
RESOUND (DERRIFORD) LIMITED

Company Registration No. 07018708

REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

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RESOUND (DERRIFORD) LIMITED

Report and Financial Statements For the year ended 31 March 2015

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RESOUND (DERRIFORD) LIMITED

Company Information

Directors

J R Bawn	
R M B Chilcott	(Appointed 16 February 2015)
J E Haan	
A S Lejk	
G W Mackinlay	(Resigned 16 February 2015)
P J Sheldrake	
G B Shields	(Appointed 16 February 2015)

Company Secretary

Clare Sheridan	(Appointed 1 May 2015)
Asset Management Solutions Ltd	(Resigned 30 April 2015)

Registered Office

Kent House
14-17 Market Place
London
W1W 8AJ

Auditor

BDO LLP
55 Baker Street
London
W1U 7EU

RESOUND (DERRIFORD) LIMITED

Directors' Report For the year ended 31 March 2015

The directors present their annual report and the audited financial statements for the year ended 31 March 2015.

This directors' report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption.

Principal activities

The principal activity of the company is to design, build, finance and manage premises under the Government's LIFT initiative.

The company's principal tenant is Community Health Partnerships Limited. The directors are confident that the principal tenant will continue to meet the obligations set out under the lease agreement.

The results for the year are included on page 6.

Dividends

The company paid no dividends during the year (2014: £nil). The directors do not recommend payment of a dividend (2014: £nil).

Directors

The current directors of the company, who served throughout the period and subsequently unless otherwise stated, are shown on page 1.

Resound (Derriford) Limited has adopted Articles of Association, the provisions of which do not require the directors to retire by rotation or to retire at the first Annual General Meeting after their appointment.

Going concern

The company has net liabilities of £1,612,000 (2014: £1,213,000) and net current assets of £658,000 (2014: £566,000) including cash of £402,000 (2014: £296,000) at 31 March 2015.

The directors have reviewed the future liquidity requirements and have considered the cash flow forecasts of the company. The company produces long-term financial forecasts which show the company is able to operate and meet its financial obligations as they fall due, including compliance with all loan covenants. Based on this review and the future business prospects of the company, despite the current economic conditions the directors believe the company will be able to meet its liabilities as they fall due.

Having regard to the above and after making enquiries, the directors have a reasonable expectation 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 accounts.

Qualifying third party indemnity provisions

The directors of Resound (Derriford) Limited have qualifying third party indemnity provisions put in place through other companies of which they are also directors.

RESOUND (DERRIFORD) LIMITED

Directors' Report (continued) For the year ended 31 March 2015

Directors' responsibilities statement

The directors are responsible for preparing the annual 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 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;
- 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. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor and disclosure of information to auditor

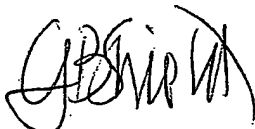
In the case of each of the persons who are directors of the company at the date when this report is approved:

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves 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 expressed their willingness to continue in office as the company's auditor.

By order of the board



Director

20.09.2015

RESOUND (DERRIFORD) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RESOUND (DERRIFORD) LIMITED

We have audited the financial statements of Resound (Derriford) Limited for the year ended 31 March 2015 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows, and 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), including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 company's affairs as at 31 March 2015 and of its 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.

RESOUND (DERRIFORD) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RESOUND (DERRIFORD) LIMITED (continued)

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime and to take advantage of the small companies' exemption from the requirement to prepare a strategic report.



Alexander Tapp (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
55 Baker Street
London
W1U 7EU

30 September 2015

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

RESOUND (DERRIFORD) LIMITED

Statement of Comprehensive Income For the year ended 31 March 2015

	Note	2015 £'000	2014 £'000
Turnover	1	157	145
Cost of sales		(77)	(60)
Gross profit		80	85
Administrative expenses		(27)	(21)
Operating profit		53	64
Interest receivable and similar income	5	419	420
Interest payable and similar charges	6	(433)	(435)
Profit on ordinary activities before taxation	1	39	49
Tax on profit on ordinary activities	7	(9)	(7)
Profit for the financial year		30	42
Movement in cash flow hedge		(536)	739
Taxation in respect of items of other comprehensive income		107	(148)
Other comprehensive (loss)/income for the year		(429)	591
Total comprehensive (loss)/income for the year		(399)	633

The results for the current and previous financial year derive from continuing operations.

