NU LOCAL CARE CENTRES (CHICHESTER NO. 2) LIMITED

Registered in England and Wales No: 03649511

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2021

Contents

Directors, Officers and Other Information

Directors

S K McLachlan
I Shervell
J R E Tarry

Officer – Company Secretary

Aviva Company Secretarial Services Limited
St Helen's
1 Undershaft
London
EC3P 3DQ

Independent Auditors

PricewaterhouseCoopers LLP
7 More London Riverside
London
SE1 2RT

Bankers

Bank of Scotland
London Chief Office
38 Threadneedle Street
London
EC2P 2EH

Registered Office

St Helen's
1 Undershaft
London
EC3P 3DQ

Company Number

Registered in England and Wales No. 03649511

Directors' Report

For the year ended 31 December 2021

The directors present their report and audited financial statements for the Company for the year ended 31 December 2021.

Directors

The current directors and those in office during the year are as follows:

S K McLachlan
I Shervell
J R E Tarry

Principal Activities

The Company's principal activity is to provide facilities management services to a mental health unit constructed under a Private Finance Initiative ('PFI') with the Sussex Partnership NHS Foundation Trust ('NHS Trust') in accordance with the PFI concession agreement dated 24 June 1999 (the "PFI Agreement").

The directors have reviewed the activities of the business for the year and the position as at 31 December 2021 and consider them to be satisfactory.

Future Outlook

There are no changes expected to the Company's activities for the foreseeable future.

Going Concern

At the balance sheet date the Company had net current assets of £1,241,543 (2020: £1,110,261). After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, the directors continue to adopt the going concern basis in preparing the financial statements.

Events after the reporting financial year

Events after the reporting financial year have been evaluated up to the date the audited financial statements were approved and authorised for issue by the directors. No events that would have a material impact on the financial statements have been identified.

COVID-19

On 30 January 2020, the World Health Organisation ('WHO') declared the coronavirus (COVID-19) a public health emergency, shortly followed by declaring a Global Pandemic on 11 March 2020. This had an unprecedented impact on economies and markets globally. On 22 February 2022 the United Kingdom government lifted all remaining COVID-19 restrictions. The Company will continue to monitor the COVID-19 situation closely and act accordingly to protect the interests of investors.

Ukraine Russia conflict

Following the escalation of the conflict between Ukraine and Russia in February 2022 and the related economic sanctions imposed by various governments, the Company are actively monitoring the situation and will assess any impact as it is deemed to arise. The Company recognise that the overall impact of the conflict may not yet be apparent and does not underestimate the inevitable effect it will have on global financial markets, including any potential adverse impact on the Company and its investment. As at the date of approval of these financial statements, based on its assessment of the current situation and information available, the Company do not envisage that this will have a material impact on the Company.

Directors' Report (continued)

For the year ended 31 December 2021

Employees

The Company has no employees (2020: nil).

Disclosure of Information to the Auditors

Each person who was a director of the Company on the date that this report was approved, confirms that:

(a) so far as the director is aware, there is no relevant audit information of which the auditors are unaware; and

(b) each director has taken all the steps that he/she ought to have taken as a director in order to make him/herself aware of any relevant audit information and to establish that the auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Independent Auditors

It is the intention of the directors to reappoint the auditors, PricewaterhouseCoopers LLP, under the deemed appointment rules of Section 487 of the Companies Act 2006.

Qualifying Indemnity Provisions

The directors have the benefit of an indemnity provision contained in the Company's Articles of Association, subject to the conditions set out in the Companies Act 2006. This is a 'qualifying third party indemnity' provision as defined in section 234 of the Companies Act 2006.

Aviva plc granted in 2004 an indemnity to the directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985 (which continue to apply in relation to any provision made before 1 October 2007). This indemnity is a 'qualifying third party indemnity' for the purposes of sections 309A to 309C of the Companies Act 1985. These qualifying third party indemnity provisions remain in force as at the date of approving the Directors' Report by virtue of paragraph 15, Schedule 3 of The Companies Act 2006 (Commencement No. 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007.

Directors' Report (continued)

For the year ended 31 December 2021

Statement of Directors' Responsibilities in Respect of the Financial Statements

The directors are responsible for preparing the Annual 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 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 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 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.

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.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption in section 415A of the Companies Act 2006. A strategic report has not been included in these audited financial statements as the Company qualifies for exemption as a small entity under Section 414B of the Companies Act 2016 relating to small entities.

