

Lundbeck China Holding A/S
Central Business Registration No
33766939

Annual report 2013

The Annual General Meeting adopted the annual report on 19.03.2014

Chairman



Name: Jakob Østergaard Mikkelsen

Contents

	<u>Page</u>
Entity details	1
Statement by Management on the annual report	2
Independent auditor's reports	3
Management commentary	5
Accounting policies	6
Income statement for 2013	8
Balance sheet at 31.12.2013	9
Statement of changes in equity for 2013	11
Notes	12

Entity details

Company

Lundbeck China Holding A/S

Ottiliavej 9

DK-2500 Valby

Central Business Registration No: 33766939

Registered in: Copenhagen

Financial year: 01.01.2013 - 31.12.2013

Board of Directors

Ole Chrintz, Chairman

Kim Andersen

Hong Jiang

Executive Board

Kim Andersen, Chief Executive Officer

Company auditors

Deloitte Statsautoriseret Revisionspartnerselskab

Weidekampsgade 6

DK-0900 København C

Statement by Management on the annual report

The Board of Directors and the Executive Board have today considered and approved the annual report of Lundbeck China Holding A/S for the financial year 01.01.2013 - 31.12.2013.

The annual report is presented in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Entity's financial position at 31.12.2013 and of the results of its operations for the financial year 01.01.2013 - 31.12.2013.

We believe that the management commentary contains a fair review of the affairs and conditions referred to therein.

We recommend the annual report for adoption at the Annual General Meeting.

Copenhagen, 19.03.2014

Executive Board

Kim Andersen
Chief Executive Officer

Board of Directors



Ole Chrintz
Chairman

Kim Andersen



Hong Jiang

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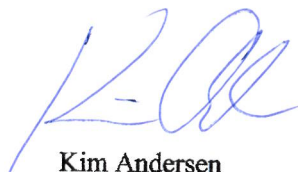
Copenhagen, 19.03.2014

Executive Board

Kim Andersen
Chief Executive Officer

Board of Directors

Ole Chrintz
Chairman



Kim Andersen

Hong Jiang

Independent auditor's reports

To the owners of Lundbeck China Holding A/S

Report on the financial statements

We have audited the financial statements of Lundbeck China Holding A/S for the financial year 01.01.2013 - 31.12.2013, which comprise the accounting policies, income statement, balance sheet, statement of changes in equity and notes. The financial statements are prepared in accordance with the Danish Financial Statements Act.

Management's responsibility for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing and additional requirements under Danish audit regulation. This requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Our audit has not resulted in any qualification.

Opinion

In our opinion, the financial statements give a true and fair view of the Company's financial position at 31.12.2013 and of the results of its operations for the financial year 01.01.2013 - 31.12.2013 in accordance with the Danish Financial Statements Act.

Statement on the management commentary

Pursuant to the Danish Financial Statements Act, we have read the management commentary. We have not performed any further procedures in addition to the audit of the financial statements.

On this basis, it is our opinion that the information provided in the management commentary is consistent with the financial statements.

Independent auditor's reports

Copenhagen, 19.03.2014

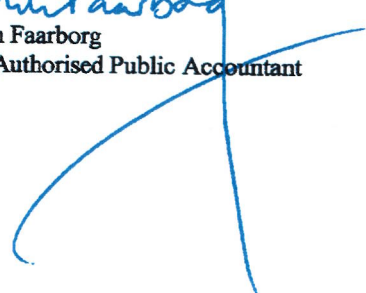
Deloitte

Statsautoriseret Revisionspartnerselskab

Martin Faarborg

Martin Faarborg

State Authorised Public Accountant



Management commentary

Primary activities

The company's primary activity is to own shares in subsidiaries and all activities that are considered to be related.

Development in activities and finances

The income statement for 2013 shows a loss of DKK 89 thousand which represents Management's expectations.

The company's balance sheet at 31 December 2013 shows equity of DKK 39,855 thousand.

Events after the balance sheet date

No events have occurred after the balance sheet date to this date which would influence the evaluation of this annual report.

Accounting policies

Reporting class

This annual report has been presented in accordance with the provisions of the Danish Financial Statements Act governing reporting class B enterprises.

According to section 112(1) of the Danish Financial Statements Act, the Entity has chosen not to prepare consolidated financial statements.

The accounting policies applied for these financial statements are consistent with those applied last year.

Recognition and measurement

Assets are recognised in the balance sheet when it is probable as a result of a prior event that future economic benefits will flow to the Entity, and the value of the asset can be measured reliably.

Liabilities are recognised in the balance sheet when the Entity has a legal or constructive obligation as a result of a prior event, and it is probable that future economic benefits will flow out of the Entity, and the value of the liability can be measured reliably.

On initial recognition, assets and liabilities are measured at cost. Measurement subsequent to initial recognition is effected as described below for each financial statement item.

Anticipated risks and losses that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date are considered at recognition and measurement.

Income is recognised in the income statement when earned, whereas costs are recognised by the amounts attributable to this financial year.

Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the one in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses.

Income statement

Other external expenses

Other external expenses include expenses relating to the Entity's administration.

Accounting policies

Other financial expenses

Other financial expenses comprise interest expenses, net capital losses on securities, payables and transactions in foreign currencies.

Income taxes

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Entity is jointly taxed with the Lundbeck Foundation and its Danish subsidiaries. The current Danish income tax is allocated among the jointly taxed entities proportionally to their taxable income (full allocation with a refund concerning tax losses).

Balance sheet

Investments in group enterprises

Investments in group enterprises are measured at cost and are written down to the lower of recoverable amount and carrying amount.

Income tax payable or receivable

Current tax payable or receivable is recognised in the balance sheet, stated as tax calculated on this year's taxable income, adjusted for prepaid tax.

Cash

Cash comprises cash in hand and bank deposits.

Other financial liabilities

Other financial liabilities are measured at amortised cost, which usually corresponds to nominal value.

Income statement for 2013

	<u>Notes</u>	<u>2013</u> <u>'000DKK</u>	<u>2012</u> <u>'000DKK</u>
Other external expenses		(40)	(39)
Operating profit/(loss)		(40)	(39)
Other financial expenses		(79)	(1)
Profit/(loss) from ordinary activities before tax		(119)	(40)
Tax on profit or loss from ordinary activities	1	30	10
Net profit/(loss) for the year		(89)	(30)
Proposed distribution of profit or loss			
Retained earnings		(89)	(30)
		(89)	(30)

Balance sheet at 31.12.2013

	<u>Notes</u>	<u>2013</u> <u>'000DKK</u>	<u>2012</u> <u>'000DKK</u>
Investments in group enterprises		39,431	28,238
Fixed asset investments	2	<u>39,431</u>	<u>28,238</u>
Fixed assets		<u>39,431</u>	<u>28,238</u>
Income tax receivable		7	18
Receivables		<u>7</u>	<u>18</u>
Cash		<u>467</u>	<u>238</u>
Current assets		<u>474</u>	<u>256</u>
Assets		<u><u>39,905</u></u>	<u><u>28,494</u></u>

Balance sheet at 31.12.2013

	<u>Notes</u>	<u>2013</u> <u>'000DKK</u>	<u>2012</u> <u>'000DKK</u>
Contributed capital	3	30,000	28,500
Share premium		10,000	0
Retained earnings		(145)	(56)
Equity		<u>39,855</u>	<u>28,444</u>
Other payables		50	50
Current liabilities other than provisions		<u>50</u>	<u>50</u>
Liabilities other than provisions		<u>50</u>	<u>50</u>
Equity and liabilities		<u>39,905</u>	<u>28,494</u>
Contingent liabilities	4		
Related parties with control	5		
Consolidation	6		

Statement of changes in equity for 2013

	Contri- buted capi- tal '000DKK	Share premium '000DKK	Retained earnings '000DKK	Total '000DKK
Equity beginning of year	28,500	0	(56)	28,444
Increase of capital	1,500	10,000	0	11,500
Profit (loss) for the year	0	0	(89)	(89)
Equity end of year	30,000	10,000	(145)	39,855

Notes

	2013 <u>'000DKK</u>	2012 <u>'000DKK</u>
1. Tax on ordinary profit or loss for the year		
Tax on current year taxable income	(30)	(10)
	<u>(30)</u>	<u>(10)</u>

	Investments in group enterprises <u>'000DKK</u>
2. Fixed asset investments	
Cost beginning of year	28,238
Additions	11,193
Cost end of year	<u>39,431</u>
Carrying amount end of year	<u>39,431</u>

	<u>Registered in</u>	<u>Equity interest %</u>	<u>Equity '000DKK</u>	<u>Profit or loss '000DKK</u>
Subsidiary:				
Lundbeck Pharma Ceuticals (Tianjin) Co., Ltd	China	100.00	-	-
Lundbeck Pharma Consulting (Shanghai) Co., Ltd	China	100.00	-	-

4. Contingent liabilities

The Entity participates in a Danish joint taxation arrangement with the Lundbeck Foundation. According to the joint taxation provisions of the Danish Corporation Tax Act, the Entity therefore has partial joint and secondary liability from the financial year 2013 for income taxes etc. for the jointly taxed companies and from 1 July 2012 also partial joint and secondary liability for obligations, if any, relating to the withholding of tax on interest, royalties and dividends for the jointly taxed companies. However, the secondary liability may at maximum total an amount corresponding to the share capital of the Entity which is owned directly or indirectly by the ultimate parent.

5. Related parties with control

The following shareholders own more than 5 % of the company:

- H. Lundbeck A/S, Ottiliavej 9, DK-2500 Valby
- Investeringsfonden for Udviklingslandene, Fredericiagade 27, DK-1310 København K

Notes

6. Consolidation

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

H. Lundbeck A/S, Ottiliavej 9, DK-2500 Valby