REGISTERED NUMBER: 03649489 (England and Wales)

Strategic Report, Directors' Report and

Financial Statements for the Year Ended 31 December 2020

for

Worcestershire Hospital SPC Plc

Contents of the Financial Statements
for the Year Ended 31 December 2020

Worcestershire Hospital SPC Plc

Company Information
for the Year Ended 31 December 2020

Directors:	L W McKenna B P Millsom N Rae C T Solley A L Tennant P J Sheldrake J I Cavill D North
Secretary:	A Mitchell
Registered office:	C/O Albany SPC Services Ltd 3rd Floor 3 - 5 Charlotte Street Manchester M1 4HB
Registered number:	03649489 (England and Wales)
Independent auditors:	PricewaterhouseCoopers LLP Manchester Hardman Sq 1 Hardman Square Manchester M3 3EB
Bankers:	Bank of Scotland Edinburgh Branch 150 Fountainbridge Edinburgh EH3 9PE
Solicitors:	Dundas & Wilson Northwest Wing Bush House Aldwych London WC2B 4EZ

Strategic Report
for the Year Ended 31 December 2020

The directors present their strategic report for the year ended 31 December 2020.

Company objectives
The objectives of the company are to successfully design, construct, finance, refurbish and operate certain facilities and provide non-clinical services at Worcester Royal Infirmary for a period of 30 years ending on 31 December 2031 under a concession agreement with Worcester Acute Hospitals NHS Trust.

Company's strategy
To ensure that the company achieves its objective, the strategy is to implement processes, policies and procedures to comply with the control matrices stipulated in the project documentation committed to at the inception of the project. This includes minimising performance and availability deductions, cash monitoring and maintenance of good working relationships between all stakeholders.

Review of business
The profit for the year is £2,310,000 (2019 profit: £3,953,000). The net assets at 31 December 2020 are £12,043,000 (2019: £11,530,000).

Principal risks and uncertainties
As the project is currently in its operational phase, operational risks are monitored closely. This takes the form of full-time representation on site through the company's management services agent and periodic reporting by the independent Technical Assessor plus regular dialogue with the executive team of the Worcester Acute Hospitals NHS Trust.

The company's revenues have largely been in line with expectations, with very few deductions applied for non-availability of the assets. Any such deductions are generally passed down to the subcontractors so there is usually no direct financial consequence to the company. Compliance with the detailed and complex operational requirements of the PFI projects remains a key risk given the potential termination consequences. Directors receive regular reports on actual performance compared to termination trigger thresholds.

Another risk is the continued funding from the public sector counterparties to the PFI project agreements, especially as these counterparties are under pressure to make savings in their operational PFI contracts. To date, most of the pressure to make such cost savings has fallen on the sub-contractors to the project companies rather than on the project companies themselves. Furthermore, it is understood that current policy from central government is not to encourage voluntary termination of PFI projects.

Key performance indicators
There are two KPI s which are monitored:

- The level of performance and availability deductions arising from failures to achieve specified levels of contract service. These are reported quarterly to the Board and have been extremely small in relation to total unitary payments; and,
- The ratio of operating cash flow to the senior debt service amount. This ratio is tested at six-monthly intervals and each time it has been to the satisfaction of the senior debt provider.

Business review and future developments
The company made a pre-tax profit of £4,270,000 (2019: £5,131,000).

The delivery of operational services is generally running well and is expected to continue to do so.

Strategic Report
for the Year Ended 31 December 2020

Statement in respect of section 172(1) of the companies act 2006
The board of directors of the Company, both individually and collectively, consider they have acted appropriately and in such a way as to promote the long term success of the Company for the benefit of its members as a whole.

The Company has no direct employees as the Company are managed under a Managed Service Agreement. The board of Directors is satisfied that those people employed under the MSA are appropriately qualified and have the support systems in place to carry out their role. The Directors are engaged with each team under the MSA to ensure the ongoing management of the underlying contracts of the Company and they work collaboratively with the teams to achieve success.

The Company is a special purpose company which has a finite lifespan with a defined set of obligations under Concession Agreements. The Company delivers its objectives through effective relationships with its stakeholders including suppliers and customers. This is affected by regular reporting and reviews with suppliers and customers to ensure delivery of the Company's objectives, whilst considering those stakeholders' needs. The Directors of the Company meet regularly to review strategies for effective risk mitigation and service delivery in the context of its impact on all stakeholder interests, including shareholders, suppliers, customers and the wider community.

