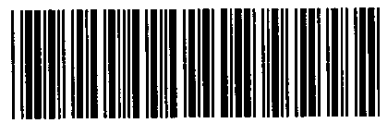


Company Registration No. 04827227 (England and Wales)

**BRANAS ISAF (HOLDINGS) LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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## **BRANAS ISAF (HOLDINGS) LIMITED**

### **COMPANY INFORMATION**

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#### **Directors**

H Sheikh  
F Sheikh  
K Jones (Appointed 8 January 2019)  
C K Dickinson (Appointed 13 January 2020)

#### **Company number**

04827227

#### **Registered office**

5th Floor  
Metropolitan House  
3 Darkes Lane  
Potters Bar  
Hertfordshire  
EN6 1AG

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# **BRANAS ISAF (HOLDINGS) LIMITED**

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# **BRANAS ISAF (HOLDINGS) LIMITED**

## **DIRECTORS' REPORT**

***FOR THE YEAR ENDED 30 SEPTEMBER 2019***

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The directors present their annual report and financial statements for the year ended 30 September 2019.

### **Principal activities**

The company acts as an intermediary holding company of subsidiaries whose principal activity during the year continued to be the provision of a range of specialist care services for young people.

### **Results and dividends**

The results for the year are set out on page 2.

### **Strategic report exemption**

The company has taken advantage of the small companies exemption under S414B of the Companies Act 2006 from the requirement to prepare a strategic report.

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### **Directors**

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

H Sheikh

F Sheikh

G Dufton

K Jones

M Hill

C K Dickinson

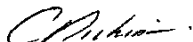
(Appointed 8 January 2019 and resigned 13 January 2020)

(Appointed 8 January 2019)

(Deceased 9 December 2018)

(Appointed 13 January 2020)

On behalf of the board



.....  
C K Dickinson

**Director**

Date: 13/07/20.....

## BRANAS ISAF (HOLDINGS) LIMITED

### STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2019

|   | Notes     | 2019<br>£'000 | 2018<br>£'000 |
|---|-----------|---------------|---------------|
| Administrative expenses   |           | -             | (3)           |
| Investment income   | 6         | -             | 4,000         |
| <b>Profit before taxation</b>                                       |           | -             | 3,997         |
| Tax on profit   | 8         | 29            | -             |
| <b>Profit and total comprehensive income for the financial year</b> | <b>14</b> | <b>29</b>     | <b>3,997</b>  |

The income statement has been prepared on the basis that all operations are continuing operations.

# BRANAS ISAF (HOLDINGS) LIMITED

## STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2019


|  | Notes | 2019<br>£'000 | 2018<br>£'000 |
|--|-------|---------------|---------------|
| <b>Non-current assets</b>                    |       |               |               |
| Property, plant and equipment                | 9     | 3             | 3             |
| <b>Current assets</b>                        |       |               |               |
| Trade and other receivables                  | 12    | 285           | 285           |
| <b>Current liabilities</b>                   |       |               |               |
| Taxation and social security                 |       | -             | 29            |
| <b>Net current assets</b>                    |       | 285           | 256           |
| <b>Total assets less current liabilities</b> |       | 288           | 259           |
| <b>Net assets</b>                            |       | 288           | 259           |
| <b>Equity</b>                                |       |               |               |
| Called up share capital                      | 13    | -             | -             |
| Retained earnings                            | 14    | 288           | 259           |
| <b>Total equity</b>                          |       | 288           | 259           |

For the financial year ended 30 September 2019 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

The financial statements were approved by the board of directors and authorised for issue on 13/07/20 and are signed on its behalf by:

  
C K Dickinson  
Director

Company Registration No. 04827227

## BRANAS ISAF (HOLDINGS) LIMITED

### STATEMENT OF CHANGES IN EQUITY

*FOR THE YEAR ENDED 30 SEPTEMBER 2019*

|  | Notes | Retained<br>earnings<br>£'000 |
|--|-------|-------------------------------|
| Balance at 1 October 2017                          |       | 262                           |
| Year ended 30 September 2018:                      |       |                               |
| Profit and total comprehensive income for the year |       | 3,997                         |
| Dividends  | 7     | (4,000)                       |
| Balances at 30 September 2018                      |       | 259                           |
| Year ended 30 September 2019:                      |       |                               |
| Profit and total comprehensive income for the year |       | 29                            |
| Balances at 30 September 2019                      |       | 288                           |

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2019

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### 1 Accounting policies

#### Company information

Branas Isaf (Holdings) Limited is a private company limited by shares incorporated in England and Wales. The registered office is 5th Floor, Metropolitan House, 3 Darkes Lane, Potters Bar, Hertfordshire, EN6 1AG.

