

**Cygnets Surrey Limited (formerly Alpha Hospitals
Limited)**

**Annual report and financial
statements**

Registered number 4590303

For the 9 month period ending

31 December 2015

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Strategic Report

The strategic report set out below is the Cygnnet Health UK Limited Group ("Group") strategic report.

Due to the inter-related nature of the group's activities it is felt that items relevant to the group will be directly or indirectly relevant to individual entities.

Business review

The Cygnnet Health UK Limited Group ("Cygnnet" or "Group") is a leading UK provider of mental health services. Cygnnet is able to deliver a diverse range of services to optimise the service user experience through its network of sites.

Cygnnet is different to many other providers with a broad coverage of the mental health spectrum from Acute, Secure, Non-secure rehabilitation, and Out-patient services to Adolescent, Autism, Learning Disability and Elderly care.

In September 2014 Cygnnet found a long term strategic partner in Universal Health Services Inc. ("UHS"), the leading provider of behavioural health care in the USA. Under new ownership and with the consequent change in capital structure, Cygnnet has been able to focus more on investing in the delivery of more high quality value for money services.

In 2015, Cygnnet has been able to extend its delivery of healthcare services through both organic development and acquisition to complement the business.

On 6th February 2015, Cygnnet was pleased to announce the acquisition of Orchard Portman House Hospital ("Orchard Portman"). Orchard Portman, a 46 bed mental health hospital located near Taunton, Somerset, provides a range of specialist services to older males and females with a mental illness. It has been renamed Cygnnet Hospital Taunton.

On 19th August 2015, Cygnnet was pleased to announce the acquisition of Alpha Hospitals Holdings Limited and subsidiaries- four hospitals across the UK with 305 mental health beds located in Bury, Sheffield, and Woking, providing a range of specialist services to adolescents and adults with a mental illness. This acquisition broadened and strengthened Cygnnet's service offering and geographical reach. The Alpha sites have been renamed with appropriate Cygnnet names.

Since the date of acquisition of these facilities Cygnnet's management team have been working closely with the local management and staff to further best practice and service excellence, whilst realising appropriate synergies and efficiencies.

In addition, in 2015 Cygnnet accelerated its organic development plans, with various extensions and the start of construction of a new 56 bed hospital in Coventry, expected to be open in early 2017.

The Group remains focussed on delivering shorter lengths of stay and lower episode costs – so that our customers receive better value and service users are rehabilitated faster.

Our business continues to be supported by strong relationships with customers – in 2015 Cygnnet did business with 168 NHS purchasing bodies. During this time, formal arrangements were in place with 113 of these bodies accounting for 88% of Cygnnet's revenue. We are pleased to be partnering with the NHS on working together in new innovative ways that are mutually beneficial to us both clinically and from an efficiency point of view but also in a way that puts service users first.

During the year Cygnnet closed its underperforming 12 bed service at Stockport and its 10 beds of supported living services in Harrow and Devon to focus on core activities

Cygnnet now operates 1,046 beds (2014: 765 beds) spread through a portfolio of 21 quality facilities (2014: 18 facilities).

Strategic Report *(continued)*

Corporate and Clinical Delivery and Governance

Cygnnet has continued to focus on striving for the highest quality corporate and clinical governance throughout everything we do – clinical excellence and governance are the foundation of our business. As part of our journey to further enhance our clinical service delivery capability, in 2015 we were pleased to welcome Julie Kerry to a newly created Board level post as Director of Nursing & Patient Experience. Furthermore, we also are pleased to have identified a Group Medical Director who will become a full time member of the executive management team from April 2016.

Our Governance plan is designed to enhance Quality Assurance. This plan is monitored regularly by local board and governance meetings, and twice-yearly Board to Ward meetings.

We continue to work with the Care Quality Commission ("CQC"), the English regulatory authority, aiming to be the market leader in our sector in delivery of clinical quality. We are pleased to report 100% compliance with Commissioning for Quality and Innovation ("CQUIN") in 2014/15 (measured 1st April 2014 to 31st March 2015 in line with the relevant NHS financial year) – all 23 out of 23 quality targets were met on the quarterly submissions made in 2014/15.

The continued focus on quality and governance has seen a more streamlined reporting structure for the governance team with Quality assurance managers for each region. Reporting directly to the Board, the governance team delivers evidence and assurance of robust systems and processes ensuring that we have proof of our high standards and service delivery at individual service user level and across the whole group, learning from experience as we go.

