

**Reckitt Benckiser (Health)
Holdings Limited**

Report and Financial Statements

For the 2 month period ended

31 December 2017

Company Number 11061440



Reckitt Benckiser (Health) Holdings Limited

Company Information

Directors	Adrian Nevil Hennah Simon Andrew Neville John Dixon Parag Agarwal Jonathan Timmis
Company Secretary	Simone Casaglia
Registered Number	11061440
Registered Office	103-105 Bath Road Slough Berkshire United Kingdom SL1 3UH
Independent Auditors	PricewaterhouseCoopers LLP 1 Embankment Place London United Kingdom WC2N 6RH

Reckitt Benckiser (Health) Holdings Limited

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Reckitt Benckiser (Health) Holdings Limited

Directors' Report to the members of Reckitt Benckiser (Health) Holdings Limited For the 2 Month Period Ended 31 December 2017

The Directors present their report and the audited Financial Statements for the 2 month period from incorporation on 13 November 2017 to 31 December 2017.

This report has been prepared in accordance with special provisions related to small companies within Part 15 of the Companies Act 2006.

Principal activities

The principal activity of the Company is to act as holding company for other Group companies. The Company, which is a member of the Reckitt Benckiser Group of companies (the "Group"), carries out the strategy intended by the Company Directors.

Directors

The Directors of the Company who held office during the financial period and up to the date of signing of the Financial Statements were as follows:

Adrian Nevil Hennah (appointed 13 November 2017)
Simon Andrew Neville (appointed 13 November 2017)
John Dixon (appointed 13 November 2017)
Parag Agarwal (appointed 1 February 2018)
Jonathan Timmis (appointed 1 February 2018)

Directors' indemnity

On 28 July 2009, Reckitt Benckiser Group plc executed a deed poll of indemnity for the benefit of each individual who is, at any time on, or after 28 July 2009, an officer of Reckitt Benckiser Group plc and/or any company within the Group in respect of costs of defending claims against them and third party liabilities.

Statement of Directors' responsibilities in respect of the Financial Statements

The Directors are responsible for preparing the Report and the Financial Statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare Financial Statements for each financial period. Under that law the Directors have prepared the Financial Statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the Directors must not approve the Financial Statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these Financial Statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the Financial Statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the Financial Statements comply with the Companies Act 2006.

The Directors 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.

Reckitt Benckiser (Health) Holdings Limited

Directors' Report to the members of Reckitt Benckiser (Health) Holdings Limited (continued) For the 2 Month Period Ended 31 December 2017

Results for the period and movement on reserves

The Company was incorporated on 13 November 2017. The first accounting period is from the date of incorporation until 31 December 2017.

During the period 1,000 ordinary shares, having an aggregate nominal value of £1,000, were allotted for an aggregate consideration of £1,000.

The Financial Statements for the period ended 31 December 2017 show a result of £nil.

The Directors do not recommend the payment of a dividend.

On 17 November 2017 the Company incorporated a new wholly owned subsidiary, Reckitt Benckiser Health Limited, with an issued share capital of 1,000 ordinary shares of £1.

Future developments

The Company is expected to be the Holding Company for the Groups Health subsidiaries.

Going concern

The Company participates in the Group's centralised treasury arrangements and so shares the banking arrangements with its parent and fellow subsidiaries.

On the basis of their assessment of the Company's financial position and of the enquiries made of the Directors of Reckitt Benckiser Group plc, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the annual Financial Statements.

Independent Auditors

The Company has adopted Articles which are compliant with provisions of the Companies Act 2006 and is therefore not required to hold annual general meetings to lay Financial Statements before the shareholders and to reappoint the Auditors annually.

Disclosure of information to Auditors

Each of the persons who are Directors at the time when this Directors' Report to the members of Reckitt Benckiser (Health) Holdings Limited 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.

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

This report was approved by the Board on 17 August 2018 and signed on its behalf.


John Dixon
Director

Reckitt Benckiser (Health) Holdings Limited

Independent Auditors' Report to the members of Reckitt Benckiser (Health) Holdings Limited

Report on the audit of the financial statements

Opinion

In our opinion, Reckitt Benckiser (Health) Holdings Limited's Financial Statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2017 and of its result for the 2 month period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the Financial Statements, included within the Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2017; the Statement of Comprehensive Income, and the Statement of Changes in Equity for the 2 month period then ended; and the notes to the Financial Statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the Financial Statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

Reckitt Benckiser (Health) Holdings Limited

Independent Auditors' Report to the members of Reckitt Benckiser (Health) Holdings Limited (continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the Financial Statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the Financial Statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the period ended 31 December 2017 is consistent with the Financial Statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the Financial Statements and the audit

