured at transaction price, less any impairment.

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Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and on hand and short-term deposits with an original maturity of three months or less. In the cash flow statements, bank balances and cash consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due in one year or less. If not, they are presented as non-current liabilities. Short term payables are measured at transaction price, less any impairment.

Other financial liabilities are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Impairment

All financial assets are reviewed (individually or collectively) for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. Where the carrying value of these instruments exceeds recoverable amount, the asset is written down to the recoverable amount. Impairment losses are recognised in the income statement.

Derecognition

A financial asset is derecognised where the rights to receive cash flows from the investments have expired or have been transferred and the company has transferred substantially all risks and rewards of ownership

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

1.7 Provisions

Provisions are recognised where there is a present legal or constructive obligation as a result of a past event, a reliable estimate of the obligation can be made and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. The expense relating to any provisions is presented in the income statement net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that

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reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

1.8 Foreign currency translations

Functional and presentation currency

Items included in the financial statements of the entity are measured using the currency of the primary economic environment in which the entity operates (functional currency). The company's functional and presentation currency is British Pound and all amounts, unless otherwise indicated, are stated in British Pounds.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rate prevailing at the date of the transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement. Exchange differences on non-monetary items are accounted for based on the classification of the underlying items.

1.9 Employee Benefits

Obligations for contributions to the defined pension plan are recognised as an expense in the income statement as incurred.

1.10 Current and Deferred Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement and is calculated on the basis of tax laws enacted at the balance sheet date.

Deferred tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date.

Deferred tax assets and liabilities are not discounted.

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1.11 Holiday Pay Accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Balance Sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Balance Sheet date.

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1.12 Adopted IFRS's not yet applied

The following standards and interpretations were effective in 2020, but have not had a material impact on the Company:

Amendments to IFRS 7 'Financial Instruments: Disclosures'
Amendments to IFRS 9 'Financial Instruments'
Amendments to References to the Conceptual Framework in IFRS standards
Amendments to IFRS 3 'Business combinations'
Amendments to IAS 1 'Presentation of Financial Statements'
Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'
Amendments to IAS39 'Financial Instruments: Recognition and Measurement'

Certain new accounting standards and interpretations have been published that are not mandatory for 31 March 2021 reporting periods and have not been early adopted by the company. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

The following standards and interpretations to published standards are not yet effective:

New standard or interpretation	EU Endorsement status	Mandatory effective date (period beginning)
Amendments to IAS 1 'Presentation of Financial Statements'	Not yet endorsed for use in the EU	1 January 2022
Amendments to IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'	Not yet endorsed for use in the EU	1 January 2023
Amendments to IAS 16 "Property, Plant and Equipment"	Not yet endorsed for use in the EU	1 January 2022
Amendments to IAS 37 "Provisions, Contingent Liabilities and Contingent Assets"	Not yet endorsed for use in the EU	1 January 2022
Amendments to IFRS 3 "Business Combinations"	Not yet endorsed for use in the EU	1 January 2022
Amendments to IFRS 17 'Insurance Contracts'	Not yet endorsed for use in the EU	1 January 2022

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1.13 Judgment in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the period. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgments (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

The recoverability of Trade Receivables has been assessed as at the period end and up until the date of signing these financial statements. Management have based the decision to provide for any amounts based on their judgment of all the available information, and their experience of the specific nature of the Trade Receivable in question.

Inventory is included as per the accounting policy set out above. Management have assessed the need to write off or provide against any specific items based on the levels held at period end, and the expected revenues to be generated from such items in the immediate period post year end.

Rebate provision have been reviewed by the management at year end and accrued accordingly.

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2 REVENUE AND OTHER INCOME

2.1 Revenue from contracts with customers

The following notes disaggregate revenue by primary geographical market, major product lines and timing/ uncertainty of revenue recognition.

	Year ended March 31 2021 £	Year ended March 31 2020 £
Primary geographical market		
United Kingdom	11,260,235	9,462,356
Total	11,260,235	9,462,356
Major product lines		
Pharmaceuticals	11,260,235	9,462,356
Total	11,260,235	9,462,356
Timing of transfer of goods		
Products transferred at point of delivery	11,260,235	9,462,356
Total	11,260,235	9,462,356
	Year ended March 31 2021 £	Year ended March 31 2020 £
2.2 Other Income		
Other Income comprises the following:		
Marketing and management services provided to parent	3,629,047	2,934,614
	3,629,047	2,934,614

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3 PROFIT / (LOSS) FROM OPERATIONS

