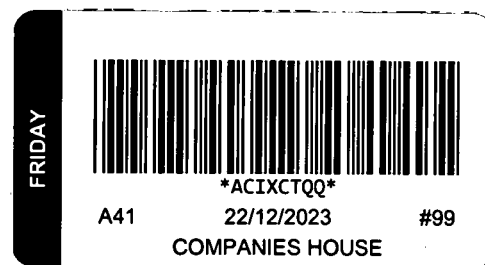


Durgan and Ashworth Dental Care Limited

Company Number 06218984

Annual report and financial statements - 31 March 2023



Durgan and Ashworth Dental Care Limited
Contents
For the year ended 31 March 2023

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Durgan and Ashworth Dental Care Limited
Strategic report
For the year ended 31 March 2023

The directors present their Strategic report for the year ended 31 March 2023.

Principal activities

The principal activity of the company is the provision of NHS dental services.

Business review

Review of the development and performance of the company

The majority of the company's revenue was derived from fixed income contracts with the NHS Regions. The fixed income nature of the contracts provide the company with stability and visibility over its revenue and profit streams.

Turnover for the year was £614,084 (2022: £653,607). The profit before tax on ordinary activities for the year was £138,413 (2022: £183,762). The profit for the financial year was £140,572 (2022: £193,436).

The net assets of the company as at 31 March 2023 was £1,585,248 (2022: £1,481,923).

The company is a member of the group of companies headed by Turnstone Equityco 1 Limited ('the group'). The principal activities of the group are the operation of dental practices and the provision of materials, services and equipment to dental practices. The company is managed on a day to day basis as a trading company within the mydentist group. The business review of the group can be found in the financial statements of Turnstone Equityco 1 Limited.

Strategy and future outlook

The directors believe that the company continues to be well positioned to take advantage of further opportunities within the market, however there is likely to be a period of consolidation before growth recommences.

Principal risks and uncertainties

The company's risks and uncertainties are integrated with the principal risks and uncertainties of the group. Accordingly, the principal risks and uncertainties of Turnstone Equityco 1 Limited, which includes those of the company, are discussed in the Strategic report in the financial statements of Turnstone Equityco 1 Limited which does not form part of this report.

The consolidated financial statements of Turnstone Equityco 1 Limited are publicly available and may be obtained from the Company Secretary, Turnstone Equityco 1 Limited, Europa House, Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG.

Clinicians and other qualified staff

The company requires skilled clinicians, hygienists and nurses in order to care for its patient base. The expansion of the European Union ('EU') over recent years and, until recently, the increased capacity of UK dental schools increased the supply of clinicians available to the company. The company has also significantly invested in increasing the recruitment capabilities of the company in order to attract new and retain existing clinicians. The directors recognise the importance of quality clinicians and their self-employed status for ensuring the continued success of the company. The company manages the risk associated with the supply of clinicians through offering access and subscription to training and development programmes to enhance retention. Due to factors which have resulted in a decrease in UDA delivery rates over recent years, the company continues to work to recruit additional clinicians in order to deliver its NHS contracts and to develop the provision of private dentistry including {my}options. In addition, the UK's withdrawal from membership of the EU may impact the supply of clinicians in future but could also open up alternative recruitment options through changes in immigration regulations. The company continues to monitor developments.

Durgan and Ashworth Dental Care Limited

Strategic report

For the year ended 31 March 2023

Business review *(continued)*

The most common method for a practice owner of engaging with clinicians in the dental industry is for the clinician to operate as a self-employed associate dentist. This enables dentists to retain their clinical freedom over the appropriate course of treatment for patients, to develop their interests in specific specialisms by having the flexibility to work across different practices and to have control of the amount they can earn through the hours they make available for appointments. In return, they contribute to the running costs of the practice and are responsible for a share of the laboratory costs relating to their treatment plans. This method of engagement has been recognised historically as the normal approach for the industry through the use of a model contract developed by the British Dental Association (BDA). HMRC have published guidance that confirms if an associate is engaged on the terms of the model contract and the terms are followed, then the associate can consider themselves to be self-employed.

In common with many industries where self-employed individuals are utilised widely, HMRC have undertaken an industry-wide review of the engagement terms used and the way these terms are applied in practice. From April 2023, HMRC have withdrawn the specific guidance relating to dentistry and confirmed that they will not seek to challenge the self-employed status of associate dentists prior to this date. HMRC have indicated that the withdrawal is due to their belief that they should not provide guidance on individual industry-specific contracts.

