

Halcyon Financing Limited

Annual report and financial statements

Registered number 07672821

31 October 2016



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Strategic report

The directors present their annual report and the audited financial statements for the year ended 31 October 2016.

Principal activities

The principal activity of the Company is that of a holding company.

Business review

The Company has performed in line with the directors' expectations during the current year. The result for the year is shown in the profit and loss account on page 5.

Principal risks and uncertainties

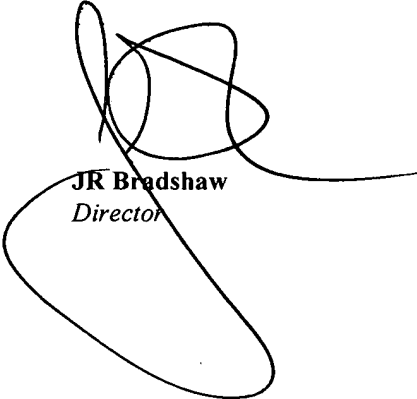
The Company is part of the group headed by Halcyon Topco Limited (the "Group"). The management of the business and the execution of the Group's strategy is subject to a number of risks. Interest rate, currency and liquidity risk are managed at a Group level rather than at a Company level.

The key business risks and uncertainties affecting the Group and a description of the Group's financial risk management objectives and policies, are included in the Strategic report of Halcyon Topco Limited, which does not form part of this report.

Financial key performance indicators

Given the nature of the Company's activities, the directors believe that the analysis of KPI's for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company.

The strategic report was approved and authorised for issue by the Board and was signed on its behalf on ^{24th} March 2017:



JR Bradshaw
Director

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 October 2016.

Directors

The directors who held office during the year, and up to the date of signing, were as follows:

AD Graff	(resigned 20 th February 2017)
JM Featherstone	(resigned 30 September 2016)
JR Bradshaw	(appointed 17 January 2017)

Proposed dividend

The directors do not recommend the payment of dividend (2015: £nil).

Disclosure of information to the auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no The relevant audit information of which the company's auditor is unaware; and each director 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.

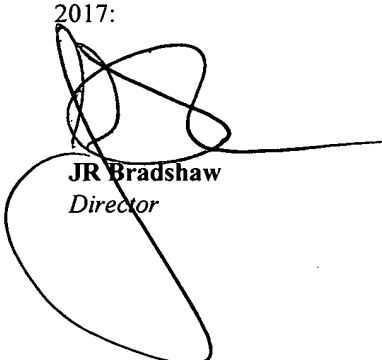
Political and charitable contributions

The Company made no political or charitable contributions during the year (2015: £nil).

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

The directors' report was approved and authorised for issue by the Board and was signed on its behalf on ^{24th} March 2017:



JR Bradshaw
Director

Fifth Avenue
Centrum 100
Burton on Trent
Staffordshire
DE14 2WS

Statement of directors' responsibilities

The directors are responsible for preparing the strategic report, 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standards applicable in the UK and Republic of Ireland*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the 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 judgments and 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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



Independent auditor's report to the members of Halcyon Financing Limited

We have audited the financial statements of Halcyon Financing Limited for the year ended 31 October 2016 set out on pages 5 to 13. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standards 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 Directors' Responsibilities Statement set out on page 3, 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 Auditing Practices Board'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 Financial Reporting Council'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 October 2016 and of its result for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic and 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, 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.

Anthony Hambleton (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

St Nicholas House
31 Park Row
Nottingham NG1 6FQ

Dated: 29 March 2017

Profit and loss account
for the year ended 31 October 2016

	<i>Note</i>	2016 £000	2015 £000
Other interest receivable and similar income	<i>3</i>	24,521	21,834
Interest payable and similar charges	<i>4</i>	(24,521)	(21,834)
Result on ordinary activities before taxation		-	-
Tax on result on ordinary activities	<i>6</i>	-	-
Result on ordinary activities after taxation		-	-

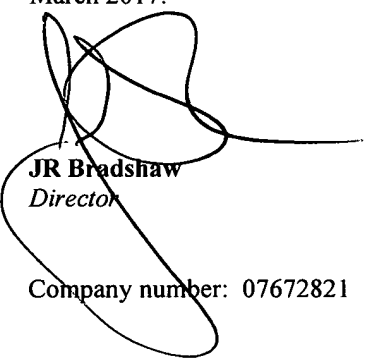
There were no recognised gains or losses in the current or preceding period other than those disclosed in the profit and loss account and therefore no statement of other comprehensive income has been presented.

