

NUFFIELD HEALTH DAY NURSERIES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2017

FRIDAY



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COMPANIES HOUSE

NUFFIELD HEALTH DAY NURSERIES LIMITED

COMPANY INFORMATION

Directors	G L Burton (resigned 21 September 2018) J A Dillon (appointed 21 September 2018) G J Hyatt (resigned 31 October 2017) C Blackwell-Frost (appointed 31 October 2017) A W Jones (resigned 28 February 2017)
Company secretary	T Newman (appointed 28 February 2017) L Talbutt (resigned 28 February 2017)
Registered number	03489051
Registered office	Epsom Gateway 2 Ashley Avenue Epsom Surrey KT18 5AL

NUFFIELD HEALTH DAY NURSERIES LIMITED

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NUFFIELD HEALTH DAY NURSERIES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The directors present their annual report and the financial statements for the year ended 31 December 2017.

Principal activity

Following the cessation of the childcare services provided by the company up to 1st October 2015, the principal activity of the company is now to provide loans to other entities wholly owned by its ultimate parent undertaking, Nuffield Health.

Results and dividends

The profit for the year, after taxation, amounted to £6,000 (2016 - profit £10,000).

The directors do not propose the payment of a dividend for the year (2016 - £NIL).

Directors

The directors who served during the year and to the date of signing were:

G L Burton (resigned 21 September 2018)
J A Dillon (appointed 21 September 2018)
G J Hyatt (resigned 31 October 2017)
C Blackwell-Frost (appointed 31 October 2017)
A W Jones (resigned 28 February 2017)

No director had any interest in the share capital of the company or any other group company.

Going concern

After reviewing the company's forecasts and their accompanying risks, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and as a result they continue to adopt the going concern basis in preparing these financial statements.

Auditor

Nuffield Health (group) tendered the external audit contract during 2016 for the whole group. After rigorous review, Deloitte LLP was proposed and accepted as the new external auditor, in accordance with section 485 of the Companies Act 2006.

Disclosure of information to auditor

Each of the persons who is a director at the date of approval of this report confirms that:

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

NUFFIELD HEALTH DAY NURSERIES LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2017**

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 28 September 2018 and signed on its behalf.



J A Dillon
Director

NUFFIELD HEALTH DAY NURSERIES LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2017**

The directors are responsible for preparing the Annual 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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 judgments 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 to 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.

NUFFIELD HEALTH DAY NURSERIES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NUFFIELD HEALTH DAY NURSERIES LIMITED

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Nuffield Health Day Nurseries Limited (the 'company') which comprise:

- the statement of income and retained earnings;
- the statement of financial position; and
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

NUFFIELD HEALTH DAY NURSERIES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NUFFIELD HEALTH DAY NURSERIES LIMITED

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in respect of these matters.

Responsibilities of directors

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

Auditor's 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 auditor's 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 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.

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

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

NUFFIELD HEALTH DAY NURSERIES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NUFFIELD HEALTH DAY NURSERIES LIMITED

Matters on which we are required to report by exception

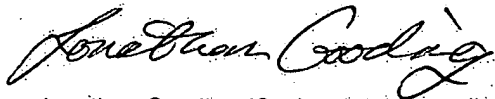
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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 take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our report

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.



Jonathan Gooding (Senior statutory auditor)

for and on behalf of
Deloitte LLP

Statutory auditor

St Albans
United Kingdom

28 September 2018

NUFFIELD HEALTH DAY NURSERIES LIMITED

**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Note	2017 £000	2016 £000
Turnover		-	-
Gross profit		-	-
Interest receivable and similar income	6	6	10
Profit before tax		6	10
Tax on profit	7	-	-
Profit after tax		6	10
		156	146
Retained earnings at the beginning of the year		-	-
Profit for the year		6	10
Gift aid distribution		(155)	-
Retained earnings from continuing operations at the end of the year		7	156

The notes on pages 9 to 13 form part of these financial statements.

NUFFIELD HEALTH DAY NURSERIES LIMITED
REGISTERED NUMBER: 03489051

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2017

	Note	2017 £000	2016 £000
Current assets			
Debtors	9	7	341
		<u>7</u>	<u>341</u>
Creditors: amounts falling due within one year	10	-	(185)
Net current assets		<u>7</u>	<u>156</u>
Total assets less current liabilities		<u>7</u>	<u>156</u>
Net assets		<u><u>7</u></u>	<u><u>156</u></u>
Capital and reserves			
Share capital	11	-	-
Profit and loss account	12	7	156
		<u><u>7</u></u>	<u><u>156</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 28 September 2018.



