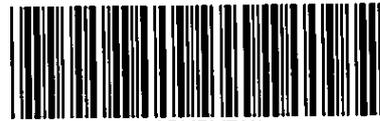


Registered Company No: 4840847

**Community Solutions for Primary Care
(Barnsley) Limited**

**Report and Financial Statements
for the year to 31st December 2006**

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Report and Financial Statements for the year ended 31st December 2006

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Community Solutions for Primary Care (Barnsley) Limited

Officers and professional advisers

Directors

N A Bennett
C Eminson Resigned (21/09/06)
R S McClatchey

Alternate Directors

T Hartshorn Resigned (31/10/07)
M J Parker Resigned (21/09/06)
I J Tasker

Company Secretaries & Registered Office

Asset Management Solutions Limited

3rd Floor
46 Charles Street
Cardiff
CF10 2GE

Independent Auditor

Deloitte & Touche LLP
Chartered Accountants and Registered Auditors
Crawley

Principal Bankers

Lloyds Bank Plc

Community Solutions for Primary Care (Barnsley) Limited

Directors' report for the year ended 31st December 2006

The Directors present their annual report for the year ended 31 December 2006

This directors' report has been prepared in accordance with the special provisions relating to small companies under s246(4) of the Companies Act 1985

Principal activity

The principal activity of the company is to operate as an investment and management company in the provision of primary health facilities

Directors

The directors who served during the period are shown on page 1

Statement of Directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial period. 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). The financial statements are required by law to 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 estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping proper accounting records that 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 1985. 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.

Community Solutions for Primary Care (Barnsley) Limited

**Directors' report
for the year ended 31st December 2006 (continued)**

Independent auditors and disclosure of information to auditors

In the case of each of the persons who are directors of the company at the date when this report was approved

- So far as each director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- Each director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s234ZA of the Companies Act 1985

The auditors, Deloitte & Touche LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the forthcoming Annual General Meeting

By order of the board



Director

14th December 2007

Community Solutions for Primary Care (Barnsley) Limited

Independent Auditors' Report

To the members of Community Solutions for Primary Care (Barnsley) Limited

We have audited the financial statements of Community Solutions for Primary Care (Barnsley) Limited for the year ended 31 December 2006 which comprise the profit and loss account, the balance sheet and the related notes to the financial statements 1 to 11. These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditors' 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 auditors

The directors' responsibilities for preparing the Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view in accordance with the relevant financial reporting framework and are properly prepared in accordance with the Companies Act 1985. We also report to you whether, in our opinion, the information given in the directors' report is consistent with the financial statements

In addition, we report to you if in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

Community Solutions for Primary Care (Barnsley) Limited

Independent Auditors' Report (continued)

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the circumstances of the company, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its result for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.

Deloitte & Touche LLP

Deloitte & Touche LLP

Chartered Accountants and Registered Auditors
Crawley, United Kingdom

21 December 2007

Community Solutions for Primary Care (Barnsley) Limited

**Profit and loss account
for the year ended 31st December 2006**

	Notes	2006 £	2005 £
Operating profit		-	-
Interest receivable	2	84,267	70,793
Interest payable	3	(84,267)	(70,793)
Profit on ordinary activities before taxation		-	-
Tax on profit on result of ordinary activities		-	-
Result on ordinary activities after taxation		-	-

The company has no recognised gains and losses other than those included in the results above and therefore no separate statement of total recognised gains and losses has been presented

All results of the company are derived from continuing operations in both the current and preceding years

Community Solutions for Primary Care (Barnsley) Limited

Balance sheet
As at 31st December 2006

	Note	2006 £	2005 £ (Restated - note 1)
FIXED ASSETS			
Investments	4	<u>8,586</u>	<u>8,586</u>
CURRENT ASSETS			
Debtors amounts falling due after more than one year	5	833,259	839,414
Debtors amounts falling due within one year	6	<u>12,207</u>	<u>35,119</u>
TOTAL DEBTORS		845,466	874,533
CREDITORS : amounts falling due within one year	7	<u>(12,207)</u>	<u>(35,119)</u>
NET CURRENT ASSETS		<u>833,259</u>	<u>839,414</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		841,845	848,000
CREDITORS : amounts falling due after one year	8	<u>(833,259)</u>	<u>(839,414)</u>
NET ASSETS		<u>8,586</u>	<u>8,586</u>
CAPITAL AND RESERVES			
Called up share capital	9	8,586	8,586
Profit and loss account		-	-
SHAREHOLDERS' FUNDS		<u>8,586</u>	<u>8,586</u>

The financial statements were approved by the Board of Directors on 14th December 2007 and were signed on its behalf by



Director

Community Solutions for Primary Care (Barnsley) Limited

Notes to the financial statements for the year ended 31st December 2006

1. PRINCIPAL ACCOUNTING POLICIES

These financial statements have been prepared in accordance with applicable United Kingdom Accounting Standards and comply with the Companies Act 1985. A summary of the principal accounting policies, which have been consistently applied throughout the period, are shown below.