Our People

We are very proud to have a first class team of management and staff in our organisation who combine a unique set of skills to drive our business forward. It is the expertise of our people and the culture of passion and commitment that enables us to do such a fantastic job of caring for our service users and improving their lives day by day. We believe in our core values of being Helpful, Responsible, Respectful, Honest and Empathetic.

We would like to take this opportunity to thank all of our staff for their huge commitment and skill.

Key performance measures

The key performance measures that the Board of Directors ("The Board") uses to monitor progress of the Company and its subsidiaries ("The Group") against its objectives are:

- Careful attention to clinical risk management;
- User experience and involvement;
- Clinical quality, including safety, and effectiveness;
- Customer satisfaction and patient care outcomes;
- Health and Safety compliance;
- Staff and management skills development;
- Staff turnover and retention;
- Debtor days;
- Occupancy rates;
- Fee levels and pricing;
- EBITDA;
- Margin; and
- Staff and agency costs.

Strategic Report *(continued)*

Future prospects

Cygnnet's strategy is to continue to grow and develop the business through:

- furthering geographical coverage;
- development and broadening of current service lines;
- extension of service lines and care pathways;
- reacting to the changing dynamics of our market and customers, in particular the NHS; and
- providing an environment and culture which promotes excellence in what we do and a fulfilling place for staff to pursue their careers.

Key risks and uncertainties

Regulatory risk

Regulatory risk is the risk arising from adverse regulatory inspections, or employees failing to adhere to Cygnnet's policies and procedures. All CQC inspection reports are disseminated and action planning for improvements is shared across the group for learning purposes and to confirm Board Assurance. Health and Safety regulations are reviewed and internal policies, procedures and training updated in line with those regulations.

The Group engages in clinical audit, internal audit of systems, controls and continuous monitoring of performance of employees and customer and service user satisfaction.

Cygnnet has proactively set up an external whistleblowing phone line to ensure that any concerns felt by staff can be assured of a full hearing and action as a consequence.

Reputational risk

Reputational risk is the risk arising from adverse publicity. The Group believes this is only likely to occur in relation to poor customer and/or service user care and has multi-layered systems to prevent this occurring and manage any challenges arising.

Competition

The Group monitors competition closely to ensure that it remains competitive in the market place. The Group manages the risk associated with demand fluctuations by offering diversified services and monitoring demand, converting unused capacity to alternative services when appropriate. Cygnnet monitors prices charged both internally and externally to ensure that its services are appropriately priced to compete and provide value for customers.

Strategic Report *(continued)*

Financial Review

Cygnnet made very encouraging progress in the year to 31 December 2015, with strong occupancy levels. This combined with the impact of the acquisitions materially increased revenue, EBITDA and operating cash flow. The financial highlights for the Group are as follows (12 months to December 2015 versus 14 Months to December 2014):

	12 months to 31 December 2015/ as at 31 December 2015	14 months to 31 December 2014/ as at 31 December 2014
	£m	£m
Revenue	132.8	118.4
Group EBITDA	32.1	31.3
<i>Net cash inflow from operating activities before interest and taxation</i>	26.4	24.1
Asset value	417.0	272.7
Total liabilities	(44.5)	(31.9)
Net assets	<u>372.5</u>	<u>240.8</u>

In 2015 Cygnnet delivered revenue of £132.8m of which £24.4m related to revenue post acquisition from the businesses acquired. Cygnnet delivered EBITDA of £32.1m of which £2.9m related to the acquired businesses.

The Group has net assets of £372.5m (2014: £240.8m).

Financing and Cash Flow

Net cash inflow from operating activities, before interest and taxation was £26.4m.

The business continued to invest its cash flow to fund capital to maintain its existing sites, to invest in the organisational infrastructure, and to develop further capacity, supported with additional cash flow from its ultimate parent, UHS Inc whose loan provided part funding for both of the aforementioned acquisitions. During the period the business spent £7.6m on capital expenditure, and £100.2m on acquisition of subsidiaries and refinancing of subsidiaries.



DJ Cole
Director



MG Ground
Director

10 March 2016

Nepicar House London Road
Wrotham Heath
Sevenoaks
Kent
England
TN15 7RS

Directors' report

The directors present their report and the financial statements for the 9 month period ended 31 December 2015. The Company was acquired by Cygnets Health Care Limited on 21 August 2015. The year end for the company was changed from 31 March to 31 December following the change in ownership and hence the financial statements include a 9 month period to 31 December 2015. The Company changed its name to Cygnets Surrey Limited on 21 December 2015

Principal activities

The principal activities of the company and the group is the provision of specialist secure psychiatric care for adults and adolescents. The group operates 305 beds from four locations in Bury, Lancashire, Sheffield, South Yorkshire and Woking, Surrey.

