

Hillcrest Ionian Limited
Company Number 07162100

Annual report and financial statements - 31 March 2019

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Hillcrest Ionian Limited
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Hillcrest Ionian Limited
Strategic report
For the year ended 31 March 2019

The directors present their Strategic report for the year ended 31 March 2019.

Principal activities

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

Business review

Review of the development and performance of the company

The company provides NHS dental services to patients.

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 group is organised into two distinct business units and provides a range of National Health Service ('NHS') and private dental services from practices throughout the United Kingdom along with support services to other third party dental practices and the wider healthcare sector.

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.

Financial review

The majority of the company's revenue was derived from a fixed income contract with the NHS Region. The fixed income nature of the contract provides the company with stability and visibility over its revenue and profit streams.

Turnover for the year was £498,511 (2018: £512,081). The profit before tax on ordinary activities for the year was £20,763 (2018: £25,875). The profit for the financial year was £23,392 (2018: £28,218).

Earnings before interest, tax, depreciation and amortisation ("EBITDA") is the key indicator for the company's stakeholders. In the year EBITDA was £54,725 (2018: £57,146).

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 group 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 have increased the supply of clinicians available to the group. The group has also significantly invested in increasing the recruitment capabilities of the group 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 group. The group 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 group continues to work to recruit additional clinicians in order to deliver its NHS contracts and to develop the provision of private dentistry. In addition, the UK's decision to withdraw from membership of the EU may impact the supply of clinicians in future but could also open up alternative recruitment options through changes in visa regulations. The group continues to monitor developments.

Hillcrest Ionian Limited
Strategic report
For the year ended 31 March 2019

Business review (continued)

Clinicians and other qualified staff (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 specialities 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 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 review of the engagement terms used and the way these terms are applied in practice. The group utilises the model contract developed by the BDA as its basis of engagement with dentists and has clear policies and procedures about how associates work with employed practice teams. The group, supported by external advisors, has engaged with HMRC in this review, including through discussions with senior operational management and practice teams. The group is aware that HMRC have approached a number of clinicians engaged by the group in order to discuss their self-employed status.

As of the date of this report, HMRC's findings from the review are not known, however they have notified the group that they are considering withdrawing or amending the guidance relating to the model contract with effect from 5 April 2020. HMRC have stated that their view is that they should not now be providing guidance on individual industry-specific contracts. Given the existence of the current guidance, the group considers that any changes will relate to prospective rather than retrospective engagements and that status will need to be considered against HMRC's general guidance for self-employment in the future. Any change this has on the nature of engagement with clinicians is also likely to affect the entire industry.

Key performance indicators

As noted above, one of the key performance indicators ("KPIs") which the directors and other stakeholders monitor is EBITDA. 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
- NHS activity performance against target

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

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 Region 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.

Hillcrest Ionian Limited
Strategic report
For the year ended 31 March 2019

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

18 December 2019

Hillcrest Ionian Limited
Directors' report
For the year ended 31 March 2019

The directors present their report and the audited (2018: unaudited) financial statements for the year ended 31 March 2019.

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.

Proposed dividend

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 to the date of this report are as follows:

B Moroney	
R Storah	(appointed 5 April 2019)
N Whitley	
O Shafi Khan	(resigned 5 April 2019)

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

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). 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 the 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, comprising FRS 102, have 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.

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.

Hillcrest Ionian Limited
Directors' report
For the year ended 31 March 2019

Disclosure of information to auditors

The directors who held office at the date of approval of this Directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

PricewaterhouseCoopers LLP have indicated their willingness to continue in office and a resolution that they be reappointed as auditors will be proposed at the annual general meeting.

