

Crown Way Cardiff CF14 3UZ  
www.companieshouse.gov.uk

# NOTICE OF MISSING PAGE FROM THE MICROFICHE RECORD

Companies House regrets that a page is missing from this document on this company's microfiche record.

This has been noted but unfortunately steps taken to rectify this were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause.

## COMPANY INFORMATION SUPPLIED BY COMPANIES HOUSE

Companies House is a registry of company information. We carry out basic checks to make sure that documents have been fully completed and signed, but we do not have the statutory power or capability to verify the accuracy of the information that companies send to us. We accept all information that companies deliver to us in good faith and place it on the public record. The fact that the information has been placed on the public record should not be taken to indicate that Companies House has verified or validated it in any way.



Peat Marwick

Chartered Accountants

Stokes House  
College Sq. East  
Belfast BT1 6HD  
Northern Ireland

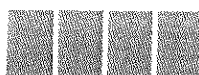
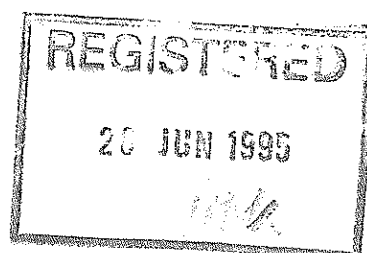
40

Ni 18941

FINANCIAL STATEMENTS OF

SANGERS (NORTHERN IRELAND) LIMITED

YEAR ENDED 30 SEPTEMBER 1994



Member firm of  
Klynveld Peat Marwick Goerdeler

SANGERS (NORTHERN IRELAND) LIMITED

Year ended 30 September 1994

Table of contents

	<u>Page</u>
Directors and other information	2
Report of the Directors	3
Statement of Directors' responsibilities	4
Report of the auditors	5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8

SANGERS (NORTHERN IRELAND) LIMITED

Directors and other information

Directors

R.J. White, O.B.E. (Chairman)  
S.J.C. Simms (Managing)  
P. Caffrey  
J.V. Liston  
A. Shaw  
P.R. Surgenor

Secretary

S.J.C. Simms

Registered office

2 Marshalls Road,  
Belfast.

Bankers

First Trust Bank,  
37 Cregagh Road,  
Belfast.

Auditors

KPMG Peat Marwick,  
Stokes House,  
17/25 College Square East,  
Belfast.

Company registration number

NI 18941

SANGERS (NORTHERN IRELAND) LIMITED

Report of the Directors

For the year ended 30 September 1994

The Directors have pleasure in submitting their Annual Report together with the audited financial statements for the year ended 30 September 1994.

1. Principal activities and business review

The Company, which is a wholly owned subsidiary of Alchem plc, is engaged in the wholesale and distribution of pharmaceutical and over the counter products.

2. Results and dividends

The trading profit after taxation for the period amounted to £702,076 (1993:£233,354). The Directors recommend that no dividend be paid.

3. Fixed assets

Significant changes in fixed assets are included in Note 7 to the financial statements.

4. Taxation

The Company is not a close company as defined by the Income and Corporation Taxes Act 1988.

5. Directors and directors' interests

The Directors who held office during the year are listed on page 2.

Mr R.J. White holds one share in the Company as a nominee of Alchem plc. There are no other Directors' interests requiring to be disclosed under the Companies (Northern Ireland) Order 1986.

None of the Directors had a material interest at any time during the period in any contract of significance in relation to the Company's business or any other material interest, required by law to be disclosed, in any transaction or arrangement with the Company.

6. Auditors

KPMG Peat Marwick have expressed their willingness to continue in office as auditors and a resolution for their re-appointment will be proposed at the Annual General Meeting.

By Order of the Board

23 January 1995

S.J.C. SIMMS

  
SECRETARY

SANGERS (NORTHERN IRELAND) LIMITED

Statement of Directors' responsibilities

in respect of the preparation of financial statements

For the year ended 30 September 1994

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss for that year. In preparing those financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed;
- 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 maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies (Northern Ireland) Order 1986. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

By Order of the Board

23 January 1995

S.J.C. SIMMS



SECRETARY



Peat Marwick

Chartered Accountants

Stokes House  
College Sq. East  
Belfast BT1 6HD  
Northern Ireland

Report of the auditors to the members of Sangers (Northern Ireland) Limited

We have audited the financial statements on pages 6 to 15.

**Respective responsibilities of Directors and auditors**

As described on page 4 the Company's Directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit of those statements and to report our opinion to you.

