

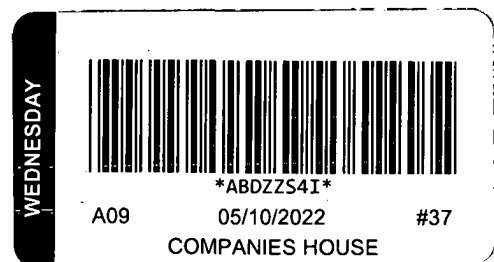
Signature Senior Lifestyle Holdings Limited

Annual Report and Financial Statements

Year Ended

31 December 2021

Company Number 05608415



Signature Senior Lifestyle Holdings Limited

Company Information

Directors	A G Roche G Y Chow W P Pryce
Company secretary	C G Mutter
Registered number	05608415
Registered office	Signature House Post Office Lane Beaconsfield Buckinghamshire HP9 1FN
Independent auditor	BDO LLP 31 Chertsey Street Guildford Surrey GU1 4HD

Signature Senior Lifestyle Holdings Limited

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Signature Senior Lifestyle Holdings Limited

Strategic Report For the Year Ended 31 December 2021

The directors present their Strategic Report together with the audited financial statements for the year ended 31 December 2021.

Business review

The principal activity of the company is to act as an intermediate holding company of the Signature Group. The company did not itself trade during the year.

The activities of the company during the year were limited to arranging finance for subsidiary entities only.

Principal risks and uncertainties

The risks associated with the activities performed by the company may be summarised as:

Interest rate risk

In order to mitigate any risk from fluctuating interest rates, the company has entered into fixed interest arrangements in the form of intercompany loan agreements.

Funding risk

Funding risk represents the risk that the company sources insufficient funds for utilisation within the Group. The company arranged finances between its subsidiaries and affiliates and in doing so ensured that all had sufficient funds to meet liabilities as they fall due.

Business plans and projections have been prepared for the company and approved by the board in all periods the company has access to sufficient funds in order to fulfil its principal activities and support all group companies.

Financial instruments

The company only has basic financial instruments at the balance date. All company borrowing and lending at the balance sheet date is between group entities only.

Financial key performance indicators

The company has no measurable KPIs to be reported. The only KPI in existence is a pass/fail in terms of the company's ability to support all group subsidiaries with sufficient capital to continue their ongoing activities. To this extent the KPI is deemed to have been met during the year and is forecast to be met in all future years.

Signature Senior Lifestyle Holdings Limited

Strategic Report (continued) For the Year Ended 31 December 2021

Section 172 statement

The company is a non-trading holding entity with no employees, suppliers and customers. The company acts as an intermediate holding company of the Signature Group headed by SSL Group (UK) Limited ("the group"). The principal activities of the group include provision of investment management services and the development and operation of senior living facilities within the United Kingdom. Common policies and procedures are applied throughout the group and a common governance framework.

SSL Group (UK) Limited board acts in good faith and to promote the success of the company for the benefit of its stakeholders. In doing so, it has regard, amongst other matters, to:

- a. The likely consequences of any decision in the long term;
- b. The interests of the company's employees;
- c. The need to foster the company's business relationships with suppliers, customers and others;
- d. The impact of the company's operations on the community and the environment;
- e. The desirability of the company maintaining a reputation for high standards of business conduct; and
- f. The need to act fairly between members of the company.

The directors have received guidance and training from the company secretary to support the performance of their statutory duties and have been briefed on the additional reporting requirements introduced by the Companies Act (Miscellaneous Reporting) Regulations 2018.

In planning and implementing the group's corporate objectives and for activity that Signature business undertakes, the company aims to:

- Provide world class service to every resident in the care homes Signature operate;
- Support and develop our teams as a best-in-class employer in every location;
- Build strong relationships and be a fair and valued partner to the company's suppliers; and
- Maintain an open and honest relationship with the CQC. Signature works with the CQC to ensure all Signature care homes meet regulatory requirements and act quickly to address any issues or concerns raised.