On behalf of the Board



R Storah
Director

18 December 2019

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

Hillcrest Ionian Limited
Independent auditors' report to the members of Hillcrest Ionian Limited
31 March 2019

Report on the audit of the financial statements

Opinion

In our opinion, Hillcrest Ionian Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its profit for the year then ended;
- have been properly prepared 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); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the Balance sheet as at 31 March 2019; the Income statement, the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Hillcrest Ionian Limited
Independent auditors' report to the members of Hillcrest Ionian Limited
31 March 2019

Strategic Report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' report for the year ended 31 March 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Hillcrest Ionian Limited
Independent auditors' report to the members of Hillcrest Ionian Limited
31 March 2019

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Other matter

The financial statements for the year ended 31 March 2018, forming the corresponding figures of the financial statements for the year ended 31 March 2019, are unaudited.



Randal Casson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
18 December 2019

Hillcrest Ionian Limited
Income statement
For the year ended 31 March 2019

	Note	2019 £	2018 £ unaudited
Turnover	4	498,511	512,081
Cost of sales		<u>(234,407)</u>	<u>(252,033)</u>
Gross profit		<u>264,104</u>	<u>260,048</u>
Administrative expenses		<u>(248,341)</u>	<u>(234,173)</u>
Profit before tax on ordinary activities	5	15,763	25,875
Tax on ordinary activities	8	<u>2,629</u>	<u>2,343</u>
Profit after tax on ordinary activities for the year		18,392	28,218
Other comprehensive income for the year, net of tax		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u><u>18,392</u></u>	<u><u>28,218</u></u>

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

Hillcrest Ionian Limited
Balance sheet
As at 31 March 2019

	Note	2019 £	2018 £ unaudited
Fixed assets			
Intangible assets	9	144,843	161,488
Tangible assets	10	107,945	117,548
Total fixed assets		<u>252,788</u>	<u>279,036</u>
Current assets			
Stocks	11	7,400	7,400
Debtors	12	331,141	283,348
Total current assets		<u>338,541</u>	<u>290,748</u>
Current liabilities			
Creditors: amounts falling due within one year	13	124,133	120,581
Total current liabilities		<u>124,133</u>	<u>120,581</u>
Net current assets		<u>214,408</u>	<u>170,167</u>
Total assets less current liabilities		<u>467,196</u>	<u>449,203</u>
Non-current liabilities			
Provisions for liabilities	14	-	399
Total non-current liabilities		<u>-</u>	<u>399</u>
Net assets		<u>467,196</u>	<u>448,804</u>
Capital and reserves			
Called up share capital	15	50	50
Retained earnings	16	467,146	448,754
Total capital and reserves		<u>467,196</u>	<u>448,804</u>

The notes on pages 13 to 21 form an integral part of these financial statements.

Hillcrest Ionian Limited's company number is 07162100.

These financial statements on pages 10 to 21 were approved by the board of directors on 18 December 2019 and were signed on its behalf by:



R Storah
Director

18 December 2019

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

Hillcrest Ionian Limited
Statement of changes in equity
For the year ended 31 March 2019

	Called up share capital £	Retained earnings £	Total capital and reserves £
Balance at 1 April 2017 (unaudited)	50	420,536	420,586
Profit after tax on ordinary activities for the year	-	28,218	28,218
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	28,218	28,218
Balance at 31 March 2018 (unaudited)	50	448,754	448,804

	Called up share capital £	Retained earnings £	Total capital and reserves £
Balance at 1 April 2018 (unaudited)	50	448,754	448,804
Profit after tax on ordinary activities for the year	-	18,392	18,392
Other comprehensive income for the year, net of tax	-	-	-
Total comprehensive income for the year	-	18,392	18,392
Balance at 31 March 2019	50	467,146	467,196

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

Hillcrest Ionian Limited
Notes to the financial statements
For the year ended 31 March 2019

1. Company information

The financial statements cover Hillcrest Ionian Limited as an individual entity. The financial statements are presented in Pound sterling, which is Hillcrest Ionian Limited's functional and presentation currency.

The company is a private company limited by shares, incorporated in the United Kingdom and domiciled 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 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 Ireland ('FRS 102'), and with the Companies Act 2006.

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

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.

Hillcrest Ionian Limited
Notes to the financial statements
For the year ended 31 March 2019

2. Accounting policies (continued)

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
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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.

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 income statement.

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 income statement.

