

Company Registration No. 05090447 (England and Wales)

**NORLIFE LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2021**

# NORLIFE LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	D J Hudson B J Jenkins M W Grinonneau A J Fowles
<b>Secretary</b>	G M Gatty
<b>Company number</b>	05090447
<b>Registered office</b>	128 Buckingham Palace Road London United Kingdom SW1W 9SA
<b>Auditor</b>	Azets Audit Services 2nd Floor Regis House 45 King William Street London United Kingdom EC4R 9AN

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# **NORLIFE LIMITED**

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# **NORLIFE LIMITED**

## **DIRECTORS' REPORT**

***FOR THE YEAR ENDED 30 SEPTEMBER 2021***

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The directors present their annual report and financial statements for the year ended 30 September 2021.

### **Principal activities**

The principal activity of the company continued to be that of property development and management.

### **Directors**

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

D J Hudson

B J Jenkins

M W Grinonneau

Lord Sawyer of Darlington

(Resigned 20 May 2022)

A J Fowles

### **Statement of directors' responsibilities**

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Statement of disclosure to auditor**

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

### **Small companies exemption**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

# **NORLIFE LIMITED**

## **DIRECTORS' REPORT (CONTINUED)**

***FOR THE YEAR ENDED 30 SEPTEMBER 2021***

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On behalf of the board

B J Jenkins  
**Director**

29 June 2022

# NORLIFE LIMITED

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NORLIFE LIMITED

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### Opinion

We have audited the financial statements of Norlife Limited (the 'company') for the year ended 30 September 2021 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

### Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

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

## **NORLIFE LIMITED**

### **INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF NORLIFE LIMITED**

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#### **Matters on which we are required to report by exception**

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

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 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and take advantage of the small companies exemption from the requirement to prepare a strategic report.

#### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

# **NORLIFE LIMITED**

## **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

### **TO THE MEMBERS OF NORLIFE LIMITED**

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#### **Extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above and on the Financial Reporting Council's website, to detect material misstatements in respect of irregularities, including fraud.

We obtain and update our understanding of the entity, its activities, its control environment, and likely future developments, including in relation to the legal and regulatory framework applicable and how the entity is complying with that framework. Based on this understanding, we identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. This includes consideration of the risk of acts by the entity that were contrary to applicable laws and regulations, including fraud.

In response to the risk of irregularities and non-compliance with laws and regulations, including fraud, we designed procedures which included:

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

#### **Use of our report**

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.

**Michael Wesley FCA (Senior Statutory Auditor)**  
**For and on behalf of Azets Audit Services**

30 June 2022

**Chartered Accountants**  
**Statutory Auditor**

2nd Floor  
Regis House  
45 King William Street  
London  
United Kingdom  
EC4R 9AN

## NORLIFE LIMITED

### PROFIT AND LOSS ACCOUNT

*FOR THE YEAR ENDED 30 SEPTEMBER 2021*

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	2021 £	2020 £
<b>Turnover</b>	198,608	215,121
Administrative expenses	(421,218)	(377,023)
	<hr/>	<hr/>
<b>Operating loss</b>	(222,610)	(161,902)
Income from shares in group undertakings	238,160	200,000
Other interest receivable and similar income	172,160	176,212
Other interest payable and similar expenses	(172,159)	(176,212)
Fair value movement on investments	614,821	130,526
	<hr/>	<hr/>
<b>Profit before taxation</b>	630,372	168,624
Tax on profit	(388,000)	(101,000)
	<hr/>	<hr/>
<b>Profit for the financial year</b>	<u>242,372</u>	<u>67,624</u>