	Year ended March 31 2021 £	Year ended March 31 2020 £
3.1 Cost of Materials		
Purchase of traded goods	7,117,586	9,946,142
Opening stock	1,512,603	1,867,002
Closing Stock	<u>(1,861,691)</u>	<u>(1,512,603)</u>
(Decrease) / Increase in the stock of finished goods (including traded goods)	<u>(349,088)</u>	<u>354,399</u>
Total	<u>6,768,498</u>	<u>10,300,541</u>

Lupin Healthcare (UK) Limited

3.2	PROFIT/ (LOSS) FROM OPERATIONS BEFORE INTEREST	Year ended March 31 2021 £	Year ended March 31 2020 £
	Operating Expenses		
	Auditors remuneration - audit	18,600	17,750
	Auditors remuneration - Non audit	23,400	14,280
	Books & Periodicals	-	559
	Personnel expenses (see note 3.3)	2,532,676	2,083,312
	Repairs and Maintenance	15,221	25,672
	Rates and Taxes	40,377	39,745
	Insurance	8,273	9,237
	Power and Fuel	-	8,802
	Selling and Promotion Expenses	438,494	909,556
	Freight and Forwarding	463,683	476,336
	Operating lease expense		
	- premises	-	-
	- equipment	-	-
	Building Service Charges	37,668	35,180
	Postage and Telephone Expenses	21,078	28,103
	Travelling and Conveyance	40,200	154,276
	Legal and Professional Charges	2,417,772	1,086,559
	Clinical and Analytical Charges	227,537	104,704
	Licence & Registrations	21,121	307,558
	Exchange (Gain) / Loss	(462,690)	274,904
	Miscellaneous Expenses	91,831	24,974
	(Includes printing and stationery, training expenses, membership fees etc)		
	Depreciation on ROU Asset	95,031	95,031
	Depreciation	27,306	31,746
	Total	6,048,775	5,721,625

Lupin Healthcare (UK) Limited

3.3 Personnel expenses

Salaries, Wages and Bonus	2,121,229	1,723,348
Contribution for retirement benefits	128,826	91,921
Contribution to National Insurance	262,391	203,769
Childcare Voucher Scheme	- 283	3,803
Staff Welfare Expenses	20,513	60,471
Total	2,532,676	2,083,312

Remuneration (including employer's pension contributions) paid to key management personnel during the year amounted to £489,499 (2020: £512,895)

Average number of employees employed during the year -

Department	2021 Numbers	2020 Numbers
General Management	1	1
Sales and Business development	7	3
Regulatory	6	5
Office Administration	0	0
Supply Chain	1	1
HR and Finance	2	3
Medical	1	1
Partner Business	2	1
	<u>20</u>	<u>15</u>
	Year ended March 31 2021 £	Year ended March 31 2020 £

3.4 Finance Expenses

Finance on IFRS 16 leases	17,294	20,354
Finance on Intercompany loan	141,917	135,514
Total	159,211	155,868

Lupin Healthcare (UK) Limited

	Year ended March 31 2021	Year ended March 31 2020
	£	£
4 Taxation		
UK Corporation tax charge for the Profit/ (Loss) for the year ended March 31 2021	142,668	-
UK Corporation tax charge for the prior period	-	-
	<u>142,668</u>	<u>-</u>

Factors affecting tax charge for the period -

The tax assessed for the period is higher than (2020: is higher than) the standard rate of corporation tax in the UK at 19% (2020: 19%). The differences are explained below -

	Year ended March 31 2021	Year ended March 31 2020
	£	£
Profit/ (Loss) on ordinary activities before tax	<u>1,912,798</u>	<u>(3,781,064)</u>
Profit/ (Loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	363,432	(718,402)
Effects of:		
Expenses not deductible for tax purposes	9,326	674,698
Current year losses for which no deferred tax asset was recognised	-	43,703
Utilisation of trading losses bought forward	(230,090)	-
Overprovided in prior years	-	-
Current tax charge for the period (see note above)	<u>142,668</u>	<u>-</u>

Changes in tax rates and factors affecting the future tax charge

At Budget 2020, the government announced that the Corporation Tax main rate (for all profits except ring fence profits) for the years starting 1 April 2020 and 2021 would remain at 19%.

