

Registered number: 2075749

BRITISH BIOCELL INTERNATIONAL LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2013

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BRITISH BIOCELL INTERNATIONAL LIMITED

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BRITISH BIOCELL INTERNATIONAL LIMITED

COMPANY INFORMATION

DIRECTORS

L D Rees
P Christopher (resigned 20 February 2013)
L Taylor
J McNamara (appointed 9 January 2013)

REGISTERED NUMBER

2075749

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

BRITISH BIOCELL INTERNATIONAL LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

INTRODUCTION

The directors present their Strategic Report of British Biocell International Limited (the "company") for the year ended 31 December 2013.

BUSINESS REVIEW

During the year, as part of an internal group reorganisation within the BBI Holdings group, ownership of the company transferred to BBI Solutions OEM Limited, a wholly owned subsidiary of BBI Holdings Limited.

On 1 November 2013, the trade, assets and liabilities of the company were hived up into BBI Solutions OEM Limited, for consideration equal to the net book value of the net assets transferred resulting in no profit or loss on the transfer.

Following the transfer of trade and net assets, a dividend was declared to clear the reserves of the company. The company has remained dormant since then and management currently have no intentions to recommence any activity.

PRINCIPAL RISKS AND UNCERTAINTIES

Given that the company is now dormant the directors do not consider there to be any principal risks or uncertainties facing the company.

FINANCIAL KEY PERFORMANCE INDICATORS

Following the company becoming dormant in the year, the directors do not consider it to be appropriate or relevant to provide an analysis of Key Performance Indicators. The performance of the business, therefore, will be considered as part of the review in the transferee company.

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

**L D Rees
Director**



BRITISH BIOCELL INTERNATIONAL LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

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

PRINCIPAL ACTIVITIES

The company's principal activities were:

- The manufacture and supply of gold colloid, conjugates and reagents for use in diagnostic tests.
- The provision of contract research and development.
- Contract manufacture and supply of diagnostic point of care tests.

The company's customer base was diverse, covering the world's leading diagnostic businesses and some less established businesses that leveraged the company's expertise in diagnostic test development and manufacture. The company also supplied a wide range of research customers.

On 1 November 2013, the trade, assets and liabilities of the company were hived up into BBI Solutions OEM Limited, for consideration equal to the net book value of the net assets transferred resulting in no profit or loss on the transfer.

Following the transfer of trade and net assets, a dividend was declared to clear the reserves of the company. The company has remained dormant since then and management currently have no intentions to recommence any activity.

DIVIDENDS

During the year dividends of £3,951k and £6,723k, equivalent to £39k and £67k (2012: £Nil) per £1 ordinary share respectively, were paid which reduced the reserves of the company to £Nil.

FUTURE DEVELOPMENTS

As the company has transferred its trade, assets and liabilities to BBI Solutions OEM Limited a review of future developments is not considered to be necessary.

FINANCIAL RISK MANAGEMENT

As the company is now dormant the directors do not consider there to be any financial risks facing the company.

DIRECTORS

The directors of the company who served during the year and up to the date of signing the financial statements, unless otherwise stated, were:

L D Rees
P Christopher (resigned 20 February 2013)
L Taylor
J McNamara (appointed 9 January 2013)

BRITISH BIOCELL INTERNATIONAL LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

RESEARCH AND DEVELOPMENT

Up until the transfer of the trade, assets and liabilities of the company to BBI Solutions OEM Limited the company continued to invest in research and development of platforms, applications and products that would maintain its competitive advantage within the diagnostic market. Investment in research and development was integral to the ongoing success of the business and ensured that our contract research and development customers retained the best service and access to the next generation of quality products. Research and development costs of £583k were incurred during the year (2012: £110k).

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Strategic Report, 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

DISCLOSURE OF INFORMATION TO AUDITORS

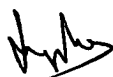
Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- 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.

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



L D Rees
Director

BRITISH BIOCELL INTERNATIONAL LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRITISH BIOCELL INTERNATIONAL 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 British Biocell International 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 Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

BRITISH BIOCELL INTERNATIONAL LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRITISH BIOCELL INTERNATIONAL 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.