The group aims to provide a valuable service and to be a central part of all of the local communities in which it operates. The company also have a range of plans and initiatives to actively reduce its energy consumption to support the environment.

It is central to the continued success of the business that the group retains its reputation for high standards of resident care and business conduct.

This report was approved by the board on 30 September 2022 and signed on its behalf.



A G Roche
Director

Signature Senior Lifestyle Holdings Limited

Directors' Report For the Year Ended 31 December 2021

The directors present their report together with the audited financial statements for the year ended 31 December 2021.

Results and dividends

The loss for the year, after taxation, amounted to £38 (2020: £7,250,034).

No dividends were paid or declared in the current or prior year.

Directors

The directors who served during the year were:

A G Roche
W P Pryce
T J Ball (resigned 27 April 2022)

G Y Chow was appointed as director after the year end on 15 June 2022.

Future developments

The Signature Group is currently progressing a number of development opportunities. At the year-end date, eight (2020: nine) projects were in various stages of the development program. Once completed, each developed home will be operated and managed by Signature Senior Lifestyle (Operations) Limited. Three of the eight development projects will generate accretive operating management fee incomes in the next 12 months.

The group continues to actively search for and identify new opportunities, and the aim of the business is to ultimately develop and operate in excess of 25-30 care and nursing home facilities in prime south east locations.

Going concern

At the year end, the company has net assets of £10,594 (2020: £10,632) and made a post tax-loss for the year of £38 (2020: £7,250,034). The company incurs minimal annual recurring costs with administrative expenses in 2021 being £43 (2020: £62), which would be covered by the company's cash position at 31 December 2021 of £10,469.

The directors consider the nature of the company being a non trading holding entity, the exposure of risks is low and combined with the low level of recurring costs means that they believe it is appropriate to prepare the company's accounts on a going concern basis.

Disclosure of information to auditor

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

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

Signature Senior Lifestyle Holdings Limited

Directors' Report (continued) For the Year Ended 31 December 2021

Auditor

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

This report was approved by the board on 30 September 2022 and signed on its behalf.



A G Roche
Director

Signature Senior Lifestyle Holdings Limited

Directors' Responsibilities Statement For the Year Ended 31 December 2021

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 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;
- 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 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.

Signature Senior Lifestyle Holdings Limited

Independent Auditor's Report to the Members of Signature Senior Lifestyle Holdings Limited

Opinion on the 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 2021 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.

We have audited the financial statements of Signature Senior Lifestyle Holdings Limited ("the company") for the year ended 31 December 2021 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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.

Signature Senior Lifestyle Holdings Limited

Independent Auditor's Report to the Members of Signature Senior Lifestyle Holdings Limited (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report other than the financial statements and our auditor's report thereon. 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.

Other Companies Act 2006 reporting

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

- 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; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

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

We have nothing to report in respect of the following matters in relation to which 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.

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.

Signature Senior Lifestyle Holdings Limited

Independent Auditor's Report to the Members of Signature Senior Lifestyle Holdings Limited (continued)

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.

Extent to which the audit was 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, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory frameworks that are applicable to the company. The most relevant frameworks identified include:

- UK GAAP
- Companies Act 2006
- Corporation Tax legislation

We understood how the company is complying with these legal and regulatory frameworks by making enquiries to management. We corroborated our enquiries through our review of submitted returns, board minutes, and correspondence with regulatory bodies.

We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by meeting with management to understand where it is considered there was a susceptibility of fraud. We considered the internal control environment and how management oversees the implementation of controls. In areas of the financial statements where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included testing material journal entries. These procedures were designed to provide reasonable assurance that the financial statements were free of fraud or error.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

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.

Signature Senior Lifestyle Holdings Limited

Independent Auditor's Report to the Members of Signature Senior Lifestyle Holdings Limited (continued)

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.