Balance sheet
as at 31 October 2016

	Note	2016 £000	2015 £000
Fixed assets			
Investments	7	2,016	2,016
Current assets			
Debtors (including amounts falling due after more than one year of £228,306,000 (2015: £203,785,000))	8	228,306	203,785
Creditors: amounts falling due within one year	9	(228,306)	(203,785)
Net current assets		-	-
Net assets		2,016	2,016
Capital and reserves			
Called up share capital	10	2,016	2,016
Profit and loss account		-	-
Equity shareholders' funds		2,016	2,016

The notes on pages 8 to 13 form part of these financial statements.

The financial statements was approved and authorised for issue by the Board and were signed on its behalf on 26th March 2017:


JR Bradshaw
Director

Company number: 07672821

Statement of changes in equity

	Called up share capital £000	Profit and loss account £000	Total equity £000
Balance at 1 November 2014	2,016	-	2,016
Total comprehensive income for the period			
Result for the year	-	-	-
Balance at 31 October 2015	2,016	-	2,016
	Called up share capital £000	Profit and loss account £000	Total equity £000
Balance at 1 November 2015	2,016	-	2,016
Total comprehensive income for the period			
Result for the year	-	-	-
Balance at 31 October 2016	2,016	-	2,016
Set aside for dividends declared after the reporting period		-	-
Total		-	2,016

Notes to the financial statements

1 Accounting policies

Halcyon Financing Limited (the “Company”) is a company limited by shares and incorporated and domiciled in the UK.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland (“FRS 102”) as issued in August 2014. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

The Company’s ultimate parent undertaking, Halcyon Topco Limited includes the Company in its consolidated financial statements. The consolidated financial statements of Halcyon Topco Limited are prepared in accordance with FRS 102 and are available to the public and may be obtained from the address given in note 11. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Halcyon Topco Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 12.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

1.2 Going concern

The Company’s business activities, together with the factors likely to affect its future development, performance and position are set out in the Strategic report. The Company’s forecasts and projections, taking into account reasonably possible changes in trading performance, show that the Company should be able to operate within its currently available facilities. The Company has sufficient financial resources together with assets that are expected to generate cash flow in the normal course of business. As a consequence the Directors have a reasonable expectation that the Company is well placed to manage its business risks and to continue in operational existence for the foreseeable future. Accordingly, the Directors continue to adopt the going concern basis in preparing these financial statements.

Notes to the financial statements *(continued)*

1 Accounting policies *(continued)*

1.3 Foreign currency

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Foreign exchange differences arising on translation are recognised in the profit and loss account.

1.4 Classification of financial instruments issued by the Company

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- (b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

1.5 Basic financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

Interest-bearing borrowings classified as basic financial instruments

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Investments in subsidiaries

These are separate financial statements of the company. Investments in subsidiaries are carried at cost less impairment.

Notes to the financial statements (continued)

1 Accounting policies (continued)

1.6 Impairment

Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

1.7 Expenses

Interest receivable and Interest payable

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

1.8 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Notes to the financial statements *(continued)*

2 Remuneration of directors and staff costs

Directors' emoluments have been borne by another group company. The directors of the company are also directors or officers of a number of the companies within the group. The directors' services to the company do not occupy a significant amount of their time. As such the directors do not consider that they have received any remuneration for their incidental services to the company for the years ended 31 October 2016 and 31 October 2015.

The Company employed no staff during the year (2015: none).

3 Other interest receivable and similar income

	2016 £000	2015 £000
Interest receivable on amounts owed by group undertakings	24,521	21,834

4 Interest payable and similar charges

	2016 £000	2015 £000
Interest payable on amounts owed to group undertakings	24,521	21,834

5 Auditors' remuneration

Audit fees are borne by another group company and not recharged to the Company.

6 Taxation

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the effective standard rate of corporation tax in the UK of 20% (2015: 20.41%).

Factors that may affect future tax charges

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016.

Deferred taxation

The Company has no recognised or unrecognised deferred tax assets or liabilities.

