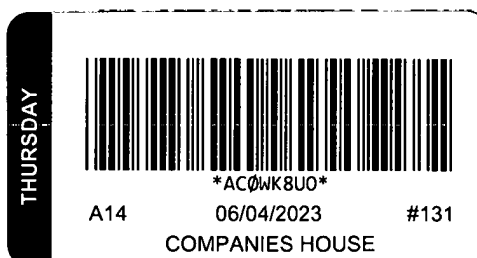


Company Registration No. 02776418

Hays Healthcare Limited

Annual Report and Financial Statements

For the year ended 30 June 2022



Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

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Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Officers and professional advisers

Directors

J Harrington (Retired 24 August 2022)
J Musgrave (Appointed 24 August 2022)
P Venables (Retired 23 September 2022)
J Hilton (Appointed 23 September 2022)
S Winfield

Secretary

Hays Nominees Limited

Registered office

4th Floor
20 Triton Street
London
NW1 3BF

Independent auditors

PricewaterhouseCoopers LLP ("PwC")
Chartered Accountants and Statutory Auditors
1 Embankment Place
London, WC2N 6RH

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Strategic Report

The directors, in preparing this strategic report, have complied with Section 414C(11) of the Companies Act 2006.

Principal activities

The Company's principal activity is the supply of healthcare professionals e.g. doctors, nurses, physiotherapists, occupational therapists and operating department practitioners.

The Company is domiciled in the United Kingdom.

Business Review

The performance of the business for the year ended 30 June 2022 has met the expectations of the directors, noting that a number of contracts relating to the COVID-19 pandemic ended during the year that significantly improved prior year performance.

Results

The profit before taxation for the year amounted to £258k (2021: £1,045k).

The profit for the year amounted to £258k (2021: £843k).

As at 30 June 2022 the Company had net assets of £10,138k (2021: £9,919k).

Future developments

Trading conditions in the healthcare sector have remained strong and the directors remain satisfied with the prospects of the Company.

Key performance indicators

The key performance indicators for the Company are:

Net Fee Growth – Net fee growth is defined as the growth in gross profit. The year-on-year growth of the Company's net fees provide a measure of the business development and growth. In the year to 30 June 2022 net fees decreased by 15% (2021: Increased by 2%).

Conversion Rate – The conversion rate is the profit before taxation stated as a percentage of net fees and measures how effective the Company is at controlling the costs and expenses associated with its normal operations and its level of investment in the future. In the year to 30 June 2022 the conversion rate decreased from 27% to 8%.

Principal risks and uncertainties

Macro-economic environment

The Company has a close commercial relationship and dependence on the National Health Service and the national government policy on National Health Service spending has a direct influence on the Company's performance.

Competitive environment

In the United Kingdom the market for the provision of permanent and temporary recruitment in the social care sector is competitive with a somewhat vast client base. This competitor risk manifests itself in increased competition both for clients and candidates and in pricing pressures

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Strategic Report (continued)

Principal risks and uncertainties (continued)

Commercial relationships.

The Company benefits from close commercial relationships with key clients in the public sectors, in particular the National Health Service and Ministry of Defence, and in the private sector.

Technology systems

The Company is reliant on a number of technology systems in providing its services to clients. These systems are housed in various data centres and the business continues to review and enhance its ability to cope with a data centre loss as a result of a significant event. The business is also reliant upon a number of important suppliers that provide critical information technology infrastructure.

Regulatory environment

In common with many other sectors, the specialist recruitment industry is now governed by an increased level of compliance within the United Kingdom. The Company is committed to meeting all of its regulatory responsibilities and the legal and compliance teams within the Hays group keep the business informed as to changes in legislation that may impact the Company, and provide training and compliance programmes in key areas.

Section 172 (1) Statement and Statements on engagement with employees, suppliers, customers and others

S172 of the Companies Act requires Directors to take into consideration the interests of stakeholders in their decision making. The following describes how the directors have had regard to the matters set out in section 172 (1) of the Companies Act 2006. This section of the strategic report and the pages to which it refers, comprises the Company's section 172 (1) statement.