Key performance indicators

As noted above, one of the key performance indicators (“KPIs”) which the directors and other stakeholders monitor is turnover. This is reviewed in absolute terms and in relation to budgeted and prior year comparatives.

Other KPIs used by the company include the following:

- Staff retention percentages;
- Dentist retention percentages; and
- NHS activity performance against target
- Earnings before interest, tax, depreciation and amortisation (“EBITDA”)

The directors consider these ratios to be commercially sensitive and as a consequence details are not disclosed within this report.

Subsequent events

On 1 April 2023, as part of a group simplification exercise, the company sold assets including both tangible fixed assets and stock to Petrie Tucker and Partners Limited, also a wholly owned subsidiary of Turnstone Equityco 1 Limited. These assets were transferred at net book value as shown on the balance sheet of the company at 31 March 2023. The balance was left outstanding on the intercompany account.

Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the company’s risk management framework. The company’s activities expose it to a variety of financial risks: credit risk, liquidity risk, market risk and inflation risk.

The company’s risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company’s activities.

Credit risk

Credit risk is the risk of financial loss to the company if a customer fails to meet its contractual obligations. The nature of the company’s contract with the NHS Regions means that credit risk is minimised for a significant proportion of the company’s revenue. The patient’s contribution to NHS charges is usually collected before treatment in order to minimise risk to the company, however a risk may arise if treatment plans change and additional charges are not collected at the time of the appointment.

Durgan and Ashworth Dental Care Limited
Strategic report
For the year ended 31 March 2023

Financial risk management *(continued)*

Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

Market risk

Market risk is the risk that changes in foreign exchange rates and interest rates will affect the company's income or costs.

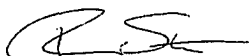
The company has limited currency risk as all operations are carried out in the United Kingdom and all income and expenses are denominated in Sterling. However, as materials are principally sourced by other group companies from suppliers internationally, the company is indirectly exposed to currency risk as prices are adjusted to reflect currency movements. The group mitigates this risk through the use of, for example, derivative financial instruments such as foreign currency forward contracts or option contracts. This risk is also managed through competitive tendering for the group's significant supply contracts.

Inflation risk

Inflation risk is the risk that the cost of key services and products procured by the company will rise with inflation and affect the company's income. The rates paid under the terms of the company's NHS contract are reviewed on an annual basis and, over the course of the past few years, the annual uplifts have typically been lower than the rate of both RPI and CPI.

The company undergoes a regular review of key suppliers through its procurement programme to mitigate cost increases, using tendering processes where possible. In addition, the group seeks to rationalise its supplier base to benefit from its scale.

On behalf of the Board



R Storah
Director

20 December 2023

Durgan and Ashworth Dental Care Limited
Directors' report
For the year ended 31 March 2023

The directors present their report and the unaudited financial statements for the year ended 31 March 2023.

Financial risk management

Please refer to the Strategic report for a description of the company's financial risk management processes.

Future developments

Please refer to the strategy and future outlook section of the Strategic report for a description of future developments.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Directors

The directors who held office during the financial year and up to the signing date of the financial statements are as follows:

M Prasad
R Storah
N Whitley

The directors benefitted from qualifying third party indemnity provisions in place during the financial year and to the date of approval of these financial statements.

Going concern

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Turnstone Equityco 1 Limited. The directors have received confirmation that Turnstone Equityco 1 Limited intend to support the company for at least one year after these financial statements are signed, and therefore the going concern of the company is dependent on the going concern of the parent company. In making their assessment of the going concern of the parent company, the directors of the parent company have reviewed forecasts that consider both a base case and a severe but plausible downside case.

Events after the reporting period

On 1 April 2023, as part of a group simplification exercise, the company sold assets including both tangible fixed assets and stock to Petrie Tucker and Partners Limited, also a wholly owned subsidiary of Turnstone Equityco 1 Limited. These assets were transferred at net book value as shown on the balance sheet of the company at 31 March 2023. The balance was left outstanding on the intercompany account.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law).

Durgan and Ashworth Dental Care Limited
Directors' report
For the year ended 31 March 2023

Statement of directors responsibilities *(continued)*

Under company law, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

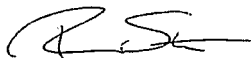
The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The 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.