#### 1.1 Accounting convention

The financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000.

The financial statements have been prepared on the historical cost basis except that certain financial instruments are stated at their fair value. The principal accounting policies adopted are set out below.

The company meets the definition of a qualifying entity under FRS 101, The Financial Reporting Standard applicable in the UK and Republic of Ireland. These financial statements for the year ended 30 September 2019 are the first financial statements of Branass Isaf (Holdings) Limited prepared in accordance with FRS 101. The company transitioned from EU-adopted IFRS to FRS 101 for all periods presented and the date of transition to FRS 101 was 1 October 2017.

The reported financial position and financial performance for the previous period are not affected by the transition to FRS 101.

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

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share based Payment;
- the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations. Equivalent disclosures are included in the consolidated financial statements of CareTech Holdings PLC in which the entity is consolidated;
- the requirements of paragraph 33 (c) of IFRS 5 Non current Assets Held for Sale and Discontinued Operations;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of: (i) paragraph 79(a) (iv) of IAS 1, (ii) paragraph 73(e) of IAS 16 Property Plant and Equipment (iii) paragraph 118 (e) of IAS 38 Intangibles Assets, (iv) paragraphs 76 and 79(d) of IAS 40 Investment Property and (v) paragraph 50 of IAS 41 Agriculture;
- the requirements of paragraphs 10(d), 10(f), 16, 38A to 38D, 39 to 40, 111 and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- 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 ; and
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.



# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 1 Accounting policies

(Continued)

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Branas Isaf (Holdings) Limited is a wholly owned subsidiary of CareTech Holdings PLC and the results of Branass Isaf (Holdings) Limited are included in the consolidated financial statements of CareTech Holdings PLC which are available from Metropolitan House, 3 Darkes Lane, Potters Bar, Hertfordshire EN6 1AG.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to share based payments, financial instruments, capital management, presentation of a cash flow statement, presentation of comparative information in respect of certain assets, standards not-yet-effective, impairment of assets, business combinations, discontinued operations and related party transactions.

Where required, equivalent disclosures are given in the group accounts of CareTech Holdings PLC. The group accounts of CareTech Holdings PLC are available to the public and can be obtained as set out in note 15.

#### 1.2 Going concern

The directors have at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

#### 1.3 Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

|                       |                   |
|-----------------------|-------------------|
| Fixtures and fittings | 15% straight line |
|-----------------------|-------------------|

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

#### 1.4 Impairment of tangible and intangible assets

At each reporting end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 1 Accounting policies

(Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

#### 1.5 Fair value measurement

IFRS 13 establishes a single source of guidance for all fair value measurements. IFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under IFRS when fair value is required or permitted. The company is exempt under FRS 101 from the disclosure requirements of IFRS 13. There was no impact on the company from the adoption of IFRS 13.

#### 1.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

#### 1.7 Financial assets

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. Financial assets are classified into specified categories, depending on the nature and purpose of the financial assets.

At initial recognition, financial assets classified as fair value through profit and loss are measured at fair value and any transaction costs are recognised in profit or loss. Financial assets not classified as fair value through profit and loss are initially measured at fair value plus transaction costs.

##### **Financial assets at fair value through profit or loss**

Financial assets are classified as at FVTPL when the financial asset is held for trading. This is the case if:

- the asset has been acquired principally for the purpose of selling in the near term, or
- on initial recognition it is part of a portfolio of identified financial instruments that the company manages together and has a recent actual pattern of short-term profit taking, or
- it is a derivative that is not designated and effective as a hedging instrument.

Financial assets at FVTPL are stated at fair value with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset. Interest and dividends are included in 'Investment income' and gains and losses on remeasurement included in 'other gains and losses' in the statement of comprehensive income.

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 1 Accounting policies

(Continued)

#### **Financial assets held at amortised cost**

Financial assets with fixed or determinable payments and fixed maturity dates that the Company has the positive intent and ability to hold to maturity are classified as held to maturity investments.

Held to maturity investments are measured at amortised cost using the effective interest method less any impairment, with revenue recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

Trade Receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

#### **Financial assets at fair value through other comprehensive income**

Debt instruments are classified as financial assets measured at fair value through other comprehensive income where the financial assets are held within the company's business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument measured at fair value through other comprehensive income is recognised initially at fair value plus transaction costs directly attributable to the asset. After initial recognition, each asset is measured at fair value, with changes in fair value included in other comprehensive income. Accumulated gains or losses recognised through other comprehensive income are directly transferred to profit or loss when the debt instrument is derecognised.

