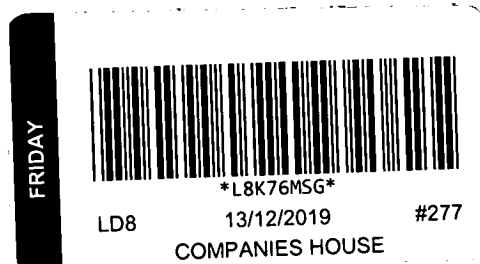

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Company Registration No. 04840847

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018



COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNESLEY) LIMITED

Report and Financial Statements For the year ended 31 December 2018

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COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Company Information

Directors	R A M Gillespie A N Duck (appointed 9 May 2019)
Company Secretary	J Fowler
Registered Office	Office 4.10 1 Aire Street Leeds LS1 4PR
Auditor	BDO LLP 55 Baker Street London W1U 7EU

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Directors' Report For the year ended 31 December 2018

The Directors present the annual report and the audited financial statements for the year ended 31 December 2018.

~~This Directors' report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption.~~

Principal activities

The principal activity of the Company during the year was to act as an investment company in the property sector. The future plans of the Company are to continue to act as an investment company in the property sector.

Director

The current Directors are shown on page 1.

Qualifying third party indemnity provisions

The Directors of Community Solutions for Primary Care (Barnsley) Limited have qualifying third party indemnity provisions put in place through other companies of which they are also a Director.

Dividends

The Company paid a dividend of £412,000 during the year (2017: £165,000).

Going concern

The Directors have reviewed the future liquidity requirements and have considered the cash flow forecasts of the Company. The Company is reliant on the monies received from its subsidiary companies. The Directors have a reasonable expectation that its subsidiary undertakings will have adequate resources to meet their obligations.

The Directors have 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 annual financial statements.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Directors' Report (continued) **For the year ended 31 December 2018**

Directors' responsibilities statement

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

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

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

Auditor and disclosure of information to auditor

In the case of each of the persons who are a Director of the Company at the date when this report is approved:

- so far as each of the Directors is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have taken all the steps that they ought to have taken as Directors to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

BDO LLP has expressed their willingness to continue in office as the Company auditor.

On behalf of the board



R A M Gillespie
Director

3 December 2019

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Opinion

We have audited the financial statements Community Solutions for Primary Care (Barnsley) Limited ("the Company") for the year ended 31 December 2018, which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows, and related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED (continued)

Other information

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

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

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

Responsibilities of Directors and auditors

As explained more fully in the statement of Directors' responsibilities, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED (continued)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located at the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.



Alex Tapp (senior statutory auditor)

For and on behalf of BDO LLP, statutory auditor
55 Baker Street
London
W1U 7EU

3 December 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Statement of Comprehensive Income For the year ended 31 December 2018

	Note	2018 £'000	2017 £'000
Operating result	4	-	-
Interest receivable and similar income	1	141	145
Income from fixed asset investments	2	412	165
Interest payable and similar charges	3	(141)	(145)
Profit on ordinary activities before and after taxation		412	165

The results for the current and previous financial year derive from continuing operations.

The notes on pages 12 to 15 form part of these financial statements.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Statement of Financial Position As at 31 December 2018

	Note	2018 £'000	2017 £'000
Fixed assets			
Investments	6	17	17
Current assets			
Debtors – due within one year	7	53	43
Debtors – due after more than one year	7	1,369	1,411
			1,454
Creditors			
Amounts falling due within one year	8	(53)	(43)
Net current assets		1,369	1,411
Total assets less current liabilities		1,386	1,428
Creditors			
Amounts falling due after more than one year	8	(1,369)	(1,411)
Net assets		17	17
Capital and reserves			
Called up share capital	9	17	17
Profit and loss account		-	-
Shareholders' funds		17	17

The financial statements of Community Solutions for Primary Care (Barnsley) Limited, registered number 04840847, were approved by the Board of Director and authorised for issue on ~~31 March~~ 2019. *3 December*

These accounts have been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption.


