

Company Registration No. 6475379

Abingdon Health Ltd

Report and Financial Statements

Year ended 31 December 2015

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Abingdon Health Ltd

Report and Financial Statements 2015

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Abingdon Health Ltd

Report and Financial Statements 2015

Officers and Professional Advisers

Directors

Simon Cartmell
Max Duckworth
Dr Christopher Hand
Richard Marlow
Dr James Wilkie
Christopher Yates

Registered office

National Agri Food Innovation Campus
Sand Hutton
York
YO41 1LZ

Auditor

BDO LLP
1 Bridgewater Place
Water Lane
Leeds
LS11 5RU

Bankers

Barclays Bank Plc
25 St James Street
Harrogate
HG1 1QX

Lawyers

Bristows LLP
100 Victoria Embankment
London
EC4Y 0DH

Abingdon Health Ltd

Directors' Report

The directors present their report and financial statements for the year ended 31 December 2015.

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption and accordingly no Strategic Report has been prepared.

Principal activity

The principal activity of the Group is to develop, manufacture and distribute diagnostic devices and provide consultancy services to businesses in the diagnostics sector.

Business review

The Group's mission is to create an innovative technology-led company focused on providing rapid and near-patient medical diagnostic testing solutions.

The Group is developing, manufacturing and selling products and systems that support the migration of testing from the laboratory closer to the patient with the intention of improving both clinical and economic healthcare outcomes. The initial clinical focus is on developing a range of rapid testing products in the areas of hematology oncology, specifically B-cell dyscrasias.

The Group is using its expertise in immunodiagnosics, plastic electronics, hardware and software, to develop the next generation of testing systems that meet the needs of our customers.

The Group has continued to develop Seralite® – FLC, the world's first rapid diagnostic device for multiple myeloma. Seralite® – FLC is a rapid diagnostic device for the quantitative measurement of free light chains in serum as an aid to the diagnosis and management of multiple myeloma. The assay provides an accurate picture of disease status in 10 minutes. Using a simple to use, portable and rapid test, clinicians are able to monitor patients in "real time" supporting faster decision making. Following successful evaluations in the first half of 2016, the Group announced the appointment of two distributors giving global coverage.

Fundraising

The majority of the 2014 convertible loan, together with £70,462 of interest, was converted into 507,561 Preferred Ordinary shares in May 2015. The balance, £108,943, was redeemed for cash. In June 2015, the Company issued £3,000,000 of convertible loan notes to certain existing investors.

Group reorganisation

Over the course of 2015, the Company acquired 239,590 shares in Forsite Diagnostics for total consideration of £9,683 thus increasing its shareholding to 98.7%. A further 1,200 shares were acquired in 2016 to date for consideration of £136.

Bioscience Ventures Limited

Bioscience Ventures Limited, the joint venture with the University of Birmingham, continued to work on commercialising the intellectual property generated at the University in the field of medical diagnostics. In particular significant progress has been made developing a platform technology at Linear Diagnostics Limited. Alta Bioscience Limited generated further losses and was sold in June 2016 for an undisclosed amount.

Principal risks and uncertainties

The principal risks and uncertainties facing the group in the opinion of the directors are:

- Competitive pressure in the markets that its investments operate in;
- Development of new products, launch thereof and ability to gain market share; and
- The ability to scale up operations to meet projected volume growth.

The year-end financial position was satisfactory. The directors expect the general level of activity to increase following fundraisings in 2014 and 2015 and based on the launch of the Seralite device, the current order books and forecast trading of the trading subsidiaries.

The Group and its joint venture have invested significant resources in research and development during the period covered by these accounts. The directors expect to continue this investment in the foreseeable future. Investment to date has resulted in the development of new products at Serascience Limited, continued development towards new

Abingdon Health Ltd

Directors' Report

diagnostics platforms at Molecular Vision Limited and Linear Diagnostics Limited and increased capacity and revenue at Forsite Diagnostics Limited.

Details of significant events since the balance sheet date are contained in note 21 to the financial statements. In particular, it is noted that in 2016 to date the company has completed a fundraising with total proceeds of £3,000,000.

Result and dividends

The Group loss for the year after taxation was £2,733,911 (2014 loss after taxation: £2,550,908).

The directors do not recommend payment of a dividend (2014: £nil).

Basis of preparation – going concern

At the balance sheet date, the company had net current liabilities of £588,304 (2014: net current assets of £186,308) and net assets of £3,753,822 (2014: £4,980,605). The Group balance sheet included net current liabilities of £1,143,088 (2014: liabilities of £91,201) and net assets of £2,821,451 (2014: £4,241,090).

As set out in note 21, the Company completed a fundraising in July 2016 issuing £3m of loan notes to existing shareholders. In addition, the terms of the loan notes issued in June 2015 were amended for certain matters including a deferral of the repayment date to 31 December 2019.

After making enquiries, the directors are satisfied that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the annual report and financial statements. Further details are shown in note 1 to the financial statements.

Financial risk management objectives and policies

The Group's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. Cash is held in current or deposit accounts at major UK banks (currently Barclays). At present the Group does not use derivative financial instruments. There are agreed payment schedules in place for all debt and the Group manages cash flow to ensure these schedules are met.

Directors of the company

The directors who held office during the period and following the period end were as follows:

Simon Cartmell (appointed 23 June 2016)
Max Duckworth
Dr Christopher Hand
Richard Marlow
Dr James Wilkie
Christopher Yates
Paul Duncan (resigned 16 October 2015)
Dr. Brett David Pollard (resigned 15 June 2015)
Dr Jonathan Tobin (resigned 23 June 2016)
Peter Woodford (resigned 17 March 2015)

Abingdon Health Ltd

Directors' Report

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

1. so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
2. the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

BDO LLP have indicated their willingness to continue in office as auditor and a resolution to re-appoint BDO LLP will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board



Richard Marlow
Director

27 September 2016

Abingdon Health Ltd

Directors' Responsibilities Statement

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare 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 group and company and of the profit or loss of the group and company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent Auditor's Report to the Members of Abingdon Health Ltd

We have audited the financial statements of Abingdon Health Ltd for the year ended 31 December 2015 which comprise the consolidated profit and loss account, the consolidated and company balance sheets and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 an auditor's 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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2015 and of the group's loss 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.

