# Strategic Report, Report of the Directors and Financial Statements for the Year Ended 31 March 2019

<u>for</u>

Glenmark Pharmaceuticals Europe Limited

Report of the Independent Auditors to the Members of Glenmark Pharmaceuticals Europe Limited (Registered number: 05040260)

#### Opinion

We have audited the financial statements of Glenmark Pharmaceuticals Europe Limited (the 'company') for the year ended 31 March 2019 which comprise the Profit and Loss Account, Statement of 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 2019 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.

# Opinion 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 Glenmark Pharmaceuticals Europe Limited (Registered number: 05040260)

# 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 & on behalf of PBG Associates Ltd

Chartered Accountants and Statutory Auditors

65 Delamere Road

Hayes, Middx

UB4 0NN

Date: 24 MAY 2019

# Profit and Loss Account for the Year Ended 31 March 2019

	Notes	31.3.19 £	31.3.18 £
TURNOVER	2	53,343,182	54,365,165
Cost of sales		33,593,766	34,633,708
GROSS PROFIT		19,749,416	19,731,457
Administrative expenses		18,773,886	17,290,763
		975,530	2,440,694
Other operating income	3	65,931	78,576
OPERATING PROFIT	5	1,041,461	2,519,270
Interest payable and similar expenses	6	(951,610)	(496,298)
PROFIT BEFORE TAXATION		89,851	2,022,972
Tax on profit	7	31,574	402,057
PROFIT FOR THE FINANCIAL YEA	R	58,277	1,620,915

# Statement of Comprehensive Income for the Year Ended 31 March 2019

Notes	31.3.19 £	31.3.18 £
PROFIT FOR THE YEAR	58,277	1,620,915
OTHER COMPREHENSIVE INCOME		
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	58,277	1,620,915

# Balance Sheet 31 March 2019

		31.3	.19	31.3	3.18
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	8		6,593074		6,330,061
Tangible assets	9		299,889		258,980
Investment	10		555,415		555,415
			7,448,378		7,144,456
CURRENT ASSETS					
Stocks	11	10,389,146		8,774,083	
Debtors	12	28,835,398		11,376,586	
Cash at bank		14,316,457		23,402,702	
		50 541 001	,		
CDEDITORS AMOUNTS FALLING		53,541,001		43,553,371	
CREDITORS: AMOUNTS FALLING	10	47,000,425		27.765.160	
DUE WITHIN ONE YEAR	13	47,998,435		37,765,160	
NET CURRENT ASSETS			5,542,566		5,788,211
NET CORRENT ASSETS			3,342,300		3,700,211
TOTAL ASSETS LESS CURRENT					
LIABILITIES			12,990,944		12,932,667
LIABILITIES			12,990,944		12,932,007
CAPITAL AND RESERVES					
Called up share capital	15	6,285,121		6,285,121	
Retained earnings	16	6,705,823		6,647,546	
Retained carnings	10			0,047,340	
SHAREHOLDERS' FUNDS			12,990,944		12,932,667
SHAREHOLDERS TONDS			12,770,744		12,732,007
			12,990,944		12,932,667
			12,770,714		
The financial statements were approved b	v the Boar	d of Directors on	24 MAY	2019 an	d were signed on
its behalf by:	y inc Doar	a of Directors on	***************************************	all	id were signed on

Oliver Henry Bourne - Director

its behalf by:

# Statement of Changes in Equity for the Year Ended 31 March 2019

	Called up share capital £	Retained earnings	Total equity £
Balance at 1 April 2017	6,285,121	5,026,631	11,311,752
Changes in equity Total comprehensive income  Balance at 31 March 2018	6,285,121	1,620,915 6,647,546	1,620,915 12,932,667
Changes in equity Total comprehensive income		58,277	58,277
Balance at 31 March 2019	6,285,121	6,705,823	12,990,944

Notes to the Financial Statements for the Year Ended 31 March 2019

#### 1. ACCOUNTING POLICIES

Basis of preparation

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards including financial Reporting Standards including Financial Reporting Standard 102- The Financial Reporting Standards Applicable in the UK and Republic of Ireland (FRS 102) and the Companies Act 2006. The financial statements have been prepared on a going concern basis under the historical cost convention, modified to include certain items at fair value. The financial statements are presented in sterling which is the functional currency of the company.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been constantly applied to all years presented unless otherwise stated.

Cash flow statement exemption

The company, being a subsidiary undertaking of the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statements in accordance with FRS 102.