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Profit and loss account

Directors' remuneration for the current and preceding financial year was £nil. Auditor's remuneration of £1,000 (2005: £1,000) for both the current year and preceding period is borne by another group company. There were no employees in the current and preceding financial year.

Investments

Fixed asset investments are recorded at cost less amounts written off or provided to reflect impairment losses.

Group accounts

The company has taken advantage of the exemption from the requirement to prepare group accounts conferred in section 248 of the Companies Act 1985 as it is a small sized group.

Comparatives

The prior year balance sheet comparatives have been restated in respect of loans made to subsidiary undertakings to ensure consistency with disclosure, in fellow group undertakings and parent undertakings financial statements and to reflect the spirit of the loan agreement.

This has an impact of reducing fixed asset investments by £846,299, increasing debtors falling due within one year by £6,885 and debtors amounts falling due after more than one year by £839,414.

Community Solutions for Primary Care (Barnsley) Limited

Notes to the financial statements for the year ended 31st December 2006 (continued)

1. PRINCIPAL ACCOUNTING POLICIES (continued)

Taxation

Current tax, including UK Corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred tax is recognised in respect of all timing differences that have originated but reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following expectations

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 is measured on an undiscounted basis at the tax that are expected to apply in the period in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

2. INTEREST RECEIVABLE

	2006 £	2005 £
Interest receivable on loans to subsidiary undertaking	<u>84,267</u>	<u>70,793</u>

3. INTEREST PAYABLE

	2006 £	2005 £
Interest payable on loans from parent undertaking	<u>(84,267)</u>	<u>(70,793)</u>

Community Solutions for Primary Care (Barnsley) Limited

**Notes to the financial statements
for the year ended 31st December 2006 (continued)**

4. FIXED ASSET INVESTMENT

	2006 £	2005 £ Restated
Subsidiary		
Cost and net book value At 1 January and 31 December	<u>8,586</u>	<u>8,586</u>

A list of principal subsidiaries is shown below -

Name of the Company	Country of Incorporation	Principal Activity	Proportion of ordinary Shares Held
Barnsley Community Solutions Limited	England and Wales	Trading	60%
Barnsley Community Solutions (Tranche 1) Limited	* England and Wales	Trading	60%
Barnsley Community Solutions (Tranche 2) Limited	* England and Wales	Trading	60%

*CSPC (Barnsley) Limited has an indirect holding in these subsidiaries

Barnsley Community Solutions Limited had net liabilities of £32,000 at 30 November 2006 (2005 net assets of £93,000) and trading loss of £125,000 (2005: Trading Profit of £166,000)

5. DEBTORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2006 £	2005 £ (Restated - note 1)
Amounts owed by subsidiary undertaking	<u>833,259</u>	<u>839,414</u>

Community Solutions for Primary Care (Barnsley) Limited

**Notes to the financial statements
for the year ended 31st December 2006 (continued)**

6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2006 £	2005 £ (Restated - note 1)
Amounts owed by subsidiary undertaking	<u>12,207</u>	<u>35,119</u>

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2006 £	2005 £
Amounts due to parent undertaking	<u>12,207</u>	<u>35,119</u>

8. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2006 £	2005 £
Amounts due to parent undertaking	<u>833,259</u>	<u>839,414</u>
Analysis		
Within one to two years	6,794	6,154
Between two and five years	24,913	22,570
Over five years	<u>801,552</u>	<u>810,690</u>
	<u>833,259</u>	<u>839,414</u>

The amounts due to parent undertaking relate to loan notes. These are unsecured and carry a fixed coupon of 10% per annum and are repayable in predetermined quarterly instalments that commenced on 31st May 2006 and is due to be fully repaid on 30th November 2029.

Community Solutions for Primary Care (Barnsley) Limited

Notes to the financial statements for the year ended 31st December 2006 (continued)

9. CALLED UP SHARE CAPITAL

	2006 £	2005 £
Authorised		
1,000,000 ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>
Allotted, called up, unpaid		
8,586 ordinary shares of £1 each	<u>8,586</u>	<u>8,586</u>

The ordinary shares carry one voting right per share, they have no redemption rights, and are not entitled to any dividends other than those recommended by the directors

10. IMMEDIATE AND ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary of Community Solutions for Primary Care (Holdings) Limited which is registered in England and Wales

The Community Solutions for Primary Care (Holdings) Limited was jointly owned by Apollo Medical Investments Limited, Barclays European Infrastructure Fund LP and Morgan Sindall Investments (NHS Lift) Limited

On the 21st September 2006 Apollo Medical Investments Limited sold its entire share capital, equally, to Barclays European Infrastructure Fund LP and Morgan Sindall Investments (NHS Lift) Limited

The directors are of the opinion that there is no ultimate controlling party

11. RELATED PARTY TRANSACTIONS

During the year the Company was charged £84,267 by its parent company Community Solutions for Primary Care (Holdings) Limited and received £84,267 from its subsidiary Barnsley Community Solutions Limited, for the interest on the inter company loan account

Amount outstanding at 31st December 2006 to Community Solutions for Primary Care (Holdings) Limited and from Barnsley Community Solutions Limited was £12,207 (2005 £35,119)

The loan balance at the end of the year was £833,259 (2005 £839,414)