Opinion on other matters prescribed by the Companies Act 2006

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

Matters on which we are required to report by exception

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

BDO UK

Craig Burton (senior statutory auditor)

For and on behalf of BDO LLP, statutory auditor

Leeds

Date *28 September 2016*

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

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Consolidated Profit and Loss Account Year ended 31 December 2015

| | Note | Year ended 31 December 2015 £ | Year ended 31 December 2014 £ |
|---|------|--|--|
| Turnover – Group | 2 | 1,118,050 | 1,180,720 |
| <i>(In addition, share of turnover of joint venture £270,907 (2014:£340,609))</i> | | | |
| Cost of sales | | (326,000) | (328,660) |
| Gross profit | | 792,050 | 852,060 |
| Administrative expenses | | | |
| - Impairment of goodwill | 9 | (2,994) | (888,647) |
| - Other administrative expenses | | (3,525,742) | (2,627,121) |
| Total administrative expenses | | (3,528,736) | (3,515,768) |
| Operating loss | | (2,736,686) | (2,663,708) |
| Share of operating loss of joint venture | | (173,854) | (98,934) |
| Share of operating loss of associate | | - | (91,567) |
| Total operating loss | 4 | (2,910,540) | (2,854,209) |
| Share of interest payable of joint venture / associate | | (19,120) | (21,135) |
| Interest receivable | 3 | 25,177 | 28,666 |
| Interest payable | 3 | (269,540) | (37,883) |
| Loss before taxation | | (3,174,023) | (2,884,561) |
| Taxation credit | 6 | 431,384 | 292,266 |
| Share of taxation credit of joint venture / associate | | 8,728 | 41,387 |
| Loss for the financial year after taxation | | (2,733,911) | (2,550,908) |
| Loss after taxation attributable to minority interest | 18 | 23,783 | 169,268 |
| Loss after taxation attributable to shareholders | | (2,710,128) | (2,381,640) |

All activities are from continuing operations.

There are no recognised gains or losses in either year other than the result for that year. Accordingly, no statement of total realised gains and losses has been prepared.

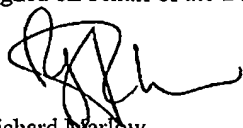
Abingdon Health Ltd

Consolidated Balance Sheet 31 December 2015

| | Note | 2015 £ | 2014 £ |
|--|------|--------------------|--------------------|
| Fixed assets | | | |
| Intangible assets | 8 | 338,397 | 394,794 |
| Goodwill | 9 | 3,741,919 | 3,742,411 |
| | | <u>4,080,316</u> | <u>4,137,205</u> |
| Intangible assets | | 4,080,316 | 4,137,205 |
| Tangible assets | 10 | 183,967 | 299,498 |
| Investment in joint venture | | | |
| Share of gross assets | | 228,850 | 172,386 |
| Share of gross liabilities | | (305,594) | (187,878) |
| Investment in joint venture | | <u>(76,744)</u> | <u>(15,492)</u> |
| | | 4,187,539 | 4,421,211 |
| Current assets | | | |
| Stocks | 12 | 134,571 | 155,601 |
| Debtors | 13 | 1,150,346 | 929,253 |
| Cash at bank and in hand | | 1,726,543 | 1,161,139 |
| | | <u>3,011,460</u> | <u>2,245,993</u> |
| Creditors: amounts falling due within one year | 14 | <u>(4,154,548)</u> | <u>(2,337,194)</u> |
| Net current (liabilities) / assets | | <u>(1,143,088)</u> | <u>(91,201)</u> |
| Total assets less current liabilities | | 3,044,451 | 4,330,010 |
| Creditors: amounts falling due after more than one year | 15 | <u>(223,000)</u> | <u>(88,920)</u> |
| Net assets | | <u>2,821,451</u> | <u>4,241,090</u> |
| Capital and reserves | | | |
| Called up share capital | 16 | 7,005 | 6,586 |
| Share premium | 17 | 10,171,934 | 9,039,091 |
| Profit and loss account | 17 | <u>(7,331,798)</u> | <u>(4,621,670)</u> |
| Shareholders' funds | | 2,847,141 | 4,424,007 |
| Minority interest | 18 | <u>(25,690)</u> | <u>(182,917)</u> |
| Total capital employed | | <u>2,821,451</u> | <u>4,241,090</u> |

These financial statements of Abingdon Health Ltd, company number 6475379, were approved by the Board of Directors on 27th September 2016.

