Abbreviated accounts

for the year ended 31 March 2014

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24/12/2014 COMPANIES HOUSE

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Strategic report for the year ended 31 March 2014

Review of the business

The directors are confident about the company's future business notwithstanding the many significant changes to community pharmacies in recent years.

They also continue to believe that, aided by IT and automation, properly resourced pharmacies providing good and safe service to patients, will continue to compete effectively.

Financial risk management objectives and policies

The company has in place a series of procedures and safeguards embedded in our systems and processes to ensure there is adequate protection against the inherent business risks. The directors are confident that the company has rigorous internal controls in place commensurate with our needs.

This report was approved by the Board on 19 December 2014 and signed on its behalf by

Ry Down

Patricia Brown Director

Director's report for the year ended 31 March 2014

The directors present their report and the accounts for the year ended 31 March 2014.

Principal activity and review of the business

The principal activity of the company is that of retail pharmacy.

Results and dividends

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

The directors do not recommend payment of a final dividend.

Directors

The directors who served during the year are as stated below:

Philip Brown

Patricia Brown

Victoria Good Appointed 14 September 2014 Oliver O'Callaghan-Brown Appointed 14 September 2014

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and 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 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.

The Director at the date of approval of this report confirms that:

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

Director's report for the year ended 31 March 2014

continued		
Strategic Report		

The company has chosen in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out in the company's strategic report information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008. This includes review of the business and financial risk management objectives and policies.

Auditors

Alan Cooper Saunders Angel are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006.

This report was approved by the Board on 19 December 2014 and signed on its behalf by

Ry Rowa

Patricia Brown Director

Independent auditors' report to Guidebrook Limited under Section 449 of the Companies Act 2006

We have examined the abbreviated accounts set out on pages 5 to 18 together with the financial statements of Guidebrook Limited for the year ended 31 March 2014 prepared under Section 396 of the Companies Act 2006.

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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 for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of the directors and the auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 "The special auditor's report on abbreviated accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with that provision.

Russell Stocker FCA (senior statutory auditor)

For and on behalf of Alan Cooper Saunders Angel

Chartered Accountants and

Statutory Auditors

Kenton House 666 Kenton Road Harrow HA3 90N

22 December 2014

Abbreviated profit and loss account for the year ended 31 March 2014

		Continuing operati		
		2014	2013	
	Notes	£	£	
Turnover		7,956,367	7,681,080	
Gross profit		2,409,124	2,353,193	
Administrative expenses		(2,515,923)	(2,401,771)	
Operating loss	2	(106,799)	(48,578)	
Other interest receivable and				
similar income	4	1,836	1,619	
Interest payable and similar charges	5	-	(5,537)	
Loss on ordinary				
activities before taxation		(104,963)	(52,496)	
Tax on loss on ordinary activities	8	(108,680)	(119,138)	
Loss for the year	18	(213,643)	(171,634)	
Accumulated loss brought forward		(714,984)	(543,350)	
Accumulated loss carried forward	ł	(928,627)	(714,984)	

There are no recognised gains or losses other than the profit or loss for the above two financial years.

Abbreviated balance sheet as at 31 March 2014

		20)14	2013		
	Notes	£	£	£	£	
Fixed assets						
Intangible assets	9		6,188,939		6,884,529	
Tangible assets	10		327,869		297,078	
Investments	11		1,300		1,300	
			6,518,108		7,182,907	
Current assets						
Stocks	12	378,871		376,454		
Debtors	13	1,365,074		1,402,527		
Cash at bank and in hand		327,913		73,404		
		2,071,858		1,852,385		
Creditors: amounts falling						
due within one year	14	(1,697,262)		(1,950,276)		
Net current assets/(liabilities)			374,596		(97,891)	
Total assets less current liabilities			6,892,704		7,085,016	
Provisions for liabilities	15		(21,331)			
Net assets			6,871,373		7,085,016	
Capital and reserves						
Called up share capital	17		7,800,000		7,800,000	
Profit and loss account	18		(928,627)		(714,984)	
Shareholders' funds	19		6,871,373		7,085,016	

These abbreviated accounts have been prepared in accordance with the special provisions of Section 445(3) of the Companies Act 2006 relating to medium-sized companies.