As Hays plc is the ultimate parent company, the Directors ensure that decisions are beneficial to all the Company's stakeholders as well as having regard to the long-term sustainable success of the Company as a whole. The Board members receive reports throughout the year which include papers relating to business and financial performance, as well as highlighting any emerging matters and concerns.

The Company is a commercial organisation and aims to provide the best possible service to its clients and pursue the best possible economic return for shareholders. However, in making economic decisions, the Company has regard to the impact of those decisions on other stakeholders, including society and the wider environment.

Employees - Our people are our greatest asset. We invest substantially in training and culture to ensure Hays is a great place to work

Candidates - We connect candidates with the world of work. By building long-term relationships we enable their career ambitions

Clients - We consult with our clients, understanding their needs to achieve lasting impacts

Communities and Governments - We seek to have a positive impact on communities by providing career advice and training. We work with Governments globally to ensure worker tax and regulation compliance

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Strategic Report (continued)

Section 172 (1) Statement and Statements on engagement with employees, suppliers, customers and others (continued)

Environment - We seek to reduce our environmental impact year-on-year

Suppliers - We are committed to treating all our suppliers fairly and with respect

Industry bodies – We engage and support representative bodies within the recruitment industry wherever possible.

The Board fulfils its S172 duties by applying Hays plc group policies and procedures. Its decision making is underpinned by the group's purpose and values. The size and spread of both our stakeholders and Hays plc group means our engagement best takes place at an operational or group level rather than as an individual company.

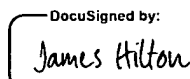
The Executive Board which meets on a monthly basis is responsible for day to day management of our business and operations, responsibility for monitoring detailed performance of all aspects of our business. Each member has a clearly defined remit, business objectives and financial budget within which they operate.

The Operations Board comprising members of the regional UK and Ireland business and functional managers also meet on a monthly basis to discuss matters of strategic and operational importance for the region. Each business is given operational autonomy, as far as possible, within a well-established internal control framework which consists of, among other things, a Group-wide set of policies on anti-bribery and corruption, competition compliance, conduct and ethics, equality, diversity & inclusion and whistleblowing.

During FY22, the Operations Board reviewed, among other things, business strategy and associated performance, received reports on the operational and financial performance for the region and received regular updates on employee engagement activities including Wellbeing@Hays initiative, Hays Helps, learning and development programmes, equity, diversity and inclusion and succession planning.

Further details of Hays plc group policies and practices can be found online at www.haysplc.com. Further information about Hays plc's business relationship with customers, suppliers and other stakeholders can be found on pages 84 to 88 of the Group Annual Report.

Approved by the Board of Directors and signed by order of the board.

DocuSigned by:

244500B5D1F443E...
J Hilton

Director

31 March 2023

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Directors' Report (continued)

The directors present their report and audited financial statements for Hays Healthcare Limited ('the Company') for the year ended 30 June 2022.

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements are on page 1.

Directors' indemnities

The Company continues to maintain third party directors' and officers' liability insurance for the benefit of its directors. There were no directors' indemnities during the year ended 30 June 2022 (2021: nil).

Charitable and political donations

Donations to charitable and political organisations amounted to £nil (2021: £nil).

Financial risk management objectives and policies

The Company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk.

Credit risk

The Company's principal financial assets are trade and other receivables. The Company's credit risk is primarily attributable amounts owed by other group companies. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

Cash flow risk

The Company managed its working capital requirements as required by funding from the Hays plc £210,000k revolving credit facility via Hays Specialist Recruitment Limited, a fellow subsidiary company of Hays Specialist Recruitment (Holdings) Limited.

Liquidity risk

In order to maintain liquidity to ensure that sufficient funds are available for on-going operations and future developments, the Company uses a mixture of long-term and short-term debt finance.

Dividends

No dividend was paid during the current or prior year to the immediate parent company, Recruitment Solutions Group Limited.

Going concern

The directors therefore have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The directors have considered the key areas of risk and uncertainty when making their assessment. Accordingly, they continue to adopt the going concern basis in preparing the financial statement

Further details are given in the Going concern section in note 2 of the Financial Statements.