Responsibilities of the Directors for the Financial Statements

As explained more fully in the Statement of Directors' responsibilities in respect of the Financial Statements set out on page 1, the Directors are responsible for the preparation of the Financial Statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Directors are also responsible for such internal control as they 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 Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue 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 (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

Reckitt Benckiser (Health) Holdings Limited

Independent Auditors' Report to the members of Reckitt Benckiser (Health) Holdings Limited (continued)

A further description of our responsibilities for the audit of the Financial Statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

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

Other required reporting

Companies Act 2006 exception reporting

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

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- the Financial Statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

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



Charlotte Marnham (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP,
Chartered Accountants and Statutory Auditors
London

17 August 2018

Reckitt Benckiser (Health) Holdings Limited

Statement of Comprehensive Income For the 2 Month Period Ended 31 December 2017

	2017 £
Result on ordinary activities before tax	-
Tax on result on ordinary activities	-
Result for the financial period	<u>-</u>

The notes on pages 9 to 14 form part of these Financial Statements.

Reckitt Benckiser (Health) Holdings Limited

Registered number: 11061440

Balance Sheet As at 31 December 2017

	Note	2017 £
Fixed Assets		
Investments	3	1,000
Current Assets		
Debtors due within one year	4,6	1,000
Creditors due within one year	5,6	(1,000)
Net Current Assets		-
Net Assets		<u>1,000</u>
Equity		
Share capital	7	<u>1,000</u>
Total Equity		<u><u>1,000</u></u>

The Financial Statements have been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

The notes on pages 9 to 14 form part of these Financial Statements.

The Financial Statements on pages 6 to 14 were approved and authorised for issue by the Board and were signed on its behalf on 17 August 2018.


John Dixon
Director

Reckitt Benckiser (Health) Holdings Limited

Statement of Changes in Equity For the 2 Month Period Ended 31 December 2017

	Share capital £	Total Equity £
At 13 November 2017	-	-
Comprehensive income		
Result for the financial period	-	-
Other comprehensive income	-	-
Total comprehensive income	-	-
Transactions with owners		
Shares issued on incorporation	1,000	1,000
Total transactions with owners	1,000	1,000
Balance at 31 December 2017	1,000	1,000

The notes on pages 9 to 14 form part of these Financial Statements.

Reckitt Benckiser (Health) Holdings Limited

Notes to the Financial Statements For the 2 Month Period Ended 31 December 2017

1. Accounting Policies

The principal accounting policies are summarised below. They have been applied consistently throughout the period.

1.1 General Information

Reckitt Benckiser (Health) Holdings Limited is a private company limited by shares and is incorporated in England and Wales. The address of the registered office is given on the Company Information page at the beginning of these statutory Financial Statements. The nature of the Company's operations and its principal activities are set out in the Directors' Report on pages 1 to 2.

1.2 Statement of Compliance

The Financial Statements have been prepared on a going concern basis, under the historical costs convention and in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

1.3 Basis of Preparation

The principal accounting policies applied in the preparation of these Financial Statements are set out below. These policies have been consistently applied to the period presented, unless otherwise stated.

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 (see note 2).

1.4 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 FRS 102 for qualifying entities:

- the requirements of section 3 Financial Statement Presentation paragraph 3.17(d) and section 7 Statement of Cash Flows not to prepare a statement of cash flows;
- the requirements of section 4 Statement of Financial Position paragraph 4.12(a)(iv) not to prepare a reconciliation of the numbers of shares outstanding at the beginning and end of the year;
- the requirements of section 33 Related Party Disclosures paragraph 33.7 not to disclose key management personnel compensation in total.

The Company's results are included in the publicly available consolidated Financial Statements of Reckitt Benckiser Group plc and these Financial Statements may be obtained from 103-105 Bath Road, Slough, Berkshire, SL1 3UH, United Kingdom or at www.rb.com.

Reckitt Benckiser (Health) Holdings Limited

Notes to the Financial Statements For the 2 Month Period Ended 31 December 2017

1. Accounting Policies (continued)

1.5 Consolidation

The Financial Statements contain information about Reckitt Benckiser (Health) Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under section 401 of the Companies Act 2006 from the requirement to prepare consolidated Financial Statements as it and its subsidiary undertakings are included in the consolidated Financial Statements of its ultimate parent company, Reckitt Benckiser Group plc, a company registered in England and Wales.

1.6 Investments

Investments are stated at the lower of cost and their recoverable amount, which is determined as the higher of net realisable value and value in use. A review for the potential impairment is carried out by the Directors if events or changes in circumstances indicate that the carrying value of the investment may not be recoverable. Such impairment reviews are performed in accordance with FRS 102 section 27 "Impairment of assets".

