
THOMAS RIVERS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2013



THOMAS RIVERS LIMITED

COMPANY INFORMATION

DIRECTORS	N M Leslau S L Gumm T J Evans
COMPANY SECRETARY	S L Gumm
REGISTERED NUMBER	178109
REGISTERED OFFICE	Cavendish House 18 Cavendish Square London W1G 0PJ
INDEPENDENT AUDITORS	BDO LLP 2nd Floor 2 City Place Beehive Ring Road Gatwick West Sussex RH6 0PA

THOMAS RIVERS LIMITED

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THOMAS RIVERS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2013

The directors present their report and the financial statements for the year ended 31 March 2013

RESULTS

The profit for the year, after taxation, amounted to £5,312 (2012 - £5,311)

PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS

The principal activity of the company is that of investor in a potential property development site

The directors are satisfied with the performance of the company in the year

DIRECTORS

The directors who served during the year were

N M Leslau
S L Gumm
T J Evans

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing 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 judgments 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

THOMAS RIVERS LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2013**

PROVISION OF INFORMATION TO AUDITORS

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

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

AUDITORS

BDO LLP have expressed their willingness to continue in office

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption

This report was approved by the board on 13 December 2013 and signed on its behalf



S. L. Gumm
Director

THOMAS RIVERS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THOMAS RIVERS LIMITED

We have audited the financial statements of Thomas Rivers Limited for the year ended 31 March 2013, which comprise the profit and loss account, the balance sheet and the related notes. 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).

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

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

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

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2013 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

THOMAS RIVERS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THOMAS RIVERS LIMITED

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime



Russell Field (senior statutory auditor)

for and on behalf of
BDO LLP

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

2nd Floor
2 City Place
Beehive Ring Road
Gatwick
West Sussex
RH6 0PA

13 December 2013

THOMAS RIVERS LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2013

	Note	2013 £	2012 £
Administrative expenses		-	(15)
OPERATING PROFIT/(LOSS)	2	-	(15)
Interest receivable and similar income	4	8,256	8,278
Interest payable and similar charges	5	(2,944)	(2,952)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		5,312	5,311
Tax on profit on ordinary activities	6	-	-
PROFIT FOR THE FINANCIAL YEAR	10	5,312	5,311

All amounts relate to continuing operations

There were no recognised gains and losses for 2013 or 2012 other than those included in the profit and loss account

The notes on pages 7 to 10 form part of these financial statements

There were no differences between historical cost profit and reported profit on ordinary activities for either year

THOMAS RIVERS LIMITED
REGISTERED NUMBER: 178109

BALANCE SHEET
AS AT 31 MARCH 2013

	Note	£	2013 £	£	2012 £
CURRENT ASSETS					
Debtors	7		167,351		159,095
TOTAL ASSETS LESS CURRENT LIABILITIES			167,351		159,095
CREDITORS: amounts falling due after more than one year	8		(62,625)		(59,681)
NET ASSETS			104,726		99,414
CAPITAL AND RESERVES					
Called up share capital	9		119,000		119,000
Share premium account	10		126,000		126,000
Profit and loss account	10		(140,274)		(145,586)
SHAREHOLDERS' FUNDS	11		104,726		99,414

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 and authorised for issue by the board and were signed on its behalf on 13 December 2013


S L Gurn
 Director

The notes on pages 7 to 10 form part of these financial statements

THOMAS RIVERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

1. ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

1.3 Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that the recognition of deferred tax assets is limited to the extent that the company anticipates to make sufficient taxable profits in the short term to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

2. OPERATING PROFIT/(LOSS)

AUDITORS' REMUNERATION

The auditors' remuneration is borne by a fellow group company Fees for the audit of the company were £650 (2012 £650)

3. STAFF COSTS

The company has no employees and no director received any remuneration during the year (2012 - £nil)

4. INTEREST RECEIVABLE

	2013 £	2012 £
On loans to group undertakings	<u>8,256</u>	<u>8,278</u>

5. INTEREST PAYABLE

	2013 £	2012 £
On loans from group undertakings	<u>2,944</u>	<u>2,952</u>

THOMAS RIVERS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2013**

6. TAXATION

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2012 - lower than) the standard rate of corporation tax in the UK of 24% (2012 - 26%) The differences are explained below

	2013 £	2012 £
Profit on ordinary activities before tax	<u>5,312</u>	<u>5,311</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 24% (2012 - 26%)	1,275	1,381
Effects of:		
Transfer pricing adjustments	(140)	(152)
Group relief claimed	<u>(1,135)</u>	<u>(1,229)</u>
Current tax charge for the year	<u>-</u>	<u>-</u>

7. DEBTORS

	2013 £	2012 £
Due after more than one year		
Amounts owed by group undertakings	<u>167,351</u>	<u>159,095</u>

The amounts owed by fellow group undertakings are unsecured, bear interest at a rate of 6.5% and have no fixed repayment date. Accrued interest of £40,346 (2012: £32,090) is included in the balance at 31 March 2013.

8. CREDITORS:

Amounts falling due after more than one year

	2013 £	2012 £
Amounts owed to group undertakings	<u>62,625</u>	<u>59,681</u>

The amounts owed to group undertakings are unsecured, bear interest at a rate of 6.5% and have no fixed repayment date. Accrued interest of £17,290 (2012: £14,348) is included in the balance at 31 March 2013.

THOMAS RIVERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2013

9. SHARE CAPITAL

	2013 £	2012 £
Allotted, called up and fully paid		
297,500 ordinary shares of £0.40 each	119,000	119,000

10. RESERVES

	Share premium account £	Profit and loss account £
At 1 April 2012	126,000	(145,586)
Profit for the year	-	5,312
At 31 March 2013	126,000	(140,274)

11. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2013 £	2012 £
Opening shareholders' funds	99,414	94,103
Profit for the year	5,312	5,311
Closing shareholders' funds	104,726	99,414

12. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption available to wholly owned subsidiary undertakings under FRS 8 not to disclose any transactions with entities that are included in the consolidated financial statements of P1 Hospital Holdings Limited

13. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent company is P1 Hospitals Propco Limited. The immediate parent company of P1 Hospitals Propco Limited is P1 Hospital Holdings Limited, which is legally owned by Prestbury 1 Nominee Limited but beneficially owned by Prestbury 1 Limited Partnership whose general partner is Prestbury General Partner Limited Partnership. The ultimate parent entity of Prestbury General Partner Limited Partnership is Prestbury Investments LLP. N M Leslau is the controlling party of Prestbury Investments LLP in respect of the business undertaken by the company. The consolidated accounts of Prestbury 1 Limited Partnership are available to the public and may be obtained from the company secretary, Cavendish House, 18 Cavendish Square, London W1G 0PJ.

THOMAS RIVERS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2013**

14. CONTINGENT LIABILITIES

The company, along with the other subsidiaries of P1 Hospital Holdings Limited, has entered into an agreement with the bankers of a fellow subsidiary company to cross-guarantee the bank loans made to that company. At 31 March 2013 these bank loans amounted to £615,458,691 (2012 £619,011,797)