Registration number: 03385427

CHRISTCHURCH COURT LIMITED ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT





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CONTENTS

Company Information	1
Directors' Report	2
Strategic Report	3
Accountants' Report	4
Profit and Loss Account	5
Balance Sheet	6
Statement of Changes in Equity	7
Notes to the Unaudited Financial Statements	8 to 16

COMPANY INFORMATION

Directors W M Irving

K Lineker

S T S Shiong

Registered office 1 Suffolk Way

Sevenoaks Kent TN13 1YL

Solicitors Gowling WLG

4 More London Riverside

London SF1 2AU

Accountants Hazlewoods LLP Windsor House

Bayshill Road Cheltenham GL50 3AT

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2021

The directors present their report and the financial statements for the year ended 31 March 2021. The comparative period is from 1 May 2019 to 31 March 2020.

Directors of the company

The directors who held office during the year were as follows:

K Lineker

A Kinkade (ceased 29 May 2020)

R R Smith (ceased 26 March 2021)

The following directors were appointed after the year end:

W M Irving (appointed 6 April 2021)

S T S Shiong (appointed 6 April 2021)

Financial instruments

Objectives and policies

The board constantly monitors the company's trading results and revise projections as appropriate to ensure that the company can meet its future obligations as they fall due.

Price risk, credit risk, liquidity risk and cash flow risk

The company is exposed to the usual credit and cash flow risks associated with selling on credit and manages this through credit control procedures.

In accordance with the Financial Reporting Council's 'Going Concern and Liquidity Risk: Guidance for Directors of UK Companies 2009', the directors of all companies are now required to provide disclosures regarding the adoption of the going concern basis of accounting.

The company has sufficient resources available and the directors have prepared forecasts for the next 12 months that indicate that this will continue to be the case and that these cash flows will be sufficient for the company to meet its financing commitments as they fall due. The directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and have continued to adopt the going concern basis in preparing the financial statements.

22/12/2021

Approved by the Board on and signed on its behalf by:

K Lineker

Director

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021

The directors present their strategic report for the year ended 31 March 2021. The comparative period is from 1 May 2019 to 31 March 2020.

The directors assess the company's performance and risk exposure in the context of the wider group. The results of this assessment are disclosed in the consolidated accounts of the ultimate parent company, ACG Holdco Limited, which can be found at Companies House.

Principal activity

The principal activity of the company is the provision of neurological rehabilitation services and supported living.

Fair review of the business

The results for the year, which are set out in the profit and loss account, show turnover of £4,522,636 (2020 – £3,979,397) and an operating profit after exceptional items of £532,116 (2020 – loss of £413). At 31 March 2021, the company had total assets less current liabilities of £8,589,980 (2020 – £7,903,242). The directors consider the performance for the year and the financial position at the year end to be satisfactory.

Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the company are considered to relate to ongoing compliance with current and future legislation affecting the sector.

22/12/2021

Approved by the Board on and signed on its behalf by:

K Lineker Director

A. Suil

CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY ACCOUNTS OF CHRISTCHURCH COURT LIMITED FOR THE YEAR ENDED 31 MARCH 2021

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the accounts of Christchurch Court Limited for the year ended 31 March 2021 as set out on pages 5 to 16 from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at http://www.icaew.com/regulation.

This report is made solely to the Board of Directors of Christchurch Court Limited, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the accounts of Christchurch Court Limited and state those matters that we have agreed to state to the Board of Directors of Christchurch Court Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Christchurch Court Limited and its Board of Directors as a body for our work or for this report.

It is your duty to ensure that Christchurch Court Limited has kept adequate accounting records and to prepare statutory accounts that give a true and fair view of the assets, liabilities, financial position and profit of Christchurch Court Limited. You consider that Christchurch Court Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the accounts of Christchurch Court Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory accounts.

Haylewoods LLP

Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT

Date: 22/12/2021

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2021

	Note	Year ended 31 March 2021 £	1 May 2019 to 31 March 2020 £
Turnover	3		-
Idillovei	3	4,522,636	3,979,397
Cost of sales		(2,486,115)	(2,580,947)
Gross profit		2,036,521	1,398,450
Administrative expenses		(1,352,643)	(631,250)
Operating profit before exceptional items		683,878	767,200
Exceptional items	4	(151,762)	(767,613)
Operating profit/(loss) after exceptional items		532,116	(413)
Other interest receivable and similar income	5	160,210	244
Interest payable and similar charges	6		(34,585)
Profit/(loss) before tax		692,326	(34,754)
Taxation	9	(5,588)	135,568
Profit for the financial year		686,738	100,814

The above results were derived from continuing operations.

The company has no other comprehensive income for the year.