All hospital facilities are registered with the Care Quality Commission in accordance with the requirements of the Health and Social Care Act 2008.

Results

The loss for the period, after taxation, amounted to £4,887,322 (31 March 2015: £3,718,015).

Directors

The directors who served during the period and up to the date of approval of these financial statements were:

D Cole (Appointed 19 August 2015)
N McLeod (Appointed 19 August 2015)
M Ground (Appointed 19 August 2015)
P Hodgkinson (Resigned 19 August 2015)
K Hameed (Resigned 19 August 2015)
A Karandawala (Resigned 19 August 2015)
C Thomas (Resigned 19 August 2015)
B Choudhrie (Resigned 19 August 2015)
D Choudhrie (Resigned 19 August 2015)
S Kapur (Resigned 19 August 2015)
D Choudhrie (Resigned 19 August 2015)

A Coleman (Appointed 19 August 2015) (Company Secretary)

Employee involvement

The directors recognise the importance of human resources. The Cygnets Health UK Limited Group's ("Group") policy is to encourage active involvement of employees in the management of its facilities and in matters affecting employees' interests. Each facility has a Staff Relations Group ("SRG").

The elected chairperson of the SRG attends the twice yearly Board meetings at their facility and serves as a conduit for interaction between the Board and employees. The SRG also takes an active role in quality assurance and the accreditation process which all the Group's facilities embrace. In addition, the Group encourages personal career development for all employees through providing access to training and promotional opportunities.

In order to obtain staff feedback, an annual staff engagement survey is carried out and reported on and exit interviews are collated independently. A new Employee Assistance Programme has been introduced enabling staff to seek support on work or home/life issues, with the aim of the Company offering improved support to staff working in challenging environments.

Disabled employees

It is the Company's policy to give fair consideration to the employment needs of disabled people and to comply with current legislation with regard to their employment. Wherever practicable, we continue to employ and promote the careers of existing employees who become disabled and to consider disabled persons for employment, subsequent training, career development and promotion on the basis of their aptitudes and abilities.

Directors' report *(continued)*

Qualifying third party indemnity provisions

During the financial period, qualifying third party indemnity provision for the benefit of all directors was in force.

Political and charitable contributions

The Company made no political or charitable contributions during the period *(31 March 2015: Nil)*.

Proposed dividend

The directors do not recommend the payment of a dividend *(31 March 2015: Nil)*.

Creditor payment policy

It is the Company's policy to pay approved liabilities to creditors promptly and within agreed terms.

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

KPMG LLP were appointed as auditor on 19 August 2015. Pursuant to a shareholder's resolution, the Company is not obliged to reappoint its auditor annually and KPMG LLP will until further notice continue in office.

By order of the board



DJ Cole
Director



MG Ground
Director

10 March 2016

Nepicar House London Road
Wrotham Heath
Sevenoaks
Kent
England
TN15 7RS

Statement of directors' responsibilities in respect of the Strategic Report and Directors' Report and the financial statements

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

Arlington Business Park
Theale
Reading
RG7 4SD
United Kingdom

Independent auditor's report to the members of Cygnets Surrey Limited (formerly Alpha Hospitals Limited)

We have audited the financial statements of Cygnets Surrey Limited for the period ended 31 December 2015 set out on pages 10 to 26. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 December 2015 and of its loss for the period then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial period is consistent with the financial statements.

Independent auditor's report to the members of Cygnnet Surrey Limited (formerly Alpha Hospitals Limited) (continued)

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



James Ledward (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor

10 March 2016

Chartered Accountants
Arlington Business Park
Theale
Reading
RG7 4SD

Income Statement

for the 9 month period ended 31 December 2015

	Note	9 month period ended 31 December 2015 £	Year ended 31 March 2015 £
Revenue	1,2	7,177,315	9,548,998
Operating expenses		(11,859,404)	(13,397,569)
Operating loss before finance costs		(4,682,089)	(3,848,571)
Finance income	6	136,815	-
Finance expenses	6	(1,216,193)	(482,048)
Loss on ordinary activities before taxation		(5,761,467)	(4,330,619)
Taxation	7	874,145	612,604
Loss for the financial period		(4,887,322)	(3,718,015)
Attributable to equity holders		(4,887,322)	(3,718,015)

All amounts relate to continuing operations.

The notes on pages 13 to 26 form part of these financial statements.

