

S.O.S Doctors Direct Ltd

Report and Financial Statements

Year Ended

31 December 2011

Company Number 02781252

WEDNESDAY



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S.O.S Doctors Direct Ltd

Report and financial statements for the year ended 31 December 2011

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Director

C Levinson

Secretary and registered office

M Edmondson, 121 Harley Street, London, W1G 6AX

Company number

02781252

Auditors

BDO LLP, Prospect Place, 85 Great North Road, Hatfield, Hertfordshire, AL9 5BS

S.O.S Doctors Direct Ltd

Report of the directors for the year ended 31 December 2011

The directors present their report together with the audited financial statements for the year ended 31 December 2011

Results

The profit and loss account is set out on page 5 and shows the loss for the year

Principal activities

The principal activity of the company in the year under review was the provision of a 24 hour call out service in respect of emergency medical and health care. On 9 February 2012, following a strategic review of the business by the Directors, Medicals Direct Group Limited sold its entire shareholding in this company and it is no longer a member of the Medicals Direct Group.

Directors

The directors of the company during the year were

M Benton (resigned 13 Feb 12)
D Cook (resigned 13 Feb 12)

Directors appointed after the year end

C Levinson (appointed 20 Feb 12)

Directors' responsibilities

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 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 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.

S.O.S Doctors Direct Ltd

Report of the directors for the year ended 31 December 2011 (*continued*)

Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

In preparing this directors' report advantage has been taken of the small companies' exemption.

On behalf of the Board

C Levinson
Director



Date 19/10/12

S.O.S Doctors Direct Ltd

Independent auditor's report

TO THE MEMBERS OF S.O.S DOCTORS DIRECT LTD

We have audited the financial statements of S O S Doctors Direct Ltd for the year ended 31 December 2011 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 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 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 statement of directors' responsibilities, 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 (APB'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 APB's website at www.frc.org.uk/apb/scope/private.cfm.

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 December 2011 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters 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.

S.O.S Doctors Direct Ltd

Independent auditor's report (*continued*)

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



George Brooks, (*senior statutory auditor*)
For and on behalf of BDO LLP, statutory auditor
Hatfield
United Kingdom

Date 19/10/12

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

S.O.S Doctors Direct Ltd

Profit and loss account for the year ended 31 December 2011

	Note	2011 £	2010 £
Turnover	2	631,406	1,093,010
Cost of sales		<u>(390,913)</u>	<u>(740,704)</u>
Gross profit		240,493	352,306
Administrative expenses		332,685	252,996
Exceptional item	3	357,636	-
		<u>(449,828)</u>	<u>-</u>
Sundry Income		<u>7,688</u>	<u>-</u>
Operating profit/(loss) on ordinary activities before taxation	4	(442,140)	99,310
Tax charge on profit/(loss) on ordinary activities	6	318	(10,785)
Profit/(loss) on ordinary activities after taxation	12	(441,822)	<u>88,525</u>

All amounts relate to continuing activities

All recognised gains and losses in the current and prior year are included in the profit and loss account

The loss for the year represents the movement in shareholders' funds

The notes on pages 7 to 12 form part of these financial statements

S.O.S Doctors Direct Ltd

Balance sheet at 31 December 2011

<i>Company number 02781252</i>	Note	2011 £	2011 £	2010 £	2010 £
Fixed assets					
Tangible assets	7		-		10,259
Current assets					
Debtors	8	-		660,959	
Cash at bank and in hand		-		306	
				661,265	
Creditors: amounts falling due within one year	9	-		(229,702)	
Net current assets			-		431,563
Total assets less current liabilities			-		441,822
Capital and reserves					
Called up share capital	11		1,470,000		1,470,000
Profit and loss account	12		(1,470,000)		(1,028,178)
Shareholder's funds			-		441,822

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 by the Board of Directors and authorised for issue on 19/10/12

C Levinson
Director



The notes on pages 7 to 12 form part of these financial statements

S.O.S Doctors Direct Ltd

Notes forming part of the financial statements for the year ended 31 December 2011

1 Accounting policies

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of land and buildings and are in accordance with applicable accounting standards

The following principal accounting policies have been applied

Turnover

Turnover is recognised through the following sources

- on completion of the delivery of a service, and
- on subscriptions earned which are recognised over the term of the contract on a straight line basis

Unearned turnover is reported on the balance sheet as deferred revenue

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows

Plant and machinery	-	3 years straight line
Computer and medical equipment	-	3 years straight line
Fixtures, fittings and equipment	-	3 years straight line

Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

Pensions

Contributions to the company's defined contribution pension scheme are charges to the profit and loss account in the period in which they become payable. The assets of the scheme are held separately in an independent administered fund

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred. Current tax is measured at amounts expected to be paid using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date

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 making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences. Deferred tax balances are not discounted

Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account

Cash flow statement

Under FRS1, the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements

S.O.S Doctors Direct Ltd

**Notes forming part of the financial statements
for the year ended 31 December 2011 (*continued*)**

2 Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom

3 Exceptional item

	2011	2010
	£	£
Write off of intercompany debt	357,636	-

The exceptional expense recorded during the year relates to the write off of an inter-company debtor balance due from Medicals Direct Holdings, the company's immediate parent company

4 Operating profit

	2011	2010
	£	£
Operating profit is stated after charging		
Depreciation of tangible assets	3,839	7,243
Operating lease rentals - land and buildings	-	14,931
	<hr/>	<hr/>