Financial assets classified as available for sale are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income. Where an AFS financial asset is disposed of or determined to be impaired, the cumulative gain or loss previously recognised in other comprehensive income is reclassified to profit or loss.

Dividends and interest earned on AFS financial assets are included in the investment income line item in the statement of comprehensive income.

#### **Impairment of financial assets**

Financial assets, other than those measured at fair value through profit or loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 1 Accounting policies

(Continued)

#### **Derecognition of financial assets**

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

#### **1.8 Financial liabilities**

The company recognizes financial debt when the company becomes a party to the contractual provisions of the instruments. Financial liabilities are classified as either 'financial liabilities at fair value through profit or loss' or 'other financial liabilities'.

#### **Financial liabilities at fair value through profit or loss**

Financial liabilities are classified as measured at fair value through profit or loss when the financial liability is held for trading. A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of selling or repurchasing it in the near term, or
- on initial recognition it is part of a portfolio of identified financial instruments that the company manages together and has a recent actual pattern of short-term profit taking, or
- it is a derivative that is not a financial guarantee contract or a designated and effective hedging instrument.

Financial liabilities at fair value through profit or loss are stated at fair value with any gains or losses arising on remeasurement recognised in profit or loss.

#### **Other financial liabilities**

Other financial liabilities, including borrowings, trade payables and other short-term monetary liabilities, are initially measured at fair value net of transaction costs directly attributable to the issuance of the financial liability. They are subsequently measured at amortised cost using the effective interest method. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

#### **Derecognition of financial liabilities**

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

#### **1.9 Equity instruments**

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### **1.10 Taxation**

The tax expense represents the sum of the tax currently payable and deferred tax.

#### **Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 1 Accounting policies

(Continued)

#### **Deferred tax**

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

### 2 Adoption of new and revised standards and changes in accounting policies

In the current year, the following new and revised Standards and Interpretations have been adopted by the company and have an effect on the current period or a prior period or may have an effect on future periods:

IFRS 15 - Revenue from contracts with customers - Introduction of new standard on Revenue from Contracts with customers

IFRS 2 - Share-based payment - Amendments to clarify the classification and measurement of share-based payment transactions

IFRS 7 - Financial instruments: Disclosures - Additional hedge accounting disclosures (and consequential amendments) resulting from the introduction of the hedge accounting chapter in IFRS 9

IFRS 9 - Financial instruments - Finalised version, incorporating requirements for classification and measurement, impairment, general hedge accounting and derecognition

IAS 28 - Investments in associates and joint ventures - Amendments resulting from Annual Improvements 2014-2016 Cycle (clarifying certain fair value adjustments)

IAS 39 - Financial instruments: Recognition and measurement - Amendment to permit an entity to elect to continue to apply the hedge accounting requirements in IAS 39 for a fair value hedge of the interest rate exposure of a portion of a portfolio of financial assets or financial liabilities when IFRS 9 is applied, and to extend the fair value option to certain contracts that meet the 'own use' scope exception

IAS 40 - Investment property - Amendments to clarify transfers of property to, or from, investment property

The amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

## **BRANAS ISAF (HOLDINGS) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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#### **3 Critical accounting estimates and judgements**

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are outlined below.

##### **Critical judgements**

###### **Current asset provisions**

In the course of normal trading activities, judgement is used to establish the net realisable value of various elements of working capital, principally trade receivables. Provisions are established for bad and doubtful debts. Provisions are based on the facts available at the time and are also determined by using profiles, based upon past practise, applied to aged receivables.

###### **Deferred taxation**

The company may recognise deferred tax assets in respect of temporary differences arising. This requires management to make decisions on the recoverability of such deferred tax assets based on future forecasts of taxable profit. If these forecast profits do not materialise, or there are changes in the tax rates or to the period over which the losses or timing difference might be recognised, the value of the deferred tax asset will need to be revised in a future period.

##### **Key sources of estimation uncertainty**

###### **Customer relationships**

The company's management team assess each acquisition in the historical financial information period to identify the intangible assets that were acquired in each transaction that qualify for separate recognition. The assessment of the future economic benefits generated from acquired customer relationships, and the determination of the related amortisation profile, involves a significant degree of judgement based on management estimation of future potential revenue and profit and the useful lives of the assets. The valuation method used to value customer relationships is a multi-period excess earnings method. The useful economic life has been assessed as ranging from 1 to 20 years across the acquisitions. Annual reviews are performed to ensure the recoverability of this intangible asset.

