

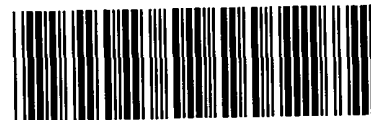
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**PROMEDICA UK LIMITED**

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**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 OCTOBER 2015**

WEDNESDAY



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COMPANIES HOUSE

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**PROMEDICA UK LIMITED**

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**COMPANY INFORMATION**

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**DIRECTORS**

S C Talbot  
I McEvoy

**REGISTERED NUMBER**

04095231

**REGISTERED OFFICE**

1 Newbridge Close  
Bristol  
BS4 4AX

**INDEPENDENT AUDITOR**

Hillier Hopkins LLP  
Chartered Accountants & Statutory Auditor  
Chancery House  
199 Silbury Boulevard  
Milton Keynes  
MK9 1JL

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**PROMEDICA UK LIMITED**

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## PROMEDICA UK LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 OCTOBER 2015

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The directors present their report and the audited financial statements for the year ended 31 October 2015.

#### DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### PRINCIPAL ACTIVITIES

The Principal activity of the company in the year under review was that of non-trading subsidiary.

#### DIRECTORS

The directors who served during the year were:

S C Talbot  
I McEvoy

#### DISCLOSURE OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

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

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**PROMEDICA UK LIMITED**

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**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 OCTOBER 2015**

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**AUDITOR**

The auditor, Hillier Hopkins LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

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



.....  
**S C Talbot**  
Director

Date: 25/7/16

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## PROMEDICA UK LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF PROMEDICA UK LIMITED

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We have audited the financial statements of Promedica UK Limited for the year ended 31 October 2015, set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an Auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 October 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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PROMEDICA UK LIMITED

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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF PROMEDICA UK LIMITED

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**MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and to take advantage of the small companies' exemption from the requirement to prepare a Strategic report or in preparing the Directors' report.

*Hillier Hopkins LLP*

Neal Carter ACA (Senior statutory auditor)

for and on behalf of

**Hillier Hopkins LLP**

Chartered Accountants

Statutory Auditor

Chancery House

199 Silbury Boulevard

Milton Keynes

MK9 1JL

Date: 26.7.16

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PROMEDICA UK LIMITED

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PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 OCTOBER 2015

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	Note	2015 £	2014 £
Administrative expenses		(450,000)	-
<b>(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>(450,000)</b>	-
Tax on loss on ordinary activities		-	-
<b>LOSS FOR THE FINANCIAL YEAR</b>	5	<b>(450,000)</b>	-

The notes on pages 7 to 9 form part of these financial statements.



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PROMEDICA UK LIMITED  
REGISTERED NUMBER: 04095231

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BALANCE SHEET  
AS AT 31 OCTOBER 2015

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	Note	2015 £	2014 £
<b>CURRENT ASSETS</b>			
Debtors	2	-	920,479
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		-	920,479
<b>CREDITORS:</b> amounts falling due after more than one year	3	-	(376,708)
<b>NET ASSETS</b>		-	543,771
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	450,000	450,000
Profit and loss account	5	(450,000)	93,771
<b>SHAREHOLDERS' FUNDS</b>		-	543,771

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

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

  
.....  
**S C Talbot**  
Director

Date: 25/11/16

The notes on pages 7 to 9 form part of these financial statements.

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PROMEDICA UK LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 OCTOBER 2015

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1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

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

The company was dormant throughout the current and previous year.

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

2. DEBTORS

	2015 £	2014 £
<b>Due after more than one year</b>		
Amounts owed by group undertakings	-	920,479

3. CREDITORS:  
Amounts falling due after more than one year

	2015 £	2014 £
Amounts owed to group undertakings	-	376,708

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PROMEDICA UK LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 OCTOBER 2015

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4. SHARE CAPITAL

	2015 £	2014 £
<b>Allotted, called up and fully paid</b>		
350,000 Ordinary shares of £1 each	350,000	350,000
66,668 Ordinary A shares of £1 each	66,668	66,668
16,660 Ordinary B shares of £1 each	16,660	16,660
16,672 Ordinary C shares of £1 each	16,672	16,672
	<u>450,000</u>	<u>450,000</u>

5. RESERVES

	Profit and loss account £
At 1 November 2014	93,771
Loss for the financial year	(450,000)
Dividends: Equity capital	(93,771)
	<u>(450,000)</u>
At 31 October 2015	<u>(450,000)</u>

6. DIVIDENDS

	2015 £	2014 £
Dividends paid on equity capital	<u>93,771</u>	<u>-</u>

7. CONTINGENT LIABILITIES

The company and its parent, P3 Medical Group Limited have entered into an agreement with the Bank of Scotland to guarantee unconditionally on a joint and several basis, any liabilities to the bank against all group assets in any company.

8. RELATED PARTY TRANSACTIONS

During the year the inter-company balance owed of £450,000 from P3 Medical Limited, a fellow subsidiary was written off.

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**PROMEDICA UK LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 OCTOBER 2015**

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**9. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

The parent company is P3 Medical Group Limited.

The ultimate parent company is Jardines (UK) Limited. Copies of the consolidated financial statements can be obtained from:

Lakeside  
Shirwell Crescent  
Milton Keynes  
MK4 1GA

Consequently no disclosure has been made of transactions with other group entities.

The ultimate controlling party is Mr H Modi.