Related party exemption

The company is wholly owned subsidiary of Glenmark Pharmaceuticals Limited, the consolidated accounts of which are publicly available. Accordingly, the company has taken advantage of the exemption in section 33 of FRS 102 from disclosing transactions with Glenmark Pharmaceuticals limited and its wholly owned subsidiaries.

#### Turnover

Turnover represent the value of goods sold and work carried out in respect of services provided to customers. Turnover is stated net of value added tax and it includes shipping and handling costs, which generally are included in the list price to the customer.

Revenue from sale of goods is recognised when title to the product, ownership and risk have been transferred to the customer, which can be on the date of shipment or the date of receipt by the customer.

Turnover is recorded net of trade promotion and discount, which is recognised as incurred, generally at the time of sale. Accruals for expected promotion and discount pay outs to customer are included as accruals in the Balance Sheet.

Revenue from services is recognised on completion of such services. In case of re Out- license services, revenue is recognised on a milestone basis.

Tangible fixed assets

Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life as follows:

Plant and machinery

25% straight line

Plant and machinery include Computer Equipment, Furniture & fittings and Office Equipment.

### Investments

Long-term investments are stated at cost. Provision, where necessary, is made to recognise a permanent diminution in the value of the investments.

Stocks - inventories (finished goods)

Inventories are valued at the lower of weighted average cost and net realizable value.

#### **Deferred taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Potential taxation arising from the revaluation of fixed assets is not provided for until there is a firm commitment to sell the asset.

Notes to the Financial Statements - continued for the Year Ended 31 March 2019

#### 1. ACCOUNTING POLICIES - continued

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts, which are those where substantially all the risks and rewards of ownership of the assets have passed to the company, are capitalized in the balance sheet and depreciated over their useful lives. The corresponding lease or hire purchase obligation is treated in the balance sheet as a liability.

The Interest element of the rental obligation is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

Rental paid under operating leases are charged to income on a straight line basis over the lease term.

#### Pensions

The company makes contributions to the personal pension schemes of the employees. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

#### Intangible fixed assets

### Product development expenditure

Product development expenditure relating to the new and improved products and/or process development is recognised as an intangible asset to the extent that such asset will generate future economic benefits.

Product development expenditure is reviewed annually for impairment or whenever events or changes in circumstances indicate that the carrying value may ot be recoverable.

Product development costs are amortised over the useful life, not exceeding 10 years, once the product to which the expenditure relate is commercialized.

Assets under Construction reflect development costs for the products which are not launched at the year end and therefore these assets have not been amortised.

#### Software fees

Software fees is amortised over a period of 5 years.

#### 2. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company. An analysis of turnover by class of business is given below:

of turnover by blade of business is given below.	2019	2018
	£	£
Sales	53,296,250	54,296,475
Fees	46,932	68,690
	53,343,182	54,365,165
An analysis of turnover by geographical market is given below		
UK	31,616,993	31,714,018
Europe	21,726,189	22,651,147
	53,343,182	54,365,165

All the company's activities are from continued operation during the current year and previous year.

# Notes to the Financial Statements - continued for the Year Ended 31 March 2019

3.	OTHER OPERATING INCOME		
		31.3.19 £	31.3.18 £
	Misc. Receipts	14,201	33,259
	Interest Income	51,730	45,317
		65,931	78,576
4.	EMPLOYEES AND DIRECTORS		
		31.3.19	31.3.18
		£	£
	Wages and salaries Social security costs	70,03,621 8,76,723	75,20,414 9,54,885
	Other pension costs	5,12,949	3,66,485
	Cinci politica ecolo	83,93,293	88,41,784
	The average monthly number of employees during the year was as follows:		
	1 , 5	31.3.19	31.3.18
		£	£
	Management and administrative	69 17	69 <u>14</u>
	sales	86	83
5.	OPERATING PROFIT		
	The profit/loss before tax is stated after charging:	31.3.19	31.3.18
		£	£
	Other operating leases	334,070	161,400 115,629
	Depreciation-owned assets Development costs amortisation	144,372 764,780	882,868
	Auditors remuneration	22,770	18,665
	Foreign exchange differences loss/ (Gain)	181,390	(39,542)
		31.3.19	31.3.18
		£	£
	Directors' remuneration	952,907	904,964
	Directors' pension contribution to money purchase schemes	28,376 981,283	24,525 929,489
	The number of directors to whom the retirement benefits were accruing:	701,203	<u> 222,402</u>
	Money purchase schemes	2	2
	Information regarding the highest paid director is as follows:		
	momanon regularing the ingener plant as a second se	31.3.19	31.3.18
		£ 660,927	£ 644,852
	Emoluments etc. Pension contribution to money purchase schemes	16,665	14,504
	Tension contribution to money parentage sensities	677,592	659,356
6.	INTEREST PAYABLE AND SIMILAR EXPENSES		
٥.		31.3.19	31.3.18
	Finance cost	£ 951,610	£ 496,298
	A MIGHT COOK		

# Notes to the Financial Statements - continued for the Year Ended 31 March 2019

### 7. TAXATION

8.

