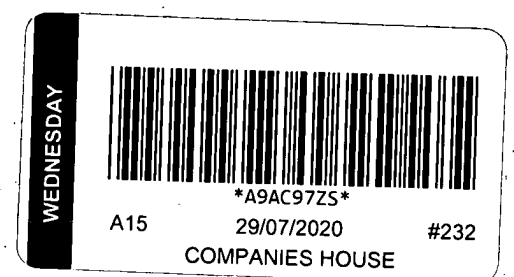


Registered num04499876

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**



**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Company Information**

**Directors**

R J Bradford  
A S L Cummings (resigned 8 July 2019)  
D M Petrie (appointed 8 July 2019)  
A G Searle (appointed 15 April 2020)

**Registered number**

04499876

**Registered office**

Beechwood Hall  
Kingsmead Road  
High Wycombe  
Buckinghamshire  
HP11 1JL

**Independent auditor**

KPMG LLP  
Statutory Auditor  
The Pinnacle  
170 Midsummer Boulevard  
Milton Keynes  
MK9 1BP

**Bankers**

Bank of Scotland  
4th Floor  
25 Gresham Street  
London  
EC2V 7HN

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

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**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Directors' Report**

The Directors present their report and audited Financial Statements for the Company for the year ended 30 September 2019.

**Principal activity**

The principal activity of the Company is that of health assessments under the Preventicum brand. Preventicum, from its London Centre of Preventive Medicine, combines radiation free medical technology with highly experienced doctors and '6-star' service to provide in-depth, full-body check-ups to individual and corporate clients. The check-up not only aims to diagnose existing conditions, it also focuses on evaluating key risk factors and developing a preventative strategy specifically tailored to client lifestyle. The centre piece of the check-up is a unique, radiation free MRI scan of key body parts reviewed by specialist radiologists.

**Business review**

Revenue for the year was £5.2 million (2018: £4.5 million) generating an operating profit of £0.5 million (2018: £0.5 million).

**Covid-19**

Following the outbreak of the Covid-19 global pandemic, Healthcare systems across the world have worked to dedicate resources to fight the virus. In the UK the NHS has focussed its attention on dealing with the pandemic which for some services has led to a suspension or reduction in diagnostic tests. InHealth has worked to support and partner with the NHS wherever possible during this period, mobilising specific and innovative Covid-19 responses utilising its people and assets across the UK. The Group has seen reduced activity levels as a result of Covid-19 but continues to support the NHS through this time.

In the short term the Company has seen a drop in activity in some services, overall revenue has fallen as a result of the pandemic but over the next 12 months is expected to gradually recover as the backlog in diagnostic tests is addressed. Government restrictions are expected to lift over time and while the economic impact may continue in the UK, the demand for healthcare services is anticipated to remain high.

The Directors consider that the outlook for the Company therefore remains strong and that it will continue to develop new and innovative patient services to make Healthcare better whilst remaining an essential partner for the NHS during this recovery period and beyond.

Following the outbreak of the virus the Directors have reassessed forecasts for the next 12 month period from the date of the approval of the Financial Statements including the potential impact of a slower recovery of services and consider that sufficient funds are available to meet liabilities as they fall due and have therefore prepared the Financial Statements on a Going Concern basis (see note 1.3 for further information on the going concern basis of preparation).

**Dividends**

The Directors do not recommend the payment of a dividend (2018: £nil).

**Directors**

The Directors who held office during the year and up to the date of signing the Financial statements were as follows:

R J Bradford  
A S L Cummings (resigned 8 July 2019)  
D M Petrie (appointed 8 July 2019)  
A G Searle (appointed 20 April 2020)

**Political donations**

The Company made no political donations (2018: £nil).

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Directors' Report (continued)**

**Employees**

Our people are central to our success in both delivering-existing business and winning new contracts. Investment in our people and in building the right working environment will continue to be a priority. The Company employs 21 highly skilled and trained professionals with many years of experience working within the health sector.

The Board remains grateful for the contributions made by all individuals.

**Employee involvement**

The Company's policy is to consult with employees on matters likely to affect the employees' interests. Information on matters of concern to employees is given through information bulletins and reports, which seek to achieve a common awareness on the part of all employees of the financial and economic factors affecting the Company's performance.

