Group Strategic Report, Report of the Directors and

Consolidated Financial Statements for the Year Ended 31 March 2020

for

Marksans Pharma U.K. Limited

Marksans Pharma U.K. Limited

Contents of the Consolidated Financial Statements
for the Year Ended 31 March 2020

Marksans Pharma U.K. Limited

Company Information
for the Year Ended 31 March 2020

DIRECTORS:	Mr S Jayanna Mr. M Saldanha Mrs. S Saldanha Mr.J Sharma Mr Colin Hunter Mr. Buddharaju, Seetharama Raju
SECRETARY:	Mrs G Jacks
REGISTERED OFFICE:	Cheshire House Gorsey Lane Widnes WA8 ORP
REGISTERED NUMBER:	05467597 (England and Wales)
AUDITORS:	PBG Associates Limited Chartered Accountants and Statutory Auditors 65 Delamere Road Hayes, Middx UB4 0NN

Marksans Pharma U.K. Limited

Group Strategic Report
for the Year Ended 31 March 2020

The directors present the strategic report and financial statements for the year ended 31 March 2020.

FAIR REVIEW OF BUSINESS
The company holds entire ordinary share capital of Marksans Holdings Limited and Relonchem Limited. Marksans Holdings Limited owns 100% of the ordinary share capital of Bell, Sons & Co. (Druggists) Limited.

The directors consider the results of Bell, Sons & Co. (Druggists) Limited for the year to be satisfactory. During the year sales increased from £22,119,801 to £32,940,253 and the profit on ordinary activities before taxation was £3,698,905 (2019: £ 641,496). The directors expect an increase in the level of activity in the forthcoming year.

The directors consider the results of Relonchem Limited for the year to be satisfactory. During the period sales increased from £23,828,455 to £26,232,789 and the profit on ordinary activities before taxation was £6,046,746 (2019: £3,713,248).

The group is able to manage risks by utilising manufacturing capabilities of parent company (Marksans Pharma Limited) which also secures reliable supplies. In addition, production methods are constantly being reviewed to ensure the most efficient operation are in place. The directors there for expect the performance of the company to continue to be improved in the next financial year.

The Directors have acted in a way that they considered, in good faith, would be most likely to promote the success of Company for the benefits of its members as a whole, and in doing so had regard (amongst other matters) to the matters listed in section 172(1)(a) to (f) when performing their duties and comment as follows:

a. the Directors are satisfied that the current business activity is in the long term interest of the Company and its Shareholder;
b. the Directors considers that the employees are one of the key stakeholders and continue to focus on training and supporting of the employees in the understanding that a well informed and trained workforce is essential for the Company's ongoing success,
c. the Directors have adequately fostered the business relationship with the suppliers, customers and others;
d. the Directors are satisfied and have properly responded to the needs of the community and concerns regarding the environment, due to the operation of the company;
e. the Company's business is to continue to becoming holding company whose subsidiaries are into development, registration and distribution of generic prescription Pharmaceuticals , manufacture and sale of Pharmaceuticals in the UK The Directors are satisfied that the Company have maintained a reputation for high standards of business conduct, including its dealing with its customers, employees and the regulators, and
f. The Company has adequately and fairly kept its shareholders fully informed and provided quarterly financial statements and progress of the Company's business.

The outbreak of Coronavirus (COVID -19) pandemic globally and in the United Kingdom is causing significant disturbance and slowdown of the economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. The company has evaluated impact of COVID -19 on its business operations and has established that the normal level of sales are maintained and based on its review there is no significant impact on its financial statements for the year ended 31 March 2020.

The group will continue to develop its product range through new product development and acquisition of licences, to meet market needs.

The group profit for the year, after taxation before dividend amounted to £ 7,601,915 (2019:£ 3,126,093)

ON BEHALF OF THE BOARD:

....
Mr S Jayanna - Director

Date: 28th May 2020

Marksans Pharma U.K. Limited

Report of the Directors
for the Year Ended 31 March 2020

The directors present their group annual report and financial statements for the year ended 31 March 2020.

PRINCIPAL ACTIVITIES
The principle activity of the company continued to be that of a holding company.

The principal activity of Bell, sons & Co. (Druggists) Limited is the manufacture and sale of Pharmaceuticals, while the principal activity of Relonchem Limited continued to be the development, registration and distribution of generic prescription Pharmaceuticals in the UK.

DIVIDENDS
Dividend declared during the year amounting £ 3 million for the year 2019-2020 and paid on 22nd May 2020.

DIRECTORS
The directors who held office during the year and up to the date of signature of financial statements were as follow:

Mr. M Saldanha
Mr. J Sharma
Mrs. S Saldanha
Mr S Jayanna
Mr Colin Hunter (Appointed on 17th May 2019)
Mr. Buddharaju, Seetharama Raju (Appointed on 12th May 2020)

RESULTS AND DIVIDENDS
The results for the year are set out on page 7.

AUDITORS
The auditors PBG Associates Ltd will be proposed for reappointment at the forthcoming Annual General Meeting.

DIRECTORS' RESPONSIBILITIES STATEMENT
The directors are responsible for preparing the group annual report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practices (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 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 accounting estimates that are reasonable and prudent.
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements
- 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 group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS
So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

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Mr S Jayanna - Director

Date: 28th May 2020

Report of the Independent Auditors to the Members of
Marksans Pharma U.K. Limited

Opinion
We have audited the financial statements of Marksans Pharma U.K. Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2020 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
- give a true and fair view of the state of the group's and of the parent company affairs as at 31 March 2020 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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.

Opinions 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 Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Directors.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of directors
As explained more fully in the Directors' Responsibilities Statement set out on page three, 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors 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.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Devender Arora ACA (Senior Statutory Auditor)
for and on behalf of PBG Associates Limited
Chartered Accountants and Statutory Auditors
65 Delamere Road
Hayes, Middx
UB4 0NN

Date: ....

Marksans Pharma U.K. Limited

Consolidated Income Statement
for the Year Ended 31 March 2020

	Notes	2020 £	2020 £	2019 £	2019 £
TURNOVER	3		54,514,994		41,282,313
Cost of sales			39,743,933		32,782,123
GROSS PROFIT			14,771,061		8,500,190
Distribution costs		1,567,365		1,191,833	
Administrative expenses		3,543,028		3,220,286	
			5,110,393		4,412,119
			9,660,668		4,088,071
Other operating income			16,669		9,706
OPERATING PROFIT	5		9,677,337		4,097,777
Interest payable and similar expenses	7		90,882		168,409
PROFIT BEFORE TAXATION			9,586,455		3,929,368
Tax on profit	8		1,984,540		803,275
PROFIT FOR THE FINANCIAL YEAR			7,601,915		3,126,093
Profit attributable to:					
Owners of the parent			7,601,915		3,126,093

All amounts relates to continuing operations

Marksans Pharma U.K. Limited

Consolidated Other Comprehensive Income
for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
PROFIT FOR THE YEAR		7,601,915	3,126,093
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		7,601,915	3,126,093
Total comprehensive income attributable to:			
Owners of the parent		7,601,915	3,126,093

The notes form part of these financial statements

Marksans Pharma U.K. Limited (Registered number: 05467597)

Consolidated Balance Sheet
31 March 2020

	Notes	2020 £	2020 £	2019 £	2019 £
FIXED ASSETS					
Intangible assets	11		6,138,574		5,744,701
Tangible assets	12		3,187,049		3,254,677
Investments	13		-		-
			9,325,623		8,999,378
CURRENT ASSETS					
Stocks	14	7,835,740		12,384,578	
Debtors	15	10,838,012		8,201,728	
Cash in hand		7,642,751		2,328,648	
		26,316,503		22,914,954	
CREDITORS					
Amounts falling due within one year	16	14,966,312		15,928,030	
NET CURRENT ASSETS			11,350,191		6,986,924
TOTAL ASSETS LESS CURRENT LIABILITIES			20,675,814		15,986,302
PROVISIONS FOR LIABILITIES	17		190,085		102,488
NET ASSETS			20,485,729		15,883,814
CAPITAL AND RESERVES					
Called up share capital	18		8,596,941		8,596,941
Retained earnings			11,888,788		7,286,873
SHAREHOLDERS' FUNDS			20,485,729		15,883,814

The financial statements were approved by the Board of Directors on 28th May, 2020 and were signed on its behalf by:

....

Mr S Jayanna - Director

The notes form part of these financial statements

Marksans Pharma U.K. Limited (Registered number: 05467597)

Company Balance Sheet
31 March 2020

	Notes	2020 £	2020 £	2019 £	2019 £
FIXED ASSETS					
Intangible assets	11		-		-
Tangible assets	12		-		-
Investments	13		20,326,514		20,326,514
			20,326,514		20,326,514
CURRENT ASSETS					
Debtors	15	34,957		34,957	
CREDITORS					
Amounts falling due within one year	16	5,197,272		5,193,141	
NET CURRENT LIABILITIES			(5,162,315)		(5,158,184)
TOTAL ASSETS LESS CURRENT LIABILITIES			15,164,199		15,168,330
CAPITAL AND RESERVES					
Called up share capital	18		8,596,941		8,596,941
Retained earnings			6,567,258		6,571,389
SHAREHOLDERS' FUNDS			15,164,199		15,168,330
Company's loss for the financial year			(4,131)		(3,300)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small Companies regime.

The financial statements were approved by the Board of Directors on 28th May 2020 and were signed on its behalf by:

....

Mr S Jayanna -Director

The notes form part of these financial statements

Consolidated Statement of Changes in Equity
for the Year Ended 31 March 2020

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2018	8,596,941	4,160,780	12,757,721
Changes in equity			
Total comprehensive income	-	3,126,093	3,126,093
Balance at 31 March 2019	8,596,941	7,286,873	15,883,814
Changes in equity			
Dividend declared	-	(3,000,000)	(3,000,000)
Total comprehensive income after dividend	-	7,601,915	7,601,915
Balance at 31 March 2020	8,596,941	11,888,788	20,485,729

The notes form part of these financial statements

Company Statement of Changes in Equity
for the Year Ended 31 March 2020

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 April 2018	8,596,941	6,574,689	15,171,630
Changes in equity			
Total comprehensive income	-	(3,300)	(3,300)
Balance at 31 March 2019	8,596,941	6,571,389	15,168,330
Changes in equity			
Total comprehensive income	-	(4,131)	(4,131)
Balance at 31 March 2020	8,596,941	6,567,258	15,164,199

The notes form part of these financial statements

1. STATUTORY INFORMATION

Marksans Pharma U.K. Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements
These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Accounting convention
These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standards applicable in UK and Republic of Ireland" (FRS 102) and the requirements of the Companies Act 2006. The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest pound.