Signed on behalf of the Board of Directors



Richard Marlow

Director

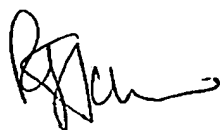
Abingdon Health Ltd

Company balance sheet 31 December 2015

| | Note | 2015 £ | 2014 £ |
|--|------|--------------------|--------------------|
| Fixed assets | | | |
| Tangible assets | 10 | 17,870 | 19,444 |
| Intangible assets | 8 | 62,740 | 55,089 |
| Investments in subsidiaries | 11 | 4,084,616 | 4,359,764 |
| Investments in joint venture | 11 | 176,900 | 360,000 |
| | | <u>4,342,126</u> | <u>4,794,297</u> |
| Current assets | | | |
| Debtors | 13 | 1,376,908 | 647,703 |
| Cash at bank and in hand | | 1,512,307 | 868,778 |
| | | <u>2,889,215</u> | <u>1,516,481</u> |
| Creditors: amounts falling due within one year | 14 | <u>(3,477,519)</u> | <u>(1,330,173)</u> |
| Net current assets | | <u>(588,304)</u> | <u>186,308</u> |
| Total assets less current liabilities | | <u>3,753,822</u> | <u>4,980,605</u> |
| Creditors: amounts falling due after more than one year | 15 | - | - |
| Net assets | | <u>3,753,822</u> | <u>4,980,605</u> |
| Capital and reserves | | | |
| Called up share capital | 16 | 7,005 | 6,586 |
| Share premium | 17 | 10,171,934 | 9,039,091 |
| Profit and loss account | 17 | (6,425,117) | (4,065,072) |
| Shareholders' funds | | <u>3,753,822</u> | <u>4,980,605</u> |

These financial statements of Abingdon Health Ltd, company number 6475379, were approved by the Board of Directors on 21 September 2016.

Signed on behalf of the Board of Directors



Richard Marlow
Director

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

1. Accounting policies

Basis of preparation

The particular accounting policies adopted are described below and have been applied consistently throughout the current and prior period.

Basis of accounting

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015). The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Basis of consolidation

The group financial statements consolidate the financial statements of the company and entities controlled by the company (its subsidiaries) for the year ended 31 December 2015. Control is achieved where the company has the power to govern the financial and operating policies of an investee entity so as to obtain benefit from its activities. The results of subsidiaries acquired or disposed of during the year are included in the consolidated profit and loss account from the effective date of acquisition or up to the effective date of disposal, as appropriate.

The subsidiary undertakings have been accounted for under the acquisition method of accounting. Where the fair value of the cost of acquisition exceeded the fair value of the net assets acquired, the difference is capitalised as goodwill and amortised in accordance with the accounting policy noted below.

Investments

In the Company financial statements investments are held at cost less provision is made for impairment.

Associates

In the Group financial statements investments in associates are accounted for using the equity method. The consolidated profit and loss account includes the Group's share of associates' profits less loss while the Group's share of the net assets of the associate is accounted for in accordance with the policy set out above. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Joint venture

Joint ventures are accounted for using the equity method. The consolidated profit and loss account includes the Group's share of the joint venture's profits less losses while the Group's share of the net assets of the joint venture is shown in the consolidated balance sheet.

Going concern

The financial statements have been prepared on the going concern basis.

The company and Group's principal risks are (i) competitive pressure in the markets that it operates in, which could result in losing sales and operational losses; (ii) development of new products, launch thereof and ability to gain market share; and (iii) the ability to scale up manufacturing capacity to meet projected volumes at Forsite Diagnostics.

At the balance sheet date, the company had net current liabilities of £588,304 (2014: net current assets of £186,308) and net assets of £3,753,822 (2014: £4,980,605). The Group balance sheet included net current liabilities of £1,143,088 (2014: liabilities of £91,201) and net assets of £2,821,451 (2014: £4,241,090).

As set out in note 21, the Company completed a fundraising in July 2016 issuing £3m of loan notes to existing shareholders. In addition, the terms of the loan notes issued in June 2015 were amended for certain matters including a deferral of the repayment date to 31 December 2019.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

1. Accounting policies (continued)

The company and group's forecasts and projections, taking account of reasonable possible changes in trading performance and uncertainties, show that the company and group will be able to operate within the level of their current resources which are available throughout the 18 months from the date of approval of the financial statements and beyond. This forecast takes into account payment of debts in line with contracted payment schedules. After making enquiries, the directors are satisfied that the company and group has adequate resources to continue in operational existence for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the annual report and accounts.

Intangible fixed assets

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised and amortised in equal annual amounts over a period of twenty years. The directors regard twenty years as a reasonable period for the estimated useful economic life of goodwill since it is difficult to make projections exceeding this period. Provision is made for any impairment.

Research and development

Research expenditure is written off as incurred. Development expenditure is also written off, except where the directors are satisfied as to the technical, commercial and financial viability of individual projects. In such cases, the identifiable expenditure is deferred and amortised over the period during which the Group is expected to benefit. The period is between three and five years. Provision is made for any impairments.

Tangible fixed assets

The cost of fixed assets is their purchase cost, together with any incidental costs of acquisition.

Provision for depreciation is made so as to write off the cost of tangible fixed assets on a reducing balance basis, over the expected useful economic lives of the assets concerned. The principal annual rates used for this purpose are:

| Asset class | Depreciation method and rate |
|------------------------|------------------------------|
| Plant and machinery | 20-33% straight line |
| Office equipment | 33% straight line |
| Leasehold improvements | Life of the lease |

Stocks

Stocks are stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less all further costs to completion and all relevant marketing, selling and distribution costs. Provision is made for obsolete, slow moving or defective items where appropriate.

Turnover

Turnover represents amounts chargeable, net of value added tax, in respect of the sale of goods and services to customers. Turnover is recognised on despatch of goods or over the period a service is provided.

Profit is recognised on long-term contracts, if the final outcome can be assessed with reasonable certainty, by including in the profit and loss account turnover and related costs as contract activity progresses. Turnover is calculated by reference to the value of work performed to date as a proportion of the total contract value.

Government grants are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Grants are classified as relating either to revenue or to assets. Government grants relating to tangible fixed assets are treated as deferred income and released to the profit and loss account over the expected useful lives of the assets concerned. Other grants are credited to the profit and loss account as the related expenditure is incurred. Where part of a grant relating to an asset is deferred, it is recognised as deferred income.

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Notes to the financial statements Year ended 31 December 2015

1. Accounting policies (continued)

Pension Costs

The group contributes to a defined contribution scheme. Contributions are charged to the profit and loss accounts as incurred.