###### **Property, plant and equipment**

It is company policy to depreciate property, plant and equipment to their estimated residual value over their estimated useful lives. This applies an appropriate matching of the revenue earned with the capital costs of delivery of services. A key element of this policy is the annual estimate of the residual value of such assets. Similarly the directors estimate the useful life applied to each category of property, plant and equipment which, in turn, determines the annual depreciation charge. Variations in residual values or asset lives could impact significantly company profit through an increase in the depreciation charge.

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 4 Operating profit/(loss)

|  | 2019<br>£'000 | 2018<br>£'000 |
|--|---------------|---------------|
| Operating profit/(loss) for the year is stated after charging/(crediting): |               |               |
| Depreciation of property, plant and equipment                              | -             | 2             |

### 5 Employees

There were no staff costs for the year ended 30 September 2019 nor for the year ended 30 September 2018.

None of the directors received any emoluments for their services to the company during the year (2018: none).

The number of directors to whom pension contributions are accruing is nil (2018: nil).

### 6 Investment income

|  | 2019<br>£'000 | 2018<br>£'000 |
|--|---------------|---------------|
| <b>Income from fixed asset investments</b> |               |               |
| Income from shares in group undertakings   | -             | 4,000         |
| <b>Total income</b>                        | -             | 4,000         |

### 7 Dividends

|  | 2019<br>per share | 2018<br>per share | 2019<br>£'000 | 2018<br>£'000 |
|--|-------------------|-------------------|---------------|---------------|
| Amounts recognised as distributions to equity holders: |                   |                   |               |               |
| <b>Ordinary share</b>                                  |                   |                   |               |               |
| Final dividend paid                                    | -                 | 4,000,000.00      | -             | 4,000         |

### 8 Income tax expense

|   | 2019<br>£'000 | 2018<br>£'000 |
|---|---------------|---------------|
| <b>Current tax</b>                      |               |               |
| Adjustments in respect of prior periods | (29)          | -             |

# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 8 Income tax expense

(Continued)

|   | 2019<br>£'000 | 2018<br>£'000 |
|---|---------------|---------------|
| The charge for the year can be reconciled to the (loss)/profit per the income statement as follows: |               |               |
|   | 2019<br>£'000 | 2018<br>£'000 |
| (Loss)/profit before taxation   | -             | 3,997         |
| Expected tax charge based on a corporation tax rate of 19.00%                                       | -             | 759           |
| UK dividend income  | -             | (759)         |
| Other tax adjustments   | (29)          | -             |
| <b>Taxation credit for the year</b>   | <b>(29)</b>   | <b>-</b>      |

### 9 Property, plant and equipment

|  | Fixtures and<br>fittings<br>£'000 |
|--|-----------------------------------|
| <b>Cost</b>                                    |                                   |
| At 30 September 2018                           | 21                                |
| At 30 September 2019                           | 21                                |
| <b>Accumulated depreciation and impairment</b> |                                   |
| At 30 September 2018                           | 18                                |
| At 30 September 2019                           | 18                                |
| <b>Carrying amount</b>                         |                                   |
| At 30 September 2019                           | 3                                 |
| At 30 September 2018                           | 3                                 |

### 10 Investments

|                             | Current       |               | Non-current   |               |
|-----------------------------|---------------|---------------|---------------|---------------|
|                             | 2019<br>£'000 | 2018<br>£'000 | 2019<br>£'000 | 2018<br>£'000 |
| Investments in subsidiaries | -             | -             | -             | -             |

#### Fair value of financial assets carried at amortised cost

The directors consider that the carrying amounts of financial assets carried at amortised cost in the financial statements approximate to their fair values.



# BRANAS ISAF (HOLDINGS) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

### 11 Subsidiaries

Details of the company's subsidiaries at 30 September 2019 are as follows:

| Name of undertaking  | Registered office  | Nature of business            | % Held |          |
|--|--|-------------------------------|--------|----------|
|  |  |                               | Direct | Indirect |
| Branas Isaf (Education Centre) Limited                         | 5th Floor Metropolitan House, 3 Darkes Lane, Potters Bar, Hertfordshire, EN6 1AG | Education centre              | 100.00 | -        |
| Mason Property Development Company Limited                     | As above   | Property holdings and rentals | 100.00 | -        |
| Branas Isaf Personal Development Centre Limited                | As above   | Personal development          | 100.00 | -        |
| Branas Isaf (Bythnod & Hendre Llwyd) Limited                   | As above   | Personal development          | -      | 100.00   |
| Branas Isaf (Llyn Coed) Limited                                | As above   | Personal development          | -      | 100.00   |
| Branas Isaf (Therapeutic Provisions) Limited                   | As above   | Dormant                       | -      | 100.00   |
| Branas Isaf (Ashfield House) Limited                           | As above   | Personal development          | -      | 100.00   |
| Branas Isaf (Personal Development & Approach Training) Limited | As above   | Dormant                       | -      | 100.00   |
| Branas Isaf (Dewis Cyfarfod & Cysgod Cyfarfod) Limited         | As above   | Personal development          | -      | 100.00   |