Audit exemption

For the year ended 31 March 2023, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 as Turnstone Equityco 1 Limited has provided a guarantee over all of the outstanding liabilities of the company to the company's immediate parent and sole member, mydentist Acquisitions Limited, in accordance with section 479C of the Companies Act 2006.

On behalf of the Board



R Storah
Director

20 December 2023

Europa House
Europa Trading Estate
Stoneclough Road
Kearsley
Manchester
M26 1GG

Durgan and Ashworth Dental Care Limited
Statement of comprehensive income
For the year ended 31 March 2023

| | Note | 2023 £ | 2022 £ |
|---|-------------|-------------------------|-------------------------|
| Turnover | 4 | 614,084 | 653,607 |
| Cost of sales | | <u>(215,188)</u> | <u>(222,300)</u> |
| Gross profit | | 398,896 | 431,307 |
| Administrative expenses | | <u>(260,483)</u> | <u>(247,545)</u> |
| Profit before tax on ordinary activities | 5 | 138,413 | 183,762 |
| Tax on ordinary activities | 8 | <u>2,159</u> | <u>9,674</u> |
| Profit after tax on ordinary activities for the year | | 140,572 | 193,436 |
| Other comprehensive income for the year, net of tax | | <u>-</u> | <u>-</u> |
| Total comprehensive income for the year | | <u>140,572</u> | <u>193,436</u> |

The above statement of comprehensive income should be read in conjunction with the accompanying notes

Durgan and Ashworth Dental Care Limited
Balance sheet
As at 31 March 2023

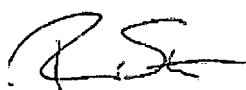
| | Note | 2023 £ | 2022 £ |
|--|------|------------------|------------------|
| Fixed assets | | | |
| Intangible assets | 9 | 2,067 | 14,470 |
| Tangible assets | 10 | 117,737 | 66,614 |
| Total fixed assets | | <u>119,804</u> | <u>81,084</u> |
| Current assets | | | |
| Stocks | 11 | 7,530 | 6,750 |
| Debtors | 12 | 1,752,396 | 1,569,512 |
| Total current assets | | <u>1,759,926</u> | <u>1,576,262</u> |
| Current liabilities | | | |
| Creditors: amounts falling due within one year | 13 | 245,035 | 174,403 |
| Total current liabilities | | <u>245,035</u> | <u>174,403</u> |
| Net current assets | | <u>1,514,891</u> | <u>1,401,859</u> |
| Total assets less current liabilities | | <u>1,634,695</u> | <u>1,482,943</u> |
| Non-current liabilities | | | |
| Provisions for liabilities | 14 | 12,200 | 1,020 |
| Total non-current liabilities | | <u>12,200</u> | <u>1,020</u> |
| Net assets | | <u>1,622,495</u> | <u>1,481,923</u> |
| Capital and reserves | | | |
| Called up share capital | 15 | 10,000 | 10,000 |
| Share premium account | 16 | 50,000 | 50,000 |
| Retained earnings | 17 | 1,562,495 | 1,421,923 |
| Total capital and reserves | | <u>1,622,495</u> | <u>1,481,923</u> |

The notes on pages 10 to 19 form an integral part of these financial statements.

- (a) For the financial year ended 31 March 2023 the company was entitled to exemption from audit under section 479A of the Companies Act 2006.
- (b) The member has not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.
- (c) The directors acknowledge their responsibility for:
- ensuring the company keeps accounting records which comply with Section 386; and
 - preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year in accordance with the requirements of the Companies Act relating to accounts, so far as is applicable to the company.

Durgan and Ashworth Dental Care Limited's company number is 06218984.

These financial statements on pages 7 to 19 were approved by the board of directors on 20 December 2023 and were signed on its behalf by:



R Storah
Director

20 December 2023

The above balance sheet should be read in conjunction with the accompanying notes

