

NHIS Limited

Annual report and financial statements for the year ended 30 June 2018

Company Registration Number: 05997573

NHIS Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

for the year ended
30 June 2018



NHIS Limited

Annual report and financial statements for the year ended 30 June 2018

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NHIS Limited

COMPANY INFORMATION

for the year ended 30 June 2018

DIRECTORS

R Amos (appointed 29 March 2018)
A Foye (resigned 29 March 2018)
P Ros

COMPANY SECRETARY

D Barton

COMPANY NUMBER

05997573

REGISTERED OFFICE

5th Floor
10 Whitechapel High Street
London
E1 8QS

BUSINESS ADDRESS

5th Floor
10 Whitechapel High Street
London
E1 8QS

BANKING AGENT

Barclays Bank plc
1 Churchill Place
London
E14 5HP

SOLICITORS

Gowling WLG
4 More London Riverside
London
SE1 2AU

NHIS Limited is a private limited company limited by shares.

NHIS Limited

STRATEGIC REPORT

for the year ended 30 June 2018

The directors submit their strategic report for the year ended 30 June 2018 for NHIS Limited ('the Company').

PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

On 30 June 2017 the Company's trade and assets were transferred to Wilmington Healthcare Limited, a fellow subsidiary of Wilmington Plc. Subsequently the Company ceased trading.

Up until the date of transfer, the Company's principal activity was the provision of specialist healthcare information solutions the Company is focussed on maintaining the quality of its data and thus retaining its position as market leader within the industry.

Revenue decreased from £1,875,930 in 2017 to £nil in 2018 and operating profit decreased from £5,235,210 in 2017 to £nil in 2018. Total net assets as at 30 June 2018 were £6,262,351 (2017: £6,258,925).

There were no dividends paid in the year (2017: £nil).

BUSINESS OBJECTIVES AND STRATEGY

As from 1 July 2017 the business has ceased trading. There is no current intention to recommence trading.

PRINCIPAL RISKS AND UNCERTAINTIES

The key business risks and uncertainties affecting the Company arise from rapidly changing technology, which gives rise to the need for constant development and investment. Further discussion of these risks and uncertainties, in the context of Wilmington plc as a whole, is provided in the group's annual report, which does not form part of this report.

FINANCIAL RISK MANAGEMENT

Interest rate risk, liquidity risk and capital risk are managed on a group-wide basis by the Company's ultimate parent company, Wilmington plc. the Company operates in accordance with funding policies controlled by the executive directors of the ultimate parent company.

The company is exposed to credit risk associated with selling on credit, which it manages through credit control procedures.

KEY PERFORMANCE INDICATORS

The directors of NHIS Limited and Wilmington plc manage the group's operations on a divisional basis. For this reason, the Company's directors believe that analysis of key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of NHIS Limited. The development, performance and position of the divisions, which includes the Company, is discussed in the group's annual report, which does not form part of this report.

By order of the board



D Barton
Company Secretary
31 December 2018

NHIS Limited

DIRECTORS' REPORT

for the year ended 30 June 2018

The directors submit their report and the financial statements of NHIS Limited for the year ended 30 June 2018. Please refer to the Strategic Report on page 2 for the disclosure on the Company's financial risk management.

DIVIDENDS AND FUTURE DEVELOPMENTS

Dividends paid in the year were nil (2017: nil), which is £nil (2017: £nil) per ordinary share. Refer to the Strategic Report for future developments.

DIRECTORS

The directors of the Company who were in office during the year and up to the date of signing the financial statements, unless otherwise stated were:

R Amos (appointed 29 March 2018)
A Foye (resigned 29 March 2018)
P Ros

DIRECTORS THIRD PARTY INDEMNITY PROVISIONS

A qualifying third party indemnity provision was in place for Directors throughout the year and at the date of the approval of the financial statements.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report and 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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

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;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of financial statements; 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

NHIS Limited

DIRECTORS' REPORT

for the year ended 30 June 2018

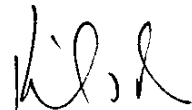
EXEMPTION FROM AUDIT

For the year ending 30 June 2018 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- the members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476;
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

On behalf of the board



R Amos
Director
31 December 2018

NHIS Limited

STATEMENT OF COMPREHENSIVE INCOME

for the year ended 30 June 2018

	<i>Note</i>	2018 £	2017 £
REVENUE	2	—	1,875,930
Cost of sales		—	(218,410)
Gross profit		—	1,657,520
Administrative expenses		—	(1,237,656)
Gain on sale of assets		—	4,815,346
OPERATING PROFIT		—	5,235,210
PROFIT BEFORE TAXATION	3	—	5,235,210
Tax on profit	6	3,426	42,883
PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		<u>3,426</u>	<u>5,278,093</u>

The revenue and operating profit for the year arises from the Company's continuing operations.