Other Comprehensive Income
for the period ended 31 December 2015

	9 month period ended 31 December 2015 £	As restated Year ended 31 March 2015 £
Loss for the financial period	(4,887,322)	(3,718,015)
<i>Other comprehensive income:</i>		
Unrealised surplus/(deficit) on revaluation of tangible fixed assets	5,654,159	(249,065)
Deferred tax recognised on revaluation- recognised directly in equity	(76,517)	(74,817)
Net income recognised directly in equity	5,577,642	(323,882)
Total recognised profit/(loss) attributable to equity holders of the Company	690,320	(4,041,897)

Statement of Financial Position
at 31 December 2015

		31 December 2015 £	As restated 31 March 2015 £
Non-current assets			
Tangible assets	8	25,083,884	19,386,981
Investments	9	12,899,082	12,899,083
		<u>37,982,966</u>	<u>32,286,064</u>
Current assets			
Amounts owed by group undertakings		-	15,833,404
Trade and other receivables	10	407,231	149,513
Cash and cash equivalents		1,690,869	714,218
Deferred tax asset	12	722,811	-
		<u>40,803,877</u>	<u>48,983,199</u>
Total assets			
		<u>40,803,877</u>	<u>48,983,199</u>
Current liabilities			
Amount owed to group undertakings		36,017,022	44,712,983
Trade and other payables	11	1,214,516	1,313,380
		<u>37,231,538</u>	<u>46,026,363</u>
Non - current liabilities			
Deferred tax	12	-	74,817
		<u>37,231,538</u>	<u>46,101,180</u>
Total liabilities			
		<u>37,231,538</u>	<u>46,101,180</u>
Equity attributable to equity holders of the parent			
Share capital	13	4,738,618	4,738,618
Share premium	14	13,775,502	13,775,502
Revaluation reserve	14	6,436,863	950,310
Profit and loss	14	(21,378,644)	(16,582,411)
		<u>3,572,339</u>	<u>2,882,019</u>
Total equity			
		<u>3,572,339</u>	<u>2,882,019</u>
Total equity and liabilities		<u>40,803,877</u>	<u>48,983,199</u>

These financial statements were approved by the board of directors on 10 March 2016 and were signed on its behalf by:



DJ Cole
Director



MG Ground
Director

Company registered number: 4590303

The notes on pages 13 to 26 form part of these financial statements

Notes

(forming part of the financial statements)

1 Accounting policies

Cygnat Surrey Limited (the "Company") is a company incorporated and domiciled in the UK.

The address of the company's registered office is:

Nepicar House
London Road
Wrotham Heath
Sevenoaks
Kent
TN15 7RS

The Company is exempt by virtue of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

The Company's parent undertaking is Cygnat Hospitals Holdings Limited. Its ultimate UK parent undertaking is UK Acquisitions No. 6 Limited, a subsidiary of Universal Health Services Inc., a company incorporated in the USA.

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In the transition to FRS101, the Company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. An explanation of how the transition to FRS 101 has affected the reported financial position, financial performance and cash flows of the Company is provided in note 19.

The Company's ultimate UK parent undertaking, UK Acquisitions No. 6 Limited includes the Company in its consolidated financial statements. The consolidated financial statements of UK Acquisitions No. 6 Limited are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Nepicar House, London Road, Wrotham Heath, Sevenoaks, Kent, TN15 7RS.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital and tangible fixed assets;
- Disclosures in respect of transactions with wholly owned subsidiaries ;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs, and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of Acquisitions No. 6 Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

Notes *(continued)*

1 **Accounting policies** *(continued)*

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 1 April 2014 for the purposes of the transition to FRS 101.

Going Concern

The Company has net assets together with the long term support from the Group. As a consequence, the directors believe that the company is well placed to manage its business risks successfully.

The directors have a reasonable expectation that the company and group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing these annual financial statements. Group companies have confirmed that any amounts due to group undertakings will not be demanded within the next year.

Basis of measurement

The financial statements are presented in sterling. They are prepared on the historical cost basis.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Significant accounting policies

The preparation of financial statements in conformity with FRS 101 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

Judgements and estimates made by management in the application of FRS 101 that have significant effect on the financial statements are discussed in note 17.

Revenue

Revenue relates to income received from operating psychiatric facilities and arises entirely in the United Kingdom. Revenue from operating psychiatric facilities is recognised, as earned, through the provision of contracted services.

Revenue is recognised in the accounting period in which the Company provides the service.