**Employment of disabled people**

It is the Company's policy that disabled people are given the same consideration as other applicants for all job vacancies for which they offer themselves as suitable candidates. Similarly, the Company's policy is to continue to employ and train employees who have become disabled, wherever possible.

**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 the Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the Director has taken all the steps that 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.

**Post balance sheet events**

Following the outbreak of the Covid-19 global pandemic declared by the World Health Organisation on 11 March 2020, the Company has had to adapt its operations following government measures to contain the virus. The Directors consider this event to be a non-adjusting post balance sheet event.

**Auditor**

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

This report was approved by the Board on 15 July 2020 and signed on its behalf by:



**R J Bradford**  
Director

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the Financial Statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 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, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## **Independent Auditor's Report to the Members of Euroclinics (UK) Limited**

### **Opinion**

We have audited the Financial Statements of Euroclinics (UK) Limited ("the Company") for the year ended 30 September 2019 which comprise the Statement of Comprehensive Income, the Balance Sheet and the Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the Financial Statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Going concern**

The Directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the Directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Company will continue in operation.

## **Independent Auditor's Report to the Members of Euroclinics (UK) Limited**

### **Directors' report**

The Directors are responsible for the Directors' report. Our opinion on the Financial Statements does not cover that report and, accordingly, we do not express an audit opinion thereon.

Our responsibility is to read the Director's report and, in doing so, consider whether, based on our Financial Statements audit work, the information therein is materially misstated or inconsistent with the Financial Statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the other information;
- in our opinion the information given in the Directors' report for the financial year is consistent with the Financial Statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required 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 take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

### **Directors' responsibilities**

As explained more fully in their statement set out on page 3, the Directors are responsible for: the preparation of the Financial Statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditors](http://www.frc.org.uk/auditors) responsibilities.



## **Independent Auditor's Report to the Members of Euroclinics (UK) Limited**

### **The purpose of our audit work and to whom we owe our responsibilities**

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.

A handwritten signature in black ink, appearing to read 'David Neale'.

**David Neale (Senior statutory auditor)**

for and on behalf of

**KPMG LLP**  
Statutory Auditor  
The Pinnacle  
170 Midsummer Boulevard  
Milton Keynes  
MK9 1BP  
Date: 17 July 2020

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Statement of Comprehensive Income**  
**For the Year Ended 30 September 2019**

	<b>Note</b>	<b>2019 £000</b>	<b>2018 £000</b>
Revenue	3	<b>5,210</b>	4,507
Cost of sales		<b>(2,443)</b>	(2,246)
<b>Gross profit</b>		<b>2,767</b>	2,261
Administrative expenses		<b>(2,290)</b>	(1,778)
<b>Operating profit</b>		<b>477</b>	483
Interest payable and expenses	6	<b>(159)</b>	(39)
<b>Profit before tax</b>		<b>318</b>	444
Tax on profit	7	-	-
<b>Profit and total comprehensive income for the financial year</b>		<b>318</b>	444

The notes on pages 10 to 21 form part of these financial statements.

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**Registered number:04499876**

**Balance Sheet**  
**As at 30 September 2019**

	Note	2019 £000	2018 £000
<b>Current assets</b>			
Debtors: amounts falling due within one year	8	2,618	3,896
Cash at bank and in hand		110	198
		<u>2,728</u>	<u>4,094</u>
Creditors: amounts falling due within one year	9	(1,110)	(2,794)
<b>Net current assets</b>		<u>1,618</u>	<u>1,300</u>
<b>Total assets less current liabilities</b>		<u>1,618</u>	<u>1,300</u>
Creditors: amounts falling due after more than one year	10	(3,460)	(3,318)
		<u>(1,842)</u>	<u>(2,018)</u>
<b>Net liabilities</b>		<u>(1,842)</u>	<u>(2,018)</u>
<b>Capital and reserves</b>			
Called up share capital	11	559	559
Capital contribution reserve		351	-
Profit and loss account		(2,752)	(2,577)
<b>Total shareholders' deficit</b>		<u>(1,842)</u>	<u>(2,018)</u>

The Company's Financial Statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The Financial Statements were approved and authorised for issue by the Board and were signed on its behalf on 15 July 2020.

  
**R J Bradford**  
 Director

The notes on pages 10 to 21 form part of these financial statements.

