

**Salus Healthcare Limited**

**Annual report and financial  
statements**

**Registered number 08415321**

**31 March 2016**



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## Strategic report

This report is based on the performance of the trading subsidiary of the Company, being Nottingham Rehab Limited;

The directors are satisfied with the results for the period. Sales revenues amounted to £139,313,000 (2015: £134,615,000), an increase of 3½% against the prior period. Operating profit before exceptional items and goodwill amortisation amounted to £5,118,000 (2015: £6,074,000), a decrease of 15% against the prior period reflecting the impact of the contracts successfully retendered during the period along with the costs of implementing the Kent ICES contract. The profit on ordinary activities before taxation for the period amounted to £3,587,000 (2015: £4,857,000). No interim dividend was paid during the period (2015: £nil). The directors do not recommend the payment of a final dividend in respect of the current period (2015: £nil).

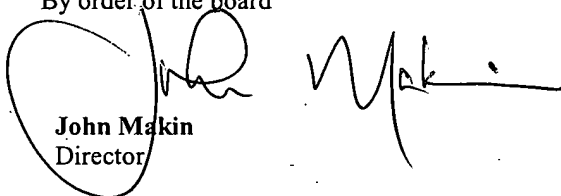
The financial performance in the current period reflects the continued success of the company in a growing and developing market. During the period, the company successfully re-tendered for the Powys, Lincolnshire, Leicestershire, Hull and East Riding of Yorkshire Integrated Community Equipment Service ("ICES") contracts, and successfully tendered for the Kent ICES contract, a substantial first time outsourced contract from the public sector. Subsequent to the year end, the company has successfully re-tendered for the Berkshire ICES contract.

The Product division of the company continued to perform strongly with revenues again increasing against the prior period. This represents a record performance and growth is anticipated to continue in future periods.

The market for the provision of outsourced ICES contracts continues to grow and there remains a strong pipeline of new opportunities. As market leader within the industry, the directors believe that there is significant scope to develop and grow the business in future periods.

Within the ICES contracts, on-time collections and deliveries, being the key performance indicators that management consider to be important, were over 98% (2015: 98%), demonstrating a continued commitment to quality. Maintaining these service levels will be imperative for the continued growth and development of the business.

By order of the board

  
John Makin  
Director

31 October 2016

## **Directors' report**

The directors present their report and the audited financial statements of the company for the year ended 31 March 2016.

### **Principal activity**

The principal activity of the company is the provision of healthcare services and products.

### **Results and dividends**

The result for the period is shown in the attached profit and loss account. The directors do not recommend the payment of a dividend.

### **Directors**

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

|             |                              |
|-------------|------------------------------|
| J M Benson  | (appointed 24 March 2016)    |
| S P Kennedy |                              |
| J Makin     |                              |
| J O'Connell | (resigned 30 September 2015) |

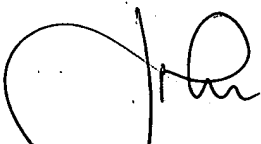
### **Disclosure of information to auditor**

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 relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### **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.

By order of the board



**John Makin**  
Director



Sherwood House  
Cartwright Way  
Forest Business House  
Bardon Hill  
Coalville  
Leicestershire  
LE67 1UB

31 October 2016

## **Statement of directors' responsibilities in respect of the annual report and the financial statements**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law 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 Standard 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 judgements 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 Salus Healthcare Limited**

We have audited the financial statements of Salus Healthcare Limited for the year ended 31 March 2016 set out on pages 5 to 14. 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 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 auditor**

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](http://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 2016 and of its loss 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 matters prescribed by the Companies Act 2006**

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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  
Park Row  
Nottingham NG1 6FQ