DocuSigned by:

Nick Poulter

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Nick Poulter (Senior Statutory Auditor)

For and on behalf of BDO LLP, Statutory Auditor

Guildford

United Kingdom

Date: 30 September 2022

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Signature Senior Lifestyle Holdings Limited

Statement of Comprehensive Income For the Year Ended 31 December 2021

	Note	2021 £	2020 £
Administrative expenses		(43)	(62)
Amounts written off investments		-	(7,250,000)
Operating loss		(43)	(7,250,062)
Income from shares in group undertakings		-	12
Loss before tax		(43)	(7,250,050)
Tax on loss	7	5	16
Loss for the financial year		(38)	(7,250,034)

All amounts relate to continuing operations.

There was no other comprehensive income for 2021 (2020: £Nil).

The notes on pages 13 to 22 form part of these financial statements.

Signature Senior Lifestyle Holdings Limited

Registered number: 05608415

Statement of Financial Position As at 31 December 2021

	Note	2021 £	2020 £
Fixed assets			
Investments	8	104	104
Current assets			
Debtors: amounts falling due within one year	9	5,787,939	16
Cash and cash equivalents	10	10,469	10,512
		<u>5,798,408</u>	<u>10,528</u>
Creditors: amounts falling due within one year	11	(5,787,918)	-
Net current assets		<u>10,490</u>	<u>10,528</u>
Total assets less current liabilities		<u>10,594</u>	<u>10,632</u>
Net assets		<u>10,594</u>	<u>10,632</u>
Capital and reserves			
Called up share capital	13	5,887	5,887
Profit and loss account	14	4,707	4,745
Total equity		<u>10,594</u>	<u>10,632</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 September 2022.



A G Roche
Director

The notes on pages 13 to 22 form part of these financial statements.

Signature Senior Lifestyle Holdings Limited

Statement of Changes in Equity For the Year Ended 31 December 2021

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2021	5,887	4,745	10,632
Comprehensive loss for the year			
Loss for the year	-	(38)	(38)
Total comprehensive loss for the year	-	(38)	(38)
At 31 December 2021	5,887	4,707	10,594

Statement of Changes in Equity For the Year Ended 31 December 2020

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 January 2020	5,887	7,254,779	7,260,666
Comprehensive loss for the year			
Loss for the year	-	(7,250,034)	(7,250,034)
Total comprehensive loss for the year	-	(7,250,034)	(7,250,034)
At 31 December 2020	5,887	4,745	10,632

The notes on pages 13 to 22 form part of these financial statements.

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

1. General information

Signature Senior Lifestyle Holdings Limited is a private company incorporated in England and Wales under the Companies Act. It is a company limited by shares. The address of the registered office can be found on the Company Information page and the nature of the company's operations and its principal activity can be found in the Strategic Report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 3).

The presentational and functional currency of these financial statements is GBP. Values are rounded to the nearest pound.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of SSL Group (UK) Limited as at 31 December 2021 and these financial statements may be obtained from Companies House, Crown Way, Maundy, Cardiff, CF14 3UZ.

2.3 Going concern

At the year end, the company has net assets of £10,594 (2020: £10,632) and made a post tax-loss for the year of £38 (2020: £7,250,034). The company incurs minimal annual recurring costs with administrative expenses in 2021 being £43 (2020: £62), which would be covered by the company's cash position at 31 December 2021 of £10,469.

The directors consider the nature of the company being a non trading holding entity, the exposure of risks is low and combined with the low level of recurring costs means that they believe it is appropriate to prepare the company's accounts on a going concern basis.

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.4 Exemption from preparing consolidated financial statements

The company is a parent company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under UK law and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006. These accounts therefore present information about the company only and not its group.

2.5 Valuation of investments

Investments in subsidiaries are measured at cost less provision for impairment.

Investments in partnerships have been classified as fixed asset investments as the company intends to hold them on a continuing basis and are remeasured to fair value at each Statement of Financial Position date. Gains and losses on remeasurement are recognised in the Statement of Comprehensive Income for the year.

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.7 Cash and cash equivalents

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

2.8 Financial instruments

Other than investments in partnerships as disclosed in note 2.5, the company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to and from related parties and investments in non-puttable ordinary shares.