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Statement of Changes in Equity**  
**For the Year Ended 30 September 2019**

	<b>Called up share capital</b>	<b>Capital contribution reserve</b>	<b>Profit and loss account</b>	<b>Total equity</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
<b>At 1 October 2017</b>	<b>559</b>	<b>-</b>	<b>(3,021)</b>	<b>(2,462)</b>
Profit for the year	-	-	444	444
<b>At 1 October 2018</b>	<b>559</b>	<b>-</b>	<b>(2,577)</b>	<b>(2,018)</b>
Profit for the year	-	-	318	318
Current year contribution	-	351	(493)	(142)
<b>At 30 September 2019</b>	<b>559</b>	<b>351</b>	<b>(2,752)</b>	<b>(1,842)</b>

The notes on pages 10 to 21 form part of these financial statements.

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Notes to the Financial Statements**

**1. Accounting policies**

**1.1 Basis of preparation of financial statements**

Euroclinics (UK) Limited is a private company incorporated, domiciled and registered in the UK. The registered number is 04499876 and the registered address is Beechwood Hall, Kingsmead Road, High Wycombe, Buckinghamshire, HP11 1JL.

The Financial Statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of Financial Statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 2).

**1.2 Financial reporting standard 101 - reduced disclosure exemptions**

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1; and
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements.
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

**Notes to the Financial Statements**

**1. Accounting policies (continued)**

**1.3 Going concern**

The Company's business activities, together with the factors likely to affect its future development and position, are set out in the Principal activity section of the Directors' Report on page 1.

The Financial Statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

As at 30 September 2019 the Company had net liabilities of £1.8m, net current assets of £1.6m and cash and cash equivalents of £0.1m. As at 30 June 2020 the working capital position of the Company remains consistent with the year end.

Since the outbreak of the global pandemic Covid-19, the Directors have reassessed their prepared profit and cashflow forecasts for a period of 12 months from the date of approval of these Financial Statements. This includes assumptions over the certainty of cash flows and including the impact of immediate reduced activity levels from March 2020 until October 2020, gradually recovering across the Group over the next 12 months. These forecasts indicate that, even when considering a severe but plausible downside, the Company will, subject to ongoing group support as set out below, continue to have sufficient funds to meet its liabilities as they fall due. The Company considers the medium-term outlook to be strong due to the opportunity to support the NHS in addressing the backlog of diagnostic tests.

The Company participates in the Group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. In order to finance the working capital and capital investment, the Company's ultimate parent undertaking InHealth UK Holdings Limited has provided written confirmation that it will for at least 12 months from the date of approval of these Financial Statements continue to make available such funds as are needed by the Company and in particular will not seek repayment of amounts currently made available. The Directors, based on the financial position of the Group and the Group's own going concern assessment, are satisfied that these arrangements will continue for the foreseeable future. As with any company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these Financial Statements, they have no reason to believe that it will not do so.

After taking into consideration the factors likely to affect the future of the Company, set out in the Principal activity section of the Directors' Report on page 1, the Company's absence of external debt and availability of cash after considering the above impact of Covid-19, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future (at least 12 months after the approval of these Financial Statements). Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the Financial Statements and therefore have prepared the Financial Statements on a going concern basis.

**Notes to the Financial Statements**

**1. Accounting policies (continued)**

**1.4 Financial instruments (policy applicable from 1 October 2018)**

**i) Recognition and initial measurement**

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

**ii) Classification and subsequent measurement**

**Financial assets**

**(a) Classification**

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and call deposits.

**(b) Subsequent measurement and gains and losses**

Financial assets at FVPL - these assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost - These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

**Financial liabilities and equity**

Financial liabilities are classified as measured at amortised cost or FVPL. A financial liability is classified as at FVPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

**Notes to the Financial Statements**

**1. Accounting policies (continued)**

**1.4 Financial instruments (policy applicable from 1 October 2018) (continued)**

**iii) Impairment**

The Company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost.

The Company measures loss allowances at an amount equal to lifetime ECL, except for bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12-month ECL.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held).

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months). The maximum period considered when estimating ECLs is the maximum contractual period over which the company is exposed to credit risk.

*Measurement of ECLs*

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

*Credit-impaired financial assets*

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

*Write-offs*

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.



**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Notes to the Financial Statements**

**1. Accounting policies (continued)**

**1.5 Non-derivative financial instruments (policy applicable prior to 1 October 2018)**

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

*Trade and other debtors*

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

*Trade and other creditors*

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

**1.6 Employee benefits**

**Defined contribution plans**

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the periods during which services are rendered by employees.