Directors' confirmations

The directors consider that the annual report and financial statements, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the company's position and performance, business model and strategy.

On behalf of the Board

DocuSigned by:

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I Shervell
Director

27 September 2022

Independent auditors' report to the members of NU Local Care Centres (Chichester No. 2) Limited

Report on the audit of the financial statements

Opinion

In our opinion, NU Local Care Centres (Chichester No. 2) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 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 Annual Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2021; the Statement of Comprehensive Income and the 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.

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, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

Independent auditors' report to the members of NU Local Care Centres (Chichester No. 2) Limited (continued)

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 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.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2021 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 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 in Respect of the Financial Statements, 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 Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. 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 manipulation of financial data to present more favourable financial results. Audit procedures performed by the engagement team included:

Independent auditors' report to the members of NU Local Care Centres (Chichester No. 2) Limited (continued)

- Discussions with management, including consideration of known or suspected instances of non compliance with laws and regulation and fraud;
- Reviewing relevant Board meeting minutes;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations, entries posted containing unusual account descriptions, and entries posted with unusual amounts; and
- Designing audit procedures to incorporate unpredictability around the nature, timing or extent of our testing.

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.

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.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Victoria Music

Victoria Music (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
28 September 2022

Statement of Comprehensive Income

For the year ended 31 December 2021

	Note	2021 £	2020 £
Turnover	5	**469,811**	482,736
Cost of sales	6	**(238,663)**	(241,411)
Gross profit		**231,148**	241,325
Administrative expenses	7	**(56,509)**	(52,550)
Operating profit		**174,639**	188,775
Interest receivable and similar income	8	**220**	1,821
Interest payable and similar expenses	9	**(145,785)**	(145,596)
Profit before taxation		**29,074**	45,000
Tax credit/(expense) on profit	10	**16,292**	(11,200)
Total comprehensive income for the financial year		**45,366**	33,800

Continuing operations

All amounts reported in the Statement of Comprehensive Income for the years ended 31 December 2021 and 31 December 2020 relate to continuing operations.

The notes on pages 12 to 22 form an integral part of these financial statements.

NU Local Care Centres (Chichester No. 2) Limited
Registered in England and Wales: No. 03649511

Statement of Financial Position

As at 31 December 2021

	Note	**2021** £	**2020** £
Current assets			
Debtors: amounts falling due after more than one year	11	**1,160,675**	1,255,621
Debtors: amounts falling due within one year	11	**114,557**	84,602
Prepayments and accrued income	12	**52,375**	56,905
Cash at bank and in hand	13	**1,195,104**	1,111,017
Total current assets		**2,522,711**	2,508,145
Creditors: amounts falling due within one year	14	**(120,493)**	(142,263)
Net current assets		**2,402,218**	2,365,882
Creditors: amounts falling due after more than one year	15	**(2,180,541)**	(2,177,854)
Provisions for liabilities			
Deferred taxation	16	**-**	(11,717)
Net assets		**221,677**	176,311
Capital and reserves			
Called up share capital	17	**1**	1
Retained earnings		**221,676**	176,310
Total shareholders' funds		**221,677**	176,311

The financial statements on pages 9 to 22 were approved by the Board of Directors on 27 September 2022 and signed on its behalf by:

DocuSigned by:
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I Shervell
Director

The notes on pages 12 to 22 form an integral part of these financial statements.

Statement of Changes in Equity

For the year ended 31 December 2021

	Called up share capital £	Retained earnings £	Total shareholders' funds £
Balance as at 1 January 2020	**1**	**142,510**	**142,511**
Profit for the financial year	-	33,800	33,800
Total comprehensive income for the year	-	33,800	33,800
Balance as at 31 December 2020	**1**	**176,310**	**176,311**
Balance as at 1 January 2021	**1**	**176,310**	**176,311**
Profit for the financial year	-	**45,366**	**45,366**
Total comprehensive income for the year	-	**45,366**	**45,366**
Balance as at 31 December 2021	**1**	**221,676**	**221,677**

The notes on pages 12 to 22 form an integral part of these financial statements.

Notes to the Financial Statements

For the year ended 31 December 2021

1. General information

NU Local Care Centres (Chichester No. 2) Limited provides facilities management services to a mental health unit constructed under a PFI with the NHS Trust.