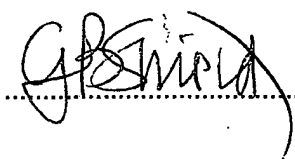
RESOUND (DERRIFORD) LIMITED

Statement of Financial Position As at 31 March 2015

	Note	2015 £'000	2014 £'000
Non-current asset			
Financial assets	8	<u>6,097</u>	<u>6,109</u>
Current assets			
Debtors – due within one year	9	19	14
Debtors – due after more than one year	9	457	359
Cash at bank and in hand	10	<u>402</u>	<u>296</u>
		878	669
Creditors			
Amounts falling due within one year	11	<u>(220)</u>	<u>(103)</u>
Net current assets		<u>658</u>	<u>566</u>
Total assets less current liabilities		6,755	6,675
Creditors			
Amounts falling due after more than one year	11	<u>(8,367)</u>	<u>(7,888)</u>
Net liabilities		<u><u>(1,612)</u></u>	<u><u>(1,213)</u></u>
Capital and reserves			
Called up share capital	14	-	-
Profit and loss account		137	107
Cash flow hedge reserve		<u>(1,749)</u>	<u>(1,320)</u>
Shareholders' deficit		<u><u>(1,612)</u></u>	<u><u>(1,213)</u></u>

The financial statements of Resound (Derriford) Limited, registered number 07018708, were approved by the Board of Directors and authorised for issue on 29/4/2015.

These accounts have been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption.



Director

RESOUND (DERRIFORD) LIMITED

Statement of Changes in Equity For the year ended 31 March 2015

	Issued share capital £'000	Cash flow hedge reserve £'000	Profit and loss account £'000	Total 2015 £'000
1 April 2014	-	(1,320)	107	(1,213)
Comprehensive Income for the year				
Profit for the year	-	-	30	30
Hedge effective portion of change in fair value of designated hedging	-	(536)	-	(536)
Taxation in respect of other comprehensive income	-	107	-	107
Other comprehensive income for the year	-	(429)	-	(429)
Total comprehensive income for the year	-	(429)	30	(399)
31 March 2015	-	(1,749)	137	(1,612)

	Issued share capital £'000	Cash flow hedge reserve £'000	Profit and loss account £'000	Total 2014 £'000
1 April 2013	-	(1,911)	65	(1,846)
Comprehensive Income for the year				
Profit for the year	-	-	42	42
Hedge effective portion of change in fair value of designated hedging	-	739	-	739
Taxation in respect of other comprehensive income	-	(148)	-	(148)
Other comprehensive income for the year	-	591	-	591
Total comprehensive income for the year	-	591	42	633
31 March 2014	-	(1,320)	107	(1,213)

RESOUND (DERRIFORD) LIMITED

Statement of Cash Flows For the year ended 31 March 2015

	Note	2015 £'000	2014 £'000
Cash flows from operating activities			
Profit/ (loss) for the financial year		30	42
Adjustments for:			
Net interest receivable		(14)	(15)
Turnover on mark-up		(138)	(133)
Taxation expense		9	7
Decrease/(increase) in trade and other debtors		4	(8)
Increase/(decrease) in trade and other creditors		61	(23)
Cash from operations		(48)	(130)
Interest paid		(354)	(438)
Taxation Paid		-	-
Net cash used in operating activities		(402)	(568)
Cash flows from investing activities			
Rent received		568	550
Interest received		1	2
Net cash from investing activities		569	552
Cash flows from financing activities			
Loan repayment		(61)	(42)
Net cash from financing activities		(61)	(42)
Net increase in cash & cash equivalents		106	(58)
Cash and cash equivalents at beginning of year		296	354
Cash and cash equivalents at end of year		402	296
Cash and cash equivalents comprise:			
Cash at bank and in hand		402	296
	10	402	296

RESOUND (DERRIFORD) LIMITED

Principal Accounting Policies For the year ended 31 March 2015

Resound (Derriford) Limited is incorporated in England and Wales. The registered office is Kent House, 14-17 Market Place, London, W1W 8AJ.