As stated under 'Cash Flow Risk', the Company will continue to use the Hays plc facility via Hays Specialist Recruitment Limited to manage all future working capital requirements.

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Directors' Report (continued)

Strategic Report

The information that fulfils the requirement of Section 414C(11) of the Companies Act 2006 is included in the Strategic Report. This includes a review of the development of the Company during the year, of its position at the end of the year and of the likely future development in its business.

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent Auditors

The auditors PricewaterhouseCoopers LLP ("PwC") has expressed its willingness to continue in office as Auditors and is deemed to be re-appointed in accordance with section 487 of the Companies Act 2006.

Approved by the Board of Directors and signed by order of the board.

DocuSigned by:

244500B5D1F443E...
J Hilton
Director

31 March 2023

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, 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 year. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Independent auditors' report to the members of Hays Healthcare Limited

Report on the audit of the financial statements

Opinion

In our opinion, Hays Healthcare Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance sheet as at 30 June 2022; the Statement of comprehensive income and the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' 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 remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Independent auditors' report to the members of Hays Healthcare Limited (continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 June 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

Auditors' 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 auditors' 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

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Independent auditors' report to the members of Hays Healthcare Limited (continued)

Auditors' responsibilities for the audit of the financial statements (continued)

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.

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.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to employment legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006 and tax regulations. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journals to manipulate financial results and potential management bias in accounting estimates. Audit procedures performed by the engagement team included:

- identifying and testing journal entries, in particular journal entries posted with unusual account combinations to income or expenditure accounts, and understanding and evaluating any significant transactions outside the normal course of business;
- challenging assumptions and judgements made by management in their significant accounting estimates;
- enquiry of management and the board of directors, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- reading minutes of meetings of the board of directors; and
- assessing financial statement disclosures, and testing to supporting documentation, for compliance with applicable laws and regulations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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 or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Hays Healthcare Limited

Annual Report and Financial Statements for the year ended 30 June 2022

Independent auditors' report to the members of Hays Healthcare Limited (continued)

Other required reporting

Companies Act 2006 exception reporting.

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Alex Lazarus (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

London
31 March 2023

Hays Healthcare Limited

Statement of Comprehensive Income for the year ended 30 June 2022

	Note	2022 £'000	2021 £'000
Turnover	4	28,206	33,659
Cost of sales		(24,946)	(29,795)
Gross profit		<u>3,260</u>	<u>3,864</u>
Administrative expenses	5	(3,002)	(2,819)
Profit before taxation		<u>258</u>	<u>1,045</u>
Tax on profit	6	(39)	(202)
Profit and total comprehensive income for the financial year		<u><u>219</u></u>	<u><u>843</u></u>

Turnover and profit before taxation are all derived from continuing operations.

There were no other comprehensive income/expense in the current or prior year other than as shown above. Therefore, no separate statement of comprehensive income has been presented.

Hays Healthcare Limited

Balance sheet as at 30 June 2022

	Note	2022 £'000	2021 £'000
Fixed assets			
Property plant and equipment	8	<u>77</u>	<u>76</u>
Current assets			
Trade and other receivables	9	10,100	10,045
Deferred tax	9	6	-
Total current assets		<u>10,106</u>	<u>10,045</u>
Current liabilities			
Trade and other payables	10	(45)	(202)
Net assets		<u>10,138</u>	<u>9,919</u>
Equity			
Called up share capital	12	10	10
Retained earnings		<u>10,128</u>	<u>9,909</u>
Total shareholders' funds		<u>10,138</u>	<u>9,919</u>

The financial statements of Hays Healthcare Limited (registered number 02776418) on pages 12 to 21 were approved by the Board of Directors and authorised for issue on 31 March 2023.

