

REGISTERED NUMBER: 09574721 (England and Wales)

**Report of the Directors and
Financial Statements for the Period 5th May 2015 to 31st March 2016
for
Assura Aspire UK Limited**



Contents of the Financial Statements

for the Period 5th May 2015 to 31st March 2016

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Company Information

for the Period 5th May 2015 to 31st March 2016

DIRECTORS:

Assura CS Limited
A S Darke
J Murphy
O Ball
C Jones
P Carroll
S Kenyon

REGISTERED OFFICE:

The Brew House
Greenalls Avenue
Warrington
Cheshire
WA4 6HL

REGISTERED NUMBER:

09574721 (England and Wales)

AUDITORS:

Deloitte LLP
Chartered Accountants and
Statutory Auditor
Manchester
United Kingdom

Report of the Directors

for the Period 5th May 2015 to 31st March 2016

The directors present their report with the financial statements of the company for the period 5th May 2015 to 31st March 2016.

STRATEGIC EXEMPTION REPORT

The Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption and for the same reason a Strategic Report has not been prepared.

PRINCIPAL ACTIVITY

The principal activity of the company is to act as a property investment company.

RESULTS AND FINANCIAL POSITION

The results for the period ended 31st March 2016 and the financial position of the company are as shown in the statement of comprehensive income and the balance sheet.

DIVIDENDS

The directors have not declared a dividend for the period ended 31st March 2016.

FUTURE DEVELOPMENTS

The Directors aim to continue to expand and develop the company's portfolio of letting properties within the National Health Service.

DIRECTORS

The directors who have held office during the period from 5th May 2015 to the date of this report are as follows:

Assura CS Limited - appointed 19th May 2015

A S Darke - appointed 19th May 2015

J Murphy - appointed 19th May 2015

O Ball - appointed 4th September 2015

C Jones - appointed 4th September 2015

P Carroll - appointed 4th September 2015

S Kenyon - appointed 4th September 2015

All the directors who are eligible offer themselves for election at the forthcoming first Annual General Meeting.

GOING CONCERN

After making enquiries, and based on the assumptions outlined in note 1, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis for accounting in preparing the annual financial statements

Report of the Directors for the Period 5th May 2015 to 31st March 2016

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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), including Financial Reporting Standard 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 accounting estimates that are reasonable and prudent;
- 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.

AUDITORS

Deloitte LLP were appointed as auditor during the period. In accordance with s. 485 of the Companies Act 2006, a resolution is to be proposed at the Annual General Meeting for reappointment of auditors, Deloitte LLP, as auditor of the company.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:



P Carroll - Director

9th September 2016

Report of the Independent Auditors to the Members of Assura Aspire UK Limited

We have audited the financial statements of Assura Aspire Limited for the period ended 31st March 2016 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and the related notes 1 to 13. 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 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 a Report of the Auditors 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 set out on page three, 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 31st March 2016 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

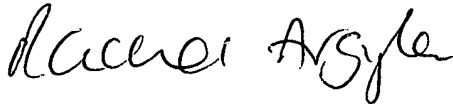
In our opinion the information given in the Report of the Directors for the financial period for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of Assura Aspire UK Limited

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 take advantage of the small companies' exemption from preparing a strategic report or in preparing the directors' report.



Rachel Argyle (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and
Statutory Auditor
Manchester
United Kingdom

Date: 16 September 2016

Statement of Comprehensive Income

for the Period 5th May 2015 to 31st March 2016

	Notes	£
TURNOVER		748,806
Cost of sales		(27,367)
GROSS PROFIT		721,439
Revaluation loss		(546,253)
Administrative expenses		(10,453)
OPERATING PROFIT and PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	164,733
Tax on profit on ordinary activities	5	-
PROFIT FOR THE FINANCIAL PERIOD		164,733
OTHER COMPREHENSIVE INCOME		-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		164,733

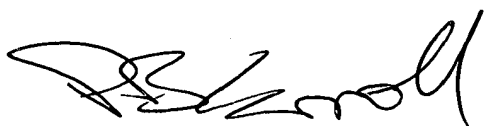
The notes form part of these financial statements