1.7 Financial Instruments

The Company only enters into basic financial instrument transactions that result in the recognition of basic financial assets and liabilities, including trade and other receivables and payables and loans to and from related parties. These transactions are initially recorded at transaction price, unless the arrangement constitutes a financing transaction where the transaction is measured at the present value of the future receipt discounted at a market rate of interest, and subsequently recognised at amortised cost.

(a) Financial Assets

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in comprehensive income or expense.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(b) Financial Liabilities

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Reckitt Benckiser (Health) Holdings Limited

Notes to the Financial Statements For the 2 Month Period Ended 31 December 2017

2. Accounting Estimates and Judgements

In the application of the Company's accounting policies the Directors are required to make a number of estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

In preparing these Financial Statements, the Directors have had to make the following judgements:

- Determine whether there are indicators of impairment of the Company's fixed asset investments. Factors taken into account are the net assets of the Company's investment.

The Company's Directors are of the opinion that there are no further judgements and no other key sources of estimation uncertainty that have a significant risk of causing material adjustment to the carrying value of assets and liabilities for the Company within the next financial year.

3. Investments

	Investment in subsidiary undertakings £
Cost	
At 13 November 2017	-
Additions	1,000
At 31 December 2017	<u>1,000</u>
Impairment	
At 13 November 2017 and 31 December 2017	<u>-</u>
Net book value	
At 13 November 2017 and 31 December 2017	<u><u>1,000</u></u>

On 17 November 2017 the Company incorporated a new wholly owned subsidiary, Reckitt Benckiser Health Limited, with an issued share capital of 1,000 ordinary shares of £1.

Reckitt Benckiser (Health) Holdings Limited

Notes to the Financial Statements For the 2 Month Period Ended 31 December 2017

3. Investments (continued)

Direct Subsidiary Undertakings

The following was a direct subsidiary undertaking of the Company:

Name	Class of shares	Holding	Registered Office
Reckitt Benckiser Health Limited	Ordinary	100 %	103-105 Bath Road, Slough, Berkshire, SL1 3UH, UK

The Directors believe that the carrying value of the investment is supported by the net assets.

4. Debtors due within one year

2017
£

Amounts owed by Group undertakings 1,000

The amount owed by Group undertakings due within one year is unsecured, repayable on demand and non-interest bearing.

5. Creditors due within one year

2017
£

Amounts owed to Group undertakings 1,000

The amount owed to Group undertakings due within one year is unsecured, repayable on demand and non-interest bearing.

Reckitt Benckiser (Health) Holdings Limited

Notes to the Financial Statements For the 2 Month Period Ended 31 December 2017

6. Financial Instruments

2017
£

Financial Assets

Financial assets that are debt instruments measured at amortised cost	1,000
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Financial Liabilities

Financial liabilities measured at amortised cost	(1,000)
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The amount owed by Group undertakings due within one year is unsecured, repayable on demand and non-interest bearing.

The amount owed to Group undertakings due within one year is unsecured, repayable on demand and non-interest bearing.

7. Share capital

2017
£

Issued and fully paid

1,000 Ordinary shares of £1 each	1,000
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On incorporation, on 13 November 2017, the Company issued 1,000 ordinary shares, having an aggregate nominal value of £1,000, for an aggregate consideration of £1,000.

8. Directors and Employees

During the period the Company had 3 Directors resident in the UK, none of whom received any emoluments in respect of services to the Company.

The Company had no employees during the current period and consequently did not incur any expenditure in respect of wages and salaries, social security costs or other pension costs.

9. Ultimate Parent Undertaking and Controlling Party

The immediate parent company is Reckitt Benckiser plc, a company incorporated in England and Wales.

The ultimate parent company and controlling party is Reckitt Benckiser Group plc, a Company incorporated in England and Wales, which is the parent undertaking of the smallest and largest Group to consolidate these Financial Statements. Copies of the Group Financial Statements of Reckitt Benckiser Group plc can be obtained from 103-105 Bath Road, Slough, Berkshire, SL1 3UH, United Kingdom or at <http://www.rb.com>.

Reckitt Benckiser (Health) Holdings Limited

Notes to the Financial Statements For the 2 Month Period Ended 31 December 2017

10. Auditors' Remuneration

The Auditors' remuneration is met by the ultimate parent company, Reckitt Benckiser Group plc and is disclosed in total in the Group Financial Statements. No recharge is made to its subsidiaries as it is not practical to make an allocation of the audit fee to each subsidiary entity individually.