# NORLIFE LIMITED

## BALANCE SHEET

AS AT 30 SEPTEMBER 2021

	Notes	2021 £	£	2020 £	£
<b>Fixed assets</b>					
Investments	4		5,798,334		5,212,114
<b>Current assets</b>					
Debtors	6	14,319		19,362	
Cash at bank and in hand		41,209		55,178	
		<u>55,528</u>		<u>74,540</u>	
<b>Creditors: amounts falling due within one year</b>	7	<u>(722,604)</u>		<u>(756,206)</u>	
<b>Net current liabilities</b>			<u>(667,076)</u>		<u>(681,666)</u>
<b>Total assets less current liabilities</b>			5,131,258		4,530,448
<b>Creditors: amounts falling due after more than one year</b>	8		(1,235,751)		(1,265,313)
<b>Provisions for liabilities</b>	9		<u>(1,131,000)</u>		<u>(743,000)</u>
<b>Net assets</b>			<u>2,764,507</u>		<u>2,522,135</u>
<b>Capital and reserves</b>					
Called up share capital	11		171,000		171,000
Fair value reserve	12		3,395,821		3,169,000
Profit and loss reserve			<u>(802,314)</u>		<u>(817,865)</u>
<b>Total equity</b>			<u>2,764,507</u>		<u>2,522,135</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 29 June 2022 and are signed on its behalf by:

B J Jenkins  
**Director**

**Company Registration No. 05090447**

## NORLIFE LIMITED

### STATEMENT OF CHANGES IN EQUITY

**FOR THE YEAR ENDED 30 SEPTEMBER 2021**

	Share capital	Fair value reserve	Profit and loss reserves	Total
	£	£	£	£
<b>Balance at 1 October 2019</b>	171,000	3,139,474	(855,963)	2,454,511
<b>Year ended 30 September 2020:</b>				
Profit and total comprehensive income for the year	-	29,526	38,098	67,624
<b>Balance at 30 September 2020</b>	171,000	3,169,000	(817,865)	2,522,135
<b>Year ended 30 September 2021:</b>				
Profit and total comprehensive income for the year	-	226,821	15,551	242,372
<b>Balance at 30 September 2021</b>	171,000	3,395,821	(802,314)	2,764,507

# **NORLIFE LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 SEPTEMBER 2021**

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### **1 Accounting policies**

#### **Company information**

Norlife Limited is a private company limited by shares incorporated in England and Wales. The registered office is 128 Buckingham Palace Road, London, United Kingdom, SW1W 9SA.

#### **1.1 Accounting convention**

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

#### **Disclosure exemptions**

Exemption has been taken from preparing cash flow statement on the grounds that the company is considered to be small under the provisions of the Companies Act 2006.

#### **1.2 Going concern**

The company has long term funding in place and has a detailed financial model on which its future operations are based. The directors have considered the company's projected income and cash flows in the short and medium term and the ongoing impact of the COVID 19 pandemic on the future viability of the company.

The company holds investments in subsidiaries, and with common directors across all group companies, the assessment of the company's ability to continue as a going concern is made in conjunction with the going concern assessments of the subsidiary companies. Following these assessments, the directors do not expect any transactions in the foreseeable future that will adversely impact the net assets of the company or its ability to settle its liabilities as they fall due. The company therefore continues to adopt the going concern basis.

#### **1.3 Turnover**

Turnover represents management fees and recharged costs, excluding Value Added Tax and are recognised in the month that the service is delivered.

# NORLIFE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

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### 1 Accounting policies

(Continued)

#### 1.4 Fixed asset investments

Shares held as fixed asset investments are stated at directors' valuation based on the net present value of future returns using the industry average discounting factor of 7%, where returns can be anticipated with certainty. Other shares held as fixed asset investments are stated at cost, less provisions for any permanent diminution in value.

Loans provided to subsidiary companies included within fixed asset investments are stated at the aggregate of amounts issued, accrued interest receivable at the balance sheet date, less capital and interest payments received.

The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

#### 1.5 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

#### 1.6 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

##### **Basic financial assets**

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

##### **Classification of financial liabilities**

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

# NORLIFE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

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### 1 Accounting policies

(Continued)

#### **Basic financial liabilities**

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### 1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### 1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

##### **Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

##### **Deferred tax**

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

# NORLIFE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

#### Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

#### Valuation of investments in subsidiaries

Directors valuations based on the net present value of future returns using the industry average discounting factor of 7%, where future returns can be anticipated with certainty.

### 3 Employees

The average monthly number of persons employed by the company during the year was:

	2021 Number	2020 Number
Total	-	-

### 4 Fixed asset investments

	2021 £	2020 £
Shares in group undertakings and participating interests	4,533,022	3,918,201
Loans to group undertakings and participating interests	1,265,312	1,293,913
	<u>5,798,334</u>	<u>5,212,114</u>

#### Fixed asset investments revalued

Fixed asset investments were valued on a future cash flow basis on 30 September 2021 by the directors.

