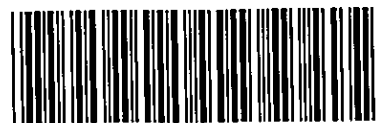


Registered number 2345011

Tunbridge Wells Independent Hospital Limited

**Report and Financial Statements
For the year ended 31 December 2012**

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Tunbridge Wells Independent Hospital Limited
Registered number 2345011

Report of the directors
for the year ended 31 December 2012

The Directors present their report and financial statements for the year ended 31 December 2012

1. Review of the business

The company did not trade during the period and therefore made no profit or loss

2. Directors

The names of directors who have held office since 1 January 2012 are as follows

J-J De Gorter (resigned 1 February 2012)
S Gordon
R Roger
D F Toner

3. Auditors

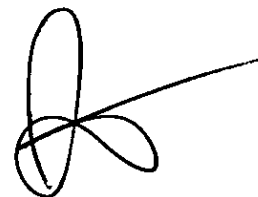
The company is a dormant company within the meaning of section 480(1) of the Companies Act 2006. In accordance with the aforesaid section, the company has not appointed auditors

Registered Office

120 Holborn
London
EC1N 2TD

16 September 2013

By Order of the Board

A handwritten signature in black ink, consisting of a large loop followed by a horizontal stroke and a small loop at the end.

D F Toner
Secretary and Director

Tunbridge Wells Independent Hospital Limited
Registered number 2345011


Balance Sheet
as at 31 December 2012

		2012	2011
	<i>Note</i>	£	£
Debtors:			
Owed by other Group undertakings falling due within one year		769,608	769,608
		<hr/>	<hr/>
Net Assets		<u>769,608</u>	<u>769,608</u>
 Capital and Reserves			
Called up share capital	2	1	1
Profit and loss account		769,607	769,607
		<hr/>	<hr/>
Shareholders' funds		<u>769,608</u>	<u>769,608</u>

The Directors of the company hereby -

- 1 Confirm that for the year ended 31 December 2012 the company was entitled to exemption from audit under section 480 of the Companies Act 2006,
- 2 Confirm that the Members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006,
- 3 Acknowledge their responsibility for (a) ensuring the company keeps accounting records which comply with section 386 of the Companies Act 2006, and (b) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial period, and of its profit and loss for the financial period in accordance with section 394 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act 2006 relating to the accounts, so far as applicable to the company,
- 4 Confirm that during the financial period and preceding financial period the company did not trade and received no income and incurred no expenditure. Consequently, during those periods the company made neither a profit or a loss

These financial statements were approved by the Board of Directors on 16 September 2013 and were signed on its behalf by


S. Gordon
Director

Notes to the financial statements

for the year ended 31 December 2012

1. Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention in accordance with UK GAAP and on a going concern basis

All accounting policies have been applied consistently during the year

2. Called up share capital

	2012	2011
Allotted, called-up and fully paid		
2 ordinary shares of 50p each	<u>1</u>	<u>1</u>

3. Contingent liabilities

Under a group registration the company is jointly and severally liable for value added tax due by certain other Group companies

The Spire group, which the company is part of, has given certain undertakings in respect of an agreement entered into by Spire UK Finance Limited and subsidiaries on 25 September 2008. The loan amounts outstanding at the balance sheet date were £158,200,000 (2011 £162,200,000)

Spire's bankers have provided guarantees on behalf of Spire Healthcare (Holdings) Limited relating to performance on NHS contracts totalling £6,209,000 (2011 £13,424,000). If Spire Healthcare (Holdings) Limited fails to meet targets set by the relevant NHS Trusts, then these amounts will become payable by Spire Healthcare Group Limited and its subsidiary companies.

The company has given a guarantee and other undertakings to a maximum of £15,000,000 (2011 £15,000,000), as part of the Group Unlimited Inter Company Composite Guarantee, in respect of the overdraft and loans of certain of the Spire Healthcare (Holdings) Limited group.

Tunbridge Wells Independent Hospital Limited
Registered number 2345011

Notes to the financial statements
for the year ended 31 December 2012

4. Immediate and ultimate parent undertakings

The immediate parent undertaking of Tunbridge Wells Independent Hospital Limited is Spire Washington Hospital Limited, a company registered in England and Wales which in itself is a subsidiary of Spire Healthcare Limited, a company also registered in England and Wales, which is a subsidiary of Spire Healthcare (Holdings) Limited, a company also registered in England and Wales. The results of Tunbridge Wells Independent Hospital Limited are included in the consolidated accounts of Spire Healthcare (Holdings) Limited and copies of these accounts may be obtained from the Registrar of Companies, Cardiff, CF14 3UZ.

The ultimate parent undertakings of Tunbridge Wells Independent Hospital Limited are Fourth Cinven Fund (No 1) LP, Fourth Cinven Fund (No 2) LP, Fourth Cinven Fund (No 3 - VCOC) LP, Fourth Cinven Fund (No 4) LP, Fourth Cinven Fund (UBTI) LP, Fourth Cinven Fund Co-Investment Partnership and Fourth Cinven (MACIF) LP (together the 'Cinven Funds'), being funds managed and advised by Cinven Limited, a company incorporated under the laws of England and Wales.

Accordingly, the directors consider the company's ultimate controlling party is Cinven Limited, the managers of or advisors to the Cinven Funds.