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

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

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.8 Financial instruments (continued)

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

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

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

2.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.10 Finance costs

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

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.11 Current and deferred taxation

Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have had to make the following judgements:

- Investments (see note 8)

Determine whether there are indicators of impairment of the company's fixed asset investments. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the investment entity.

4. Auditor's remuneration

The audit fee for the company of £6,630 (2020: £3,000) has been borne by Signature Senior Lifestyle Limited, a company which meets all the group overheads. Disclosure of non-audit remuneration is provided in the consolidated accounts of the immediate parent company, SSL Group (UK) Limited.

5. Employees

The company has no employee other than the three directors (2020: three).

The company's directors are remunerated by a fellow group company Signature Senior Lifestyle Limited and no recharge is made given the size of the group and the practicality of making such a charge. Given the nature of the company as a non trading holding entity, the directors have assessed that the level of time spent on the company's affairs is immaterial.

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

6. Income from shares in group undertakings

	2021 £	2020 £
Dividends received from group companies	-	12

7. Taxation

	2021 £	2020 £
Deferred tax		
Origination and reversal of timing differences	-	(16)
Effect of tax rate change on opening balance	(5)	-
Total deferred tax	(5)	(16)
Taxation on loss on ordinary activities	(5)	(16)

Factors affecting tax credit for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK of 19% (2020: 19%). The differences are explained below:

	2021 £	2020 £
Loss on ordinary activities before tax	(43)	(7,250,050)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	(8)	(1,377,510)
Effects of:		
Expenses not deductible for tax purposes	-	1,377,500
Group relief	8	12
Group income	-	(2)
Remeasurement of deferred tax for changes in tax rates	(5)	(2)
Deferred tax not recognised	-	(14)
Total tax credit for the year	(5)	(16)

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

7. Taxation (continued)

Factors that may affect future tax charges

The company has tax losses of approximately £85 (2020: £85) to carry forward against profits of future periods.

Increases in the UK Corporation tax rate from 19% to 25% (19% effective from 1 April 2017, and 25% effective from 1 April 2023) have been substantively enacted. This will impact the company's future tax charge accordingly. The value of the deferred tax asset at the Statement of Financial Position date has been calculated using the applicable rate when the asset is expected to be realised.

8. Fixed asset investments

	Investments in subsidiary companies £	Unlisted investments £	Total £
Cost			
At 1 January 2021 and 31 December 2021	7,250,004	100	7,250,104
Impairment			
At 1 January 2021 and 31 December 2021	7,250,000	-	7,250,000
Net book value			
At 1 January 2021 and 31 December 2021	4	100	104

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

8. Fixed asset investments (continued)

Direct subsidiary undertakings

The following were direct subsidiary undertakings of the company:

Name	Class of shares	Holding	Principal activity
Signature Senior Lifestyle Finance Limited	Ordinary	100%	Group finance
Signature SLP GP Limited	Ordinary	100%	General partner

The registered address of Signature Senior Lifestyle Finance Limited is Signature House, Post Office Lane, Beaconsfield, Buckinghamshire, HP9 1FN.

The registered address of Signature SLP GP Limited is C/O 10th Floor, 133 Finnieston Street, Glasgow, G3 8HB.

Unlisted investment is a directly held 1% share in SSL Investments (DP3) LP, a Scottish limited partnership. The registered address of a Scottish limited partnership is 1 Exchange Crescent, Conference Square, Edinburgh, EH3 8UL. As at 31 December 2021, the fair value of the investment approximates to cost.

The impairment on investment in subsidiaries recognised during prior year relates to the Company's holding in Signature Senior Lifestyle Finance Limited ('SSL Finance'). The balance was impaired by £7.25m as Signature Lessee Limited (a subsidiary of SSL Finance) disposed of its subsidiaries in the year, which is where the £7.25m value was derived.

