

Velocity Healthcare Limited

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2016

Registration number: 06485062

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Velocity Healthcare Limited

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Velocity Healthcare Limited

Company Information

Directors	David Hall
	Trevor Torrington
	Nigel Myers
Company secretary	David Hall
Registered office	Fifth Floor 80 Hammersmith Road London W14 8UD

Velocity Healthcare Limited

Strategic Report for the Year Ended 31 December 2016

The directors present their strategic report for the year ended 31 December 2016.

Fair review of the business

The results for the year are set out in the profit and loss account on page 5 and the position of the company as at the year end is set out in the balance sheet on page 7.

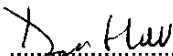
The company's management is satisfied with the performance for the year, and is committed to a continued growth strategy.

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business. The development, performance and position of Partnerships in Care UK 1 Limited, an intermediate parent of the company, is discussed in the group's financial statements which includes the company and does not form part of this report.

Principal risks and uncertainties

From the perspective of the company, the principal risks and uncertainties are integrated with the principal risks of the group and are not managed separately. Accordingly, the principle risks and uncertainties of Partnerships in Care UK 1 Limited, which include those of the company, are discussed in the group's financial statements which do not form part of this report.

Approved by the Board on 22 September 2017 and signed on its behalf by:


.....
David Hall
Company secretary and director

Velocity Healthcare Limited

Directors' Report for the Year Ended 31 December 2016

The directors present their report and the unaudited financial statements for the year ended 31 December 2016.

Principal activity

The principal activity of the company is a property holding company. The company holds properties which are used by other group members.

Directors' of the company

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

David Hall - Company secretary and director

Tom Riall (resigned 30 November 2016)

Mark Moran (resigned 1 March 2016)

Trevor Torrington (appointed 30 November 2016)

Nigel Myers (appointed 30 November 2016)

Dividends

The directors do not recommend the payment of a final dividend (2015: £nil). No dividends were paid during the year (2015: £nil).

Financial instruments

The company's operations mean that it is exposed to a variety of financial risks that include the effects of changes in credit risk, liquidity risk and interest rate risk. The directors monitor the risks in order to limit the adverse effects on the financial performance by reviewing levels of debt finance and the related finance costs, however these are integrated with the risks of the group and not managed separately. Accordingly, the financial risk management policies of Partnerships in Care UK 1 Limited, which include those of the company, are discussed in the group's financial statements which do not form part of this report.

Future developments

The future developments of the company are aligned to the strategy of the UK group, headed by Partnerships in Care UK 1 Limited. The group's strategy for the future development of the business is included in the group's financial statements, which do not form part of this report.

Going concern

The intermediate parent company, Partnerships in Care UK 1 Limited, has confirmed that it will continue to provide financial support to the company for the foreseeable future and for at least twelve months from the date of approval of these financial statements. Accordingly the financial statements have been prepared on the going concern basis.

Approved by the Board on 22 September 2017 and signed on its behalf by:



.....
David Hall
Company secretary and director

Velocity Healthcare Limited

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 elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has been followed, subject to any material departures disclosed and explained in the 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 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.

Velocity Healthcare Limited

Profit and Loss Account for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Turnover	4	1,125	1,500
Cost of sales		<u>(158)</u>	<u>(201)</u>
Gross profit		967	1,299
Administrative expenses		<u>(509)</u>	<u>-</u>
Operating profit	5	<u>458</u>	<u>1,299</u>
Profit before tax		458	1,299
Tax on profit on ordinary activities	7	<u>154</u>	<u>(213)</u>
Profit for the year		<u>612</u>	<u>1,086</u>

The above results were derived from continuing operations.

The notes on pages 9 to 16 form an integral part of these financial statements.

Velocity Healthcare Limited

Statement of Comprehensive Income for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Profit for the year		<u>612</u>	<u>1,086</u>
Total comprehensive income for the year		<u>612</u>	<u>1,086</u>

The notes on pages 9 to 16 form an integral part of these financial statements.

Velocity Healthcare Limited

(Registration number: 06485062) Balance Sheet as at 31 December 2016

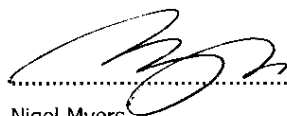
	Note	2016 £ 000	2015 £ 000
Fixed assets			
Tangible assets	8	-	16,762
Investments	9	<u>2,747</u>	<u>2,747</u>
		<u>2,747</u>	<u>19,509</u>
Current assets			
Debtors	10	25,347	8,232
Creditors: Amounts falling due within one year	11	<u>-</u>	<u>(128)</u>
Net current assets		<u>25,347</u>	<u>8,104</u>
Total assets less current liabilities		28,094	27,613
Provisions for liabilities	7	<u>-</u>	<u>(131)</u>
Net assets		<u>28,094</u>	<u>27,482</u>
Capital and reserves			
Called up share capital	12	-	-
Capital redemption reserve		16,947	16,947
Profit and loss account		<u>11,147</u>	<u>10,535</u>
Shareholders' funds		<u>28,094</u>	<u>27,482</u>

For the financial year ending 31 December 2016 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; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board on 22 September 2017 and signed on its behalf by:



Nigel Myers
Director

The notes on pages 9 to 16 form an integral part of these financial statements.