Lupin Healthcare (UK) Limited

5 PROPERTY, PLANT AND EQUIPMENT

	Leasehold Property £	Office Equipment	Computer Equipment £	Furniture and Fixtures £	Other Equipment £	Total £
Cost						
Balance as at 1st April 2020	581,643	60,275	51,740	206,375	22,086	922,119
Acquisitions			7,113	-	-	7,113
Disposals			-	-	-	-
Balance as at 31st March 2021	<u>581,643</u>	<u>60,275</u>	<u>58,853</u>	<u>206,375</u>	<u>22,086</u>	<u>929,232</u>
Depreciation and impairment						
Balance as at 1st April 2020	79,305	15,726	47,440	70,499	18,165	231,135
Depreciation charge for the year	79,305	15,726	2,748	20,638	3,921	122,338
Disposals			-	-	-	-
Balance as at 31st March 2021	<u>158,610</u>	<u>31,452</u>	<u>50,188</u>	<u>91,137</u>	<u>22,086</u>	<u>353,473</u>
Net Book Value						
Balance as at 31st March 2020	<u>502,338</u>	<u>44,549</u>	<u>4,300</u>	<u>135,876</u>	<u>3,921</u>	<u>690,984</u>
Balance as at 31st March 2021	<u>423,033</u>	<u>28,823</u>	<u>8,665</u>	<u>115,238</u>	<u>-</u>	<u>575,759</u>

Included in the above line items are right-of-use assets over the following:

	£
Leasehold Property	423,033
Office Equipment	<u>28,823</u>
Total	<u>451,856</u>

5.1 Deferred tax asset

At the balance sheet date, the Company had unused tax losses of £19,563 (2020: £19,563)

Lupin Healthcare (UK) Limited

	As At	As At
	March 31 2021	March 31 2020
	£	£
6 INVENTORIES		
The amount attributable to the different categories are as follows:		
Finished Goods	1,861,691	1,512,603
Total	<u>1,861,691</u>	<u>1,512,603</u>

At the year end, the provision for obsolete stock and net realisable value adjustments amounts to £508,628 (2020: £768,766) and this amount was recognised as an expense. Inventory is obsolete and written off due to the goods being damaged or expired. Net realisable value adjustments occur if the selling price is below the cost of goods sold.

Lupin Healthcare (UK) Limited

	As At March 31 2021 £	As At March 31 2020 £
7	TRADE AND OTHER RECEIVABLES	
7.1	<u>61,965</u>	<u>61,965</u>
7.2	<u>818,741</u>	<u>944,190</u>
7.3	6,195,871	10,610,154
	94,525	111,376
	<u>6,290,396</u>	<u>10,721,530</u>
	<u>7,171,102</u>	<u>11,727,685</u>
	Total Trade & Other Receivables	
	<u>7,171,102</u>	<u>11,727,685</u>
	As At March 31 2021 £	As At March 31 2020 £
8	CASH AND CASH EQUIVALENTS	
	2,586	2,567
	<u>876,888</u>	<u>880,280</u>
	<u>879,474</u>	<u>882,847</u>
	As At March 31 2021 £	As At March 31 2020 £
9	SHARE CAPITAL	
	<u>3,251,000</u>	<u>3,251,000</u>
	<u>3,251,000</u>	<u>3,251,000</u>

Lupin Healthcare (UK) Limited

	As At March 31 2021 £	As At March 31 2020 £
10 TRADE AND OTHER PAYABLES		
Trade payables	1,736,919	2,367,637
Accruals	4,948,008	8,820,054
Social Security & Other Taxes	723,433	836,215
Total	<u>7,408,360</u>	<u>12,023,906</u>

	As At March 31 2021 £	As At March 31 2020 £
11.1 AMOUNTS OWED TO GROUP UNDERTAKINGS		
Less than one year		
Amounts owed to group undertakings	4,551,493	5,594,403
	<u>4,551,493</u>	<u>5,594,403</u>

	As At March 31 2021 £	As At March 31 2020 £
11.2 OTHER LOANS AND BORROWINGS		
Loan - less than one year	4,364,462	4,841,599
	<u>4,364,462</u>	<u>4,841,599</u>

Unsecured loan from related party with no repayment date, interest rate 3.1%

Lupin Healthcare (UK) Limited

12 RELATED PARTIES

The following companies and other entities are regarded as related parties:

Lupin Atlantis Holding SA, Switzerland (**Holding Company**)

Lupin Limited, India (**Ultimate Holding Company**)

Entities controlled by LUPIN HEALTHCARE (UK) LIMITED directors

Lupin Australia Pty Ltd., Australia	Polynova Industry Limited, India
Generic Health Pty Ltd., Australia	Synchem Properties Pvt. Ltd. LLC, USA
Lupin Healthcare Limited, India	Zyma Properties Private Limited, India
Lupin Atlantis Holding SA, Switzerland	Lupin Investments Pvt. Ltd.
Lupin Philippines, Inc., Philippines	Synchem Properties Pvt. Ltd.
Generic Health Sdn. Bhd., Malaysia	Lupin Europe GmbH, Germany
Crop Tech Chemicals (India) Pvt. Ltd.	Hormosan Pharma GmbH, Germany
Mediquimica Industria Farmaceutica LTDA, Brazil	Laboratorios Grin, S.A. de C.V., Mexico
Multicare Pharmaceuticals Philippines Inc., Philippines	
Pharma Dynamics (Proprietary) Limited, South Africa	
Element119 Leasing and Finance Private Limited (under voluntary winding-up)	
Nanomi B. V., Netherlands (formerly known as Lupin Holdings B.V., Netherlands)	