Notes (continued)

1 Accounting policies (continued)

Expenses

Operating lease payments

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease. Lease incentives received are recognised in the income statement as an integral part of the total lease expense

Net financing costs

Net financing costs comprise interest payable, finance charges on shares classified as liabilities and finance leases, interest receivable on funds invested and dividend income (see derivative financial instruments and hedging accounting policy).

Taxation

Tax on the profit or loss for the period comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous periods.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

Impairment

The carrying amounts of the Company's assets are reviewed at each statement of financial position date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the income statement.

Reversals of impairment

An impairment loss is reversed when there is an indication that the impairment loss may no longer exist or there has been a change in the estimates used to determine the recoverable amount.

Tangible assets and depreciation

Tangible assets are stated at cost or valuation and less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold property	-	2.5% straight line
Fixtures & fittings	-	25-33% straight line
Office equipment	-	25-33% straight line

Notes (continued)

1 Accounting policies (continued)

Revaluation of tangible assets

Individual freehold properties are carried at current period value at the balance sheet date. A full valuation is obtained from a qualified valuer for each property at least every five years, with an interim valuation in any year where it is likely that there has been a material change in value.

Revaluation gains and losses are recognised in the Statement of Other Comprehensive Income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the losses are recognised in the Income Statement.

Investments

Investments are included at cost less amounts written off in respect of impairments.

Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts.

Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement as incurred.

2 Operating loss

The operating loss is stated after charging/(crediting):

	9 month period ended 31 December 2015	Year ended 31 March 2015
	£	£
Depreciation of plant, property and equipment	404,357	413,473
Impairment of fixed assets	-	196,048
Reversal of previous impairment of property, plant and equipment	(282,533)	-
Operating lease rentals:		
- plant and machinery	-	6,510
- other operating leases	60,421	50,621
Profit on sale of tangible assets	-	(1,882)
	<hr/>	<hr/>

Notes (continued)

3 Auditor's remuneration

	9 month period ended 31 December 2015	Year ended 31 March 2015
	£	£
Audit of these financial statements	14,000	3,350
Other services relating to taxation	4,000	20,625

4 Staff numbers and costs

The aggregate payroll costs of these persons were as follows:

	9 month period, ended 31 December 2015	Year ended 31 March 2015
	£	£
Wages and salaries	5,628,553	7,132,530
Social security costs	510,405	640,314
Other pension costs	227,988	164,065
	<u>6,366,946</u>	<u>7,936,909</u>

The average monthly number of employees, including the directors, during the year was as follows:

	31 December 2015 No.	Year ended 31 March 2015 No.
Nursing staff	128	131
Administrative	60	97
	<u>188</u>	<u>228</u>

Notes (continued)

5 Directors' remuneration

	9 month period ended 31 December 2015 £	Year ended 31 March 2015 £
Remuneration	477,423	298,894
Compensation for loss of office	306,236	-
	<u> </u>	<u> </u>
Company pension contributions to defined contribution pension scheme	14,961	35,620
	<u> </u>	<u> </u>

During the year retirement benefits were accruing to 1 Director (31 March 2015: 1) in respect of defined contribution pension scheme.

The highest paid director received remuneration of £477,423 (31 March 2015: £298,894).

The value of the Company's contribution paid to a defined contribution pension scheme in respect of the highest paid director amounted to £14,961 (31 March 2015: £35,620).

6 Interest payable and similar charges

	9 month period ended 31 December 2015 £	Year ended 31 March 2015 £
Finance income		
Income on amounts due from group undertakings	136,815	-
	<u> </u>	<u> </u>
Total finance income	136,815	-
	<u> </u>	<u> </u>
Expense on amounts due to group undertakings	(1,216,193)	(482,048)
	<u> </u>	<u> </u>
Total financial expenses	(1,216,193)	482,048
	<u> </u>	<u> </u>
Net financial expenses	(1,079,378)	482,048
	<u> </u>	<u> </u>

Interest in the period relates to interest payable and receivable on amounts owed to and from group undertakings. From 19 August 2015, interest has accrued at a rate of 4.85% per annum above LIBOR. Prior to acquisition (19 August 2015), interest accrued at a rate of 4.53%.

The amounts are legally repayable on demand (and hence are disclosed as current liabilities), however, it is not expected that a demand for these amounts will be made within the next year.

