Registered number: 09574721

ASSURA ASPIRE UK LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2017

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COMPANIES HOUSE

ASSURA ASPIRE UK LIMITED

COMPANY INFORMATION

Directors	Assura CS Limited A S Darke J Murphy O Ball C Jones P Carroll S Kenyon
Company secretary	Orla Ball
Registered number	09574721
Registered office	The Brew House Greenalls Avenue Warrington WA4 6HL
Independent auditors	Deloitte LLP Statutory Auditor 2 Hardman Street Manchester M3 3HF

ASSURA ASPIRE UK LIMITED

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DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2017

The directors present their report and the financial statements for the year ended 31 March 2017.

Strategic Report Exemption

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.

Directors' responsibilities statement

The directors are responsible for preparing 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 the directors have elected to prepare the financial statements in accordance with 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'. 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 for the Company's financial statements and then apply them consistently;
- make judgments and accounting 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;
- 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 to 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.

Principal activity

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

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2017

Results and dividends

The profit for the year, after taxation, amounted to £839,081 *(2016 - £164,734)*.

The directors have not declared a dividend for the year ended 31 March 2017 (2016: same).

Going Concern

After making enquiries, and on the basis set out 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 of accounting in preparing the annual financial statements.

Directors Qualifying Third Party Indemnity Provisions

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors" report.

Future developments

The company intends to continue to source and develop medical centres which once completed will be rented out to GPs and other healthcare organisations.

Directors

The directors who served during the year were:

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

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

The auditors, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2017

This report was approved by the board on 22 September 2017 and signed on its behalf.



P Carroll
Director

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASSURA ASPIRE UK LIMITED

We have audited the financial statements of Assura Aspire UK Limited for the year ended 31 March 2017 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 15. 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 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, 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 annual report 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 31 March 2017 and of its profit 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, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.

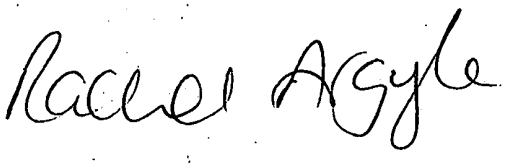
Matters on which we are required to report by exception

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ASSURA ASPIRE UK LIMITED

- 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 in preparing the Directors' Report or from the requirement to prepare a Strategic Report



Rachel Argyle (Senior Statutory Auditor)

for and on behalf of
Deloitte LLP

Statutory Auditor
Manchester
United Kingdom

22 September 2017

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2017

	Note	2017 £	*2016 £*
Turnover		**1,363,365**	*748,806*
Cost of sales		**(47,333)**	*(27,367)*
Gross profit		**1,316,032**	*721,439*
Administrative expenses		**(7,675)**	*(10,452)*
Revaluation loss		**(355,633)**	*(546,253)*
Operating profit	2	**952,724**	*164,734*
Loss on disposal of investment property		**(14,069)**	-
Interest payable and expenses		**(99,574)**	-
Profit before tax		**839,081**	*164,734*
Profit for the financial year		**839,081**	*164,734*
Other comprehensive income for the year			
Total comprehensive income for the year		**839,081**	*164,734*

BALANCE SHEET
AS AT 31 MARCH 2017

	Note		2017 £		*2016 £*
Fixed assets					
Investment property	7		**16,030,001**		*11,952,001*
			16,030,001		*11,952,001*
Current assets					
Work in progress	8	-		*43,375*	
Debtors: amounts falling due within one year	9	**78,308**		*53,672*	
Cash at bank and in hand	10	**75,314**		*605,289*	
		153,622		*702,336*	
Creditors: amounts falling due within one year	11	**(15,179,807)**		*(12,489,602)*	
Net current liabilities			**(15,026,185)**		*(11,787,266)*
Total assets less current liabilities			**1,003,816**		*164,735*
Net assets			**1,003,816**		*164,735*
Capital and reserves					
Called up share capital	12		**1**		*1*
Profit and loss account	13		**1,003,815**		*164,734*
			1,003,816		*164,735*

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 September 2017.

P Carroll
Director
The notes on pages 9 to 16 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2017

	Called up share capital	Profit and loss account	Total equity
	£	£	£
Comprehensive income for the year			
Profit for the year	-	164,734	164,734
Total comprehensive income for the year	-	164,734	164,734
Shares issued during the year	1	-	1
At 1 April 2016	1	164,734	164,735
Comprehensive income for the year			
Profit for the year	-	839,081	839,081
Total comprehensive income for the year	-	839,081	839,081
At 31 March 2017	1	1,003,815	1,003,816

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

1. Accounting policies

1.1 Basis of preparation of financial statements

Assura Aspire UK Limited (the Company) is a company incorporated in the United Kingdom under the Companies Act. The Company is a private company limited by shares and is registered in England and Wales, and the address of the registered office is given on the company information page.