(REGISTRATION NUMBER: 03385427) BALANCE SHEET AS AT 31 MARCH 2021

	Note	31 March 2021 £	31 March 2020 £
Fixed assets			
Intangible assets	10	14,639	23,604
Tangible assets	11	3,818,314	3,924,956
		3,832,953	3,948,560
Current assets			
Debtors: Amounts falling due within one year	12	349,767	4,863,322
Debtors: Amounts falling due after more than one year	12	4,548,792	-
Cash at bank and in hand		265,966	124,073
		5,164,525	4,987,395
Creditors: Amounts falling due within one year	13	(407,498)	(1,032,713)
Net current assets		4,757,027	3,954,682
Total assets less current liabilities		8,589,980	7,903,242
Capital and reserves			
Called up share capital	15	102	102
Capital redemption reserve		100	100
Profit and loss account		8,589,778	7,903,040
Total equity		8,589,980	7,903,242
Total capital, reserves and long term liabilities		8,589,980	7,903,242

For the financial year ending 31 March 2021 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

22/12/2021

Approved and authorised by the Board on and signed on its behalf by:

K Lineker Director

A. Sinil

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2021

	Share capital £	Capital redemption reserve £	Profit and loss account £	Total £
At 1 April 2020 Profit for the year	102 	100	7,903,040 686,738	7,903,242 686,738
At 31 March 2021	102	100	8,589,778	8,589,980
	Share capital £	Capital redemption reserve £	Profit and loss account £	Total £
At 1 May 2019 Profit for the period	102 	100	7,802,226 100,814	7,802,428 100,814
At 31 March 2020	102	100	7,903,040	7.903.242

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

1 Suffolk Way

Sevenoaks

Kent

TN13 1YL

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis of preparation

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest Pound.

Name of parent of group

These financial statements are consolidated in the financial statements of ACG Holdco Limited.

The financial statements of ACG Holdco Limited may be obtained from Companies House

Going concern

The directors have reviewed the trading and cash flow forecasts and considered the facilities and support available to the group. The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and, as such, continue to prepare the financial statements on a going concern basis.

Judgements and estimation uncertainty

These financial statements do not contain any significant judgements or estimation uncertainty.

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company. The company recognises revenue when the amount of revenue can be reliably measured it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

Tangible assets

Tangible assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Land	Not depreciated
Freehold buildings	2% straight line
Furniture, fittings & equipment	20% straight line
Office equipment	33% straight line

Intangible assets

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the company's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is held in the currency of the acquired entity and revalued to the closing rate at each reporting period date.

Negative goodwill arising on an acquisition is recognised on the face of the balance sheet on the acquisition date and subsequently the excess up to the fair value of non-monetary assets acquired is recognised in profit or loss in the periods in which the non-monetary assets are recovered.

Separately acquired trademarks and licences are shown at historical cost.

Amortisation

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

Asset class	Amortisation method and rate
Goodwill	Straight line over 20 years
Brands	Straight line over 20 years

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Trade debtors

Trade debtors are amounts due from customers for services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. All trade debtors are repayable within one year and hence are included at the undiscounted cost of cash expected to be received. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtors.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

Financial instruments

Classification

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Financial instruments (continued)

Impairment

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below

A non financial asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units ('CGUs') of which the goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

3 Revenue

The total turnover of the company has been derived from its principal activity wholly undertaken in the United Kingdom.

4 Exceptional items

	Year ended 31 March 2021	1 May 2019 to 31 March 2020
	£	£
Exceptional expenses	151,762	767,613

Exceptional costs in the current year comprise additional costs incurred in respect of COVID-19 as well as costs in respect of the ongoing restructuring of the business.

Exceptional costs in the prior year comprised costs relating to the sale of the group including restructuring of external finance and continued employment of outgoing directors during the transition period as well as other ad hoc costs which were not expected to recur.

5 Other interest receivable and similar income

	2021 £	2020 £
Interest receivable from group undertakings	160,166	-
Interest income on bank deposits	44	244
	160,210	244

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

6	Interest payable and similar expenses		
		2021	2020
	Monitoring fees	£	£ 34,585
7	Staff costs		
	The aggregate payroll costs (including directors' remuneration) were as folk	ows:	
		Year ended 31 March 2021 £	1 May 2019 to 31 March 2020 £
	Wages and salaries	2,463,793	2,117,254
	Social security costs	211,007	170,549
	Pension costs, defined contribution scheme	65,497	56,271
		2,740,297	2,344,074
	The average number of persons employed by the company (including di category was as follows:	rectors) during the	year, analysed by
		Year ended 31 March 2021 No.	1 May 2019 to 31 March 2020 No.
	Care	87	107
	Administration	28_	15
		115	122
8	Directors' remuneration		
	The directors' remuneration for the year was as follows:		
	,	2021 £	2020 £
	Remuneration	_	24,872

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

9	xa		

	Year ended 31 March 2021 £	1 May 2019 to 31 March 2020 £
Current taxation		
UK corporation tax	5,588	-
UK corporation tax adjustment to prior periods		(292)
	5,588	(292)
Deferred taxation		
Arising from origination and reversal of timing differences		(135,276)
Tax expense/(receipt) in the income statement	5,588	(135,568)

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2020 - lower than the standard rate of corporation tax in the UK) of 19% (2020 - 19%).