Durgan and Ashworth Dental Care Limited
Statement of changes in equity
For the year ended 31 March 2023

| | Called up share capital £ | Share premium account £ | Retained earnings £ | Total capital and reserves £ |
|--|--|--|------------------------------------|---|
| Balance at 1 April 2021 | 10,000 | 50,000 | 1,228,487 | 1,288,487 |
| Profit after tax on ordinary activities for the year | - | - | 193,436 | 193,436 |
| Other comprehensive income for the year, net of tax | - | - | - | - |
| Total comprehensive income for the year | - | - | 193,436 | 193,436 |
| Balance at 31 March 2022 | <u>10,000</u> | <u>50,000</u> | <u>1,421,923</u> | <u>1,481,923</u> |

| | Called up share capital £ | Share premium account £ | Retained earnings £ | Total capital and reserves £ |
|--|--|--|------------------------------------|---|
| Balance at 1 April 2022 | 10,000 | 50,000 | 1,421,923 | 1,481,923 |
| Profit after tax on ordinary activities for the year | - | - | 140,572 | 140,572 |
| Other comprehensive income for the year, net of tax | - | - | - | - |
| Total comprehensive income for the year | - | - | 140,572 | 140,572 |
| Balance at 31 March 2023 | <u>10,000</u> | <u>50,000</u> | <u>1,562,495</u> | <u>1,622,495</u> |

The above statement of changes in equity should be read in conjunction with the accompanying notes

Durgan and Ashworth Dental Care Limited
Notes to the financial statements
For the year ended 31 March 2023

1. Company information

The financial statements cover Durgan and Ashworth Dental Care Limited as an individual entity. The financial statements are presented in Sterling (£), which is Durgan and Ashworth Dental Care Limited's functional and presentation currency.

The company is a private company limited by shares, incorporated in the United Kingdom, domiciled and registered in England. Its registered office is Europa House, Europa Trading Estate, Stoneclough Road, Kearsley, Manchester, M26 1GG.

The principal activity of the company is the provision of NHS dental services.

The company is a member of the group of companies headed by Turnstone Equityco 1 Limited ('the group'). The principal activities of the group are the operation of dental practices and the provision of materials, services and equipment to dental practices.

2. Accounting policies

Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland ('FRS 102'), and with the Companies Act 2006.

Going concern

These financial statements are prepared on a going concern basis, under the historical cost convention.

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Turnstone Equityco 1 Limited. The directors have received confirmation that Turnstone Equityco 1 Limited intend to support the company for at least one year after these financial statements are signed, and therefore the going concern of the company is dependent on the going concern of the parent company. In making their assessment of the going concern of the parent company, the directors of the parent company have reviewed forecasts that consider both a base case and a severe but plausible downside case.

A summary of the more important accounting policies, which have been applied on a consistent basis, is set out below.

Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions which have been complied with, including notification of, and no objection to, the use of the exemptions by the company's shareholders.

The company has taken advantage of the following exemptions:

- from preparing a statement of cash flows, on the basis that it is a qualifying entity and that the company's cash flows are included within the consolidated cash flow statement for the group;
- from preparing a reconciliation of the number of shares outstanding at the beginning and end of the financial year;
- from disclosing the compensation paid to the company's key management personnel; and
- from disclosing related party transactions between wholly owned entities that are part of the Turnstone Equityco 1 Limited group of companies.

Turnover

Turnover represents the income received in the ordinary course of business for dentistry goods or services provided to the extent that the company has obtained the right to consideration. NHS turnover is recognised based on the volume of dental activity delivered in the contract period. Amounts received from the NHS in advance of dental activity delivered are held on the balance sheet within deferred income. Turnover from orthodontic treatment is recognised based on the stage of the completion reached during the course of treatment.

The company's NHS dentistry contracts were subject to modified operating procedures during the COVID pandemic period, which continued until the early part of FY2023. More information is provided in note 3.

Durgan and Ashworth Dental Care Limited
Notes to the financial statements
For the year ended 31 March 2023

2. Accounting policies (continued)

Other operating income

The company received payments from the British Government as part of the UK Coronavirus Job Retention Scheme. Furlough grants received are recognised in other income in the period for which claims are made.

Taxation

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantially enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated. Deferred tax assets are only recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. If and when all conditions for retaining tax allowances for the cost of a fixed asset have been met, the deferred tax is reversed.

Deferred tax is calculated using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Goodwill

Purchased goodwill (representing the excess of the fair value of the consideration and associated costs over the fair value of the separable net assets acquired, including intangible assets) arising in respect of business combinations is capitalised. Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life.

The company has not applied section 19 of FRS 102 to business combinations which occurred prior to the transition date of 1 April 2014, in accordance with the transitional exemption permitted under FRS 102.

Goodwill arising prior to the transition date is amortised over a useful life of 20 years. The useful lives reflect the period over which the company expects to benefit from the assets acquired.

