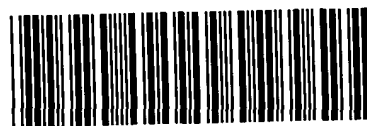


Financial Statements

TFHC Limited (formerly BX3 Trading Limited)

For the period ended 31 December 2015

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COMPANIES HOUSE

Registered number: 09319909

TFHC Limited (formerly BX3 Trading Limited)
Registered number:09319909

Company Information

Directors	J Medcraft G Engleder
Company secretary	J Rouch
Registered number	09319909
Registered office	Pines Hospital 192 Altrincham Road Manchester M22 4RZ
Independent auditor	Grant Thornton UK LLP Chartered Accountants Statutory Auditor 4 Hardman Square Spinningfields Manchester M3 3EB
Bankers	Barclays Bank Plc Navigation Way Preston Lancashire PR2 2XY

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Strategic Report

For the period ended 31 December 2015

Business review

The directors are of the opinion that the trading performance was reasonable during the financial period given the change in business structure on 30 June 2015.

TFHC Ltd was incorporated on 20 November 2014 (under the name of BX3 Trading Limited). From 1 March until 30 June 2015, the company booked costs for surgeons, anaesthetists and clinical staff for surgical and non surgical procedures carried out by TMG (CS) Limited. These costs were subsequently recharged to TMG (CS) Limited less a monthly management fee which was levied by TFHC Limited.

On 30 June 2015, TFHC Limited acquired the assets of TMG (CS) Limited in a pre pack administration deal. All existing aftercare commitments and procedures booked at the time of the pre pack were unaffected, and all employees of TMG (CS) Limited were transferred to TFHC Limited. Since the pre pack deal, the core activities of TFHC Limited continue to be cosmetic surgery and related procedures.

Principal activity

The principal activity of the company is cosmetic surgery and related procedures. The company was incorporated in England and Wales on 20 November 2014. On 30 June 2015, the company acquired as part of a pre pack deal the trade and assets of Transform Medical Group (CS) Limited, a company which was in administration for consideration of £2,001,900. The company began trading from this date.

On 21 November 2014 the company changed its name from BX3 Trading Limited to TFHC Limited.

On 26 September 2015, the company extended its accounting reference date from 30 November 2015 to 31 December 2015. Therefore the financial statements represents a thirteen month accounting period.

Principal risks and uncertainties

The company's strategy is to follow an appropriate risk policy which effectively manages exposure related to the achievement of business objectives. The key risks which management face are detailed as follows:

Business performance risk

Business performance risk is the risk that the company may not perform as expected either due to internal factors or due to competitive pressures in the markets in which they operate. This risk is managed through a number of measures: authorisation of purchases and capital commitments; ensuring the appropriate management team is in place; budget and business planning; monthly reporting and variance analysis; financial controls; key performance indicators; and regular forecasting.

Business continuity risk

While there is a reliance on physical infrastructure, the company operates from a number of geographically separate facilities which helps the company to minimise the business continuity risk. The company ensures that there is sufficient IT support available should an unforeseen event occur. Management are continually implementing and reviewing business continuity and IT disaster recovery plans to ensure any increase in risk arising from future activities is managed.

Maintaining standards of care and health and safety risk

The company works with the Care Quality Commission throughout the period to ensure the highest standards of care and facilities are provided and maintained. It is committed to ensuring a caring and safe working environment. These risks are managed by the company through the strong promotion of a health and safety culture, well defined care policies and procedures and health and safety policies together with training programmes for staff.

Strategic report (continued)

Management development

Long-term growth of the business depends on the company's ability to remain and attract personnel of high quality. This risk is managed through development plans which are regularly reviewed and updated. These are accompanied by specific policies in areas such as training, management development and performance management.

Financial and business control

Strong financial and business controls are necessary to ensure the integrity and reliability of financial and other information on which the company relies for day to day operations, external reporting and for longer term planning. The company exercises financial and business control through a combination of qualified and experienced financial personnel, performance analysis, budgeting, cash flow forecasting and clearly defined approval limits.

Social, ethical and environmental risk

Due to the company's nature and size, no significant social, ethical or environmental risks have been identified by management.

The company has a range of insurance to manage major risks such as business continuity disruption, public liability, property disaster, employee and public liability and medical claims. Management are periodically advised by insurance professionals on adequacy of cover.

Financial instruments

The company's principal financial instruments comprise cash and certain other debtors and accruals. The main risks associated with these financial assets and liabilities are set out below.

