Pinewood Laboratories Limited
Directors' report and financial statements
For the Financial year Ended 31 March 2020

Company Information

DIRECTORS

Ajay Sahni

Ravindra Kamalakar Limaye

COMPANY SECRETARY

Criostoir McGrath

REGISTERED NUMBER

56296

REGISTERED OFFICE

Ballymacarbry Clonmel Co. Tipperary

INDEPENDENT AUDITORS

BDO

Statutory Audit Firm Beaux Lane House Mercer Street Lower

Dublin 2

BANKERS

Allied Irish Bank O'Connell Street

Clonmel Co Tipperary

SOLICITORS

Eversheds Solicitors One Earlsfort Centre Earlsfort Terrace

Dublin 2

Beauchamps Solicitors

Riverside Two

Sir John Rogerson's Quay

Dublin 2

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Detailed profit and loss account and summaries	

Directors' report For the Financial year Ended 31 March 2020

The directors present their director's report and the audited financial statements for the financial year ended 31 March 2020.

PRINCIPAL ACTIVITIES

The principal activities of the company include the manufacture and distribution of pharmaceutical products.

BUSINESS REVIEW

Despite fierce competition and adverse exchange rate fluctuation, the Company remains strongly focused on delivering sustainable growth for the future.

During the year, numerous efficiency improvement measures have been undertaken that will increase profitability in the years to come. An important capital expenditure investment program, including a new production line, will enable the organization to optimize its production costs.

RESULTS AND DIVIDENDS

The profit for the financial year, after taxation, amounted to €6,182,802 (2019 - €7,608,373).

Dividends of €32,850,000 (2019: €NIL) were paid during the year, therefore an amount of €6,182,802 (2019: €7,608,373) is credited towards reserves.

DIRECTORS SECRETARY AND THEIR INTERESTS

The directors who served during the financial year were:

Ajay Sahni

Ravindra Kamalakar Limaye

The directors and secretary had no direct interests in the share capital of the company at the beginning and end of the year.

There were no changes in shareholdings between 31 March 2020 and the date of approval of the financial statements

STATEMENT ON RELEVANT AUDIT INFORMATION

In accordance with section 330 of Companies Act 2014, each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any
 relevant audit information and to establish that the Company's auditors are aware of that information.

Directors' report (continued) For the Financial year Ended 31 March 2020

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties facing the business include the pressure on margins by major customers working together with other commercial risks such as currency risk and credit risk. The directors take appropriate measures to minimise the company's exposure to all known risks by anticipating the impact of these risks as well as constant price negotiation with suppliers of product materials.

The key performance indicators focused on by management are revenue growth, gross profit improvement, cost containment, EBITDA, profit before taxation and working capital management.

The effect of the global response to the COVID 19 global pandemic represents a risk to the company. The directors have taken appropriate steps to mitigate the impact of COVID 19 and will continue to monitor the impact of the pandemic on the company as the situation continues to develop.

ACCOUNTING RECORDS

The measures taken by the directors to ensure compliance with the requirements of Sections 281 to 285 of the Companies Act 2014 with regard to the keeping of accounting records, are the employment of appropriately qualified accounting personnel and the maintenance of computerised accounting systems. The company's accounting records are maintained at the company's registered office at Ballymacarbry, Clonmel, Co. Tipperary.

FUTURE DEVELOPMENTS

The company will be launching new products on both the domestic and export markets, as well as extending their existing product range to sustain growth in a highly competitive environment.

New launches will require additional production capacity and enhance efficiency on newly acquired line.

RESEARCH AND DEVELOPMENT ACTIVITIES

The Company carries out a number of R&D projects that if successful, will be brought to market and improve the welfare and wellbeing of patients in a wide range of therapeutic areas.

Alternative or improved materials, devices or processes are being researched and evaluated.

POST BALANCE SHEET EVENTS

The overall impact on the company's business in the post year end period relating to the COVID 19 global pandemic is relatively unknown at this point. The directors will continue to monitor the impact of the pandemic on the company as the situation continues to develop.

There have been no other significant events affecting the Company since the year end.

AUDIT COMMITTEE

In accordance with the requirements of Section 167 of the Companies Act 2014, the directors have opted not to create an audit committee for the Company. The directors oversight of the Company's financial reporting process, internal control, internal audit and risk management systems and external audit process and procedures is such that the directors are satisfied that all of the requirements of Section 167 of Companies Act 2014 are sufficiently met and a further committee at the Company level is not required.