Balance Sheet

31st March 2016

	Notes	£
FIXED ASSETS		
Investment property	6	11,952,000
CURRENT ASSETS		
Work in progress	7	43,375
Debtors	8	53,672
Cash at bank		605,289
		<u>702,336</u>
CREDITORS		
Amounts falling due within one year	9	<u>(12,489,602)</u>
NET CURRENT LIABILITIES		<u>(11,787,266)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>164,734</u>
CAPITAL AND RESERVES		
Called up share capital	10	1
Retained earnings	11	164,733
SHAREHOLDERS' FUNDS		<u>164,734</u>

The financial statements were approved by the Board of Directors on 9th September 2016 and were signed on its behalf by:



P Carroll - Director

The notes form part of these financial statements

Statement of Changes in Equity

for the Period 5th May 2015 to 31st March 2016

	Called up share capital £	Retained earnings £	Total equity £
Changes in equity			
Issue of share capital	1	-	1
Total comprehensive income	-	164,733	164,733
Balance at 31st March 2016	<u>1</u>	<u>164,733</u>	<u>164,734</u>

The notes form part of these financial statements

Notes to the Financial Statements

for the Period 5th May 2015 to 31st March 2016

1. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

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

Going concern

The directors have received confirmation that Assura plc ("Assura"), the company's holding company, will continue to provide the necessary level of support to enable it to continue to operate for the foreseeable future. In considering the ability of Assura to provide any necessary support in the context of the uncertainties it faces as a result of the current economic climate, the directors have obtained an understanding of Assura's forecasts, the continuing availability of its facilities and its strategic and contingent plans. Additional details surrounding these uncertainties and mitigating actions can be found in the accounts for Assura plc.

Taking all these factors into account the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and therefore they continue to adopt the going concern basis in preparing the financial statements.

Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirement of Section 33 Related Party Disclosures paragraph 33.7.

Turnover

Turnover relates primarily to rental income. Rental income arising from operating leases on investment properties is accounted for on a straight line basis over the lease term and is shown net of VAT.

Investment property

Properties are externally valued on an open market basis as at the balance sheet date and are recorded at valuation.

Any surplus or deficit arising on revaluing investment properties and investment property under construction ("IPUC") is recognised in the income statement.

Work in progress

Property work in progress comprises costs incurred on property pre-acquisition and investment opportunities, including bid costs, which are capitalised when the transaction is virtually certain. Costs are written off to the profit and loss account if the project becomes abortive. Costs are transferred to investment property if the opportunity results in the purchase of an income generating property. Costs are transferred to development property on acquisition of the land or development site.

Notes to the Financial Statements - continued

for the Period 5th May 2015 to 31st March 2016

1. ACCOUNTING POLICIES - continued

Taxation

Current tax is expected tax payable on any non-REIT taxable income for the period and is calculated using tax rates that have been enacted or substantively enacted at the balance sheet date. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are not taxable (or tax deductible).

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference.

Critical accounting judgements and key sources of estimation and uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that may affect the application of accounting policies and the reported amounts of assets,

Critical accounting judgements and key sources of estimation and uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that may affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.

Property valuations

The key source of estimation and uncertainty relates to the valuation of investment property, where a valuation is obtained twice a year from professionally qualified external valuers. The evidence to support these valuations is based primarily on recent, comparable market transactions on an arm's length basis. However, the assumptions applied are inherently subjective and so are subject to a degree of uncertainty. Property valuations are one of the principal uncertainties of the Company.

Notes to the Financial Statements - continued

for the Period 5th May 2015 to 31st March 2016

1. ACCOUNTING POLICIES - continued

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future payments discounted at a market rate of interest.

(a) Returns to the holder are (i) a fixed amount; (ii) a fixed rate of return over the life of the instrument; (iii) a variable return that, throughout the life of the instrument, is equal to a single referenced quoted or observable interest rate; or (iv) some combination of such fixed rate and variable rates, providing that both rates are positive.

(b) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.

