Craegmoor Healthcare Company Limited

Annual report and financial statements for the year ended 31 December 2014

Registered number: 3830455

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Craegmoor Healthcare Company Limited

Annual report and financial statements for the year ended 31 December 2014

Contents

Strategic report for the year ended 31 December 2014 1
Directors' report for the year ended 31 December 2014 2
Independent auditors' report to the members of Craegmoor Healthcare Company Limited 4
Profit and loss account for the year ended 31 December 2014 6
Balance sheet as at 31 December 2014 7
Statement of changes in shareholders' funds for the year ended 31 December 2014 8
Statement of accounting policies 9
Notes to the financial statements for the year ended 31 December 2014 11

Craegmoor Healthcare Company Limited

Strategic report for the year ended 31 December 2014

The directors present their strategic report on Craegmoor Healthcare Company Limited for the year ended 31 December 2014.

Principal activities and review of business
The company has not traded during the current year and is not expected to trade going forward. The results for the year are set out in the profit and loss account on page 6 and the position of the company as at the year end is set out in the balance sheet on page 7.

Further information regarding the operations and key performance indicators of the group are set out in the directors' report of Priory Group No. 1 Limited.

Key performance indicators
Given the straightforward nature of the business, the company's directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business. The development, performance and position of Priory Group No. 1 Limited, which includes the company, is discussed in the group's annual report which does not form part of this report.

Financial risk management
The company's operations mean that it is exposed to a variety of financial risks that include the effects of changes in credit risk, liquidity risk and interest rate risk. The directors monitor the risks in order to limit the adverse effects on the financial performance by reviewing levels of debt finance and the related finance costs, however these are integrated with the risks of the group and not managed separately. Accordingly, the financial risk management policies of Priory Group No. 1 Limited, which include those of the company, are discussed in the group's annual report which does not form part of this report.

Principal risks and uncertainties
From the perspective of the company, the principal risks and uncertainties are integrated with the principal risks of the group and are not managed separately. Accordingly, the principal risks and uncertainties of Priory Group No. 1 Limited, which include those of the company, are discussed in the group's annual report which does not form part of this report.

Future developments
The future developments of the company are aligned to the strategy of the Priory Group, headed by Priory Group No. 1 Limited. The group's strategy for the future development of the business is included in the group's annual report, which does not form part of this report.

By order of the board



David Hall
Company Secretary
27 August 2015

Craegmoor Healthcare Company Limited

Directors' report for the year ended 31 December 2014

The directors present their report and the audited financial statements of the company for the year ended 31 December 2014.

Dividends
The directors do not recommend the payment of a dividend (2013: £nil).

Directors
The directors of the company who held office during the year and up to the date of signing the financial statements were as follows:

Jason Lock	(resigned 1 April 2015)
Mark Moran	(appointed 1 April 2015)
Matthew Franzidis	(resigned 7 January 2015)
Tom Riall	

Independent auditors
The independent auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

Future developments
The future developments of the company are discussed in the strategic report.

Provision 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 that director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

Directors' report for the year ended 31 December 2014 (continued)

Statement of directors' responsibilities
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 the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards), including Financial Reporting Standard 101 "Reduced Disclosure Framework" (FRS 101). 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;
- State whether applicable United Kingdom Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- Notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of the financial statements; and
- Prepare the financial statements on a 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.

By order of the board

David Hall
Company Secretary
27 August 2015

80 Hammersmith Road
London
England
W14 8UD

Craegmoor Healthcare Company Limited

Independent auditors' report to the members of Craegmoor Healthcare Company Limited

Report on the financial statements

Our opinion
In our opinion, Craegmoor Healthcare Company Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its loss 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.

What we have audited
Craegmoor Healthcare Company Limited's financial statements comprise:

- the balance sheet as at 31 December 2014;
- the profit and loss account for the year then ended;
- the statement of changes in shareholders' funds for the year then ended;
- the accounting policies; and
- the notes to the financial statements, which include other explanatory information.

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 101 "Reduced Disclosure Framework".

