

**CHEADLE ROYAL HEALTHCARE  
LIMITED**

**Report and Financial Statements**

**30 June 2008**

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# **CHEADLE ROYAL HEALTHCARE LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2008**

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# **CHEADLE ROYAL HEALTHCARE LIMITED**

## **REPORT AND FINANCIAL STATEMENTS 2008**

### **OFFICERS AND PROFESSIONAL ADVISERS**

#### **DIRECTORS**

T MacDonald-Milner (appointed 31 March 2008)  
P Batchelor (resigned 31 March 2008)  
J Shaw  
A Evans

#### **SECRETARY**

J Shaw

#### **REGISTERED OFFICE**

100 Wilmslow Road  
Heald Green  
Cheadle  
Cheshire  
SK8 3DG

#### **SOLICITORS**

Wragge & Co LLP  
55 Colmore Row  
Birmingham

#### **BANKERS**

Royal Bank of Scotland Plc  
1 Spinningfields Square  
Manchester

#### **AUDITORS**

Deloitte & Touche LLP  
Chartered Accountants and Registered Auditors  
Manchester, United Kingdom

# **CHEADLE ROYAL HEALTHCARE LIMITED**

## **DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the year ended 30 June 2008.

### **BUSINESS REVIEW AND PRINCIPAL ACTIVITIES**

The ultimate parent company of Cheadle Royal Healthcare Limited is Affinity Healthcare Holdings Limited.

The company's principal activity is the provision of private healthcare. There have not been any significant changes in the company's principal activities in the year under review. The directors are not aware, at the date of this report, of any likely major changes in the company's activities in the next year.

As shown in the company's profit and loss account on page 6, the company's sales have increased by 23% over the prior year. The increase in turnover resulted mainly from additional business in the young persons and eating disorder services.

The company regards the earnings before interest, taxation, depreciation and amortisation ('EBITDA') as the most important measure of financial performance. EBITDA for the current financial year was £7,651,367 (2007 - £5,529,837), representing 30% (2007 - 27%) as a percentage of sales, as a result of higher levels of turnover.

The balance sheet on page 7 of the financial statements shows that the company's net assets at the year end increased by £5,499,589 due to the retained profits for the year.

Details of amounts due to and from its fellow subsidiaries and parent undertakings are shown in notes 10 and 12 on page 12.

No significant events have occurred since the balance sheet date.

### **PRINCIPAL RISKS AND UNCERTAINTIES**

The company operates in a competitive, regulated and changing market. The company provides services almost exclusively to the NHS and works closely with that organisation to ensure that the services provided by the company meet the needs of the NHS.

### **RESULTS, DIVIDENDS AND TRANSFER TO RESERVES**

The company made a profit after taxation of £5,499,589 (2007 - £3,739,157). No dividends have been paid or proposed in the year (2007 - £nil). The retained profit for the year has been transferred to reserves.

### **DIRECTORS**

The present membership of the board is set out on page 1.

### **EMPLOYEE INVOLVEMENT**

The company provides information to employees covering various aspects of the company's current and future activities along with certain financial information.

### **EMPLOYMENT OF DISABLED PERSONS**

It is company policy to give full consideration to suitable applications for employment from disabled persons. Opportunities also exist for employees of the company who become disabled to continue in their employment or to be trained for other positions in the company.

# CHEADLE ROYAL HEALTHCARE LIMITED

## DIRECTORS' REPORT (continued)

### AUDITORS

In the case of each of the persons who are directors of the company at the date when this report was approved:

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

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985.

The company has elected to dispense with the holding of annual general meetings, the laying of accounts before the company in general meetings and the annual appointment of auditors. Accordingly Deloitte & Touche LLP will continue to act as auditors to the company.

Approved by the board of directors  
and signed by order of the board:



Secretary

Date

17 October 2008

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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). 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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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 proper accounting records that 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 1985. 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CHEADLE ROYAL HEALTHCARE LIMITED**

We have audited the financial statements of Cheadle Royal Healthcare Limited for the year ended 30 June 2008 which comprise the profit and loss account, the statement of total recognised gains and losses, the balance sheet and the related notes 1 to 21. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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**

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

### **Basis of audit opinion**

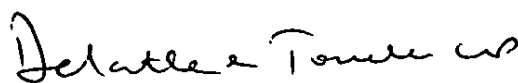
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### **Opinion**

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.