(c) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in relevant taxation or law.

(d) There are no conditional returns or repayment provisions except for the variable rate return described in (a) and prepayment provisions described in (c).

Financial assets are derecognised only when the contractual rights to the cash flows from the financial asset expire or are settled or when the Company transfers to another party the financial asset and substantially all of the risks and rewards of ownership of the financial asset.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

2. STAFF COSTS

There were no staff costs for the period ended 31st March 2016.

3. DIRECTORS' EMOLUMENTS

The directors received no remuneration for their services to the company in the financial period. All directors remuneration has been borne by another Group company.

4. OPERATING PROFIT

The audit fee for the period has been borne by a fellow group undertaking. No non-audit fees have been incurred during the current period.

Notes to the Financial Statements - continued

for the Period 5th May 2015 to 31st March 2016

5. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the period.

Reconciliation of total tax charge included in profit and loss

The tax assessed for the period is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	£
Profit on ordinary activities before tax	164,733
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20%	32,947
Effects of: Non-taxable (REIT)	(32,947)
Total tax charge	-

Factors that may affect future tax charges

Future changes in tax rate

Finance Act 2015 (No. 2), which was substantively enacted in October 2015, included provisions to reduce the rate of corporation tax to 19% with effect from 1 April 2017 and 18% from 1 April 2020. The Government has announced that it intends to reduce the rate of corporation tax to 17% with effect from 1 April 2020 however this legislation was not substantively enacted as at 31 March 2016.

UK REIT election

Following the acquisition by the Assura Group, the company as part of the Group has elected to treated as a UK REIT. The UK REIT rules exempt the profits of the Group's property rental business from corporation tax. Gains on properties are also exempt from tax, provided they are not held for trading or sold in the three years post completion of development. All other gains and profits will be subject to UK corporation tax.

6. INVESTMENT PROPERTY

	Total £
FAIR VALUE	
At 5th May 2015	-
Acquisitions	12,498,253
Revaluations	(546,253)
At 31st March 2016	11,952,000
NET BOOK VALUE	
At 31st March 2016	11,952,000
At 5th May 2015	-

The investment properties were valued by Savills Commercial Limited as at 31st March 2016, on an open market basis in accordance with the Appraisal and Valuation Manual of The Royal Institution of Chartered Surveyors. The historical cost of investment property included at valuation was £12,498,253.

Notes to the Financial Statements - continued

for the Period 5th May 2015 to 31st March 2016

6. INVESTMENT PROPERTY - continued

Cost or valuation at 31st March 2016 is represented by:

Valuation in 2016	£ 11,952,000
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7. WORK IN PROGRESS

Work-in-progress	£ 43,375
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8. DEBTORS

Trade debtors	£ 53,672
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9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

Trade creditors	£ 47,044
Amounts owed to group undertakings	12,135,477
Accruals and deferred income	307,081
	<u>12,489,602</u>

The balance due to group undertakings is unsecured, interest free and repayable on demand.

10. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	£
1	Allotted, called-up and fully paid	£1	<u>1</u>

The share capital was issued at incorporation.

11. RESERVES

	Retained earnings £
Profit for the period	164,733
At 31st March 2016	<u>164,733</u>

Retained earnings represents cumulative profits or losses, including unrealised profit on the revaluation of investment properties, net of dividends paid and other adjustments.

Notes to the Financial Statements - continued

for the Period 5th May 2015 to 31st March 2016

12. RELATED PARTY DISCLOSURES

The company has taken advantage of the exemption conferred by Financial Reporting Standard 102 not to disclose related party transactions on the grounds that 100% of the company's voting rights are controlled within the Assura plc Group, and consolidated financial statements in which the company is included, are publicly available.

13. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is Assura plc, a company incorporated in England. This is the largest and smallest group in which the results of the Company are consolidated. Copies of the group financial statements are available from The Brew House, Greenalls Avenue, Warrington, Cheshire, WA4 6HL and also from the Group's Website www.assurapl.com.

At the date these accounts were approved, the immediate parent was Assura Aspire Limited, a company incorporated in England.