The principal accounting policies applied in the preparation of these financial statements are set out below.

Basis of preparation

The financial statements have been prepared in accordance with FRS 102 the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

FRS 102 is mandatory for accounting periods beginning on or after 1 January 2015 but may be applied early to periods ending on or after 31 December 2012. Resound (Derriford) Limited has taken the option to apply the standard early in the preparation of these financial statements. Information on the impact of first-time adoption of FRS 102 is given in note 18.

The functional currency is pounds sterling and rounded to the nearest £'000.

Going concern

The company has net liabilities of £1,612,000 (2014: £1,213,000) and net current assets of £658,000 (2014: £566,000) including cash of £402,000 (2014: £296,000) at 31 March 2015.

The directors have reviewed the future liquidity requirements and have considered the cash flow forecasts of the company. The company produces long-term financial forecasts which show the company is able to operate and meet its financial obligations as they fall due, including compliance with all loan covenants. Based on this review and the future business prospects of the company, despite the current economic conditions the directors believe the company will be able to meet its liabilities as they fall due.

Having regard to the above and after making enquiries, the directors have a reasonable expectation 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 accounts.

Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

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

Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Principal Accounting Policies (continued) For the year ended 31 March 2015

Turnover

a. Public to private concession arrangements

A substantial portion of the company's assets are used within the framework of a concession contract granted by a public sector customer ('grantor'). Under this contract, the company has constructed a Child and Adolescent Mental Health Services Centre that is leased to the NHS on a 30 year lease.

To fall within the scope of section 34 of FRS 102, a contract must satisfy the following two criteria:

- the grantor controls or regulates what services the operator must provide using the infrastructure, to whom, and at what price; and
- the grantor controls, through ownership, beneficial entitlement or otherwise, any significant residual interest in the infrastructure at the end of the term of the arrangement.

Pursuant to section 34 of FRS 102, such infrastructures are not recognised in assets of the operator as property, plant and equipment but as financial assets ('financial asset model').

b. Financial asset model

The financial asset model applies when the operator has an unconditional right to receive cash or another financial asset from the grantor.

In the case of concession services, the operator has such an unconditional right if the grantor contractually guarantees the payment of:

- Amounts specified or determined in the contract or
- The shortfall, if any, between amounts received from users of the public service and amounts specified or determined in the contract

Financial assets resulting from the application of section 34 of FRS 102 are recorded in the statement of financial position under the heading financial assets and measured at amortised cost.

Pursuant to section 23 of FRS 102, revenue associated with this financial model comprises of service remuneration which relates to lifecycle maintenance and facilities income and ad hoc property related services income.

Financial Asset

The financial asset is stated at amortised cost using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial asset.

Financial instruments

The company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance the substance of the contractual arrangement.

Financial instruments are recognised on the trade date when the company becomes a party to the contractual provisions of the instrument. Financial instruments are recognised initially at fair value plus, in the case of a financial instrument not at fair value through profit and loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

Principal Accounting Policies (continued) **For the year ended 31 March 2015**

Financial instruments (continued)

Financial instruments are derecognised on trade date when the company is no longer a party to the contractual provisions of the instrument.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

Hedge Accounting

The Company has entered into variable to fixed rate interest swaps and RPI swaps to manage its exposure to interest rate cash flow risk on its variable rate debt and inflation rate risk, respectively. These derivatives are measured at fair value at each reporting date. To the extent the hedge is effective, movements in fair value are recognised in other comprehensive income and presented in a separate cash flow hedge reserve. Any ineffective portions of those movements are recognised in the statement of comprehensive income for the period.

Finance costs

Finance costs that were accrued during construction of the fixed assets were expensed as they were incurred.

Accounting estimates and judgments

The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the financial year are as follows:

a. Key sources of estimation uncertainty

Financial asset – The calculation of the amortised cost of the financial asset requires an estimate of the residual value of the property at the end of the lease term. This estimate has been based on the residual value allocated to the contract in the financial models, which form the basis for the calculation of rent charged to the lessees.

Financial asset interest rate – The financial asset interest income is based on the WACC of the project and is applied to the carrying value of the financial asset on a quarterly basis. The interest rate used in 2015 is 7.04% per annum.