Hillcrest Ionian Limited
Notes to the financial statements
For the year ended 31 March 2019

2. Accounting policies (continued)

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 income statement 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 income statement 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, 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 income statement. 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 income statement.

3. Significant accounting judgements and estimates

In preparing the financial statements, the directors are required to make significant judgements and estimates. The principal areas of the financial statements where judgements and estimates have been made are:

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.

Income tax

The current income tax provision directly relates to the actual tax payable on the group's profits. Assumptions and judgements are made in applying tax laws to the taxable profits in any given period in order to calculate the tax charge for that year, including any deferred income tax element. Where the eventual tax paid or reclaimed is different to the amounts originally estimated, or where deferred tax estimates are revised, the difference will be charged or credited to the income statement in the period in which it is determined. See also note 8.

Hillcrest Ionian Limited
Notes to the financial statements
For the year ended 31 March 2019

3. Significant accounting judgements and estimates (continued)

Useful economic lives of fixed assets

Fixed assets including goodwill and tangible assets are amortised over their useful economic lives. Useful lives are based on management's estimates of the period over which the assets will generate income. Useful lives are periodically reviewed for their continued appropriateness. Changes to estimates can result in changes in the carrying values and hence change the amounts charged to the income statement in particular periods which could be significant. More details, including carrying values, are included in notes 9 and 10.

Carrying value of financial assets and liabilities

At the end of each reporting period, the directors assess the carrying value of financial assets for objective evidence of impairment. In addition, where financial assets or liabilities constitute a financing arrangement, the value of the asset or liability is measured by reference to the present value of the estimated future cash flows. Both of these estimates require the future cash flows arising from the financial assets or liabilities to be estimated and an appropriate discount rate to be selected.

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

	2019	2018
	£	£
		unaudited
Profit before tax on ordinary activities after charging:		
Depreciation - owned assets	17,317	14,625
Amortisation of intangible assets	16,645	16,646
Operating leases - land and buildings	10,600	10,600
	2019	2018
	£	£
		unaudited
Auditors' remuneration		
Amounts receivable by the auditors and their associates in respect of:		
Fees payable for the audit	<u>5,000</u>	<u>-</u>

Hillcrest Ionian Limited
Notes to the financial statements
For the year ended 31 March 2019

6. Employees

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

	2019	2018 unaudited
Surgery staff	4	4
Administration staff	3	4
Average number of employees	<u>7</u>	<u>8</u>

The aggregate payroll costs of these persons were as follows:

	2019 £	2018 £ unaudited
Wages and salaries	137,287	144,784
Social security costs	6,788	7,176
Other pension costs	1,096	518
Total employee benefits expense	<u>145,171</u>	<u>152,478</u>

7. Directors' remuneration

The directors received no emoluments from the company for their services during the financial year (2018: £nil). The emoluments received as a director of a group trading company are disclosed in the financial statements of Petrie Tucker and Partners Limited for B Moroney, N Whitley and O Shafi Khan.

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Notes to the financial statements
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8. Tax on ordinary activities

a) Analysis of tax credit for the financial year

	2019 £	2018 £ unaudited
Deferred tax		
Deferred tax credit for the year	(2,631)	(2,222)
Adjustment relating to the prior year	2	(121)
Total deferred tax credit for the year	<u>(2,629)</u>	<u>(2,343)</u>
Tax on ordinary activities	<u>(2,629)</u>	<u>(2,343)</u>

b) Factors affecting the tax credit for the financial year

The tax charge for the year is lower (2018: lower) than the standard rate of corporation tax in the UK for the year ended 31 March 2019 of 19% (2018: 19%). The differences are explained below:

	2019 £	2018 £ unaudited
Profit before tax on ordinary activities	<u>15,763</u>	<u>25,875</u>
Tax at the statutory tax rate of 19%	2,995	4,916
Expenses not deductible for tax purposes	608	544
Difference in tax rate - capital allowances	(336)	(199)
Adjustment relating to the prior year	2	(121)
Group relief claimed for nil consideration	<u>(6,848)</u>	<u>(7,483)</u>
Tax on ordinary activities	<u>(3,579)</u>	<u>(2,343)</u>

The main rate of corporation tax reduced from 20% to 19% with effect from 1 April 2017. A further reduction in the main rate of corporation tax to 17% from 1 April 2020 was substantively enacted on 15 September 2016 and the deferred tax asset has been re-measured accordingly.