**1.7 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 is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

**EUROCLINICS (UK) LIMITED**  
**Directors' Report and Financial Statements**  
**For the Year Ended 30 September 2019**

**Notes to the Financial Statements**

**1. Accounting policies (continued)**

**1.8 Impact of new international reporting standards, amendments and interpretations**

**IFRS 9**

There have been no material impacts on the Company's Financial Statements as a result of adopting IFRS 9 from 1 October 2018.

**IFRS 15**

From 1 October 2018, the Company has applied IFRS 15 using the cumulative effect method. The revenue accounting policy for the prior period was under IAS 18.

There have been no material impacts on the Company's Financial Statements as a result of adopting IFRS 15 across all areas of the business from 1 October 2018.

**IFRS 16**

IFRS 16 - Leases, comes into effect for periods starting on or after 1 January 2019. IFRS16 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments. InHealth are currently performing an assessment of the impact and the adoption of IFRS 16 will impact the Financial Statements within the context of the current operating lease costs accounted for under IAS 17.

**Notes to the Financial Statements**

**1. Accounting policies (continued)**

**1.9 Revenue**

Revenue, which is measured as the fair value of consideration received for the activity performed, represents the amounts invoiced for the provision of health assessments (excluding value added tax).

Revenue is recognised on the basis of the 5-step model under IFRS 15, which sets out the rules for revenue from contracts with customers based on the satisfaction of performance obligations. Management has undertaken a detailed assessment of all revenue streams using the 5-step approach specified by IFRS 15:

- Identify the contract(s) with the customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue when (or as) a performance obligation is satisfied

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company does not adjust any transaction prices for the time value of money.

**Rendering of services**

Revenue from providing services is recognised in the accounting period in which the services are rendered and when performance obligations are satisfied. The Company typically satisfies its performance obligations as services are rendered on a "per procedure" basis, depending upon the terms of the contract. Revenue is recognised when control over the services transfers to the end customer ie. when the end customer has the ability to control the use of the transferred services provided and derive substantially their remaining benefits. Revenue is recognised when a contract with enforceable rights and obligations exists and the receipt of consideration is likely, taking into account the customer's credit quality. Revenue reflects all sales made by the Company, whether delivered directly or by sub-contractors as the Company remains the principal in all transactions.

For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided because the customer receives and uses the benefits simultaneously.

Where contracts include multiple performance obligations, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices. Where these are not directly observable, they are estimated based on expected cost plus margin.

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

The preparation of the Financial Statements requires management to make judgements, estimates and assumptions in the application of accounting policies that affect reported amounts of assets, liabilities, revenues and expenses during the year.

Management periodically evaluates its estimates and judgements and bases them on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgements about the carrying values of assets and liabilities that are not readily available from other resources. Actual results may differ from these estimates.

Management concluded that estimates and assumptions have no significant effect on the amounts recognised in the Financial Statements.

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**3. Revenue**

An analysis of revenue by class of business is as follows:

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Provision of services	<b>5,210</b>	<b>4,507</b>
	<b>5,210</b>	<b>4,507</b>

All revenue arose within the United Kingdom.

**4. Auditor's remuneration**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	<b>10</b>	<b>8</b>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

**5. Employees**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Wages and salaries	<b>1,139</b>	<b>979</b>
Social security costs	<b>127</b>	<b>114</b>
Cost of defined contribution scheme	<b>44</b>	<b>31</b>
	<b>1,310</b>	<b>1,124</b>

The average monthly number of employees, including the directors, during the year was as follows:

	<b>2019</b>	<b>2018</b>
	<b>No.</b>	<b>No.</b>
Management	<b>1</b>	<b>1</b>
Administrative	<b>1</b>	<b>1</b>
Sales	<b>1</b>	<b>1</b>
Medical	<b>18</b>	<b>14</b>
	<b>21</b>	<b>17</b>

All Directors' remuneration was borne by InHealth Limited during the year. The notional cost of Directors to the Company was £4,000 (2018: £4,000) during the year. None of the Directors received any remuneration from the Company during the current or prior year.