The group also makes contributions to individual pension scheme arrangements on behalf of certain members of staff. Contributions payable for the year are charged to the profit and loss account as incurred.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

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. Timing differences are differences between the group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

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.

Leases

Assets obtained under finance leases and hire purchase contracts are capitalised at their fair value on acquisition and depreciated over their estimated useful lives.

The capital elements of finance leases and hire purchase obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the contracts to produce a constant rate of charge on the balance of capital repayments outstanding.

Rentals under operating leases are charged to the profit and loss account in equal amounts over the period of the lease term.

Foreign currency

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rate ruling at that date. These translation differences are dealt with in the profit and loss account.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

Cash flow statement

The Company has not included a cash flow statement as permitted by the exemption available for small companies.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

1. Accounting policies (continued)

Share options

The company has issued equity-settled share based payments to certain employees of the company. These are measured at fair value at the date of the grant. Under Financial Reporting Standard for Smaller Entities (effective January 2015) equity-settled share based payments are not recorded in the financial statements and are recognised on a disclosure only basis.

2. Turnover

Turnover and profit before tax are derived from the principal activity of manufacturing and distributing diagnostic devices and providing consultancy services to businesses in the diagnostics sector. Turnover is recognised on despatch of goods or over the period a service is provided.

The analysis by geographical destination of the Group's turnover is set out below

| | 2015 £ | 2014 £ |
|----------------|------------------|------------------|
| United Kingdom | 610,557 | 622,686 |
| Rest of Europe | 447,538 | 451,728 |
| Rest of World | 59,955 | 106,306 |
| | <u>1,118,050</u> | <u>1,180,720</u> |

3. Net finance charges

| | 2015 £ | 2015 £ |
|--|------------------|----------------|
| Bank interest receivable | 5,977 | 4,580 |
| Interest receivable on loan notes | 19,200 | 24,086 |
| Interest payable on convertible loan notes | (266,661) | (31,883) |
| Interest payable on finance leases | (2,879) | (6,000) |
| | <u>(244,363)</u> | <u>(9,217)</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

4. Operating profit

Profit on ordinary activities before taxation is stated after charging / (crediting):

| | 2015 £ | 2014 £ |
|--|-----------------------------|-----------------------------|
| Depreciation of tangible fixed assets | | |
| - owned | 114,669 | 104,771 |
| - held under finance lease and hire purchase contracts | 32,950 | 32,950 |
| Grant income | 89,367 | 265,349 |
| Development costs | | |
| - current year expenditure capitalised | 19,856 | 9,427 |
| - amortisation of deferred expenditure | 82,594 | 86,925 |
| Amortisation of patents and trademarks | 1,132 | 707 |
| Amortisation of other intangible assets | 14,926 | 2,949 |
| Amortisation of goodwill | | |
| - write down of goodwill in respect of Molecular Vision (note 9) | 2,994 | 888,647 |
| - annual charge | 189,645 | 87,950 |
| Operating lease rentals – land and buildings | 243,739 | 220,467 |
| | <u> </u> | <u> </u> |

The analysis of auditors' remuneration is as follows:

| | 2015 £ | 2014 £ |
|---|---------------|---------------|
| Fees payable to the Company's auditors for the audit of the Company's annual accounts | 15,750 | 16,500 |
| Fees payable to the Company's auditors for other services to the Group | | |
| - the audit of the Company's subsidiaries pursuant to legislation | - | - |
| Total audit fees | <u>15,750</u> | <u>16,500</u> |
| Total non-audit fees (tax services) | <u>-</u> | <u>8,200</u> |

5. Information regarding directors and employees

The average monthly number of employees (including executive directors) was:

| | 2015 Number | 2014 Number |
|-----------------------------|----------------|----------------|
| Production | 10 | 17 |
| Research | 18 | 13 |
| Management & Administration | 17 | 10 |
| Total | <u>45</u> | <u>40</u> |

Their aggregate remuneration comprised:

| | 2015 £ | 2014 £ |
|-----------------------|------------------|------------------|
| Wages and salaries | 2,543,423 | 1,376,466 |
| Social security costs | 203,625 | 125,497 |
| Pension costs | 83,186 | 65,789 |
| Total | <u>2,830,234</u> | <u>1,567,752</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

5. Information regarding directors and employees (continued)

Directors' remuneration for the year was as follows:

| | 2015 £ | 2014 £ |
|---|----------------|----------------|
| Emoluments | 472,874 | 219,075 |
| Company contributions to money purchase schemes | 49,888 | 29,116 |
| | <u>522,762</u> | <u>248,191</u> |

Four directors were members of a defined contribution pension scheme in the year (2014: 3). Until July 2015, certain directors also received remuneration from other group companies, as disclosed in the respective companies' accounts.

6. Tax on loss on ordinary activities

| | 2015 £ | 2014 £ |
|--|----------------|----------------|
| Current tax: | | |
| UK corporation tax credit in respect of current year | 119,853 | 74,671 |
| Adjustment in respect of prior years | 311,531 | 217,595 |
| Total current tax credit | <u>431,384</u> | <u>292,266</u> |
| Total deferred tax | <u>-</u> | <u>-</u> |
| Tax credit on loss on ordinary activities | <u>431,384</u> | <u>292,266</u> |

The difference between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax is as follows:

| | 2015 £ | 2014 £ |
|--|----------------|----------------|
| Loss chargeable to corporation tax | (3,174,022) | (2,884,561) |
| Tax on Group loss on ordinary activities at small companies UK corporation tax rate of 20% | (634,804) | (576,912) |
| Disallowed expenses | 115,239 | 437,731 |
| Losses carried forward | 519,565 | 139,181 |
| Research & development tax credits | 431,384 | 292,266 |
| Actual tax charge | <u>431,384</u> | <u>292,266</u> |

Company

A deferred tax asset amounting to £285,321 (2014: £161,039), in respect of trading losses carried forward of £1,585,115 (2014: £805,193), has not been recognised due to uncertainty over future profits.