Due to the nature of the Company's operations, their impact on the community and environment is of paramount importance to the Company's success. Operating safely is the Company's primary objective and is as such integrated in everything the Company undertakes. A safe environment is managed through effective leadership, implementation of robust policies, procedures and instructions, safety management review processes both internally and externally with relevant stakeholders, reporting, audit and monitoring. An independent safety advisor is appointed by each of the companies within the Company, who reports directly to the Board of Directors.

The Company delivers contracts to support essential services to the public sector and takes its responsibility for ensuring that an appropriate environment is managed and maintained extremely seriously, ensuring the highest quality service is delivered from the assets under the Company's management.

On behalf of the board:

....
Director
C T Solley

Date: 21 September 2021

Directors' Report
for the Year Ended 31 December 2020

The directors present their report with the audited financial statements of the company for the year ended 31 December 2020.

Principal activities
The principal activities of the company are to design, construct, finance, refurbish and operate certain facilities and provide non-clinical services at Worcester Royal Infirmary for a period of 30 years under a concession agreement with Worcester Acute Hospitals NHS Trust.

Results
The profit for the year is £2,310,000 (2019 profit: £3,953,000).

Dividends
The company made a £1,797,000 dividend payment in the year (2019: £939,000).

Directors
The directors during the year under review were:

BIIF Corporate Services Ltd	- resigned 13.7.2020
L W McKenna	- appointed 17.1.2020
B P Millsom	
N Rae	
C T Solley	
A L Tennant	
P J Sheldrake	
A Ritchie	- resigned 31.7.2020
J I Cavill	- appointed 13.7.2020
D North	- appointed 31.7.2020

The directors holding office at 31 December 2020 did not hold any beneficial interest in the issued share capital of the company at 1 January 2020 (or date of appointment if later) or 31 December 2020.

The directors of the company were in office during the year and up to the date of signing the financial statements.

Other Information
An indication of performance of the business and likely future developments in the business have been included in the Strategic Report.

Directors' indemnity insurance
No directors benefit from qualifying third party indemnity provisions in place during the financial year and at the date of this report.

Political donations and expenditure
There have been no political donations or political expenditure made during the year (2019: No such expenditure).

Directors' Report
for the Year Ended 31 December 2020

Financial risk management
There is no RPI swap to reduce volatility of operating cash flows in relation to the fixed rate debt service. However, this is under continuous review by the directors. Current forecasts show that modest reductions in RPI would not have a material impact on project economics.

The company's principal financial instruments comprise secured bonds, a mezzanine loan and unsecured loan stock. The terms of these financial instruments are such that the profile of the debt service costs is tailored to match expected revenues arising from the concession.

Interest rate risk
The company does not undertake financial instrument transactions which are speculative or unrelated to the company's trading activities. The secured bonds and the unsecured loan stock is not exposed to interest rate risk.

A small proportion of cash flow is derived from bank interest on cash balances. The current low levels of interest rates have reduced this interest but this has not impacted on debt covenant compliance.

Liquidity risk
The latest financial forecasts show that unitary payment receivable under the Concession Agreement will be sufficient to repay all future debt payments as they fall due.

Credit risk
The Company receives the majority of its income from the Trust and is not exposed to significant credit risk. Cash investments are with the institutions of a suitable credit quality.

Other information
An indication of performance of the business and likely future developments in the business have been included in the Strategic Report.

The Company itself is a low energy user as energy consumption is below 40,000kwh per annum and therefore energy and carbon information has not been disclosed.

Going concern
The directors have reviewed the balance sheet position at 31 December 2020 together with the company's forecasts and projections, taking account of reasonably possible changes in trading performance and believe that it will not impact on the ability of the company to continue trading for at least 12 months from the date of signing the annual report and financial statements and have therefore prepared the financial statements on a going concern basis.

COVID-19
The World Health Organisation declared the COVID-19 outbreak a health emergency on 30 January 2020 and a global pandemic on 11 March 2020. Many actions were taken by the UK Government and the private sector to respond to the outbreak followed these announcements. A review of the financial impact on the Company in responding to COVID-19 has been assessed as low. This is because the Company is still able to provide the services required under the Project agreement as the sub-contracted Facilities Management company are still able to provide the necessary services as the work is deemed to be essential and the persons delivering those services deemed to be key workers, as confirmed by a guidance note released by the Infrastructure and Projects Authority on 2 April 2020.

Since the COVID-19 outbreak, the Trust have continued making unitary payments in accordance with the guidance included in the Infrastructure and Projects Authority guidance note.

Directors' Report
for the Year Ended 31 December 2020

Internal control and corporate governance
The directors are responsible for the Company's system of internal control and for reviewing its effectiveness. They recognise the importance of a robust control environment to mitigate the key risks of the Company and they consider that the material risks are managed adequately. Responsibility for overseeing the interpretation of this rests with the Audit Committee.