R A M Gillespie
Director

3 December 2019

The notes on pages 12 to 15 form part of these financial statements.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Statement of Changes in Equity For the year ended 31 December 2018

	Issued share capital £'000	Profit and loss account £'000	Total 2018 £'000
1 January 2018	17	-	17
Comprehensive income for the year			
Profit for the year	-	412	412
Total comprehensive income for the year	-	412	412
Contributions by and distributions to owners			
Dividends (note 5)	-	(412)	(412)
Total contributions by and distributions to owners	-	(412)	(412)
31 December 2018	17	-	17

	Issued share capital £'000	Profit and loss account £'000	Total 2017 £'000
1 January 2017	17	-	17
Comprehensive income for the year			
Profit for the year	-	165	165
Total comprehensive income for the year	-	165	165
Contributions by and distributions to owners			
Dividends (note 5)	-	(165)	(165)
Total contributions by and distributions to owners	-	(165)	(165)
31 December 2017	17	-	17

The notes on pages 12 to 15 form part of these financial statements.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Statement of Cash Flows For the year ended 31 December 2018

	Note	2018 £'000	2017 £'000
Cash flows from operating activities			
Profit for the financial year		412	165
Adjustments for:			
Dividend income	2	(412)	(165)
Interest receivable	1	(141)	(145)
Interest payable	3	141	145
Net cash from operating activities		<u>-</u>	<u>-</u>
Cash flows from investing activities			
Interest received		141	145
Repayments of loans received		31	22
Dividends received	2	412	165
Net cash from investing activities		<u>584</u>	<u>332</u>
Cash flows from financing activities			
Interest paid		(141)	(145)
Repayments of loans paid		(31)	(22)
Dividend paid	5	(412)	(165)
Net cash used in financing activities		<u>(584)</u>	<u>(332)</u>
Net increase in cash & cash equivalents		-	-
Cash and cash equivalents at beginning of year		-	-
Cash and cash equivalents at end of year		<u>-</u>	<u>-</u>
Cash and cash equivalents comprise:			
Cash at bank and in hand		-	-
		<u>-</u>	<u>-</u>

The notes on pages 12 to 15 form part of these financial statements.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Principal Accounting Policies For the year ended 31 December 2018

Community Solutions for Primary Care (Barnsley) Limited is incorporated in England and Wales. The registered office is 1 Aire Street, Office 4:10, Leeds LS1 4PR.

The principal accounting policies applied in the preparation of these financial statements are set out below.

Basis of preparation

The financial statements have been prepared in accordance with FRS 102 the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The functional currency is pounds sterling and rounded to the nearest £'000.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

Investments

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

Joint ventures

An entity is treated as a joint venture where the group holds a long term interest and shares under a contractual agreement.

Dividends

Equity dividends are recognised when they become legally payable. There is no requirement to pay dividends unless approved by the shareholders by way of written resolution where there is sufficient cash to meet current liabilities, and without detriment to senior debt covenants, if applicable.

Interest receivable and payable

Interest is recognised on an effective interest basis in the period in which it accrues.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Notes to the Financial Statements For the year ended 31 December 2018

1. Interest receivable and similar income

	2018 £'000	2017 £'000
Interest received from related parties	<u>141</u>	<u>145</u>

2. Income from fixed asset investments

	2018 £'000	2017 £'000
Dividends received from related parties	<u>412</u>	<u>165</u>

3. Interest payable and similar charges

	2018 £'000	2017 £'000
Interest payable from related parties	<u>141</u>	<u>145</u>

4. Operating result

The Company's audit fee of £1,449 (2017: £1,414) was borne by another company within the Community Solutions Investment Partnership Limited group.

There were no employees in either the current or preceding year other than the Director. The Directors received no remuneration in respect of their services to the Company in the current or the prior financial year.

There is no tax charge arising on the Company's result for the year.

5. Dividends paid

	2018 £'000	2017 £'000
Equity dividends paid of £25.17 (2017: £10.07) per ordinary share	<u>412</u>	<u>165</u>

Dividend distributions are recognised as a liability in the period in which the dividends are approved by the Company's shareholders. Interim dividends are recognised when they are paid.

6. Investments

	Interest in joint ventures £'000
Cost and net book value	
At 31 December 2018 and December 2017	<u>17</u>

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Notes to the Financial Statements For the year ended 31 December 2018 (continued)

6. Investments (continued)

A list of principal joint ventures is shown below (with their latest audited results to 30 November 2018):

Name of company	Country of incorporation	Principal activity	Proportion of ordinary shares held
Barnsley Estates Partnership Limited (formerly Barnsley Community Solutions Ltd)	England & Wales	Trading	60%

The Company generated a total comprehensive income of £102,000 (2017: £300,000) and had net assets of £102,000 (2017: £59,000).

