

REGISTERED NUMBER: 03213768 (England and Wales)

**Report of the Directors and
Financial Statements for the Period 1st January 2015 to 31st March 2016
for
Abbey Healthcare Group Limited**



Contents of the Financial Statements

for the Period 1st January 2015 to 31st March 2016

	Page
Company Information	1
Report of the Directors	2
Report of the Independent Auditors	4
Statement of Comprehensive Income	6
Balance Sheet	7
Statement of Changes in Equity	8
Notes to the Financial Statements	9
Reconciliation of Equity	14
Reconciliation of Profit	16

Company Information

for the Period 1st January 2015 to 31st March 2016

DIRECTORS:

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

REGISTERED OFFICE:

The Brew House
Greenalls Avenue
Warrington
Cheshire
WA4 6HL

REGISTERED NUMBER:

03213768 (England and Wales)

AUDITORS:

Deloitte LLP
Chartered Accountants and
Statutory Auditor
Manchester
United Kingdom

Report of the Directors for the Period 1st January 2015 to 31st March 2016

The directors present their report with the financial statements of the company for the period 1st January 2015 to 31st March 2016.

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.

DIVIDENDS

The directors have not declared a dividend for the period ended 31st March 2016 (2015:same).

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 1st January 2015 to the date of this report are as follows:

O Ball - appointed 16th December 2015
P Carroll - appointed 16th December 2015
A S Darke - appointed 30th October 2015
C Jones - appointed 16th December 2015
S Kenyon - appointed 16th December 2015
J Murphy - appointed 30th October 2015
Assura CS Limited - appointed 30th October 2015
P Archer - resigned 30th October 2015

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.

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.

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.

Report of the Directors

for the Period 1st January 2015 to 31st March 2016

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and to 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.

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.

AUDITORS

During the period Deloitte LLP were appointed as auditors. 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.

ON BEHALF OF THE BOARD:



P Carroll - Director

12th September 2016

Report of the Independent Auditors to the Members of Abbey Healthcare Group Limited

We have audited the financial statements of Abbey Healthcare Group Limited for the period ended 31st March 2016 which comprise the statement of comprehensive income, the balance sheet, the reconciliation of equity, the reconciliation of profit or loss, 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 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 pages two and 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

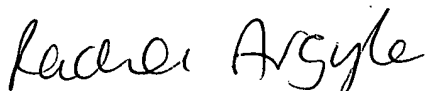
In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Report of the Independent Auditors to the Members of Abbey Healthcare Group 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 the requirement to prepare a Strategic 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 1st January 2015 to 31st March 2016

	Notes	Period 1/1/15 to 31/3/16 £	Year ended 31/12/14 £
TURNOVER		231,661	181,500
Cost of sales		(745)	(2,437)
GROSS PROFIT		230,916	179,063
Revaluation gain		484,659	-
Administrative expenses		(6,383)	-
OPERATING PROFIT	4	709,192	179,063
Interest receivable and similar income		-	8
		709,192	179,071
Interest payable and similar charges	5	(329,987)	(88,584)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		379,205	90,487
Tax on profit on ordinary activities	6	47,324	(18,059)
PROFIT FOR THE FINANCIAL PERIOD		426,529	72,428
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		426,529	72,428

The notes form part of these financial statements

Balance Sheet

31st March 2016

	Notes	2016 £	2014 £
FIXED ASSETS			
Investment property	7	3,215,000	2,730,341
CURRENT ASSETS			
Debtors	8	933	31,370
Cash at bank		151,690	67,416
		<u>152,623</u>	<u>98,786</u>
CREDITORS			
Amounts falling due within one year	9	(1,880,157)	(383,050)
NET CURRENT LIABILITIES		<u>(1,727,534)</u>	<u>(284,264)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		1,487,466	2,446,077
CREDITORS			
Amounts falling due after more than one year	10	-	(1,338,157)
PROVISIONS FOR LIABILITIES	11	-	(47,324)
NET ASSETS		<u>1,487,466</u>	<u>1,060,596</u>
CAPITAL AND RESERVES			
Called up share capital	12	100,000	100,000
Retained earnings	13	1,387,466	960,596
SHAREHOLDERS' FUNDS		<u>1,487,466</u>	<u>1,060,596</u>