Analysis of the tax charge The tax charge on the profit for the year was as follow	vs:	31.3.19 £	31.3.18 £
Current tax:		21 574	402.057
UK corporation tax Excess provision of prior years		31,574	402,057
Total current tax		31,574	402,057
Deferred taxation Tax on profit		<del></del>	402,057
Tax on profit			
Factors affecting the tax charges			
		31.3.19	31.3.18
Dec C4 les Cons 4-11		£ 89,851	£ 2,022,972
Profit before tax		89,831	2,022,912
Profit on ordinary activities multiplied by the standard rate of corporate tax in UK	G of 19% (2018-19%)	17,072	384,364
Effects of: Capital allowances in excess of			
Depreciation		(12,200)	(17,052) 48,151
Group relief for previous years Disallowed expenditure		13,296	46,131
Group Relief		13,406	(13,406)
Current tax charge		31,574	402,057
INTANGIBLE FIXED ASSETS	Communitary Coffeens	Davidonment	Total
	Computer Software	Development costs	Total
•	£	£	£
COST	70,717	12,964,070	13,034,787
At 1 April 2018 Additions	625,441	402,352	1,027,793
At 31 March 2019	696,158	13,366,422	14,062,580
AMORTISATION			
At 1 April 2018	2,931	6,701,795	6,704,726
Amortisation for year	40,084	<u>724,696</u>	764,780
At 31 March 2019	43,015	7,426,491	7,469,506
NET BOOK VALUE* At 31 March 2019	<u>653,143</u>	59,39,931	65,93,074
At 31 March 2018	<u>67,786</u>	<u>6,262,275</u>	6,330,061

<sup>\*</sup>Includes advances of GBP 2,753,641 against IPs for which usability is under testing and approval.

# Notes to the Financial Statements - continued for the Year Ended 31 March 2019

9.	TANGIBL	E FIXED	ASSETS
	****		

9.	TANGIBLE FIXED ASSETS		Service 1		
		Plant and machinery £	Fixtures and fittings £	Computer equipment £	Totals £
	COST At 1 April 2018 Additions Disposals	47,716 97,879	533,366 49,611	417,961 37,929 (432)	999,043 185,419 (432)
	At 31 March 2019	145,595	582,977	455,458	1,184,030
	<b>DEPRECIATION</b> At 1 April 2018 Charge for year Eliminated on disposal	33,754 29,746	464,869 40,186	241,440 74,326 (180)	740,063 144,258 (180)
	At 31 March 2019	63,500	505,055	315,586	884,141
	NET BOOK VALUE At 31 March 2019	82,095	<u>77,922</u>	139,872	299,889
	At 31 March 2018	13,962	68,497	176,521	258,980
10.	INVESTMENT				Total £
	Investments in shares of Glenmark Generics S	SA, Argentina (100	% owned subsi	diary)	
	COST At 1 April 2018 and 31 March 2019				555,415
	NET BOOK VALUE At 31 March 2019				555,415
	At 31 March 2018				555,415
11.	STOCKS			31.3.19	31.3.18
	Finished goods			£ 10,389,146	£ 8,774,083
12.	DEBTORS: AMOUNTS FALLING DUE	WITHIN ONE YE	EAR	31.3.19	31.3.18
	Trade debtors Amounts owed by group undertakings Other debtors			£ 5,014,778 23,555,180 - 265,440	£ 4,178,208 6,948,260 94,604 155,514
	Prepayments			28,835,398	11,376,586
					11,570,500

### Notes to the Financial Statements - continued for the Year Ended 31 March 2019

13	CDEDITORS.	AMOUNTS F	ALLING DHE	WITHIN ONE YEAR
17.	CREDITORS:	AIVILLIAID	ALILIEUT DUE	

	31.3.19	31.3.18
	£	£
Trade creditors	467	114,602
Amounts owed to group undertakings	39,782,054	30,635,591
Social security and other taxes	976,000	1,775,072
Other creditors	1,497,731	629,046
Accrued expenses	5,742,183	4,610,849
2		
	47,998,435	37,765,160

#### 14. LEASING AGREEMENTS

The following operating lease payments are committed to be paid within one year

-					
		Land and	Buildings	Other operation	ng leases
		2019	2018	2019	2018
		£	£	£	£
Expiring:					
within one yea	ar	382,108	-	47,272	58,261
between one a		2,620,168	2,347,234	61,666	33,793
in more than f		2,565,581	3,220,623	_	-
in more than i	ive years	55,567,857	5,567,857	108,938	92,055
CALLED UP	SHARE CAPITAL				
Allotted issue	ed and fully paid:				
Number:	Class:		Nominal	31.3.19	31.3.18
rumoer.	Class.		value:	£	£
6,285,121	Ordinary Shares		£1	6,285,121	6,285,121
0,203,121	Ordinary Briares		~ 1		
DECEDIVEC					
RESERVES					Retained
					earnings
					£
					L

15.