Group

A deferred tax asset amounting to £1,408,682 (2014: £1,369,214), in respect of trading losses carried forward of £7,826,013 (2014: £6,845,621), has not been recognised due to uncertainty over future profits.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

7. Profit attributable to the Company

The loss for the financial year, dealt with in the accounts of the parent company is £2,360,045 (2014: loss of £2,625,603). This loss is stated after provisions against inter-company debtors of £842,558 (2014: £1,275,686) and a £603,926 (2014: £970,077) write-down to investments. As permitted by Section 408 of the Companies Act 2006, no separate profit and loss account is presented in respect of the parent Company.

8. Intangible fixed assets – patents and trademarks, website & development costs

| Group | Patents & trademarks £ | Website £ | Development costs £ | Total £ |
|--------------------------|---------------------------|---------------|------------------------|----------------------|
| Cost or valuation | | | | |
| At 1 January 2015 | 22,972 | 60,792 | 419,537 | 503,301 |
| Additions | - | 22,399 | 19,856 | 42,255 |
| At 31 December 2015 | <u>22,972</u> | <u>83,191</u> | <u>439,393</u> | <u>545,556</u> |
| Amortisation | | | | |
| At 1 January 2015 | 16,057 | 5,525 | 86,925 | 108,507 |
| Charge for the year | 1,132 | 14,926 | 82,594 | 98,652 |
| At 31 December 2015 | <u>17,189</u> | <u>20,451</u> | <u>169,519</u> | <u>207,159</u> |
| Net book value | | | | |
| At 31 December 2015 | <u>5,783</u> | <u>62,740</u> | <u>269,874</u> | <u>338,397</u> |
| At 31 December 2014 | <u>6,915</u> | <u>55,267</u> | <u>332,612</u> | <u>394,794</u> |
| Company | | | | Website £ |
| Cost or valuation | | | | |
| At 1 January 2015 | | | | 56,524 |
| Additions | | | | 22,399 |
| At 31 December 2015 | | | | <u>78,923</u> |
| Amortisation | | | | |
| At 1 January 2015 | | | | 1,435 |
| Charge for the year | | | | 14,748 |
| At 31 December 2015 | | | | <u>16,183</u> |
| Net book value | | | | |
| At 31 December 2015 | | | | <u>62,740</u> |
| At 31 December 2014 | | | | <u>55,089</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

9. Intangible fixed assets – goodwill

| | Goodwill £ |
|--------------------------|---------------|
| Group | |
| Cost or valuation | |
| At 1 January 2015 | 5,370,300 |
| Additions | 192,147 |
| | <hr/> |
| At 31 December 2015 | 5,562,447 |
| | <hr/> |
| Amortisation | |
| At 1 January 2015 | 1,627,889 |
| Charge for the year | 189,645 |
| Write down | 2,994 |
| | <hr/> |
| At 31 December 2015 | 1,820,528 |
| | <hr/> |
| Net book value | |
| At 31 December 2015 | 3,741,919 |
| | <hr/> |
| At 31 December 2014 | 3,742,411 |
| | <hr/> |

All of the goodwill created on the acquisition of the remaining shares of Molecular Vision Limited was written off 2014. This is because there is uncertainty over whether the current research projects that the company is working on will be revenue generating in the short term. This uncertainty means that the asset did not meet the criteria required for the intangible asset to be recognised and an impairment provision of £888,647 was made in respect of this. A further £2,994 of goodwill was created in 2015 (see note 11). This was written off in 2015.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

10. Tangible fixed assets

| Group | Improvements to leasehold property £ | Plant and machinery £ | Office Equipment £ | Total £ |
|--------------------------|---|-----------------------------|-----------------------------------|--------------------|
| Cost or valuation | | | | |
| At 1 January 2015 | 16,001 | 932,170 | 78,228 | 1,026,399 |
| Additions | - | 34,102 | 12,645 | 46,747 |
| Disposals | - | (14,166) | (1,081) | (15,247) |
| At 31 December 2015 | <u>16,001</u> | <u>952,106</u> | <u>89,792</u> | <u>1,057,899</u> |
| Depreciation | | | | |
| At 1 January 2015 | 6,818 | 682,557 | 37,526 | 726,901 |
| Charge for the year | 3,673 | 122,884 | 21,062 | 147,619 |
| Disposals | - | - | (588) | (588) |
| At 31 December 2015 | <u>10,491</u> | <u>805,441</u> | <u>58,000</u> | <u>873,932</u> |
| Net book value | | | | |
| At 31 December 2015 | <u>5,510</u> | <u>146,665</u> | <u>31,792</u> | <u>183,967</u> |
| At 31 December 2014 | <u>9,183</u> | <u>249,613</u> | <u>40,702</u> | <u>299,498</u> |
| Company | | | Office Equipment £ | Total £ |
| Cost or valuation | | | | |
| At 1 January 2015 | | | 31,039 | 31,039 |
| Additions | | | 8,296 | 8,296 |
| Disposals | | | (1,081) | (1,081) |
| At 31 December 2015 | | | <u>38,254</u> | <u>38,254</u> |
| Depreciation | | | | |
| At 1 January 2015 | | | 11,595 | 11,595 |
| Charge for the year | | | 9,419 | 9,419 |
| Disposals | | | (630) | (630) |
| At 31 December 2015 | | | <u>20,384</u> | <u>20,384</u> |
| Net book value | | | | |
| At 31 December 2015 | | | <u>17,870</u> | <u>17,870</u> |
| At 31 December 2014 | | | <u>19,444</u> | <u>19,444</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