These accounts were approved by the directors on 19 December 2014 and are signed on their behalf by:

Patricia Brown Director

Registration number 05601531

The notes on pages 8 to 18 form an integral part of these financial statements.

Cash flow statement for the year ended 31 March 2014

		2014	2013
	Notes	£	£
Reconciliation of operating loss to net			
cash inflow from operating activities			
Operating loss		(106,799)	(48,578)
Depreciation		790,013	764,654
(Increase) in stocks		(2,417)	(15,376)
Decrease in debtors		37,453	101,802
(Decrease) in creditors		(218,842)	(593,622)
Net cash inflow from operating activities		499,408	208,880
Cash flow statement			
Net cash inflow from operating activities		499,408	208,880
Returns on investments and servicing of finance	22	1,836	(3,918)
Taxation	22	(121,521)	(152,987)
Capital expenditure	22	(125,214)	(219,448)
Increase in cash in the year		254,509	(167,473)
Reconciliation of net cash flow to movement in net	funds (Note 23)		
Increase in cash in the year		254,509	(167,473)
Net funds at 1 April 2013		73,404	240,877
Net funds at 31 March 2014		327,913	73,404

Notes to the abbreviated financial statements for the year ended 31 March 2014

1. Accounting policies

1.1. Accounting convention

The accounts are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board.

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year.

1.3. Goodwill

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of 15 years.

1.4. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows:

Leasehold properties - Straight line over the life of the lease

Fixtures, fittings

and equipment - 25% straight line

Motor vehicles - 25% straight line

1.5. Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6. Investments

Fixed asset investments are stated at cost less provision for permanent diminution in value.

1.7. Stock

Stock is valued at the lower of cost and net realisable value.

1.8. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year.

Notes to the abbreviated financial statements for the year ended 31 March 2014

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1.9. Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not 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 exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold;

Provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date, dividends have been accrued as receivable;

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 rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

1.10. Group accounts

The accounts present information about the company as an individual undertaking. The group consists of the company and wholly owned dormant subsidiaries. The directors therefore consider preparation of Consolidated Financial Statements would provide no useful information and would incur unnecessary professional costs.

2.	Operating loss	2014	2013
		£	£
	Operating loss is stated after charging:		
	Depreciation and other amounts written off intangible assets	695,590	695,590
	Depreciation and other amounts written off tangible assets	92,344	68,905
	Loss on disposal of tangible fixed assets	2,079	159
	Operating lease rentals		
	- Land and buildings	141,520	136,832
	- Motor vehicles	7,268	4,201
	Auditors' remuneration (Note 3)	6,000	5,750

Notes to the abbreviated financial statements for the year ended 31 March 2014

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3.	Auditors' remuneration	2014 £	2013 £
	Auditors' remuneration - audit of the financial statements	6,000	5,750
4.	Interest receivable and similar income	2014 £	2013 £
	Bank interest Other interest	1,711 125 1,836	1,568 51 1,619
5.	Interest payable and similar charges	2014 £	2013 £
	Interest payable on loans < 1 yr	-	5,537 =====
6.	Employees		
	Number of employees The average monthly numbers of employees (including the directors) during the year were:	2014	2013
	Operational staff FT	74	76
	Employment costs	2014 £	2013 £
	Wages and salaries Social security costs Pension costs-other operating charge	972,661 67,756 2,936 1,043,353	1,023,930 76,687 2,936

Notes to the abbreviated financial statements for the year ended 31 March 2014

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7. Pension costs

The company operates a defined contribution pension scheme in respect of the employees. The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £2,936 (2013 £2,936).