Signed on behalf of the Board of Directors

DocuSigned by:

 52299E995828420...
J Musgrave
 Director

Hays Healthcare Limited

Statement of changes in equity for the year ended 30 June 2022

	Called up share capital £'000	Retained earnings £'000	Total Shareholders' funds £'000
At 1 July 2021	10	9,909	9,919
Profit for the financial year	-	219	219
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	219	219
	<hr/>	<hr/>	<hr/>
At 30 June 2022	10	10,128	10,138
	<hr/>	<hr/>	<hr/>
	Called up share capital £'000	Retained earnings £'000	Total Shareholders' funds £'000
At 1 July 2020	10	9,066	9,076
Profit for the financial year	-	843	843
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	843	843
	<hr/>	<hr/>	<hr/>
At 30 June 2021	10	9,909	9,919
	<hr/>	<hr/>	<hr/>

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

1. General information

Hays Healthcare Limited is a company incorporated in the United Kingdom under the Companies Act 2006.

The Company is a private company limited by shares and is registered in England and Wales. The address of the Company's registered office is shown on page 1.

The nature of the Company's operations and its principal activities are set out in the strategic report on pages 2-4.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

2. Significant accounting policies

Basis of accounting

The financial statements of Hays Healthcare Limited have been prepared in accordance with United Kingdom accounting standards, including The Companies Act 2006 as applicable to companies using Financial Reporting Standards 101 and Reduced Disclosure Framework (FRS 101) - The Financial reporting standard applicable in the United Kingdom and Republic of Ireland' and with the Companies Act 2006.

They have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards and Law.

The particular accounting policies adopted are described below and have been applied consistently in the current and preceding years.

As permitted by FRS101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to certain disclosures regarding the Company's capital, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, certain related party transactions, financial instruments and the effect of future accounting standards not yet adopted.

Where relevant equivalent disclosures have been given in the financial statements of the group financial statements of Hays plc.

The following exemptions from the requirements of IFRS have been applied in the preparation these financial statements, in accordance from FRS 101:

- Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).

Going concern

The Company's business activities, together with the factors likely to affect its future development, performance and position are set out in the review of the business on pages 2 to 6. The financial position of the Company, its cash flows and liquidity position are described in the Directors' Report. As stated under 'Cash Flow Risk', the Company will continue to use the group facilities to manage all future working capital requirements.

The directors have considered whether the Company has adequate financial resources to provide sufficient sources of liquidity to fund its current operations, including its contractual and commercial commitments and its approved capital expenditure. Together with internally generated cash flows, and in combination with the letter of support received from its ultimate parent company Hays plc that covers the period of assessment of at least 12 months from the date the accounts are signed, the Company is well placed to manage its business risks successfully. The directors have considered the ability of the parent to provide support if required.

The Company has sufficient financial resources which, together with internally generated cash flows will continue to provide sufficient sources of liquidity to fund its current operations including its contractual and commercial commitments and its approved capital expenditure. The Company is

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

2. Significant accounting policies (continued)

Going concern (continued)

well placed to manage its business risks successfully. The directors confirm that they have considered the ability of the parent to provide this support.

After making enquiries, the directors have formed the judgment, at the time of approving the financial statements, that there is a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the directors continue to adopt the going concern basis in preparing the financial statements.

Turnover

Turnover is measured at the fair value of the consideration received or receivable at the point in time and represents amounts receivable for services provided in the normal course of business, net of discounts, VAT and other sales-related taxes.

Turnover arising from the placement of permanent candidates, including turnover arising from Recruitment Process Outsourcing (RPO) services, is recognised at the point in time the candidate commences full-time employment. Where a permanent candidate starts employment but does not work for the specified contractual period, a provision is made in respect of the required refund or credit note due to the client. The revenue recognised from a permanent placement is typically based on a percentage of the candidate's remuneration package.

Turnover arising from temporary placements, including turnover arising from Managed Service Programme (MSP) services, is recognised at the point in time that temporary workers are provided. Where the Company is acting as a principal, turnover represents the amounts billed for the services of the temporary workers, including the remuneration costs of the temporary workers. The commission included within the revenue recognised arising from temporary placements is typically based on a percentage of the placements hourly rate.

Where the Company acts as principal in arrangements that invoice on the costs incurred with other recruitment agencies as part of the MSP service provided and manage the recruitment supply chain, turnover represents amounts invoiced on from other recruitment agencies, including arrangements where no commission is directly receivable by the Company.