In calculating the goodwill, the total consideration, both actual and deferred, is taken into account. Where the deferred consideration is contingent and dependent upon future trading performance, an estimate of the present value of the likely consideration payable is made. This contingent deferred consideration is re-assessed annually and corresponding adjustment is made to the goodwill arising on acquisition.

On the subsequent disposal or termination of a business acquired, the profit or loss on disposal or termination is calculated after charging the unamortised amount of any related goodwill.

Tangible assets and depreciation

Tangible fixed assets are stated at historic purchase cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use.

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

| | |
|------------------------|------------|
| Fittings and equipment | 4-10 years |
|------------------------|------------|

Where the residual value of an asset is material it is reviewed at the end of each financial year, to ensure that it has been depreciated on an appropriate basis.

Durgan and Ashworth Dental Care Limited
Notes to the financial statements
For the year ended 31 March 2023

2. Accounting policies (continued)

Impairment of fixed assets

At each reporting date fixed assets, including goodwill and tangible assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated as the higher of its fair value less costs to sell or the value in use. This is then compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the statement of comprehensive income.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the statement of comprehensive income.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to sell. Dental practice consumables are valued at the weighted average purchase cost during the financial year. Average purchase cost is calculated to take account of trade discounts received and transport and handling costs incurred. Provision is made for obsolete, slow moving and defective stock.

Leases

Operating lease rentals are charged to the statement of comprehensive income on a straight line basis over the period of the lease.

Pensions

The company makes contributions to the National Employment Savings Trust ('NEST'), a defined contribution pension scheme, on behalf of its employees. The assets of the scheme 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 to which they relate.

Provisions

Provisions are recognised when the company has a present obligation as a result of a past event, it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Financial instruments

Basic financial assets and liabilities, including trade and other receivables, trade and other payables, amounts owed to and by group undertakings and cash balances, in accordance with section 11 and 12 of FRS102 are initially recognised at transaction price, 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. Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. 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 the statement of comprehensive income.

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 the statement of comprehensive income.

Durgan and Ashworth Dental Care Limited
Notes to the financial statements
For the year ended 31 March 2023

2. Accounting policies (continued)

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Basic financial liabilities, including creditors, amount owed to group undertakings 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 receipts discounted at a market rate of interest. Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

3. Significant accounting judgements and estimates

Impairment of fixed assets

At each reporting date, fixed assets, including goodwill and tangible assets, are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. In determining whether there is an indication of impairment a number of judgemental factors must be considered, including an estimate of the future economic benefits that can be derived from the assets and current market conditions.

Revenue recognition of NHS UDA contracts during the Covid-19 pandemic

{my}dentist NHS revenue is derived from long-term fixed value contracts with NHS regions and sub regions ('NHS Regions'). Provided the company achieves certain performance related criteria on an annual basis, the fixed-income nature of the contracts in England and Wales provides the company with stability and visibility over its revenue and profit streams. Payments under the framework contracts are made to the business by NHS England, with payment of 1/12 of the contract value paid on the first working day of the following month. Three to six months following the contract year end (31 March), {my}dentist receive a statement detailing UDA performance under each contract. If, at the end of the contract year, a practice has not performed all the UDAs allocated under its contract, NHS England may seek to reclaim UDAs paid for but not performed. Any reclamation of payment must be made after the end of the contract year of underperformance, although repayment may be made in-year (referred to as a "handback") if both parties agree.

Due to the restrictions placed on dental practices during the Covid-19 pandemic, the NHS in England and Wales replaced the normal contractual UDA performance measures with a more flexible system from 1 April 2020, before gradually returning to normal by 30 June 2022. This system adapted to the restrictions placed on practices by public health authorities and the consequent reduction in productivity as facilities could not be utilised 100%.

4. Turnover

Turnover relates to the company's principal activity of the operation of dental practices. All services are provided in the United Kingdom.