Notes to the financial statements (continued)

7 Fixed asset investments

<i>Cost and net book value</i>	Shares in subsidiary undertakings £000
At start and end of year	2,016

The companies in which the Company's interest at the year-end is more than 20% are as follows:

	Country of incorporation	Principal activity	Class of shares held	Percentage of shares held
Direct subsidiaries				
Halcyon Acquisitions Limited	UK	Holding company	Ordinary	100%
Indirect subsidiaries				
HAH Holding (Europe) B.V.	Netherlands	Holding company	Ordinary	100%
Hospice at Home Limited	UK	Dormant	Ordinary	100%
Healthcare at Home (Europe) Limited	UK	Holding company	Ordinary	100%
HTHC High Tech Homecare AG	Switzerland	Home delivery of pharmaceuticals and nursing services	Ordinary	100%
Lerchengarten Apotheke AG	Switzerland	Dormant	Ordinary	100%
Novo Supply AG	Switzerland	Dormant	Ordinary	100%
Healthcare at Home Europe B.V.	Netherlands	Holding company	Ordinary	100%
Healthcare at Home Deutschland GmbH	Germany	Provision of healthcare services	Ordinary	100%
ABC Logistics BV	Netherlands	Dormant	Ordinary	100%
Healthcare at Home Italia SRL	Italy	Dormant	Ordinary	100%
Medezinische Handels-und Service GmbH	Germany	Provision of healthcare services	Ordinary	100%
Argonaut Topco Limited	UK	Holding company	Ordinary	100%
Argonaut Midco Limited	UK	Holding company	Ordinary	100%
Argonaut Bidco Limited	UK	Holding company	Ordinary	100%
EGX Limited	UK	Holding company	Ordinary	100%
EGX Group Limited	UK	Holding company	Ordinary	100%
Healthcare at Home Speciality Pharmaceuticals Limited	UK	Dormant	Ordinary	100%
HAH Deutschland GmbH	Germany	Dormant	Ordinary	100%
Healthcare at Home Ltd	UK	Provision of healthcare services and the distribution of medical supplies	Ordinary	100%
Inventive Solutions Ltd	UK	Dormant	Preference	100%
Healthcare at Home Trustees Limited	UK	Dormant	Ordinary	100%
Applied Dispensary Services Limited	UK	Dormant	Ordinary	100%
Meridian Pharmservices Limited	UK	Dormant	Ordinary	100%
Medical Visits Limited	UK	Dormant	Ordinary	100%
Medihome Limited	UK	Provision of healthcare services and the distribution of medical supplies	Ordinary	100%
Pharmservices Limited	UK	Dormant	Ordinary	100%
Sciensus Limited	UK	Dormant	Ordinary	100%
Telecare Limited	UK	Dormant	Ordinary	100%
Hospital at Home Limited	UK	Dormant	Ordinary	100%
Rustun Limited	Republic of Ireland	Dormant	Ordinary	100%
Refer2Us UK Limited	UK	Dormant	Ordinary	100%
Medihome (UK) Limited	UK	Dormant	Ordinary	100%

Notes (continued)

8 Debtors

	2016 £000	2015 £000
Amounts owed by group undertakings	228,306	203,785

The amounts owed by group undertakings of £228,306,000 (2015: £203,875,000) accrue interest at 12% per annum and are repayable on demand however are expected to be repaid after more than one year.

9 Creditors: amounts falling due within one year

	2016 £000	2015 £000
Amounts owed to group undertakings	228,306	203,785

Amounts owed by group undertakings are unsecured, bear interest at 12% per annum rolling up each 31 October and are repayable on demand however are expected to be repaid after more than one year.

10 Called up share capital

	2016 £	2015 £
<i>Allotted, called up and fully paid:</i>		
2,015,887 ordinary shares of £1 each	2,015,887	2,015,887
Shares classified in shareholders' funds	2,015,887	2,015,887

11 Ultimate control

The ultimate parent company is Halcyon Topco Limited, a company incorporated in the United Kingdom.

The largest and smallest group in which the results of the Company are consolidated is that headed by Halcyon Topco Limited. The consolidated financial statements of the group are available to the public from the Companies House, Crown Way, Cardiff, CF14 3UZ. No other financial statements include the results of the Company.

12 Accounting estimates and judgements

Key sources of estimation uncertainty

No key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date that may cause material adjustment to the carrying amounts of assets or liabilities within the next financial year have been identified. The disclosure should include their nature and their carrying amount and could be achieved via cross references to the disclosures provided within the financial statements.

Critical accounting judgements in applying the Company's accounting policies

No critical accounting judgements in applying the Company's accounting policies have been identified.