J A Dillon
Director

The notes on pages 9 to 13 form part of these financial statements.

NUFFIELD HEALTH DAY NURSERIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. General information

Nuffield Health Day Nurseries Limited is a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The registered address of the company is Epsom Gateway, 2 Ashley Avenue, Epsom, Surrey, KT18 5AL, United Kingdom.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company accounting policies. The financial statements have been prepared in GBP.

The following principal accounting policies have been applied:

2.2 Reduced disclosure exemption

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

- the requirements of Section 7 Statement of Cash Flows;
- the requirement of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirement of Section 33 Related Party Disclosures paragraph 33.7.
- financial instrument disclosures including:
 - categories of financial instruments,
 - items of incomes, expenses, gains or losses relating to financial instruments, and
 - exposure to and management of financial risks.

This information is included in the consolidated financial statements of Nuffield Health as at 31 December 2017 and these financial statements may be obtained from Companies House.

2.3 Going concern

The directors have considered the basis of preparation of the financial statements on a going concern basis. After due enquiry and assessment of prepared forecasts, they are satisfied that the company has sufficient resources available to it for the foreseeable future. Accordingly, these financial statements have been prepared on a going concern basis.

NUFFIELD HEALTH DAY NURSERIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

2. Accounting policies (continued)

2.4 Financial Instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Income Statement.

Debt Instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received.

2.5 Interest receivable and similar income

Interest income is recognised in the Statement of income and retained earnings using the effective interest method.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

Accounting policies have been applied in accordance with Financial Reporting Standard 102. There have been no significant estimations or critical judgments made in these accounts.

4. Auditor's remuneration

Fees payable to the Company's auditor for the audit of the Company's annual financial statements totalled £NIL (2016 - NIL).

5. Staff costs

The Company has no employees other than the directors in either year. The remuneration charge for the year was £NIL (2016 - £NIL).

6. Interest receivable and similar income

	2017 £000	2016 £000
Interest receivable from group companies	<u>6</u>	<u>10</u>

NUFFIELD HEALTH DAY NURSERIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

7. Taxation

	2017 £000	2016 £000
Total current tax	<u> </u>	<u> </u>

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2016 - lower than) the standard rate of corporation tax in the UK of 19.25% (2016 - 20.0%). The differences are explained below:

	2017 £000	2016 £000
Profit before tax	<u> 6 </u>	<u> 10 </u>
Profit multiplied by standard rate of corporation tax in the UK of 19.25% (2016 - 20.0%)	1	2
Effects of:		
Group relief not paid for	(1)	(2)
Total tax charge for the year	<u> - </u>	<u> - </u>

The retained earnings carried forward at 31 December 2016 were distributed to the parent charity by way of Gift Aid within nine months of the prior year reporting date and as such, is not subject to tax.

Factors that may affect future tax charges

In March 2016 the Government announced that the main rate of corporation tax will reduce to 17% from 1 April 2020.

NUFFIELD HEALTH DAY NURSERIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

8. Debtors

	2017 £000	2016 £000
Amounts owed by group undertakings	<u>7</u>	<u>341</u>

Amounts owed by group undertakings are unsecured, repayable on demand with interest payable at 2.5% above base rate.

9. Creditors: Amounts falling due within one year

	2017 £000	2016 £000
Amounts owed to group undertakings	-	185
	<u>-</u>	<u>185</u>

Amounts owed to group undertakings are unsecured, repayable on demand with interest payable at 2.5% above base rate.

10. Share capital

	2017 £	2016 £
Allotted, called up and fully paid		
2- Ordinary shares of £1 each	<u>2</u>	<u>2</u>

11. Reserves

Profit and loss account

Profit and loss account includes all current and prior period retained profits and losses.

12. Related party transactions

The company is a wholly owned subsidiary of Nuffield Health and its results and net assets are included in the consolidated financial statements of Nuffield Health.

In accordance with Section 33 of Financial Reporting Standard 102 the company is not required to disclose transactions entered into between two or more members of a group, where the subsidiary which is party to the transaction is wholly owned by such a member.

NUFFIELD HEALTH DAY NURSERIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

13. Ultimate parent undertaking and controlling party

The company's immediate parent undertaking is Nuffield Health, a company incorporated in England and Wales and limited by guarantee, with a registered charity number 205533.

The largest and smallest group of undertakings for which group financial statements are drawn up are headed by Nuffield Health.

The financial statements for Nuffield Health can be obtained from the Company Secretary at the registered office, Nuffield Health, Epsom Gateway, 2 Ashley Avenue, Epsom, KT18 5AL.