Notes (continued)

7 Taxation

Analysis of charge in income statement

	9 month period ended 31 December 2015 £	Year ended 31 March 2015 £
UK corporation tax		
Current tax on income for the period	-	(605,713)
Adjustments in respect of prior periods	-	(6,891)
	<u>-</u>	<u>(612,604)</u>
Deferred tax		
Origination and reversal of timing differences	(785,817)	-
Current period adjustment for prior periods	(88,328)	-
	<u>(874,145)</u>	<u>(612,604)</u>
Tax on profit on ordinary activities	<u>(874,145)</u>	<u>(612,604)</u>

Reconciliation of effective tax rate

	9 month period ended 31 December 2015 £	Year ended 31 March 2015 £
Reconciliation of effective tax rate		
Loss on ordinary activities before tax	(5,761,467)	(4,330,619)
Loss on ordinary activities multiplied by standard rate of corporation tax rate in the UK of 20% (31 March 2015: 21%)	(1,152,349)	(909,430)
Effects of:		
Expenses not deductible for tax purposes	233,011	168,408
Depreciation in excess of capital allowances for the period	4,150	42,862
Losses not utilised during the period	-	50,821
Adjustments to tax charge in respect of prior periods	(88,328)	(6,891)
Other differences leading to an increase in the tax charge	80,313	456
Impairment of fixed assets	(56,507)	41,170
Group relief	930,746	-
Recognition of losses	(825,181)	-
	<u>(874,145)</u>	<u>(612,604)</u>
Total tax credit in income statement	<u>(874,145)</u>	<u>(612,604)</u>

Reductions in the UK corporation tax rate from 23% to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015.

Notes (continued)

8 Tangible fixed assets

	Freehold property £	Plant and machinery £	Total £
Cost or valuation			
At 1 April 2015	18,826,532	1,584,452	20,410,984
Additions	96,603	67,965	164,568
Revaluation surplus	5,281,411	-	5,281,411
Reversal of previous impairment	282,533		282,533
	<hr/>	<hr/>	<hr/>
At end of year	24,487,079	1,652,417	26,139,496
	<hr/>	<hr/>	<hr/>
Depreciation			
At 1 April 2015	122,748	901,255	1,024,003
Charge for the year	250,000	154,357	404,357
On revaluation	(372,748)	-	(372,748)
	<hr/>	<hr/>	<hr/>
At 31 December 2015	-	1,055,612	1,055,612
	<hr/>	<hr/>	<hr/>
Net book value			
At 31 December 2015	24,487,079	596,805	25,083,884
	<hr/>	<hr/>	<hr/>
At 31 March 2015	18,703,784	683,197	19,386,981
	<hr/>	<hr/>	<hr/>

Revaluation

Leasehold land and buildings are measured using the revaluation model.

The fair value of the Company's freehold land and buildings has been determined at period end using values consistent with the valuation conducted by Knight Frank LLP on 8 January 2016.

The Knight Frank LLP review was conducted in accordance with the practice statements in the valuation standards (The Red Book) published by the Royal Institution of Chartered Surveyors. Knight Frank LLP are members of the Royal Institution of Chartered Surveyors and have appropriate qualification and recent experience in the valuation of properties in the relevant locations.

The properties consist entirely of independent private hospitals which, having due regard to the Red Book, are to be treated as i) Land and buildings fully equipped as an operational entity and valued having regard to trading potential and; ii) Land and buildings owner-occupied for the purposes of the undertaking.

If the land and buildings had not been included at valuation they would have been included under the historical cost convention. The net book value at the period end was £15,044,792 (31 March 2015: £15,333,953).

Notes (continued)

9 Investments

	Total £000
Cost	
At 1 April 2015 and 31 December 2015	12,899,083
Net book value	
At 31 December 2015	12,899,083
At 31 March 2015	12,899,083

Company name	Country	Percentage Shareholding	Activity
Cygnet NW Limited (formerly Alpha Hospitals (NW) Limited)	United Kingdom	100	Healthcare
Safe Spaces Limited*	United Kingdom	100	Dormant

*Owed via shareholding in Cygnet NW Limited (formerly Alpha Hospitals (NW) Limited.)

The above undertakings have been consolidated in the Group financial statements.