Dated: 31 October 2016

**Profit and loss account and other comprehensive income**  
*for the year ended 31 March 2016*

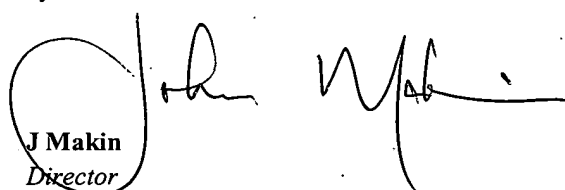
|                                                    | <i>Note</i> | Year to<br>31 March 2016<br>£000 | Period to<br>31 March 2015<br>£000 |
|----------------------------------------------------|-------------|----------------------------------|------------------------------------|
| Administrative expenses                            |             | -                                | (4)                                |
| <b>Operating loss</b>                              |             | -                                | (4)                                |
| Interest payable and similar charges               | 5           | (22)                             | (2,742)                            |
| <b>Loss on ordinary activities before taxation</b> |             | (22)                             | (2,746)                            |
| Tax on loss on ordinary activities                 | 6           | -                                | -                                  |
| <b>Loss for the financial year/period</b>          |             | (22)                             | (2,746)                            |

During the financial year/period there were no gains or losses other than those recorded in the profit and loss account.

**Balance sheet**  
as at 31 March 2016

|                                                       | Note | 2016<br>£000   | 2015<br>£000   |
|-------------------------------------------------------|------|----------------|----------------|
| <b>Fixed assets</b>                                   |      |                |                |
| Investments                                           | 7    | 21,404         | 21,404         |
| <b>Current assets</b>                                 |      |                |                |
| Debtors                                               | 8    | 42             | 64             |
|                                                       |      | <u>42</u>      | <u>64</u>      |
| <b>Creditors: amounts falling due within one year</b> | 9    | <u>(6,573)</u> | <u>(6,573)</u> |
| <b>Net current liabilities</b>                        |      | <u>(6,531)</u> | <u>(6,509)</u> |
| <b>Total assets less current liabilities</b>          |      | <u>14,873</u>  | <u>14,895</u>  |
| <b>Net assets</b>                                     |      | <u>14,873</u>  | <u>14,895</u>  |
| <b>Capital and reserves</b>                           |      |                |                |
| Called up share capital                               | 10   | 19,630         | 19,630         |
| Share premium                                         |      | 517            | 517            |
| Profit and loss account                               |      | <u>(5,274)</u> | <u>(5,252)</u> |
| <b>Shareholders' funds</b>                            |      | <u>14,873</u>  | <u>14,895</u>  |

These financial statements were approved by the board of directors on 31 October 2016 and were signed on its behalf by:

  
J Makin  
Director

Company registered number : 08415321

## Statement of changes in equity

|                                                  | Called<br>up share<br>capital<br>£000 | Share<br>premium<br>account<br>£000 | Profit<br>and loss<br>account<br>£000 | Total<br>equity<br>£000 |
|--------------------------------------------------|---------------------------------------|-------------------------------------|---------------------------------------|-------------------------|
| Balance at 29 March 2014                         | 19,630                                | 517                                 | (2,506)                               | 17,641                  |
| <b>Total comprehensive income for the period</b> |                                       |                                     |                                       |                         |
| Profit or loss                                   | -                                     | -                                   | (2,746)                               | (2,746)                 |
| <b>Balance at 31 March 2015</b>                  | <b>19,630</b>                         | <b>517</b>                          | <b>(5,252)</b>                        | <b>14,895</b>           |
| Balance at 1 April 2015                          | 19,630                                | 517                                 | (5,252)                               | 14,895                  |
| <b>Total comprehensive income for the year</b>   |                                       |                                     |                                       |                         |
| Profit or loss                                   | -                                     | -                                   | (22)                                  | (22)                    |
| <b>Balance at 31 March 2016</b>                  | <b>19,630</b>                         | <b>517</b>                          | <b>(5,274)</b>                        | <b>14,873</b>           |

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

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

The Company is exempt by virtue 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 amendments to FRS 102 issued in July 2015 and effective immediately have been applied. 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, Aceso Healthcare Group Holdings Limited includes the Company in its consolidated financial statements. The consolidated financial statements of Aceso Healthcare Group Holdings Limited are available to the public and may be obtained from Sherwood House, Cartwright Way, Forest Business Park, Bardon Hill, Coalville, Leicestershire, LE67 1UB. 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 Salus Healthcare Group Holdings Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- Certain disclosures required by FRS 102.26 *Share Based Payments*; and
- 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 13.