### 12 Trade and other receivables

|   | 2019<br>£'000 | 2018<br>£'000 |
|---|---------------|---------------|
| Amounts owed by fellow group undertakings | 285           | 285           |

### 13 Share capital

|                              | 2019<br>£ | 2018<br>£ |
|------------------------------|-----------|-----------|
| <b>Issued and fully paid</b> |           |           |
| 1 Ordinary share of £1 each  | 1         | 1         |

### 14 Retained earnings

|                              | 2019<br>£'000 | 2018<br>£'000 |
|------------------------------|---------------|---------------|
| At the beginning of the year | 259           | 262           |
| Profit for the year          | 29            | 3,997         |
| Dividends                    | -             | (4,000)       |
| At the end of the year       | 288           | 259           |

## **BRANAS ISAF (HOLDINGS) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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#### **15 Controlling party**

The company's ultimate parent undertaking is CareTech Holdings PLC. The consolidated financial statements of this Group are available to the public and may be obtained from Metropolitan House, 3 Darkes lane, Potters Bar, Hertfordshire, EN6 1AG.

The company is included in the consolidated accounts of CareTech Holdings PLC.

#### **16 Financial instruments**

These are designed to reduce the financial risks faced by the company, which primarily relate to credit, interest and liquidity risks, which arise in the normal course of the company's business.

##### **Credit risk**

Financial instruments which potentially expose the company to credit risk consist primarily of cash equivalents and trade receivables. Cash equivalents are deposited only with major financial institutions that satisfy certain credit criteria.

Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Credit evaluations are carried out on all significant prospective customers and all existing customers requiring credit beyond a certain threshold. Varying approval levels are set on the extension of credit depending upon the value of the sale.

Where the credit risk is deemed to have risen to an unacceptable level, remedial actions including the variation of terms of trade are implemented under the guidance of senior management until the level of credit risk has been normalised.

The company provides credit to customers in the normal course of business with a provision for specific doubtful receivables. The balance includes the amounts considered recoverable which also equals their fair value. The company does not require collateral in respect of financial assets. During the year there was no charge to the income statement for bad or doubtful debts (30 September 2018: £Nil).

At the balance sheet date, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset.

##### **Interest rate risk**

The company finances its operations through called up share capital, retained profits, intergroup borrowings and bank borrowings. The company's income is by its nature relatively stable and its growth is, inter alia, impacted by inflation. Company policy is to balance interest rate fixes between the short, medium and long term. The benchmark rate for bank borrowings is LIBOR.

##### **Liquidity Risk**

The company prepares annual cash flow forecasts reflecting known commitments and anticipated projects. Borrowing facilities are arranged as necessary to finance requirements. The wider group has available bank and overdraft facilities, sufficient, with cash flow from profits, to fund present commitments. Term facilities are utilised to fund capital expenditure and short term flexibility is achieved by the utilisation of overdraft facilities in respect of financial liabilities. There were no contractual cash flow maturities at 30 September 2019 (30 September 2018: £Nil).

##### **Capital risk management**

The company manages its capital to ensure that activities of the company will be able to continue as going concerns whilst maximising returns for stakeholders through the optimisation of debt and equity. The company does not currently have any external debt and details of the company's equity are disclosed in the Statement of Financial Position.

## **BRANAS ISAF (HOLDINGS) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE YEAR ENDED 30 SEPTEMBER 2019**

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#### **16 Financial instruments**

**(Continued)**

##### **Foreign currency risk**

The company operates entirely in the UK and is not exposed to any foreign currency risks.

##### **Sensitivity analysis**

In managing interest rate risks the company aims to reduce the impact of short-term fluctuations on the company's earnings. Over the longer-term, however, permanent changes in interest rates would have an impact on earnings. However, the wider group's financing arrangements mean that there is not expected to be a significant impact from interest rate changes on the company.

##### **Fair values**

Book values are considered to be equivalent to fair values

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