DIRECTORS' COMPLIANCE STATEMENT

As required by section 225(2) of the Companies Act 2014, the directors acknowledge that they are responsible for securing the Company's compliance with its relevant obligations (as defined in that legislation). The directors have drawn up a compliance policy statement, and have put in place arrangements and structures that are, in the directors' opinion, designed to secure material compliance with the relevant obligation. These arrangements and structures were reviewed by the directors during the financial year.

Directors' report (continued) For the Financial year Ended 31 March 2020

AUDITORS

The auditors, BDO (Statutory Audit Firm), continue in office in accordance with section 383(2) of the Companies Act 2014.

This report was approved by the board and signed on its behalf.

Ajay Sahni Director
Date: 14/57 2020

Ravindra/Kamalakar Limaye

Director

Directors' responsibilities statement For the Financial year Ended 31 March 2020

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

Irish company law requires the directors to prepare the financial statements for each financial year. Under the law, the directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 assets, liabilities and financial position of the Company as at the financial year end date, of the profit or loss for that financial year and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards;
- notify the company's shareholders in writing about the use of disclosure exemptions, if any, of FRS 102;
- 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 ensuring that the Company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the Company, enable at any time the assets, liabilities, financial position and profit or loss of the Company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' report comply with the Companies Act 2014 and enable the financial statements to be audited. 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.

On behalf of the board

Ajay Sahni Director

Date:

Ravindra/Ramalakar Limaye

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Independent auditors' report to the members of Pinewood Laboratories Limited

Opinion

We have audited the financial statements of Pinewood Laboratories Limited (the 'Company') for the financial year ended 31 March 2020, which comprise the Statement of income and retained earnings, the Balance sheet, the Statement of changes in equity and the notes to the financial statements, including a summary of significant accounting policies set out in note 2. The financial reporting framework that has been applied in their preparation is Irish law and Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

In our opinion, the accompanying financial statements:

- give a true and fair view of the assets, liabilities and financial position of the Company as at 31 March 2020 and of its profit for the financial year then ended;
- have been properly prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) 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 financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), 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 ISA (Ireland) requires 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.

BDO Limerick 03/104 O'Connell Street. Limerick

Unit 3, Euro House, Castleview Little Island,

Andrew Bourg Katharine Byrne Maurice Carr Peter Carroll Eddie Doyle Kevin Doyle

Stewart Dunne

Angela Fleming Brían Gartlan David Giles John Gilmor Gavin Derry Gray Jim Hamilton Sinéad Heaney

Diarmuid Hendrick Derek Henry Denis Herlihy Liam Hession Brian Hughes Ken Kilmartin Stephen McCallion

David McCormick Brian McEnery Brian McEnery Aidan McHugh Ciarán Medlar Teresa Morahan Paul Nestor John O'Callaghan David O'Connor

David N O'Connor David N O'Connor Rory O'Keeffe Con Quigley Patrick Sheehan Gavin Smyth Noel Taylor Fionn Uibh Eachach

Independent auditors' report to the members of Pinewood Laboratories Limited (continued)

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the directors report, other than the financial statements and our auditors' report 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 THE OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2014

Based solely on the work undertaken in the course of the audit, we report that:

- in our opinion, the information given in the Directors' Report is consistent with the financial statements;
 and
- in our opinion, the Directors' Report has been prepared in accordance with applicable legal requirements.

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited, and the financial statements are in agreement with the accounting records.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

Based on the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by sections 305 to 312 of the Act are not made. We have nothing to report in this regard.



Independent auditors' report to the members of Pinewood Laboratories Limited (continued)

RESPECTIVE RESPONSIBILITIES AND RESTRICTIONS ON USE

RESPONSIBILITIES OF DIRECTORS FOR THE FINANCIAL STATEMENTS

As explained more fully in the Directors' responsibilities statement 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, and for such internal control as the directors determine is 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 management either intends to liquidate the Company or to cease operations, or has 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 an Auditors' report 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 (Ireland) 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 IAASA's website at:http://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsibilities_for_audit.pdf This description forms part of our Auditors' report.