#### 1.1. Going concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by the company’s parent, Aceso Healthcare Group Holdings Limited, and the financing facilities that it has in place. Aceso Healthcare Group Holdings Limited has indicated that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company. The directors consider that this should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. Based on this undertaking the directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

## Notes (continued)

### 1 Accounting policies (continued)

#### 1.2. 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. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the profit and loss account.

#### 1.3. 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.

#### 1.4. 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.

##### *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

## Notes (continued)

### 1 Accounting policies (continued)

#### 1.5 Impairment excluding stocks and deferred tax assets

##### *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.

##### *Non-financial assets*

The carrying amounts of the Company's non-financial assets, other than, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing is allocated to cash-generating units, or ("CGU") that are expected to benefit from the synergies of the combination. For the purpose of goodwill impairment testing, if goodwill cannot be allocated to individual CGUs or groups of CGUs on a non-arbitrary basis, the impairment of goodwill is determined using the recoverable amount of the acquired entity in its entirety, or if it has been integrated then the entire entity into which it has been integrated.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a *pro rata* basis.

An impairment loss is reversed if and only if the reasons for the impairment have ceased to apply.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

#### 1.6 Expenses

##### *Interest receivable and Interest payable*

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss account (see foreign currency accounting policy).

## Notes (continued)

### 1 Accounting policies (continued)

#### 1.7. 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 provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

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.

### 2 Expenses and auditors' remuneration

#### *Auditor's remuneration:*

Amounts receivable by the Company's auditor and its associates in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's parent, Aceso Healthcare Group Holdings Limited.

### 3 Staff numbers and costs

The Company had no employees in the period and therefore did not incur any remuneration expense.

### 4 Directors' remuneration

The directors received no emoluments for their services to the company during the period. This is on the basis that the Directors' emoluments have been borne by the shareholders of the company, the services provided by the Directors to the Company are insignificant and an amount in respect of those services provided by the Directors cannot realistically be attributed.

## Notes (continued)

### 5 Interest payable and similar charges

|                                                             | 2016<br>£000 | 2015<br>£000 |
|-------------------------------------------------------------|--------------|--------------|
| Interest payable on financial liabilities at amortised cost | -            | 2,742        |
| Other interest payable and similar charges                  | 22           | -            |
|                                                             | <u>22</u>    | <u>2,742</u> |

### 6 Taxation

#### Total tax expense recognised in the profit and loss account, other comprehensive income and equity

|                                           | 2016<br>£000 | 2015<br>£000 |
|-------------------------------------------|--------------|--------------|
| <i>Current tax</i>                        |              |              |
| Current tax on income for the year/period | -            | -            |
|                                           | <u>-</u>     | <u>-</u>     |
| Total current tax                         | -            | -            |
| Total deferred tax                        | -            | -            |
|                                           | <u>-</u>     | <u>-</u>     |
| Total tax                                 | <u>-</u>     | <u>-</u>     |

#### Reconciliation of effective tax rate

|                                                              | 2016<br>£000 | 2015<br>£000   |
|--------------------------------------------------------------|--------------|----------------|
| Loss for the year/period                                     | (22)         | (2,746)        |
| Total tax expense                                            | -            | -              |
|                                                              | <u>(22)</u>  | <u>(2,746)</u> |
| Loss excluding taxation                                      | <u>(22)</u>  | <u>(2,746)</u> |
|                                                              | <u>(5)</u>   | <u>(577)</u>   |
| Tax using the UK corporation tax rate of 20.0% (2015: 21.0%) | (5)          | (577)          |
| Expenses not deductible for tax purposes                     | -            | 214            |
| Group relief surrendered                                     | 5            | 363            |
|                                                              | <u>-</u>     | <u>-</u>       |
| Total tax                                                    | <u>-</u>     | <u>-</u>       |

Reductions in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015.