Barnsley Community Solutions 1 Limited	* England & Wales	Trading	60%
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The Company generated a total comprehensive income of £594,000 (2017: £487,000) and had net liabilities of £2,286,000 (2017: £2,719,000).

Barnsley Community Solutions 2 Limited	* England & Wales	Trading	60%
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The Company generated a total comprehensive income of £544,000 (2017: £358,000) and had net liabilities of £1,793,000 (2017: £2,153,000).

Barnsley Community Solutions 3 Limited	* England & Wales	Trading	60%
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The Company generated a total comprehensive income of £818,000 (2017: £474,000) and had net liabilities of £3,310,000 (2017: £4,012,000).

* Community Solutions for Primary Care (Barnsley) Limited has an indirect holding.

The registered office of the subsidiaries of the Company are the same as the registered address of the Company.

There is a contractual agreement in place between the shareholders of the above companies giving joint control. The Directors are therefore of the opinion that the above interests do not constitute subsidiary interests, but joint venture interests.

7. Debtors

	2018 £'000	2017 £'000
Amounts falling due within one year		
Amounts owed by related parties (note 10)	<u>53</u>	<u>43</u>
Amounts falling due after more than one year		
Amounts owed by related parties (note 10)	<u>1,369</u>	<u>1,411</u>

Included within amounts owed by related parties within one year is accrued interest amounting to £19,000 (2017: £12,000).

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Notes to the Financial Statements For the year ended 31 December 2018 (continued)

8. Creditors

	2018 £'000	2017 £'000
Amounts falling due within one year		
Amounts owed to parent company	<u>53</u>	<u>43</u>
Amounts falling due after more than one year		
Amounts owed to parent company	<u>1,369</u>	<u>1,411</u>
Included within amounts owed to parent company within one year is accrued interest amounting to £19,000 (2017: £12,000).		
Analysis of loans:		
Within one year	35	31
Within one to two years	38	35
In the second to the fifth year	140	138
Over five years	<u>1,190</u>	<u>1,238</u>
	<u>1,403</u>	<u>1,442</u>

The amount owed in respect of loans is due to related parties. The loans are unsecured and carry a fixed coupon of 10% per annum.

9. Called up share capital

	2018 £'000	2017 £'000
Allotted, called up and fully paid		
16,386 ordinary shares of £1 each	<u>17</u>	<u>17</u>

10. Related party transactions

During the year the Company received interest of £141,000 (2017: £145,000) from its joint venture Barnsley Estates Partnership Limited. At the reporting date, the Company was owed £1,422,000 (2017: £1,454,000) by Barnsley Estates Partnership Limited.

During the year, the Company received dividends of £412,000 (2017: £165,000) from its related undertaking Barnsley Community Solutions Limited.

The Company has taken advantage of the exemption, permitted by FRS 102, from the requirement to disclose related party transactions with its immediate parent company, Community Solutions Investment Partners Limited, and any of its fellow wholly owned subsidiary undertakings.

COMMUNITY SOLUTIONS FOR PRIMARY CARE (BARNSELEY) LIMITED

Notes to the Financial Statements For the year ended 31 December 2018 (continued)

11. Financial instruments

The Company's financial instruments may be analysed as follows:

	2018 £'000	2017 £'000
Financial assets		
Financial assets measured at amortised cost	1,422	1,454
	<u>1,422</u>	<u>1,454</u>
Financial liabilities		
Financial liabilities measured at amortised cost	1,422	1,454
	<u>1,422</u>	<u>1,454</u>

Financial assets measured at amortised cost comprise amounts owed by related parties.

Financial liabilities measured at amortised cost comprise amounts owed to parent company.

12. Ultimate parent company and controlling party

Community Solutions for Primary Care (Barnsley) Limited is a wholly owned subsidiary of Community Solutions Investment Partners Limited. Community Solutions Investment Partners Limited is 50% owned by Equitix Healthcare 2 Limited and 50% owned by Equitix Healthcare II (LIFT) Limited. All are registered in England and Wales.

The Directors are of the opinion that there is no ultimate parent undertaking or controlling party by virtue of the Company's joint ownership and control.