Service Margin – After the property is constructed, the company provides property management services. The remuneration for these services is recognised at cost plus an estimated mark up for profit on property management services. The service margin rate used in 2015 is 74.47% per annum.

b. Critical judgements

Concession arrangements – The concession arrangements undertaken by the company are considered to fall within the scope of section 34 of FRS 102 "Service Concession Arrangements", as described in the Turnover note. This judgement has been based on a consideration of the nature and terms of the agreements and, in all contracts, the existence of an option for the grantor to purchase the properties at the end of the lease term.

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements For the year ended 31 March 2015

1. Analysis of turnover and profit on ordinary activities before taxation

All turnover and profit on ordinary activities before taxation relates to one class of business, the company's principal activity carried out in the UK.

2. Operating profit

	2015 £'000	2014 £'000
Operating profit is stated after charging:		
Auditor's and its associates remuneration		
- Audit services	-	2
- Tax services	-	1
	<u>-</u>	<u>3</u>

Auditors remuneration has been borne by Resound (Health) Limited, the parent company of Resound (Cattedown) Limited.

3. Directors' remuneration

The directors did not receive any remuneration from the company for their services to the company during the year or the previous year. The directors are remunerated by the shareholding companies for their services to the group as a whole. It is not practicable to apportion their remuneration for their services to this company.

4. Staff numbers

The company had no employees during the year or the previous year.

5. Interest receivable and similar income

	2015 £'000	2014 £'000
Bank interest receivable	1	2
Financial asset interest receivable	<u>418</u>	<u>418</u>
	<u>419</u>	<u>420</u>

6. Interest payable and similar charges

	2015 £'000	2014 £'000
Bank interest payable	354	358
Loan note interest payable	<u>79</u>	<u>77</u>
	<u>433</u>	<u>435</u>

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements (continued) For the year ended 31 March 2015

7. Tax on profit on ordinary activities

	2015 £'000	2014 £'000
a) Analysis of tax on ordinary activities		
UK corporation tax payable at 21% (2014: 23%)	-	-
Total current tax	-	-
Deferred tax		
Origination and reversal of timing differences:		
- current year	9	7
Total deferred tax	9	7
Tax on profit on ordinary activities	9	7
Taxation in respect of other comprehensive income		
Cash flow hedge reserve	(107)	148
Total taxation in respect of other comprehensive income	(107)	148

The tax assessed for the year is lower than the standard rate of corporation tax in the UK 21% (2014: 23%). The differences are explained below:

	£'000	£'000
b) Factors affecting the tax charge for the year		
Profit on ordinary activities before tax	39	49
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK 21% (2014: 23%)	8	11
Effects of:		
Expenses not deductible for tax purposes	1	(3)
Change in tax rate	-	(1)
Current tax charge for the year	9	7

The reduction in the corporation tax rate to 20% from 1 April 2015 is not anticipated to materially affect the future tax charge.

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements (continued) For the year ended 31 March 2015

8. Financial assets

	2015 £'000	2014 £'000
Balance at 1 April	6,109	6,108
Income recognised in the profit or loss		
- service remuneration	138	133
- interest income	418	418
	<u>556</u>	<u>551</u>
Other movements		
- cash received	(568)	(550)
	<u>(568)</u>	<u>(550)</u>
Balance at 31 March	<u>6,097</u>	<u>6,109</u>

9. Debtors

	2015 £'000	2014 £'000
Due within one year		
Trade debtors	15	8
Prepayments and accrued income	4	6
	<u>19</u>	<u>14</u>
Due after more than one year		
Deferred tax (note 13)	457	359
	<u>457</u>	<u>359</u>

10. Cash at bank and in hand

Included in cash at bank and in hand is cash of £402,000 (2014: £296,000) which is restricted for use in pre-described circumstances by the bank.