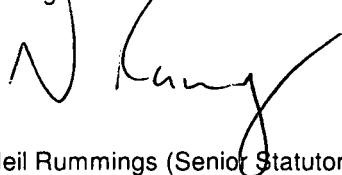
Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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

BRITISH BIOCELL INTERNATIONAL LIMITED**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2013**

	Note	2013 £000	2012 £000
TURNOVER	1,2	7,468	8,289
Cost of sales		(3,266)	(4,083)
		<hr/>	<hr/>
GROSS PROFIT		4,202	4,206
Administrative expenses		(1,263)	(1,448)
		<hr/>	<hr/>
OPERATING PROFIT	3	2,939	2,758
Interest receivable and similar income		-	16
Interest payable and similar charges	7	(48)	-
		<hr/>	<hr/>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		2,891	2,774
Tax on profit on ordinary activities	8	-	(682)
		<hr/>	<hr/>
PROFIT FOR THE FINANCIAL YEAR	18	2,891	2,092
		<hr/> <hr/>	<hr/> <hr/>

All amounts relate to discontinuing 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 and therefore no separate Statement of Total Recognised Gains and Losses has been presented.

The notes on pages 9 to 19 form part of these financial statements.

BRITISH BIOCELL INTERNATIONAL LIMITED
REGISTERED NUMBER: 2075749

BALANCE SHEET
AS AT 31 DECEMBER 2013

	Note	£000	2013 £000	£000	2012 £000
FIXED ASSETS					
Intangible assets	9		-		1,017
Tangible assets	10		-		1,190
Investments	11		-		1,006
			<u>-</u>		<u>3,213</u>
CURRENT ASSETS					
Stocks	12	-		538	
Debtors: amounts falling due after more than one year	13	-		3,437	
Debtors: amounts falling due within one year	13	-		3,014	
Cash at bank and in hand		-		243	
			<u>-</u>	<u>7,232</u>	
CREDITORS: amounts falling due within one year	14	-		(689)	
NET CURRENT ASSETS			<u>-</u>	<u>6,543</u>	
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>-</u>	<u>9,756</u>	
CREDITORS: amounts falling due after more than one year	15		<u>-</u>	<u>(1,973)</u>	
NET ASSETS			<u>-</u>	<u>7,783</u>	
CAPITAL AND RESERVES					
Called up share capital	17		-		-
Profit and loss account	18		-		7,783
TOTAL SHAREHOLDERS' FUNDS	19		<u>-</u>	<u>7,783</u>	

The financial statements on pages 7 to 19 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 9 to 19 form part of these financial statements.

BRITISH BIOCELL INTERNATIONAL 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.

1.2 Consolidation

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 consolidated financial statements under the terms of section 400 of the Companies Act 2006.

1.3 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 (revised 1996).

1.4 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.

1.5 Turnover

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

Revenue is recognised on despatch of the related goods. Revenue in respect of research and development contracts is recognised as it is earned under the terms of the contract.

1.6 Grants

Grants of a revenue nature are credited to the Profit and Loss Account in line with the related expenditure.

1.7 Intangible fixed assets and amortisation

Patents

Patents are included at cost and amortised in equal instalments over a period of 20 years which is its estimated useful economic life. Impairment tests on the carrying value of patents are undertaken if events or changes in circumstances indicate that the carrying value may not be recoverable.

BRITISH BIOCELL INTERNATIONAL LIMITED

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

1. ACCOUNTING POLICIES (continued)

1.8 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 the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is not charged on freehold land. Depreciation on other tangible fixed assets is provided at rates calculated to write off the cost of those assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold property	-	2% straight line
Leasehold improvements	-	20% - 33% straight line
Plant and machinery	-	20% - 33% straight line
Fixtures and fittings	-	20% - 33% straight line

1.9 Leased assets

Operating leases and their annual rentals are charged to the Profit and Loss Account on a straight-line basis over the term of the lease.

1.10 Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis and includes transport and handling costs. In the case of manufactured products, cost includes all direct expenditure and production overheads based on normal levels of activities. Net realisable value is based on estimated selling price in the ordinary course of business, less applicable variable selling expenses. Where necessary a provision is made for obsolete or slow moving stock.

1.11 Current and deferred taxation

The tax expense comprises current and deferred tax. The current tax charge is calculated on the basis of 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.

BRITISH BIOCELL INTERNATIONAL LIMITED

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

1. ACCOUNTING POLICIES (continued)

1.12 Foreign currencies

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

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

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

1.13 Research and development

Research and development expenditure is charged to the Profit and Loss Account in the year in which it is incurred.

1.14 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.