The Company has no other comprehensive income other than those included in the results above.

NHIS Limited

BALANCE SHEET

as at 30 June 2018

Company Registration No. 05997573

	Note	2018 £	2017 £
CURRENT ASSETS			
Debtors	7	<u>6,352,982</u>	<u>6,306,674</u>
		6,352,982	6,306,674
Creditors: Amounts falling due within one year	8	(90,631)	(47,749)
NET CURRENT ASSETS		<u>6,262,351</u>	<u>6,258,925</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>6,262,351</u>	<u>6,258,925</u>
NET ASSETS		<u>6,262,351</u>	<u>6,258,925</u>
CAPITAL AND RESERVES			
Called up share capital	10	148	148
Retained earnings		6,262,203	6,258,777
TOTAL SHAREHOLDERS' FUNDS		<u>6,262,351</u>	<u>6,258,925</u>

For the year ending 30 June 2018 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- the members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476;
- the directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements on pages 5 to 14 were approved by the board of directors and authorised for issue on 31 December 2018 and are signed on its behalf by



R Amos
Director

NHIS Limited

STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2018

Company Registration No. 05997573

	Called up share capital £	Retained earnings £	Total shareholders' funds £
At 1 July 2016	148	980,684	980,832
Profit and total comprehensive income for the financial year	—	5,278,093	5,278,093
At 30 June 2017	148	6,258,777	6,258,925
Profit and total comprehensive income for the financial year	—	3,426	3,426
At 30 June 2018	148	6,262,203	6,262,351

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

GENERAL INFORMATION

NHIS Limited ('the company') produced specialist healthcare information solutions. From 1 July 2017 the Company has ceased trading. The Company is a private limited company and is incorporated and domiciled in the UK. As of 15 December 2017 the address of its registered office is 10 Whitechapel High Street, London, E1 8QS. Prior to this date, the registered office address was 6 - 14 Underwood Street, London, N1 7JQ.

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

BASIS OF PREPARATION

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payment' (details of the number and weighted-average exercise prices of share options, and how the fair value of goods or services received was determined).
- IFRS 7, 'Financial Instruments: Disclosures'.
- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - (ii) paragraph 73(e) of IAS 16 'Property, plant and equipment';
 - (iii) paragraph 118(e) of IAS 38 'Intangible assets' (reconciliations between the carrying amount at the beginning and end of the period).
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d), (statement of cash flows),
 - 16 (statement of compliance with all IFRS),
 - 38A (requirement for minimum of two primary statements, including cash flow statements),
 - 38B-D (additional comparative information),
 - 111 (cash flow statement information), and
 - 134-136 (capital management disclosures).
- IAS 7, 'Statement of cash flows'.
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation).
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.
- The requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 'Business Combinations'.
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(f) (a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements),
 - 40A-D (requirements for a third statement of financial position).
- Paragraph 18A of IAS 24, 'Related party disclosures', related to key management services provided by a separate management entity.

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

- Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36, 'Impairment of assets' (disclosures when the recoverable amount is fair value less costs of disposal, assumptions involved in estimating recoverable amounts of cash generating units containing goodwill or intangible assets with indefinite useful lives and management's approach to determining these amounts).

GOING CONCERN

The directors confirm that they are satisfied that the Company has adequate resources to continue in business for the foreseeable future, being a period of at least 12 months from the date of approval of the financial statements. For these reasons the directors continue to adopt the going concern basis in preparing the financial statements.

REVENUE

Revenue represents the fair value of the consideration received or receivable for the sale of goods or services, net of discounts and sales taxes. Revenue is recognised when it is probable that the economic benefits associated with a transaction will flow to the Company and the amount of revenue and associated costs can be measured reliably. Subscription revenue is allocated to the relevant accounting years covered by the subscription on a straight line basis or weighted in accordance with the timing of the service provided.