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**6. Interest payable and similar expenses**

	2019 £000	2018 £000
Interest payable on financial liabilities	159	39
	<u>159</u>	<u>39</u>

**7. Taxation**

	2019 £000	2018 £000
Taxation on profit on ordinary activities	-	-
	<u>-</u>	<u>-</u>

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2018: lower than) the standard rate of corporation tax in the UK of 19.00% (2018: 19.00%). The differences are explained below:

	2019 £000	2018 £000
Profit on ordinary activities before tax	318	444
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2018: 19.00%)	60	84
Effects of:		
Utilisation of brought forward tax losses	(60)	(84)
Total tax charge for the year	-	-
	<u>-</u>	<u>-</u>

**Factors that may affect future tax charges**

A reduction in the UK corporation tax rate from 19% to 18% (effective 1 April 2020) was substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the Company's future current tax charge accordingly.

The company has unrecognised deferred tax assets of £221,000 (2018: £295,000). This has not been recognised as it is not probable that future taxable profits will be available against which the asset can be utilised.

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**8. Debtors**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Trade debtors	70	144
Amounts owed by group undertakings	2,530	3,720
Prepayments and accrued income	18	32
<b>Amounts falling due within one year</b>	<b>2,618</b>	<b>3,896</b>

**9. Creditors: Amounts falling due within one year**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Trade creditors	272	242
Amounts owed to group undertakings	731	2,379
Accruals and deferred income	107	173
	<b>1,110</b>	<b>2,794</b>

**10. Creditors: Amounts falling due after more than one year**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
Amounts owed to group undertakings	3,460	3,318
	<b>3,460</b>	<b>3,318</b>

The amounts owed to group undertakings are repayable 2 years from the balance sheet date. The loan face value is £3,577,000 (2018: £3,577,000) at an interest rate of 3.5% (2018: 0%). This loan is held at fair value of £3,339,000 (2018: £3,318,000). The amounts owed to group undertakings includes the interest on the loan that is due after more than one year. The loan was repaid in full in May 2020.

**11. Share capital**

	<b>2019</b>	<b>2018</b>
	<b>£000</b>	<b>£000</b>
<b>Allotted, called up and fully paid</b>		
558,613 (2018: 558,613) Ordinary shares of £1.00 each	559	559

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**Notes to the Financial Statements**

**12. Capital contribution reserve**

	£000
At 1 October 2018	-
Current year contribution	351
	<hr/>
	<b>351</b> <hr/>

Following a review of the accounting behind the loans issued between intra-group companies it was noted that where a below market rate of interest was charged on these loans, the benefit of this interest rate has not been correctly recorded within the corresponding entities to record the increase in investment from the issuing company; nor the capital contribution in the receiving entity.

The group operate a centralised treasury function and issue several loans between intra-group entities and has now recognised the increase in investments and capital contributions in the respective entities. Within the Company, this has resulted in an increase in contributed capital of £351,000 and an in year profit impact of £117,000 interest expense within the financial statements for the year ending 30 September 2019.

As this change has no significant impact on the statement of comprehensive income, no impact on the statement of cash flows and the effect of these adjustments is not material in the context of the overall value of reserves, it is, in the judgement of the Directors, appropriate to affect the change through the current period.

**13. Financial instruments**

*Financial risk management*

Management continually monitor the credit risk, liquidity risk and market risk affecting the business and its financial assets and liabilities.

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities.

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments.

Credit risk, liquidity risk and market risk are not considered material for the Company. These financial risks are considered on a consolidated basis in the Company's ultimate parent company, InHealth UK Holdings Limited.

**14. Post balance sheet events**

Following the outbreak of the Covid-19 global pandemic declared by the World Health Organisation on 11 March 2020, the Company has had to adapt its operations following government measures to contain the virus. The Directors consider this event to be a non-adjusting post balance sheet event. The detailed consideration of this significant event which has occurred since the end of the financial year is included in the Directors' Report on page 1.

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**15. Ultimate parent undertaking and parent company of larger group**

The ultimate parent undertaking and controlling party is The Damask Trust, the Trustees of which are I H Bradbury and The Embleton Trust Corporation Limited.

The largest Group in which the results of the Company are consolidated is that headed by InHealth UK Holdings Limited, which is incorporated in England and Wales. The smallest Group in which the results of the Company are consolidated is that headed by InHealth Group Limited, which is incorporated in England and Wales. The consolidated Financial Statements of these groups are available to the public and may be obtained from Beechwood Hall, Kingsmead Road, High Wycombe, Buckinghamshire, HP11 1JL.