Deloitte & Touche LLP  
Chartered Accountants and Registered Auditors  
Manchester, United Kingdom

17 OCTOBER 2008

# CHEADLE ROYAL HEALTHCARE LIMITED

## PROFIT AND LOSS ACCOUNT

Year ended 30 June 2008

	Note	2008 £	2007 £
<b>TURNOVER</b>	2	25,658,548	20,815,766
Cost of sales		(15,107,445)	(12,297,415)
<b>GROSS PROFIT</b>		10,551,103	8,518,351
Administrative expenses		(3,461,108)	(3,516,573)
<b>OPERATING PROFIT</b>		7,089,995	5,001,778
Interest receivable and similar income – bank interest		27,646	9,846
Interest payable and similar charges	4	-	(4,931)
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		7,117,641	5,006,693
Tax on profit on ordinary activities	6	(1,618,052)	(1,267,536)
<b>PROFIT FOR THE FINANCIAL YEAR</b>	15,17	5,499,589	3,739,157

All activity arose from continuing operations.

The company has no recognised gains and losses other than the results for the year as disclosed above. Accordingly a separate statement of total recognised gains and losses has not been included.



# CHEADLE ROYAL HEALTHCARE LIMITED

## BALANCE SHEET

30 June 2008

	Note	2008 £	2007 £
<b>FIXED ASSETS</b>			
Tangible assets	7	10,503,936	10,600,243
Investments	8	102	2
		<u>10,504,038</u>	<u>10,600,245</u>
<b>CURRENT ASSETS</b>			
Stocks	9	26,104	27,172
Debtors			
- due within one year	10	2,995,277	2,517,996
- due after one year	10	23,531,922	15,546,872
Cash at bank and in hand		468	507,652
		<u>26,553,771</u>	<u>18,599,692</u>
<b>CREDITORS: amounts falling due within one year</b>	11	(10,976,963)	(8,618,780)
<b>NET CURRENT ASSETS</b>		<u>15,576,808</u>	<u>9,980,912</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		26,080,846	20,581,157
<b>CREDITORS: amounts falling due after more than one year</b>	13	(5,244,765)	(5,244,665)
<b>PROVISIONS</b>	14	-	-
<b>NET ASSETS</b>		<u>20,836,081</u>	<u>15,336,492</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	16	97	97
Share premium	17	212,800	212,800
Capital redemption reserve	17	907,203	907,203
Profit and loss account	17	19,715,981	14,216,392
<b>EQUITY SHAREHOLDER'S FUNDS</b>	15	<u>20,836,081</u>	<u>15,336,492</u>

These financial statements were approved by the Board of Directors on

17 October 2008

Signed on behalf of the Board of Directors



Director

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 1. ACCOUNTING POLICIES

#### Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards. The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

#### Group Financial statements

Under the provision of section 228 of the Companies Act 1985 and in accordance with paragraphs 21b and 21c of Financial Reporting Standard 2, the company is exempt from preparing consolidated financial statements by virtue of the fact that the company is a subsidiary of another company which prepares group financial statements. The financial statements therefore present information about the company as an individual undertaking and not as a group.

#### Cash flow statement

The company has taken advantage of exemptions within FRS1 and has not prepared a cash flow statement on the grounds that the company is a wholly owned subsidiary of a parent undertaking which produces consolidated financial statements including a consolidated cash flow statement dealing with the cash flows of the group.

#### Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment.

On all assets, depreciation is provided on cost or valuation in equal annual instalments over the estimated useful economic lives of the assets. The rates of depreciation are as follows:

Fixtures and fittings	- 7 years
Freehold land and buildings	- 50 years

#### Investments

Investments are shown at cost.

#### Stocks

Stocks are stated at the lower of cost or net realisable value and comprises materials only.

#### Taxation

Corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

#### Pension costs

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the group, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit method and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined contribution schemes 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. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 1. ACCOUNTING POLICIES (continued)

#### Leases

Rental costs under operating leases are charged to the profit and loss account in equal annual amounts over the period of the leases.