The company entered into the following transactions with related parties:

	Lupin Limited	Lupin Atlantis Holdings SA	Others
	£	£	£
Purchase of Traded Goods	5,409,393	1,239,006	
Marketing/ Management services provided and reimbursed	2,425,255	603,793	
Services received from Lupin Atlantis Holdings SA	-	164,329	
Services received from Lupin Ltd	166,511		
Amount paid on behalf of and reimbursed by Lupin Europe GmbH			
Amount paid on behalf of and reimbursed by Lupin Ltd			
Amount paid by Pharma Dynamics on behalf and reimbursed by LHUL			
Interest on Long Term Loan	-	0	141,917
Amount owing to related party	3,267,362	1,284,131	
Amount due from related party	296,795	521,945	

Lupin Healthcare (UK) Limited

The company entered into the following transactions with related parties for period ending 31/03/2020:

	Lupin Limited	Lupin Atlantis Holdings SA	Others
	£	£	£
Purchase of Traded Goods	8,063,397	987,201	-
Marketing/ Management services provided and reimbursed	1,653,769	1,276,564	-
Services received from Lupin Atlantis Holdings SA	-	190,818	-
Services received from Lupin Ltd	86,991	-	-
Amount paid on behalf of and reimbursed by Lupin Europe GmbH	0	-	4,280
Amount paid on behalf of and reimbursed by Lupin Ltd	13,586	-	-
Amount paid by Pharma Dynamics on behalf and reimbursed by LHUL	-	-	12,844
Interest on Long Term Loan	-	0	135,981
Amount owing to related party	4,510,361	1,084,042	-
Amount due from related party	497,010	442,900	4,280

Note 11.2 details intercompany loans.

Lupin Healthcare (UK) Limited

13 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

13.1(i) FINANCIAL ASSETS & LIABILITIES

The company has other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. The main risk arising from the company's financial instruments are credit risk, liquidity risk and market risk.

In assessing risk the company classifies financial assets and liabilities as follows:

Assets	At amortised cost £	At amortised cost £
Trade and other receivables	7,076,577	11,616,309
Cash and cash equivalents	879,474	882,847
Total	7,956,051	12,499,156

Liabilities	At amortised cost £	At amortised cost £
Trade and other payables	11,236,420	16,782,094
Total	11,236,420	16,782,094

13.1(ii) FINANCIAL INSTRUMENTS NOT MEASURED AT FAIR VALUE

Financial instruments not measured at fair value include, cash and cash equivalents, trade and other receivables and trade and other payables. Due to the short-term nature, the carrying value of cash and cash equivalents, trade and other receivables and trade and other payables approximates their fair value. There are no financial instruments measured at fair value.

Lupin Healthcare (UK) Limited

13.2 CREDIT RISK

Credit risk arises on cash and cash equivalents with banks and financial institutions, as well as credit exposures to customers.

The company trades only with recognised, creditworthy third parties. All customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the conclusion that the company's exposure to bad debt is not significant.

Credit risk is managed by pro-active debt management. Credit limits are applied to each customer per the Experian credit limit. Any deviations to the Experian credit limit are approved by senior management and do not exceed 6 months of forecasted sales.

The company does not consider there to be any credit risk against any other financial instruments.

	2021	2021	2020	2020
	Gross	Impairment	Gross	Impairment
	£	£	£	£
Less than 90 Days	6,195,709	-	10,608,044	-
90 - 180 Days	-	-	-	-
Greater than 180 Days	-	-	14,347	(14,347)
	6,195,709	-	10,622,390	(14,347)

MOVEMENT IN IMPAIEMENT

	2021	2020
	£	£
Balance at 1 April	(14,347)	(18,942)
Impairment loss recognised	-	-
Reversals during the year	14,347	4,595
Balance at 31 March	0	(14,347)

Lupin Healthcare (UK) Limited

13.3 LIQUIDITY RISK

The company's approach to liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, without incurring unacceptable losses or risking damage to the company's reputation.

Liquidity risk is managed through ongoing reviews of cash flow forecasts.

The table below details the company's expected maturity for its financial liabilities. The amounts are based on the undiscounted contractual maturities of the financial liabilities i.e. gross cash flows that are exchanged.