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter 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.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received
Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration
Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Independent auditors' report to the members of Craegmoor Healthcare Company Limited (continued)

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the statement of directors' responsibilities 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

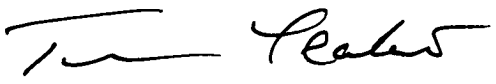
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from 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.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

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.



Tom Yeates (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle upon Tyne
27 August 2015

Craegmoor Healthcare Company Limited

Profit and loss account for the year ended 31 December 2014

	Note	**2014** **£'000**	2013 £'000
Result on ordinary activities before taxation	1	-	-
Tax on result on ordinary activities	3	**(997)**	(1,054)
Loss for the financial year		**(997)**	(1,054)

The results for the current and prior year derive from discontinued activities.

There is no other comprehensive income for the period.

Craegmoor Healthcare Company Limited

Balance sheet as at 31 December 2014

	Note	2014 £'000	2013 £'000
Current assets			
Debtors	4	**87,742**	87,742
		87,742	87,742
Creditors: amounts falling due within one year	5	**(43,781)**	(42,784)
Net current assets		**43,961**	44,958
Total assets less current liabilities		**43,961**	44,958
Capital and reserves			
Called up share capital	6	**4,750**	4,750
Share premium account		**35,206**	35,206
Profit and loss account		**4,005**	5,002
Total shareholders' funds		**43,961**	44,958

The financial statements on pages 6 to 13 were approved by the board of directors on 27 August 2015 and were signed on its behalf by:

Mark Moran
Director

Registered number: 3830455

Craegmoor Healthcare Company Limited

Statement of changes in shareholders' funds for the year ended 31 December 2014

	Note	Called up share capital £'000	Share premium account £'000	Profit and loss account £'000	Total £'000
At 1 January 2013		4,750	35,206	6,056	46,012
Loss for the financial year		-	-	(1,054)	(1,054)
At 1 January 2014		4,750	35,206	5,002	44,958
Loss for the financial year		-	-	(997)	(997)
At 31 December 2014		**4,750**	**35,206**	**4,005**	**43,961**

Craegmoor Healthcare Company Limited

Statement of accounting policies

The following accounting policies have been applied consistently in the company's financial statements.

Basis of preparation
The company is a private limited company, incorporated and domiciled in the United Kingdom.

The financial statements are presented in sterling, rounded to the nearest thousand. They are prepared on a going concern basis and under the historical cost convention. The principal accounting policies applied in the preparation of these financial statements are set out below, and, unless otherwise stated, these policies have been consistently applied to all the periods presented.

The ultimate parent company, Priory Group No. 1 Limited, has confirmed that it will continue to provide financial support to the company for the foreseeable future and for at least 12 months from the date of approval of these financial statements. Accordingly the financial statements have been prepared on the going concern basis.

These financial statements have been prepared in accordance with United Kingdom Accounting Standards, in particular, Financial Reporting Standard 101 "Reduced Disclosure Framework (FRS 101) and, the Companies Act 2006 (the Act). FRS 101 sets out a reduced disclosure framework for a "qualifying entity" as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The Company is a qualifying entity for the purposes of FRS 101. Note 7 gives details of the Company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

These are the first financial statements of the Company prepared in accordance with FRS 101. The Company's date of transition to FRS 101 is 1 January 2013. The Company has notified its shareholders in writing about, and they do not object to, the use of the disclosure exemptions used by the Company in these financial statements. The impact of the amendments to the Company's previously adopted accounting policies in accordance with UK GAAP (excluding FRS 101) was not material to the shareholders' equity as at the date of transition or as at 31 December 2013 or as at 31 December 2014, nor on the profit or loss for the years ended 31 December 2013 and 31 December 2014.