The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.
As permitted by Section 408 of the Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the year was £ 4,131(2019- £3,300 loss).

Basis for consolidation
The consolidated financial statements incorporate those of Marksans Pharma U.K. Limited and all of its subsidiaries (i.e. entities that Group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes. All financial statements are made up to 31 March 2020

All intra group transactions, balances and unrealized gains on transactions between group companies are eliminated on consolidation. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the Group.

The cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued, and liabilities incurred and assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognized as goodwill.

Going concern
At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, the directors continue to adopt the going concern basis of accounting in preparing financial statements.

Turnover
Turnover comprises revenue recognized by company in respect of goods supplied during the year, exclusive of Value Added Taxes and trade discounts based on the date goods are dispatched.

Revenue from the sale of goods is recognized when significant risks and rewards of ownership of goods have passed to the buyer (usually on dispatch of goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transactions will flow to the entity and the costs incurred or to be incurred in respect of transactions can be measured reliably.

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2. **ACCOUNTING POLICIES - continued**

Intangible fixed assets - goodwill

Goodwill is provided as the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortized to the profit and loss account over its estimated economic life of 20 years.

Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognized at cost and are subsequently measured at cost less accumulated amortization and accumulated impairment losses. Intangible assets acquired on business combinations are recognized separately from goodwill at acquisition date if the fair value can be measured reliably.

Amortization is recognized so as to write off the cost or valuation of the assets less their residual values over their useful lives on the following basis

Patents, Prescription product licenses & Development costs	5-10 year Straight Line

Intangible work in progress
Capital work in progress represents costs incurred for which the marketing authorisation is yet to be obtained. Once the marketing authorisation is obtained, the accumulated cost is transferred to intangible assets. In circumstances where marketing authorisations are not granted or the applications are withdrawn, the accumulated costs are charged to the profit and loss account

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is not charged on free hold land. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each assets over its expected useful life, as follows;

Freehold Building	2% straight-line method
Plant and machinery	20% reducing method
Fixtures and Fittings	25% reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Impairment of Fixed Asset

At each reporting end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of asset is estimated in order to determine the extent of impairment loss (if any).

Where it is not possible to estimate recoverable amount of an individual asset, the company estimates the recoverable amount of cash generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

continued...

2. **ACCOUNTING POLICIES - continued**

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discontinued to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash generating unit) is reduced to its recoverable amount.

An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as revaluation decrease.

Stocks

Stocks are stated at lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognized as an impairment loss in profit or loss. Reversals of impairment losses are also recognized in profit or loss.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

Financial instruments

The group has elected to apply the provisions of section 11 "Basic Financial Instruments" and section 12 "other Financial Instruments Issues" of FRS 102 to all of its financial instruments.

Financial instruments are recognized in company's statement of financial position when the group became party to the contractual provisions of the instruments.
Financial assets and liabilities are offset, with the net amount presented in the financial statements, when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis or to realize the asset and settle the liability simultaneously.

Basic Financial Assets
Basic financial assets which include trade and other receivables, cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortized cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at present value of the future receipts discounted at a market rate of interest.

Other Financial Assets
Other financial assets including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognized in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in active market are classified as "loans and receivables". Loans and receivables are measured at amortized cost using the effective interest method, less any impairment.

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2. **ACCOUNTING POLICIES - continued**

Impairment of Financial Assets
Financial Assets other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial Assets are impaired where there is objective evidence that, as a result of one or more events that accrued after the initial recognition of the financial assets, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognized in profit or loss.

De-recognition of Financial Asset
Financial assets are derecognized only when contractual rights to the cash flow from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risk and reward of ownership to another entity, or if some of significant risk and rewards of ownership are retained but control of asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of Financial Liabilities
Financial liabilities and equity instruments are classified according to the substances of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

Basic Financial Liabilities
Basic financial liabilities including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognized at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of future payments discounted at a market rate of interest. Debt instruments are subsequently carried at amortised cost, using effective interest rate method.

Trade payables are obligation to pay for goods and services that have been acquired in ordinary course of business from suppliers. Accounts payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognized initially at transaction price and subsequently measured at amortized cost using effective interest method.

Financial liabilities and equity instruments are classified according to the substance to the contractual arrangement entered into. An equity instrument is a contract that evidences a residual interest in the asset of the company after deducting all of its liabilities.

De-recognition of Financial Liability
Financial liabilities are derecognized when the group's contractual obligations expire or are discharged or cancelled.

Equity instruments
Equity instruments issued by the group are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognized as liabilities once they are no longer at the discretion of the group.

Taxation
The tax expense represent the sum of the tax currently payable and deferred tax.

Current Tax
The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income and expenses that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

continued...

2. **ACCOUNTING POLICIES - continued**

Deferred Tax
Deferred tax liability is generally recognized for all timing differences and deferred tax asset is recognized to the extent that it is probable that they will be recovered against the reversal of deferred tax liability or other future taxable profits. Such assets and liabilities are not recognized if the timing differences arises from goodwill or from initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profits.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled, or the asset is realized. Deferred tax is charged or credited in profit and loss account, except when it relates to items charged or credited directly to equity, in which case deferred tax is also dealt with in equity. Deferred tax assets and liability are offset if, and only if there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

Employee benefits
The cost of short term employee benefits is recognized as a liability and an expense, unless those cost are required to be recognized as part of the cost of stock or fixed assets.
The costs of any unused holiday entitlement is recognized in the period in which the employee's services are received. Termination benefits are recognized immediately as an expense when the group is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Retirement Benefits
Payment to defined contribution retirement benefit schemes are charged as an expense as they fall due.

Leases
Rentals payables under operating leases, including any lease incentives received, are charged to income on a straight-line basis over the term of relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

Foreign Exchange
Transactions in currencies other than pounds sterling are recorded at the rate of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains or losses arising on translation are included in the profit and loss account for the period.

Judgement and key sources of estimation uncertainty
In the application of the company's accounting policies, the directors are required to make judgements, estimated and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experiences and other factors that are considered to be relevant. Actual results may differ from these estimates.
The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which the estimate is revised where the revision effects only that period, or in the period of revision and future periods where the revision affects both current and future periods.

Critical Judgements
The following judgements (apart from those involving estimates) had the most significant effect on amount recognized in the financial statements.

Amortization of Product Licenses
The annual amortization charge for intangible assets is sensitive to changes in the estimated lives and residual values of assets. The useful economic lives and residual values are reviewed annually. These reviews require an estimation of how long each license is expected to be used based on expected sales of those licensed products. See note 9 for the carrying amount of the intangible assets and note 1 on Accounting Policies for the useful economic lives for each class of assets.

continued...

3. TURNOVER

An analysis of company's turnover is as follows:	2020	2019
	£	£
Turnover		
Sale of goods	54,514,994	41,282,313

	2020	2019
	£	£
Other significant revenue		
Sundry income	16,669	9,706

The analysis of turnover by geographical markets has been omitted as the directors consider that this would be prejudicial to the interests of the group.

4. EMPLOYEES AND DIRECTORS

The average number of employees (including directors) employed by the company during the year was as follows:

	2020	2019
Production	169	142
Sales and Administration	16	22

Their aggregate remuneration comprised of:

	2020	2019
	£	£
Wages and salaries	5,095,448	4,251,733
Social security costs	401,254	353,193
Other pension costs	163,789	132,892

During the year, no director (2019-none) of Marksans Pharma U.K. Limited received any emoluments from Marksans Pharma U.K. Limited or any of its subsidiaries

During the year, retirement benefits were accruing to no directors (2019-none) of Marksans Pharma U.K. Limited in respect of defined contribution pension schemes.

5. OPERATING PROFIT

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

	2020	2019
	£	£
Depreciation - owned assets	357,932	304,532
Amortisation of intangible assets	598,543	585,685
Impairment of fixed assets	21,170	-
Foreign exchange differences	-	(8,343)

6. AUDITORS' REMUNERATION

Fees payable to the company's auditors

	2020	2019
	£	£
For audit services		
Audit of the financial statements of the group and company	4,000	4,000
Audit of the company's subsidiaries	18,000	18,000
For other services	2,000	2,000

continued...

7. INTEREST PAYABLE AND SIMILAR EXPENSES

	2020	2019
	£	£
Bank overdraft and Interest payable	90,882	168,409
	90,882	168,409

8. TAXATION

Analysis of the tax credit
The tax credit on the profit/ (loss) for the year was as follows:

	2020	2019
	£	£
Current tax:		
UK corporation tax	1,984,540	803,275
Tax on profit/ (loss)	1,984,540	803,275

	2020	2019
	£	£
Current tax		
UK corporation tax on profits for the current period	1,896,943	803,275
Deferred tax	87,597	-
	1,984,540	803,275

The charge for the year can be reconciled to the (loss)/profit per the profit and Loss account as follows:

	2019	2019
	£	£
Profit before Taxation on continued operations	9,586,455	3,929,368
Profit on ordinary activities before taxation multiplied by standard Rate of corporation tax of 19% (2019-19%)	1,821,426	746,580
Tax effect of expenses that are not deductible in determining taxable profit	(20,395)	31,681
Unutilised tax losses	-	-
Depreciation on assets not qualifying for tax allowances	-	-
Amortisation on assets not qualifying for tax allowances	54,312	54,312
Difference of Capital allowances and depreciation	37,318	(29,298)
Other tax adjustment	4,282	-
Tax Expense for the year	1,896,943	803,275

9. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

10. DIVIDENDS

	2020	2019
	£	£
Dividend declared	3,000,000	-
	3,000,000	-

continued...