THE PURPOSE OF OUR REPORT AND TO WHOM WE OWE OUR RESPONSIBILITIES

This report is made solely to the Company's members, as a body, in accordance with Section 391 of the Companies Act 2014. 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 an auditors' report 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.

Teresa Morahan for and on behalf of **BDO**

Dublin

Statutory Audit Firm Al223876

AIZZ30/0

Date: /4/5/2020



Statement of income and retained earnings For the Financial year Ended 31 March 2020

	Note	2020 €	2019 €
		-	
Turnover	4	58,817,999	60,938,277
Cost of sales		(36,811,268)	(39,670,061)
GROSS PROFIT		22,006,731	21,268,216
Administrative expenses		(13,755,815)	(13,211,766)
Other operating income	5	329,870	223,929
OPERATING PROFIT	6	8,580,786	8,280,379
Interest payable and similar expenses	9	(858,123)	
PROFIT BEFORE TAXATION		7,722,663	8,280,379
Tax on profit	10	(1,539,861)	(672,006)
PROFIT FOR THE FINANCIAL YEAR		6,182,802	7,608,373
Retained earnings at the beginning of the financial year		57,226,563	49,618,190
		57,226,563	49,618,190
Profit for the financial year		6,182,802	7,608,373
Dividends declared and paid	11	(32,850,000)	-
RETAINED EARNINGS AT THE END OF THE FINANCIAL YEAR		30,559,365	57,226,563
All amounts relate to continuing operations			

Signed on behalf of the board:

Ajay Sahni Director

Date:

Ravindra Kamalakar Limaye Director

The notes on pages 11 to 28 form part of these financial statements.

Balance sheet As at 31 March 2020

	Note		2020 €		2019 €
FIXED ASSETS			_		-
Intangible assets	12		241,488		150,055
Tangible assets	13		13,476,422		12,511,477
			13,717,910		12,661,532
CURRENT ASSETS					
Stocks	14	11,149,440		13,101,910	
Debtors: amounts falling due after more than one year	15	237,890		445,899	
Debtors: amounts falling due within one year	15	47,555,843		41,424,465	
Cash at bank and in hand	16	2,578,164		2,287,998	
		61,521,337		57,260,272	
Creditors: amounts falling due within one					
year	17	(11,389,861)		(10,608,836)	
NET CURRENT ASSETS			50,131,476		46,651,436
TOTAL ASSETS LESS CURRENT LIABILITIES			63,849,386	•	59,312,968
Creditors: amounts falling due after more					
than one year PROVISIONS FOR LIABILITIES	18		(31,139,551)		-
Deferred tax	19	(695,247)		(631,182)	
			(695,247)		(631,182)
NET ASSETS			32,014,588		58,681,786
CAPITAL AND RESERVES					
Called up share capital presented as equity	20		373,291		373,291
Share premium account	21		595,887		595,887
Capital redemption reserve	21		5,866		5,866
Other reserves	21		480,179		480,179
Profit and loss account	21		30,559,365		57,226,563
SHAREHOLDERS' FUNDS			32,014,588		58,681,786
The financial statements were approved and a	authoris	ed for issue by	he board:		
Ajay Sahni Director		Ravindra/Ka Director	malakar Lima	ye	

Date:

The notes on pages 11 to 28 form part of these financial statements.

Statement of changes in equity For the Financial year Ended 31 March 2020

Total equity	ψ	58,681,786			(32,850,000)	32,014,588
Other Profit and reserves loss account	Ψ	480,179 57,226,563	6	6,182,802	(32,850,000)	30,559,365
Other reserves lo	æ	480,179		•	•	480,179
Capital redemption reserve	ф	5,866		ı	•	5,866
Share premium account	Ψ	595,887		•	•	595,887
Called up share capital	€	373,291		•	•	373,291
		At 1 April 2019	COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR	Profit for the financial year	Dividends: Equity capital	AT 31 MARCH 2020

Statement of changes in equity For the Financial year Ended 31 March 2019

Other Profit and reserves loss account Total equity	480,179 49,618,190 51,073,413	7,608,373 7,608,373	480,179 57,226,563 58,681,786
Capital redemption reserve	5,866	ı	5,866
Share premium account €	595,887	ı	595,887
Called up share capital €	373,291		373,291
	At 1 April 2018	COMPREHENSIVE INCOME FOR THE YEAR Profit for the year	AT 31 MARCH 2019

The notes on pages 11 to 28 form part of these financial statements.

