Annual Report

For The Year Ended 30 September 2008

Registered no: 03122084

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Annual Report For The Year Ended 30 September 2008

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Report of the Directors for the year ended 30 September 2008

The Directors present their report and the financial statements for the year ended 30 September 2008.

Principal activity and business review

The Company has not traded during the year and accordingly it made neither a profit nor a loss. Therefore no profit and loss account is attached.

Directors and their interests

The directors of the company who held office during the year ended 30 September 2008 are as follows:

Mr David R West Mrs Debra Reynolds (appointed 16/01/09) Mr Oriol Millet (resigned 16/01/09)

Director's interest in shares of the Company

No director held a beneficial interest in the shares of the Company at 30 September 2008, or at any time during the year.

The Company has taken advantage of exemption 3(a) under the Statutory Instrument 85/02 not to disclose details of directors interest in shares or share options held in the ultimate parent company, Covidien Limited, which is incorporated outside of the UK.

Auditors

The Company has been dormant throughout the financial year ended 30 September 2008. In accordance with Section 388A (1) of the Companies Act 1985, the Company resolved not to appoint auditors.

Debra Reynolds

Director

Balance Sheet As at 30 September 2008

	Notes	2008 £	2007 £
Current Assets			
Debtors			
Amounts falling due within one year from			
other group undertakings	3	98,052	98,052
			
Capital and reserves			
Called-up share capital	4	90,000	90,000
Profit and Loss account	5	8,052	8,052
		98,052	98,052

For the year ended 30 September 2008 the directors are satisfied that the Company was entitled to exemption under Section 249aa(1) of the Companies Act 1985. No members have required the Company to obtain an audit of its accounts for the year in question in accordance with Section 249b(2) of the Act.

The directors acknowledge their responsibilities for:

- (i) ensuring that the Company keeps proper accounting records which comply with Section 221 of the Act, and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The financial statements on pages 2 to 4 were approved by the Board of Directors on 17 30 by 2009 and were signed on its behalf by:

Debra Reynolds

Director

Notes to the financial statements for the year ended 30 September 2008

1. Principal accounting policies

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

Profit and loss account

During the year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit or loss, and accordingly no profit and loss account has been prepared.

There are no recognised gains and losses other than the result for the year reported above. There is also no difference between the result on ordinary activities before taxation or the retained result for the financial year stated above and their historical cost equivalents.

Cash flow statement

The company has taken advantage of the exemption granted by FRS 1 (Revised) not to prepare a cash flow statement.

2. Directors' Emoluments

No directors' emoluments were incurred by the company during 2008 or 2007. The directors are all employees of other Group companies and their emoluments and contributions to pension schemes on their behalf are paid by the other Group companies.

3. Debtors

	2008	2007
	£	£
Amounts falling due within one year from other group undertakings	98,052	98,052
4. Called up above capital		
4. Called up share capital		
	2008	2007
	£	£
Authorised, allotted, called up and fully paid:		
Ordinary shares of £1 each	90,000	90,000

Notes to the financial statements for the year ended 30 September 2008

5. Reconciliation of shareholders' funds and movement on reserves

	Share capital £	Profit and loss account	Total shareholders' funds £
At 1 October 2007 and 30 September 2008	90,000	8,052	98,052

6. Related party transactions

In accordance with the exemption allowed by FRS 8 "Related Party Disclosures", transactions with other undertakings within the Covidien Limited group have not been disclosed in these financial statements.

7 Ultimate parent company and controlling party

The directors regard Covidien Limited, a company incorporated in Bermuda, as the ultimate parent company and controlling party for the year ending 30 September 2008. At that point Covidien Limited was the parent of the largest group to consolidate these financial statements. Copies of the consolidated financial statements of Covidien Limited are available from the Company Secretary, Tyco Healthcare UK Limited, 154 Fareham Road, Gosport, Hampshire, PO13 0AS.

On June 4th June 2009 Covidien PLC, a company registered in Dublin, Ireland, purchased Covidien Limited. Therefore the directors now regard Covidien PLC as the ultimate parent company and controlling party. Covidien PLC is the parent of the largest group to consolidate these financial statements. Copies of the consolidated financial statements of Covidien PLC are available from the Company Secretary, Covidien (UK) Commercial Ltd, 154 Fareham Road, Gosport, Hampshire, PO13 0AS.