INVESTMENTS

Investments in subsidiaries are valued at cost less provision for impairment. the Company evaluates the carrying value of fixed asset investments to determine if there has been an impairment in value, which would result in the inability to recover the carrying amount. When it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the statement of comprehensive income.

PENSIONS

The company operates a defined contribution pension scheme, the assets of which are held separately from those of the Company in an independently administered fund. Contributions are charged to the statement of comprehensive income in the period in which they are incurred.

DIVIDENDS

Dividends are recognised in the financial statements when the shareholders' right to receive payment is established. Dividend income from subsidiary undertakings is recognised in the financial statements when subsidiaries have paid interim or final dividends.

TAXATION

Deferred tax is recognised in respect of all temporary differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A deferred tax asset is recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying temporary differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the temporary differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is discounted to reflect the time value of money, using a discount rate based on the post tax yields to maturity that could be obtained at the balance sheet date on government bonds with similar maturity dates. None of the deferred tax balance relates to unprovided deferred tax.

Current tax for the current and prior years is provided at the amount expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

OPERATING LEASES

The annual rentals are charged to statement of comprehensive income on a straight line basis over the lease term.

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Impairment of trade debtors

The company makes an estimate of the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the credit rating of the debtor, the ageing profile of debtors and historical experience. See note 7 for the net carrying amount of the debtors.

CONSOLIDATION

The company is a wholly-owned subsidiary of Wilmington plc. It is included in the consolidated financial statements of Wilmington plc which are publicly available. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

NEW STANDARDS AND INTERPRETATIONS APPLIED

The following new standards, amendments and interpretations have been adopted in the current year:

International Financial Reporting Standards (IFRS/IAS)		Effective for accounting periods starting after
IAS 7	Disclosure initiative – Amendments to IAS 7	1 January 2017
IAS 12	Recognition of Deferred Tax Assets for Unrealised Losses – Amendments to IAS 12	1 January 2017
IFRS 12	Annual improvements 2014-2016 cycle	1 January 2017

The adoption of these new standards, amendments and interpretations has not led to any changes to the Company's accounting policies or had any other material impact on the financial position or performance of the Company. Other amendments to IFRSs effective for the year starting 1 July 2017 have no impact on the Company.

NEW STANDARDS AND INTERPRETATIONS NOT APPLIED

The International Accounting Standards Board (IASB) and IFRS Interpretations Committee (IFRS IC) have issued new standards and interpretations with an effective date after the year starting 1 July 2017.

International Financial Reporting Standards (IFRS/IAS)		Effective for accounting periods starting after
IFRS 2	Classification and Measurement of Share Based Payment Transactions – Amendments to IFRS 2	1 January 2018
IFRS 9	Financial Instruments	1 January 2018
IFRS 15	Revenue from Contracts with Customers	1 January 2018
IFRS 16	Leases	1 January 2019
IAS 28	Investments in Associates and Joint Ventures	1 January 2019

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) NEW STANDARDS AND INTERPRETATIONS NOT APPLIED (CONTINUED)

Management is currently assessing the impact of the above new standards. During the year to 30 June 2019 the Company will put in place necessary processes to capture all of the adjustments and additional disclosures required for those standards taking effect before this date. There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

2 REVENUE

Revenue is attributable to one class of business.

	2018 £	2017 £
The company's turnover by geographical area was as follows:		
United Kingdom	—	1,557,022
Europe (excluding United Kingdom)	—	318,908
	<u>—</u>	<u>1,875,930</u>

3 PROFIT BEFORE TAXATION

Profit on ordinary activities before taxation is stated after charging:

	2018 £	2017 £
Operating lease rentals - land and buildings	—	17,000
Taxation compliance	—	1,087
	<u>—</u>	<u>1,087</u>

4 DIRECTORS' EMOLUMENTS

Three (2017: two) of the Company's directors are remunerated by Wilmington plc; their emoluments are disclosed in the financial statements of Wilmington plc. No loss of office for the directors has been sustained during the year.

Three directors (2017: two) are entitled to shares under a long term incentive plan. One of the directors (2017: one) is accruing benefits under money purchase pension schemes during the year.