The Company is a private company limited by shares and is incorporated in England. The registered office is St Helen's, 1 Undershaft, London, EC3P 3DQ.

2. Statement of compliance

The individual financial statements of NU Local Care Centres (Chichester No. 2) Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

3. Accounting policies

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

a) Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

The PFI Agreement meets the definition of a Service Concession Arrangement under FRS 102, but the company has elected to take the exemption under FRS 102 paragraph 35.10(i) to continue to apply its previous accounting treatment under UK GAAP, as the PFI Agreement was entered into prior to the date of transition to FRS 102. Accordingly, the assets under the PFI Agreement have continued to be accounted for as finance leases and the related income from facilities management services has been accounted for as a service contract.

b) Strategic report and Directors' report

A strategic report has not been included in these audited financial statements as the Company qualifies for exemption as a small entity under Section 414B of the Companies Act 2006 relating to small entities. The Directors' report has been prepared with reduced disclosures in accordance with the provisions applicable to companies entitled to the small companies exemption in section 415A of the Companies Act 2006.

c) Cash flow statement

The Company has taken advantage of the exemption, under FRS 102, from preparing a statement of cash flows, on the basis that it is a qualifying entity and its parent entity, Norwich Union Public Private Partnership Fund, includes the Company's cash flows in its own consolidated financial statements.

d) Going concern

At the balance sheet date the Company had net current assets of £1,241,543 (2020: £1,110,261). The directors have reviewed the current and projected financial position of the Company, making reasonable assumptions about future trading performance. After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

3. Accounting policies (continued)

e) Taxation

(i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which the applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is provided in full, using the liability method on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax assets are recognised only to the extent that it is probable that taxable profit will be available against which deductible temporary differences, carried forward tax credits or tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

f) Financial instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

(i) Financial assets

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

Basic financial assets, including trade and other receivables and cash at bank and in hand balances, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Finance lease receivables from PFI concessions represent outstanding amounts due under finance lease arrangements less finance charges allocated to future periods. Unitary payments receivable are allocated between turnover and the reimbursement of the finance lease receivable based on the effective interest rate.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the Statement of Comprehensive Income.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in the Statement of Comprehensive Income.

Financial assets that are classified as receivable within one year are measured at the undiscounted amount of the cash or other consideration expected to be received, net of impairment.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

3. Accounting policies (continued)

f) Financial instruments (continued)

(ii) Financial liabilities

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Basic financial liabilities are initially measured at transaction price (including transaction costs).

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Debt instruments that are classified as payable within one year and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Other debt instruments not meeting these conditions are measured at amortised cost, using the effective interest rate method.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, is cancelled or expires.

(iii) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

g) Turnover

Turnover comprises finance lease income and facilities management income. At the commencement of the operational phase of the PFI agreement a financial model was created which was calculated in accordance with the agreement and as such cash flows are allocated to the finance lease and facilities management income using a property specific rate.

i. Finance lease income from PFI concession

Cash flows allocated to the finance lease are split between interest income and the capital element of the lease using the effective interest rate method. At the beginning of the PFI Agreement, the cash payments received are lower than the capital and income returns from the Financial model. As such, the lease debtor increases over the first half of the lease term. As the term of the PFI Agreement progresses, the cash payments received will eventually exceed the finance lease income recognised and the receivable balance will reach nil at the conclusion of the PFI Agreement.

ii. Facilities management

The facilities management income comprises of the following:

a) Income allocated from the Financial model and Income for services provided (e.g. laundry, waste management and pest control) as the company fulfils its contractual obligations in respect of those services.
b) Sinking fund income in respect of major maintenance and replacement works is recognised in accordance with accounting policy (p).

h) Cost of sales

Cost of sales includes amounts invoiced in respect of facilities management services provided, and other expenses incurred on an accruals basis. Within facilities management cost, sinking fund cost is recognised as per accounting policy (p) for sinking fund.

3. Accounting policies (continued)

i) Administrative expenses
Administrative expenses include audit fees and other consultancy fees and are recognised on an accruals basis.

j) Interest receivable and similar income
Interest receivable on cash and cash on deposit is recognised on an accruals basis.

k) Interest payable and similar expenses
Interest payable on loans is charged to the Statement of Comprehensive Income using the effective interest rate (EIR) method.

