

Report of the Directors and
Financial Statements for the Year Ended 31 March 2017
for
DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED

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FOR THE YEAR ENDED 31 MARCH 2017

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DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED

Company Information
FOR THE YEAR ENDED 31 MARCH 2017

DIRECTORS:	Dr. M Batra Dr. A Batra
SECRETARY:	Dr. A Batra
REGISTERED OFFICE:	594 High Road Wembley Middlesex HA0 2AF
REGISTERED NUMBER:	05949077 (England and Wales)
SENIOR STATUTORY AUDITOR:	Mukesh Desai
AUDITORS:	Butler & Co LLP Chartered Accountants & Statutory Auditor Third Floor 126-134 Baker Street London W1U 6UE

Report of the Directors
FOR THE YEAR ENDED 31 MARCH 2017

The directors present their report with the financial statements of the company for the year ended 31 March 2017.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2016 to the date of this report.

Dr. M Batra

Dr. A Batra

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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;

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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Butler & Co LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

Dr. A Batra - Director

11 October 2017

Report of the Independent Auditors to the Members of
Dr Batras' Positive Health Clinic (UK)
Limited

We have audited the financial statements of Dr Batras' Positive Health Clinic (UK) Limited for the year ended 31 March 2017 on pages five to nine. 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 Financial Reporting Standard 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 a Report of the Auditors 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

As explained more fully in the Statement of Directors' Responsibilities set out on page two, the directors are 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 directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Report of the Directors 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 loss 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.

Emphasis of Matter

As at 31 March 2017, total liabilities of the company exceeded its total assets by £942,386 (2016: £707,095). The directors of the company consider that the going concern basis is appropriate in view of the assurance of continuing support, which the company has received from its parent company.

Opinion on other matter 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements, and has been prepared in accordance with applicable legal requirements. In the light of the knowledge and understanding of the company and its environment, we have not identified any material misstatements in the Report of the Directors.

Report of the Independent Auditors to the Members of
Dr Batras' Positive Health Clinic (UK)
Limited

Matters on which we are required to report by exception

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 in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Mukesh Desai (Senior Statutory Auditor)
for and on behalf of Butler & Co LLP
Chartered Accountants
& Statutory Auditor
Third Floor
126-134 Baker Street
London
W1U 6UE

11 October 2017

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Income Statement
FOR THE YEAR ENDED 31 MARCH 2017

	Notes	2017 £	2016 £
TURNOVER		121,122	39,928
Cost of sales		<u>64,716</u>	<u>37,870</u>
GROSS PROFIT		56,406	2,058
Administrative expenses		<u>292,222</u>	<u>183,005</u>
		(235,816)	(180,947)
Other operating income		<u>468</u>	<u>361</u>
OPERATING LOSS	3	(235,348)	(180,586)
Interest receivable and similar income		<u>57</u>	<u>-</u>
LOSS BEFORE TAXATION		(235,291)	(180,586)
Tax on loss		<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR		<u>(235,291)</u>	<u>(180,586)</u>

The notes form part of these financial statements

DR BATRAS' POSITIVE HEALTH CLINIC (UK)
LIMITED (REGISTERED NUMBER: 05949077)

Balance Sheet
31 MARCH 2017

	Notes	2017 £	£	2016 £	£
FIXED ASSETS					
Tangible assets	4		119,568		101,682
CURRENT ASSETS					
Debtors	5	17,548		28,980	
Cash at bank and in hand		<u>3,574</u>		<u>20,263</u>	
		21,122		49,243	
CREDITORS					
Amounts falling due within one year	6	<u>1,083,076</u>		<u>858,020</u>	
NET CURRENT LIABILITIES			<u>(1,061,954)</u>		<u>(808,777)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(942,386)</u>		<u>(707,095)</u>
CAPITAL AND RESERVES					
Called up share capital			10,100		10,100
Retained earnings			<u>(952,486)</u>		<u>(717,195)</u>
SHAREHOLDERS' FUNDS			<u>(942,386)</u>		<u>(707,095)</u>

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were authorised for issue by the Board of Directors on 11 October 2017 and were signed on its behalf by:

Dr. A Batra - Director

The notes form part of these financial statements

Notes to the Financial Statements
FOR THE YEAR ENDED 31 MARCH 2017

1. **STATUTORY INFORMATION**

Dr Batras' Positive Health Clinic (UK) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Turnover

Turnover represents amounts receivable for medical consultancy services. Income is recognised in the period when services are performed.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Improvements to property	- 20% on cost
Plant and machinery	- 20% on cost
Fixtures and fittings	- 10% on cost
Computer equipment	- 25% on cost

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Going concern

As at 31 March 2017, total liabilities of the company exceeded its total assets by £942,386 (2016: £707,095). However, the directors of the company consider that the going concern basis is appropriate in view of the assurance of continuing support, which the company has received from its shareholders.

3. **OPERATING LOSS**

The operating loss is stated after charging:

	2017	2016
	£	£
Depreciation - owned assets	<u>22,508</u>	<u>11,356</u>

**Notes to the Financial Statements - continued
FOR THE YEAR ENDED 31 MARCH 2017**

4. TANGIBLE FIXED ASSETS

	Improvements to property £	Plant and machinery £	Fixtures and fittings £	Computer equipment £	Totals £
COST					
At 1 April 2016	47,334	29,121	43,322	2,469	122,246
Additions	21,500	6,393	11,271	1,230	40,394
At 31 March 2017	68,834	35,514	54,593	3,699	162,640
DEPRECIATION					
At 1 April 2016	9,570	4,818	4,462	1,714	20,564
Charge for year	10,875	6,186	5,000	447	22,508
At 31 March 2017	20,445	11,004	9,462	2,161	43,072
NET BOOK VALUE					
At 31 March 2017	48,389	24,510	45,131	1,538	119,568
At 31 March 2016	37,764	24,303	38,860	755	101,682

5. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £	2016 £
Other debtors	13,725	27,017
VAT	3,464	-
Prepayments	359	1,963
	17,548	28,980

Other debtors include £19,950 rent deposit held by the landlord that can be used in the event of a default.

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £	2016 £
Trade creditors	26,563	46,493
Amounts owed to group undertakings	1,039,559	797,961
Other creditors	9,662	6,666
Accruals and deferred income	7,292	6,900
	1,083,076	858,020

7. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2017 £	2016 £
Within one year	49,500	42,000
Between one and five years	108,000	138,000
In more than five years	351,000	-
	508,500	180,000

Notes to the Financial Statements - continued
FOR THE YEAR ENDED 31 MARCH 2017

8. RELATED PARTY DISCLOSURES

Included in creditors payable within one year is an amount of £797,118 (2016: £744,000) which is due to the parent company, Dr. Batras' Positive Health Clinic Private Limited.

Included in creditors payable within one year is £242,441 (2016: £53,961) advanced by Dr. Batras' Positive Health Clinic FZLLC Dubai, a company under the common control of the parent company.

The amounts are repayable on demand.

9. ULTIMATE CONTROLLING PARTY

By virtue of his shareholding in the parent company, Dr Mukesh Batra is considered to be the ultimate controlling party of the company.

10. ULTIMATE PARENT COMPANY

The company's parent undertaking which draws up the consolidated financial statements is Dr. Batra's Positive Health Clinic Private Ltd., a company registered in India.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.