The MSA provider on behalf of the directors has designed the Company's system of internal control in order to provide the shareholders with assurance that its assets are safeguarded, that transactions are authorised and properly recorded and that material errors and irregularities are either prevented or would be detected within a timely period. However, no system of internal control can eliminate the risk of failure to achieve business objectives or provide absolute assurance against material misstatement or loss.

There are no significant issues for the year ended 31 December 2020 that have required the Board to deal with any related material internal control issues.

The directors confirm that the Board has reviewed the effectiveness of the system of internal control as described during the period and confirms that the systems and controls that are currently in place are considered sufficient to be satisfied that all key risks to the business are adequately managed and mitigated.

Statement of directors' responsibilities
The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law).

Under company law, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are 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 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 and Article 4 of the IAS Regulation.

Directors' Report
for the Year Ended 31 December 2020

Statement as to disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that so far as they are each aware there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company auditors are aware of that information.

Independent Auditors

Pursuant to Section 487 of the Companies Act 2006, the independent auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

On behalf of the board:

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Director
C T Solley

Date: 21 September 2021

Independent auditors' report to the members of Worcestershire Hospital SPC Plc

Report on the audit of the financial statements

Opinion

In our opinion, Worcestershire Hospital SPC Plc's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Strategic Report, Directors' Report and Audited Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2020; the statement of comprehensive income and statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Our opinion is consistent with our reporting to the Audit Committee.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, as applicable to listed public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

To the best of our knowledge and belief, we declare that non-audit services prohibited by the FRC's Ethical Standard were not provided.

We have provided no non-audit services to the company in the period under audit.

Our audit approach

Overview

Audit scope

- We conducted an audit of the complete financial information of the company

Key audit matters

- Impact of the COVID-19 pandemic
- Risk of incorrect recognition of turnover as a result of inappropriate calculation and allocation of the unitary payment

Materiality

- Overall materiality: £213,500 (2019: £257,000) based on 5% of profit before tax.
- Performance materiality: £160,100.

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

This is not a complete list of all risks identified by our audit.

The key audit matters below are consistent with last year.

Key audit matter	How our audit addressed the key audit matter
Impact of the COVID-19 pandemic As set out in the Directors' report, the Directors have considered the potential impact of the global pandemic of COVID-19 on its concession agreement with the Worcester Acute Hospitals NHS Trust and the company's ability to continue as a going concern and have concluded that its impact is low. Because of its potential significance to the financial statements and to our audit, we concluded that the uncertainty created by the COVID-19 pandemic on the financial performance and viability of the company was a key audit matter.	In challenging management's assessment of the impact of COVID-19 on their business, we took into consideration: the ability of the company to continue to provide the services required under the concession agreement during the COVID-19 pandemic; whether there has been any impact on the main customer's ability to make payments in accordance with the concession agreement, in light of COVID-19; and the customer's ongoing compliance with the guidance issued by the Infrastructure and Projects Authority of Central Government on 2 April 2020, including the expectation that public sector organisations would continue to make unitary payments. With consideration to the above procedures, we agree with management that the ongoing financial impact of COVID-19 upon the company is low. Refer to 'Conclusions related to Going Concern' section further in the report.

Risk of incorrect recognition of turnover as a result of inappropriate calculation and allocation of the unitary payment	
The company is in a service concession arrangement with the Worcester Acute Hospitals NHS Trust (the "Trust") to design, construct, finance, refurbish and operate certain facilities and provide non-clinical services at Worcester Royal Infirmary. The company accounts for the service concession arrangement as a finance debtor with amortisation and financial income recognised each year at a constant rate (see note 1 to the financial statements). The unitary payments received from the Trust for the service concession arrangement are allocated to turnover, financial income and the finance debtor amortisation. The allocation to turnover is calculated by applying a margin to the costs incurred in the ongoing maintenance of the asset. This can result in an accrued or deferred position accounted for within a 'unitary payment control account' (UPCA), which is presented within 'Debtors.' Due to the judgement required to estimate the margin and the significant impact that the allocation of the unitary payments has on key accounts: turnover, financial income, the finance debtor and the UPCA, including those most susceptible to fraudulent manipulation, we consider this risk to be a key area of focus.	Our audit addressed the risk as follows: We tested all unitary payments received from the Trust, checking them against invoices and evidence of cash receipt and used this to determine an expectation for total unitary payments received in the year. We did not note any issues from our testing. We re-performed the allocation of the unitary payment between turnover, finance debtor amortisation, financial income and the UPCA; and checked that the allocated amounts had been recognised consistently in each of the impacted accounts. We found the calculation to be performed accurately and recognised consistently across the impacted accounts. We compared the margin applied to costs in 2020 against that used in 2019. We found the margin applied to be similar to that used in the prior year, which is consistent with our expectations given there have been no significant changes during 2020.