5. Profit before tax on ordinary activities

| | 2023 £ | 2022 £ |
|---|-----------|-----------|
| Profit before tax on ordinary activities after charging/(crediting): | | |
| Depreciation of owned assets | 14,560 | 15,180 |
| Amortisation of intangible assets | 12,403 | 12,402 |
| Operating leases - land and buildings | 12,000 | 12,000 |

Durgan and Ashworth Dental Care Limited
Notes to the financial statements
For the year ended 31 March 2023

6. Employees

The average monthly number of persons employed by the company, during the financial year was made up as follows:

| | 2023 | 2022 |
|-----------------------------|------------------|------------------|
| | No. of | No. of |
| | employees | employees |
| Surgery staff | 11 | 9 |
| Administration staff | 3 | 4 |
| | <u>14</u> | <u>13</u> |
| Average number of employees | <u>14</u> | <u>13</u> |

The aggregate payroll costs of these persons were as follows:

| | 2023 | 2022 |
|---------------------------------|----------------|----------------|
| | £ | £ |
| Wages and salaries | 208,913 | 186,967 |
| Social security costs | 13,466 | 11,143 |
| Other pension costs | 3,957 | 3,108 |
| | <u>226,336</u> | <u>201,218</u> |
| Total employee benefits expense | <u>226,336</u> | <u>201,218</u> |

7. Directors' remuneration

The directors received no emoluments from the company for their services during the financial year (2022: £nil). The directors are paid by Petrie Tucker and Partners Limited and no recharge is made to this company. Directors' emoluments received are disclosed in the financial statements of Petrie Tucker and Partners Limited for M Prasad, R Storah and N Whitley.

8. Tax on ordinary activities

a) Analysis of tax credit for the financial year

| | 2023 | 2022 |
|--|----------------|----------------|
| | £ | £ |
| Deferred tax | | |
| Deferred tax credit for the year | (3,254) | (3,391) |
| Adjustment relating to the prior year | 1,095 | (193) |
| Impact of change in tax rate | - | (6,090) |
| Total deferred tax credit for the year | <u>(2,159)</u> | <u>(9,674)</u> |
| Tax on ordinary activities | <u>(2,159)</u> | <u>(9,674)</u> |

Durgan and Ashworth Dental Care Limited
Notes to the financial statements
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8. Tax on ordinary activities (continued)

b) Factors affecting the tax credit for the financial year

The tax credit for the year is lower (2022: higher) than the standard rate of corporation tax in the UK for the year ended 31 March 2023 of 19% (2022: 19%). The differences are explained below:

| | 2023 £ | 2022 £ |
|---|-----------|-----------|
| Profit before tax on ordinary activities | 138,413 | 183,762 |
| Tax at the statutory tax rate of 19% | 26,298 | 34,915 |
| Expenses not deductible for tax purposes | 2,898 | 2,914 |
| Difference in tax rate - capital allowances | (984) | (988) |
| Adjustment relating to the prior year | 1,095 | (193) |
| Impact of change in tax rate | - | (6,090) |
| Group relief claimed for nil consideration | (31,466) | (40,232) |
| Tax on ordinary activities | (2,159) | (9,674) |

In the Spring Budget 2022, the Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. As the proposal had been substantively enacted at the balance sheet date, its effects are included in these financial statements.

9. Intangible assets

| | Goodwill £ |
|---------------------------------|---------------|
| Cost | |
| At 1 April 2022 | 248,046 |
| Accumulated amortisation | |
| At 1 April 2022 | 233,576 |
| Charge for the year | 12,403 |
| At 31 March 2023 | 245,979 |
| Net book value | |
| At 31 March 2023 | 2,067 |
| At 31 March 2022 | 14,470 |

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10. Tangible assets

| | Fittings and equipment £ |
|---------------------------------|---|
| Cost | |
| At 1 April 2022 | 299,969 |
| Additions | <u>65,683</u> |
| At 31 March 2023 | <u><u>365,652</u></u> |
| Accumulated depreciation | |
| At 1 April 2022 | 233,355 |
| Charge for the year | <u>14,560</u> |
| At 31 March 2023 | <u><u>247,915</u></u> |
| Net book value | |
| At 31 March 2023 | <u><u>117,737</u></u> |
| At 31 March 2022 | <u><u>66,614</u></u> |

11. Stocks

| | 2023 £ | 2022 £ |
|-----------------------------|-------------------|-------------------|
| Dental practice consumables | <u>7,530</u> | <u>6,750</u> |

The cost of stocks recognised as an expense within cost of sales during the year amounted to £24,852 (2022: £26,703).

There is no significant difference between the replacement cost of the inventory and its carrying amount. Inventories are stated after provisions for impairment of £nil (2022: £nil).

12. Debtors

| | 2023 £ | 2022 £ |
|------------------------------------|-------------------------|-------------------------|
| Trade debtors | 21,449 | 24,008 |
| Amounts owed by group undertakings | 1,674,940 | 1,504,536 |
| Deferred tax | 30,925 | 28,766 |
| Prepayments and accrued income | <u>25,082</u> | <u>12,202</u> |
| | <u><u>1,752,396</u></u> | <u><u>1,569,512</u></u> |

Amounts owed by group undertakings are unsecured, are not subject to an interest charge and are repayable on demand.