11. INTANGIBLE FIXED ASSETS

Group

	Goodwill	Intangible under work in progress	Development costs	Totals
	£	£	£	£
COST				
At 1 April 2019	5,717,140	-	5,952,431	11,669,571
Additions	-	789,000	203,416	992,416
At 31 March 2020	5,717,140	789,000	6,155,847	12,661,987
AMORTISATION				
At 1 April 2019	3,177,824	-	2,747,046	5,924,870
Amortisation for year	285,857	-	312,686	598,543
At 31 March 2020	3,463,681	-	3,059,732	6,523,413
NET BOOK VALUE				
At 31 March 2020	2,253,459	789,000	3,096,115	6,138,574
At 31 March 2019	2,539,316	-	3,205,385	5,744,701

12. TANGIBLE FIXED ASSETS

Group

	Freehold Property	Plant and machinery	Fixtures and fittings	Totals
	£	£	£	£
COST				
At 1 April 2019	2,371,743	4,636,650	182,917	7,191,310
Additions	13,622	220,048	79,172	312,842
Disposals	-	(27,236)	-	(27,236)
At 31 March 2020	2,385,365	4,829,462	262,089	7,476,916
DEPRECIATION				
At 1 April 2019	271,640	3,616,557	48,436	3,936,633
Charge for year	88,772	218,298	50,862	357,932
Eliminated on disposal	-	(25,868)	-	(25,868)
Impairments	-	21,170	-	21,170
Reclassification/transfer	1,141	(1,141)	-	-
At 31 March 2020	361,553	3,829,016	99,298	4,289,867
NET BOOK VALUE				
At 31 March 2020	2,023,812	1,000,446	162,791	3,187,049
At 31 March 2019	2,100,103	1,020,093	134,481	3,254,677

13. FIXED ASSET INVESTMENTS

	Notes	Group 2020	2019	Company 2020	2019
		£	£	£	£
Investments in subsidiaries		-	-	20,326,514	20,326,514

continued...

13. FIXED ASSET INVESTMENTS - continued

Group

Details of the company's subsidiaries at 31 March 2020 are as follows:

Name of undertaking	Country of incorporation of residency	Nature of business	Class of shareholding	% Held Direct	Indirect
Marksans Holdings Limited	England and Wales	Holding Company	Ordinary	100	
Bell, Sons &Co (Druggists) Limited	England and Wales	Pharmaceuticals	Ordinary	-	100
Relonchem Limited	England and Wales	Pharmaceuticals	Ordinary	100	-

14. STOCKS

	Notes	Group 2020 £	2019 £	Company 2020 £	2019 £
Raw materials and consumables		1,026,901	1,341,392	-	-
Finished goods and goods for resale		6,808,839	11,043,186	-	-
		7,835,740	12,384,578	-	-

15. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2020 £	2019 £	2020 £	2019 £
Trade debtors	10,578,696	7,637,892	-	-
Amounts owed by group undertakings	-	-	34,957	34,957
Other debtors	40,000	49,496	-	-
Prepayments and accrued income	219,316	514,340	-	-
	10,838,012	8,201,728	34,957	34,957

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2020 £	2019 £	2020 £	2019 £
Trade creditors	2,680,419	3,111,662	-	-
Loans overdraft	499,603	2,509,082	-	-
Dividend payable	3,000,000	-	-	-
Amounts owed to group undertakings	3,844,853	8,095,977	5,190,272	5,185,601
Corporation tax Payable	1,253,379	413,621	-	-
Social security and other taxes	826,034	294,722	-	-
Other creditors	701,763	34,480	-	-
Accruals and deferred income	2,160,261	1,468,486	7,000	7,540
	14,966,312	15,928,030	5,197,272	5,193,141

continued...

17. PROVISIONS FOR LIABILITIES

	Notes	Group 2020 £	2019 £	Company 2020 £	2019 £
Deferred tax liabilities		190,085	102,488	-	-
Payable within one year		-	-	-	-

18. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2020 £	2019 £
8,596,941	Ordinary Share Capital	£1	8,596,941	8,596,941

19. DEFERRED TAXATION

Deferred tax assets and liabilities are offset where the group or company has legal enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for the financial reporting purpose.

Group	2020 £	2019 £
Accelerated capital allowances	190,085	102,488

The company has no deferred tax assets or liabilities.

There were deferred tax movements amounting £ 87,597 in the year.

20. RETIREMENT BENEFIT SCHEMES

	2020 £	2019 £
Defined contribution schemes		
Charge to profit and loss in respect of defined contribution schemes	163,789	132,892

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

21. LOANS AND OVERDRAFTS

	Group 2020 £	2019 £	Company 2020 £	2019 £
Loans and overdrafts				
Bank overdrafts	499,603	2,509,082	-	-
Payable within one year	499,603	2,509,082	-	-

continued...

22. OPERATING LEASES COMMITMENTS

Leases

Operating lease payments represent rental payable in respect of property, equipment and vehicles.

At 31 March 2020 the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group 2020 £	Group 2019 £	Company 2020 £	Company 2019 £
Within one year	387,124	71,285	-	-
Between two and five years	1,231,182	78,203	-	-
After five years	1,298,736	-	-	-

23. RELATED PARTY TRANSACTIONS

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

24. CASH FLOW EXEMPTION

The group and company, being member of the group wherein the ultimate parent company prepares consolidated financial statements which are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with Financial Reporting Standard 102.

25. CONTROLLING PARTY

The immediate parent undertaking is Marksans Pharma Limited, a company incorporated in India.
Consolidated accounts are available from the Registrar of Companies, Everest 100, Marine Drive, Mumbai- 400 002, Maharashtra.

In the opinion of the directors, Marksans Pharma Limited is the company's ultimate parent Company and ultimate controlling party.

26. PREVIOUS YEAR FIGURES

Previous year figures have been rearranged/ regrouped/ reclassified wherever considered necessary to facilitate comparison with the current year figures.

Marksans pharma U.K. Limited

Consolidated Trading and Profit and Loss Account
for the Year Ended 31 March 2020

	2020		2019	
	£	£	£	£
Sales		54,514,994		41,282,313
Cost of sales				
Purchases	31,167,957		25,969,228	
Wages	3,441,701		2,754,438	
Social security	232,651		209,101	
Pharmaceuticals license fees	247,414		215,712	
Impairment	21,170		-	
Sundry expenses	19,887		20,610	
Direct Manufacturing costs (including storage & lab testing)	1,680,396		1,303,346	
Carriage Inwards and import duty	1,476,179		1,129,374	
Power, light and heat	225,453		207,937	
Property repairs and maintenance	283,982		277,656	
Product development	165,022		127,103	
Regulatory & Vigilance Fees	485,013		303,225	
Amortisation of Licenses	5,239		5,651	
Depreciation of plant and Equipment's	291,869		258,742	
		39,743,933		32,782,123
GROSS PROFIT		14,771,061		8,500,190
Other income				
Sundry income		16,669		9,706
		14,787,730		8,509,896
Distribution cost				
Wages	402,875		298,414	
Social security	38,131		30,046	
Vehicles Leasing	19,920		18,993	
Salesman expenses	35,267		30,126	
Carriage inwards and import duty	806,303		646,151	
Sales rebates	222,643		145,152	
Advertising	25,376		10,373	
Sundry expenses	16,850		12,578	
		1,567,365		1,191,833
Administrative Expenses				
Rent	99,829		99,112	
Insurances (not premises)	116,396		89,017	
Wages	1,031,716		992,355	
Social security	130,472		114,046	
Telecommunications	45,066		41,537	
Printing & Stationery	54,894		68,964	
Travelling	83,462		59,978	
Leasing Motor expenses	10,409		12,566	
Motor running expenses	47,761		49,347	

Marksans pharma U.K. Limited

Consolidated Trading and Profit and Loss Account
for the Year Ended 31 March 2020

	2020		2019	
	£	£	£	£
Property repairs and maintenance	88,463		74,448	
Staff recruitment costs	100,168		81,671	
Waste Disposal Expenses	48,937		10,980	
Staff training	13,271		13,522	
Premises insurance	125,452		97,138	
Discounts allowed	31,200		17,447	
Staff pension	163,789		132,892	
Sundry expenses	12,035		5,535	
Conference Cost	13,855		19,985	
Bank charges	34,521		8,491	
Professional subscriptions	11,308		3,026	
Rates	77,437		73,064	
Accountancy fee	16,590		10,214	
GMC Inspection expenses	1,530		7,422	
Directors' remuneration	282,396		206,526	
Legal fees	46,150		62,091	
Auditors' remuneration	23,545		23,540	
Profit or loss on foreign exchange	-		(8,343)	
Amortisation of intangible fixed assets	593,304		580,034	
Depreciation of tangible fixed assets	66,063		45,790	
(Profit)/ Loss on sale of Tangible fixed assets	1,368		(5,402)	
Commission paid	-		5,082	
Computer software	12,794		9,517	
Entertaining & advertising	42,094		27,347	
Bad and doubtful debts	-		61,806	
Consultancy fees	50,000		50,000	
Employee Expenses	10,674		15,908	
Canteen expenses	3,615		3,647	
Product registrations and trade	52,464		59,986	
		3,543,028		3,220,286
		9,677,337		4,097,777
Finance costs				
Bank overdraft and Interest payable		90,882		168,409
NET PROFIT		9,586,455		3,929,368

Report of the Directors and

Financial Statements for the Year Ended 31 March 2020

for

Marksans Holdings Limited

Contents of the Financial Statements for the Year Ended 31 March 2020

Marksans Holdings Limited

Company Information
for the Year Ended 31 March 2020

DIRECTORS:	Mr. S Jayanna Mrs. S Saldanha Mr. M Saldanha Mr.J Sharma Mr. C Hunter Mr. Buddharaju, Seetharama Raju
SECRETARY:	Mrs G Jacks
REGISTERED OFFICE:	Cheshire House Gorsey Lane Widnes Cheshire WA8 0RP
REGISTERED NUMBER:	05591744 (England and Wales)
AUDITORS:	PBG Associates Limited Chartered Accountants and Statutory Auditors 65 Delamere Road Hayes, Middx UB4 0NN

Marksans Holdings Limited

Report of the Directors
for the Year Ended 31 March 2020

The directors present their annual report and financial statement for the year ended 31 March 2020.

PRINCIPAL ACTIVITY
The principle activity of the company continued to be that of a holding company. The company holds the entire share capital of Bell, Sons & Co. (Druggists) Limited, a company that Manufactures pharmaceuticals products.

The company had not traded during the year.

The outbreak of Coronavirus (COVID -19) pandemic globally and in the United Kingdom is causing significant disturbance and slowdown of the economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. The company has evaluated impact of COVID -19 on its business operations and has established that the normal level of sales are maintained and based on its review there is no significant impact on its financial statements for the year ended 31 March 2020.

DIVIDENDS
No dividends will be distributed for the year ended 31 March 2020.

DIRECTORS
The directors who holds office during the year and up to the date of signature of financial statement were as follows

Mr. M Saldanha
Mr. S Jayanna
Mr. J Sharma
Mrs. S Saldanha
Mr. C Hunter (Appointed on 17th May 2019)
Mr. Buddharaju, Seetharama Raju (Appointed on 12th May 2020)

RESULTS AND DIVIDENDS
The results for the year are set out on page 6.