### 2. TURNOVER

Turnover and profit on ordinary activities before taxation represents the value of services attributable to the company's principal activity, the provision of healthcare services. All turnover arises in the United Kingdom and is stated exclusive of value added taxation.

Revenue is recognised when the company has obtained the right to receive consideration in exchange for its performance of the provision of private healthcare services. Revenue is recognised on a daily basis in accordance with the patients' stay in the private healthcare units provided by the company.

### 3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

In the current and preceding years there are no directors emoluments.

The remuneration of the directors is borne by the ultimate parent company. It is not practical to allocate the total remuneration of these directors between each of the group companies.

	2008 £	2007 £
<b>Employee costs during the year:</b>		
Wages and salaries	12,059,727	10,934,251
Social security costs	1,218,408	1,071,362
Other pension costs	452,035	416,369
	<u>13,730,170</u>	<u>12,421,982</u>
	<b>No</b>	<b>No</b>
<b>Average number of persons employed:</b>		
Administrative	50	43
Professional	366	335
Technical and support	41	39
	<u>457</u>	<u>417</u>

### 4. INTEREST PAYABLE AND SIMILAR CHARGES

	2008 £	2007 £
Bank loans and overdrafts	-	4,931

### 5. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2008 £	2007 £
Profit on ordinary activities before taxation is after charging:		
Depreciation – owned assets	561,372	528,059
Operating leases – hire of plant and machinery	38,572	31,789
Auditors' remuneration – audit fees	11,423	14,188
- non-audit fees (tax services)	14,571	14,981

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 6. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2008 £	2007 £
<b>Current taxation</b>		
UK corporation tax at 29.5% (2007: 30%)	-	-
Adjustments in respect of prior periods	-	(10,992)
	-	(10,992)
Group relief	1,885,887	1,312,430
Group relief adjustment in respect of prior years	(267,835)	(22,895)
Total current tax	<u>1,618,052</u>	<u>1,278,543</u>
<b>Deferred taxation</b>		
Origination and reversal of timing differences	22,981	(88,645)
Adjustments in respect of prior periods	(22,981)	77,638
Total deferred tax	-	(11,007)
Tax on profit on ordinary activities	<u>1,618,052</u>	<u>1,267,536</u>

The standard rate of tax for the year, based on the UK standard rate of corporation tax, is 29.5% (2007 – 30%). The actual tax charge for the current and previous year differs from the standard rate for the reasons set out in the following reconciliation:

	2008 £	2007 £
Profit on ordinary activities before tax	<u>7,117,641</u>	<u>5,006,693</u>
Tax on profit on ordinary activities at standard rate of 29.5% (2007 – 30%)	2,099,704	1,502,008
<b>Factors affecting charge for the year:</b>		
Capital allowances for period in excess of depreciation	(102,475)	118,632
Expenses not deductible for tax purposes	41,967	39,563
Short term timing differences	48,778	-
Transfer pricing adjustment	(202,087)	(358,273)
Capital item expensed	-	10,500
Prior period adjustments	(267,835)	(33,887)
Total actual amount of current tax	<u>1,618,052</u>	<u>1,278,543</u>

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 7. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Fixtures & fittings £	Total £
<b>Cost</b>			
At 1 July 2007	9,630,514	4,355,700	13,986,214
Additions	227,146	237,918	465,064
At 30 June 2008	9,857,660	4,593,618	14,451,278
<b>Accumulated depreciation</b>			
At 1 July 2007	420,766	2,965,204	3,385,970
Charge for the year	154,166	407,206	561,372
At 30 June 2008	574,932	3,372,410	3,947,342
<b>Net book value</b>			
At 30 June 2008	9,282,728	1,221,208	10,503,936
At 30 June 2007	9,209,747	1,390,496	10,600,243

### 8. INVESTMENTS

	Shares in subsidiary under- taking £
<b>Cost and net book value</b>	
At 1 July 2007	2
Additions	100
At 30 June 2008	102

On 18 June 2008 the company acquired 100% of the ordinary share capital of Cheadle Royal Residential Services Limited at par.