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements (continued) For the year ended 31 March 2015

11. Creditors

	2015 £'000	2014 £'000
(a) Amounts falling due within one year		
Trade creditors	3	2
Bank loans (note 12)	64	61
Subordinated debt (note 12)	5	-
Other taxation and social security	28	9
Amounts owed to group member	29	26
Accruals and deferred income	91	5
	<u>220</u>	<u>103</u>
(b) Amounts falling due after more than one year		
Bank loans (note 12)	5,436	5,500
Subordinated debt (note 12)	745	738
Cashflow Hedge - Interest rate/RPI SWAP (note 15)	2,186	1,650
	<u>8,367</u>	<u>7,888</u>

12. Loans

(a) Bank loans

	2015 £'000	2014 £'000
The bank loans are repayable as follows		
Within one year	64	61
Between one and two years	51	64
Between two and five years	88	100
After more than five years	5,297	5,336
	<u>5,500</u>	<u>5,561</u>

Bank borrowings relate to a Senior Debt Facility granted by The Royal Bank of Scotland. The bank borrowings are secured by fixed and floating charges over all the Company's assets.

The amounts drawn under the Senior Debt Facility are repayable on an agreed repayment profile of six-monthly instalments that commenced on 31 March 2011 and are due to end on 31 December 2040, with a final instalment of £1,773,000.

Interest charges on amounts borrowed are based on floating LIBOR plus a margin of between 1.75% and 2.00%. The company has entered into an interest rate swap agreement whereby it pays a fixed rate of 6.28% and 6.32% per annum in respect of amounts drawn under the senior debt facility.

The swap expires on 31 December 2040.

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements (continued) For the year ended 31 March 2015

12. Loans (continued)

In addition, the Company has entered into RPI swap agreements at a rate of 3.32% to mitigate its risk in respect of inflation linked income.

(b) Subordinated loan due to parent undertaking

	£'000	£'000
The loans are repayable as follows		
Within one year	5	-
Between one and two years	5	5
Between two and five years	6	12
After more than five years	734	721
	<u>750</u>	<u>738</u>

The loan notes represent amounts borrowed under the Loan Note Agreement. The loans carry a coupon of 11% and are repayable in predetermined 6 monthly instalments commencing on 30 September 2011 and ending on 31 December 2040.

13. Deferred tax

	2015 £'000	2014 £'000
Deferred tax		
Balance at beginning of year	(359)	(515)
Debit to profit and loss account	9	7
(Credit)/debit to other comprehensive income	(107)	149
Balance at end of year	<u>(457)</u>	<u>(359)</u>

An analysis of the deferred taxation provided in the financial statements is as follows:

	£'000	£'000
Capital allowances in excess of amortisation	168	142
Non trade loan relationship deficit losses	(188)	(172)
Cash flow hedge reserve	(437)	(329)
	<u>(457)</u>	<u>(359)</u>

14. Called up share capital

	2015 £	2014 £
Allotted, called up and fully paid		
Ordinary shares of £1 each	<u>1</u>	<u>1</u>

The Royal Bank of Scotland plc has a registered charge over the whole share capital of the company.

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements (continued) For the year ended 31 March 2015

15. Financial instruments

The Company's financial instruments may be analysed as follows:

	2015 £'000	2014 £'000
Financial assets		
Financial assets measured at amortised cost	6,514	6,413
	<u>6,514</u>	<u>6,413</u>
Financial liabilities		
Financial liabilities measured at amortised cost	(6,372)	(6,332)
Derivative financial instruments designated as hedges of variable interest rate risk	(2,186)	(1,650)
	<u>(8,558)</u>	<u>(7,982)</u>

Financial assets measured at amortised cost comprise cash at bank and in hand, trade debtors, other debtors and accrued income.

Financial liabilities measured at amortised cost comprise bank loans and overdrafts, trade creditors, other creditors and accruals.

Derivative financial instruments designated as hedges of variable interest rate risk comprise interest rate swaps and RPI swaps.

The fair values of the interest rate swaps have been determined by reference to prices available from the markets on which the instruments involved are traded.

In 2009, the company borrowed funds from its bankers under two term loans of £4,141,000 and £1,800,000, repayable 31 July 2040 and 31 December 2040 respectively.

To hedge the potential volatility in future interest cash flows arising from movements in LIBOR, the company has entered into fixed interest rate swaps with a nominal value equal to that initial borrowings, the same term as the loans and interest re-pricing dates identical to those of the variable rate loans. These result in the company paying a fixed rate of 4.53% and 4.73% per annum and receiving LIBOR (though cash flows are settled on a net basis) and effectively fixing the total interest cost on loans.