If the fixed assets had not been revalued they would have been included at the historical cost of £6,201 (2020: £6,201).

# NORLIFE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

### 4 Fixed asset investments

(Continued)

#### Movements in fixed asset investments

	Shares in subsidiaries £	Loans to subsidiaries £	Total £
<b>Cost or valuation</b>			
At 1 October 2020	3,918,201	1,293,913	5,212,114
Fair value movement	614,821	-	614,821
Net repayment	-	(28,601)	(28,601)
At 30 September 2021	4,533,022	1,265,312	5,798,334
<b>Carrying amount</b>			
At 30 September 2021	4,533,022	1,265,312	5,798,334
At 30 September 2020	3,918,201	1,293,913	5,212,114

### 5 Subsidiaries

Details of the company's subsidiaries at 30 September 2021 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held	
			Direct	Indirect
Norlife (QEH) Limited	128 Buckingham Palace Road, London, SW1W 9SA	Ordinary	100.00	-
Norlife (Swaffham HQ) Limited	128 Buckingham Palace Road, London, SW1W 9SA	Ordinary	100.00	-
Norlife Capital Works Ltd	128 Buckingham Palace Road, London, SW1W 9SA	Ordinary	100.00	-
Norlife Fundco 1 Limited	128 Buckingham Palace Road, London, SW1W 9SA	Ordinary	100.00	-
Norlife Services Limited	128 Buckingham Palace Road, London, SW1W 9SA	Ordinary	0	100.00

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Capital and Reserves £	Profit/(Loss) £
Norlife (QEH) Limited	8,250,367	(2,031,963)
Norlife (Swaffham HQ) Limited	37	5,965
Norlife Capital Works Ltd	43,524	11,318
Norlife Fundco 1 Limited	1,006,000	639,623
Norlife Services Limited	(839,366)	278,416

Norlife (Swaffham HQ) was dissolved on 9 November 2021.

# NORLIFE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

<b>6 Debtors</b>	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
<b>Amounts falling due within one year:</b>		
Amounts owed by group undertakings	-	4,542
Other debtors	14,319	14,820
	<u>14,319</u>	<u>19,362</u>

<b>7 Creditors: amounts falling due within one year</b>	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Trade creditors	15,377	21,000
Amounts owed to group undertakings	667,166	696,105
Other creditors	40,061	39,101
	<u>722,604</u>	<u>756,206</u>

<b>8 Creditors: amounts falling due after more than one year</b>	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Other creditors	1,235,751	1,265,313
	<u>1,235,751</u>	<u>1,265,313</u>

Other creditors are subordinated debts, due to the shareholders. The remaining balance of subordinated debts, bear interest at a rate of 14% per annum and the loans are repaid on a six monthly basis.

Subordinated debt totalling £400,000 due within two to five years, bear interest at a rate of 12% per annum and the loan is repayable in full at redemption.

Creditors which fall due after five years are as follows:	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Payable by instalments	-	734,766
	<u>-</u>	<u>734,766</u>

<b>9 Provisions for liabilities</b>	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Deferred tax liabilities	1,131,000	743,000
	<u>1,131,000</u>	<u>743,000</u>

# NORLIFE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

### 10 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2021 £	Liabilities 2020 £
<b>Balances:</b>		
Investments	1,131,000	743,000
	<u>1,131,000</u>	<u>743,000</u>
<b>Movements in the year:</b>		<b>2021 £</b>
Liability at 1 October 2020		743,000
Charge to profit or loss		388,000
		<u>1,131,000</u>
Liability at 30 September 2021		<u>1,131,000</u>

The deferred tax liability set out above is in relation to valuation of investments in subsidiaries.

### 11 Called up share capital

	2021 Number	2020 Number	2021 £	2020 £
<b>Ordinary share capital Issued and fully paid</b>				
Ordinary A of £1 each	34,200	34,200	34,200	34,200
Ordinary B of £1 each	34,200	34,200	34,200	34,200
Ordinary C of £1 each	102,600	102,600	102,600	102,600
	<u>171,000</u>	<u>171,000</u>	<u>171,000</u>	<u>171,000</u>

Called up share capital - this represents the nominal value of shares that have been issued.

Ordinary A, Ordinary B and Ordinary C shares rank pari passu in all respects.