The Company's share of income for the period and distributable reserves of its direct subsidiaries are as follows:

	Share of profit/(loss) for 9 month period ended 31 December 2015 £000	Share of capital and reserves 31 December 2015 £000	Share of profit/(loss) for year ended 30 March 2015 £000	Share of capital and reserves 30 March 2015 £000
Cygnet NW Limited (formerly Alpha (NW) Limited)	5,193,507	55,251,111	1,099,364	59,561,062

10 Trade and other receivables

	31 December 2015 £	31 March 2015 £
Trade receivables	258,492	-
Other receivables	43,715	12,520
Prepayments and accrued income	105,024	136,993
	407,231	149,513

Notes (continued)

11 Trade and other payables

	31 December 2015 £	31 March 2015 £
Trade payables	465,254	866,401
Other taxation and social security	148,188	175,201
Other payables	13,363	25,188
Accruals and deferred income	587,711	246,590
	<u>1,214,516</u>	<u>1,313,380</u>

12 Deferred tax assets and liabilities

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Assets		Liabilities	
	31 December 2015	As restated 31 March 2015	31 December 2015	As restated 31 March 2015
	£	£	£	£
Property, plant and equipment	-	-	19,852	74,817
Other	(742,663)	-	-	-
	<u>(742,663)</u>	<u>-</u>	<u>19,852</u>	<u>74,817</u>
Tax (assets) / liabilities	(742,663)	-	19,852	74,817
Net off tax liabilities/(assets)	19,852	-	(19,852)	-
	<u>19,852</u>	<u>-</u>	<u>(19,852)</u>	<u>-</u>
Net tax liabilities	(722,811)	-	-	74,817
	<u>(722,811)</u>	<u>-</u>	<u>-</u>	<u>74,817</u>

Movement in deferred tax during the period:

	1 April 2015 £000	Recognised in income £000	Recognised in equity £000	31 December 2015 £000
Property, plant and equipment	74,817	(131,482)	76,517	19,852
Other	-	(742,663)	-	(742,663)
	<u>74,817</u>	<u>(874,145)</u>	<u>76,517</u>	<u>(722,811)</u>

Movement in deferred tax during the prior year:

	1 April 2014 £	As restated Recognised in income £	Recognised in equity £	31 March 2015 £
Property, plant and equipment	-	-	74,817	74,817
Other	-	-	-	-
	<u>-</u>	<u>-</u>	<u>74,817</u>	<u>74,817</u>

Notes (continued)

13 Share capital

	31 December 2015 £	31 March 2015 £
Allotted, called up and fully paid 4,738,618 Ordinary shares of £1 each	4,738,618	4,738,618

14 Reserves

	Share premium account £	As restated Revaluation reserve £	Profit and loss Account £
At 1 April 2015	13,775,502	950,310	(16,582,411)
Loss for the financial period	-	-	(4,887,322)
Surplus on revaluation of freehold property	-	5,577,642	-
Transfer from revaluation reserve	-	(91,089)	91,089
At 31 December 2015	13,775,502	6,436,863	(21,378,644)

15 Pension commitments

The Company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the Company. The pension cost share represents contributions payable by the group to the fund and amounted to £227,988 (31 March 2015: £164,065). Contributions totalling £17,203 (31 March 2015: £17,043) were payable to the fund at the balance sheet date and are included in creditors.

16 Operating lease commitments

At 31 December the Company had commitments under non-cancellable operating leases as follows:

	31 December 2015 £	31 March 2015 £
Expiry date		
Within 1 year	37,470	2,662
Between 2 and 5 years	12,364	90,975
After more than 5 years	32,483	36,446

Notes (continued)

17 Accounting estimates and judgements

Management discussed the development, selection and disclosure of the Company's critical accounting policies and estimates and the application of these policies and estimates.

The valuation of investments

The directors do not believe there is an impairment in the valuation of the investments in subsidiary undertakings. The carrying value is deemed to be supported by the underlying subsidiary assets.

The valuation of properties

In determining the value of the properties, the directors rely on external valuations carried out by professionally qualified valuers in accordance with the appraisal and valuation standards of the Royal Institution of Chartered Surveyors.

The properties consist entirely of independent private hospital and nursing care home facilities which, having due regard to the Red Book, are to be treated as i) Land and buildings fully equipped as an operational entity and valued having regard to trading potential and; ii) Land and buildings owner-occupied for the purposes of the undertaking.

The Directors do not believe that there has been any impairment in the carrying value of the properties, plant and equipment or intangible fixed assets, except as disclosed in the financial statements.

Note 1 gives detailed analysis about the useful economic lives of depreciable assets.

Notes (continued)

19 Explanation of transition to FRS 101

As stated in note 1, these are the Company's first financial statements prepared in accordance with FRS 101.

The accounting policies set out in note 1 and have been applied in preparing the financial statements for the period ended 31 December 2015, the comparative information presented in these financial statements for the period ended 31 March 2015 and in the preparation of an opening FRS 101 balance sheet at 1 April 2014 (the Company's date of transition).