11. Fixed asset investments

Principal Group investments

The Company has investments in the following subsidiary undertakings, joint venture and associate which principally affected the profits or net assets of the Group.

| | Country of incorporation | Principal activity | Holding | % |
|--------------------------------|--------------------------|--|----------------------|-------|
| <i>Subsidiary undertakings</i> | | | | |
| Forsite Diagnostics Limited | UK | Manufacturing of diagnostic devices | Ordinary shares | 98.7% |
| Molecular Vision Limited | UK | Consultancy and R&D into a diagnostics technology platform | A1 Preference Shares | 100% |
| Serascience Limited | UK | Development and sales of medical diagnostic devices | Ordinary shares | 100% |
| <i>Joint venture</i> | | | | |
| Bioscience Ventures Limited | UK | Consultancy and investments | Ordinary shares | 50% |

Subsidiary undertakings

| | Company Total £ |
|----------------------------------|--------------------|
| Cost | |
| At 1 January 2015 | 6,211,923 |
| Additions | 22,678 |
| At 31 December 2015 | <u>6,234,601</u> |
| Provisions for impairment | |
| At 1 January 2015 | (1,852,159) |
| Provision for impairment | (297,826) |
| At 31 December 2015 | <u>(2,149,985)</u> |
| Net book value | |
| At 31 December 2015 | <u>4,084,616</u> |
| At 31 December 2014 | <u>4,359,764</u> |

During 2015, the Company acquired 239,590 shares in Forsite Diagnostics for consideration of £9,683, increasing its shareholding to 98.7%. A further 1,200 shares were acquired in 2016 to date for consideration of £136.

During 2015 a £10,000 convertible loan owed to Imperial Innovations Businesses Limited, a shareholder of the company, was converted into 10,080 Molecular Vision Limited shares. These were subsequently exchanged for 6,451 new preferred ordinary shares in Abingdon Health Limited.

A provision for impairment of the carrying value of Molecular Vision has been included in the period. This is because there is uncertainty over whether the current research projects that the company is working on will be revenue generating in the short term. As a result of this uncertainty, the directors have deemed that it is appropriate for the carrying value of Molecular Vision to be written down to £nil.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

11. Fixed asset investments (continued)

Joint ventures

| | Group Total £ | Company Total £ |
|---------------------------------------|---------------------|-----------------------|
| <i>Share of net assets / Cost</i> | | |
| At 1 January 2015 | (15,492) | 360,000 |
| Additions | 123,000 | 123,000 |
| Share of retained losses for the year | (184,251) | - |
| | <hr/> | <hr/> |
| At 31 December 2015 | (76,743) | 483,000 |
| | <hr/> | <hr/> |
| <i>Provisions for impairment</i> | | |
| At 1 January 2015 | - | - |
| Impairment during the year | - | (306,100) |
| | <hr/> | <hr/> |
| At 31 December 2015 | - | (306,100) |
| | <hr/> | <hr/> |
| <i>Net book value</i> | | |
| At 31 December 2015 | (76,743) | 176,900 |
| | <hr/> <hr/> | <hr/> <hr/> |
| At 31 December 2014 | (15,492) | 360,000 |
| | <hr/> <hr/> | <hr/> <hr/> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

12. Stocks

| | Group | | Company | |
|------------------------------------|----------------|----------------|-----------|-----------|
| | 2015 £ | 2014 £ | 2015 £ | 2014 £ |
| Finished goods and work in process | 17,750 | 32,021 | - | - |
| Raw materials | 116,821 | 123,580 | - | - |
| | <u>134,571</u> | <u>155,601</u> | <u>-</u> | <u>-</u> |

There is no material difference between the balance sheet value of stocks and their replacement cost.

13. Debtors

| | Group | | Company | |
|---|------------------|----------------|------------------|----------------|
| | 2015 £ | 2014 £ | 2015 £ | 2014 £ |
| Trade debtors | 147,816 | 106,707 | 29,263 | 14,825 |
| Other debtors and prepayments | 696,930 | 536,146 | 70,751 | 29,273 |
| Balances owed by subsidiaries | - | - | 971,294 | 317,205 |
| Loans to investments and joint ventures | 240,000 | 240,000 | 240,000 | 240,000 |
| Interest accrued on loans to investments and joint ventures | 65,600 | 46,400 | 65,600 | 46,400 |
| | <u>1,150,346</u> | <u>929,253</u> | <u>1,376,908</u> | <u>647,703</u> |

Loans to investments and joint ventures include amounts due in relation to loan notes issued by the Company's joint venture, Bioscience Ventures Limited (£240,000). The Company's trade debtors are balances owed by BSVL and its subsidiaries.

In the Company balance sheet, all balances payable by the Company's subsidiary, Forsite Diagnostics Limited, (£1,973,417 including £560,000 of loan notes) (2014: £1,275,686) have been provided for in full. Balances payable by the Company's subsidiary, Molecular Vision Limited, (£220,748) have also been provided for. Balances owed by subsidiaries includes £887,927 of loans and accrued interest due from Serascience (2014: £304,478).