The differences are reconciled below:

	2021 £	2020 £
Profit/(loss) before tax	692,326	(34,754)
Corporation tax at standard rate	131,542	(6,603)
Effect of expense not deductible in determining taxable profit (tax loss)	-	22,055
Decrease in UK and foreign current tax from adjustment for prior periods	-	(292)
Tax decrease from effect of capital allowances and depreciation	-	(123,755)
Tax increase from other short-term timing differences	_	3,243
Tax decrease arising from group relief	(125,954)	(30,216)
Total tax charge/(credit)	5,588	(135,568)

Deferred tax

Deferred tax assets and liabilities

2021	Asset £
Accelerated capital allowances Other timing differences	45,034 (2,296) 42,738
2020	Asset £
Accelerated capital allowances Other timing differences	45,034 (2,296) 42,738

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

10 Intangible assets

	Goodwill £	Branding £	Total £
Cost At 1 April 2020	167,628	43,295	210,923
At 31 March 2021	167,628	43,295	210,923
Amortisation At 1 April 2020 Amortisation charge	15 4 ,397 4,191	32,922 4,774	187,319 8,965
At 31 March 2021	158,588	37,696	196,284
Carrying amount			
At 31 March 2021	9,040	5,599	14,639
At 31 March 2020	13,231	10,373	23,604

Goodwill arises from the acquisition of a business in 2002 and has a remaining amortisation period of 1 year. Separately acquired brands are shown at historical cost and has a remaining amortisation period of 1 year.

11 Tangible assets

	Land and buildings £	Furniture, fittings and equipment £	Total £
Cost			
At 1 April 2020	5,632,362	1,282,366	6,914,728
Additions	46,749	39,967	86,716
Disposals	<u> </u>	(3,192)	(3,192)
At 31 March 2021	5,679,111	1,319,141	6,998,252
Depreciation			
At 1 April 2020	1,969,862	1,019,910	2,989,772
Charge for the year	94,709	96,415	191,124
Eliminated on disposal		(958)	(958)
At 31 March 2021	2,064,571	1,115,367	3,179,938
Carrying amount			
At 31 March 2021	3,614,540	203,774	3,818,314
At 31 March 2020	3,662,500	262,456	3,924,956

Land of £1,000,000 is not depreciated.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

12 Debtors

	31 March 2021 £	31 March 2020 £
Trade debtors	112,531	153,062
Amounts owed by group undertakings	4,548,792	4,507,669
Other debtors	32,635	56,174
Prepayments and accrued income	130,197	103,679
Deferred tax assets	42,738	42,738
Corporation tax asset	31,666	
	4,898,559	4,863,322
Less non-current portion	(4,548,792)	
Total current trade and other debtors	349,767	4,863,322

Details of non-current trade and other debtors

£4,548,792 (2020 - £Nil) of amounts owed by group undertakings is classified as non-current.

13 Creditors

	31 March 2021 £	31 March 2020 £
Due within one year		
Trade creditors	29,619	125,038
Amounts owed to group undertakings	-	599,978
Social security and other taxes	54,425	44,406
Outstanding defined contribution pension costs	36,885	-
Other creditors	115,673	220,637
Accrued expenses	121,245	37,742
Deferred income	49,651	4,912
	407,498	1,032,713

14 Pension and other schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £65,497 (2020 - £56,271).

Contributions totalling £36,885 (2020 - £Nil) were (receivable)/payable to the scheme at the end of the year and are included in creditors.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

15 Share capital

Allotted, called up and fully paid shares

, ,	31 March 2021		31 March 2020	
	No.	£	No.	£
A Ordinary shares of £0.50 each	4	2	4	2
C Ordinary shares of £0,50 each	200	100	200	100
	204	102	204	102

Rights, preferences and restrictions

The shares have attached to them full voting, dividend and capital distribution (including on a winding up) right of redemption.

16 Obligations under leases and hire purchase contracts

Operating leases

The total of future minimum lease payments is as follows:

	2021 £	2020 £
Not later than one year	5,407	27,207
Later than one year and not later than five years	10,895	15,564
	16,302	42,771

17 Contingent liabilities

The company is bound by an intra-group cross guarantee in respect of bank debt with other members of the group headed by its ultimate parent undertaking, Ruby Holdco Limited. The amount guaranteed is £140,000,000 (2020 - £120,000,000).

18 Related party transactions

Summary of transactions with key management

Key management personnel are considered to be the directors of the company and key management personnel compensation is disclosed in note 8 to the financial statements.

19 Parent and ultimate parent undertaking

The company's immediate parent is Christchurch Court (UK) Limited, incorporated in England and Wales.

The ultimate parent is Ruby Holdco Limited, incorporated in England and Wales.

The most senior parent entity producing publicly available financial statements is ACG Holdco Limited. These financial statements are available upon request from Companies House.

The ultimate controlling party is Montreux Healthcare Fund.