1.15 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

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	2012
	£000	£000
United Kingdom	394	559
Rest of European Union	3,791	3,545
Rest of World	926	882
North America	2,357	3,303
	<hr/> 7,468 <hr/>	<hr/> 8,289 <hr/>

BRITISH BIOCELL INTERNATIONAL LIMITED

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

3. OPERATING PROFIT

The operating profit is stated after charging:

	2013 £000	2012 £000
Amortisation - intangible fixed assets	65	75
Depreciation of tangible fixed assets:		
- owned by the company	118	165
Operating lease rentals:		
- plant and machinery	10	12
- other operating leases	145	161
Foreign exchange	62	88
Research and development expenditure	583	110
	<u>583</u>	<u>110</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	3	14
	<u>3</u>	<u>14</u>

5. STAFF COSTS

Staff costs, including directors' remuneration, were as follows:

	2013 £000	2012 £000
Wages and salaries	1,940	2,311
Social security costs	166	214
Other pension costs	72	56
	<u>2,178</u>	<u>2,581</u>

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

	2013 Number	2012 Number
Directors	1	1
Sales and distribution	11	11
Development and manufacture	80	82
Administration	10	9
	<u>102</u>	<u>103</u>

On 1 April 2013, all staff contracts were transferred to a fellow subsidiary, BBI Resources Limited, and costs associated with relevant staff have been recharged to the company since that date.

The information disclosed above represents the full cost and the average number of employees up to the date of cessation of trade that were directly engaged on the company's business regardless of where the contract of employment was located.

BRITISH BIOCELL INTERNATIONAL LIMITED

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

6. DIRECTORS' REMUNERATION

	2013	2012
	£000	£000
Aggregate emoluments	<u>12</u>	<u>71</u>
Company pension contributions to defined contribution pension schemes	<u>1</u>	<u>3</u>

During the year retirement benefits were accruing to 1 director (2012: 1) in respect of defined contribution pension schemes.

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 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. INTEREST PAYABLE AND SIMILAR CHARGES

	2013	2012
	£000	£000
On loans from group undertakings	<u>48</u>	<u>-</u>

8. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2013	2012
	£000	£000
Analysis of tax charge in the year		
Current tax		
UK corporation tax charge on profit for the year	-	667
Adjustments in respect of prior years	-	(1)
Total current tax	<u>-</u>	<u>666</u>
Deferred tax		
Origination and reversal of timing differences	-	(23)
Adjustment in respect of prior years	-	39
Total deferred tax (see note 16)	<u>-</u>	<u>16</u>
Tax on profit on ordinary activities	<u>-</u>	<u>682</u>

BRITISH BIOCELL INTERNATIONAL LIMITED

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

8. TAX ON PROFIT ON ORDINARY ACTIVITIES (continued)

Factors affecting tax charge for the year

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

	2013	2012
	£000	£000
Profit on ordinary activities before tax	<u>2,891</u>	<u>2,774</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.25% (2012: 24.5%)	672	680
Effects of:		
Expenses not deductible for tax purposes	67	4
(Capital allowances)/depreciation for year in excess of (depreciation)/capital allowances	(12)	16
Adjustments in respect of prior years	26	(1)
Short term timing difference leading to a decrease in taxation	(9)	-
Other timing differences leading to an increase in taxation	-	7
Income not taxable for tax purposes	(53)	-
Research and development credits	-	(40)
Assumed by transferee company on transfer of trade and assets	(691)	-
Current tax charge for the year	<u>-</u>	<u>666</u>

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.

As per the Strategic Report, the trade and assets of British Biocell International Limited were transferred to BBI Solutions OEM Limited during the accounting period. As part of this, the tax charge and liability for the year ending 31 December 2013 has been borne by BBI Solutions OEM Limited.

BRITISH BIOCELL INTERNATIONAL LIMITED

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

9. INTANGIBLE FIXED ASSETS

	Patents £000
Cost	
At 1 January 2013	1,456
Additions	86
Transferred to group company	(1,542)
	<hr/>
At 31 December 2013	-
	<hr/>
Accumulated amortisation	
At 1 January 2013	439
Charge for the year	65
Transferred to group company	(504)
	<hr/>
At 31 December 2013	-
	<hr/>
Net book value	
At 31 December 2013	-
	<hr/> <hr/>
At 31 December 2012	1,017
	<hr/> <hr/>

10. TANGIBLE FIXED ASSETS

	Freehold property £000	Leasehold improvements £000	Plant and machinery £000	Fixtures and fittings £000	Total £000
Cost					
At 1 January 2013	1,150	152	1,235	445	2,982
Additions	1	-	280	40	321
Transferred to group company	(1,151)	(152)	(1,515)	(485)	(3,303)
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2013	-	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Accumulated depreciation					
At 1 January 2013	300	152	1,039	301	1,792
Charge for the year	13	-	66	39	118
Transferred to group company	(313)	(152)	(1,105)	(340)	(1,910)
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2013	-	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Net book value					
At 31 December 2013	-	-	-	-	-
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>
At 31 December 2012	850	-	196	144	1,190
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

Included in freehold property above is freehold land of £Nil (2012: £263k) which is not depreciated.