5 STAFF COSTS

	2018 £	2017 £
Wages and salaries	—	770,430
Social security costs	—	86,451
Other pension costs	—	6,489
	<u>—</u>	<u>863,370</u>

	2018 Number	2017 Number
Monthly average number of employees during the year, including directors		
Administration	—	7
Sales and marketing	—	4
Production	—	16
	<u>—</u>	<u>27</u>

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

6	TAX ON PROFIT	2018 £	2017 £
	Current taxation:		
	UK corporation tax on profits of the year	—	82,923
	Adjustments in respect of prior years	(3,426)	(125,806)
	Tax credit on profit on ordinary activities	<u>(3,426)</u>	<u>(42,883)</u>

Factors affecting the tax charge for the year:

The tax assessed for the year is lower (2017: lower) than the standard rate of corporation tax in the UK of 19.00% (2017: 19.75%).

	2018 £	2017 £
Profit before taxation	—	5,235,210
Profit multiplied by the standard rate of UK corporation tax of 19.00% (2017: 19.75%)	—	1,033,954
Effects of:		
Adjustments in respect of prior years	(3,426)	(125,806)
Non-taxable gain	—	(951,031)
Tax credit for the year	<u>(3,426)</u>	<u>(42,883)</u>

Factors affecting current and future tax charges

On 26 October 2015, the UK corporation tax rate was reduced from 20% to 19% from 1 April 2017 and a further change was announced on 23 November 2016 to reduce the rate from 19% to 17% from 1 April 2020. This change has been substantively enacted at the balance sheet date and, therefore, is included in these financial statements.

Adjustments in respect of prior years relates to group relief.

7	DEBTORS	2018 £	2017 £
	Amounts due within one year:		
	Amounts owed by group undertakings	6,345,509	6,306,674
	Trade debtors	4,047	—
	Corporation tax	3,426	—
		<u>6,352,982</u>	<u>6,306,674</u>

Amounts owed by group undertakings are unsecured, interest free and receivable on demand.

Amounts owed by group undertakings include balances that correspond to invoices issued to third party customers that were distributed in the name of the Company but which have or will be settled to Wilmington Shared Services Limited on behalf of the Company. Wilmington Shared Services Limited provides services to the Company and other group companies, and the outstanding invoices arising from that activity are classified as trade debtors in its financial statements, which can be obtained at www.companieshouse.gov.uk.

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

8	CREDITORS: Amounts falling due within one year	2018 £	2017 £
	Amounts owed to group undertakings	86,585	47,749
	Trade creditors	4,046	—
		<u>90,631</u>	<u>47,749</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

Amounts owed to group undertakings include balances that correspond to third party invoices that were issued in the name of the Company but which have or will be settled by Wilmington Shared Services Limited on behalf of the Company. Wilmington Shared Services Limited provides services to the Company and other group companies, and the outstanding third party invoices arising from that activity are classified as trade creditors in its financial statements, which can be obtained at www.companieshouse.gov.uk.

9 COMMITMENTS UNDER OPERATING LEASES

The company had the following future minimum lease payments under non-cancellable operating leases for each of the following periods:

	Land and buildings 2018 £	Land and buildings 2017 £
Operating leases which expire: Not later than one year	—	19,830
	<u>—</u>	<u>19,830</u>

10	CALLED UP SHARE CAPITAL	2018 Number	2017 Number	2018 £	2017 £
	Allotted, called up and fully paid: Ordinary shares of £0.01 each	<u>14,750</u>	<u>14,750</u>	<u>148</u>	<u>148</u>

11 CONTINGENT LIABILITIES

The company has entered into a guarantee in respect of the ultimate parent company's committed revolving credit facility of £75,000,000, which expires in July 2020. At 30 June 2018, the Company had a contingent liability of £50,379,500 (2017: £49,353,039) in respect of drawdowns from this facility.

12 ULTIMATE PARENT UNDERTAKING

The company is controlled by Wilmington plc, its immediate parent.

The ultimate parent company, and the parent undertaking of the largest and smallest group for which consolidated financial statements are prepared, is Wilmington plc, which is incorporated in the UK and for which financial statements are available from 10 Whitechapel High Street, E1 8QS.

NHIS Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 June 2018

13 RELATED PARTY TRANSACTIONS

Wilmington plc, together with its other wholly owned subsidiaries, offers certain group-wide purchasing facilities to the Company and other subsidiaries whereby the actual costs are recharged. Transactions during the year with other group entities were cost recharges and cash movements.

The company is a wholly owned subsidiary of a group that prepares publicly available consolidated financial statements, namely the group headed by Wilmington plc, so it has taken advantage of the exemption IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.