AUDITORS
The auditors, PBG Associates Ltd, will be proposed for re appointment at the forth coming Annual General Meeting.

STATEMENT OF DISCLOSURE TO AUDITORS
So far as each person who has a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

....
Mr. S Jayanna - Director

Date: 28th May 2020.

Marksans Holdings Limited

Directors' Responsibilities Statement
for the Year Ended 31 March 2020

The directors are responsible for preparing annual report and financial statement in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statement for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practices (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 state of affairs of the company and of the profit or loss of the company for the period. In preparing these financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently.
- Make judgements and accounting estimates that are reasonable and prudent.
- Prepare the financial statement 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 Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for tacking reasonable steps for the prevention and detection of fraud and other irregularities.

Report of the Independent Auditors to the Members of
Marksans Holdings Limited

Opinion
We have audited the financial statements of Marksans Holdings Limited (the 'company') for the year ended 31 March 2020 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
- give a true and fair view of the state of the company's affairs as at 31 March 2020;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 Auditors' 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 UK, including the FRC'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
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The directors are responsible for the other information. The other information comprises the information in the Report of the Directors and the Directors' Responsibilities Statement, but does not include the financial statements and our Report of the Auditors 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.

Opinions 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of
Marksans Holdings Limited

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

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.

Responsibilities of directors
As explained more fully in the Directors' Responsibilities Statement set out on page three, 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 to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors 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.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Devender Arora ACA (Senior Statutory Auditor)
for and on behalf of PBG Associates Limited
Chartered Accountants and Statutory Auditors
65 Delamere Road
Hayes, Middx
UB4 0NN

Date: 28 May 2020

Income Statement
for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
TURNOVER		-	-
OPERATING PROFIT and PROFIT BEFORE TAXATION		-	-
Tax on profit	5	-	-
PROFIT FOR THE FINANCIAL YEAR		-	-

The notes form part of these financial statements

Marksans Holdings Limited

Other Comprehensive Income
for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
PROFIT FOR THE YEAR		-	-
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		-	-

The notes form part of these financial statements

Balance Sheet
31 March 2020

	Notes	2020 £	2019 £
FIXED ASSETS			
Investments	6	1,490,874	1,490,874
TOTAL ASSETS LESS CURRENT LIABILITIES		1,490,874	1,490,874
CAPITAL AND RESERVES			
Called up share capital	7	1,000	1,000
Share premium	8	1,489,874	1,489,874
SHAREHOLDERS' FUNDS		1,490,874	1,490,874

The financial statements were approved by the Board of Directors on 28th May 2020 and were signed on its behalf by:

....

Mr S Jayanna - Director

Marksans Holdings Limited

Statement of Changes in Equity
for the Year Ended 31 March 2020

	Called up share capital £	Retained earnings £	Share premium £	Total equity £
Balance at 1 April 2018	1,000	-	1,489,874	1,490,874
Changes in equity				
Balance at 31 March 2019	1,000	-	1,489,874	1,490,874
Changes in equity				
Balance at 31 March 2020	1,000	-	1,489,874	1,490,874

The notes form part of these financial statements

1. STATUTORY INFORMATION

Marksans Holdings Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Accounting policies
Company information

Marksans Holdings Limited is a company limited by shares incorporated in England and Wales. The register office is Cheshire House, Gorsey Lane, Widnes, WA8 ORP.

Cash flow exemption
The company, being member of the group wherein the parent company prepares consolidated financial statements which are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with Financial Reporting Standard 102.

Accounting convention
These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standards applicable in UK and Republic of Ireland" (FRS 102) and the requirement of Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded in nearest pound.

The financial statements have been prepared on the historical cost convention. The principle accounting policies adopted are set out below.

The company has taken advantage of exemption under section 400 of Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Marksans Holdings Limited is a wholly subsidiary of Marksans Pharma U.K. Limited and the results of Marksans Pharma U.K. Limited are included in the consolidated Financial Statement of Marksans Pharma U.K. Limited which are available from Companies House, Cardiff, CF 14 3UZ.

Going concern
At the time of approving the financial statement, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, the directors continue to adopt the going concern basis of accounting in preparing financial statements.

Cash and cash equivalents
Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts are shown within borrowings in current liabilities.

Fixed asset investment
Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognized immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

continued...

2. **ACCOUNTING POLICIES - continued**

Financial instruments
The comply elected to apply the provisions of section 11 "Basic Financial Instruments" and section 12 "other Financial Instruments Issues" of FRS 102 to all of its financial instruments.
Financial instruments are recognized in company's statement of financial position when the company became party to the contractual provisions of the instruments. Financial assets and liabilities are offset, with the net amount presented in the financial statements. When there is a legally enforceable right to set off the recognized amount and there is an intention to settle on a net basis or to realize the net asset and settle the liability simultaneously.

Basic Financial Assets
Basic financial assets which include trade and other receivables, cash and bank balances, are initially measured at transaction price including transaction cost and are subsequently carried at amortized cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at present value of the future receipts discounted at a market rate of interest.

Other financial asset
Other financial assets including investment in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the change in fair value are recognize in profit or loss, except that investment in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Trade debtor, loans and other receivables that have fixed or determinable payments that are not quoted in active market are classified as "Loans and receivables" loans and receivables are measured at amortized cost using the effective interest method, less any impairment.
Interest is recognized by applying the effective interest rate, except for short term receivable when the recognition of interest would be immaterial. The effective interest rate method is a method of calculating the amortize cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the effective expected life of the debt instrument to the net carrying amount on initial recognition.

Impairment of Financial Assets
Financial Assets other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial Assets are impaired where there is objective evidence that, as a result of one or more events that accrued after the initial recognition of the financial assets, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognized in profit or loss.

If there is a decrease in impairment loss arising from an event occurring after the impairment was recognized, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what carrying amount would have been, had the impairment not previously been recognized. The impairment reversal is recognized in profit or loss.

De-recognition of Financial Asset
Financial assets are derecognized only when contractual right to the cash flow from the asset expire or are settled, or when the company transfer the financial asset and substantially all the risk and reward of ownership to another entity, or if some of significant risk and rewards of ownerships are retained but control of asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of Financial Liabilities
Financial liabilities and equity instruments are classified according to the substances of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

continued...

2. **ACCOUNTING POLICIES - continued**

Basic Financial Liabilities

Basic financial liabilities including trade and other payables, bank loan, loan from fellow group companies and preference shares that are classified as debt, are initially recognized at transaction price unless the arrangement constitutes a financial transaction, where the debt instrument is measured at the present value of future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at cost, using effective interest rate method.

Trade payables are obligation to pay for goods and services that have been acquired in ordinary course of business from suppliers. Accounts payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognized initially at transaction price and subsequently measured at amortized cost using effective interest rate method.

Other Financial Liability

Derivatives, including interest rate swap and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re measured at fair value. Changes in the fair values of derivatives are recognized in profit or loss in finance costs or finance income as appropriate unless hedge accounting is applied and the hedge is a cash flow hedge.

Financial liabilities and equity instruments are classified according to the substance to the contractual arrangement entered into. An equity instrument is a contract that evidences a residual interest in the asset of the company after deducting all of its liabilities.

De-recognition of Financial Liability

Financial liabilities are derecognized when the company's contractual obligation expire or are discharged or cancelled.

Equity instruments

Equity instruments issued by company are recorded at the proceeds received, net of direct issue cost. Dividend payable on equity instrument are recognized as liability once they are no longer at the discretion of company.

3. **EMPLOYEES AND DIRECTORS**

The average monthly number of persons (including directors) employed by the company during the year was nil (2019: Nil).

4. **OPERATING PROFIT**

The auditor's remuneration for the year was borne by a fellow group undertaking.

5. **TAXATION**

Analysis of the tax charge

No liability to UK corporation tax arose for the year ended 31 March 2020 nor for the year ended 31 March 2019.

continued...

6. FIXED ASSET INVESTMENTS

	2020	2019
	£	£
Investments in subsidiaries	1,490,874	1,490,874

The company has not designed any financial assets that are not classified as financial assets as fair value through profit or loss.

Movement in Fixed assets investments

	Investment in Subsidiary Company
	£
Cost	
At 1 April 2018 & 31 March 2019	1,490,874
Carrying amount	
At 31 March 2020	1,490,874
At 31 March 2019	1,490,874

Subsidiaries

These financial statements are separate company financial statements for Marksans Holdings Limited.

Details of the company's subsidiaries at 31 March 2020 are as follows:

Name of undertaking	Country of Incorporation	Nature of business	Class of Shareholding	% Held Direct indirect
Bell, Sons & Co (Druggists) Limited	England and Wales	Pharmaceutical	Ordinary	100.00

The aggregate capital and reserve and the result for the year of the subsidiaries noted above was as follow:

Name of undertaking	Profit/(Loss)	Capital and Reserve
	£	£
Bell, Sons & Co.(Druggists) Limited	2,887,973	7,462,620

7. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2020	2019
			£	£
1,000	Ordinary Share Capital	£1	1,000	1,000

continued...

8. RESERVES

	Retained earnings £	Share premium £	Totals £
At 1 April 2019	-	1,489,874	1,489,874
Profit for the year	-		-
At 31 March 2020	-	1,489,874	1,489,874

9. CONTROLLING PARTY

The immediate parent undertaking is Marksans Pharma U.K. Limited, a company registered in England and Wales.

In the opinion of directors, Marksans Pharma Limited is the company's ultimate parent company and ultimate controlling party.

The parent undertaking of the smallest group for which consolidated accounts are prepared in Marksans Pharma U.K. Limited. Consolidated accounts are available from Companies House, Cardiff, CF14 3UZ.

The parent undertaking of the largest group for which consolidated accounts are prepared is Marksans Pharma Limited, a company incorporated in India. Consolidated accounts are available from the Registrar of Companies, Everest 100, Marine Drive, Mumbai-400 002, Maharashtra.