Velocity Healthcare Limited

Statement of Changes in Equity for the Year Ended 31 December 2016

	Share capital £ 000	Capital redemption reserve £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2016	-	16,947	10,535	27,482
Profit for the year	-	-	612	612
Total comprehensive income	-	-	612	612
At 31 December 2016	-	16,947	11,147	28,094

	Share capital £ 000	Capital redemption reserve £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2015	-	16,947	9,449	26,396
Profit for the year	-	-	1,086	1,086
Total comprehensive income	-	-	1,086	1,086
At 31 December 2015	-	16,947	10,535	27,482

The notes on pages 9 to 16 form an integral part of these financial statements.

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016

1 General information

The company is a private company limited by share capital incorporated and domiciled in United Kingdom.

The address of its registered office is:

Fifth Floor
80 Hammersmith Road
London
W14 8UD
United Kingdom

These financial statements were authorised for issue by the Board on 22 September 2017.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework.

The financial statements are presented in sterling, rounded to the nearest thousand.

Summary of disclosure exemptions

FRS 101 sets out a reduced disclosure framework for a "qualifying entity" as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The Company is a qualifying entity for the purposes of FRS 101. Note 13 gives details of the Company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

The principle disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- Statement of cash flows;
- IFRS 7 financial instrument disclosures;
- IAS 1 information on management of capital;
- IAS 8 disclosures in respect of new standards and interpretations that have been issued but which are not yet effective;
- IAS 24 disclosure of key management personnel compensation;
- IAS 24 disclosures in respect of related party transactions entered into between fellow group companies (the company had no other related party transactions); and
- Roll-forward reconciliations in respect of share capital (IAS 1) and property, plant and equipment (IAS 16).

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

Going concern

The financial statements have been prepared on a going concern basis. The intermediate parent company, Partnerships in Care UK 1 Limited, has confirmed that it will continue to provide financial support to the company for the foreseeable future and for at least 12 months from the date of approval of these financial statements. Accordingly the financial statements have been prepared on the going concern basis.

Exemption from preparing group accounts

The financial statements contain information about Velocity Healthcare Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Partnerships in Care UK 1 Limited, a company incorporated in United Kingdom.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 January 2016 have had a material effect on the financial statements.

Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the company's activities. Revenue is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company.

The company recognises revenue when:

The amount of revenue can be reliably measured;
it is probable that future economic benefits will flow to the entity;
and specific criteria have been met for each of the company activities.

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

Payment is generally made for group relief at the current tax rate at the time of first estimating the tax provision. To the extent that amendments are subsequently made to the group relief plan, there is generally no payment or receipt in respect of the change.

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

Tangible assets

Property, plant and equipment is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of property, plant and equipment includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Freehold buildings	over 50 years

Investments

Investments in securities are classified on initial recognition as available-for-sale and are carried at fair value, except where their fair value cannot be measured reliably, in which case they are carried at cost, less any impairment.

Unrealised holding gains and losses other than impairments are recognised in other comprehensive income. On maturity or disposal, net gains and losses previously deferred in accumulated other comprehensive income are recognised in income.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Impairment of non-financial assets

Property, plant and equipment is tested for impairment by management when a trigger event that might affect asset values has occurred. An impairment loss is recognised in the profit and loss account to the extent that the carrying amount cannot be recovered either by selling the asset or by the discounted future earnings from an income-generating unit, which is an individual business operational unit.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period then ended. Management bases its estimates on historical experience and various other assumptions that are considered to be reasonable in the particular circumstances. Actual results may differ from these estimates.

Estimates are used in accounting for allowances for uncollected receivables, depreciation, taxes and contingencies. Estimates and assumptions are reviewed periodically and the effects of the revision are reflected in the financial statements in the period that an adjustment is determined to be required.

Significant accounting judgements have been applied with respect to the valuation of deferred tax assets. Deferred tax assets and liabilities require management judgement in determining the amounts to be recognised. In particular, judgement is used when assessing the extent to which deferred tax assets should be recognised with consideration given to the timing and level of future taxable income.

4 Turnover

The analysis of the company's turnover for the year from continuing operations is as follows:

	2016 £ 000	2015 £ 000
Rendering of services	1,125	1,500

All turnover and profit on ordinary activities before taxation arose within the United Kingdom and from one class of business.

