

Registrar

Company Registration No. 03507491 (England and Wales)

MEDIGOLD HEALTH CONSULTANCY LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2010

WEDNESDAY



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COMPANIES HOUSE

Saffery Champness
CHARTERED ACCOUNTANTS

MEDIGOLD HEALTH CONSULTANCY LIMITED

COMPANY INFORMATION

Directors	Dr M J Goldsmith A S Goldsmith G L Foster Dr P K L Coles A J Goldsmith
Secretary	A S Goldsmith
Company number	03507491
Registered office	Medigold House Queensbridge Northampton NN4 7BF
Independent Auditors	Saffery Champness Fox House 26 Temple End High Wycombe Buckinghamshire HP13 5DR
Bankers	National Westminster Bank plc 2 High Street Olney Buckinghamshire MK46 4PB
Solicitors	McCormick's Solicitors Britannia Chambers 4 Oxford Place Leeds LS1 3AX

MEDIGOLD HEALTH CONSULTANCY LIMITED

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MEDIGOLD HEALTH CONSULTANCY LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 2010

The directors present their report and financial statements for the year ended 30 September 2010

Principal activities

The principal activities of the company remain the provision of Occupational Health, Insurance and Pension Scheme medical advisory services to the corporate, public and insurance sectors

Following a year of slightly improved profitability in 2008/09, the Directors decided to make some difficult but necessary decisions during 2009/10 with the aim of ensuring the continued long term success of the business. Medigold has re-structured and streamlined the business to better suit the needs of an extremely competitive marketplace that is evolving at an extraordinary pace. The changes implemented by the Directors aim to ensure customer loyalty, market competitiveness and that we remain one step ahead of the market. These adjustments largely manifest themselves through a significant investment in new technology, a broader geographical clinic base and finally an enhanced clinical resource. These changes, whilst absolutely essential to our future success, have inevitably had a temporary draining effect on the profitability of the business throughout this reporting period.

As with previous years during this prolonged economic slump we are hugely encouraged with our ability to maintain a healthy and consistent revenue stream. With average margins in the occupational health industry currently running at less than two percent we are confident that the changes we have made will result in a significant increase in profitability in 2010/11 and that Medigold will continue to buck the general trend of loss within the leading occupational health providers. Indeed, our benchmarking research suggests that in 2009/2010 Medigold remains one of the few leading participants in the industry to make a profit, albeit small.

Our revenue consistency has been boosted by a diversification of revenue streams and a broadening of our mid-range client base. Historically, Medigold has relied heavily upon three or four large clients and this is now not the case. We are proud now to provide our enhanced services to a much larger spread of UK organisations, the revenue from which has replaced revenue lost during the recession from some of our bigger legacy accounts who have suffered during the recession.

With the changes made and the new business gained, the Directors are confident that Medigold will return to much healthier profitability, increased market share and consistent growth.

Directors

The following directors have held office since 1 October 2009

Dr M J Goldsmith
A S Goldsmith
G L Foster
Dr P K L Coles
A J Goldsmith

Auditors

Saffery Champness have expressed their willingness to remain in office as auditors of the company

MEDIGOLD HEALTH CONSULTANCY LIMITED

DIRECTORS' REPORT (continued) FOR THE YEAR ENDED 30 SEPTEMBER 2010

Statement of 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,
- 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.

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

On behalf of the board



A J Goldsmith

Director

30 March 2011

MEDIGOLD HEALTH CONSULTANCY LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MEDIGOLD HEALTH CONSULTANCY LIMITED

We have audited the financial statements of Medigold Health Consultancy Limited for the year ended 30 September 2010 set out on pages 5 to 13. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 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

As explained more fully in the Directors' Responsibilities Statement set out on pages 1 - 2, 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 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

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 30 September 2010 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter 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.