The financial statements were approved by the Board of Directors on 12th 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 1st January 2015 to 31st March 2016

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1st January 2014	100,000	888,168	988,168
Changes in equity			
Total comprehensive income	-	72,428	72,428
Balance at 31st December 2014	100,000	960,596	1,060,596
Changes in equity			
Total comprehensive income	-	426,529	426,529
Balance at 31st March 2016	100,000	1,387,125	1,487,125

The notes form part of these financial statements

Notes to the Financial Statements

for the Period 1st January 2015 to 31st March 2016

1. ACCOUNTING POLICIES

Basis of preparation

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

The prior year financial statements have been restated for material adjustments on adoption of FRS 102 in the current year. For more information see reconciliation of equity and profit on pages 14-16.

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.

Notes to the Financial Statements - continued

for the Period 1st January 2015 to 31st March 2016

1. ACCOUNTING POLICIES - continued

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, liabilities, income and expenses.

2. STAFF COSTS

There were no staff costs for the period ended 31st March 2016 nor for the year ended 31st December 2014.

3. DIRECTORS' EMOLUMENTS

The directors received no remuneration for their services to the company in the financial period (2015: same). All directors remuneration has been borne by another Group company (2015: same).

4. OPERATING PROFIT

The audit fee for the period has been borne by a fellow group undertaking (2015: same). No non-audit fees have been incurred during the current or prior period.

5. INTEREST PAYABLE AND SIMILAR CHARGES

	Period 1/1/15 to 31/3/16 £	Year ended 31/12/14 £
Bank loan interest	72,832	88,584
Early repayment charge	257,155	-
	<u>329,987</u>	<u>88,584</u>

Notes to the Financial Statements - continued

for the Period 1st January 2015 to 31st March 2016

6. TAXATION

Analysis of the tax (credit)/charge

The tax (credit)/charge on the profit on ordinary activities for the period was as follows:

	Period 1/1/15 to 31/3/16 £	Year ended 31/12/14 £
Deferred tax	(47,324)	18,059
Tax on profit on ordinary activities	<u>(47,324)</u>	<u>18,059</u>

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.

7. INVESTMENT PROPERTY

	Total £
FAIR VALUE	
At 1st January 2015	2,730,341
Revaluations	484,659
At 31st March 2016	<u>3,215,000</u>
NET BOOK VALUE	
At 31st March 2016	<u>3,215,000</u>
At 31st December 2014	<u>2,730,341</u>

The investment properties were valued by Savills Commercial Limited as at 31 March 2016, on an open market basis in accordance with the Appraisal and Valuation Manual of The Royal Institution of Chartered Surveyors.

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

Notes to the Financial Statements - continued

for the Period 1st January 2015 to 31st March 2016

8. DEBTORS

	2016 £	2014 £
Trade debtors	-	31,370
Other debtors	933	-
	<u>933</u>	<u>31,370</u>

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2016 £	2014 £
Trade creditors	-	383,050
Amounts owed to group undertakings	1,825,035	-
VAT	9,500	-
Accruals and deferred income	45,622	-
	<u>1,880,157</u>	<u>383,050</u>

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

10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2016 £	2014 £
Bank loans	-	1,338,157

The loans were repaid during the current period incurring an early repayment charge of £257,155.

11. PROVISIONS FOR LIABILITIES

	2016 £	2014 £
Other provisions	-	47,324

12. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:			2016 £	2014 £
Number:	Class:	Nominal value:		
100,000	Allotted, called-up and fully paid	£1	<u>100,000</u>	<u>100,000</u>

Notes to the Financial Statements - continued

for the Period 1st January 2015 to 31st March 2016

13. RESERVES

	Retained earnings £
At 1st January 2015	960,937
Profit for the period	426,529
At 31st March 2016	<u>1,387,466</u>

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

14. 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.