5 Operating profit

Arrived at after charging/(crediting)

	2016 £ 000	2015 £ 000
Depreciation expense	158	201
Impairment loss	509	-

6 Directors' remuneration

The costs relating to the directors' services have been borne by Priory Central Services Limited, a fellow group company. No amounts (2015: £nil) have been recharged to the company in respect of the directors' services and the directors do not believe that it is practical to allocate these costs between group companies. The company has no employees (2015: nil).

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

7 Income tax

Tax charged/(credited) in the profit and loss account

	2016 £ 000	2015 £ 000
Current taxation		
UK corporation tax	(23)	128
Deferred taxation		
Arising from origination and reversal of temporary differences	(131)	85
Tax (receipt)/expense in the profit and loss account	(154)	213

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2015 - lower than the standard rate of corporation tax in the UK) of 20% (2015 - 20.25%).

The differences are reconciled below:

	2016 £ 000	2015 £ 000
Profit before tax	458	1,299
Corporation tax at standard rate	92	263
Increase (decrease) in current tax from adjustment for prior periods	(7)	9
Increase (decrease) from effect of capital allowances depreciation	-	31
Increase (decrease) from effect of expenses not deductible in determining taxable profit (tax loss)	(102)	-
Increase (decrease) from transfer pricing adjustments	(6)	(8)
Deferred tax expense (credit) relating to changes in tax rates or laws	15	(16)
Other tax effects for reconciliation between accounting profit and tax expense (income)	(146)	(66)
Total tax (credit)/charge	(154)	213

The standard rate of corporation tax in the UK changed from 21% to 20% with effect from 1 April 2015. Accordingly, the company's profits for this accounting year are taxed at an effective rate of 20.00% (2015: 20.25%).

The main rate of corporation tax has been reduced from 20% to 19% with effect from 1 April 2017 and from 19% to 17% with effect from 1 April 2020. These rate reductions were substantively enacted before the year end and as the directors consider the deferred tax balances are expected to largely reverse after 1 April 2020, the tax rate used for deferred tax at the year end is 17%.

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

7 Income tax (continued)

Deferred tax

Deferred tax movement during the year:

	At 1 January 2016 £ 000	Recognised in income £ 000	At 31 December 2016 £ 000
Accelerated tax depreciation	<u>(131)</u>	<u>131</u>	<u>-</u>

Deferred tax movement during the prior year:

	At 1 January 2015 £ 000	Recognised in income £ 000	At 31 December 2015 £ 000
Accelerated tax depreciation	<u>(46)</u>	<u>(85)</u>	<u>(131)</u>

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

8 Tangible assets

	Land and buildings £ 000	Total £ 000
Cost or valuation		
At 1 January 2016	17,766	17,766
Disposals	<u>(17,766)</u>	<u>(17,766)</u>
At 31 December 2016	<u>-</u>	<u>-</u>
Depreciation		
At 1 January 2016	1,004	1,004
Charge for the year	158	158
Eliminated on disposal	<u>(1,162)</u>	<u>(1,162)</u>
At 31 December 2016	<u>-</u>	<u>-</u>
Carrying amount		
At 31 December 2016	<u>-</u>	<u>-</u>
At 31 December 2015	<u>16,762</u>	<u>16,762</u>

9 Investments

	£ 000
Subsidiaries	
Cost or valuation	
At 1 January 2016	<u>2,747</u>
At 31 December 2016	<u>2,747</u>
Carrying amount	
At 31 December 2016	<u>2,747</u>
At 31 December 2015	<u>2,747</u>

Details of the subsidiaries as at 31 December 2016 are as follows:

Name of subsidiary	Principal activity	Country of incorporation and principal place of business	Proportion of ownership interest and voting rights held	
			2016	2015
Revona LLP*	Trading	United Kingdom	99%	99%

* indicates directly held subsidiary

Velocity Healthcare Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

10 Trade and other debtors

	2016 £ 000	2015 £ 000
Income tax asset	23	-
Debtors from related parties	25,324	8,232
Total current trade and other debtors	25,347	8,232

Debtors from related parties are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

11 Creditors: amounts falling due within one year

	2016 £ 000	2015 £ 000
Income tax liability	-	128

12 Share capital

Allotted, called up and fully paid shares

	No. 000	2016 £ 000	No. 000	2015 £ 000
Ordinary shares of £1 each	-	-	-	-

13 Parent and ultimate parent undertaking

The company's immediate parent is Priory Holdings Company No 3 Limited.

The ultimate parent is Acadia Healthcare Company Inc..

The parent of the largest group in which these financial statements are consolidated is Acadia Healthcare Company Inc., incorporated in the United States of America. The address of Acadia Healthcare Company Inc. is 830 Crescent Centre Drive, Suite 610, Franklin, TN 37067, United States of America.

The parent of the smallest group in which these financial statements are consolidated is Partnerships in Care UK 1 Limited, incorporated in the United Kingdom. The address of Partnerships in Care UK 1 Limited is Fifth Floor, 80 Hammersmith Road, London, W14 8UD, United Kingdom.