The derivatives are accounted for as a hedge of variable rate interest rate risks, in accordance with FRS 102 and had a negative fair value of £2,458,000 (2014: £1,148,000) as at the year end date. The cash flows arising from the interest rate swaps will continue until their maturity in 2040, coincidental with the repayment of the term loans. The negative change in fair value in the period was £1,311,000 (2014: positive change of £508,000) with the entire charge (2014: credit) being recognised in other comprehensive income as the swaps were 100% effective hedges.

In 2009, the company entered into one LPA agreement having fixed contractual terms which caused its turnover to increase with RPI on a yearly basis.

To hedge the potential volatility in future revenue cash flows arising from movements in RPI, the company has entered into RPI swaps with a nominal value below that of the LPA contract but having the same term as the loans and RPI re-pricing dates identical to those of the LPA contract. These result in the company paying 3.32% per annum and receiving actual RPI and effectively fixing the inflation on a determined portion of the LPA contract.

Notes to the Financial Statements (continued)
For the year ended 31 March 2015**15. Financial instruments (continued)**

The derivatives are accounted for as a hedge of variable rate RPI rate risks; in accordance with FRS 102, and had a fair value of £272,000 (2014: negative fair value of £502,000) at the year end date. The cash flows arising from the interest rate swaps will continue until their maturity in 2041, coincidental with the LPA contractual terms. The change in fair value in the period was £775,000 (2014: negative change of £231,000) with the entire credit (2014: charge) being recognised in other comprehensive income as the swaps were 100% effective hedges.

16. Ultimate parent company and controlling party

The company is a wholly owned subsidiary of Resound (Health) Limited. Resound (Health) Limited is owned by LIFT Investments Limited (60%) and Community Health Partnerships Limited (40%). All these companies are registered in England and Wales.

LIFT Investments Limited is ultimately owned by Community Solutions Investment Partners Limited.

The directors are of the opinion that there is no ultimate parent undertaking or controlling party by virtue of the Company's joint ownership and control.

17. Related party transactions

The company has taken advantage of the exemption provided in FRS102 not to disclose transactions with companies within the group of which it is a member, where these transactions occur between entities which are 100% owned members of that group.

The directors consider the material transactions undertaken by the company during the year with related parties were as follows:

Name of party	Relationship	Nature of transaction	Transaction amount during year ended 31 March 2015 £'000	Amount owed (to)/by related party as at 31 March 2015 £'000	Transaction amount during year ended 31 March 2014 £'000	Amount owed (to)/by related party as at 31 March 2014 £'000
Community Health Partnerships Limited	40% shareholder in Resound (Health) Limited	Provision of services	578	-	563	-

RESOUND (DERRIFORD) LIMITED

Notes to the Financial Statements (continued) For the year ended 31 March 2015

18. First time adoption of FRS 102

	Note	Equity as at 1 April 2013 £'000	Profit for year 31 March 2014 £'000	Equity as at 31 March 2014 £'000
As previously stated under former UK GAAP		<u>(106)</u>	<u>(25)</u>	<u>(131)</u>
Transitional adjustments				
Conversion of tangible fixed assets to financial asset	a	135	74	209
Financial derivatives	b	(2,389)	739	(1,650)
Deferred tax	c	514	(155)	359
As stated in accordance with FRS 102		<u>(1,846)</u>	<u>633</u>	<u>(1,213)</u>

Explanation of changes to previously reported profit and equity:

- FRS 102 requires that infrastructure assets, that are part of "Service Concession Arrangements", are to be recognised as financial assets and no longer in assets of the operator as property, plant and equipment. Adjustments required to transition the infrastructure assets to a financial asset model include substituting the unitary charge income for service remuneration, recognising a financial asset interest receivable, and reversing the asset revaluation reserve, the accumulated depreciation and capitalised borrowing costs.
- FRS 102 requires that all derivatives must be shown at fair value within the statement of financial position.
- Deferred Tax adjustments on conversion have arisen on both timing differences from adjustments in point 'a' above and financial derivatives recognised from adjustments in point 'b' above.