Where the Company is acting as an agent in arrangements that invoice on behalf of other recruitment agencies as part of the MSP service provided, turnover represents commission receivable relating to the supply of temporary workers and does not include the remuneration costs of the other agency temporary workers.

Taxation

The tax expense is recognised in the Income Statement, the Statement of Comprehensive Income or directly to retained earnings, according to the accounting treatment of the related transaction giving rise to the tax. The tax expense comprises both current and deferred tax.

Current tax is the tax payable based on taxable profit for the year. Taxable profit differs from profit as reported in the Consolidated Income Statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. Current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

2. Significant accounting policies (continued)

Taxation (continued)

Deferred tax liabilities are generally recognised on all temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which the temporary differences can be utilised.

Deferred tax is not recognised for temporary differences arising from the initial recognition of goodwill or initial recognition of other assets or liabilities in a transaction (other than a business combination), that affects neither accounting profit nor taxable profit. Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates except where the Company is able to control the reversal of the temporary differences and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amounts of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be recovered. Unrecognised deferred tax assets are also reassessed each balance sheet date and recognised where it has become probable that future taxable profits are available against which the asset can be recovered.

Deferred tax is provided using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Property, plant and equipment

Property, plant and equipment is recorded at cost, net of depreciation and any provision for impairment. Depreciation is provided on a straight-line basis over the estimated useful lives of the assets, after they have been brought into use, at the following annual rates:

Plant and machinery	At rates varying between 14.0% and 33.0%
Fixtures and fittings	20.0%

Retirement benefit costs

The Company participates in a defined contribution scheme that is operated by Hays Specialist Recruitment Limited, a group company, under which the amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the contributions payable in the year.

Trade and other receivables

Trade and other receivables are amounts due from customers for services performed in the ordinary course of business. Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

3. Critical accounting judgements and key sources of estimation uncertainty

There were not any critical accounting judgements or key sources of estimation uncertainty in the current or prior year.

4. Turnover

Turnover comprises amounts receivable for services supplied wholly within the UK and is stated net of allowances, credits and value added tax.

5. Administrative expenses

	2022 £'000	2021 £'000
Staff costs (note 7)	1,471	1,405
Depreciation of owned assets (note 8)	13	10
Management charges payable to other group companies	1,257	1,154
Other administrative expenses	261	250
	<u>3,002</u>	<u>2,819</u>

The fees payable to the Company's Auditors for the audit of the Company's annual financial statements, which amounted to £14.702k for the year ended 30 June 2022 (2021: £13.712k), were borne and not recharged by a fellow group company for both the current and prior year. There were no non-audit fees in the current or prior year.

6. Tax on Profit

The tax expense for the year is comprised of the following:

	2022 £'000	2021 £'000
<u>Current tax:</u>		
Current tax (expense)/credit in respect of the current year	(45)	(200)
Adjustments recognised in the current year in relation to the current tax of prior years	-	(2)
Total current tax for the year	<u>(45)</u>	<u>(202)</u>
Deferred tax credit/(expense) in respect of the current year	<u>6</u>	<u>-</u>
Total income tax (expense)/credit recognised in the Statement of Comprehensive Income in the current year	<u>(39)</u>	<u>(202)</u>

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

6. Tax on Profit (continued)

The tax on profit for the year can be reconciled to the accounting profit as follows:

	2022 £'000	2021 £'000
Profit before tax from continuing operations	258	1,045
Income tax (expense) calculated at 19.0% (2021: 19.0%)	(49)	(200)
Effect of timing differences not recognised for deferred tax assets	-	(2)
Effect of timing differences previously unrecognised for deferred tax assets	9	-
Adjustments recognised in the current year in relation to the current and deferred tax of prior years	1	-
Income tax (expense) recognised in the Statement of Comprehensive Income	(39)	(202)

The tax rate used for 2022 is the corporate tax rate of 19.00% (2021: 19.00%) payable by corporate entities in the United Kingdom on taxable profits under tax law in that jurisdiction. In the Spring Budget 2021, the UK Government announced an increase in the UK corporation from 19% to 25% with effect from 1 April 2023. This was substantially enacted in May 2021.