All debtors are due within one year with the exception of deferred tax of £30,925 (2022: £28,766) due in more than one year.

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12. Debtors (continued)

Deferred tax

The movement on deferred tax in the financial year is analysed as follows:

| | Deferred tax £ |
|---------------------------------------|---------------------------|
| At 1 April 2022 | 28,766 |
| Capital allowances | 3,254 |
| Adjustment relating to the prior year | <u>(1,095)</u> |
| At 31 March 2023 | <u><u>30,925</u></u> |

The elements of deferred taxation are as follows:

| | 2023 £ | 2022 £ |
|--------------------|-------------------|-------------------|
| Capital allowances | <u>30,925</u> | <u>28,766</u> |

13. Creditors: amounts falling due within one year

| | 2023 £ | 2022 £ |
|------------------------------|-------------------|-------------------|
| Accruals and deferred income | <u>245,035</u> | <u>174,403</u> |

14. Provisions for liabilities

| | Dilapidation £ |
|---------------------------------|---------------------------|
| At 1 April 2022 | 1,020 |
| Charged to the income statement | <u>11,180</u> |
| At 31 March 2023 | <u><u>12,200</u></u> |

Dilapidations

Provision has been made for the costs associated with contractual obligations to return the practice to its original condition at the end of the lease.

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15. Called up share capital

The allotted, called up and fully paid share capital is as follows:

| | 2023 | 2023 | 2022 | 2022 |
|----------------------------|----------------------|---------------|----------------------|---------------|
| | No. of shares | £ | No. of shares | £ |
| Ordinary shares of £1 each | <u>10,000</u> | <u>10,000</u> | <u>10,000</u> | <u>10,000</u> |

16. Share premium account

The amount subscribed for share capital in excess of nominal value less any costs directly attributable to the issue of new shares.

17. Retained earnings

Cumulative net gains and losses recognised in the statement of comprehensive income or through equity.

18. Commitments

The company had the following future minimum lease payments under non-cancellable operating leases at the balance sheet date are as follows:

| | 2023 | 2022 |
|----------------------------|---------------|---------------|
| | £ | £ |
| Land and buildings | | |
| Within one year | 12,000 | 12,000 |
| Between one and five years | <u>24,000</u> | <u>36,000</u> |
| | <u>36,000</u> | <u>48,000</u> |

19. Financial assets and liabilities

The company has the following financial instruments:

| | 2023 | 2022 |
|--|------------------|------------------|
| | £ | £ |
| Financial assets measured at amortised cost | | |
| Trade debtors (note 12) | 21,449 | 24,008 |
| Amounts owed by group undertakings (note 12) | <u>1,674,940</u> | <u>1,504,536</u> |
| | <u>1,696,389</u> | <u>1,528,544</u> |

| | 2023 | 2022 |
|---|------------------|------------------|
| | £ | £ |
| Financial liabilities measured at amortised cost | | |
| Accruals (note 13) | <u>(245,035)</u> | <u>(174,403)</u> |

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20. Events after the reporting period

On 1 April 2023, as part of a group simplification exercise, the company sold assets including both tangible fixed assets and stock to Petrie Tucker and Partners Limited, also a wholly owned subsidiary of Turnstone Equityco 1 Limited. These assets were transferred at net book value as shown on the balance sheet of the company at 31 March 2023. The balance was left outstanding on the intercompany account.

21. Controlling party

The immediate parent undertaking is mydentist Acquisitions Limited, incorporated in the United Kingdom.

The results of the company are consolidated in the financial statements of Turnstone Equityco 1 Limited, a company incorporated in the United Kingdom and domiciled in England.

Turnstone Equityco 1 Limited is the parent undertaking of the smallest and largest group to consolidate these financial statements. The consolidated financial statements of Turnstone Equityco 1 Limited are publicly available and may be obtained from Turnstone Equityco 1 Limited's registered address, Europa House, Stoneclough Road, Kearsley, Manchester, M26 1GG.

The controlling party is ADP Primary Care Acquisitions Limited. The registered office for ADP Primary Care Acquisitions Limited 1 Park Row, Leeds, LS1 5AB.