

PREPARED FOR THE REGISTRAR
HAMSARD 3267 LIMITED
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

Hazlewoods LLP
Windsor House
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COMPANIES HOUSE

HAMSARD 3267 LIMITED

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HAMSARD 3267 LIMITED

COMPANY INFORMATION

| | |
|--------------------------|--|
| Directors | W M Irving K Lineker S T S Shiong |
| Registered office | 1 Suffolk Way Sevenoaks Kent TN13 1YL |
| Solicitors | Gowling WLG 4 More London Riverside London SE1 2AU |
| Accountants | Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT |

HAMSARD 3267 LIMITED**(REGISTRATION NUMBER: 07786702)
BALANCE SHEET AS AT 31 MARCH 2021**

| | Note | 31 March 2021 £ | 31 March 2020 £ |
|---|------|--------------------|--------------------|
| Fixed assets | | | |
| Investments | 4 | <u>850,104</u> | <u>850,104</u> |
| Current assets | | | |
| Debtors: Amounts falling due within one year | 5 | 27,491 | 27,491 |
| Debtors: Amounts falling due after more than one year | 5 | <u>-</u> | <u>1,572,660</u> |
| | | 27,491 | 1,600,151 |
| Creditors: Amounts falling due within one year | 6 | <u>-</u> | <u>(4,306,182)</u> |
| Net current assets/(liabilities) | | <u>27,491</u> | <u>(2,706,031)</u> |
| Total assets less current liabilities | | 877,595 | (1,855,927) |
| Creditors: Amounts falling due after more than one year | 6 | <u>(2,842,863)</u> | <u>-</u> |
| Net liabilities | | <u>(1,965,268)</u> | <u>(1,855,927)</u> |
| Capital and reserves | | | |
| Called up share capital | 7 | 102,500 | 102,500 |
| Profit and loss account | | <u>(2,067,768)</u> | <u>(1,958,427)</u> |
| Total equity | | <u>(1,965,268)</u> | <u>(1,855,927)</u> |

For the financial year ending 31 March 2021 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.

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

17/12/2021

Approved and authorised by the Board on and signed on its behalf by:



.....
K Lineker
Director

The notes on pages 3 to 7 form an integral part of these financial statements.

HAMSARD 3267 LIMITED

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

1 Suffolk Way
Sevenoaks
Kent
TN13 1YL

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.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest Pound.

Name of parent of group

These financial statements are consolidated in the financial statements of ACG Holdco Limited.

The financial statements of ACG Holdco Limited may be obtained from Companies House.

Group accounts not prepared

The company has taken advantage of the exemption in section 398 of the Companies Act 2006 from the requirement to prepare consolidated financial statements, on the grounds that it is a small group.

Going concern

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its financial statements.

Judgements and estimation uncertainty

These financial statements do not contain any significant judgements or estimation uncertainty.

Tax

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

The current 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 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 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.

HAMSARD 3267 LIMITED

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

Investments

Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

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.

Financial instruments

Classification

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

HAMSARD 3267 LIMITED**NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021****Financial instruments (continued)*****Impairment***

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

A non financial asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units ('CGUs') of which the goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

3 Staff numbers

The average number of persons employed by the company (including directors) during the year, was as follows:

| | Year ended 31 March 2021 | 1 May 2019 to 31 March 2020 |
|-----------------------------|-------------------------------------|--|
| | No. | No. |
| Average number of employees | <u>2</u> | <u>4</u> |

HAMSARD 3267 LIMITED**NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021****4 Investments**

| | 2021 £ | 2020 £ |
|-----------------------------|----------------|----------------|
| Investments in subsidiaries | <u>850,104</u> | <u>850,104</u> |

Subsidiaries

£

Cost and carrying amount

At 1 April 2020 and at 31 March 2021

850,104**Details of undertakings**

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

| Undertaking | Registered office | Holding | Proportion of voting rights and shares held | |
|-------------------------|-------------------|----------|---|------|
| | | | 2021 | 2020 |
| Subsidiary undertakings | | | | |
| Hamsard 3232 Limited | England and Wales | Ordinary | 100% | 100% |

Subsidiary undertakings*Hamsard 3232 Limited*

The principal activity of Hamsard 3232 Limited is the provision of specialist neurological rehabilitation care services..

5 Debtors

| | Note | 31 March 2021 £ | 31 March 2020 £ |
|---------------------------------------|------|--------------------|--------------------|
| Other debtors | | 1 | 1 |
| Deferred tax assets | | 27,490 | 27,490 |
| Amounts owed by group undertakings | | <u>-</u> | <u>1,572,660</u> |
| | | 27,491 | 1,600,151 |
| Less non-current portion | | <u>-</u> | <u>(1,572,660)</u> |
| Total current trade and other debtors | | <u>27,491</u> | <u>27,491</u> |

Details of non-current trade and other debtors

£Nil (2020 - £1,572,660) of amounts owed by group undertakings is classified as non-current.

6 Creditors

| | 31 March 2021 £ | 31 March 2020 £ |
|-----------------------------------|--------------------|--------------------|
| Due within one year | | |
| Amounts due to group undertakings | <u>-</u> | <u>4,306,182</u> |
| Due after one year | | |
| Amounts due to group undertakings | <u>2,842,863</u> | <u>-</u> |

HAMSARD 3267 LIMITED**NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021****7 Share capital****Allotted, called up and fully paid shares**

| | 31 March 2021 | | 31 March 2020 | |
|------------------------------|----------------------|----------------|----------------------|----------------|
| | No. | £ | No. | £ |
| A Ordinary shares of £1 each | 86,000 | 86,000 | 86,000 | 86,000 |
| B Ordinary shares of £1 each | 2,500 | 2,500 | 2,500 | 2,500 |
| Ordinary shares of £1 each | 14,000 | 14,000 | 14,000 | 14,000 |
| | <u>102,500</u> | <u>102,500</u> | <u>102,500</u> | <u>102,500</u> |

Rights, preferences and restrictions

The A Ordinary shares and Ordinary shares have attached to them full voting, dividend and capital distribution (including on winding up) rights of redemption. The B Ordinary shares have full voting but are entitled to receive 10% of any profit distribution to Ordinary shares and rank equally on a return of capital subject to a maximum of 10 times their nominal value.

8 Parent and ultimate parent undertaking

The company's immediate parent is Prism Bidco Limited, incorporated in England and Wales.

The ultimate parent is Ruby Holdco Limited, incorporated in England and Wales.

The most senior parent entity producing publicly available financial statements is ACG Holdco Limited. These financial statements are available upon request from Companies House.

The ultimate controlling party is Montreux Healthcare Fund.

9 Disclosure under Section 444(5B) CA 2006

As permitted by Section 444 CA 2006, these accounts do not contain a copy of the company's Profit and Loss account or a copy of the Directors' Report. These accounts are unaudited.