

Registered number: 01962503

## BBI ENZYMES (USA) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2013



# **BBI ENZYMES (USA) LIMITED**

## **CONTENTS**

	Page
<b>Company Information</b>	1
<b>Directors' Report</b>	2 - 3
<b>Independent Auditors' Report to the members of BBI Enzymes (USA) Limited</b>	4 - 5
<b>Profit and Loss Account</b>	6
<b>Balance Sheet</b>	7
<b>Notes to the Financial Statements</b>	8 - 16

**BBI ENZYMES (USA) LIMITED**

**COMPANY INFORMATION**

**DIRECTORS**

L D Rees  
L Taylor  
J McNamara (appointed 9 January 2013)

**REGISTERED NUMBER**

01962503

**REGISTERED OFFICE**

C/O Berry Smith LLP  
Haywood House  
Dumfries Place  
Cardiff  
CF10 3GA

**INDEPENDENT AUDITORS**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
One Kingsway  
Cardiff  
CF10 3PW

## **BBI ENZYMES (USA) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013**

The directors present their annual report and the audited financial statements of BBI Enzymes (USA) Limited (the "company") for the year ended 31 December 2013.

#### **PRINCIPAL ACTIVITIES**

During the year, as part of a wider re-organisation of the BBI group, immediate ownership of the company transferred from BBI Enzymes (UK) Limited to BBI Solutions OEM Limited and the company continues to operate as part of the BBI Holdings Limited Group's Reagents Division.

The principal activity of the company is the sale and distribution of enzymes and biochemicals sourced and manufactured by the manufacturing plants of the Reagents Division.

#### **RESULTS AND DIVIDENDS**

The results for the company show a profit on ordinary activities before taxation of \$1,082k (2012: \$1,132k) and turnover of \$4,693k (2012: \$4,806k).

The directors do not recommend the payment of a dividend (2012: \$Nil).

#### **DIRECTORS**

The directors who were in office during the year and up to the date of signing the financial statements were:

L D Rees  
L Taylor  
J McNamara (appointed 9 January 2013)

#### **DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions 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 the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**BBI ENZYMES (USA) LIMITED**

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2013**

**DISCLOSURE OF INFORMATION TO AUDITORS**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

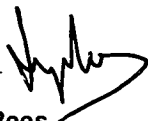
- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

**INDEPENDENT AUDITORS**

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 1 September 2014 and signed on its behalf by:



**L D Rees**  
Director

## **BBI ENZYMES (USA) LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BBI ENZYMES (USA) LIMITED**

#### **Report on the company financial statements**

##### **Our opinion**

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 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.

This opinion is to be read in the context of what we say in the remainder of this report.

##### **What we have audited**

The financial statements, which are prepared by BBI Enzymes (USA) Limited, comprise:

- the profit and loss account for the year ended 31 December 2013;
- the balance sheet as at 31 December 2013; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in their preparation comprises applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

##### **What an audit of financial statements involves**

We conducted our audit in accordance with International Standards on Auditing (UK & Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements (the "Annual Report") to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

##### **Opinions on matters prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

## **BBI ENZYMES (USA) LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BBI ENZYMES (USA) LIMITED**

#### **Other matters on which we are required to report by exception**

##### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

##### **Directors' remuneration**

Under the Companies Act 2006 we are required to report if, in our opinion, certain disclosures of directors' remuneration specified by law have not been made. We have no exceptions to report arising from this responsibility.

##### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption in preparing the Directors' Report and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

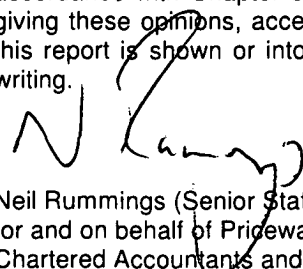
#### **Responsibilities for the financial statements and the audit**

##### **Our responsibilities and those of the directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's *Ethical Standards for Auditors*.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Neil Rummings (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Cardiff

1 September 2014

**BBI ENZYMES (USA) LIMITED****PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2013**

	<b>Note</b>	<b>2013 \$000</b>	<b>2012 \$000</b>
<b>TURNOVER</b>	1,2	<b>4,693</b>	<b>4,806</b>
Cost of sales		<u>(3,489)</u>	<u>(3,643)</u>
<b>GROSS PROFIT</b>		<b>1,204</b>	<b>1,163</b>
Administrative expenses		<u>(122)</u>	<u>(31)</u>
<b>OPERATING PROFIT</b>	3	<u><b>1,082</b></u>	<u><b>1,132</b></u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>1,082</b>	<b>1,132</b>
Tax on profit on ordinary activities	7	<u>(356)</u>	<u>(575)</u>
<b>PROFIT FOR THE FINANCIAL YEAR</b>	14	<u><u><b>726</b></u></u>	<u><u><b>557</b></u></u>

All amounts relate to continuing operations.