Strategic Report, Report of the Directors and

Financial Statements for the Year Ended 31 March 2020

for

Bell, Sons & Co.(Druggists) Limited

Bell,Sons & Co.(Druggists) Limited

Contents of the Financial Statements
for the Year Ended 31 March 2020

Bell,Sons & Co.(Druggists) Limited

Company Information
for the Year Ended 31 March 2020

DIRECTORS:	Mr. S Jayanna Mrs. S Saldanha Mr. M Saldanha Mr.J Sharma Mr. C Hunter Mr. Buddharaju, Seetharama Raju
SECRETARY:	Mrs G Jacks
REGISTERED OFFICE:	Gifford House Slaidburn Crescent Southport Merseyside PR9 9AL
REGISTERED NUMBER:	00351951 (England and Wales)
AUDITORS:	PBG Associates Limited Chartered Accountants and Statutory Auditors 65 Delamere Road Hayes, Middx UB4 0NN

Bell,Sons & Co.(Druggists) Limited

Strategic Report
for the Year Ended 31 March 2020

The directors present the strategic report and financial statement for the year ended 31 March 2020.

FAIR REVIEW OF BUSINESS

The directors consider the result for the period to be satisfactory. During the period sales increased from £22,119,801 to £32,940,253 and the profit on ordinary activities before taxation was £3,698,905 (2019: £641,496). The directors expect turnover and the profit on ordinary activities to increase in the forthcoming year.

Bell's manufactures licensed products - both as own branded products and, for certain customers, in own label from together with a range of unlicensed products. The company owns a state-of-the-art manufacturing facility in Southport and is an established manufacturer of over 200 OTC pharmaceuticals having full approval of the UK MHRA.

Bell's customers include retailers, pharmacies, chemist wholesalers and cash and carry outlets. The company enjoys a significant stronghold in the export markets. With more than 80 years of experience and a reach across 50+ countries, the brand is recognized and respected globally. Its key markets are West Africa and Middle East.

Principle risk and uncertainties arise from a competitive market.

Company is able to manage risks by utilising manufacturing capabilities of parent company which also secures reliable supplies.
In addition production methods are consistently being reviewed to ensure the most efficient operations are in place.

The outbreak of Coronavirus (COVID -19) pandemic globally and in the United Kingdom is causing significant disturbance and slowdown of the economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. The company has evaluated impact of COVID -19 on its business operations and has established that the normal level of sales are maintained and based on its review there is no significant impact on its financial statements for the year ended 31 March 2020.

The company will continue to develop its products range to meet market needs.

The profit for the year, after taxation before dividend amounting to £2,887,973 (2019: £535,639).

ON BEHALF OF THE BOARD:

....
Mr S Jayanna - Director

Date: 28th May 2020

Bell,Sons & Co.(Druggists) Limited

Report of the Directors
for the Year Ended 31 March 2020

The directors present their annual report and financial statement for the year ended 31 March 2020.

PRINCIPAL ACTIVITIES

The principle activity of the company continued to be that of Manufacturer and sale of pharmaceuticals.

DIVIDENDS

Dividend amounting to £ 1million declared for the year 2019-20 and paid on 22nd May, 2020

DIRECTORS

The directors who holds office during the year and up to the date of signature of financial statement were as follow:

Mr. M Saldanha
Mr. J Sharma
Mrs. S Saldanha
Mr. S Jayanna
Mr Colin Hunter (Appointed on 17th May 2019)
Mr. Buddharaju, Seetharama Raju (Appointed on 12th May 2020)

RESULTS AND DIVIDENDS

The results for the year are set out on page 7.

AUDITORS

The auditors, PBG Associates Ltd, will be proposed for re appointment at the forth coming Annual General Meeting.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing annual report and financial statement in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statement for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practices (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 state of affairs of the company and of the profit or loss of the company for the period.in preparing these financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently.
- Make judgements and accounting estimates that are reasonable and prudent.
- Prepare the financial statement 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 Companies act 2006. They are also responsible for safeguarding the assets of the company and hence for tacking reasonable steps for the prevention and detection of fraud and other irregularities.

Bell,Sons & Co.(Druggists) Limited

Report of the Directors
for the Year Ended 31 March 2020

STATEMENT OF DISCLOSURE TO AUDITORS

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

....

Mr S Jayanna - Director

Date: 28th May 2020

Report of the Independent Auditors to the Members of
Bell,Sons & Co.(Druggists) Limited

Opinion
We have audited the financial statements of Bell,Sons & Co.(Druggists) Limited (the 'company') for the year ended 31 March 2020 which comprise the Income Statement, Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 Auditors' 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 UK, including the FRC'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
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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.

Opinions 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 Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of
Bell,Sons & Co.(Druggists) Limited

Matters on which we are required to report by exception
In the light of the 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 or the Report of the Directors.

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.

Responsibilities of directors
As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors 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.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Devender Arora ACA (Senior Statutory Auditor)
for and on behalf of PBG Associates Limited
Chartered Accountants and Statutory Auditors
65 Delamere Road
Hayes, Middx
UB4 0NN

Date: 28 May 2020

Bell,Sons & Co.(Druggists) Limited

Income Statement
for the Year Ended 31 March 2020

		2020		2019	
	Notes	£	£	£	£
TURNOVER	3		32,940,253		22,119,801
Cost of sales			26,354,007		18,769,081
GROSS PROFIT			6,586,246		3,350,720
Distribution costs		1,567,365		1,191,833	
Administrative expenses		1,246,168		1,368,885	
			2,813,533		2,560,718
			3,772,713		790,002
Other operating income			7,533		5,027
OPERATING PROFIT	5		3,780,246		795,029
Interest payable and similar expenses	6		81,341		153,533
PROFIT BEFORE TAXATION			3,698,905		641,496
Tax on profit	7		810,932		105,857
PROFIT FOR THE FINANCIAL YEAR			2,887,973		535,639

All amounts relates to continuing operations

Bell,Sons & Co.(Druggists) Limited

Other Comprehensive Income
for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
PROFIT FOR THE YEAR		2,887,973	535,639
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		2,887,973	535,639

The notes form part of these financial statements

Statement of Financial Position
31 March 2020

	Notes	2020 £	2020 £	2019 £	2019 £
FIXED ASSETS					
Intangible assets	9		18,004		23,243
Tangible assets	10		3,024,258		3,120,196
			3,042,262		3,143,439
CURRENT ASSETS					
Stocks	11	4,708,726		7,328,701	
Debtors	12	7,104,326		5,152,208	
Cash in hand		2,803,006		1,084,878	
		14,616,058		13,565,787	
CREDITORS					
Amounts falling due within one year	13	10,005,615		11,032,091	
NET CURRENT ASSETS			4,610,443		2,533,696
TOTAL ASSETS LESS CURRENT LIABILITIES			7,652,705		5,677,135
PROVISIONS FOR LIABILITIES	14		190,085		102,488
NET ASSETS			7,462,620		5,574,647
CAPITAL AND RESERVES					
Called up share capital	15		6,334		6,334
Revaluation reserve	16		1,037,692		1,037,692
Retained earnings	16		6,418,594		4,530,621
SHAREHOLDERS' FUNDS			7,462,620		5,574,647

The financial statements were approved by the Board of Directors on 28th May 2020 and were signed on its behalf by:

....

Mr S Jayanna - Director

Bell,Sons & Co.(Druggists) Limited

Statement of Changes in Equity
for the Year Ended 31 March 2020

	Called up share capital £	Retained earnings £	Revaluation reserve £	Total equity £
Balance at 1 April 2018	6,334	3,994,982	1,037,692	5,039,008
Changes in equity				
Total comprehensive income	-	535,639	-	535,639
Balance at 31 March 2019	6,334	4,530,621	1,037,692	5,574,647
Changes in equity				
Dividend declared		(1,000,000)	-	(1,000,000)
Total comprehensive income		2,887,973	-	2,887,973
Balance at 31 March 2020	6,334	6,418,594	1,037,692	7,462,620

The notes form part of these financial statements

1. **STATUTORY INFORMATION**

Bell, Sons & Co.(Druggists) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. **ACCOUNTING POLICIES**

Accounting convention
These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standards applicable in UK and Republic of Ireland" (FRS 102) and the requirement of Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded in nearest pound.

The financial statements have been prepared on the historical cost convention. The principle accounting policies adopted are set out below.

Going concern
At the time of approving the financial statement, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, the directors continue to adopt the going concern basis of accounting in preparing financial statements.

Turnover
Turnover compromises revenue recognized by company in respect of goods supplied during the year, exclusive of Value Added Taxes and trade discount based on the date they are dispatched.

Revenue from sale of goods to be recognized when significant risk and reward of ownerships of goods have passed to the buyer (usually on dispatch of goods), the amount of revenue can be measured reliably, it is probable that the economic benefit associated with the transactions will flow to the entity and the cost incurred or to be incurred in respect of transactions can be measured reliably.

Intangible fixed assets other than goodwill
Intangible assets acquired separately from business are recognized at cost and are subsequently measured at cost less accumulated impairment losses. Intangible assets acquired in business combinations are recognized separately from goodwill at acquisition date if the fair value can be measured reliably.
Amortization is recognized so as to write off the cost or valuation of the assets less their residual values over their useful lives on the following basis

Product licence – 5 to 10 years Straight Line

Tangible fixed assets
Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.
Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is not charged on Freehold land. Depreciation provided at rates calculated to write off the cost or valuation less estimated residual value of each assets over its expected useful life, as follow;
Freehold Building - 2% cost or valuation
Plant and machinery - 20% reducing method

The gain or loss arising on the disposal of an asset is determined as the difference between the sales proceed and carrying value of the asset, and is credited and charged to profit or loss.

 continued...

2. **ACCOUNTING POLICIES - continued**

Impairment of Fixed Asset

At each reporting end date, the company review the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of assets is estimated in order to determine the extent of impairment loss (if any).

Whether it is not possible to estimate recoverable amount of an individual asset, the company estimate the recoverable amount of cash generating unit to which the asset belongs.

Recoverable amount is higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discontinued at their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset for which estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash generating unit) is reduced to its recoverable amount.

An impairment loss is recognized immediately in profit or Loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as revaluation decreases.

Stocks
Stocks are stated at lower of cost and estimated selling price less costs to complete sell. Cost comprises direct materials and, where applicable, direct labour costs those overheads that have been incurred in bringing the stock to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of carrying amount of stocks over its estimated selling price less cost to complete and sell is recognized as an impairment loss in profit or loss. Reversals of impairment losses are also recognized in profit or loss.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

Cash Flow Exemption

The company, being member of the group wherein the parent company prepares consolidated financial statements which are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with Financial Reporting Standard 102.

continued...