16.

	£
At 1 April 2018 Profit for the year	6,647,546 58,277
At 31 March 2019	6,705,823

#### **ULTIMATE PARENT COMPANY** 17.

Glenmark Pharmaceuticals Limited (incorporated in India) is regarded by the directors as being the company's ultimate parent company.

Glenmark Pharmaceuticals Limited (incorporated in India) is regarded by the directors as being the company's ultimate parent company.

The company is a subsidiary of Glenmark Pharmaceuticals Limited, a company incorporated in India, listed on Bombay Stock Exchange and National Stock Exchange of India.

#### ULTIMATE CONTROLLING PARTY 18.

The ultimate parent company is quoted on the Bombay Stock Exchange and National Stock Exchange and there is no ultimate controlling party.

Notes to the Financial Statements - continued for the Year Ended 31 March 2019

# 19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.3.19	31.3.18
	£	£
Profit for the financial year	58,277	1,620,915
Net addition to shareholders' funds	-	-
Opening shareholders' fund	12,932,667	11,311,752
Closing shareholders' fund	12,990,944	12,932,667

### 20. PREVIOUS YEAR FIGURES

The previous year figures has been regrouped/ reclassified, whenever necessary, to confirm to the current year presentation.

# <u>Trading and Profit and Loss Account</u> <u>for the Year Ended 31 March 2019</u>

	31.3	.19	31.3.	18
	£	£	£	£
Sales		53,343,182		54,365,165
Cost of sales				
Opening stock	8,774,083		9,225,752	
Purchases	31,785,740		31,248,362	
Other direct costs	3,423,089		2,933,677	
	43,982,912		43,407,791	
Closing stock	(10,389,146)		(8,774,083)	
_		33,593,766		34,633,708
GROSS PROFIT		19,749,416		19,731,457
Other income				
Misc. Receipts	14,201		33,259	
Interest Income	51,730		45,317	
		65,931		78,576
		10.015.247		10 010 022
		19,815,347		19,810,033
Expenditure				
Salaries	6,050,714		6,615,450	
Rent	334,070		161,400	
Insurance	38,367		45,158	
Light and heat	33,722		27,085	
Rates	79,660		80,407	
Amortisation of intangible fixed assets	764,780		882,868	
Depreciation of tangible fixed assets	144,258		115,629	
Directors' salaries	952,907		904,964	
Directors' pensions Contributions	28,376		24,525	
Social security Pensions	876,723 484,573		954,885 341,960	
Telephone	103,854		142,333	
Post and stationery	18,231		23,992	
Advertising	1,939		-	
Travelling	860,852		818,781	
Office expenses	48,797		46,688	
Repairs and maintenance	32,882		39,325	
Regulatory costs	1,680,093		1,223,788	
Recruitment expenses	171,716		265,671	
Courier services	15,392		16,110	
Sundry expenses	138,535		6,634	
Loss/(Gain) on sale on FA	(280)		49,223	
Bank Charges	8,834		7,133	
Car lease	74,804		107,503	
Exchange (gains)/ loss Subscriptions	181,390 262,161		(39,542) 123,473	
Sales promotion	3,521,927		2,319,084	
Consultancy fees	311,750		873,407	
Other Legal and professional	661,179		564,331	
Auditors' remuneration	22,770		18,665	
	,		,500	
		<del>)</del>		
Carried forward	17,904,976	19,815,347	17,290,763	19,810,033

# <u>Trading and Profit and Loss Account</u> <u>for the Year Ended 31 March 2019</u>

	31.3.19		31.3.18	
	£	£	£	£
Brought forward	17,904,976	19,815,347	17,290,763	19,810,033
Recharges from Group Companies	868,910		529,833	
			•	
		18,773,886		17,290,763
		1,041,461		2,519,270
T				
Finance costs		051 (10		106 200
Finance cost		951,610		496,298
NET PROFIT		89,851		2,022,972
METIMOPII		09,031		2,022,912