Credit risk

Credit risk levels relating to individual debtors and creditors are monitored by management on a regular basis. Policies are aimed at minimising risk, requiring that deferred terms are only granted to customers who demonstrate an appropriate payment history and satisfy credit worthiness procedures.

Liquidity risk

The company meets its working capital requirements through cash generated in the business. It has a loan due to its parent company Aurelius ETA UK Investments Limited of £2,001,900 which is repayable upon six month's notice.

Financial key performance indicators

The directors consider turnover and EBITDA to be the main key performance indicators (KPI's) of the business. Both KPI's are the most effective measure of progress towards achieving the company's strategy.

Future developments

The directors consider that the sectors in which the company operates offer long-term growth prospects.

This report was approved by the board and signed on its behalf.

J Medcraft
Director



Date:

15th March 2016

Directors' Report

For the period ended 31 December 2015

The directors present their report and the financial statements for the period ended 31 December 2015.

Principal activity

The principal activity of the company is to provide cosmetic surgery and related procedures.

Results and dividends

The loss for the period, after taxation, amounted to £1,590,305.

The directors have not recommended a dividend in the period.

Directors

The directors who served during the period were:

J Medcraft (appointed 1 July 2015)

G Engleder (appointed 1 July 2015)

K Whitaker (appointed 20 November 2014, resigned 21 November 2014)

Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the directors must not approve the financial statements unless satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 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.

Employee involvement

During the period, the policy of providing employees with information about the company has been continued through internal media methods in which employees have also been encouraged to present their suggestions and views on the company's performance. Regular meetings are held between local management and employees to allow a free flow of information and ideas.

Directors' Report

For the period ended 31 December 2015

Disabled employees

The company gives full consideration to applications for employment from disabled persons where the requirement of the job can be adequately fulfilled by a handicapped or disabled person. Where existing employees become disabled, it is the company's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees wherever appropriate.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Post balance sheet events

There have been no significant events affecting the Company since the year end.


Auditors

Grant Thornton UK LLP were appointed as auditors during the period and will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

J Medcraft
Director

Date:


15th March 2016

Independent Auditor's Report to the Members of TFHC Limited (formerly BX3 Trading Limited)

We have audited the financial statements of TFHC Limited (formerly BX3 Trading Limited) for the period ended 31 December 2015, which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic report and the Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.



Independent Auditor's Report to the Members of TFHC Limited (formerly BX3 Trading Limited)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

Grant Thornton UK LLP

Carl Williams (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Statutory Auditor
Chartered Accountants
Manchester
Date: *15 March 2016*

Statement of Comprehensive Income

For the period ended 31 December 2015

	Note	2015 £
Turnover		16,248,205
Cost of sales		<u>(9,659,636)</u>
Gross profit		6,588,569
Administrative expenses		<u>(8,513,264)</u>
Operating loss		(1,924,695)
Interest payable and expenses	8	<u>(62,075)</u>
Loss on ordinary activities before taxation		(1,986,770)
Tax on loss on ordinary activities	9	<u>396,465</u>
Loss for the period	21	<u><u>(1,590,305)</u></u>
Other comprehensive income for the period		
Total comprehensive income for the period		<u><u>(1,590,305)</u></u>

Statement of Financial Position

As at 31 December 2015

	Note	2015 £
Fixed assets		
Intangible assets	10	237,500
Tangible assets	11	1,324,987
		<u>1,562,487</u>
Current assets		
Stocks	12	609,857
Debtors: amounts falling due within one year	13	2,049,633
Cash at bank and in hand	14	2,211,106
		<u>4,870,596</u>
Creditors: amounts falling due within one year	15	(7,545,066)
Net current assets		<u>(2,674,470)</u>
Total assets less current liabilities		<u>(1,111,983)</u>
Creditors: amounts falling due after more than one year	16	(76,561)
Provisions for liabilities		
Other provisions	19	(400,761)
		<u>(400,761)</u>
Net assets		<u><u>(1,589,305)</u></u>
Capital and reserves		
Called up share capital	22	1,000
Profit and loss account	21	(1,590,305)
		<u><u>(1,589,305)</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

J Medcraft
Director



Date:

15th March 2016

The notes on pages 10 to 23 form part of these financial statements.