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the company, the accounting processes and controls, and the industry in which it operates.

The company is a 'Special Purpose Vehicle' for a 'Private Finance Initiative / Public Private Partnership' ('PFI / PPP') project. The company carries on the business of developing and managing healthcare facilities for Worcester Acute Hospitals NHS Trust. It operates as a single business and we audited the complete financial information of the company, including all material account balances, classes of transactions and financial statement disclosures.

The financial and operational management are sub-contracted to a third party service provider.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Overall company materiality	£213,500 (2019: £257,000).
How we determined it	5% of profit before tax
Rationale for benchmark applied	We believe that profit before tax is the primary measure used by the shareholders in assessing the performance of the entity and is a generally accepted auditing benchmark.

We use performance materiality to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds overall materiality. Specifically, we use performance materiality in determining the scope of our audit and the nature and extent of our testing of account balances, classes of transactions and disclosures, for example in determining sample sizes. Our performance materiality was 75% of overall materiality, amounting to £160,100 for the company financial statements.

In determining the performance materiality, we considered a number of factors - the history of misstatements, risk assessment and aggregation risk and the effectiveness of controls - and concluded that an amount in the middle of our normal range was appropriate.

We agreed with the Audit Committee that we would report to them misstatements identified during our audit above £10,675 (2019: £12,800) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Conclusions relating to going concern

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included:

- Reviewing the company's going concern paper and verifying relevant considerations to supporting evidence;
- Ensuring that the financial model appropriately forecasts known events and includes sufficient, available cashflows to meet its financial liabilities as they fall due; and
- Considering the company's ongoing debt covenant compliance.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the year ended 31 December 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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

Auditors' 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 auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the London Stock Exchange Listing rules, UK tax legislation and health and safety regulations, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to overstatement of performance and retained earnings, as a method for accelerating dividend payments. Audit procedures performed by the engagement team included:

- enquiry of management and those charged with governance around actual and potential non-compliance with laws and regulations;
- reviewing minutes of meetings of the board of directors;
- audit of the financial statement disclosures to underlying supporting documentation;
- audit of the margin applied to costs; and
- audit of the calculation and allocation of the unitary payment and enquiries of management.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

Our audit testing might include testing complete populations of certain transactions and balances, possibly using data auditing techniques. However, it typically involves selecting a limited number of items for testing, rather than testing complete populations. We will often seek to target particular items for testing based on their size or risk characteristics. In other cases, we will use audit sampling to enable us to draw a conclusion about the population from which the sample is selected.

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Appointment

Following the recommendation of the Audit Committee, we were appointed by the members on 15 November 2017 to audit the financial statements for the year ended 31 December 2017 and subsequent financial periods. The period of total uninterrupted engagement is 4 years, covering the years ended 31 December 2017 to 31 December 2020.

Paul Cheshire (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
22 September 2021

Worcestershire Hospital SPC Plc (Registered number: 03649489)

Statement of Comprehensive Income for the Year Ended 31 December 2020

	Notes	2020 £'000	2019 £'000
Turnover	3	**38,807**	35,896
Cost of sales		**(32,860)**	(29,189)
Gross profit		**5,947**	6,707
Administrative expenses		**(1,052)**	(1,001)
Operating profit	5	**4,895**	5,706
Interest receivable and similar income	6	**3,699**	3,970
Interest payable and similar expenses	7	**(4,324)**	(4,545)
Profit before taxation		**4,270**	5,131
Tax on profit	8	**(1,960)**	(1,178)
Profit for the financial year		**2,310**	3,953
Other comprehensive income		**-**	-
Total comprehensive income for the year		**2,310**	3,953

The notes on pages 17 to 29 form part of these financial statements

Worcestershire Hospital SPC Plc (Registered number: 03649489)

Balance Sheet
31 December 2020

	Notes	2020 £'000	2019 £'000
Current assets			
Debtors: amounts falling due within one year	10	**33,765**	31,885
Debtors: amounts falling due after more than one year	10	**53,616**	57,337
Cash at bank		**9,160**	10,705
		96,541	99,927
Creditors: amounts falling due within one year	11	**(9,201)**	(8,881)
Net current assets		**87,340**	91,046
Total assets less current liabilities		**87,340**	91,046
Creditors: amounts falling due after more than one year	12	**(57,991)**	(62,515)
Provisions for liabilities	14	**(17,306)**	(17,001)
Net assets		**12,043**	11,530
Capital and reserves			
Called up share capital	15	**60**	60
Retained earnings		**11,983**	11,470
Shareholders' funds		**12,043**	11,530