In preparing its FRS 101 balance sheet, the Company has adjusted amounts reported previously in financial statements prepared in accordance with its old basis of accounting (UK GAAP). An explanation of how the transition from UK GAAP to FRS 101 has affected the Company's financial position is set out in the following table. There was no impact to the financial performance of cash flows of the Company.

Reconciliation of equity

	UK GAAP	1 April 2014 Effect of transition to FRS 101	FRS 101	UK GAAP	31 March 2015 Effect of transition to FRS 101	FRS 101
	£	£	£	£	£	£
Non-current assets						
Tangible assets	19,000,000		19,000,000	19,386,981		19,386,981
Investments	12,899,083		12,899,083	12,899,083		12,899,083
	<u>31,899,083</u>		<u>31,899,083</u>	<u>32,286,064</u>		<u>32,286,064</u>
Current assets						
Amounts owed by group undertakings	18,597,945		18,597,945	15,833,404		15,833,404
Trade and other receivables	452,452		452,452	149,513		149,513
Cash and cash equivalents	2,012,894		2,012,894	714,218		714,218
Total assets	<u>52,962,374</u>	<u>-</u>	<u>52,962,374</u>	<u>48,983,199</u>	<u>-</u>	<u>48,983,199</u>
Current liabilities						
Amount owed to group undertakings	2,522,777		2,522,777	44,712,983		44,712,983
Trade and other payables	1,285,307		1,285,307	1,313,380		1,313,380
	<u>3,808,084</u>		<u>3,808,084</u>	<u>46,026,363</u>		<u>46,026,363</u>
Non-current liabilities						
Amount owed to group undertakings	43,821,687		43,821,687	-		-
Deferred tax	-	-	-	-	74,817	74,817
Total liabilities	<u>47,629,771</u>	<u>-</u>	<u>47,629,771</u>	<u>46,026,363</u>	<u>74,817</u>	<u>46,101,180</u>
Equity attributable to equity holders of the parent						
Share capital	4,738,618		4,738,618	4,738,618		4,738,618
Share premium	13,775,502		13,775,502	13,775,502		13,775,502
Revaluation reserve	274,192	-	274,192	1,025,127	(74,817)	950,310
Profit and loss	(13,455,709)		(13,455,709)	(16,582,411)		(16,582,411)
Total equity	<u>5,332,603</u>	<u>-</u>	<u>5,332,603</u>	<u>2,956,836</u>	<u>(74,817)</u>	<u>2,882,019</u>
Total equity and liabilities	<u>52,962,374</u>	<u>-</u>	<u>52,962,374</u>	<u>48,983,199</u>	<u>(74,817)</u>	<u>48,983,199</u>

Notes to the reconciliation of equity:

The adjustment in the year relates to the introduction of deferred tax on revalued assets.

Notes (continued)

20 Related party transactions

The ultimate controlling party of the Company is Universal Health Services Inc, and the UK ultimate parent of the Company is UK Acquisitions No.6 Limited.

Identity of related parties

The Company has a related party relationship with its ultimate parent undertaking, the ultimate parent's subsidiaries, and with its directors, one of whom is a shareholder of this company.

The Company has applied the exemption available under FRS101 in respect of transactions with wholly owned subsidiaries.

Transactions with key management personnel

The Company has applied the exemption available under FRS101 in respect of disclosure of the compensation of key management personnel.

Other related party transactions during the period

There were no other related party transactions during the current year or preceding period.

21 Ultimate parent undertaking and controlling party

The Company was acquired 19 August 2015 by Cygnnet Health Care Limited.

The largest group in which the results of the company are consolidated is that headed by Universal Health Services Inc, a company incorporated in the US. The smallest in which they are consolidated is headed by Cygnnet Health UK Limited. The consolidated financial statements of these groups are available to the public. Universal Health Services Inc financial statements may be obtained from <http://www.uhsinc.com/> and Cygnnet Health UK Limited financial statements may be obtained from:

Nepicar House
London Road
Wrotham Heath
Severioaks
Kent, TN15 7RS

22 Capital commitments

Amounts contracted for but not provided in the financial statements amounted to £nil (31 March 2015: £100,000).

23 Contingencies

In the previous period there was a charge over the properties of the company to secure certain borrowings of the then intermediate parent company, C&C Alpha Healthcare Group Limited. These charges have now been removed.

The company also provided a cross corporate guarantee in relation to bank loans on behalf of its previous parent company and certain fellow subsidiary undertakings. At 31 December 2015, this guarantee amounted to £nil (31 March 2015: £62.5m).