**Basis of opinion**

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

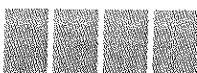
**Opinion**

In our opinion, the financial statements give a true and fair view of the state of the Company's affairs at 30 September 1994 and of the profit for the year then ended and have been properly prepared in accordance with the Companies (Northern Ireland) Order 1986.

*KPMG Peat Marwick*

Chartered Accountants  
Registered Auditors

23 January 1995



SANGERS (NORTHERN IRELAND) LIMITED

Profit and loss account

For the year ended 30 September 1994

		12 month period ended 30 September 1994 £	18 month period ended 30 September 1993 £
TURNOVER - continuing operations	2	60,008,018	74,733,451
Cost of sales		(56,504,865)	(70,357,647)
GROSS PROFIT		3,503,153	4,375,804
Distribution costs		(497,846)	(695,024)
Administrative expenses		(2,246,085)	(3,935,547)
Other operating income		501,411	911,305
OPERATING PROFIT - continuing operations		1,260,633	656,538
Net interest payable	3	(139,155)	(173,701)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	1,121,478	482,837
Taxation	5	(419,402)	(249,483)
RETAINED PROFIT FOR THE FINANCIAL YEAR	16	702,076	233,354

A statement of movements on reserves is given in Note 16.

The Company has no recognised gains or losses other than those included above, and therefore no separate statement of total recognised gains and loss has been presented.

The notes on pages 8 to 15 form part of these financial statements.

## SANGERS (NORTHERN IRELAND) LIMITED

## Balance sheet

At 30 September 1994

	Note	£	1994	£	£	1993	£
FIXED ASSETS							
Tangible assets	7		2,001,483			2,034,542	
Investments - other			<u>15,267</u>			<u>15,267</u>	
			2,016,750			2,049,809	
CURRENT ASSETS							
Stocks	8	4,902,325		3,742,753			
Debtors	9	9,452,210		7,743,935			
Cash at bank and in hand		<u>-</u>		<u>119,163</u>			
		14,354,535		11,605,851			
CREDITORS: Amounts falling due within one year	10	(12,220,559)		(10,153,263)			
NET CURRENT ASSETS			<u>2,133,976</u>			<u>1,452,588</u>	
TOTAL ASSETS LESS CURRENT LIABILITIES			4,150,726			3,502,397	
CREDITORS: Amounts falling due after more than one year	11		(1,382,730)			(1,436,477)	
NET ASSETS			<u>2,767,996</u>			<u>2,065,920</u>	
CAPITAL AND RESERVES							
Called up share capital	15		100			100	
Profit and loss account	16		<u>2,767,896</u>			<u>2,065,820</u>	
EQUITY SHAREHOLDERS' FUNDS			<u>2,767,996</u>			<u>2,065,920</u>	

These financial statements were approved by the Board of Directors on 23 January 1995 and signed on their behalf by:

S.J.C. SIMMS

DIRECTOR

P.R. SURGENOR

DIRECTOR

The notes on pages 8 to 15 form part of these financial statements.

SANGERS (NORTHERN IRELAND) LIMITED

Notes to the financial statements

For the year ended 30 September 1994

1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

(a) Basis of accounting

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention. The Company is exempt from the requirement of Financial Reporting Standard No. 1 to prepare a cashflow statement as it is a wholly owned subsidiary undertaking of Alchem plc and its cashflows are included within the consolidated cashflow statement of that company.

(b) Stock

Stocks are valued at the lower of current replacement cost and net realisable value. Current replacement cost does not differ materially from historic cost.

(c) Deferred taxation

The Company provides deferred taxation to take account of reversible timing differences where the treatment of certain items for accounts purposes differs from their treatment for corporation tax purposes, except where a liability is not considered likely to arise in the foreseeable future.

(d) Turnover

Turnover represents invoiced amounts of goods sold net of value added tax and settlement discount.

(e) Pension funding

The Company operates a defined benefit pension scheme under which contributions by the Company and eligible employees are made for funding of death and retirement benefits. The expected cost of providing pension benefits is charged to the profit and loss account so as to spread the cost over the expected average remaining service lives of employees. Differences between the amounts funded and amounts charged to the profit and loss account are treated as either provisions or prepayments in the balance sheet.

(f) Finance leasing

Leasing payments under finance leases agreed before 31 March 1989 are charged to the profit and loss account evenly over the period of the lease.

Assets acquired under finance leases agreed after 31 March 1989 are included in tangible fixed assets at an amount equivalent to the purchase price of such assets and depreciated over their useful lives. Obligations under such finance leases, net of any finance charges allocated to future periods, are included as creditors in the balance sheet. Finance charges are spread evenly over the period of the lease.

(g) Research and development

All expenditure on research and development is written off as it is incurred.