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial years stated above and their historical cost equivalents.

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and Loss Account above and therefore no separate Statement of Total Recognised Gains and Losses has been presented.

The notes on pages 8 to 16 form part of these financial statements.




**BBI ENZYMES (USA) LIMITED**  
**REGISTERED NUMBER: 01962503**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2013**

	Note	\$000	2013 \$000	\$000	2012 \$000
<b>FIXED ASSETS</b>					
Tangible assets	8		7		4
<b>CURRENT ASSETS</b>					
Stocks	9	90		145	
Debtors: amounts falling due after more than one year	10	3,981		2,955	
Debtors: amounts falling due within one year	10	550		1,073	
Cash at bank and in hand		573		315	
			<u>5,194</u>	<u>4,488</u>	
<b>CREDITORS: amounts falling due within one year</b>	11	<b>(15)</b>		<b>(102)</b>	
<b>NET CURRENT ASSETS</b>			<u>5,179</u>		<u>4,386</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>5,186</u>		<u>4,390</u>
<b>CREDITORS: amounts falling due after more than one year</b>	12		<u>(95)</u>		<u>(25)</u>
<b>NET ASSETS</b>			<u>5,091</u>		<u>4,365</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	13		1		1
Profit and loss account	14		5,090		4,364
<b>TOTAL SHAREHOLDERS' FUNDS</b>	15		<u>5,091</u>		<u>4,365</u>

The financial statements on pages 6 to 16 were approved and authorised for issue by the board and were signed on its behalf on 1 September 2014 by:

  
**L D Rees**  
 Director

The notes on pages 8 to 16 form part of these financial statements.

## BBI ENZYMES (USA) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

#### 1. ACCOUNTING POLICIES

##### 1.1 Basis of preparation of financial statements

These financial statements are prepared on a going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

The company's functional currency is considered to be US dollars as the company's principal operations are conducted in the US and all of the company's profit is generated in the US. The financial performance and position of the company are therefore presented in US dollars.

##### 1.2 Cash flow

The company is a wholly owned subsidiary of BBI Holdings Limited and is included in the consolidated financial statements of BBI Holdings Limited which are publically available. Consequently, the company has taken advantage of the exemption from preparing a Cash Flow Statement under the terms of FRS 1 ('Cash Flow Statement' revised 1996).

##### 1.3 Related party transactions

The company is a wholly owned subsidiary of Alere Inc and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related party disclosures' not to disclose transactions with Alere Inc or other wholly owned subsidiaries within the group.

##### 1.4 Turnover

Turnover represents amounts receivable for goods provided in the normal course of business, net of trade discounts, value added tax and other sales related taxes.

Revenue is recognised on despatch of the related goods.

##### 1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation. Cost includes the original purchase price of the asset and costs attributable to bringing the asset to its working condition for intended use.

Depreciation is provided to write off the cost, less estimated residual values, of all tangible fixed assets evenly over their expected useful lives. It is calculated at the following rates;

Fixtures and fittings	-	10% straight line
Computer equipment	-	33% straight line

##### 1.6 Leased assets

Rentals under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term.

##### 1.7 Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is determined on a first in, first out basis and includes transport and handling costs. Net realisable value is based on estimated selling price in the ordinary course of business, less applicable variable selling expenses. Where necessary, provision is made for obsolete or slow moving stock.

## **BBI ENZYMES (USA) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013**

#### **1. ACCOUNTING POLICIES (continued)**

##### **1.8 Current and deferred taxation**

The current tax expense comprises current and deferred tax. The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date

Where tax relief is claimed against losses sustained by other companies in the group, this relief is charged to the company by the donor company at the rate of £1 per every £1 of taxation not paid. Amounts payable for group relief are included in the taxation charge of the company.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

*A net deferred tax asset is recognised as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.*

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

##### **1.9 Foreign currencies**

Monetary assets and liabilities denominated in foreign currencies are translated into dollars at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into dollars at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and Loss Account.