8. Tax on loss on ordinary activities

Analysis of charge in period	2014 £	2013 £
Current tax	-	
UK corporation tax at 23.00% (2013 - 24.00%)	87,349	119,121
Adjustments in respect of previous periods	-	17
	87,349	119,138
Total current tax charge	87,349	119,138
Deferred tax		
Timing differences, origination and reversal	21,331	
Total deferred tax	21,331	
Tax on loss on ordinary activities	108,680	119,138

Factors affecting tax charge for period

The tax assessed for the period is higher than the standard rate of corporation tax in the UK (23.00 per cent). The differences are explained below:

	2014 £	2013 £
Loss on ordinary activities before taxation	(104,963)	(52,496)
Loss on ordinary activities multiplied by standard rate of corporation		
tax in the UK of 23.00% (31 March 2013: 24.00%)	(24,141)	(12,599)
Effects of:		
Capital allowances for period in excess of depreciation	(18,883)	(4,322)
Adjustments to tax charge in respect of previous periods	-	17
Effect of non - deductible Goodwill amortisation	129,700	135,339
Short Lease Premium	673	703
Current tax charge for period	87,349	119,138

Notes to the abbreviated financial statements for the year ended 31 March 2014

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9. Intangible fixed assets

	Goodwill £	Total £
Cost		
At 1 April 2013	10,433,843	10,433,843
At 31 March 2014	10,433,843	10,433,843
Amortisation		
At 1 April 2013	3,549,314	3,549,314
Charge for year	695,590	695,590
At 31 March 2014	4,244,904	4,244,904
Net book values		
At 31 March 2014	6,188,939	6,188,939
At 31 March 2013	6,884,529	6,884,529
	====	

In January 2007 the company purchased Kemsley Pharmacy Limited and Pharmacy Services Limited and hived up their trade and assets. In December 2007 the company purchased Pirmo Chemists Limited and hived up the trade and assets. In November 2010 the company purchased D A Williams (Chemists) Limited and hived up the trade and assets. This resulted in an apparent over valuation of investments held in the company's book, though there was no overall loss to the company. The Companies Act requires that where such over valuation is expected to be permanent, the investment should be written down accordingly. The directors consider that as the substance of the transaction was to purchase the trade and assets including goodwill, such treatment would fail to give a true and fair view and the diminution in value of the investment has instead been reallocated to goodwill. The effect on the company's balance sheet of this departure from the requirements of the Companies Act is to recognise goodwill of £6,188,939 net of amortisation of £4,244,904.

Notes to the abbreviated financial statements for the year ended 31 March 2014

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10.	Tangible fixed assets	Short leasehold property £	Fixtures, fittings and equipment	Motor vehicles	Total £
	Cost	-	-		
	At 1 April 2013	105,732	2 469,311	46,158	621,201
	Additions		- 125,756	-	125,756
	Disposals			(3,700)	(3,700)
	At 31 March 2014	105,732	595,067	42,458	743,257
	Depreciation				
	At 1 April 2013	53,590	250,146	20,387	324,123
	On disposals			(1,079)	(1,079)
	Charge for the year	8,690	74,957	8,697	92,344
	At 31 March 2014	62,280	325,103	28,005	415,388
	Net book values				
	At 31 March 2014	43,452	269,964	14,453	327,869
	At 31 March 2013	52,142	219,165	25,771	297,078
			= ====		

There were no assets held under finance leases or under hire purchase contracts as at 31 March 2014.

11.	Fixed asset investments	Subsidiary undertakings		
		shares	Total	
		£	£	
	Cost			
	At 1 April 2013			
	At 31 March 2014	1,300	1,300	
	Net book values			
	At 31 March 2014	1,300	1,300	
	At 31 March 2013	1,300	1,300	
				

Notes to the abbreviated financial statements for the year ended 31 March 2014

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11.1. Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies:

Company	Country of registration or incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking			•	
Kemsley Pharmacy Limited	England	Non trading	Ordinary	100%
Pharmacy Services Limited	England	Non trading	Ordinary	100%
Pirmo Chemist Limited	England	Non trading	Ordinary	100%
NewCo 2 Limited	England	Non Trading	Ordinary	100%
D A Williams (Chemists) Lin	nit Ed gland	Non Trading	Ordinary	100%

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows:

		Capital and reserves	Profit for (=
	Kemsley Pharmacy Limited	100	-	•
	Pharmacy Services Limited	1,000	-	
	Pirmo Chemist Limited	100	-	
	NewCo 2 Limited	100	-	
i	D A Williams (Chemists) Limited	100	-	
12.	Stocks		2014 £	2013 £
	Finished goods and goods for resale		378,871	376,454
13.	Debtors		2014 £	2013 £
	Trade debtors		1,181,326	1,242,530
	Amount owed by connected companie	s	515	-
	Other debtors		135,112	98,774
	Prepayments and accrued income		48,121	61,223
			1,365,074	1,402,527