The financial statements were approved by the Board of Directors and authorised for issue on 21 September 2021 and were signed on its behalf by:

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C T Solley - Director

The notes on pages 17 to 29 form part of these financial statements

Statement of Changes in Equity
for the Year Ended 31 December 2020

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1 January 2019	60	8,456	8,516
Changes in equity			
Total comprehensive income	-	3,953	3,953
Dividends	-	(939)	(939)
Total transactions with owners, recognised directly in equity	-	(939)	(939)
Balance at 31 December 2019	60	11,470	11,530
Changes in equity			
Total comprehensive income	-	2,310	2,310
Dividends	-	(1,797)	(1,797)
Total transactions with owners, recognised directly in equity	-	(1,797)	(1,797)
Balance at 31 December 2020	60	11,983	12,043

The notes on pages 17 to 29 form part of these financial statements

1. **Statutory information**

Worcestershire Hospital SPC Plc is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. **Accounting policies**

Basis of preparing the financial statements
These financial statements were prepared in accordance with the Companies Act 2006 and Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"). The presentational currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Measurement convention
The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: derivative financial instruments.

Financial Reporting Standard 102 - reduced disclosure exemptions
The following exemption has been taken in these financial statements:

- Service concession arrangements - the company entered into its service concession arrangement before the date of transition to this FRS102. Therefore its service concession arrangements have continued to be accounted for using the same accounting policies being applied at the date of transition to this FRS.

The Company's ultimate parent undertaking, Consolidated Investment Holdings Limited includes the company in its consolidated financial statements. The consolidated financial statements of Consolidated Investment Holdings Limited are prepared in accordance with FRS102 and are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Related party transactions;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

The company proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

As the consolidated financial statements of Consolidated Investment Holdings Limited include the equivalent disclosures, the company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by Sections 11 and 12 of FRS 102 (Basic Financial Instruments and Other Financial Instrument Issues respectively) in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

continued...

2. **Accounting policies - continued**

Going concern
The company currently has £63,406,000 (2019: £67,363,000) of total debt. The company's forecasts and projections, take account of reasonably possible changes in trading performance, show that it should be able to operate within the level of its current facilities.

The company has considerable financial resources together with long-term contracts with the Worcester Acute Hospitals NHS Trust. As a consequence, the directors believe that the company is well placed to manage its business risks successfully.

The World Health Organisation declared the COVID-19 outbreak a health emergency on 30 January 2020 and a global pandemic on 11 March 2020. Many actions were taken by the UK Government and the private sector to respond to the outbreak followed these announcements. A review of the financial impact on the Company in responding to COVID-19 has been assessed as low. This is because the Company is still able to provide the services required under the Project agreement as the sub-contracted Facilities Management company are still able to provide the necessary services as the work is deemed to be essential and the persons delivering those services deemed to be key workers, as confirmed by a guidance note released by the Infrastructure and Projects Authority on 2 April 2020.

Since the COVID-19 outbreak, the Trust have continued making unitary payments in accordance with the guidance included in the Infrastructure and Projects Authority guidance note.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for at least 12 months from the date of signing the annual report and financial statements. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

continued...

2. **Accounting policies - continued**

Related party exemption
The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", not to disclose related party transactions with wholly owned subsidiaries within the group.

Significant judgements and estimates
The preparation of financial statements in conformity with FRS102 requires management to make judgements, estimates and assumptions that affect the application of application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily available from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods.

Certain critical accounting judgements in applying the Group's accounting policies are described below:
- Accounting for the service concession contract and finance debtors requires estimation of a finance debtor interest rate. Note 10 discloses the finance debtor falling due within one year and falling due after more than one year.

Finance debtor and service income
The Company is an operator of a PFI contract. The underlying asset is not deemed to be an asset of the company because the risks and rewards of ownership are deemed to lie principally with Worcestershire Acute Hospitals NHS Trust.

In the operational phase, the balance of unitary payments received, after accounting for the finance debtor interest and amortisation components (which together sum to a constant figure in each period, as in a lease) is accounted for as turnover (service income shown in Note 3). This figure is adjusted in each period to ensure that income recognised more accurately reflects the value of economic benefits provided to the public sector client in each period, and is necessary due to the inflationary nature of the unitary payments. As a consequence of this adjustment to turnover, which is generally positive in the first half of the concession and negative in the second half (and must net out over the whole concession), a unitary payment control account debtor is recorded on the balance sheet.