The principle disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- Statement of cash flows;
- IFRS 7 financial instrument disclosures;
- IAS 1 information on management of capital;
- IAS 8 disclosures in respect of new standards and interpretations that have been issued but which are not yet effective;
- IAS 24 disclosure of key management personnel compensation;
- IAS 24 disclosures in respect of related party transactions entered into between fellow group companies (the company had no other related party transactions); and
- Roll-forward reconciliations in respect of share capital (IAS 1)

Statement of accounting policies (continued)

Basis of preparation (continued)
The preparation of financial statements in conformity with FRS 101 requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

The company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group financial statements on the grounds that it is included in the consolidated financial statements of a parent undertaking. These financial statements present information about the company as an individual undertaking and not about its group.

Group relief
Payment is generally made for group relief at the current tax rate at the time of first estimating the tax provision. To the extent that amendments are subsequently made to the group relief plan, there is generally no payment or receipt in respect of the change.

Notes to the financial statements for the year ended 31 December 2014

1 Result on ordinary activities before taxation

The remuneration of the auditors of £1,000 (2013: £1,000) was borne by another group undertaking.

2 Staff costs

The company has no employees other than the directors, who did not receive any remuneration (2013: £nil).

The costs relating to the directors' services have been borne by Priory Central Services Limited, a fellow subsidiary undertaking. No amounts have been recharged to the company in respect of the directors' services and the directors do not believe that it is practical to allocate these costs between group companies.

3 Tax on result on ordinary activities

The current tax charge of £997,000 (2013: £1,054,000) relates to the surrender of losses by other group companies in exchange for payment of the same amount.

The standard rate of tax for the year, based on the UK standard rate of corporation tax is 21.5% (2013: 23.25%). The actual tax charge for the year is higher (2013: higher) than the standard rate for the reasons set out in the following reconciliation:

	2014	2013
	£'000	£'000
Result on ordinary activities before taxation	-	-
Tax on result on ordinary activities at standard rate	-	-
Factors affecting charge for the year:		
Transfer pricing adjustments	**997**	1,054
Total tax charge for the year	**997**	1,054

The standard rate of corporation tax in the UK changed from 23% to 21% with effect from 1 April 2014. Accordingly, the company's results for this accounting year are taxed at an effective rate of 21.5% (2013: 23.25%).

In his budget speech on 20 March 2013, the Chancellor announced that the main rate of corporation tax would change from 21% to 20% from 1 April 2015. This change was substantively enacted in July 2013, as such the company's deferred tax balances have been restated to reflect their expected unwind at 20% rather than the main rate of 21%.

Notes to the financial statements for the year ended 31 December 2014 (continued)

4 Debtors

	2014	2013
	£'000	£'000
Amounts falling due after more than one year:		
Amounts owed by group undertakings	**87,742**	87,742
	87,742	87,742

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand. However, the directors of the company have confirmed they will not seek repayment of this loan within twelve months after the year end.

5 Creditors: amounts falling due within one year

	2014	2013
	£'000	£'000
Amounts owed to group undertakings	**42,784**	41,730
Group relief payable	**997**	1,054
	43,781	42,784

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

6 Called up share capital

	2014	2013
	£'000	£'000
Authorised		
4,750,100 (2013: 4,750,100) ordinary shares of £1 each	**4,750**	4,750
Issued and fully paid		
4,750,100 (2013: 4,750,100) ordinary shares of £1 each	**4,750**	4,750

Notes to the financial statements for the year ended 31 December 2014 (continued)

7 Ultimate parent company and controlling party

The company's immediate parent company, which is incorporated in England, is Craegmoor Care (Holdings) Limited.

The ultimate parent undertaking and controlling party is Priory Group No. 1 Limited, a company incorporated in England. Priory Group No. 1 Limited is beneficially owned by funds managed by Advent International Corporation which is considered by the directors to be the ultimate controlling party of the company.

Priory Group No. 1 Limited is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2014. Priory Group No. 3 PLC is the parent undertaking of the smallest group of undertakings to consolidate these financial statements at 31 December 2014. The consolidated financial statements of Priory Group No. 1 Limited and Priory Group No. 3 PLC can be obtained from the Company Secretary at 80 Hammersmith Road, London, W14 8UD.