Statement of Changes in Equity

As at 31 December 2015

	Share capital £	Retained earnings £	Total equity £
Comprehensive income for the period			
Loss for the period	-	(1,590,305)	(1,590,305)
Contributions by and distributions to owners			
Shares issued during the period	1,000	-	1,000
At 31 December 2015	1,000	(1,590,305)	(1,589,305)

Notes to the Financial Statements

For the period ended 31 December 2015

1. Company information

TFHC Limited is a company incorporated in the United Kingdom under the Companies Act 2006 and its registered office is Pines Hospital, 192 Altrincham Road, Manchester, M22 4RZ.

The principal activity of the company is providing cosmetic surgery and related procedures.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical costs convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 30.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note).

The company has taken the exemption from preparing a cash flow in accordance with FRS 102 as they are a member of a group where the parent prepares consolidated accounts and a statement of cash flows, of which are publicly available.

The financial statements are presented in Sterling, (£).

The following principal accounting policies have been applied:

2.2 Going concern

Notwithstanding the loss for the period and overall net current liabilities position, the directors have reviewed the company's forecasts and projections taking into consideration reasonably possible changes in trading performance and consider that the company will be able to continue to trade with the cash facilities available to them. The directors consider that with continued parent support in not recalling the loan within the next 12 months that the company has adequate resources to continue in operational existence for the foreseeable future and therefore consider it to be appropriate to prepare the financial statements adopting the going concern basis.

2.3 Turnover

Turnover comprises revenue recognised by the company in respect of services supplied to customers during the period, exclusive of value added tax and discounts.

For both surgical and non surgical procedures, revenue is recognised at the point that the surgery or procedure is carried out. Revenue in relation to referral and private income will also be recognised on the date the procedure takes place and the hospital bed is hired out.

2.4 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible asset are measured at cost less any accumulated amortisation and any accumulated impairment losses. Intangible assets represents the brand of the company and is considered to have a useful economic life

Notes to the Financial Statements

For the period ended 31 December 2015

2. Accounting policies (continued)

of 10 years.

2.5 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method. The estimated useful lives range as follows:

Depreciation is provided on the following bases:

Leasehold property	-	6%
Fixtures and fittings	-	15%
Office equipment	-	20%
Computer equipment	-	33%
Medical equipment	-	27%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'other operating income' in the Statement of comprehensive income.

2.6 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all of the risks and rewards of ownership of the leased asset to the company. All other leases are classified as operating leases.

Rentals payable under operating leases are charged to the Statement of comprehensive income on a straight line basis over the period of the lease.

2.7 Stock

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each reporting date, inventories are assessed for impairment. If inventory is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the Statement of comprehensive income.

Notes to the Financial Statements

For the period ended 31 December 2015

2. Accounting policies (continued)

2.8 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.9 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.11 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.12 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payments obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of financial position. The assets of the plan are held separately from the Company in independently administered funds.

Notes to the Financial Statements

For the period ended 31 December 2015

2. Accounting policies (continued)

2.13 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Income statement in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Statement of financial position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of financial position.

2.14 Current and deferred taxation

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

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 income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of financial position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgements and estimates have been made include a surgical provision.

Notes to the Financial Statements

For the period ended 31 December 2015

4. Analysis of turnover

An analysis of turnover by class of business is as follows:

	2015 £
Non-surgical income	2,673,566
Surgical income	12,950,286
Referral and private income	624,353
	<u>16,248,205</u>

Analysis of turnover by country of destination:

	2015 £
United Kingdom	16,248,205
	<u>16,248,205</u>

5. Operating loss

The operating profit is stated after charging:

	2015 £
Depreciation of tangible fixed assets - owned	173,169
Depreciation of tangible fixed assets - leased	33,000
Amortisation of intangible assets	12,500
Auditors remuneration	28,500
Auditors remuneration - non audit	5,000
Loss on disposal	27,113
Operating lease rentals - land and buildings	78,000
	<u></u>

Notes to the Financial Statements

For the period ended 31 December 2015

6. Employees

Staff costs, including directors' remuneration, were as follows:

	2015 £
Wages and salaries	6,426,149
Social security costs	559,017
Cost of defined contribution scheme	38,693
	<u>7,023,859</u>

The average monthly number of employees, including the directors, during the period was as follows:

	2015 No.
Administration staff	86
Medical Clinics staff	39
Medical Hospital staff	84
Sales staff	53
	<u>262</u>

7. Directors' remuneration

	2015 £
Directors' emoluments	72,000
Company contributions to defined contribution pension schemes	3,209
	<u>75,209</u>

During the period retirement benefits were accruing to 1 director in respect of defined contribution pension schemes.