An additional reduction to 17% (effective from 1 April 2020) was announced in the Budget on 16 March 2016. This will reduce the company's future current tax charge accordingly.

## Notes (continued)

### 7 Fixed asset investments

£000

Cost:

At 31 March 2015 and 31 March 2016

**21,404**

The Company has the following investments in subsidiaries:

|                               | Aggregate of<br>capital and<br>reserves<br>£000 | Profit or loss<br>for the period<br>£000 | Country of<br>incorporation | Class of<br>shares held | Ownership<br>2016<br>% |
|-------------------------------|-------------------------------------------------|------------------------------------------|-----------------------------|-------------------------|------------------------|
| Nottingham Rehab Limited      | 27,981                                          | 3,052                                    | England                     | Ordinary                | 100%                   |
| NRS Mobility Care Limited (*) | -                                               | -                                        | England                     | Ordinary                | 100%                   |

\* held indirectly

### 8 Debtors

|                              | 2016<br>£000 | 2015<br>£000 |
|------------------------------|--------------|--------------|
| Prepayments                  | 42           | 64           |
|                              | <b>42</b>    | <b>64</b>    |
| Due within one year          | 42           | 64           |
| Due after more than one year | -            | -            |
|                              | <b>42</b>    | <b>64</b>    |

### 9 Creditors: amounts falling due within one year

|                                 | 2016<br>£000 | 2015<br>£000 |
|---------------------------------|--------------|--------------|
| Amounts owed to group companies | 6,573        | 6,573        |
|                                 | <b>6,573</b> | <b>6,573</b> |

## Notes (continued)

### 10 Called up share capital

|                                                      | 2016<br>£         | 2015<br>£         |
|------------------------------------------------------|-------------------|-------------------|
| <i>Authorised, issued, called up and fully paid:</i> |                   |                   |
| 1,962,991,338 ordinary shares of £0.01 each          | 19,629,913        | 19,629,913        |
|                                                      | <u>19,629,913</u> | <u>19,629,913</u> |

On 8 December 2014, the entire issued share capital of the company was acquired by Aceso Healthcare Limited, a subsidiary company of the group headed by Aceso Healthcare Group Holdings Limited. As part of this acquisition, the 'A1', 'A2' and 'C' ordinary shares were converted to ordinary shares of £0.01 each and Aceso Healthcare Limited subscribed for a further 1,960,058,000 ordinary shares of £0.01 each.

#### Share premium

The balance classified as share premium relates to the aggregate net proceeds less nominal value of shares on issue of the Company's equity share capital.

### 11 Related parties

As the Company was a wholly owned subsidiary of Aceso Healthcare Group Holdings Limited at 31 March 2016, the Company has taken advantage of the exemption contained in FRS102.33.1A and has therefore not disclosed transactions or balances with wholly owned entities which form part of the Group headed by Aceso Healthcare Group Holdings Limited.

### 12 Ultimate parent company and parent company of larger group

The Company is a subsidiary undertaking of Aceso Healthcare Limited. The ultimate controlling party is Aceso Healthcare Group Holdings Limited.

The largest and smallest group in which the results of the Company are consolidated is that headed by Aceso Healthcare Group Holdings Limited. No other group financial statements include the results of the Company. The consolidated financial statements of these groups are available to the public and may be obtained from Aceso Healthcare Group Holdings Limited, Sherwood House, Cartwright Way, Forest Business Park, Bardon Hill, Coalville, Leicestershire, LE67 1UB.

### 13 Accounting estimates and judgements

The preparation of financial information sometimes requires the directors to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. Where such judgements, estimates or assumptions are required, these are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

For the purposes of preparing the Company's annual report and audited financial statements, there are currently no specific estimates, judgements or assumptions required to be made by the directors. Any estimates required in the future will be reviewed on an ongoing basis.