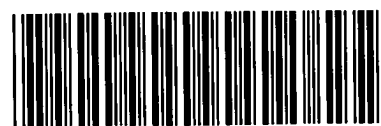


HATHOR CHELSEA LIMITED

Report and Financial Statements

31 March 2017

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COMPANIES HOUSE

Hathor Chelsea Limited

Registered No. 07191713

COMPANY INFORMATION

DIRECTORS

M T Neeb
H I Abdalla
S M Canham
J M Reay
M E Wren

SECRETARY

J Loyal

AUDITORS

Ernst & Young LLP
Apex Plaza
Forbury Road
Reading
RG1 1YE

BANKERS

Allied Irish Bank Plc
Direct Banking
PO Box 73306
London
W5 9PB

Lloyds Bank Plc
50 – 51 Grosvenor Street
London
SW19 5NA

REGISTERED OFFICE

242 Marylebone Road
London
NW1 6JL

Hathor Chelsea Limited

Registered No. 07191713

STRATEGIC REPORT

The directors present their strategic report for the year ended 31 March 2017.

PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS

Hathor Chelsea Limited was incorporated on 16 March 2010.

On 24 February 2017 HCA International Limited acquired 65% of the share capital of the company for a consideration of £23 million.

The company's principal activity is the provision of fertility consultation and treatment in London for patients located in the UK and further afield.

The company's key financial and other performance indicators during the year were as follows:

	2017 £000	2016 £000	Change %
Turnover	9,407	9,500	(1%)
Operating profit	2,227	3,886	(42.7%)

The company's turnover is consistent with that of the prior year at £9,407,000 which is encouraging given the competitive nature of the business.

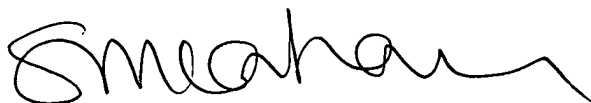
The fall in operating profit of 42.7% is driven by higher overheads incurred in the year of hiring and retaining staff.

The company will continue to provide fertility consultation and treatment into the foreseeable future and it has the full support of its directors and senior management.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risk arising from the company's business is the uncertainty of medical indemnities. However, the company's exposure in this area is borne by HCA International Limited and is mitigated by insurance and reviewed independently by external professional actuaries.

On behalf of the board



S M Canham
Director

13 December 2017

DIRECTORS' REPORT

The directors present their report and financial statements for the year ended 31 March 2017.

REVIEW OF THE BUSINESS

A review of the business has been detailed within the Strategic Report on page 2.

DIVIDENDS

The company paid dividends totalling £4,654,000 for the year (2016: £4,877,000).

DIRECTORS

The directors of the company who served during the year ended 31 March 2017 were as follows:

M T Neeb (*appointed 24 February 2017*)
H I Abdalla
S M Canham (*appointed 24 February 2017*)
J M Reay (*appointed 24 February 2017*)
M E Wren (*appointed 28 September 2017*)

DIRECTORS INDEMNITY

The company has granted indemnity to its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party indemnity remains in force as at the date of approving the directors' report.

FUTURE DEVELOPMENTS

There are no plans to change the activities of the company.

EVENTS AFTER THE END OF THE REPORTING PERIOD

No significant events affecting the company have occurred since the end of the reporting period.

GOING CONCERN

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. On the basis of their assessment of the company's financial position, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Therefore they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

DIRECTORS' STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were members of the board at the time of approving the Directors' Report are listed on page 1.

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, each director has taken all the steps that they are obliged to take as a director in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Hathor Chelsea Limited

Registered No. 07191713

DIRECTORS' REPORT (CONTINUED)

AUDITORS

In accordance with Section 487 of the Companies Act 2006, Ernst & Young LLP were appointed and will continue as auditor of the Company.

On behalf of the board



S M Canham
Director

13 December 2017

DIRECTORS' RESPONSIBILITIES STATEMENT

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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. The financial statements are required by law to 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 those 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 United Kingdom 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 to 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HATHOR CHELSEA LIMITED

We have audited the financial statements of Hathor Chelsea Limited for the year ended 31 March 2017 which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position and the related notes 1 to 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland').

