# ST FILLAN HEALTHCARE LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017



#### **COMPANY INFORMATION**

Director

Mr. Osman Ertosun

Company number

05226822

Registered office

99 Gray's Inn Road

London

WC1X 8TY

**Auditor** 

Hurshens

19 - 25 Salisbury Square

Old Hatfield Hertfordshire AL9 5BT

**Bankers** 

Barclays Bank Plc

50 Pall Mall PO Box 15162 London SW1A 1QB

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### DIRECTOR'S REPORT

#### FOR THE YEAR ENDED 31 MARCH 2017

The director presents his annual report and financial statements for the year ended 31 March 2017.

#### **Principal activities**

The principal activity of the company continued to be that of the operation of a care home for the elderly.

#### Director

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

Mr. Osman Ertosun

#### Results and dividends

The results for the year are set out on page 5.

No ordinary dividends were paid. The director does not recommend payment of a final dividend.

#### Auditor

Hurshens were appointed as auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

#### Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Mr. Osman Ertosun

Director

Date:

# DIRECTOR'S RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 MARCH 2017

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

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is required to:

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

The director is 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. He is 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ST FILLAN HEALTHCARE LIMITED

We have audited the financial statements of ST FILLAN HEALTHCARE LIMITED for the year ended 31 March 2017 set out on pages 5 to 18. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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

#### Respective responsibilities of director and auditor

As explained more fully in the Director's Responsibilities Statement set out on page 2, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

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

#### Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit, the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements, and the Director's Report has been prepared in accordance with applicable legal requirements.

### **INDEPENDENT AUDITOR'S REPORT (CONTINUED)** TO THE MEMBERS OF ST FILLAN HEALTHCARE LIMITED

#### 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 Director's 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.

Mr Shenol Moustafa FCA (Sentor for and on behalf of Hurshens

**Chartered Accountants Statutory Auditor** 

19 - 25 Salisbury Square Old Hatfield Hertfordshire AL9 5BT

12/2017

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2017

		2017	2016
	Notes	£	£ .
Turnover	3	2,524,953	2,322,809
Cost of sales		(1,620,837)	(1,430,319)
Gross profit		904,116	892,490
Distribution costs		(27,518)	(33,099)
Administrative expenses		(807,310)	(800,985)
Other operating income		1,752	586
Operating profit	4	71,040	58,992
Interest receivable and similar income	6	40	96
Interest payable and similar expenses		(9)	(9)
Profit before taxation		71,071	59,079
Tax on profit	<b>7</b> ·	-	-
Profit for the financial year		71,071	59,079

The Profit And Loss Account has been prepared on the basis that all operations are continuing operations.

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2017

	2017 £	2016 £
Profit for the year	71,071	59,079
Other comprehensive income	-	-
Total comprehensive income for the year	71,071	59,079

### BALANCE SHEET

#### **AS AT 31 MARCH 2017**

·					
		20	17	20	)16
	Notes	£	£	£	£
Fixed assets			•		
Tangible assets	8	·	101,550		131,535
Current assets		•	•		
Stocks	10	1,800	,	1,800	•
Debtors	11	69,257		86,717	
Cash at bank and in hand		300		300	
		71,357		88,817	
Creditors: amounts falling due within one year	12	(3,336,791)		(3,455,307)	
Net current liabilities			(3,265,434)		(3,366,490)
Total assets less current liabilities			(3,163,884)		(3,234,955)
			·		<del></del>
Capital and reserves		•			
Called up share capital	14		10,000		10,000
Profit and loss reserves			(3,173,884)		(3,244,955)
Total equity	15		(3,163,884)		(3,234,955)
					<del></del>

Mr. Osman Ertosun

Director

Company Registration No. 05226822

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2017

	Share capital £	Profit and loss reserves £	Total
Balance at 1 April 2015	10,000	(3,304,034)	(3,294,034)
Year ended 31 March 2016: Profit and total comprehensive income for the year		59,079	59,079
Balance at 31 March 2016	10,000	(3,244,955)	(3,234,955)
Year ended 31 March 2017: Profit and total comprehensive income for the year	-	71,071	71,071
Balance at 31 March 2017	10,000	(3,173,884)	(3,163,884)