##### **1.10 Pensions**

The company contributes to a defined contribution pension scheme for certain employees. The assets of the defined contribution scheme are held separately from those of the company in independently administered funds.

Contributions to the company's defined contribution pension scheme are charged to the Profit and Loss Account in the year in which they become payable.

## BBI ENZYMES (USA) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

#### 2. TURNOVER

The whole of the turnover is attributable to the principal activity of the company.

A geographical analysis of turnover is as follows:

	2013 \$000	2012 \$000
North America	4,566	4,722
Rest of World	127	84
	<u>4,693</u>	<u>4,806</u>

#### 3. OPERATING PROFIT

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

	2013 \$000	2012 \$000
Depreciation of tangible fixed assets: - owned by the company	1	3
Difference on foreign exchange	(81)	(166)
	<u>          </u>	<u>          </u>

#### 4. AUDITORS' REMUNERATION

	2013 \$000	2012 \$000
Fees payable to the company's auditors for the audit of the company's annual financial statements	6	9
	<u>          </u>	<u>          </u>

#### 5. STAFF COSTS

Staff costs were as follows:

	2013 \$000	2012 \$000
Wages and salaries	110	137
Social security costs	8	9
Other pension costs	-	3
	<u>118</u>	<u>149</u>

The average monthly number of employees during the year was as follows:

	2013 Number	2012 Number
Sales and marketing	3	2
	<u>          </u>	<u>          </u>

## BBI ENZYMES (USA) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

#### 6. DIRECTORS' REMUNERATION

During the year, no director received any emoluments (2012: \$Nil).

On 1 April 2013, the contracts of L Rees and L Taylor were transferred to a fellow subsidiary, BBI Resources Limited, and the associated costs have been recharged to BBI Holdings Limited where they are remunerated by for their services to the group as a whole. J McNamara is not remunerated for his service to the BBI group. It is not practicable to allocate their remuneration for their services as a director between group companies.

#### 7. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2013 \$000	2012 \$000
<b>Analysis of tax charge in the year</b>		
<b>Current tax</b>		
UK corporation tax charge on profit for the year	251	443
Adjustments in respect of prior years	-	140
	<u>251</u>	<u>583</u>
Foreign tax relief	(251)	-
	<u>-</u>	<u>583</u>
Foreign tax on income for the year	367	-
Prior year adjustment - foreign tax	(11)	-
	<u>356</u>	<u>583</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	1	1
Adjustment in respect of previous years	(2)	(10)
Effect on changes in tax rates	1	1
	<u>-</u>	<u>(8)</u>
<b>Tax on profit on ordinary activities</b>	<u><u>356</u></u>	<u><u>575</u></u>

**BBI ENZYMES (USA) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2013**

**7. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)**

**Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2012: higher than) the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%). The differences are explained below:

	2013 \$000	2012 \$000
Profit on ordinary activities before tax	1,082	1,132
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.25% (2012: 24.5%)	252	277
<b>Effects of:</b>		
Expenses not deductible for tax purposes	-	7
Capital allowances less than depreciation	(1)	(1)
Adjustments in respect of previous years	(11)	140
Double taxation relief	116	160
<b>Current tax charge for the year</b>	<b>356</b>	<b>583</b>

**Factors that may affect future tax charges**

The March 2013 Budget Statement announced changes to the UK Corporation tax rates that were substantively enacted as part of the Finance Bill 2013 on 2 July 2013. These reduced the main rate of corporation tax to 21% from 1 April 2014 and to 20% from 1 April 2015. As the changes have been substantively enacted at the balance sheet date their effects are included in these financial statements. Accordingly, the deferred tax balance has been calculated using a rate of 20%. No further changes to future tax rates were announced in the March 2014 Budget Statement on 19 March 2014.

**8. TANGIBLE FIXED ASSETS**

	Fixtures and fittings \$000	Computer equipment \$000	Total \$000
<b>Cost</b>			
At 1 January 2013	16	15	31
Additions	4	-	4
Disposals	(2)	(3)	(5)
At 31 December 2013	18	12	30
<b>Accumulated Depreciation</b>			
At 1 January 2013	12	15	27
Charge for the year	1	-	1
On disposals	(2)	(3)	(5)
At 31 December 2013	11	12	23
<b>Net book value</b>			
At 31 December 2013	7	-	7
At 31 December 2012	4	-	4

**BBI ENZYMES (USA) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2013**

**9. STOCKS**

	<b>2013</b>	<b>2012</b>
	<b>\$000</b>	<b>\$000</b>
Finished goods and goods for resale	<u>90</u>	<u>145</u>

The difference between purchase price or production cost of stocks and their replacement cost is not material.