Notes to the financial statements For the Financial year Ended 31 March 2020

1. GENERAL INFORMATION

These financial statements comprising the Statement of Income and Retained Earnings, the Balance Sheet, the Statement of Changes in Equity and the related notes constitute the individual financial statements of Pinewood Laboratories Limited for the financial year ended 31 March 2020.

Pinewood Laboratories Limited is a private company limited by shares (registered under Part 2 of Companies Act 2014), incorporated in the Republic of Ireland. The Registered Office is Ballymacarbry, Clonmel, Co. Tipperary, which is also the principal place of business of the company. The nature of the company's operations and its principal activities are set out in the Director's Report on pages 1 to 3.

STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (FRS 102).

FUNCTIONAL AND PRESENTATION CURRENCY

The Company's functional and presentational currency is Euros.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland, and Irish statute comprising of the Companies Act 2014.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (note 3).

The following principal accounting policies have been applied:

2.2 FINANCIAL REPORTING STANDARD 102 - REDUCED DISCLOSURE EXEMPTIONS

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Wockhardt Limited as at 31 March 2020 and these financial statements may be obtained from Wockhardt Limited's website which is publicly available.

Notes to the financial statements For the Financial year Ended 31 March 2020

2. ACCOUNTING POLICIES (CONTINUED)

2.3 REVENUE

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Sale of goods

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.4 OPERATING LEASES: THE COMPANY AS LESSEE

Rentals paid under operating leases are charged to the Statement of income and retained earnings on a straight line basis over the lease term.

2.5 LEASED ASSETS: LESSOR

Where assets leased to a third party give rights approximating to ownership (finance leases), the assets are treated as if they had been sold outright. The amount removed from the fixed assets is the net book value on disposal of the asset. The profit on disposal, being the excess of the present value of the minimum leases payments over net book value is credited to profit and loss.

Lease payments are analysed between capital and interest components so that the interest element of the payment is credited to profit or loss over the term of the lease and represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts owed by the lessee.

2.6 FINANCE COSTS

Finance costs are charged to the Statement of income and retained earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Notes to the financial statements For the Financial year Ended 31 March 2020

2. ACCOUNTING POLICIES (CONTINUED)

2.7 BORROWING COSTS

All borrowing costs are recognised in the Statement of income and retained earnings in the financial year in which they are incurred.

2.8 PENSIONS

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of income and retained earnings when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.9 CURRENT AND DEFERRED TAXATION

The tax expense for the financial year comprises current and deferred tax. Tax is recognised in the Statement of income and retained earnings, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.10 GOVERNMENT GRANTS

Government grants in respect of capital expenditure are credited to a deferred income account and are released to the profit and loss account over the expected useful lives of the relevant assets by equal annual instalments. Grants of a revenue nature are credited to income in the period in which they are received.

Notes to the financial statements For the Financial year Ended 31 March 2020

2. ACCOUNTING POLICIES (CONTINUED)

2.11 INTANGIBLE ASSETS

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

2.12 TANGIBLE FIXED ASSETS

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Land is not depreciated. Depreciation on other assets is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property - 2% straight line
Long-term leasehold property - 10% straight line
Motor vehicles - 20% reducing balance
Fixtures and fittings - 10% straight line
Office equipment - 5% - 10% straight line
Computer equipment - 20% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of income and retained earnings.

2.13 STOCKS

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.14 DEBTORS

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Notes to the financial statements For the Financial year Ended 31 March 2020

2. ACCOUNTING POLICIES (CONTINUED)

2.15 CASH AND CASH EQUIVALENTS

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.16 CREDITORS

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.17 PROVISIONS FOR LIABILITIES

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of income and retained earnings in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

2.18 FINANCIAL INSTRUMENTS

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Investments in non-derivative instruments that are equity to the issuer are measured:

- at fair value with changes recognised in the Statement of income and retained earnings if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of income and retained earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference

Notes to the financial statements For the Financial year Ended 31 March 2020

2. ACCOUNTING POLICIES (CONTINUED)

2.18 FINANCIAL INSTRUMENTS (continued)

between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The directors consider the accounting estimates and assumptions below to be its critical accounting estimates and judgments:

Impairment of Trade Debtors

The company trades with a large and varied number of customers on credit terms. Some debts due will not be paid through the default of a small number of customers. The company uses estimates based on historical experience and current information in determining the level of debts for which an impairment charge is required. The level of impairment required is reviewed on an ongoing basis. The total amount of trade debtors is €10,924,592 (2019: €10,465,624).