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2017

		2017		2016	
	Notes	£	£	£	£
Cash flows from operating activities Cash (absorbed by)/generated from operations	s 19		(6,331)		15,658
Interest paid			(9)	• -	(9)
			<del></del>		
Net cash (outflow)/inflow from oper activities	ating		(6,340)		15,649
Investing activities					
Purchase of tangible fixed assets		(3,317)		(8,096)	•
Interest received		40		96	
Net cash used in investing activities	5	<del></del>	(3,277)		(8,000)
Net cash used in financing activities	s		<b>-</b> .		-
Net (decrease)/increase in cash and equivalents	l cash		(9,617)		7,649
Cash and cash equivalents at beginning	ng of year		(4,452)		(12,101)
Cash and cash equivalents at end o	f year	(	(14,069)		(4,452)
·	·	`			===
Relating to: Cash at bank and in hand			300		300
Bank overdrafts included in creditors payable within one year		(	(14,369)		(4,752)

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2017

#### 1 Accounting policies

#### Company information

ST FILLAN HEALTHCARE LIMITED is a private company limited by shares incorporated in England and Wales. The registered office is 99 Gray's Inn Road, London, WC1X 8TY.

#### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

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 £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

#### 1.2 Going concern

At the time of approving the financial statements, the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the director continues to adopt the going concern basis of accounting in preparing the financial statements.

#### 1.3 Turnover

Turnover represents amounts receivable for services net of trade discounts.

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

#### 1.4 Tangible fixed assets

Tangible fixed assets 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, fittings & equipment

25% on reducing balance

Improvements to property

Straight line over the term of the lease

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 credited or charged to profit or loss.

#### Depreciation and residual values

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period. The effect of any change is accounted for prospectively.

#### De-recognition

Tangible assets are de-recognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

#### 1 Accounting policies

(Continued)

#### 1.5 Impairment of fixed assets

At each reporting period 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.

#### 1.6 Cash and cash equivalents

Cash at bank and in hand are basic financial assets and 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 instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

#### Impairment of financial assets

Financial assets, other than those held at fair value through profit and 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 have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

#### Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

#### 1 Accounting policies

(Continued)

#### Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

#### Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

#### 1.8 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.

#### 1.9 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

#### 1.10 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

#### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the director is 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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

#### 2 Judgements and key sources of estimation uncertainty

(Continued)

#### Key sources of estimation uncertainty

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

#### Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are reassessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets.

#### 3 Turnover and other revenue

An analysis of the company's turnover is as follows:	•	
•	2017	2016
	£	£
Turnover analysed by class of business		
Care Home Services	2,524,953	. 2,322,809
	2017	2016
	£	£
Other significant revenue		
Interest income	40	96
		======
	2017	2016
	£	£
Turnover analysed by geographical market		
England & Wales	2,524,953	2,322,809
Operating profit		
	2017	2016
Operating profit for the year is stated after charging:	£	£
Fees payable to the company's auditor for the audit of the company's	•	
financial statements	4,725	4,725
Depreciation of owned tangible fixed assets	33,302	43,267
Cost of stocks recognised as an expense	118,618	113,996
Operating lease charges	320,000	320,000

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

#### 5 Employees

The average monthly number of persons employed by the company during the year was:

		2017 Number	2016 Number
	Care Staff	65	54
	Administration	4	4
	Managerial	1	2
		70	60
		=	=
	Their aggregate remuneration comprised:	•	•
	·	2017	2016
		£	£
	Wages and salaries	1,698,451	1,498,652
			==
6	Interest receivable and similar income		
		2017	2016
		£	£
	Interest income		
	Interest on bank deposits	. 40	96
		. =====	====