Subsidiary undertaking	Shares Owned	%
Cheadle Royal Hospital Limited (Dormant)	Ordinary	100
Cheadle Royal Residential Services Limited	Ordinary	100

The principal activities of Cheadle Royal Residential Services Limited is the provision of healthcare services. Both subsidiary undertakings are incorporated in England and Wales.

### 9. STOCKS

	2008 £	2007 £
Raw materials and consumables	26,104	27,172

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 10. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2008 £	2007 £
Amounts falling due within one year:		
Trade debtors	2,740,057	2,394,594
Other debtors	128,800	55,057
Prepayments and accrued income	126,420	68,345
	<u>2,995,277</u>	<u>2,517,996</u>
Amounts falling due after one year		
Amounts due from fellow subsidiary	4,219,169	3,431,018
Amounts due from immediate parent company	9,513,226	7,072,839
Amounts due from intermediate parent company	9,767,751	5,011,256
Amounts due from ultimate parent company	31,776	31,759
	<u>23,531,922</u>	<u>15,546,872</u>
	<u>26,527,199</u>	<u>18,064,868</u>

### 11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2008 £	2007 £
Trade creditors	726,177	1,191,021
Group relief payable	8,240,844	6,622,792
Other creditors including taxation and social security (note 12)	423,761	358,086
Accruals and deferred income	1,004,159	446,881
Bank overdraft	582,022	-
	<u>10,976,963</u>	<u>8,618,780</u>

### 12. OTHER CREDITORS INCLUDING TAXATION AND SOCIAL SECURITY

	2008 £	2007 £
Taxation and social security	390,099	346,591
Other creditors	33,662	11,495
	<u>423,761</u>	<u>358,086</u>

### 13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2008 £	2007 £
Amounts due to subsidiaries	100	-
Amounts due to other group companies	5,244,665	5,244,665
	<u>5,244,765</u>	<u>5,244,665</u>

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 14. PROVISIONS

	Deferred tax £
At 1 July 2007	-
Charge for the year	22,981
Prior year adjustment	(22,981)
At 30 June 2008	-

Provision for deferred taxation consists of the following amounts:

	2008 £	2007 £
Capital allowances in excess of depreciation	-	(86,223)
Other timing differences	-	86,223
	-	-

The company has not recognised a deferred tax asset of £131,415 (2007 - £28,000) in relation to trading losses as there is no certainty over the recoverability of this asset at 30 June 2008.

### 15. RECONCILIATION OF MOVEMENTS IN EQUITY SHAREHOLDER'S FUNDS

	2008 £	2007 £
Profit for the financial year	5,499,589	3,739,157
Net increase in equity shareholder's funds	5,499,589	3,739,157
Opening equity shareholder's funds	15,336,492	11,597,335
Closing equity shareholder's funds	20,836,081	15,336,492

### 16. CALLED UP SHARE CAPITAL

	2008 £	2007 £
<b>Authorised</b>		
100 ordinary shares of £1 each	100	100
<b>Called up, allotted and fully paid</b>		
97 ordinary shares of £1 each	97	97

### 17. RESERVES

	Share premium account £	Capital redemption reserve £	Profit and loss account £
At 1 July 2007	212,800	907,203	14,216,392
Retained profit for the year	-	-	5,499,589
At 30 June 2008	212,800	907,203	19,715,981

# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 18. PENSION SCHEMES

#### Defined contribution schemes

The assets of these schemes are held separately from those of the company in independently administered funds. The pension costs charged to the profit and loss account in the period in respect of private pension schemes amounted to £452,035 (2007 - £416,369). There were outstanding contributions payable to the fund at year end of £164,356 (2007 - £53,976).

#### Defined benefit scheme

The company contributed to the Cheadle Royal Hospital Pension Fund, a funded defined benefit pension scheme that has been closed to new entrants since 1994. Owing to the existence of significant surplus in the scheme, there is no pension cost for the period (2007: £Nil). As no contributions were paid during the period, there is no provision or prepayment (2007: £Nil).