The loan notes were issued in 2012 and 2013 and have a five year term, though repayment can be triggered by a change of control or a further fundraising in Forsite Diagnostics Limited. The loan notes accrue interest at 8% pa, payable on redemption or conversion. At the end of the five year term (or change of control / further fundraising), the loan note holders have the option of redeeming the loan notes or converting them into ordinary shares at a 20% discount to the share price at the time of conversion. In the opinion of the directors, the fair value of this debt is not materially different from the face value. As a continuing security for the payment and discharge of the loan note liabilities, Forsite Diagnostics Limited has provided security to the Company in the form of a charge over the assets of the company.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

14. Creditors: amounts falling due within one year

| | Group | | Company | |
|--|------------------|------------------|------------------|------------------|
| | 2015 £ | 2014 £ | 2015 £ | 2014 £ |
| Trade creditors | 186,695 | 152,623 | 52,118 | 73,762 |
| Convertible loan notes | 3,000,000 | 1,163,745 | 3,000,000 | 1,163,745 |
| Interest accrued on Convertible loan notes | 228,082 | 31,883 | 228,082 | 31,883 |
| Obligations under finance lease and hire purchase contracts | 18,921 | 54,589 | - | - |
| Other taxes | 95,230 | 54,397 | 74,763 | 23,911 |
| Other creditors | 625,620 | 879,957 | 122,556 | 36,872 |
| | <u>4,154,548</u> | <u>2,337,194</u> | <u>3,477,519</u> | <u>1,330,173</u> |

Other creditors of the Group include £180,000, payable to a former shareholder of Forsite Diagnostics Limited. This amount is repayable in instalments over the period to 31 December 2016. A further £223,000 is included in creditors falling due after more than one year.

The convertible loan notes were issued in June 2015 to certain existing shareholders. They accrue interest at 15% and were convertible into preferred ordinary shares subject to certain conditions. As set out in Note 21, the terms of the loan notes were amended as part of a fundraising in July 2016.

15. Creditors: amounts falling due after more than one year

| | Group | | Company | |
|--|----------------|---------------|-----------|-----------|
| | 2015 £ | 2014 £ | 2015 £ | 2014 £ |
| Other creditors | 223,000 | 70,000 | - | - |
| Obligations under finance lease and hire purchase contracts | - | 18,920 | - | - |
| | <u>223,000</u> | <u>88,920</u> | <u>-</u> | <u>-</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

15. Creditors: amounts falling due after more than one year (continued)

Borrowings are repayable as follows:

| | Group | | Company | |
|--|------------------|------------------|-----------|-----------|
| | 2015 £ | 2014 £ | 2015 £ | 2014 £ |
| Other creditors | | | | |
| Due within one year | 180,000 | 523,000 | - | - |
| Between one and two years | 180,000 | 60,000 | - | - |
| Between two and five years | 43,000 | - | - | - |
| After five years | - | 10,000 | - | - |
| | <u>403,000</u> | <u>593,000</u> | <u>-</u> | <u>-</u> |
| Obligations under finance lease | | | | |
| Due within one year | 18,920 | 54,589 | - | - |
| Between one and two years | - | 18,920 | - | - |
| Between two and five years | - | - | - | - |
| | <u>18,920</u> | <u>73,509</u> | <u>-</u> | <u>-</u> |
| Convertible loan notes including interest | | | | |
| Due within one year | 3,228,082 | 1,163,745 | - | - |
| | <u>3,228,082</u> | <u>1,163,745</u> | <u>-</u> | <u>-</u> |
| Total | | | | |
| Due within one year | 3,427,002 | 1,741,334 | - | - |
| Between one and two years | 180,000 | 78,920 | - | - |
| Between two and five years | 43,000 | - | - | - |
| After five years | - | 10,000 | - | - |
| | <u>3,650,002</u> | <u>1,830,254</u> | <u>-</u> | <u>-</u> |

At 31 December 2015, other creditors include £403,000 (2014: £583,000) payable to a former shareholder of Forsite Diagnostics Limited. The balance is payable in instalments over the period to March 2018. Abingdon Health has provided a guarantee in respect of this liability.

At 31 December 2014, other creditors included £10,000 owed to Imperial Innovations Businesses Limited, a shareholder of the company in relation to a convertible loan. The loan was converted into 10,080 Molecular Vision Limited shares in February 2015. These were subsequently exchanged for 6,451 new preferred ordinary shares in Abingdon Health Limited.

16. Called up share capital

| | Number | | Value | |
|--|-------------|-------------|--------------|--------------|
| | 2015 No. | 2014 No. | 2015 £ | 2014 £ |
| Allotted, issued and fully paid | | | | |
| Ordinary Shares of £0.001 each | 1,996,987 | 1,992,442 | 1,997 | 1,992 |
| Preferred ordinary Shares of £0.001 each | 5,007,500 | 4,493,488 | 5,008 | 4,494 |
| A Ordinary Shares of £0.01 each | - | 10,000 | - | 100 |
| | | | <u>7,005</u> | <u>6,586</u> |
| Total | | | <u>7,005</u> | <u>6,586</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

16. Called up share capital (continued)

On 1 May 2015, a convertible loan note was converted into preferred ordinary shares. The value of the loan note and interest was £1,125,264. It was converted into 507,561 preferred ordinary shares. As noted in Note 15 above, 6,451 shares were issued to Imperial Innovations Businesses Limited as consideration for 10,080 shares in Molecular Vision.

On 23 December 2015, a former director subscribed for 4,545 ordinary shares of £0.001 each in the share capital of the Company for cash at par.

In December 2015, all of the A ordinary shares were bought back by the Company and cancelled. The consideration paid was equal to the original subscription price (£5,000 in total).

All Ordinary and Preferred Ordinary shares are entitled to one vote per share.