15. ULTIMATE CONTROLLING PARTY

During the period, the company was acquired by Assura Investments Limited. The ultimate controlling party is now 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 Financing Limited, a company incorporated in England.

Reconciliation of Equity

1st January 2014

(Date of Transition to FRS 102)

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
FIXED ASSETS				
Investment property		2,730,341	-	2,730,341
CURRENT ASSETS				
Debtors		31,370	-	31,370
Cash at bank		67,416	-	67,416
		98,786	-	98,786
CREDITORS				
Amounts falling due within one year		(383,050)	-	(383,050)
NET CURRENT LIABILITIES		(284,264)	-	(284,264)
TOTAL ASSETS LESS CURRENT LIABILITIES		2,446,077	-	2,446,077
CREDITORS				
Amounts falling due after more than one year		(1,338,157)	-	(1,338,157)
PROVISIONS FOR LIABILITIES		(47,324)	-	(47,324)
NET ASSETS		1,060,596	-	1,060,596
CAPITAL AND RESERVES				
Called up share capital		100,000	-	100,000
Revaluation reserve		499,264	(499,264)	-
Retained earnings		461,332	499,264	960,596
SHAREHOLDERS' FUNDS		1,060,596	-	1,060,596

The notes form part of these financial statements

Reconciliation of Equity - continued

31st December 2014

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
FIXED ASSETS				
Investment property		2,730,341	-	2,730,341
CURRENT ASSETS				
Debtors		31,370	-	31,370
Cash at bank		67,416	-	67,416
		98,786	-	98,786
CREDITORS				
Amounts falling due within one year		(383,050)	-	(383,050)
NET CURRENT LIABILITIES		(284,264)	-	(284,264)
TOTAL ASSETS LESS CURRENT LIABILITIES		2,446,077	-	2,446,077
CREDITORS				
Amounts falling due after more than one year		(1,338,157)	-	(1,338,157)
PROVISIONS FOR LIABILITIES		(47,324)	-	(47,324)
NET ASSETS		1,060,596	-	1,060,596
CAPITAL AND RESERVES				
Called up share capital		100,000	-	100,000
Revaluation reserve		499,264	(499,264)	-
Retained earnings		461,332	499,264	960,596
SHAREHOLDERS' FUNDS		1,060,596	-	1,060,596

Notes to the reconciliation of equity

The Company has adopted FRS 102 for the year ended 31 March 2016. As required under FRS 102, prior period comparatives have been restated with the date of transition deemed to be 1 January 2014. A reconciliation of equity as at the date of transition has been presented.

Following a review of accounting policies applied under the previous UK GAAP, one adjustment has been posted at the date of transition. This adjustment reclassifies gains on revaluation of investment properties to be presented through the income statement rather than through the revaluation reserve. The adjustment has no impact on shareholders funds at the date of transition or at 31 March 2016.

The notes form part of these financial statements

Reconciliation of Profit for the Year Ended 31st December 2014

	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
TURNOVER	181,500	-	181,500
Cost of sales	(2,437)	-	(2,437)
GROSS PROFIT	179,063	-	179,063
OPERATING PROFIT	179,063	-	179,063
Interest receivable and similar income	8	-	8
Interest payable and similar charges	(88,584)	-	(88,584)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	90,487	-	90,487
Tax on profit on ordinary activities	(18,059)	-	(18,059)
PROFIT FOR THE FINANCIAL PERIOD	72,428	-	72,428

Notes to the reconciliation of profit or loss

The Company has adopted FRS 102 for the year ended 31 March 2016. As required under FRS 102, prior period comparatives have been restated with the date of transition deemed to be 1 January 2014. A reconciliation of profit as at the date of transition has been presented.

Following a review of accounting policies applied under the previous UK GAAP, one adjustment has been posted at the date of transition. This adjustment reclassifies gains on revaluation of investment properties to be presented through the income statement rather than through the revaluation reserve. The adjustment has no impact on shareholders funds at the date of transition or at 31 March 2016.

The notes form part of these financial statements