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

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

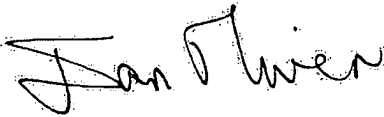
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HATHOR CHELSEA LIMITED
(CONTINUED)

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Strategic Report or 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 directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



Ian Oliver (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Reading

15 December 2017

Hathor Chelsea Limited

STATEMENT OF INCOME AND RETAINED EARNINGS for the year ended 31 March 2017

	<i>Notes</i>	<i>2017 £000</i>	<i>2016 £000</i>
TURNOVER	2	9,407	9,500
Administrative expenses		<u>(7,180)</u>	<u>(5,614)</u>
OPERATING PROFIT	3	2,227	3,886
Interest receivable and similar income		66	52
Interest payable and other financial expenditure		-	(3)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		<u>2,293</u>	<u>3,935</u>
Tax on profit on ordinary activities	6	(653)	(979)
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION AND TOTAL COMPREHENSIVE INCOME		<u>1,640</u>	<u>2,956</u>
RETAINED EARNINGS AT THE BEGINNING OF THE YEAR		6,202	8,123
Dividends paid		(4,654)	(4,877)
RETAINED EARNINGS AT THE END OF THE YEAR		<u><u>3,188</u></u>	<u><u>6,202</u></u>

All activities relate to continuing operations.

Hathor Chelsea Limited

STATEMENT OF FINANCIAL POSITION at 31 December 2016

	<i>Notes</i>	<i>2017 £000</i>	<i>2016 £000</i>
FIXED ASSETS			
Intangible assets	7	2,867	3,841
CURRENT ASSETS			
Debtors	8	1,088	2,414
Cash at bank and in hand		777	2,013
		<u>1,865</u>	<u>4,427</u>
CREDITORS : AMOUNTS FALLING DUE WITHIN ONE YEAR	9	<u>(1,055)</u>	<u>(1,578)</u>
NET CURRENT ASSETS		810	2,849
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>3,761</u>	<u>6,690</u>
NET ASSETS		<u>3,677</u>	<u>6,690</u>
CAPITAL AND RESERVES			
Called up share capital	10	2	1
Share premium		487	487
Profit and loss account		3,188	6,202
SHAREHOLDERS' FUNDS		<u>3,677</u>	<u>6,690</u>

These accounts were approved by the board of directors on 13 December 2017 and signed on its behalf by:



S M Canham
Director
Registered No. 07191713

NOTES TO THE FINANCIAL STATEMENTS
at 31 March 2017

1. ACCOUNTING POLICIES

The principal accounting policies adopted by the company are set out below and are consistent with the previous year.

Statement of compliance

Hathor Chelsea Limited is a company incorporated in England.

The company's financial statements have been prepared in compliance with FRS 102 as it applies to the financial statements of the company for the year ended 31 March 2017.

The results of Hathor Chelsea Limited are included in the consolidated financial statements of HCA Healthcare Inc, a company incorporated in the United States of America.

Basis of preparation

The financial statements were authorised for issue by the Board of Directors on 13 December 2017.

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The financial statements are prepared in sterling which is the functional currency of the company, and rounded to the nearest £'000.

The company has taken advantage of the following exemptions under FRS 102:

- (a) the requirements of section 4 *Statement of Financial Position* paragraph 4.12 (a)(iv)
- (b) the requirements of Section 7 *Statement of Cash Flows* and Section 3 *Financial Statement Presentation* paragraph 3.17
- (c) the requirements of Section 11 *Basic Financial Instruments* paragraphs 11.39 to 11.48A and Section 12 *Other Financial Instrument Issues* paragraphs 12.26 to 12.29
- (d) the requirement of Section 33 *Related Party Disclosures* paragraph 33.7

Going concern

No material uncertainties that cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors. On the basis of their assessment of the company's financial position, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Therefore they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The following estimates are dependent upon assumptions which could change in the next financial year and have a material effect on the carrying amounts of assets and liabilities recognised at the balance sheet date:

Impairment

On 16 March 2010 the company acquired the business of Dr Abdalla on which goodwill of £9,600,000 was recognised. The goodwill was previously amortised over a period of ten years. On 24 February 2017 when HCA International Limited acquired the company, the useful life was reassessed as nine years and nine months. The change in useful life had no material effect on the results for the financial year. No further impairment was deemed necessary at 31 March 2017.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

1. ACCOUNTING POLICIES (CONTINUED)

Significant accounting judgements, estimates and assumptions (continued)

Where there are indicators of impairment of trade and other receivables, the company performs an impairment review based on the aging of the individual balances outstanding and taking into account the probability of non-payment by the debtors.

Significant accounting policies

Intangible assets

Intangible fixed assets are stated at cost and are amortised at rates calculated to write off the assets on a straight basis over their estimated useful economic lives. Assessment for impairment is made annually if changes in circumstances indicate the carrying value may not be recoverable.

The useful economic lives of intangible assets are as follows:

Goodwill	9 years and 9 months
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Taxation

Current tax is provided as amounts expected to be paid (or recovered) using the tax rate and laws that have been enacted or substantively enacted by the balance sheet date.

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more or a right to pay less tax in the future have occurred at the balance sheet date.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying time difference can be deducted.