2. **ACCOUNTING POLICIES - continued**

Financial instruments
The comply elected to apply the provisions of section 11 "Basic Financial Instruments" and section 12 "other Financial Instruments Issues" of FRS 102 to all of its financial instruments.
Financial instruments are recognized in company's statement of financial position when the company became party to the contractual provisions of the instruments.
Financial assets and liabilities are offset, with the net amount presented in the financial statements. When there is a legally enforceable right to set off the recognized amount and there is an intention to settle on a net basis or to realize the net asset and settle the liability simultaneously.

Basic Financial Assets
Basic financial assets which include trade and other receivables, cash and bank balances, are initially measured at transaction price including transaction cost and are subsequently carried at amortized cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at present value of the future receipts discounted at a market rate of interest.
Trade debtor, loans and other receivables that have fixed or determinable payments that are not quoted in active market are classified as "Loans and receivables" loans and receivables are measured at amortized cost using the effective interest method, less any impairment.

Impairment of Financial Assets
Financial Assets other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial Assets are impaired where there is objective evidence that, as a result of one or more events that accrued after the initial recognition of the financial assets, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognized in profit or loss.

If there is a decrease in impairment loss arising from an event occurring after the impairment was recognized, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what carrying amount would have been, had the impairment not previously been recognized. The impairment reversal is recognized in profit or loss.

De-recognition of Financial Asset
Financial assets are derecognized only when contractual right to the cash flow from the asset expire or are settled, or when the company transfer the financial asset and substantially all the risk and reward of ownership to another entity, or if some of significant risk and rewards of ownerships are retained but control of asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of Financial Liabilities
Financial liabilities and equity instruments are classified according to the substances of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic Financial Liabilities
Basic financial liabilities include trade and other payables, bank loan, loan from fellow group companies and preference shares that are classified as debt, are initially recognized at transaction price unless the arrangement constitutes a financial transaction, where the debt instrument is measured at the present value of future payments discounted at a market rate of interest. Debt instruments are subsequently carried at cost, using effective interest rate method.

Trade payables are obligation to pay for goods and services that have been acquired in ordinary course of business from suppliers. Accounts payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognized initially at transaction price and subsequently measured at amortized cost using effective interest rate method.

continued...

2. **ACCOUNTING POLICIES - continued**

Financial liabilities and equity instruments are classified according to the substance to the contractual arrangement entered into. An equity instrument is a contract that evidences a residual interest in the asset of the company after deducting all of its liabilities.

De-recognition of Financial Liability

Financial liabilities are derecognized when the company's contractual obligation expire or are discharged or cancelled.

Equity instruments

Equity instruments issued by company are recorded at the proceeds received, net of direct issue cost. Dividend payable on equity instrument are recognized as liability once they are no longer at the discretion of company.

Employee benefits

The cost of short term employee benefits is recognized as a liability and an expense, unless those cost are required to be recognized as part of the cost of stock or fixed asset. Termination benefit are recognized immediately as an expense when company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Retirement benefits

Payment to defined contribution retirement benefit schemes are charged as an expense as the fall due.

Leases

Rentals payables under operating leases, including any lease incentives received, are charged to income on a straight-line basis over the term of relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefit from the leased assets are consumed.

Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rate of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains or losses arising on translation are included in the profit and loss account for the period.

Taxation

The tax expenses represent the sum of the tax currently payable and deferred tax.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income and expenses that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred Tax

Deferred tax liability is generally recognized for all timing differences and deferred tax asset is recognized to the extent that it is probable that they will be recovered against the reversal of deferred tax liability or other future taxable profits. Such assets and liabilities are not recognized if the timing differences arises from goodwill or from initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profits.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled, or the asset is realized. Deferred tax is charged of credited in profit and loss account, except when it relates to items charged or credited directly to equity, in which case deferred tax is also dealt with in equity. Deferred tax assets and liability are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax asset and liabilities relate to taxes levied by the same tax authority.

continued...

3. TURNOVER

An analysis of company's turnover is as follows:

	2020	2019
	£	£
Turnover		
Sale of goods	32,940,253	22,119,801

	2020	2019
Other significant revenue	£	£
Interest income	7,533	5,027

4. EMPLOYEES AND DIRECTORS

The average monthly number of persons (including directors) employed by the company during the year was:

	2020	2019
	Number	Number
Production	153	130
Sales and Administration	16	22
Total	169	152

Their aggregate remuneration comprised

	2020	2019
	£	£
Wages and Salaries	4,137,033	3,555,383
Social Security Cost	306,650	283,798
Other Pension Cost	119,324	99,862
Total	4,563,007	3,939,043

Directors Remuneration

	2020	2019
	£	£
Remuneration for qualifying services	-	92,756
Company pension contributions to defined contribution schemes	-	6,959
Total	-	99,715

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 0 (2019-1)

(Directors Remuneration amounting £ 63,240 recharged from Relonchem Limited)

continued...

5. OPERATING PROFIT

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

	2020	2019
	£	£
Other operating leases	67,334	69,815
Depreciation - owned assets	307,070	267,949
Loss on disposal of fixed assets	1,368	(5,402)
Impairment of fixed assets	21,170	-
Patents and licences amortisation	5,239	5,651
Cost of stock recognised as an expenses	19,843,462	13,673,741
Auditors' remuneration		
for audit services	8,000	8,000
for other services	1,000	1,000
Foreign exchange differences	-	(8,343)

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	2020	2019
	£	£
Bank overdraft interest payable	81,341	153,533

7. TAXATION

	2020	2019
	£	£
Current tax:		
UK corporation tax on profits for the current period	723,335	105,857
Deferred tax:		
Originating and reversal timing differences	87,597	-
	810,932	105,857

The charges for the year can be reconciled to the profit and loss account as follow:

	2020	2019
	£	£
Profit before taxation on continued operations	3,698,905	641,496
Profit on ordinary activities before taxation multiplied by standard rate of corporation tax of 19% (2019-19%)	702,792	121,884
Tax effect of expenses that are not deductible in determining taxable profit		
Group relief	(785)	(627)
Difference of Capital allowances and depreciation	17,045	(16,003)
Other tax adjustments	4,282	603
	20,543	(16,027)
Tax expenses for the year	723,335	105,857

8. DIVIDENDS

	2020	2019
	£	£
Ordinary shares of £1 each final	1,000,000	-

continued...

9. INTANGIBLE FIXED ASSETS

	Patents and Licences
	£
COST	
At 1 April 2019	
and 31 March 2020	68,882
AMORTISATION	
At 1 April 2019	45,639
Amortisation for year	5,239
At 31 March 2020	50,878
NET BOOK VALUE	
At 31 March 2020	18,004
At 31 March 2019	23,243

10. TANGIBLE FIXED ASSETS

	Freehold Property	Plant and machinery	Totals
	£	£	£
COST			
At 1 April 2019	2,371,743	4,636,650	7,008,393
Additions	13,622	220,048	233,670
Disposals	-	(27,236)	(27,236)
At 31 March 2020	2,385,365	4,829,462	7,214,827
DEPRECIATION			
At 1 April 2019	271,640	3,616,557	3,888,197
Charge for year	88,772	218,298	307,070
Eliminated on disposal	-	(25,868)	(25,868)
Impairments	-	21,170	21,170
Reclassification	1,141	(1,141)	-
At 31 March 2020	361,553	3,829,016	4,190,569
NET BOOK VALUE			
At 31 March 2020	2,023,812	1,000,446	3,024,258
At 31 March 2019	2,100,103	1,020,093	3,120,196

Comparable historical cost for the land and building included at valuation:

	2020	2019
	£	£
Cost	1,796,527	1,796,527
Accumulated depreciation	863,151	827,221
Carrying value	933,376	969,306

The Property was externally valued on 31st march 2013 at £2,300,000 by Eddisons Chartered Surveyors on an open market basis. The Directors are not aware of any material changes in value subsequently.

continued...

11. STOCKS

	2020	2019
	£	£
Stocks of Raw materials and Consumables	1,227,840	1,341,392
Finished goods	3,480,886	5,987,309
	4,708,726	7,328,701

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade debtors	5,273,998	3,250,659
Amounts owed by group undertakings	1,704,043	1,577,573
Prepayments and accrued income	126,285	323,976
	7,104,326	5,152,208

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade creditors	1,950,748	2,509,364
Loans and overdrafts	317,003	2,327,460
Dividend payable	1,000,000	-
Amounts owed to group undertakings	4,670,260	5,290,450
Corporate tax payable	424,957	3,679
Social security and other taxes	793,941	266,668
Other creditors	39,531	34,480
Accruals and deferred income	809,175	599,990
	10,005,615	11,032,091

14. PROVISIONS FOR LIABILITIES

	2020	2019
	£	£
Deferred tax (Accelerated Capital Allowances)	190,085	102,488

These are the major deferred tax liabilities and assets recognised by the company and in the current year there were movement amounting £87,597.

15. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2020 £	2019 £
6,334	Ordinary	£1	6,334	6,334

continued...

16. RESERVES

	Retained earnings £	Revaluation reserve £	Totals £
At 1 April 2019	4,530,621	1,037,692	5,568,313
Profit for the year before dividend	2,887,973		2,887,973
Dividend declared	(1,000,000)		(1,000,000)
At 31 March 2020	6,418,594	1,037,692	7,456,286

17. LOANS

An analysis of the maturity of loans is given below:

	2020 £	2019 £
Amounts falling due within one year or on demand:		
Bank overdrafts	317,003	2,327,460

The company's overdraft facility is secured on an all asset debenture charge creating a first charge over all free hold property and other assets within the company together with a corporate guarantee from the ultimate parent company, Marksans Pharma Limited, for the whole credit facility.

18. OPERATING LEASE COMMITMENTS

Lessee

At 31 March 2020 the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2020 £	2019 £
Within one year	97,720	70,579
Between two and five years	75,954	78,203

19. PENSION COMMITMENTS

Defined contribution schemes
The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

The charge to profit and loss in respect of defined contribution schemes was £ 119,324 (2019-£ 99,862)

20. RELATED PARTY TRANSACTIONS EXEMPTION

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

continued...

21. CONTROLLING PARTY

The immediate parent undertaking is Marksans Holdings Limited, a company incorporated in England and Wales. The company is controlled by Marksans Pharma U.K.Limited by virtue of its 100% ownership of Marksans Holdings Limited.

The parent undertaking of smallest group for which consolidated accounts are prepared is Marksans Pharma U.K. Limited. Consolidated accounts are available from Companies House, Cardiff, CF14 3UZ.The parent undertaking of largest group for which consolidated accounts are prepared is Marksans Pharma Limited, a company incorporated in India. Consolidated accounts are available from the registrar of Companies, Everest 100, Marine Drive, Mumbai- 400 002, Maharashtra.