MEDIGOLD HEALTH CONSULTANCY LIMITED

**INDEPENDENT AUDITORS' REPORT (continued)
TO THE MEMBERS OF MEDIGOLD HEALTH CONSULTANCY LIMITED**

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

Saffery Champness

**Leah Sowden (Senior Statutory Auditor)
for and on behalf of Saffery Champness**

31 March 2011

**Chartered Accountants
Statutory Auditors**

Fox House
26 Temple End
High Wycombe
Buckinghamshire
HP13 5DR

MEDIGOLD HEALTH CONSULTANCY LIMITED**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 SEPTEMBER 2010**

		2010	2009
	Notes	£	£
Turnover		4,759,533	4,629,130
Cost of sales		(2,571,433)	(2,504,196)
Gross profit		2,188,100	2,124,934
Administrative expenses		(2,153,224)	(1,995,109)
Operating profit	2	34,876	129,825
Other interest receivable and similar income	3	9	-
Amounts written off investments	4	(2,200)	-
Interest payable and similar charges		(8,270)	(11,443)
Profit on ordinary activities before taxation		24,415	118,382
Tax on profit on ordinary activities	5	(19,302)	(11,600)
Profit for the year	14	5,113	106,782

The notes on pages 7 to 13 form part of these financial statements

MEDIGOLD HEALTH CONSULTANCY LIMITED**BALANCE SHEET****AS AT 30 SEPTEMBER 2010**

	Notes	£	2010 £	£	2009 £
Fixed assets					
Tangible assets	7		79,511		149,486
Investments	8		-		2,200
			<u>79,511</u>		<u>151,686</u>
Current assets					
Stocks		2,384		5,416	
Debtors	9	1,089,274		1,064,711	
Cash at bank and in hand		1,414		1,408	
			<u>1,093,072</u>	<u>1,071,535</u>	
Creditors: amounts falling due within one year	10	(937,203)		(858,670)	
Net current assets			<u>155,869</u>		<u>212,865</u>
Total assets less current liabilities			<u>235,380</u>		<u>364,551</u>
Creditors: amounts falling due after more than one year	11		-		(18,435)
			<u>235,380</u>		<u>346,116</u>
Capital and reserves					
Called up share capital	13		30,001		30,001
Profit and loss account	14		205,379		316,115
Shareholders' funds			<u>235,380</u>		<u>346,116</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The notes on pages 7 to 13 form part of these financial statements

Approved by the Board for issue on 30 March 2011



A J Goldsmith
Director

Company Registration No. 03507491

MEDIGOLD HEALTH CONSULTANCY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2010

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT and trade discounts

1.4 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

Leasehold improvements	20% on cost
Office equipment	20 - 33 1/3% on cost
Furniture and fixtures	20% on cost
Motor vehicles	25% on cost

1.5 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to spread the cost evenly over the lease period.

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

1.6 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.7 Stock

Stock is valued at the lower of cost and net realisable value.

1.8 Pensions

The defined contribution executive pension scheme ceased with effect from 31 March 2006. The company now makes contributions into the directors' Self Invested Personal Pension Plans. The company operates a group personal pension plan, whereby an independent insurance company provides each qualifying employee, who wishes to participate, with their own personal plan.

The pension costs charged in the financial statements represent the contributions payable by the company during the year.

MEDIGOLD HEALTH CONSULTANCY LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)**
FOR THE YEAR ENDED 30 SEPTEMBER 2010

1 Accounting policies (continued)**1.9 Deferred taxation**

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

2 Operating profit	2010	2009
	£	£
Operating profit is stated after charging		
Depreciation of tangible assets	81,483	95,592
Operating lease rentals	217,054	217,911
Auditors' remuneration	8,500	8,500
Directors' emoluments	639,447	695,559
and after crediting		
Profit on disposal of tangible assets	-	(8,500)

The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 4 (2009- 4)

3 Investment income	2010	2009
	£	£
Bank interest	9	-

4 Amounts written off investments	2010	2009
	£	£
Amounts written off fixed asset investments		
- permanent diminution in value	2,200	-

5 Taxation	2010	2009
	£	£
Domestic current year tax		
U K corporation tax	18,200	11,500
Adjustment for prior years	1,102	100
Total current tax	19,302	11,600

MEDIGOLD HEALTH CONSULTANCY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 30 SEPTEMBER 2010**

6 Dividends		2010	2009
		£	£
Ordinary interim paid		<u>115,849</u>	<u>115,849</u>
7 Tangible fixed assets			
	Leasehold improvements	Equipment and motor vehicles	Total
	£	£	£
Cost			
At 1 October 2009	30,003	513,096	543,099
Additions	-	11,508	11,508
At 30 September 2010	<u>30,003</u>	<u>524,604</u>	<u>554,607</u>
Depreciation			
At 1 October 2009	16,440	377,173	393,613
Charge for the year	4,989	76,494	81,483
At 30 September 2010	<u>21,429</u>	<u>453,667</u>	<u>475,096</u>
Net book value			
At 30 September 2010	<u>8,574</u>	<u>70,937</u>	<u>79,511</u>
At 30 September 2009	<u>13,563</u>	<u>135,923</u>	<u>149,486</u>

The net book value of other tangible fixed assets includes £12,124 (2009 - £29,144) in respect of assets held under finance leases or hire purchase contracts. The depreciation charge in respect of such assets amounted to £17,020 (2009 - £24,705) for the year.