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which the timing differences reverse, based on tax rates and laws enacted or substantively enacted at the statement of financial position date.

Financial Assets

Initial recognition and measurement

The company determines the classification of its financial assets at initial recognition. All financial assets are recognised initially at fair value plus directly attributable transaction costs.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortised cost using the effective interest (EIR) method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance revenue in the statement of income and retained earnings. The losses arising from impairment are recognised in the statement of income and retained earnings in administrative expenses.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

1. ACCOUNTING POLICIES (CONTINUED)

Significant accounting policies (continued)

Financial Assets (continued)

Derecognition of financial assets

A financial asset is derecognised when (i) the rights to receive cash flows from the asset have expired or (ii) the company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a “pass through” arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

The company assesses at each reporting date whether there is any objective evidence that a financial asset or group of financial assets is impaired. If there is objective evidence that an impairment loss on loans and receivables carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have been incurred) discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition). The carrying amount of the asset is reduced, with the amount of the loss recognised in administrative expenses.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed. Any subsequent reversal of an impairment loss is recognised in the statement of income and retained earnings, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

Financial liabilities

Initial recognition and measurement

The company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and in the case of loans and borrowings, plus directly attributable transaction costs.

Interest bearing loans and borrowings

Obligations for loans and borrowings are recognised when the company becomes party to the related contracts and are measured initially at the fair value of consideration received less directly attributable transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method. Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance revenue and finance cost.

Derecognition of financial liabilities

A liability is generally derecognised when the contract that gives rise to it is settled, sold, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

1. ACCOUNTING POLICIES (CONTINUED)

Significant accounting policies (continued)

Turnover

Revenue is recognised to the extent that the company obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue consists primarily of net healthcare service revenues that are recorded based upon established billing rates less allowances for contractual adjustments. Estimates of contractual allowances under managed healthcare plans are based upon terms specified in the related contractual agreement.

Revenue is recorded during the period the services are provided.

Pension costs

The company contributions to the HCA International Limited Staff Retirements Benefits Scheme, a defined contribution scheme, are charged to the statement of income and retained earnings as they become payable within the rules of the scheme, as the company is only required to make contributions for the regular cost and therefore accounts for its contributions on a defined contribution basis.

2. TURNOVER

The turnover is attributable to continuing operations and was derived from the provision of fertility consultation and treatment.

	2017 £000	2016 £000
Rendering of services	9,407	9,500
	<u>9,407</u>	<u>9,500</u>

3. OPERATING PROFIT

Operating profit is stated after charging the following:

	2017 £000	2016 £000
Amortization of goodwill	974	960
Depreciation of plant and machinery	-	3
Fees payable to the company's auditors	19	14
Inventory recognised as an expense	751	850

4. DIRECTORS' REMUNERATION

A total of four directors were employed during the year. Directors received a total remuneration for the year of £659,000 (2016: £712,000), of which three were paid by the holding company and one who was paid by Hathor Chelsea up to the point of acquisition. The directors do not believe that it is practicable to apportion this amount between their services as directors of the company and their services as directors of the holding and fellow subsidiary companies.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

5. STAFF COSTS

	2017 £000	2016 £000
Wages and salaries	4,449	2,237
Social security costs	535	277
Other pension costs	4	19
	<u>4,988</u>	<u>2,533</u>

The average monthly number of employees during the year, excluding directors who are not directly employed by the company was 10 (2016: 36).

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year. There was £nil outstanding at 31 March 2017 (2016: £nil).

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

a) Analysis of total tax for the year:

	2017 £000	2016 £000
UK current tax:		
UK corporation tax	654	979
Tax under provided in prior years	-	-
Total current tax	<u>654</u>	<u>979</u>
UK deferred tax:		
Origination and reversal of timing differences	-	-
Effect of under providing deferred tax in prior years	(1)	-
Total deferred tax	<u>(1)</u>	<u>-</u>
Total tax charge on profit on ordinary activities	<u>653</u>	<u>979</u>

b) Factors affecting total tax:

The tax assessed on the profit on ordinary activities for the year differs from the standard rate of corporation tax in the UK. The differences are reconciled below:

	2017 £000	2016 £000
Profit on ordinary activities before tax	2,293	3,935
Profit on ordinary activities multiplied by standard/blended rate of corporation tax in the UK of 20% (2016: 20%)	459	787
Effect of:		
Disallowed expenses and other permanent differences	195	192
Prior period adjustment to deferred tax	(1)	-
Total tax charge for the year	<u>653</u>	<u>979</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

6. TAX ON PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

c) Factors that may affect future tax charges:

A reduction in the UK corporation tax rate from 20% to 19%, with effect from 1 April 2017 was substantively enacted on 26 October 2015. A further reduction from 19% to 17% was substantively enacted on 15 September 2016 and will take effect from 1 April 2020.

d) Deferred tax asset in the statement of financial position:

	2017 £000	2016 £000
Prior period adjustment to deferred tax	1	-
	<u>1</u>	<u>-</u>

7. INTANGIBLE ASSETS

	Goodwill £000	Other intangible assets £000	Total £000
Cost			
At 1 April 2016	9,600	1	9,601
At 31 March 2017	<u>9,600</u>	<u>1</u>	<u>9,601</u>
Amortization			
At 1 April 2016	5,760	-	5,760
Charge for the year	974	-	974
At 31 March 2017	<u>6,734</u>	<u>-</u>	<u>6,734</u>
Carrying value			
At 31 March 2017	<u>2,866</u>	<u>1</u>	<u>2,867</u>
At 31 March 2016	<u>3,840</u>	<u>1</u>	<u>3,841</u>

The goodwill was previously amortised over a period of ten years. On 28 February 2017 when HCA International Limited acquired Hathor Chelsea Limited the remaining life of goodwill was reassessed as nine years and nine months.

8. DEBTORS

	2017 £000	2016 £000
Trade debtors	-	399
Amounts due by parent company	1,083	-
Other debtors	-	2,013
Deferred tax asset	1	-
Prepayments and accrued income	4	2
	<u>1,088</u>	<u>2,414</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £000	2016 £000
Trade creditors	72	245
Corporation tax payable	98	-
Tax and social security	2	536
Accruals and deferred income	883	-
Other creditors	-	797
	<u>1,055</u>	<u>1,578</u>

Amounts due to the parent company, HCA International Limited are payable on demand. No interest accrues on this trading balance.

At 31 March 2016, an interest-free director's loan of £5,357, included in other creditors, was outstanding, secured by a debenture charge over the assets of the company. The loan was repaid on 23 February 2017.

10. SHARE CAPITAL

	2017 No.	2016 No.	2017 £	2016 £
<i>Allotted, called up, and fully paid:</i>				
"A" ordinary shares £1 each	975	1,000	975	1,000
"B" ordinary shares £1 each	525	487	525	487
	<u>1,500</u>	<u>1,487</u>	<u>1,500</u>	<u>1,487</u>

On 24 February 2017 13 additional "A" ordinary £1 shares were issued, 37 "B" ordinary shares were designated as "A" ordinary shares and 75 "A" ordinary shares were designated as "B" ordinary shares. The effect of which was to bring the total number of shares in issue to 1,500. HCA International Limited acquired all the A ordinary shares on 24 February 2017 for a consideration of 23 million pounds. This in effect gave HCA International Limited a 65% shareholding in the company making Hathor Chelsea Limited its subsidiary from that day forward.

11. RELATED PARTY TRANSACTIONS

During the period, the company entered into transactions, in the ordinary course of business, as follows:

<i>Related party:</i>	<i>Transaction during the year</i>	2017 £000	2016 £000
HCA International Limited	Medical fees	9,407	9,500
HCA International Limited	Administrative expenses	<u>(803)</u>	<u>(627)</u>

Note – although HCA International Limited became a related party on 24 February 2017, the medical fees shown above relate to the full financial year.

<i>Related party:</i>	<i>Closing balance at year end</i>	2017 £000	2016 £000
H. I. Abdalla	Director's loan	-	2,000
HCA International Limited	Amounts due by parent company – trading	<u>1,083</u>	<u>-</u>

The director's loan, included in other debtors, was repaid to the company during August 2016. Interest of 4% was charged on the loan.

HCA International Limited owns 65% of the share capital of the company. HCA International Limited operates the payroll, accounts payable and billing functions on behalf of the company and is fully reimbursed for these expenses.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
at 31 March 2017

11. RELATED PARTY TRANSACTIONS (CONTINUED)

Key Management personnel

All directors and certain senior employees who have authority and responsibility for planning, directing and controlling the activities of Hathor Chelsea Limited are considered to be key management personnel. The key management personnel for the company are also employed by HCA International Limited. The directors do not believe it is practicable to apportion this amount between their services to the company and their services to HCA International Limited. Therefore, they have determined that all such remuneration is allocated to HCA International Limited, for disclosure purposes only.

12. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent company is HCA International Limited, a company incorporated in the UK.

The company's ultimate parent undertaking and controlling party is HCA Healthcare Inc., which is incorporated in the United States of America. HCA Healthcare Inc. is the smallest and largest group of which the company is a member and for which group financial statements are prepared. Copies of the parent's consolidated accounts may be obtained from HCA, Investor Relations, One Park Plaza, I-4W, Nashville, TN 37203, USA.