### 12 Fair value reserve

	2021 £	2020 £
At the beginning of the year	3,169,000	3,139,474
Fair value transfer	226,821	29,526
	<u>3,395,821</u>	<u>3,169,000</u>
At the end of the year	<u>3,395,821</u>	<u>3,169,000</u>

Fair value reserve - included all fair value adjustments in respect of subsidiary holdings and associated movements on deferred tax.

## NORLIFE LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

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#### 13 Related party transactions

##### Transactions with related parties

During the year the company entered into the following transactions with related parties:

##### Norlife Fundco 1 Limited

During the year the company invoiced site management and administration fees of £169,700 (2020: £166,495), recharged professional fees of £5,929 (2020: £17,506) to Norlife Fundco 1 Limited, a subsidiary company. At the balance sheet date the company owed £149,477 (2020: £177,818) to Norlife Fundco 1 Limited.

During the year the company received interest of £124,159 (2020: £128,212) from Norlife Fundco 1 Limited on the loan notes. At the year end the balance of loan notes outstanding was £863,312 (2020: 893,913).

During the year, dividends of £225,000 (2020: £125,000) were received from Norlife Fundco 1 Limited.

##### Norlife Capital Works Limited

At the balance sheet date the company owed £1 (2020: £1) to Norlife Capital Works Limited, a subsidiary company.

##### Norlife (QEH) Limited

During the year the company invoiced site management and administration fees of £23,010 (2020: £31,120) to Norlife (QEH) Limited, a subsidiary company. At the balance sheet date, the company owed Norlife (QEH) Limited £464,068 (2020: £476,606) for expenses met on the company's behalf.

During the year the company received interest on loan notes of £48,000 (2020: £48,000) from Norlife (QEH) Limited. At the balance sheet date, loan notes totalling £400,000 (2020: £400,000) were due from Norlife (QEH) Limited.

##### Norlife (Swaffham HQ) Limited

At the balance sheet date the company was owed £nil (2020: £4,542) by Norlife (Swaffham HQ) Limited, a subsidiary company.

During the year, dividends of £13,160 (2020: £75,000) were received from Norlife (Swaffham HQ) Limited.

##### Guildhouse UK Limited

During the year the company was invoiced costs of £35,612 (2020: £600) in relation to professional fees, £283,732 (2020: £278,424) in relation to management and administration fees and £46,692 (2020: £45,000) in relation to directors fees by Guildhouse UK Limited, an intermediate parent company. At the balance sheet date, the company owed £53,620 (2020: £41,680) to Guildhouse UK Limited.

During the year, the company paid interest of £28,800 (2020: £28,800) on subordinated loans to Guildhouse UK Limited. At the balance sheet date, the balance of loans outstanding was £240,000 (2020: £240,000).

## NORLIFE LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2021

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**13 Related party transactions**

**(Continued)**

**Guildhouse UK (PPP) Limited**

During the year, the company paid interest of £74,495 (2020: £76,928) on subordinated loans to Guildhouse UK (PPP) Limited, the parent company. At the balance sheet date, the balance of loans outstanding was £519,187 (2020: £536,348).

**Lord Sawyer of Darlington**

During the year the company was invoiced professional fees of £10,000 (2020 £10,000) by Lord Sawyer of Darlington, a director, on a normal commercial basis.

**Community Health Partnerships Limited**

During the year, the company invoiced £31,128 (2020: £30,000) in relation directors fees to Community Health Partnerships Limited, a shareholder in Norlife Limited. At the balance sheet date, the company owed £9,673 (2020: £18,000) to Community Health Partnerships Limited.

At the balance sheet date, loan notes of £506,125 (2020: £517,566) were outstanding. During the year interest of £68,864 (2020: £70,485) was paid on these loan notes.

**Guildhealth Limited**

During the year the company was invoiced costs of £nil (2020: £2,085) in relation to professional fees by Guildhealth Limited, a subsidiary of Guildhouse UK Limited.

**14 Parent company**

The company is a subsidiary of Guildhouse UK (PPP) Limited, which is a wholly owned subsidiary of Guildhouse UK Limited, which is a wholly owned subsidiary of Guildhouse Holdings Limited.

The results of the company are included in the consolidated financial statements of Guildhouse Holdings Limited. The consolidated financial statements are available from Companies House, Crown Way, Cardiff, CF14 3UZ.

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