MEDIGOLD HEALTH CONSULTANCY LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)**
FOR THE YEAR ENDED 30 SEPTEMBER 2010

8 Fixed asset investments

	Shares in participating interests £
Cost	
At 1 October 2009 & at 30 September 2010	2,200
Provisions for diminution in value	
At 1 October 2009	-
Charge for the year	2,200
At 30 September 2010	2,200
Net book value	
At 30 September 2010	-
At 30 September 2009	2,200

Medigold Health Consultancy Limited owns 44% of the ordinary share capital of Medi-Difenz Limited, a company whose principal activity is the provision of pandemic solutions

9 Debtors	2010 £	2009 £
Trade debtors	792,141	926,200
Other debtors	297,133	138,511
	<u>1,089,274</u>	<u>1,064,711</u>

MEDIGOLD HEALTH CONSULTANCY LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)**
FOR THE YEAR ENDED 30 SEPTEMBER 2010

10 Creditors: amounts falling due within one year	2010	2009
	£	£
Bank loans and overdrafts	132,942	141,811
Net obligations under hire purchase contracts	18,435	18,773
Trade creditors	240,328	219,702
Taxation and social security	228,290	209,432
Other creditors	317,208	268,952
	<u>937,203</u>	<u>858,670</u>

The bank overdraft is secured by a debenture over the company's assets

11 Creditors: amounts falling due after more than one year	2010	2009
	£	£
Net obligations under hire purchase contracts	-	18,435
	<u>-</u>	<u>18,435</u>

12 Pension costs**Defined contribution**

	2010	2009
	£	£
Contributions payable by the company for the year	<u>99,861</u>	<u>101,914</u>

13 Share capital	2010	2009
	£	£
Allotted, called up and fully paid		
30,001 Ordinary shares of £1 each	<u>30,001</u>	<u>30,001</u>

MEDIGOLD HEALTH CONSULTANCY LIMITED**NOTES TO THE FINANCIAL STATEMENTS (continued)**
FOR THE YEAR ENDED 30 SEPTEMBER 2010

14 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 October 2009	316,115
Profit for the year	5,113
Dividends paid	(115,849)
	<hr/>
Balance at 30 September 2010	<u>205,379</u>

15 Financial commitments

At 30 September 2010 the company was committed to making the following payments under non-cancellable operating leases in the year to 30 September 2011

	2010 £	2009 £
Operating leases which expire		
Within one year	61,387	11,646
Between two and five years	71,472	113,320
In over five years	157,500	157,500
	<hr/>	<hr/>
	<u>290,359</u>	<u>282,466</u>

MEDIGOLD HEALTH CONSULTANCY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued) FOR THE YEAR ENDED 30 SEPTEMBER 2010

16 Transactions with directors

Included in the accounts for the year ended 30 September 2010 is a charge of £119,323 (2009 £115,609) for the use of the Medigold trade mark licence. This was payable to Dr M J Goldsmith, a director of the company.

Also during the year Dr M J Goldsmith loaned the company £50,000 (2009 £50,000). This is repayable within one year and is included in other creditors. Interest is payable on the loan at a rate of 4% over the bank base rate.

The property occupied by the company is owned by the Self Invested Personal Pension Plans of 3 of the directors. During the year ended 30 September 2010 the company paid rent to the directors' Self Invested Personal Pension Plans as follows:

	<u>2010</u>	<u>2009</u>
Dr M J Goldsmith	£98,438	£98,438
G L Foster	£15,750	£15,750
Dr P K L Coles	£11,812	£11,812

17 Control

The ultimate controlling party is Dr M J Goldsmith.

18 Related party relationships and transactions

During the year dividends were paid to the following Directors:

- Dr M J Goldsmith £59,083 (2009 £59,083)
- A S Goldsmith £56,766 (2009 £56,766)

During the year Medigold Health Consultancy Limited provided services to Medi-Difenz Limited totalling £nil (2009 £26,039). The amount outstanding at the year end was £nil (2009 £26,039). Medigold Health Consultancy Limited owns 44% of the share capital of Medi-Difenz Limited.