Medical Equipment Serivces (MES) income relates to the supply of medical equipment to the Trust as a passthrough from subcontractors.

continued...

2. **Accounting policies - continued**

Classification of financial instruments issued by the company
In accordance with Section 22 of FRS 102, financial instruments issued by the company are treated as equity only to the extent that they meet the following two conditions:

(a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and

(b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Basic financial instruments

(a) Trade and other debtors / creditors
Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

(b) Interest-bearing borrowings classified as basic financial instruments
Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

(c) Cash and cash equivalents
Cash and cash equivalents comprise cash balances and call deposits.

(d) Restricted cash
The company is obligated to keep a separate cash reserve in respect of future financing costs. This restricted cash balance, which is shown on the balance sheet within the "cash at bank and in hand" balance, amounts to £3,726,000 at the year end (2019: £3,491,000).

The company is also obligated to keep a separate cash reserve in respect of future major maintenance costs. This restricted cash balance, which is shown on the balance sheet within the "cash at bank and in hand" balance, amounts to £3,708,000 at the year end (2019: £4,712,000).

Interest receivable and interest payable
Other interest receivable and similar income include interest receivable on funds invested and interest recognised on the finance debtor based upon the finance debtor accounting policy above.

Interest payable and similar expenses include interest payable on borrowings and associated ongoing financing fees.

Interest payable is recognised in profit or loss as it accrues, using the effective interest method. Other interest receivable and similar income is recognised in profit or loss as it accrues.

continued...

2. **Accounting policies - continued**

Taxation
Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax
Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Provisions
A provision is recognised in the balance sheet when the company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the amount required to settle the obligation at the reporting date and are discounted. Provisions are made in respect of lifecycle maintenance costs to the extent that the company is obligated to undertake maintenance in future periods.

Impairment excluding deferred tax assets
Financial assets (including trade and other debtors)
A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the company would receive for the asset if it were to be sold at the reporting date.

Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

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3. Turnover

The turnover and profit before taxation are attributable to the principal activities of the company.

An analysis of turnover by class of business is given below:

	2020 £'000	2019 £'000
Operational services	28,382	26,961
Medical equipment and services	10,425	8,935
	38,807	35,896

The turnover arose entirely within the United Kingdom.

4. Employees and directors

	2020 £'000	2019 £'000
Recharges in respect of non-executive directors' services	285	273

The company had no employees during the year (2019: none). Services provided by the contractors include the provision of staff and management to perform contractual responsibilities. Costs associated with the staff and management are included within the contractor's service charges. The Directors received no remuneration for their services during the year (2019: £nil). A payment is made for the services of the non-executive directors to their employer.

5. Operating profit

The operating profit is stated after charging:

	2020 £'000	2019 £'000
Audit of these financial statements	15	11
Audit of the financial statements of parent company	2	1

6. Interest receivable and similar income

	2020 £'000	2019 £'000
Bank interest	26	86
Finance debtor interest receivable	3,673	3,884
	3,699	3,970

continued...

Notes to the Financial Statements - continued
for the Year Ended 31 December 2020

7. Interest payable and similar expenses

	2020 £'000	2019 £'000
On bank loans	**502**	557
Bond interest	**3,347**	3,514
To immediate parent undertaking	**475**	474
	4,324	4,545

8. Tax on profit

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	2020 £'000	2019 £'000
Current tax:		
UK corporation tax	**1,437**	1,555
Adjustment to tax charge in respect of previous periods	**173**	-
Total current tax	**1,610**	1,555
Deferred tax	**350**	(377)
Tax on profit	**1,960**	1,178

UK corporation tax has been charged at 19% (2019 - 19%).

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2020 £'000	2019 £'000
Profit before tax	**4,270**	5,131
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	**811**	975
Effects of:		
Income not taxable for tax purposes	**(10)**	(10)
Adjustments to tax charge in respect of previous periods	**173**	-
Change in tax rate	**986**	213
Total tax charge	**1,960**	1,178

continued...

8. **Tax on profit - continued**

Deferred tax charge/(credit) relate to:

	2020 £'000	2019 £'000
Origination and reversal of timing differences	(368)	(341)
Effects of changes in tax rates	718	(36)
	350	(377)

Factors that may affect future tax charges
A change to the future UK corporation tax rate was announced in the March 2020 Budget. The rate will no longer drop to 17% with effect from 1 April 2020 but will remain at the previous rate of 19%.