Impairment of Stocks

The company holds stocks amounting to €11,149,440 (2019: €13,101,910) at the financial year end date. The directors are of the view that an adequate charge has been made to reflect the possibility of stocks being sold at less than cost. However, this estimate is subject to inherent uncertainty.

Useful Lives of Tanglble Fixed Assets

Long-lived assets comprising primarily of property, plant and machinery represent a significant portion of total assets. The annual depreciation charge depends primarily on the estimated lives of each type of asset and, in certain circumstances, estimates of residual values. The directors regularly review these useful lives and change them if necessary to reflect current conditions. In determining these useful lives management consider technological change, patterns of consumption, physical condition and expected economic utilisation of the assets. Changes in the useful lives can have a significant impact on the depreciation and amortisation charge for the financial year. The net book value of Tangible Fixed Assets subject to depreciation at the financial year end date was €13,476,422 (2019: €12,511,477).

Notes to the financial statements For the Financial year Ended 31 March 2020

4. TURNOVER

Turnover, which is stated net of value added tax, represents amounts involved to third parties net of discounts and rebates. Turnover is attributable to the company's continuing principal activity of the manufacture and distribution of pharmaceutical products, sale and servicing of machines and the sale of medical products.

An analysis of turnover by class of business is as follows:

	2020 €	2019 €
Sale of products 58,81	7,999	60,938,277
58,81	7,999	60,938,277
Analysis of turnover by country of destination:		
	2020 €	2019 €
Republic of Ireland 18,98	8,125	20,794,421
Rest of Europe 36,84	1,177	37,253,554
Rest of the world 2,98	8,697	2,890,302
58,81	7,999	60,938,277
5. OTHER OPERATING INCOME		
	2020 €	2019 €
R&D Tax Credit 30	0,000	182,743
Finance lease income 2	9,870	41,186
32	9,870	223,929

The Company carries out a number of R&D projects that if successful, will be brought to market and improve the welfare and wellbeing of patients in a wide range of therapeutic areas.

Alternative or improved materials, devices or processes are being researched and evaluated.

Notes to the financial statements For the Financial year Ended 31 March 2020

6. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The operating profit is stated after charging:

2020 €	2019 €
1,046,289	939,858
13,954	8,137
35,175	39,000
88,934	59,500
189,575	(60,209)
174,279	246,032
123,998	113,289
	€ 1,046,289 13,954 35,175 88,934 189,575 174,279

7. EMPLOYEES

Staff costs were as follows:

	2020 €	2019 €
Wages and salaries	12,580,612	12,026,865
Social insurance costs	451,273	446,240
Cost of defined contribution scheme	123,998	113,289
Redundancy related costs	205,363	1,371,043
	13,361,246	13,957,437

Capitalised employee costs during the financial year amounted to €NIL (2019 - €NIL).

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

	2020 No.	2019 No.
Manufacturing	257	234
Administration	16	13
Sales and distribution	35	38
	308	285

8. DIRECTOR'S REMUNERATION

The directors were remunerated through other group companies.

Notes to the financial statements For the Financial year Ended 31 March 2020

9. INTEREST PAYABLE AND SIMILAR EXPENSES

٠.			
		2020 €	2019 €
	Interest payable to credit institutions	858,123	
		858,123	-
10.	TAXATION		
		2020 €	2019 €
	CORPORATION TAX		
	Current tax on profits for the year	939,272	655,847
	Adjustments in respect of previous periods	536,524	-
	•	1,475,796	655,847
	TOTAL CURRENT TAX	1,475,796	655,847
	DEFERRED TAX		
	Origination and reversal of timing differences	64,065	16,159
	TOTAL DEFERRED TAX	64,065 	16,159
	TAXATION ON PROFIT ON ORDINARY ACTIVITIES	1,539,861	672,006

Notes to the financial statements For the Financial year Ended 31 March 2020

10. TAXATION (CONTINUED)

FACTORS AFFECTING TAX CHARGE FOR THE FINANCIAL YEAR/YEAR

The tax assessed for the financial year/year is higher than (2019 - higher than) the standard rate of corporation tax in Ireland of 12.5% (2019 - 12.5%). The differences are explained below:

	2020 €	2019 €
Profit on ordinary activities before tax	7,722,663	8,280,379
Profit on ordinary activities multiplied by standard rate of corporation tax in Ireland of 12.5% (2019 - 12.5%) EFFECTS OF:	965,333	1,035,047
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	4,359	(23,374)
Capital allowances for financial year/year in excess of depreciation	(25,554)	(39,858)
Leased cars	10,145	12,041
Movement in deferred tax	64,065	16,159
Other timing differences leading to an increase (decrease) in taxation	2,650	3,885
Tax credit under Section 766 46 (b) (ii) TCA 1997	(37,500)	(22,843)
Income tax at a higher rate	20,000	-
Adjustment in respect of prior years	536,363	(309,051)
TOTAL TAX CHARGE FOR THE FINANCIAL YEAR/YEAR	1,539,861	672,006

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

There were no factors that may affect future tax charges.

11. DIVIDENDS

	2020 €	2019 €
Dividends	32,850,000	
	32,850,000	-

A dividend of €32,850,000 was paid during the financial year to the parent company, Wockpharma Ireland Limited.

Notes to the financial statements For the Financial year Ended 31 March 2020

12. INTANGIBLE ASSETS

	Development Costs €
COST	
At 1 April 2019	5,285,270
Additions	105,387
At 31 March 2020	5,390,657
AMORTISATION	
At 1 April 2019	5,135,215
Charge for the financial year on owned assets	13,954
At 31 March 2020	5,149,169
NET BOOK VALUE	
At 31 March 2020	241,488
At 31 March 2019	150,055

Pinewood Laboratories Limited

		Total €	30,074,612 2,035,557 (209,647)	31,900,522	17,563,135 1,046,289 (185,324)	18,424,100		13,476,422	12,511,477
		Construction in progress	1,023,802	288	, , ,	*	!	288	1,023,802
		Fixtures and fittings	574,306 312,666	886,972	337,536 45,301	382,837		504,135	236,770
		Motor vehicles €	21,001		21,001	•		E	1
s h 2020		Piant and machinery	18,078,682 1,681,021 (188,646) 1,023,514	20,594,571	13,506,949 794,177 (164,323)	14,136,803		6,457,768	4,571,733
al statements ided 31 Marc		Buildings €	10,317,882 41,870	10,359,752	3,697,649 206,811	3,904,460		6,455,292	6,620,233
Notes to the financial statements For the Financial year Ended 31 March 2020		Land €	58,939	58,939				58,939	58,939
	TANGIBLE FIXED ASSETS		COST OR VALUATION At 1 April 2019 Additions Disposals Transfers between classes	At 31 March 2020	DEPRECIATION At 1 April 2019 Charge for the financial year on owned assets Disposals	At 31 March 2020	NET BOOK VALUE	At 31 March 2020	At 31 March 2019
	13.								

Notes to the financial statements For the Financial year Ended 31 March 2020

14. STOCKS

	2020 €	2019 €
Raw materials and consumables	5,962,770	5,293,578
Work in progress (goods to be sold)	211,080	211,453
Finished goods and goods for resale	4,975,590	7,596,879
	11,149,440	13,101,910

Stocks considered obsolete are written down to net realisable value. The amount of the write down is €390,761 (2019: €1,436,740) and the carrying value of stock at net realisable value is €142,857 (2019: €130,358). There are no stocks pledged as security.

15. DEBTORS

2020 €	2019 €
DUE AFTER MORE THAN ONE YEAR	· ·
Finance lease receivable 237,890	445,899
237,890	445,899
2020 €	2019 €
DUE WITHIN ONE YEAR	
Trade debtors 10,924,592	10,465,624
Amounts owed by group undertakings 34,947,608	28,500,874
Finance lease receivable 208,009	225,840
Other debtors 1,198,637	1,311,978
Prepayments and accrued income 159,408	53,457
Tax recoverable 117,589	866,692
47,555,843	41,424,465

All debtors are due within one year. All trade debtors are due within the company's normal terms, which is thirty to ninety days. Trade debtors are shown net of impairment in respect of doubtful debts.