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9. Intangible assets

	Goodwill £
Cost	
At 1 April 2018 and 31 March 2019	<u>332,907</u>
Accumulated amortisation	
At 1 April 2018 (unaudited)	171,419
Charge for the year	<u>16,645</u>
At 31 March 2019	<u>188,064</u>
Net book value	
At 31 March 2019	<u>144,843</u>
At 31 March 2018 (unaudited)	<u>161,488</u>

10. Tangible assets

	Fittings and equipment £
Cost	
At 1 April 2018 (unaudited)	269,673
Additions	<u>7,714</u>
At 31 March 2019	<u>277,387</u>
Accumulated depreciation	
At 1 April 2018 (unaudited)	152,125
Charge for the year	<u>17,317</u>
At 31 March 2019	<u>169,442</u>
Net book value	
At 31 March 2019	<u>107,945</u>
At 31 March 2018 (unaudited)	<u>117,548</u>

11. Stocks

	2019 £	2018 £ unaudited
Dental practice consumables	<u>7,400</u>	<u>7,400</u>

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12. Debtors

	2019 £	2018 £ unaudited
Amounts owed by group undertakings	309,841	267,856
Other debtors	3,582	1,037
Deferred tax (note 14)	2,230	-
Prepayments and accrued income	15,488	14,455
	<u>331,141</u>	<u>283,348</u>

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

13. Creditors: amounts falling due within one year

	2019 £	2018 £ unaudited
Accruals and deferred income	<u>124,133</u>	<u>120,581</u>

14. Provisions for liabilities

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

	Deferred tax £
At 1 April 2018 (unaudited)	399
Accelerated capital allowances	(2,631)
Adjustment relating to the prior year	2
Transferred to debtors (note 12)	<u>2,230</u>
At 31 March 2019	<u>-</u>

Deferred tax (asset)/provision

The elements of deferred taxation are as follows:

	2019 £	2018 £ unaudited
Accelerated capital allowances	<u>(2,230)</u>	<u>399</u>

15. Called up share capital

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

	2019 No. of shares	2019 £	2018 No. of shares unaudited	2018 £ unaudited
Ordinary shares of £1 each	<u>50</u>	<u>50</u>	<u>50</u>	<u>50</u>

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16. Retained earnings

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

17. Commitments

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

	2019 £	2018 £ unaudited
Land and buildings		
Within one year	10,600	10,600
Between one and five years	42,400	42,400
More than five years	56,149	66,742
	<u>109,149</u>	<u>119,742</u>

18. Financial assets and liabilities

The company has the following financial instruments:

	2019 £	2018 £ unaudited
Financial assets measured at amortised cost		
Amounts owed by group undertakings (note 12)	309,841	267,856
Other debtors (note 12)	3,582	1,037
	<u>313,423</u>	<u>268,893</u>

	2019 £	2018 £ unaudited
Financial liabilities measured at amortised cost		
Accruals and deferred income (note 13)	<u>(124,133)</u>	<u>(120,581)</u>

19. Controlling party

The immediate parent undertaking is IDH 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.

Turnstone Midco 2 Limited is the parent undertaking of the smallest group to consolidate these financial statements. Turnstone Equityco 1 Limited is the parent undertaking of the largest group to consolidate these financial statements. The consolidated financial statements of both Turnstone Midco 2 Limited and Turnstone Equityco 1 Limited are publicly available and may be obtained from Turnstone Equityco 1 Limited, Europa House, Stoneclough Road, Kearsley, Manchester, M26 1GG.

The ultimate controlling party is considered by the directors to be CEP III Participations S.a.r.l. SICAR, an investment vehicle for The Carlyle Group. CEP III Participations S.a.r.l. SICAR is the controlling party of Turnstone Equityco 1 Limited.