In the opinion of the directors, Marksans Pharma Limited is the company's ultimate parent company and ultimate controlling party.

22. PREVIOUS YEAR FIGURES

Previous year figures have been rearranged/ regrouped/ reclassified wherever considered necessary to facilitate comparison with the current year figures.

Strategic Report, Report of the Directors and

Financial Statements for the Year Ended 31 March 2020

for

Relonchem Limited

Contents of the Financial Statements for the Year Ended 31 March 2020

Relonchem Limited

Company Information
for the Year Ended 31 March 2020

DIRECTORS:	Mr. M Saldanha Mrs. S Saldanha Mr. J Sharma Mr. S Jayanna Mr. C Hunter Mr. Buddharaju, Seetharama Raju
SECRETARY:	Mrs G Jacks
REGISTERED OFFICE:	Cheshire House, Gorsey Lane, Widnes, Cheshire, England, WA8 0RP
REGISTERED NUMBER:	04773758 (England and Wales)
AUDITORS:	PBG Associates Limited Chartered Accountants and Statutory Auditors 65 Delamere Road Hayes, Middx UB4 0NN

Relonchem Limited

Strategic Report
for the Year Ended 31 March 2020

The directors present the strategic report and financial statement for the year ended 31 March 2020.

FAIR REVIEW OF THE BUSINESS

During the period sales increased from £23,828,455 to £26,232,789 and company's profit on ordinary activities before taxation was £6,046,746 (2019: £3,713,248). The directors expect turnover and the profit on ordinary activities to increase in the forthcoming years.

The company develops, registers and distributes prescription generic pharmaceuticals in the UK.

Principle risk and uncertainties arise from a competitive market.

Company is able to manage risks by utilising manufacturing capabilities of parent company which also secures reliable supplies.

The outbreak of Coronavirus (COVID -19) pandemic globally and in the United Kingdom is causing significant disturbance and slowdown of the economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. The company has evaluated impact of COVID -19 on its business operations and has established that the normal level of sales are maintained and based on its review there is no significant impact on its financial statements for the year ended 31 March 2020.

The company will continue to develop its product range through new product development and acquisition of licenses, to meet market needs.

The Profit for the year, after taxation before dividend amounting to £4,873,138 (2019: £3,015,830 profit)

ON BEHALF OF THE BOARD:

....

Mr S Jayanna - Director

Date: 28th May 2020

Report of the Directors
for the Year Ended 31 March 2020

The directors present their annual report and financial statement for the year ended 31 March 2020.

PRINCIPAL ACTIVITIES
The principle activity of the company continued to be that of development, registration and distribution of generic prescription pharmaceuticals in the UK.

DIVIDENDS
Dividend declared during the year amounting £ 2 million for the year 2019-2020 and paid on 22nd May, 2020.

DIRECTORS
The directors who hold office during the year and up to the date of signature of financial statement were as follow:

Mr M Saldanha
Mr J Sharma
Mr S Jayanna
Mrs S Saldanha
Mr Colin Hunter (Appointed on 17th May 2019)
Mr. Buddharaju, Seetharama Raju (Appointed on 12th May 2020)

RESULTS AND DIVIDENDS
The results for the year are set out on page 7.

AUDITORS
The auditors, PBG Associates Ltd, will be proposed for re-appointment at the forth coming Annual General meeting.

STATEMENT OF DIRECTORS' RESPONSIBILITIES
The directors are responsible for preparing annual report and financial statement in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statement for each financial year. Under that law the directors have elected to prepare the financial statement in accordance with United Kingdom Generally Accepted Accounting Practices (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statement unless they are satisfied that they give a true and fair view of state of affairs of the company and of the profit or loss of the company for the period.in preparing these financial statements, the directors are required to:
- Select suitable accounting policies and then apply them consistently.
- Make judgements and accounting estimates that are reasonable and prudent.
- Prepare the financial statement 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 companies' act 2006. They are also responsible for safeguarding the assets of the company and hence for tacking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor are unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to established that the company's auditor are aware of that information.

ON BEHALF OF THE BOARD:

....

Mr S Jayanna - Director

Date: 28th May 2020

Report of the Independent Auditors to the Members of
Relonchem Limited

Opinion

We have audited the financial statements of Relonchem Limited (the 'company') for the year ended 31 March 2020 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 Auditors' 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 UK, including the FRC'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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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.

Opinions 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 Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Report of the Independent Auditors to the Members of
Relonchem Limited

Matters on which we are required to report by exception
In the light of the 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 or the Report of the Directors.

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.

Responsibilities of directors
As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors 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.

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 Report of the Auditors.

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 a Report of the Auditors 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.

Devender Arora ACA (Senior Statutory Auditor)
for and on behalf of PBG Associates Limited
Chartered Accountants and Statutory Auditors
65 Delamere Road
Hayes, Middx
UB4 0NN

Date: 28 May 2020

Relonchem Limited

Income Statement
for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
TURNOVER	2	26,232,789	23,828,455
Cost of sales		18,178,766	18,542,766
GROSS PROFIT		8,054,023	5,285,689
Administrative expenses		2,003,458	1,558,004
		6,050,565	3,727,685
Other operating income		5,722	439
OPERATING PROFIT	4	6,056,287	3,728,124
Interest payable and similar expenses	6	9,541	14,876
PROFIT BEFORE TAXATION		6,046,746	3,713,248
Tax on profit	7	1,173,608	697,418
PROFIT FOR THE FINANCIAL YEAR		4,873,138	3,015,830

All amounts relates to continuing operations

The notes form part of these financial statements

Relonchem Limited

Other Comprehensive Income
for the Year Ended 31 March 2020

	Notes	2020 £	2019 £
PROFIT FOR THE YEAR		4,873,138	3,015,830
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		4,873,138	3,015,830

The notes form part of these financial statements

Relonchem Limited (Registered number: 04773758)

Balance Sheet
31 March 2020

	Notes	2020 £	2020 £	2019 £	2019 £
FIXED ASSETS					
Intangible assets	10		3,867,111		3,182,142
Tangible assets	11		162,791		134,481
			4,029,902		3,316,623
CURRENT ASSETS					
Stocks	12	3,327,953		5,387,609	
Debtors	13	11,147,625		11,323,180	
Cash in hand		4,839,745		1,243,770	
		19,315,323		17,954,559	
CREDITORS					
Amounts falling due within one year	14	7,212,322		8,011,417	
NET CURRENT ASSETS			12,103,001		9,943,142
TOTAL ASSETS LESS CURRENT LIABILITIES			16,132,903		13,259,765
CAPITAL AND RESERVES					
Called up share capital	16		2,300		2,300
Share premium	17		6,909,121		6,909,121
Retained earnings	17		9,221,482		6,348,344
SHAREHOLDERS' FUNDS			16,132,903		13,259,765

The financial statements were approved by the Board of Directors on 28th May 2020 and were signed on its behalf by:

....

Mr S Jayanna - Director

The notes form part of these financial statements

Relonchem Limited

Statement of Changes in Equity
for the Year Ended 31 March 2020

	Called up Share Capital £	Retained earnings £	Share premium £	Total equity £
Balance at 1 April 2018	2,300	3,332,514	6,909,121	10,243,935
Changes in equity				
Total comprehensive income	-	3,015,830	-	3,015,830
Balance at 31 March 2019	2,300	6,348,344	6,909,121	13,259,765
Changes in equity				
Dividend declared	-	(2,000,000)	-	(2,000,000)
Total comprehensive income	-	4,873,138	-	4,873,138
Balance at 31 March 2020	2,300	9,221,482	6,909,121	16,132,903

The notes form part of these financial statements

1. **ACCOUNTING POLICIES**

Relonchem Limited is a company limited by shares incorporated in England and Wales. The register office is Cheshire House, Gorsey Lane, Widnes, Cheshire, England WA8 0RP.

Accounting convention
These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standards applicable in UK and Republic of Ireland" (FRS 102) and the requirement of Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded in nearest pound.

The financial statements have been prepared on the historical cost convention. The principle accounting policies adopted are set out below.

Going concern
At the time of approving the financial statement, the directors have a reasonable explanation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, the directors continue to adopt the going concern basis of accounting in preparing financial statements.

Turnover
Turnover compromise revenue recognized by company in respect of goods supplied during the year, exclusive of Value Added Taxes and trade discount based on the date they are dispatched.

Revenue from sale of goods to be recognized when significant risk and reward of ownerships of goods have passed to the buyer (usually on dispatch of goods), the amount of revenue can be measured reliably, it is probable that the economic benefit associated with the transactions will flow to the entity and the cost incurred or to be incurred in respect of transactions can be measured reliably.

Intangible fixed assets other than goodwill
Intangible assets acquired separately from business are recognized at cost and are subsequently measured at cost less accumulated impairment losses. Intangible assets acquired in business combinations are recognized separately from goodwill at acquisition date if the fair value can be measured reliably.

Amortization is recognized so as to write off the cost or valuation of the assets less their residual values over their useful lives on the following basis;

Product licenses & development Costs 5 to 10 years Straight Line

Intangible work in progress
Capital work in progress represents costs incurred for which the marketing authorisation is yet to be obtained. Once the marketing authorisation is obtained, the accumulated cost is transferred to intangible assets. In circumstances where marketing authorisations are not granted or the applications are withdrawn, the accumulated costs are charged to the profit and loss account.

Tangible fixed assets
Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognized so as to write off the cost or valuation of asset less their residual values over their useful lives on the following basis;
Fixtures, Fittings and Equipment 20% Straight line

The gain or loss arising on the disposal of a fixed assets is determined as the difference between the sales proceed and carrying value of the asset, and is credited and charged to profit or loss.

1. **ACCOUNTING POLICIES - continued**

Impairment of Fixed Assets
At each reporting end date, the company review the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of assets is estimated in order to determine the extent of impairment loss (if any). Whether it is not possible to estimate recoverable amount of an individual asset, the company estimate the recoverable amount of cash generating unit to which the asset belongs.

Recoverable amount is higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discontinued at their present value using a pre-tax discount rate that reflects current market assessment of the time value of money and the risk specific to the asset for which estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or Loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as revaluation decreases.

Stocks
Stocks are stated at lower of cost and estimated selling price less costs to complete sell. Cost comprises direct materials and, where applicable, direct labour costs those overheads that have been incurred in bringing the stock to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of carrying amount of stocks over its estimated selling price less cost to complete and sell is recognized as an impairment loss in profit or loss. Reversals of impairment losses are also recognized in profit or loss.