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

7	Tav	ation

8

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	•	2017 £	2016 £
Profit before taxation		71,071	59,079 <sup>-</sup>
	•	<del></del>	
Expected tax charge based on the standard rate of corporation ta	ax in the UK		
of 20.00% (2016: 20.00%)		14,214	11,816
Tax effect of expenses that are not deductible in determining taxa	able profit	81	184
Tax effect of utilisation of tax losses not previously recognised		(14,175)	(11,288)
Group relief		(358)	(137)
Permanent capital allowances in excess of depreciation		216	(597)
Depreciation on assets not qualifying for tax allowances		22	22
Tax expense for the year		<del></del> .	-
			<del></del>
Tangible fixed assets	•		•
angliaio illion decetto	Fixtures, Ir	mprovements	Total
	fittings & equipment	to property	
	£	£	£
Cost			
At 1 April 2016	486,024	2,628	488,652
Additions	3,317	-	3,317
At 31 March 2017	489,341	2,628	491,969
Depreciation and impairment		-	
At 1 April 2016	356,548	569	357,117
Depreciation charged in the year	33,189	113	33,302
At 31 March 2017	389,737	682	390,419
Carrying amount			
At 31 March 2017	99,604	1,946	101,550
At 31 March 2016	129,476	2,059	====== 131,535
ALST MIGION 2010	=====	<del></del>	====

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

9	Financial instruments		2017	2016
			£	£
	Carrying amount of financial assets			
	Debt instruments measured at amortised cost		64,682	82,498
	Carrying amount of financial liabilities			
	Measured at amortised cost		3,320,515	3,437,988
				<del></del>
10	Stocks		2047	2046
			2017 £	2016 £
		· <del>-</del>		1 000
	Finished goods and goods for resale		1,800	1,800
11	Debtors		2017	2016
	Amounts falling due within one year:		£	£
	Trade debtors		62,634	71,655
	Amounts due from group undertakings		285	
	Other debtors		1,763	10,843
	Prepayments and accrued income		4,575	4,219
			69,257	86,717
12	Creditors: amounts falling due within one year			
	-		2017	2016
		Notes	£	£
	Bank loans and overdrafts	13	14,369	4,752
	Trade creditors	•	26,938	28,188
	Amounts due to group undertakings		3,151,325	3,283,703
	Other taxation and social security	•	16,276	17,319
	Other creditors		32,976	28,213
	Accruals and deferred income		94,907	93,132
			3,336,791	3,455,307

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

13	Loans and overdrafts	2017	2016
		£	£
	Bank overdrafts	14,369	4,752
	Payable within one year	14,369	4,752
14	Share capital	2017	2016
		£	£
	Ordinary share capital Issued and fully paid		
	10,000 Ordinary of £1 each	10,000	10,000
		10,000	10,000

#### 15 Total equity

The negative total equity is due largely to amounts owing to other companies within the group; they are adequately covered by the overall financial strength of the group's assets.

#### 16 Operating lease commitments

#### Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2017	2016
	£	£
In over five years	320,000	320,000
	<del></del> _	

#### 17 Related party transactions

The following amounts were outstanding at the reporting end date:

The balances payable to related parties who are not wholly owned by the group at the year end date are as follows:

	2017 £	2016 £
Dovercourt Healthcare Limited	517,282	427,658
Longfield Healthcare Limited	18,793	18,771
Saffron Healthcare Limited	23,530	23,530
Rheola Healthcare Limited	31,972	28,675
Castlebar Healthcare Limited	2,545,992	2,353,566
Excelcare Equities Limited	(8)	418,391

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

#### 17 Related party transactions

(Continued)

There were material transactions during the year with Castlebar Healthcare Limited (group head office) and Dovercourt Healthcare Limited (regional head office).

The nature of the transactions were allocations for regional and head office expenses including amounts for wages and salaries and general overheads, i.e. transactions in the normal course of business.

There were also material transactions between the company and Excelcare Equities Limited, who is the company's landlord.

The nature of these transactions was rental charges and payments made, as well as the settlement of the balance.

No guarantees have been given or received.

#### 18 Controlling party

The parent company of St Fillan Healthcare Limited is Excelcare Holdings Limited.

The ultimate controlling party is Mr. R. O. Ertosun.

Excelcare Holdings Limited prepares consolidated financial statements and copies are available from their registered office address.

The smallest group into which the company is consolidated is Excelcare Holdings Limited, and the largest group is Excel Portfolios Limited.

#### 19 Cash generated from operations

	2017 £	2016 £
Profit for the year after tax	71,071	59,079
Adjustments for:		
Finance costs	9	9
Investment income	(40)	(96)
Depreciation and impairment of tangible fixed assets	33,302	43,267
Movements in working capital:		
Decrease/(increase) in debtors	17,460	(55,393)
(Decrease) in creditors	(128,133)	(31,208)
Cash (absorbed by)/generated from operations	(6,331)	15,658
	<del></del>	