**10. DEBTORS**

	<b>2013</b>	<b>2012</b>
	<b>\$000</b>	<b>\$000</b>
<b>Due after more than one year</b>		
Amounts owed by fellow subsidiaries	<u>3,981</u>	<u>2,955</u>

All amounts are owed by fellow subsidiaries of the BBI Holdings Limited Group and are unsecured. There are no formal arrangements in place for the repayment of amounts owed by fellow subsidiaries and interest is not charged on these balances. However, the company has provided confirmation that the amount due will not be called within twelve months from the balance sheet date. Accordingly, the amounts owed by fellow subsidiaries have been classified as debtors due after more than one year.

	<b>2013</b>	<b>2012</b>
	<b>\$000</b>	<b>\$000</b>
<b>Due within one year</b>		
Trade debtors	461	1,054
Amounts owed by group companies	7	-
Other debtors	10	11
Tax recoverable	64	-
Deferred tax asset	8	8
	<u>550</u>	<u>1,073</u>

Amounts owed by group companies relate to amounts owed by fellow subsidiaries of the BBI Holdings Limited group. These amounts are unsecured, interest free and repayable on demand.

**11. CREDITORS:**

**Amounts falling due within one year**

	<b>2013</b>	<b>2012</b>
	<b>\$000</b>	<b>\$000</b>
Corporation tax	-	79
Accruals and deferred income	15	23
	<u>15</u>	<u>102</u>

## BBI ENZYMES (USA) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

#### 12. CREDITORS:

Amounts falling due after more than one year

	2013 \$000	2012 \$000
Amounts owed to fellow subsidiaries	95	25

All amounts are owed to fellow subsidiaries of the BBI Holdings Limited Group and are unsecured. There are no formal arrangements in place for the repayment of amounts owed to fellow subsidiaries and interest is not charged on these balances. However, the fellow subsidiaries of BBI Holdings Limited Group have provided confirmation that the amounts due will not be called within twelve months from the balance sheet date. Accordingly, the amounts owed to fellow subsidiaries have been classified as creditors due after more than one year.

#### 13. CALLED UP SHARE CAPITAL

	2013 \$	2012 \$
Allotted, called up and fully paid 1,000 (2012: 1,000) Ordinary shares of \$1.45 (2012: \$1.45) each	1,450	1,450

#### 14. PROFIT AND LOSS ACCOUNT

	Profit and loss account \$000
At 1 January 2013	4,364
Profit for the financial year	726
At 31 December 2013	5,090

#### 15. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2013 \$000	2012 \$000
Opening shareholders' funds	4,365	3,808
Profit for the financial year	726	557
Closing shareholders' funds	5,091	4,365

#### 16. CONTINGENT LIABILITIES

The company has guaranteed the loan facilities of other group companies. At 31 December 2013, the potential liability was \$Nil (2012: \$2,119,000).

#### 17. PENSION COMMITMENTS

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension charge amounted to \$Nil (2012: \$3,000). There were no outstanding or prepaid contributions at either the beginning or end of the financial year.



## **BBI ENZYMES (USA) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013**

#### **18. RELATED PARTY TRANSACTIONS**

The company is a wholly owned subsidiary of Alere Inc and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related Party Disclosures' not to disclose transactions with Alere Inc or other wholly owned subsidiaries within the group. There are no transactions with Alere Inc or other subsidiaries outside the BBI group.

#### **19. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

The immediate parent company is BBI Solutions OEM Limited, which is incorporated in England and Wales. BBI Solutions OEM Limited is owned and controlled by BBI Holdings Limited which is incorporated in England and Wales. The ultimate parent company is Alere Inc, which is incorporated in the United States of America and is the ultimate controlling party.

BBI Holdings Limited is the smallest company in the group which prepares consolidated financial statements. Copies of the consolidated financial statements can be obtained from the Company Secretary at Haywood House, Dumfries Place, Cardiff CF10 3GA.

Alere Inc is the largest company in the group which prepares consolidated financial statements. Copies of the consolidated financial statements can be obtained from: Alere Inc, 51 Sawyer Road, Suite 200, Waltham, Massachusetts 02453-3448.