Finance costs incurred in relation to the raising of loan finance are amortised to the Statement of Comprehensive Income over the period of the loan facility.

l) Dividends
Dividends are recognised as liabilities once they are no longer at the discretion of the Company.

m) Cash at bank and in hand
Cash at bank and in hand comprises of cash and cash on deposit, both of which are immediately available and cash held within the sinking fund which is not immediately available.

n) Functional currency
The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

o) Related party transactions
The Company, being an indirect wholly owned subsidiary of Norwich Union Public Private Partnership Fund, has taken advantage of the exemption under the terms of the FRS 102 from disclosing related party transactions with entities that are part of the group headed by Norwich Union Public Private Partnership Fund.

p) Sinking Fund
Income received into the sinking fund is not recognised until the contractual obligations of the corresponding maintenance contract have been fulfilled. The amounts invoiced are recognised as a liability. Once the Company has fulfilled its contractual obligations under the maintenance contract it recognises the expenditure incurred and a corresponding amount is recognised as turnover in its Statement of Comprehensive Income. Differences between the sinking fund and the related bank account are due to timing differences in invoices and actual cash receipts and payments.

4. Critical accounting adjustments and estimation uncertainty

The preparation of the Company's Financial Statements requires the directors to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the reporting date. The estimates and associated assumptions are based on historical experience, expectations of future events and other factors that are considered to be relevant. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected.

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 the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

Notes to the Financial Statements (continued)

4. Critical accounting adjustments and estimation uncertainty (continued)

a. Determination of property specific rate

The accounting for service concession contracts and receivables from PFI concessions requires management to estimate a property specific rate which affects the allocation of cash flows between finance lease and facilities management income over the term of the PFI Agreement. This rate was calculated at the commencement of the operational phase of the PFI concession and was based on the Company's cost of borrowings attributable to the property construction cost at that date. Although this rate was determined at the commencement of the operational phase of the PFI Agreement, it affects the recognition of finance lease income in each accounting period.

b. Impairment assessment

In assessing whether there is any impairment of receivables from PFI concessions, in accordance with accounting policy (f)(i) management assess whether an allowance for impairment should be recorded in the financial statements. An impairment loss is recognised if there are indicators of impairment e.g. defaults in repayments or receipts when due and economic condition of the NHS Trust. Estimates are involved in performing this impairment analysis and determining the amount of impairment if any required.

c. Sinking fund

In line with accounting policy 3 (p) management makes an estimate in projecting the ongoing major maintenance expenditure from the sinking fund. In making this estimate management considers historic and projected maintenance replacement costs and future sinking fund income.

a. Deferred tax asset

Deferred tax assets are recognised to the extent that it's utilisation is probable. The utilisation of deferred tax assets is estimated based on probability to generate sufficient future taxable income. Various factors such as proposed operational plans and forecast profitability are used to estimate the probability of generating future taxable income to use deferred tax assets against future tax liability.

5. Turnover

	2021	2020
	£	£
Finance lease income from PFI concession	**88,354**	93,735
Facilities management	**381,457**	389,001
Total turnover	**469,811**	482,736

There is a single geographical business segment and thus segmental disclosures of turnover are not provided.

6. Cost of sales

	2021	2020
	£	£
Facilities management	**199,859**	172,882
Sinking fund	**33,508**	63,612
Other	**5,296**	4,917
Total cost of sales	**238,663**	241,411

Notes to the Financial Statements (continued)

for the year ended 31 December 2021

7. Administrative expenses

	2021 £	2020 £
Auditors' fees – audit services	**6,329**	5,320
Fund Manager's Fees	**8,631**	8,502
Asset & Operations Management Fees	**39,012**	36,002
Taxation services	**1,780**	1,937
Other	**757**	789
Total administrative expenses	**56,509**	52,550

The Company had no employees during the financial year (2020: nil). The Directors received no emoluments for services to the Company for the financial year (2020: £nil).

During the year no non-audit fees were paid to statutory auditors (2020: £nil).