BRITISH BIOCELL INTERNATIONAL LIMITED

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

11. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £000	Investment in joint ventures £000	Total £000
Cost			
At 1 January 2013	974	32	1,006
Transferred to group company	(974)	(32)	(1,006)
	<hr/>	<hr/>	<hr/>
At 31 December 2013	-	-	-
	<hr/>	<hr/>	<hr/>
Net book value			
At 31 December 2013	-	-	-
	<hr/>	<hr/>	<hr/>
At 31 December 2012	974	32	1,006
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

12. STOCKS

	2013 £000	2012 £000
Raw materials	-	380
Work in progress	-	69
Finished goods and goods for resale	-	89
	<hr/>	<hr/>
	-	538
	<hr/> <hr/>	<hr/> <hr/>

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

13. DEBTORS

	2013 £000	2012 £000
Due after more than one year		
Amounts owed by fellow subsidiaries	-	3,437
	<hr/>	<hr/>
	<hr/>	<hr/>
Due within one year		
Trade debtors	-	1,709
Amounts owed by group companies	-	113
Other debtors	-	1,143
Prepayments and accrued income	-	48
Deferred tax asset (see note 16)	-	1
	<hr/>	<hr/>
	-	3,014
	<hr/> <hr/>	<hr/> <hr/>

BRITISH BIOCELL INTERNATIONAL LIMITED

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

14. CREDITORS:

Amounts falling due within one year

	2013	2012
	£000	£000
Trade creditors	-	139
Amounts owed to group companies	-	3
Taxation and social security	-	94
Other creditors	-	3
Accruals and deferred income	-	450
	<u>-</u>	<u>689</u>
	<u>-</u>	<u>689</u>

15. CREDITORS:

Amounts falling due after more than one year

	2013	2012
	£000	£000
Amounts owed to fellow subsidiaries	-	1,973
	<u>-</u>	<u>1,973</u>
	<u>-</u>	<u>1,973</u>

16. DEFERRED TAXATION

	2013	2012
	£000	£000
At beginning of year	1	17
(Charged)/credited to the Profit and Loss Account	-	23
Adjustment in respect of previous years	-	(39)
Transferred to group company	(1)	-
	<u>-</u>	<u>1</u>
At end of year	<u>-</u>	<u>1</u>
	<u>-</u>	<u>1</u>

The deferred taxation balance is made up as follows:

	2013	2012
	£000	£000
Accelerated capital allowances	-	(8)
Short term timing differences - trading	-	9
	<u>-</u>	<u>1</u>
	<u>-</u>	<u>1</u>

17. CALLED UP SHARE CAPITAL

	2013	2012
	£	£
Allotted, called up and fully paid		
100 (2012: 100) Ordinary shares of £1 (2012: £1) each	<u>100</u>	<u>100</u>
	<u>100</u>	<u>100</u>

BRITISH BIOCELL INTERNATIONAL LIMITED

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

18. RESERVES

	Profit and loss account £000
At 1 January 2013	7,783
Profit for the financial year	2,891
Dividends (Note 20)	(10,674)
	<hr/>
At 31 December 2013	-
	<hr/> <hr/>

19. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2013 £000	2012 £000
Opening shareholders' funds	7,783	5,691
Profit for the financial year	2,891	2,092
Dividends (Note 20)	(10,674)	-
	<hr/>	<hr/>
Closing shareholders' funds	-	7,783
	<hr/> <hr/>	<hr/> <hr/>

20. DIVIDENDS

	2013 £000	2012 £000
Ordinary		
Interim dividend of £39k (2012: £Nil) per £1 ordinary share	3,951	-
Interim dividend of £67k (2012: £Nil) per £1 ordinary share	6,723	-
	<hr/>	<hr/>
	10,674	-
	<hr/> <hr/>	<hr/> <hr/>

21. CONTINGENT LIABILITIES

In the prior year the company guaranteed the loan facilities of other group companies. At 31 December 2013, the potential liability was £Nil (2012: £1,304k).

The company has a guarantee of £20,000 (2012: £20,000) in favour of HM Revenue & Customs for duty deferment bonds.

22. 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 £72k (2012: £56k). There were no outstanding or prepaid contributions at either the beginning or end of the financial year.

BRITISH BIOCELL INTERNATIONAL LIMITED

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

23. OPERATING LEASE COMMITMENTS

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

	2013 £000	Other 2012 £000
Expiry date:		
Within 1 year	-	9
After more than 5 years	-	150
Total	<u>-</u>	<u>159</u>

24. 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.

25. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a wholly owned subsidiary of BBI Solutions OEM Limited, which is incorporated in England and Wales. BBI Solutions OEM Limited is ultimately owned and controlled by Alere Inc, a company incorporated in the United States of America and who the directors regard as 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.