SANGERS (NORTHERN IRELAND) LIMITED

Notes to the financial statements

For the year ended 30 September 1994

2. Turnover and segmental information

Turnover represents sales of pharmaceutical and over the counter products within Northern Ireland.

3. Net interest payable

	12 month period ended 30 September 1994 £	18 month period ended 30 September 1993 £
Payable:		
Bank interest on loans not wholly repayable within five years	135,566	149,701
Interest on finance leases	<u>17,754</u>	<u>33,404</u>
	153,320	183,105
Receivable:		
Bank interest	<u>(14,165)</u>	<u>(9,404)</u>
Net interest payable	<u>139,155</u>	<u>173,701</u>

4. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging:-

	12 month period ended 30 September 1994 £	18 month period ended 30 September 1993 £
Auditors' remuneration	13,000	13,000
Depreciation and other amounts written off tangible fixed assets:		
Owned	170,632	244,879
Leased	83,085	140,290
Directors' remuneration	88,884	120,183
and after crediting:		
Profit on sale of fixed assets	<u>10,590</u>	<u>18,652</u>

5. Tax on profit from ordinary activities

	12 month period ended 30 September 1994 £	18 month period ended 30 September 1993 £
Corporation tax for year at 33%	400,000	244,435
Underprovided in previous periods	<u>19,402</u>	<u>5,048</u>
	<u>419,402</u>	<u>249,483</u>

No charge or provision is required for deferred taxation in either period.

SANGERS (NORTHERN IRELAND) LIMITED

Notes to the financial statements

For the year ended 30 September 1994

6. Directors and employees

- (i) The average number of persons employed by the Company (including executive Directors) during the period, analysed by category, was as follows:-

	12 month period ended 30 September 1994	18 month period ended 30 September 1993
Warehouse	74	67
Delivery	27	25
Administration	<u>64</u>	<u>64</u>
	<u>165</u>	<u>156</u>

- (ii) The aggregate staff costs of these persons were as follows:-

	12 month period ended 30 September 1994 £	18 month period ended 30 September 1993 £
Wages and salaries	1,665,598	2,248,237
Social security costs	113,274	167,117
Other pension costs	<u>80,852</u>	<u>95,002</u>
	<u>1,859,724</u>	<u>2,510,356</u>
	12 month period ended 30 September 1994 £	18 month period ended 30 September 1993 £

- (iii) Directors' emoluments, including taxable benefits and pension fund contributions

<u>88,884</u>	<u>120,183</u>
---------------	----------------

The emoluments, excluding pension contributions, of the Chairman were £Nil (1993:£Nil) and those of the highest paid Director were £39,952. (1993: £59,689).

- (iv) The emoluments, excluding pension contributions, of the Directors (including the Chairman and highest paid Director) were within the following ranges:-

	12 month period ended 30 September 1994	18 month period ended 30 September 1993
Nil	7	7
£30,000 - £35,000	1	-
£35,001 - £40,000	1	-
£45,001 - £50,000	-	1
£55,001 - £60,000	<u>-</u>	<u>1</u>
	<u>9</u>	<u>9</u>

SANGERS (NORTHERN IRELAND) LIMITED

Notes to the financial statements

For the year ended 30 September 1994

7. Tangible fixed assets

	<u>Freehold land</u> £	<u>Freehold buildings</u> £	<u>Plant and Machinery</u> £	<u>Motor vehicles</u> £	<u>Total</u> £
<u>Cost or Valuation</u>					
At 30 September 1993	23,500	1,502,917	758,440	416,359	2,701,216
Additions	-	-	183,941	190,629	374,570
Disposals	-	(150,000)	-	(47,342)	(197,342)
At 30 September 1994	<u>23,500</u>	<u>1,352,917</u>	<u>942,381</u>	<u>559,646</u>	<u>2,878,444</u>
<u>Depreciation</u>					
At 30 September 1993	-	38,416	401,440	226,818	666,674
Provision for year	-	27,271	127,885	98,561	253,717
Disposals	-	-	-	(43,430)	(43,430)
At 30 September 1994	-	<u>65,687</u>	<u>529,325</u>	<u>281,949</u>	<u>876,961</u>
<u>Net book value</u>					
At 30 September 1994	<u>23,500</u>	<u>1,287,230</u>	<u>413,056</u>	<u>277,697</u>	<u>2,001,483</u>
At 30 September 1993	<u>23,500</u>	<u>1,464,501</u>	<u>357,000</u>	<u>189,541</u>	<u>2,034,542</u>

The net book amount of plant and machinery includes £1,891 (1993:£6,591) in respect of leased assets, on which depreciation of £1,650 (1993:£4,408) was charged in the year. The net book amount of motor vehicles includes £252,056 (1993:£182,178) in respect of leased assets, on which depreciation of £81,435 (1993:£135,882) was charged in the year.