Notes to the abbreviated financial statements for the year ended 31 March 2014

14.	Creditors: amounts falling due within one year	2014 £	2013 £
	Trade creditors	1,226,331	1,054,432
	Amounts owed to group undertaking	1,300	1,300
	Amounts owed to connected companies	386,071	779,145
	Corporation tax	11,949	46,121
	Other taxes and social security costs	18,772	19,994
	Other creditors	3,599	3,732
	Accruals and deferred income	49,240	45,552
		1,697,262	1,950,276
15.	Provisions for liabilities		
		Deferred taxation (Note 16) £	Total £
	Movements in the year	21,331	21,331
	At 31 March 2014	21,331	21,331
16.	Provision for deferred taxation	2014	2013
10.	1 Tovision for deterred taxation	£	£
	Accelerated capital allowances	21,331	-
	Provision for deferred tax	21,331	-
	Deferred tax charge in profit and loss account	21,331	
	Provision at 31 March 2014	21,331	

Notes to the abbreviated financial statements for the year ended 31 March 2014

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17.	Share capital	2014 £	2013 £
	Allotted, called up and fully paid		
	7,800,000 Ordinary shares of £1 each	7,800,000	7,800,000
	Equity Shares		
	7,800,000 Ordinary shares of £1 each	7,800,000	7,800,000
		Profit	
18.	Equity Reserves	and loss	
		account	Total
		£	£
	At 1 April 2013	(714,984)	(714,984)
	Loss for the year	(213,643)	(213,643)
	At 31 March 2014	(928,627)	(928,627)
19.	Reconciliation of movements in shareholders' funds	2014	2013
		£	£
	Loss for the year	(213,643)	(171,634)
	Opening shareholders' funds	7,085,016	7,256,650
	Closing shareholders' funds	6,871,373	7,085,016

20. Financial commitments

At 31 March 2014 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings		Other	
	2014	2013 £	2014 £	2013 £
	£			
Expiry date:				
Within one year	-	-	3,594	-
Between one and five years	49,904	-	33,909	33,226
In over five years	89,974	140,074	-	-
	139,878	140,074	37,503	33,226

Notes to the abbreviated financial statements for the year ended 31 March 2014

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21. Related party transactions

Creditors include an amount of £386,071 (2013 £779,146) owing to S G Court Limited and £nil (2013 £284) owing to Alphacrest Limited, companies where there are common directors. The loans are interest free.

Debtors include an amount of £514 (2013 nil) owing by Boldasset Limited, a company where there are common directors.

The company acted as an agent for S G Court Limited to acquire goods amounting to £523,667 (net) (2013 £242,590 (net)). S G Court Limited charged Guidebrook Limited management charges of £157,500 (2013 £38,000) for the year.

There is interest charged on a loan from Warren House Conference Centre Limited of nil (2013 £5,537) and this is reflected in the profit and loss account. The loan was repaid in full in 2013.

There are amounts owing by Guidebrook Limited at 31 March 2014 to the following subsidiaries: Kemsley Pharmacy Limited - £100 (2013 £100)

Pharmacy Services Limited - £1,000 (2013 £1,000)

West Town Chemists Limited - £100 (2013 £100)

D A Williams (Chemists) Limited - £100 (2013 £100)

22. Gross cash flows

	2014 £	2013 £
Returns on investments and servicing of finance		
Interest received	1,836	1,619
Interest paid	-	(5,537)
	1,836	(3,918)
Taxation		
Corporation tax paid	(148,400)	(163,000)
Corporation tax repaid	26,879	10,013
	(121,521)	(152,987)
Capital expenditure		
Payments to acquire tangible assets	(125,756)	(222,698)
Receipts from sales of tangible assets	542	3,250
	(125,214)	(219,448)

Notes to the abbreviated financial statements for the year ended 31 March 2014

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23. Analysis of changes in net funds

Opening balance	Cash flows £	Closing balance
£		
73,404	254,509	327,913
73,404	254,509	327,913
	£ 73,404	£ £ 73,404 254,509