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

8. Fixed asset investments (continued)

Indirect subsidiary undertakings

The following were indirect subsidiary undertakings of the company:

Name	Class of shares	Holding	Principal activity
Signature Senior Lifestyle Limited	Ordinary	100 %	Provision of group administration and support services
Signature Senior Lifestyle Developments Limited	Ordinary	100 %	Provision of development management services, including source and provision of new sites
Signature Senior Lifestyle Investment Management Limited	Ordinary	100 %	Provision of investment management services to SSL Partners III, IV and V LP
Signature Senior Lifestyle Operations Limited	Ordinary	100 %	Provision of a composite supply of welfare services
Signature Lessee Limited	Ordinary	100 %	Dormant company
Signature Senior Lifestyle Investments III Limited	Ordinary	100 %	Investment company
Signature Senior Lifestyle GP III LLP	Ordinary	50 %	General partner
Signature Senior Lifestyle Nominee III Limited	Ordinary	100 %	Nursing home operator
Signature Senior Lifestyle Nominee IV Limited	Ordinary	100%	Nursing home operator
Signature Lessee I Limited	Ordinary	100 %	Dormant company
Signature Senior Lifestyle Investments IV Limited	Ordinary	100 %	Investment company
Signature Senior Lifestyle GP IV LLP	Ordinary	100 %	General partner
Signature Senior Lifestyle GP V LLP	Ordinary	100 %	General partner
Signature Senior Lifestyle Investments V Limited	Ordinary	100 %	Investment company

The registered address of the indirect subsidiary undertakings is Grosvenor House, Horseshoe Crescent, Beaconsfield, Buckinghamshire, HP9 1LJ.

9. Debtors

	2021 £	2020 £
Amounts owed by group undertakings	5,787,918	-
Deferred taxation (see note 12)	21	16
	<u>5,787,939</u>	<u>16</u>

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

10. Cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	<u>10,469</u>	<u>10,512</u>

11. Creditors: amounts falling due within one year

	2021 £	2020 £
Amounts owed to group undertakings	<u>5,787,918</u>	<u>-</u>

Amounts owed to group undertakings are interest free loan repayable on demand to SSL Group UK Limited.

12. Deferred taxation

	2021 £
At beginning of year	16
Charge to profit or loss	5
At end of year	<u><u>21</u></u>

The deferred tax asset is made up as follows:

	2021 £	2020 £
Tax losses carried forward	<u>21</u>	<u>16</u>

Signature Senior Lifestyle Holdings Limited

Notes to the Financial Statements For the Year Ended 31 December 2021

13. Share capital

	2021 £	2020 £
Allotted, called up and fully paid		
396,000 (2020: 396,000) ordinary class 'A' shares of £0.01 each	3,960	3,960
34,522 (2020: 34,522) ordinary class 'B' shares of £0.01 each	345	345
1,000 (2020: 1,000) ordinary class 'C' shares of £0.01 each	10	10
143,845 (2020: 143,845) ordinary class 'D' shares of £0.01 each	1,438	1,438
13,369 (2020: 13,369) ordinary class 'E' shares of £0.01 each	134	134
	<u>5,887</u>	<u>5,887</u>

Ordinary class 'A' shares have full voting rights and ordinary class 'D' shares have partial voting rights. All other classes of shares have no voting rights. Ordinary class 'D' and Ordinary class 'E' shares are not entitled to a return of capital or any distributions.

14. Reserves

The company's reserves are as follows:

Profit and loss account

The profit and loss account represents cumulative profits and losses, net of dividends paid and other adjustments.

15. Related party transactions

The company has taken advantage of the exemption available in Section 33.1A of FRS 102 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.

16. Ultimate parent undertaking and controlling party

The company's immediate parent company is SSL Group (UK) Limited and its ultimate parent company is Revera Inc., a company incorporated in Canada.

SSL Group (UK) Limited is the parent company of the smallest and largest group for which consolidated accounts are produced. The registered office address of SSL Group (UK) Limited is Signature House, Post Office Lane, Beaconsfield, Buckinghamshire, HP9 1FN. These consolidated accounts are publicly available from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The directors consider the ultimate controlling party to be The Public Sector Pension Investment Board of Canada.