7. Information regarding directors and employees

The value of the services the directors provided for the Company were of negligible value, therefore the directors did not receive any identifiable remuneration as directors of the Company in the current or prior year in respect of qualifying services. The Company had no employees in the current or prior year. The staff costs above relate to employees that have a contract of employment with another group entity, with these costs being recharged to the Company in their entirety.

8. Property plant and equipment

	Plant and machinery £'000	Fixtures and fittings £'000	Total £'000
Cost			
At 1 July 2021	67	76	143
Additions	11	3	14
Disposals	(26)	-	(26)
At 30 June 2022	52	79	131
Accumulated depreciation			
At 1 July 2021	37	30	67
Charge for the year	7	7	13
Disposals	(26)	-	(26)
At 30 June 2022	18	37	54
Net book value			
At 30 June 2022	34	42	77
At 30 June 2021	30	46	76

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

9. Trade and other receivables

	2022 £'000	2021 £'000
Amounts owed by other group companies	10,100	10,045
Deferred tax (note 11)	6	-
	<u>10,106</u>	<u>10,045</u>

Amounts owed by other group companies are repayable on demand. The Company does not charge interest on amounts owed by other group companies.

10. Trade and other payables

	2022 £'000	2021 £'000
Corporation tax payable	247	202
	<u>247</u>	<u>202</u>

The corporation tax balance of £247k (2021: £202k) is expected to be settled by group relief or by the UK tax group payment arrangement.

11. Deferred tax asset

	Accelerated capital allowances £'000	Total £'000
Balance at 30 June 2021	-	-
Credited to the Statement of Comprehensive Income	6	6
Deferred tax asset as at 30 June 2022	<u>6</u>	<u>6</u>

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the periods in which they reverse, being the rates enacted or substantially enacted for those relevant periods. Following the legislated increase in the main UK corporation tax rate from 19% to 25% which was substantively enacted in May 2021 and has effect from 1 April 2023, the UK deferred tax balances were remeasured as at 30 June 2021 and continue to be measured at the tax rates that would apply in the period they are expected to reverse. Although the UK Government announced in September 2022 that the rate would no longer increase and remain at 19% from 1 April 2023, this was subsequently reversed by the UK Government in October 2022, such that the increase from 19% to 25% will continue to come into effect from 1 April 2023. Therefore, this has no impact on the UK deferred tax balances.

Hays Healthcare Limited

Notes to the Financial Statements for the year ended 30 June 2022

11. Deferred tax asset (continued)

Unrecognised deductible temporary differences, unused tax losses and unused tax credits

Deductible temporary differences, unused tax losses and unused tax credits for which no deferred tax assets have been recognised are attributable to the following:

	Gross 2022 £'000	Tax 2022 £'000	Gross 2021 £'000	Tax 2021 £'000
Unrecognised deductible temporary differences	-	-	36	9

12. Called up share capital

	2022 £'000	2021 £'000
Called up, allotted and fully paid: 10k (2021:10k) ordinary shares of £1 each	10	10

13. Retirement benefit obligations

The Company participates in a defined contribution scheme that is operated by Hays Specialist Recruitment Limited, a group company. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the scheme and amounted to £89k (2021: £71k).

14. Related party transactions

The Company has taken advantage of the exemption granted under paragraph 8(k) of FRS101 not to disclose transactions entered into between two or more wholly owned subsidiaries of a group. Transactions entered into and trading balances outstanding that were owed to the Company at 30 June 2022 with other non-Group related parties was £nil (2021: £nil).

15. Ultimate parent company

The Company's ultimate parent company and controlling entity is Hays plc, registered in England and Wales. The Company's immediate parent company is Recruitment Solutions Group Limited, registered in the Isle of Man. The smallest and largest group that prepares Group financial statements is Hays plc. Copies of the latest Annual Report and Financial Statements for Hays plc are available from the Company Secretary at Hays plc, 4th Floor, 20 Triton Street, London, NW1 3BF.