17. Reserves

| Group | Share premium account £ | Profit and loss account £ | Total £ |
|----------------------------------|----------------------------------|------------------------------------|------------------|
| At 1 January 2015 | 9,039,091 | (4,621,670) | 4,417,421 |
| Shares issued | 1,137,743 | - | 1,137,743 |
| Shares bought back and cancelled | (4,900) | - | (4,900) |
| Loss for the financial year | - | (2,710,128) | (2,710,128) |
| At 31 December 2015 | <u>10,171,934</u> | <u>(7,331,798)</u> | <u>2,840,136</u> |
| Company | | | |
| At 1 January 2015 | 9,039,091 | (4,065,072) | 4,974,019 |
| Shares issued | 1,137,743 | - | 1,137,743 |
| Shares bought back and cancelled | (4,900) | - | (4,900) |
| Loss for the financial year | - | (2,360,045) | (2,360,045) |
| At 31 December 2015 | <u>10,171,934</u> | <u>(6,425,117)</u> | <u>3,746,817</u> |

18. Minority interests

| Group | 2015 £ | 2014 £ |
|--|---------------|----------------|
| At start of period | 182,917 | 92,457 |
| Acquisition of subsidiary undertakings | (181,010) | (78,808) |
| Loss on ordinary activities after taxation including joint venture minority interest | 23,783 | 169,268 |
| At 31 December 2015 | <u>25,690</u> | <u>182,917</u> |

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

19. Financial commitments

Annual commitments under non-cancellable operating leases are as follows:

| Group Expiry date | Land & buildings | |
|---------------------------|------------------|----------------|
| | 2015 £ | 2014 £ |
| Within one year | 41,730 | 2,346 |
| Between one and two years | 240,507 | 234,506 |
| Total | <u>282,237</u> | <u>236,852</u> |

| Company Expiry date | Land & buildings | |
|---------------------------|------------------|---------------|
| | 2015 £ | 2014 £ |
| Within one year | 41,730 | - |
| Between one and two years | 34,501 | 34,501 |
| Total | <u>76,231</u> | <u>34,501</u> |

Leases of land and buildings are typically subject to rent reviews at specified intervals and provide for the lessee to pay all insurance, maintenance and repair costs.

20. Retirement benefit schemes

Defined contribution pension schemes

The Group operates defined contribution pension schemes for all qualifying employees and for certain employees make payments into their personal defined contribution pension schemes. The pension cost charge for the year represents contributions payable by the Group to the schemes and amounted to £83,186 (2014: £88,851). At the year end there is a pension creditor of £7,311 (2014: 3,956).

21. Subsequent events

On 4 July 2016, the Company completed a fundraising of £3,000,000 by issuing loan notes to certain existing shareholders. The terms of the £3,000,000 loan notes issued in June 2015 were amended to align with the new loan notes. The repayment date for the loan notes is 31 December 2019 and the interest rate is 15% pa. The loan notes are not convertible.

In January 2016, the Company granted 976,736 options for ordinary shares. These options were issued to directors and certain senior managers. A further 162,789 options were approved for issue but had not been granted at the date these accounts were approved.

In June 2016, Bioscience Ventures Limited sold Alta Bioscience Limited for an undisclosed sum.

Abingdon Health Ltd

Notes to the financial statements Year ended 31 December 2015

22. Related party transactions

Bioscience Ventures Limited

During the year, Abingdon Health Limited charged £131,226 (2014: £19,353) of management charges to Bioscience Ventures Limited (2013 – nil). As at 31 December 2015, the trade debtor balance was £24,446 (2014: £6,862).

In 2012, Abingdon Health Limited subscribed for £240,000 of loan notes issued by Bioscience Ventures Limited. In 2015, interest of £19,200 accrued on the loan notes (2014: £19,200). As at 31 December 2015, the trade debtor balance was £65,600 (2014: £46,400). The loan notes and the accrued interest are included within debtors.

Alta Bioscience Limited

During the year, Abingdon Health Limited charged £14,828 (2014: £11,686) of management charges to Alta Bioscience Limited, a subsidiary of Bioscience Ventures Limited. As at 31 December 2015, the trade debtor balance was £3,441 (2014: £5,785).

Linear Diagnostics Limited

During the year, Abingdon Health Limited re-charged £5,279 (2014: £5,496) of costs to Linear Diagnostics Limited, a subsidiary of Bioscience Ventures Limited. As at 31 December 2015, the trade debtor balance was £1,375 (2014: £2,178).

Forsite Diagnostics Limited

During 2013 Abingdon Health Limited provided a short term, interest-free loan of £9,163 by way of settling purchase invoices on behalf of the company. This amount has not yet been repaid. Abingdon Health Limited charged Forsite Diagnostics management charges of £215,149 (2014: £126,611). These amounts have not been repaid together with £113,910 of charges from 2013. Abingdon Health has provided loans of £1,310,000 to Forsite Diagnostics (2014: £960,000). Interest of £89,874 was charged on loans (2014: £59,877). As at 31 December 2015 interest accrued was £198,584 (2014: £108,711).

At the 31 December 2015, the total balance due from Forsite Diagnostics was £1,973,417 (2014: £1,275,686). As set out in note 7 above, all balances due from Forsite Diagnostics had been provided for in full in the Abingdon Health company balance sheet.

During the year the company made sales of goods or services in the ordinary course of business of £2,579 to Abingdon Health Limited (2014: £39,715), and the year-end trade debtor balance was £ nil.

Forsite Diagnostics Limited leases property controlled by a party related to a former shareholder, The Food and Environment Agency. Future lease commitments are included within the commitments shown in Note 19.

Other amounts payable to this former shareholder are £403,000, which is included within “Creditors amounts falling due within one year” as per note 14 and the balance shown within “Creditors amounts falling due after more than one year” as per note 15.

During the year Forsite Diagnostics Limited purchased £18,422 (2014: £77,133) of goods in the ordinary course of business from The Food and Environment Agency, and the year-end trade creditor balance was £3,000 (2014: £ nil).

During the year Forsite Diagnostics Limited made sales of goods or services in the ordinary course of business of £1,359 to The Food and Environment Agency (2014: £32,928), and the year-end trade debtor balance was £nil (2014: £ nil).

In May 2015, the Food and Environment Agency sold its shareholding in Forsite Diagnostics to other existing shareholders of the company, including Abingdon Health, and hence is no longer considered a related party.

23. Ultimate controlling party

In the opinion of the directors, no one party has ultimate control due to shareholding.