The audit fees for the company are borne by the company's immediate parent company, Medicals Direct Group Limited

5 Directors remuneration

No directors received any remuneration from the company in either the current or previous financial year, as the immediate parent company, Medicals Direct Group Limited bears the cost of the directors

S.O.S Doctors Direct Ltd

**Notes forming part of the financial statements
for the year ended 31 December 2011 (continued)**

6 Taxation

	2011 £	2010 £
<i>UK Corporation Tax</i>		
Current tax charge on the profit for the year	(318)	10,785
<i>Deferred tax</i>		
Deferred tax charge for the year	-	-
	<u>(318)</u>	<u>10,785</u>
Total tax charge	<u>(318)</u>	<u>10,785</u>

Factors that may affect future tax charges

The tax assessed for the year is higher than the standard rate of corporation tax in the UK applied to the profit before tax. The differences are explained below

	2011 £	2010 £
Profit/(loss) on ordinary activities before taxation	(442,140)	99,310
	<u>(442,140)</u>	<u>99,310</u>
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 26.5% (2010 - 28%)	(117,167)	27,807
Effects of		
Expenses not deductible for tax purpose	94,692	650
Depreciation in excess of capital allowances	533	940
Tax losses utilised and other deductions	-	(29,397)
Unrelieved tax losses and other deductions	21,942	-
Payment for tax losses	-	10,785
	<u>-</u>	<u>10,785</u>
Current tax charge	<u>-</u>	<u>10,785</u>

A deferred tax asset of £315,064 (2010 - £316,792) has not been recognised in respect of tax losses and accelerated capital allowances available to carry forward against future taxable profits. This has not been recognised as there is currently insufficient evidence to demonstrate that this asset is recoverable.

S.O.S Doctors Direct Ltd

Notes forming part of the financial statements
for the year ended 31 December 2011 (*continued*)

7 Tangible fixed assets

	Medical equipment £	Plant and machinery £	Fixtures, Fittings and equipment £	Computer equipment £	Totals £
<i>Cost or valuation</i>					
At 1 January 2011	1,307	5,106	732	15,601	22,746
Transfer to group company	(1,307)	(5,106)	(732)	(15,601)	(22,746)
At 31 December 2011	-	-	-	-	-
<i>Depreciation</i>					
At 1 January 2011	567	2,557	325	9,038	12,487
Charge for the year	400	2,549	224	666	3,839
Transfer to group company	(967)	(5,106)	(549)	(9,704)	(16,326)
At 31 December 2011	-	-	-	-	-
<i>Net book value</i>					
At 31 December 2011	-	-	-	-	-
At 31 December 2010	740	2,549	407	6,563	10,259

All tangible fixed assets were transferred to fellow group companies during the year

8 Debtors

	2011 £	2010 £
Trade debtors	-	164,793
Amounts owed by ultimate parent undertaking	-	470,926
Other debtors	-	107
Prepayments and accrued income	-	25,133
	-	660,959

All amounts shown under debtors fall due for payment within one year

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Notes forming part of the financial statements
for the year ended 31 December 2011 (*continued*)

9 Creditors: amounts falling due within one year

	2011 £	2010 £
Bank loans and overdrafts	-	277
Trade creditors	-	118,510
Other creditors	-	16,774
Accruals and deferred income	-	94,141
	<u>-</u>	<u>229,702</u>

10 Pensions

A defined contribution pension scheme is operated by the company. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension charge represents contributions payable by the company to the fund and amounted to £NIL (2010 - £5,400)

11 Share capital

	2011 £	2010 £
<i>Allotted, called up and fully paid</i>		
1,470,000 Ordinary shares of £1 each	<u>1,470,000</u>	<u>1,470,000</u>

12 Reserves

	Profit and loss account £
Balance at 1 January 2011	(1,028,178)
Profit/(loss) for the year	<u>(441,822)</u>
Balance at 31 December 2011	<u>(1,470,000)</u>

S.O.S Doctors Direct Ltd

Notes forming part of the financial statements for the year ended 31 December 2011 (*continued*)

13 Contingent liabilities

The company has guaranteed the bank borrowings of its ultimate parent company, Medicals Direct Holdings Limited. At 31 December 2011, this amounted to £1,687,500 (2010 - £1,312,500)

14 Commitments under operating leases

As at 31 December 2011, the company was committed to making the following payments under non-cancellable operating leases in the year to 31 December 2011

	Land and buildings 2011 £	Other 2011 £	Land and Buildings 2010 £	Other 2010 £
Operating leases which expire				
Within one year	-		7,700	-
In two to five years		-	-	869
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

15 Control

The company's immediate parent undertaking is Medicals Direct Group Limited, a company incorporated in England and Wales

The ultimate parent undertaking is Medicals Direct Holdings Limited, a company incorporated in England and Wales

The largest and smallest group in which the results of the company are consolidated is that headed by Medicals Direct Holdings Limited. The consolidated accounts of this group are available to the public and may be obtained from Buckingham House East, The Broadway, Stanmore, Middlesex HA7 4EB

16 Related party transactions

The company has taken advantage of the exemptions conferred by Financial Reporting Standard No 8 from the requirements to make disclosure of transactions with entities that are part of the group on the grounds that the voting rights in the company are 100% controlled within the group headed by Medicals Direct Holdings Limited and the company is included in the consolidated financial statements

17 Post balance sheet events

On 9 February 2012 Medicals Direct Group Limited sold its entire interest in the shares of this company