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company accounting policies.

The following principal accounting policies have been applied:

1.2 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 and is shown net of VAT.

1.3 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 the 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 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Assura plc as at 31 March 2017 and these financial statements may be obtained from www.assuraplc.com.

1.4 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 am 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.

1. Accounting policies (continued)

1.5 Investment property

Investment property is carried at fair value determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Statement of Comprehensive Income.

1.6 Work in progress

Work in progress in valued at the lower of cost and net realisable value.
Costs includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

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.

1.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

1.8 *Financial instruments*

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Investments in non-convertible preference shares and in non-puttable ordinary and preference shares are measured:

- at fair value with changes recognised in the Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

1. Accounting policies (continued)

1.8 Financial instruments (continued)

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

1.9 Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.10 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 reverted 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.

1. Accounting policies (continued)

1.11 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.

1.12 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 principle uncertainties of the Company.

2. Operating profit

The audit fee for the year has been borne by a fellow group undertaking (2016: same). No non-audit fees have been incurred during the current year or prior period.

3. Staff costs

There are no employees other than directors for the year ended 31 March 2017 nor for the period ended 31 March 2016.

4. Directors' Emoluments

The directors received no remuneration for their services to the company in the financial year (2016: same). All directors' remuneration has been borne by another Group Company (2016: same).

5. Interest payable and similar charges

	2017 £	*2016* *£*
Loan interest internal	**99,574**	-
	99,574	-

6. Taxation

	2017 £	*2016* *£*
Total current tax	-	-

6. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than *(2016 - lower than)* the standard rate of corporation tax in the UK of 20% *(2016 - 20%)*. The differences are explained below:

	2017 £	*2016* *£*
Profit on ordinary activities before tax	**839,081**	*164,734*
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2016 - 20%)	**167,816**	*32,947*
Effects of:		
Non-taxable income (REIT income)	**(167,816)**	*(32,947)*
Total tax charge for the year	**-**	*-*

Factors that may affect future tax charges

Finance Act 2016 which was substantively enacted in September 2016 included provisions to reduce the rate of corporation tax to 17% with effect from 1 April 2020, and 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.

UK REIT election

The company as part of the Assura plc Group has elected to be 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.

7. Investment property

	Freehold investment property £
Valuation	
At 1 April 2016	**11,952,001**
Additions at cost	**5,134,633**
Disposals	**(701,000)**
Surplus on revaluation	**(355,633)**
At 31 March 2017	**16,030,001**

The 2017 valuations were made by Savills Commercial Limited, on an open market value for existing use basis.

The investment properties were valued by Savills Commercial Limited as at 31st March 2017, on a open market 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 £16,931,886 (2016: £12,498,253).

The Company has taken advantage of the exemption available in FRS 102 from disclosing a prior year comparative movement note.

8. Work in progress

	2017 £	*2016 £*
Work in progress	-	*43,375*
	-	*43,375*

9. Debtors

	2017 £	*2016 £*
Trade debtors	**59,290**	*53,481*
Other debtors	-	*191*
Prepayments and accrued income	**19,018**	-

9. Debtors (continued)

	78,308	*53,672*

10. Cash and cash equivalents

	2017 £	*2016 £*
Cash at bank and in hand	**75,314**	*605,289*
	75,314	*605,289*

11. Creditors: Amounts falling due within one year

	2017 £	*2016 £*
Trade creditors	**10,896**	*47,044*
Amounts owed to group undertakings	**14,865,189**	*12,135,477*
Accruals and deferred income	**303,722**	*307,081*
	15,179,807	*12,489,602*

The amounts owed to group undertakings incurs interest and is repayable on demand.

12. Share capital

	2017 £	*2016 £*
Shares classified as equity		
Allotted, called up and fully paid		
1 Ordinary share of £1	**1**	*1*

13. Reserves

Profit and loss account

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

14. Related party transactions

The company has taken advantage of the exemption conferred by section 33.10 of FRS 102 "Related Party Disclosures" not to disclose related party transactions on the grounds that 100% of the company's voting rights are controlled within the Assura Group, and consolidated financial statements in which the company is included, are publicly available.

15. 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.assuraplc.com.

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