On 3 March 2021, the UK Chancellor announced that the main rate of UK corporation tax will be increasing to 25% with effect from 1 April 2023. As the change had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements. The overall effect of the change in corporation tax rate, had it been substantively enacted by the balance sheet date, would be to decrease the tax expense for the period by £1,852,000 and increase the deferred tax liability by £1,852,000.

9. **Dividends**

The dividend per share paid during the year is £29.95 per share in the current year (2019: £15.65).

10. **Debtors**

	2020 £'000	2019 £'000
Amounts falling due within one year:		
Trade debtors	1,516	365
Finance debtor	3,736	3,512
Other debtors	8,457	7,824
Unitary Payment Account	19,755	20,184
Corporation Tax	131	-
Prepayments and accrued income	170	-
	33,765	31,885
Amounts falling due after more than one year:		
Finance debtor	53,395	57,131
Reimbursement Asset	221	206
	53,616	57,337
Aggregate amounts	87,381	89,222

Reimbursement Asset
The reimbursement asset relates to the Settlement Provision signed in June 2016. The Hard Services subcontractor agreed to the contractual terms of the settlement and variation agreement which reduces the overall cost to the SPC.

continued...

Notes to the Financial Statements - continued
for the Year Ended 31 December 2020

11. Creditors: amounts falling due within one year

	2020	2019
	£'000	£'000
Loans (see note 13)	580	524
Fixed-rate guaranteed secured bonds (see note 13)	3,943	3,264
Trade creditors	2,786	1,793
Taxation and Social Security	-	609
VAT	546	198
Other creditors	121	51
Accruals and deferred income	1,225	2,442
	9,201	8,881

12. Creditors: amounts falling due after more than one year

	2020	2019
	£'000	£'000
Loans (see note 13)	2,147	2,727
Fixed-rate guaranteed secured bonds (see note 13)	52,687	56,631
Amounts owed to related undertakings	3,157	3,157
	57,991	62,515

Included within amounts owed to related undertakings are amounts repayable after five years of £3,157,000 (2019: £3,157,000) respectively. These amounts are unsecured and are due to be repaid in a lump sum in December 2031.

13. Loans

An analysis of the maturity of loans is given below:

	2020	2019
	£'000	£'000
Amounts falling due within one year or on demand:		
Mezzanine loan	580	524
Fixed-rate guaranteed secured bonds	3,943	3,264
	4,523	3,788
Amounts falling due between one and two years:		
Mezzanine loan	643	580
Fixed-rate guaranteed secured bonds	4,977	3,944
	5,620	4,524
Amounts falling due between two and five years:		
Mezzanine loan	1,504	2,147
Fixed-rate guaranteed secured bonds	15,145	14,819
	16,649	16,966

continued...

13. **Loans - continued**

	2020	2019
	£'000	£'000
Amounts falling due in more than five years:		
Repayable by instalments		
Fixed-rate guaranteed secured bonds	**32,565**	37,868

Terms and debt repayment schedule

The total cash repayable on the loan is as follows:

	Currency	Nominal interest rate	Year of maturity	2020 £'000	2019 £'000
Fixed-rate guaranteed secured bonds	GBP	5.57%	2030	**57,512**	60,938
Repayment schedule: Semi-annual					
Mezzanine loan	GBP	LIBOR plus 5%	2024	**2,738**	3,268
Repayment schedule: Semi-annual					
Amounts owed to related undertakings	GBP	15%	2031	**3,157**	3,157
Repayment schedule: Interest- semi-annually, Capital- one payment					

The fixed-rate guaranteed secured bonds are secured by a fixed charge over the whole of the property, assets and undertaking of the company, assignment of all rights to any proceeds of any insurance policies and all present and future book and other charges over all assets which have not been secured by way of a fixed charge or assignment.

The mezzanine loan and amounts owed to related undertakings are unsecured.

There are issue costs relating to the secured bond and the mezzanine loan of £881,000 and £11,000 respectively, these have not been included in the total cash repayable table above.

14. **Provisions for liabilities**

	2020	2019
	£'000	£'000
Deferred tax		
Accelerated capital allowances	**4,137**	3,922
Other timing differences	**2,765**	2,630
	6,902	6,552
Other provisions		
Settlement provision	**10,404**	10,449
Aggregate amounts	**17,306**	17,001

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Notes to the Financial Statements - continued
for the Year Ended 31 December 2020

14. Provisions for liabilities - continued

	Deferred tax £'000	Settlement Provision £'000
Balance at 1 January 2020	6,552	10,449
Provided during year	791	737
Credit to Statement of Comprehensive Income during year	(441)	(782)
Balance at 31 December 2020	6,902	10,404

The provision for a settlement figure relates to the dispute over certain defects and the level of availability deductions which should apply as a consequence. The amount of the settlement provision is based on a discount rate of 1.50% (2019: 1.50%) which represents the 15-year gilt yields. The undiscounted settlement provision is £11m (2019: £11m).