8. Interest receivable and similar income

	2021 £	2020 £
Bank interest receivable	**220**	1,821
Total interest receivable and similar income	**220**	1,821

9. Interest payable and similar expenses

	2021 £	2020 £
Amortisation of issue costs of loans due to group undertakings	**2,687**	2,694
Interest payable on loans due to group undertakings	**143,098**	142,902
Total interest payable and similar expenses	**145,785**	145,596

10. Tax on profit

(a) Tax reconciliation

	2021 £	2020 £
Current tax		
UK corporation tax charge on profit for the year	**20,167**	21,888
Adjustments in respect of prior period	**(21,901)**	13
Total current tax charge	**(1,734)**	21,901
Deferred tax		
Origination and reversal of timing differences	**(19,258)**	(13,338)
Adjustments in respect of prior periods	**760**	-
Effects of tax rate change on opening balance	**3,940**	2,637
Total deferred tax (see note 16)	**(14,558)**	(10,701)
Total tax on profit	**(16,292)**	11,200

10. Tax on profit (Continued)

(b) Factors affecting total tax charge for the year

	2021 £	2020 £
Profit before taxation	**29,074**	45,000
Current charge at standard UK corporation tax rate of 19% (2020: 19%)	**5,524**	8,550
Effects of:		
Expenses not deductable for tax purposes	**7**	-
Adjustments in respect of prior period	**(21,901)**	13
Adjustments in respect of prior period-deferred tax	**760**	-
Adjust opening deferred tax to closing rate of 25% (2020: 19%)	**(682)**	2,637
Total tax charge	**(16,292)**	11,200

The Company's profit for this accounting year are taxed at an effective rate of 19% (2020: 19%).

An increase in the UK corporation tax rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021, This revised rate has been used in the calculation of the Company's deferred tax assets and liabilities as at 31 December 2021 and increased the Company's deferred tax assets by £682.

On 23 September 2022, The UK Chancellor of the Exchequer announced that the intended increase in the UK corporate tax rate to 25% from April 2023 will be cancelled. This change has not been substantively enacted as at the date of these accounts, and so is not reflected in the company's balance sheet. The impact of this change is not expected to be material to these accounts.

During 2020, the reduction in the UK corporation tax rate that was due to take effect was cancelled, and as a result, the rate remained at 19%. This rate was used in the calculation of the Company's deferred tax assets and liabilities as at 31 December 2020 and increased the Company's deferred tax liabilities by £2,637.

11. Debtors

	2021 £	2020 £
Amounts falling due after more than one year:		
Receivables from PFI concession (see below)	**1,160,675**	1,255,621
Total debtors amounts falling due after more than one year	**1,160,675**	1,255,621
Amounts falling due within one year:		
Trade debtors	**16,770**	35
Receivables from PFI concession (see below)	**94,946**	84,567
Deferred tax asset	**2,841**	-
Total debtors amounts falling due within one year	**114,557**	84,602
Total debtors	**1,272,391**	1,340,223

11. Debtors (continued)

Receivables from PFI concessions
The net amount from PFI concession comprises:

	2021 £	2020 £
Total future payments	**1,678,110**	1,851,030
Less: interest allocated to future years	**(422,489)**	(510,842)
Total net amount from PFI concession	**1,255,621**	1,340,188

This comprises of:

	2021 £	2020 £
Amounts falling due within one year	**94,946**	84,567
Amounts falling due between 2 and 5 years	**501,286**	450,752
Amounts falling due after more than 5 years	**659,389**	804,869
Total	**1,255,621**	1,340,188

The receivables from PFI concessions due after more than one year include an amount of £998,606 (2020: £1,029,424) in respect of timing differences between the amounts invoiced to the NHS Trust and the amounts required to achieve a constant rate of return on the net cash investment.

The total amount receivable from PFI concessions comprises the amount owed by the NHS Trust under the terms of the PFI Agreement. This balance takes into account the residual value of the property at the end of the primary lease term, which is deemed to be £nil (2020: £nil).

In the operational phase of the PFI Agreement to provide facilities management services to the mental health care unit, the property is leased under the PFI Agreement to the NHS Trust. The Company recognises the amount owed by the NHS Trust in debtors after deducting finance charges allocated to future years. The value of the receivable from PFI concessions are based upon the expected repayments receivable from the NHS Trust.

The interest earned under the PFI Agreement is calculated using the actuarial method to give a constant rate of return on the net cash investment. The interest is recognised in the Statement of Comprehensive Income over the primary term of the lease, which is thirty years.

The directors consider the key risk underlying the PFI Agreement to be the recoverability of the amounts owed by the NHS Trust. This risk on default on payments is deemed limited due to the counter party being a public body supported by the government.