On 15 June 2005 the company gave notice to the Trustees to terminate their contributions to the Fund. Wind-up of the fund was automatically triggered on 15 September 2005. The Trustees have secured all members contractual benefits on a guaranteed basis with an insurance policy with Prudential. On 8 July 2005 assets of £29.8m were transferred to Prudential with the remaining £1.5m of assets being transferred to the Trustees bank account to meet estimated remaining cash flows from the Fund until the end of the wind up process.

The company currently accounts for pensions under FRS 17 *Retirement Benefits*.

The figures below have been based on the most recent revaluation of the Cheadle Royal Hospital Pension Fund updated to 30 June 2006 by an independent qualified actuary. The assets in the scheme and the expected rate of return were:

	Long term rate of return expected at			Value at		
	30 June 2008	30 June 2007	30 June 2006	30 June 2008	30 June 2007	30 June 2006
Equities	n/a	n/a	n/a	Nil	Nil	Nil
Bonds	n/a	n/a	4.4%	Nil	Nil	Nil
Other	n/a	n/a	4.4%	Nil	Nil	£1.0m

The liabilities of the scheme at 30 June 2008 were calculated on the following bases as required under FRS 17:

Assumptions	30 June 2008	30 June 2007	30 June 2006
Discount rate	-	-	5.3%
Rate of increase in salaries	-	-	5.0%
Rate of increase in pensions in payment	-	-	5.0%
Inflation assumption	-	-	3.0%

The balance sheet position for the scheme as calculated under FRS 17 at 30 June 2008 was as follows:

	30 June 2008 £	30 June 2007 £	30 June 2006 £
Fair value of assets	-	-	1.0m
Present value of scheme liabilities	-	-	(1.0m)
Surplus in the scheme	-	-	-
Related deferred tax liability	-	-	-
Net pension asset	-	-	-



# CHEADLE ROYAL HEALTHCARE LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 June 2008

### 18. PENSION SCHEMES (continued)

The surplus on the pension scheme as at 30 June 2006 was not recognised in the balance sheet at that date due to the fact that the company had no legal entitlement to the surplus because the scheme was in wind up at 30 June 2006 and the trustees were aware of this intention as at 30 June 2006.

The costs that will be incurred to wind up the scheme are not envisaged to be in excess of the surplus on the scheme as at 30 June 2008.

No amounts have been charged to the profit and loss account or recognised in the statement of total recognised gains and losses in the year (2007 - £nil). There have also been no movements in the pension scheme surplus in the year (2007 - £nil).

#### History of experience gains and losses:

	2008 £	2007 £	2006 £	2005 £
Difference between expected and actual return of scheme assets:	-	-	(0.2m)	1.4m
Percentage of scheme assets	-	-	(22%)	96%
Experience gains and losses on scheme liabilities:	-	-	0.3m	(1.3m)
Percentage of scheme liabilities	-	-	30%	88%
Total amount recognised in statement of total recognised gains and losses	-	-	-	0.1m
Percentage of scheme liabilities	-	-	-	9%

### 19. OPERATING LEASE COMMITMENTS

At 30 June 2008 the company was committed to making the following payments during the next year in respect of operating leases:

	Other 2008 £	Other 2007 £
<b>Leases which expire:</b>		
Within one year	-	10,419
Within one to two years	1,760	7,443
Within two to five years	33,484	12,181

### 20. CAPITAL COMMITMENTS

	2008 £	2007 £
Contracted for but not provided	87,582	354,771

### 21. ULTIMATE PARENT COMPANY

The directors regard Duke Street V Limited as the ultimate controlling party of the company.

The ultimate parent company is Affinity Healthcare Holdings Limited. Copies of the financial statements of the ultimate parent company may be obtained from Affinity Healthcare Holdings Limited, 100 Wilmslow Road, Heald Green, Cheadle, Cheshire, SK8 3DG.

The immediate parent company is Affinity Hospitals Limited. Copies of its financial statements may be obtained from Affinity Hospitals Limited, 100 Wilmslow Road, Heald Green, Cheadle, Cheshire, SK8 3DG.

The company has taken advantage of paragraph 3 (c) of FRS8 "Related Party Disclosures" which allows exemption from disclosure of related party transactions with group companies.