15. Called up share capital

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2020 £	2019 £
60,000	Ordinary	£1	60,000	60,000

16. Ultimate parent company

The immediate parent company is Worcestershire Hospital SPC Holdings Limited, a company incorporated in England and Wales, of which 67% is owned by Consolidated Investment Holdings Limited.

The ultimate parent company is Consolidated Investment Holdings Limited, a company incorporated in England and Wales. No other group financial statements include the results of the company. The consolidated financial statements of this group are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

continued...

Notes to the Financial Statements - continued
for the Year Ended 31 December 2020

17. **Related party disclosures**

Civis PFI/PPP Infrastructure Fund LP
The related party is a 50% shareholder in Consolidated Investment Holdings Limited, an indirect 33.3% shareholder in Worcestershire Hospital SPC Holdings Ltd. It provided the company with directors' services in the year amounting to £98,000 (2019: £91,000). At the balance sheet date, the amount owing to the related party was £Nil (2019: £Nil). It charged the company with loan stock interest in the year amounting to £158,000 (2019: £159,000). At the balance sheet date, the amount owing to the related party was £1,052,000 (2019: £1,052,000).

Aberdeen Infrastructure (No.3) Finance GP Ltd
The related party is a sister company of Aberdeen Infrastructure (No. 3) Limited, 50% shareholder in Consolidated Investment Holdings Limited, an indirect 33.3% shareholder in Worcestershire Hospital SPC Holdings Ltd.. It provided the company with directors' services in the year amounting to £94,000 (2019: £91,000). At the balance sheet date, the amount owing to the related party was £Nil (2019: £Nil). It charged the company with loan stock interest in the year amounting to £158,000 (2019: £158,000). At the balance sheet date, the amount owing to the related party was £1,052,000 (2019: £1,052,000).

BIIF Bidco Limited
The related party is a 16.7% shareholder in Worcestershire Hospital SPC Holdings Limited, being the parent company of Elbon Holdings (2) Limited, provided the company with directors' services and consultancy services in the year amounting to £47,000 (2019: £46,000). At the balance sheet date, the amount owing to the related party was £nil (2019: £14,000).

Semperian PPP Investment Partners No.2 Limited
The related party is a 16.7% shareholder in Worcestershire Hospital SPC Holdings Limited, and provided the company with directors' services and consultancy services in the year amounting to £47,000 (2019: £46,000). At the balance sheet date, the amount owing to the related party was £nil (2019: £13,000). It charged the company with loan stock interest in the year amounting to £79,000 (2019: £79,000). At the balance sheet date, the amount owing to the related party was £526,000 (2019: £526,000).

Albany SPC Services Ltd
The related party is 100% owned by Civis PFI/PPP Infrastructure Fund LP, and provided the company with management and other services in the year amounting to £76,000 (2019: £69,000). At the balance sheet date, the amount owing to the related party was £nil (2019: £Nil).

Elbon Holdings (2) Limited
The related party is a 16.7% shareholder in Worcestershire Hospital SPC Holdings Limited, and charged the company with loan stock interest in the year amounting to £79,000 (2019: £79,000). At the balance sheet date, the amount owing to the related party was £526,000 (2019: £526,000). Elbon Holdings (2) Limited is a wholly owned subsidary of BIIF Bidco Limited which provides directors' services and consultancy services to Worcestershire Hospital SPC Holdings Limited.

Imagile Professional Services Limited
The related party is also a related party of Semperian PPP Investment Partners No.2 Limited through common ownership. It provided consultancy services in the period of £13,000 (2019: £36,000). At the balance sheet date, the amount owing to the related party was £14,000 (2019: £1,000).

Imagile Infrastructure Management Ltd
The related party is also a related party of Semperian PPP Investment Partners No.2 Limited through common ownership. It provided consultancy services in the period of £343,000 (2019: £300,000).At the balance sheet date, the amount owing to the related party was £nil (2019: £nil).

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Notes to the Financial Statements - continued
for the Year Ended 31 December 2020

MAMG Consultancy Limited

The related party is also a related party of Semperian PPP Investment Partners No.2 Limited through common ownership. It provided consultancy services in the period of £29,000 (2019: £13,000). At the balance sheet date, the amount owing to the related party was £nil (2019: £nil).