8. Stocks

	<u>1994</u> £	<u>1993</u> £
Finished goods and goods for resale	<u>4,902,325</u>	<u>3,742,753</u>

SANGERS (NORTHERN IRELAND) LIMITED

Notes to the financial statements

For the year ended 30 September 1994

9. Debtors

	<u>1994</u> £	<u>1993</u> £
Amounts due within one year:		
Trade debtors	7,945,507	7,015,654
Other debtors	1,074,561	622,269
Prepayments and accrued income	391,572	88,475
Amounts owed by group undertakings:		
Parent and fellow subsidiary undertakings	<u>40,570</u>	<u>17,537</u>
	<u>9,452,210</u>	<u>7,743,935</u>

10. Creditors: Amounts falling due within one year

	<u>1994</u> £	<u>1993</u> £
Amounts owed to group undertakings:		
Parent and fellow subsidiary undertakings	2,211,524	2,159,709
Bank loans and overdrafts	597,893	102,847
Trade creditors	6,670,869	6,331,592
Other taxes and social security	727,004	682,806
Current taxation	400,000	244,435
Other creditors	946,568	154,237
Accruals	574,374	407,078
Obligations under finance leases and hire purchase contracts	<u>92,327</u>	<u>70,559</u>
	<u>12,220,559</u>	<u>10,153,263</u>

Cross-guarantees are in place between Sangers (Northern Ireland) Limited and other Group companies.

11. Creditors: Amounts falling due after one year

	<u>1994</u> £	<u>1993</u> £
Bank loans	1,236,317	1,348,794
Obligations under finance leases and hire purchase contracts (Note 13)	<u>146,413</u>	<u>87,683</u>
	<u>1,382,730</u>	<u>1,436,477</u>

SANGERS (NORTHERN IRELAND) LIMITED

Notes to the financial statements

For the year ended 30 September 1994

16. Reserves

	12 month period ended 30 September 1994	18 month period ended 30 September 1993
Profit and loss account		
At beginning of period	2,065,820	1,832,466
Retained profit for the period	<u>702,076</u>	<u>233,354</u>
At end of period	<u>2,767,896</u>	<u>2,065,820</u>

17. Pension commitments

The main pension scheme of the Company is the Sangers (Northern Ireland) Limited Pension Fund which is a defined benefit scheme providing benefits based on final pay and service at retirement. The assets of the scheme are held separately from those of the Group, being directly invested on a discretionary basis by Lazard Securities.

Contributions to the scheme are determined by a qualified actuary on the basis of triennial valuations using the attained age method. The most recent valuation was at 1 April 1992. The assumptions which have the most significant effect on the results of the valuation are those relating to the rate of return on investments and the rates of increase in salaries and pensions. It was assumed that investment returns would be 9% per annum, that salary increases would average 7% per annum, and that present and future pensions would increase at the rate of 3% per annum.

The valuation showed that the market value of the scheme's assets was £1,168,000. The reduced pension cost to the Company due to this surplus will be spread over the remaining service lives of the current employee members and has given rise to a variation from the regular cost for the year. The actuarial value of those assets represented 120% of the benefits that had accrued to members after allowing for expected future increases in earnings. From 1 April 1990 until 30 September 1994 no employers' contribution has been payable. The premiums for insured death in service benefits remained payable throughout the year. The pension charge in connection with this scheme for the year was £80,852 (1993:£95,002) which represented the regular pension cost for the year as determined by the actuary, together with the benefit of the valuation referred to above. Outstanding contributions at the year end amounted to £85,371 (1993:£47,478). The contributions of employees remained at 5.5%.

The Company also operates a defined contribution scheme for certain employees. The assets of this scheme are held in a separate independently administered fund. The pension charge in connection with this scheme was £13,629 (1993:£19,100).

Notes to the financial statements

For the year ended 30 September 1994

18. Group affiliation

The largest Group in which the results of the Company are consolidated is that headed by United Drug plc, a company incorporated in the Republic of Ireland. The Directors regard United Drug plc as the ultimate parent company. The smallest Group in which the results of the Company are consolidated is that headed by Alchem plc, a company incorporated in Northern Ireland. The consolidated financial statements of these Groups are available to the public and may be obtained from the following addresses:

United Drug plc

James Street  
Ballina  
Co Mayo  
Republic of Ireland

Alchem plc

Companies Registry  
IDB House  
64 Chichester Street  
Belfast 1