16. CASH AND CASH EQUIVALENTS

	2020 €	2019 €
Cash at bank and in hand	2,578,164	2,287,998
	2,578,164	2,287,998

Notes to the financial statements For the Financial year Ended 31 March 2020

17. CREDITORS: Amounts falling due within one year

	2020 €	2019 €
Loan repayment	1,750,000	-
Trade creditors	6,997,913	4,707,372
Amounts owed to group undertakings	392,097	3,636,203
Taxation and social insurance	16,852	37,474
Other creditors	2,232,999	2,227,787
	11,389,861	10,608,836

The repayment terms of trade creditors vary between on demand and ninety days. No interest is payable on trade creditors.

Trade creditors include an amount of approximately €Nil (2019 - €Nil) in respect of goods for which ownership is not passed until payment is made.

Tax and social insurance are subject to the terms of the relevant legislation. Interest accrues on late payment at the rate of 0.66% per month. No interest was due at the financial year end date.

The terms of the accruals are based on the underlying contracts.

Other amounts included within creditors not covered by specific note disclosures are unsecured, interest free and repayable on demand.

18. CREDITORS: Amounts falling due after more than one year

	2020 €	2019 €
Loans	31,139,551	-
	31,139,551	-

Pinewood Laboratories Limited entered into an agreement to borrow €35,000,000 from ELM Corporate Credit on 17 December 2019. Costs amounted to €2,110,449. The loan advancement and costs is being amortised over the life of the loan in accordance with FRS 102.

The bi-annual repayments on the loan are €1,750,000 beginning on 31 December 2020. Interest is due quarterly, which is the sum of: the EURIBOR and the Cash Margin for the quarterly period. The interest has been 7,5% to date.

Security is in the form of property and Pinewood may not agree to any amendment, supplement, waiver, surrender or release of any covenant, stipulation or obligation at any time affecting its property without the prior written consent of the lender.

Notes to the financial statements For the Financial year Ended 31 March 2020

19. DEFERRED TAXATION

			2020 €
	At beginning of year Charged to profit or loss		(631,182) (64,065)
	AT END OF YEAR		(695,247)
	The provision for deferred taxation is made up as follows:		
		2020 €	2019 €
	Fixed asset excess of tax over accounting Movement	(631,182) (64,065)	(615,023) (16,159)
		(695,247)	(631,182)
20.	SHARE CAPITAL	2020 €	2019 €
	Shares presented as Equity		
	Authorised 3,990,000 (2019 - 3,990,000) Ordinary shares of €0.125000 each 1,000 (2019 - 1,000) 'A' Ordinary shares of €1.250000 each 130,000 (2019 - 130,000) 6.5% Convertible cumulative redeemable	498,750 1,250	498,750 1,250
	preference shares of €1.269742 each 250,000 (2019 - 250,000) 3% Convertible cumulative redeemable preference	165,066	165,066
	shares of €1.269742 each 598,800 (2019 - 598,800) 3% Cumulative redeemable preference shares of	317,436	317,436
	€1.000000 each	598,800	598,800
	·	1,581,302	1,581,302
	Allotted, called up and fully paid 2,985,128 (2019 - 2,985,128) Ordinary shares of €0.125000 each 120 (2019 - 120) 'A' Ordinary shares of €1.250000 each	373,141 150	373,141 150
		373,291	373,291
	The ordinary shares above hold no right to fixed income.		

Notes to the financial statements For the Financial year Ended 31 March 2020

21. RESERVES

Share premium account

The share premium account represents the premium on issue of the ordinary shares.

Capital redemption reserve

The capital redemption reserve records the nominal value of the shares repurchased by the Company.

Other reserves

This reserve records the amount equivalent to the aggregate diminution in share capital consequential upon renominalisation of share capital from Irish Punt to Euro.

Profit and loss account

The profit and loss account represents cumulative gains and losses recognised in the profit and loss account, net of transfers to/from other reserves and dividends paid.

22. CAPITAL COMMITMENTS

At 31 March 2020 the company had capital commitments of €215,106 (31 March 2019: €859,846).

23. PENSION COMMITMENTS

The company operates defined contribution schemes. Pension rights are secured by contributions to independent insurance schemes. The pension cost charge represents contributions by the company to the insurance schemes. No contributions were payable to the funds at year end.