	Total £	On demand £	Less than 1 month £	1 to 3 months £	3 months to 1 year £
At 31 March 2021					
Non-interest bearing liabilities:					
- trade and other payables	5,840,052	49,041	2,625,429	1,489,338	1,676,244
Interest bearing liabilities:					
- loans and other borrowings	4,364,462				4,364,462
	10,204,514	8,608,979	2,625,429	1,489,338	6,040,706
At 31 March 2020					
Non-interest bearing liabilities:					
- trade and other payables	7,962,040	107,515	709,798	3,278,322	3,866,405
Interest bearing liabilities:					
- loans and other borrowings	4,841,599				4,841,599
	12,803,639	8,608,979	709,798	3,278,322	8,708,004

Lupin Healthcare (UK) Limited

13.4 MARKET RISK

Market prices comprise three types of risk: Interest rate risk, currency risk and other price risk, such as equity risk.

Interest rate risk management

The company has a loan from related party and the interest rate is set using an arm's length policy. The interest rate on the related party loan has remained at 3.1%. The interest rate risk is deemed to be a low risk.

Foreign currency risk management

The company undertakes certain transactions in foreign currencies and hence exposure to exchange rate fluctuations arises. The sensitivity to foreign exchange rates is monitored through review of the impact on profit. Transactions in foreign currencies include United States Dollar (USD) & Euro (EUR).

Foreign currency exposure at year end

	March 31 2021	March 31 2021	March 31 2020	March 31 2020
	EUR	USD	EUR	USD
Included in trade receivables	-	-	-	-
Included in trade payables	(98,894)	-	(49,544)	-
Included in amount due from group under	-	-	-	-
Included in amount due to group undertak	(14,588)	(98,030)	-	(153,057)
Total	(113,483)	(98,030)	(49,544)	(153,057)

Transactions in foreign currencies are typically settled within 3 months and so there is minimal exposure of foreign currency movements.

13.5 CAPITAL RISK MANAGEMENT

The company manages its capital to ensure that the company will be able to continue to operate as a going concern while maximising the return to the stakeholders.

The directors meet regularly to review the capital structure. As part of this review the directors consider the availability of funding within the group to fund the company's capital requirements. The directors also consider the cost of capital and the risks associated with each class of capital.

Lupin Healthcare (UK) Limited

14 OPERATING LEASE COMMITMENTS

The company has entered into commercial leases on certain office premises, cars and equipment. There are no restrictions placed upon the lessee by entering into these leases.

The Company has leases for leasehold property and office equipment. Each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Company classifies its right-of-use assets in a consistent manner to its property, plant and equipment (see Note 1.4).

Leases of office equipment are generally limited to a lease term of 2 to 5 years. Leases of property generally have a lease term ranging from 5 years to 10 years.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublet the asset to another party, the right-of-use asset can only be used by the Company. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to purchase the underlying leased asset outright at the end of the lease, or to extend the lease for a further term. The Company is prohibited from selling or pledging the underlying leased assets as security. For leases over office buildings the Company must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company must insure items of property, plant and equipment and incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognised on balance sheet:

	No. of right-of use asset leased	Range of remaining term	Average remaining lease term	No. of leases with extension options	No. of leases with options to purchase	No. of leases with variable payments linked to an index	No. of leases with termination options
Right of use asset							
Leasehold Property	1	5	5	1	-	-	1
Office Equipment	1	2	2	-	-	-	1

The changes in the Group's liabilities arising from financing activities can be classified as follows:

	Lease liabilities £
April 01 2020	608,755
Cash flows:	
- Repayment	103,298
- Proceeds	-
March 31 2021	505,457

Lupin Healthcare (UK) Limited

Right of use asset

Additional information on the right-of-use assets by class of assets is as follows:

Asset	Carrying amount £	Additions £	Depreciation £
Leasehold Property	423,033	-	79,305
Office Equipment	28,823	-	15,726

Lease liabilities

Lease liabilities are presented in the statement of financial position as follows:

	As At March 31 2021 £	As At March 31 2020 £
Current	80,125	103,298
Non-current	425,332	505,457
Total	505,457	608,755

Lupin Healthcare (UK) Limited

	Year ended March 31 2021	Year ended March 31 2020
	£	£
15 DIRECTOR'S REMUNERATION		
Gross Salary and allowances	229,662	272,409
Contribution to pensions and other funds	11,489	11,489
Perquisites	1,568	1,124
Total	254,208	285,021

The above remuneration related to one director (2020: one), therefore is also the remuneration of the highest earning director.

During the period there were retirement benefits accruing under a money purchase pension scheme to one director (2020: one).