Taxation
Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively 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 arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.
Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Cash and cash equivalents
Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1. **ACCOUNTING POLICIES - continued**

Financial instruments
The comply elected to apply the provisions of section 11 "Basic Financial Instruments" and section 12 "other Financial Instruments Issues" of FRS 102 to all of its financial instruments.
Financial instruments are recognized in company's statement of financial position when the company became party to the contractual provisions of the instruments.
Financial assets and liabilities are offset, with the net amount presented in the financial statements. When there is a legally enforceable right to set off the recognized amount and there is an intention to settle on a net basis or to realize the net asset and settle the liability simultaneously.

Basic Financial Assets
Basic financial assets which include trade and other receivables, cash and bank balances, are initially measured at transaction price including transaction cost and are subsequently carried at amortized cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at present value of the future receipts discounted at a market rate of interest.
Trade debtor, loans and other receivables that have fixed or determinable payments that are not quoted in active market are classified as "Loans and receivables" loans and receivables are measured at amortized cost using the effective interest method, less any impairment.

Impairment of Financial Assets
Financial Assets other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date. Financial Assets are impaired where there is objective evidence that, as a result of one or more events that accrued after the initial recognition of the financial assets, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognized in profit or loss.

If there is a decrease in impairment loss arising from an event occurring after the impairment was recognized, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what carrying amount would have been, had the impairment not previously been recognized. The impairment reversal is recognized in profit or loss.

De-recognition of Financial Asset
Financial assets are derecognized only when contractual right to the cash flow from the asset expire or are settled, or when the company transfer the financial asset and substantially all the risk and reward of ownership to another entity, or if some of significant risk and rewards of ownerships are retained but control of asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of Financial Liabilities
Financial liabilities and equity instruments are classified according to the substances of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic Financial Liabilities
Basic financial liabilities include trade and other payables, bank loan, loan from fellow group companies and preference shares that are classified as debt, are initially recognized at transaction price unless the arrangement constitutes a financial transaction, where the debt instrument is measured at the present value of future payments discounted at a market rate of interest. Debt instruments are subsequently carried at cost, using effective interest rate method.

Trade payables are obligation to pay for goods and services that have been acquired in ordinary course of business from suppliers. Accounts payables are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognized initially at transaction price and subsequently measured at amortized cost using effective interest rate method.
Financial liabilities and equity instruments are classified according to the substance to the contractual arrangement entered into. An equity instrument is a contract that evidences a residual interest in the asset of the company after deducting all of its liabilities.

1. **ACCOUNTING POLICIES - continued**

De-recognition of Financial Liability

Financial liabilities are derecognized when the company's contractual obligation expire or are discharged or cancelled.

Equity instruments

Equity instruments issued by company are recorded at the proceeds received, net of direct issue cost. Dividend payable on equity instrument are recognized as liability once they are no longer at the discretion of company.

Employee benefits

The cost of short term employee benefits is recognized as a liability and an expense, unless those cost are required to be recognized as part of the cost of stock or fixed asset. Termination benefit are recognized immediately as an expense when company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Retirement Benefits

Payment to defined contribution retirement benefit schemes are charged as an expense as the fall due.

Leases-

Rentals payables under operating leases, including any lease incentives received, are charged to income on a straight-line basis over the term of relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefit from the leased assets are consumed.

Foreign Exchange

Transactions in currencies other than pounds sterling are recorded at the rate of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains or losses arising on translation are included in the profit and loss account for the period.

Judgement and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimated and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experiences and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized in the period in which the estimates is revised where the revision effects only that period, or in the period of revision and future periods where the revision affects both current and future periods.

Critical Judgements

The following judgements (apart from those involving estimates) had the most significant effect on amount recognized in the financial statements.

Amortization of Product Licenses

The annual amortization charge for intangible assets is sensitive to changes in the estimated lives and residual values of assets. The useful economic lives and residual values are reviewed annually. These reviews require an estimation of how long each license is expected to be used based on expected sales of those licensed products. See note 9 for the carrying amount of the intangible assets and note 1 on Accounting Policies for the useful economic lives for each class of assets.

2. TURNOVER

An analysis of the company's turnover is as follows:

	2020	2019
	£	£
Turnover		
Sale of goods	26,232,789	23,828,455

The analysis of turnover by geographical markets has been omitted as the directors consider that this would be prejudicial to the interest of the company's trade.

3. EMPLOYEES AND DIRECTORS

The average monthly number of persons (including directors) employed by the company during the year was:

	2020	2019
	Number	Number
	16	12

Their aggregate remuneration comprised of:

	2020	2019
Wages and salaries	958,415	696,350
Social security costs	94,604	69,395
Other pension costs	44,465	33,030
	1,097,484	798,775

Director's Remuneration

	2020	2019
	£	£
Remuneration for qualifying services	367,790	191,310

(Directors remuneration amounting £ 63,240 is recharged to Bell, Sons Co (Druggists) Limited)

4. OPERATING PROFIT

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

	2020	2019
	£	£
Operating lease rents	32,495	29,297
Depreciation of owned tangible fixed assets	50,862	36,583
Amortisation of Intangible assets	307,447	294,177
Cost of stock recognised as expenses	16,113,335	16,825,211

5. AUDITORS' REMUNERATION

Fees payable to the company's auditor and its associates:

	2020	2019
	£	£
For audit services		
Audit of the company's financial statements	8,000	8,000
For other services	1,000	1,000

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	2020	2019
	£	£
Bank interest on loans and overdraft	9,541	14,876
	9,541	14,876

7. TAXATION

	2020	2019
	£	£
Current tax		
UK corporation tax on profits for the current period	1,173,608	697,418

The charge for the year can be reconciled to the (loss)/profit per the profit and Loss account as follows:

	2020	2019
	£	£
Profit before Taxation on continued operations	6,046,746	3,713,248
Profit on ordinary activities before taxation multiplied by standard Rate of corporation tax of 19% (2019-19%)	1,148,882	705,517
Tax effect of expenses that are not deductible in determining taxable profit	4,454	5,196
Unutilized tax losses carry forward	-	-
Group relief	-	-
Capital allowances for period in excess of depreciation	20,273	(13,295)
	24,727	(8,099)
Tax expense for the year	1,173,608	697,418

8. DIVIDENDS

	2020	2019
	£	£
Ordinary share capital shares of £1 each final	2,000,000	-

9. OPERATING LEASES COMMITMENTS

At 31 March 2020 the company had annual commitments under non-cancellable operating leases as follows:

	2020	2019
	£	£
Expiry Date:		
Within one year	289,404	145,010
Between two and five year	1,155,228	939,388
After five year	1,298,736	1,731,648
	2,743,368	2,816,046

10. INTANGIBLE FIXED ASSETS

	Intangible under work in progress £	Development costs £	Totals £
COST			
At 1 April 2019	-	5,883,549	5,883,549
Additions	789,000	203,416	992,416
At 31 March 2020	789,000	6,086,965	6,875,965
AMORTISATION			
At 1 April 2019	-	2,701,407	2,701,407
Amortisation for year	-	307,447	307,447
At 31 March 2020	-	3,008,854	3,008,854
NET BOOK VALUE			
At 31 March 2020	789,000	3,078,111	3,867,111
At 31 March 2019	-	3,182,142	3,182,142

11. TANGIBLE FIXED ASSETS

	Fixtures, Fittings and Computer Equipment's £
COST	
At 1 April 2019	182,917
Additions	79,172
At 31 March 2020	262,089
DEPRECIATION	
At 1 April 2019	48,436
Charge for year	50,862
At 31 March 2020	99,298
NET BOOK VALUE	
At 31 March 2020	162,791
At 31 March 2019	134,481

12. STOCKS

	2020	2019
	£	£
Finished goods and goods for resale	3,327,953	5,387,609

13. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade debtors	5,304,698	4,387,233
Amounts owed by group undertakings	5,709,896	6,696,089
Other debtors	40,000	49,494
Prepayments and accrued income	93,031	190,364
	11,147,625	11,323,180

14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020	2019
	£	£
Trade creditors	729,671	602,298
Loans and overdrafts	182,600	181,622
Dividend payable	2,000,000	-
Amounts owed to group undertakings	1,433,218	5,928,545
Corporation tax payable	828,422	409,942
Social security and other taxes	32,093	28,054
Other creditors	662,232	-
Accruals and deferred income	1,344,086	860,956
	7,212,322	8,011,417

15. CASH FLOW EXEMPTION

The company, being member of the group wherein the parent company prepares consolidated financial statements which are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with Financial Reporting Standard 102.

16. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2020 £	2019 £
2,300	Ordinary share capital	£1	2,300	2,300

17. RESERVES

	Retained earnings £	Share premium £	Totals £
At 1 April 2019	6,348,344	6,909,121	13,257,465
Profit for the year before dividend	4,873,138		4,873,138
Dividend declared	(2,000,000)	-	(2,000,000)
At 31 March 2020	9,221,482	6,909,121	16,130,603

18. LOANS

An analysis of the maturity of loans is given below:

	2020 £	2019 £
Amounts falling due within one year or on demand:		
Bank overdraft	182,600	181,622

The company's overdraft facility is secured on an all asset debenture charge creating a first charge over all freehold property and other assets within the company together with a corporate together with a corporate guarantee from the ultimate parent company, Marksans Pharma Limited for the whole credit facility.

19. PENSION COMMITMENTS

Defined contribution schemes
The company operated a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.
The charge to profit and loss in respect of defined contribution schemes was £44,465 (2019-£33,030)

20. RELATED PARTY TRANSACTIONS EXEMPTION

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

21. CONTROLLING PARTY

The immediate parent undertaking is Marksans Pharma U.K Limited. The parent undertaking of the smallest group for which consolidated accounts are prepared is Marksans Pharma U.K. Limited. Consolidated accounts are available from Companies House, Cardiff, CF 14 3 UZ.

The Parents undertaking of the largest group for which consolidated accounts are prepared is Marksans Pharma Limited, a company incorporated in India. Consolidated accounts are available from the Registrar of Companies, Everest 100, Marine Drive, Mumbai- 400 002, Maharashtra.

In the opinion of the directors, Marksans Pharma Limited is the company's Ultimate parent Company and ultimate controlling party.

22. PREVIOUS YEAR FIGURES

Previous year figures have been rearranged/ regrouped/ reclassified wherever considered necessary to facilitate comparison with the current year figures.