24. COMMITMENTS UNDER OPERATING LEASES

At 31 March 2020 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2020 €	2019 €
Within one year	122,716	187,588
Between one and five years	77,781	225,906
Later than five years		
Total	200,497	413,494

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Notes to the financial statements For the Financial year Ended 31 March 2020

25. FINANCE LEASE RECEIVABLE

2020	Minimum lease payments	Interest	Present Value
Not less than 1 year Later than 1 year and not later than 5 years Later than 5 years	€ 255,710 213,092 -	€ 17,820 5,083	€ 237,890 208,009
Total	468,801	22,902	445,899
Current assets Non-current assets			237,890 208,009
2019	Minimum lease payments	Interest	Present Value
	€	€	€
Not less than 1 year	255,710	29,870	225,840
Not less than 1 year Later than 1 year and not later than 5 years Later than 5 years	255,710 468,801 -	29,870 22,902 -	225,840 445,899 -
Later than 1 year and not later than 5 years		•	
Later than 1 year and not later than 5 years Later than 5 years	468,801	22,902	445,899

26. RELATED PARTY TRANSACTIONS

As disclosed in note 2.2, the company has availed of the exemption granted under FRS 102 and consequently does not disclose its transactions with members of its group as it is a wholly owned subsidiary within that group.

The directors of the company are considered to be the key management personnel. The total compensation paid to key management personnel is disclosed in note 8.

27. POST BALANCE SHEET EVENTS

The overall impact on the company's business in the post year end period relating to the COVID 19 global pandemic is relatively unknown at this point. The directors will continue to monitor the impact of the pandemic on the company as the situation continues to develop.

There have been no other significant events affecting the Company since the year end.

28. CONTROLLING PARTY

The company's immediate controlling party is Wockpharma Ireland Limited. The company's ultimate controlling party is Wockhardt Limited.

The parent undertaking of the largest group of undertakings of which the company is a member and for which group accounts are drawn up is Wockhardt Limited, a company incorporated in India whose group financial statements are available to the public.

Notes to the financial statements For the Financial year Ended 31 March 2020

29. APPROVAL OF FINANCIAL STATEMENTS

The board of directors approved these financial statements for issue on

Detailed profit and loss account For the Financial year Ended 31 March 2020

	Note	2020 €	2019 €
Turnover	4	(58,817,999)	(60,938,277)
Cost of Sales		(36,811,268)	(39,670,061)
GROSS PROFIT	·	22,006,731	21,268,216
LESS: OVERHEADS	•		
Administration expenses		(13,755,815)	(13,211,766)
Other operating income	5	329,870	223,929
OPERATING PROFIT	6	8,580,786	8,280,379
Interest payable	9	(858,123)	-
Tax on profit on ordinary activities	10	(1,539,861)	(672,006)
PROFIT FOR THE FINANCIAL YEAR/YEAR		6,182,802	7,608,373

Schedule to the detailed accounts For the Financial year Ended 31 March 2020

For the Financial year Ended 51 Warch 2020	2020	2019
	€	€
Purchases - raw materials	26,979,279	29,760,480
Wages and salaries	4,192,919	4,461,261
Commissions payable	168,255	333,614
Carriage and import duty	1,686,428	1,641,187
Foreign exchange differences	14,031	24,694
Manufacturing Charges	3,770,356	3,448,825
	36,811,268	39,670,061
	2020	2040
	2020	2019 €
Staff salaries	8,387,694	7,565,603
Staff national insurance	451,273	446,240
Staff pension costs - defined contribution schemes	123,998	113,289
Staff training	65,672	46,071
Motor running costs	57,436	87,683
Motor vehicle leasing (operational)	174,279	246,032
Hotels, travel and subsistence	227,029	136,603
Printing and stationery	125,617	131,076
Telephone and fax	165,826	139,841
Advertising and promotion	298,616	131,161
Legal and professional	541,188	654,168
Auditors' remuneration	115,280	120,760
Equipment hire	173,051	162,371
Bank charges	9,057	10,192
Bad debts	59,811	(23,064)
Difference on foreign exchange	175,544	(84,903)
Sundry expenses	565,635	561,175
Rates	148,447	147,474
Insurances	237,974	218,096
Repairs and maintenance	304,814	273,421
Depreciation - plant and machinery	1,060,244	939,857
Redundancy Costs	205,363	1,371,043
GMS	81,967	(182,423)
	13,755,815	13,211,766