12. Prepayments and accrued income

	2021 £	2020 £
Prepayments	**659**	689
Accrued income	**51,716**	56,216
Total prepayments and accrued income	**52,375**	56,905

13. Cash at bank and in hand

Cash at bank and in hand includes £15,416 (2020: £22,507) which relates to amounts paid by Sussex Partnership NHS Foundation Trust into a sinking fund to fund the replacement and repair of certain assets. The fund cannot be accessed by the Company for any other purpose.

Notes to the Financial Statements (continued)

14. Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	**16,770**	23,775
Sinking fund	**15,418**	24,520
Amounts owed to group undertakings	**3,586**	24,129
Sundry creditors - VAT	**17,370**	14,231
Accruals and deferred income	**67,349**	55,608
Total creditors amounts falling due within one year	**120,493**	142,263

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

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

	2021 £	2020 £
Amounts owed to group undertakings		
Loans due to NUPPP (Care Technology and Learning Centres) Limited	**2,200,000**	2,200,000
Gross loan	**2,200,000**	2,200,000
Unamortised issued costs	**(19,459)**	(22,146)
Total amounts falling due after more than one year	**2,180,541**	2,177,854

The loans are unsecured and repayable in full on 31 March 2031. Interest is charged on these loans at an annual rate of 6.50% (2020: 6.50%).

16. Deferred taxation

	2021 £	2020 £
Balance as at 1 January	**11,717**	22,418
Credit for the year	**(19,258)**	(13,338)
Adjustments to deferred tax charge in respect of prior period	**760**	-
Effect of tax rate change on opening balance	**3,940**	2,637
Balance as at 31 December	**(2,841)**	11,717

The provision for deferred taxation is made up of:

	2021 £	2020 £
Accelerated capital allowances	**82,310**	65,400
Short term timing differences	**(82,335)**	(51,543)
Tax losses carried forward	**(2,816)**	(2,140)
Total provision for deferred taxation	**(2,841)**	11,717

An increase in the UK corporation tax rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021, and the UK deferred tax asset as at 31 December 2021 has been calculated based on this rate (2020: 19%).

Notes to the Financial Statements (continued)

for the year ended 31 December 2021

17. Called up share capital

	2021 £	2020 £
The allotted, called up and fully paid share capital of the Company at 31 December was:		
1 (2020: 1) ordinary share of £1 each	**1**	1

18. Contingent liabilities and commitments

There were no contingent liabilities or commitments at the balance sheet date (2020: £nil).

19. Related party transactions

The Company, being an indirect, wholly owned subsidiary of Norwich Union Public Private Partnership Fund, has taken advantage of the exemption under the terms of the FRS 102 from disclosing related party transactions with entities that are part of the group headed by Norwich Union Public Private Partnership Fund.

Copies of the financial statements of Norwich Union Public Private Partnership Fund are available on application to

Aviva Company Secretarial Services Limited
St Helen's
1 Undershaft, London
EC3P 3DQ

20. Parent and ultimate controlling entity

The Company's immediate parent undertaking is NUPPP (Care Technology and Learning Centres) Limited. Norwich Union Public Private Partnership Fund, which has 100% interest of the immediate parent undertaking is the smallest group of undertakings to provide consolidated financial statements for the years ended 31 December 2021 and 31 December 2020. The consolidated financial statements of Norwich Union Public Private Partnership Fund are available on application to:

Aviva Company Secretarial Services Limited
St Helen's
1 Undershaft, London
EC3P 3DQ

The General Partner of the Norwich Union Public Private Partnership Fund is NUPPP (GP) Limited, a company incorporated in Great Britain and registered in England and Wales.

The Norwich Union Public Private Partnership Fund is controlled by NUPPP (GP) Limited. However, the beneficial interest is held by The Lime Property Fund Limited Partnership. The Lime Property Fund Limited Partnership is the largest group to provide consolidated financial statements for the years ended 31 December 2021 and 31 December 2020, including the results of the Norwich Union Public Private Partnership Fund (and therefore this company) and are available on application to:

Aviva Company Secretarial Services Limited
St Helen's
1 Undershaft, London
EC3P 3DQ

The Lime Property Fund Limited Partnership is controlled by The Lime (General Partner) Limited but its ultimate parent undertaking is Lime Property Fund Unit Trust, which is registered in Jersey.

21. Subsequent events

Events after the reporting financial year have been evaluated up to the date the audited financial statements were approved and authorised for issue by the directors. No events that would have a material impact on the financial statements have been identified.