8. Interest payable and similar charges

	2015 £
Loans from group undertakings	50,046
Finance leases and hire purchase contracts	12,029
	<u>62,075</u>

Notes to the Financial Statements

For the period ended 31 December 2015

9. Taxation

	2015 £
Total current tax	
Deferred tax	
Origination and reversal of timing differences	(396,465)
Total deferred tax	<u>(396,465)</u>
Taxation on loss on ordinary activities	<u>(396,465)</u>

Factors affecting tax charge for the period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK of 20%. The differences are explained below:

	2015 £
Loss on ordinary activities before tax	(1,986,769)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20%	(397,354)
Effects of:	
Expenses not deductible for tax purposes	889
Total tax credit for the period	<u>(396,465)</u>

Notes to the Financial Statements

For the period ended 31 December 2015

10. Intangible assets

	Goodwill £
Cost	
On acquisition	250,000
	<hr/>
At 31 December 2015	250,000
	<hr/>
Amortisation	
Charge for the year	12,500
	<hr/>
At 31 December 2015	12,500
	<hr/>
Net book value	
At 31 December 2015	237,500
	<hr/> <hr/>

Notes to the Financial Statements

For the period ended 31 December 2015

11. Tangible fixed assets

	Leasehold property £	Fixtures and fittings £	Office equipment £	Computer equipment £	Medical equipment £	Total £
Cost						
Additions	61,258	41,468	660	12,198	310,728	426,312
On acquisition	848,578	149,053	5,303	25,531	103,435	1,131,900
Disposals	(22,389)	(7,378)	-	-	-	(29,767)
At 31 December 2015	887,447	183,143	5,963	37,729	414,163	1,528,445
Depreciation						
Charge for the period	53,097	28,445	1,209	10,352	113,066	206,169
Disposals	(2,138)	(573)	-	-	-	(2,711)
At 31 December 2015	50,959	27,872	1,209	10,352	113,066	203,458
Net book value						
At 31 December 2015	836,488	155,271	4,754	27,377	301,097	1,324,987

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2015 £
Medical equipment	170,500
	<u>170,500</u>

12. Stocks

	2015 £
Medical stock and supplies	609,857
	<u>609,857</u>

Notes to the Financial Statements

For the period ended 31 December 2015

13. Debtors

	2015 £
Trade debtors	652,772
Called up share capital not paid	999
Prepayments and accrued income	999,397
Deferred taxation	396,465
	<u>2,049,633</u>

14. Cash and cash equivalents

	2015 £
Cash at bank and in hand	2,211,106
	<u>2,211,106</u>

15. Creditors: Amounts falling due within one year

	2015 £
Payments received on account	2,479,087
Trade creditors	1,202,783
Amounts owed to group undertakings	2,033,039
Taxation and social security	199,487
Net obligations under finance leases	68,914
Other creditors	9,290
Accruals and deferred income	1,552,466
	<u>7,545,066</u>

Net obligations under finance leases are secured against the assets to which they relate.

Notes to the Financial Statements

For the period ended 31 December 2015

16. Creditors: Amounts falling due after more than one year

	2015 £
Net obligations under finance leases	76,561
	<u>76,561</u>

Net obligations under finance leases are secured against the assets to which they relate.

17. Hire purchase & finance leases

Minimum lease payments under hire purchase fall due as follows:

	2015 £
Within one year	81,354
Between 1-2 years	92,224
	<u>173,578</u>

18. Deferred taxation

	Deferred tax £
Charged to the statement of comprehensive income	396,465
At 31 December 2015	<u><u>396,465</u></u>

The deferred tax asset is made up as follows:

	2015 £
Accelerated capital allowances	(73,020)
Tax losses carried forward	469,485
	<u><u>396,465</u></u>

Notes to the Financial Statements

For the period ended 31 December 2015

19. Provisions

	Surgical provision £
Charged to the statement of comprehensive income	54,000
On acquisition	346,761
At 31 December 2015	400,761

20. Financial instruments

	2015 £
Financial assets	
Financial assets measured at amortised cost	2,864,877
	<u>2,864,877</u>
Financial liabilities	
Financial liabilities measured at amortised cost	(3,381,297)
	<u>(3,381,297)</u>

21. Reserves

Profit and loss account

Includes the current period retained loss at 31 December 2015.

22. Share capital

	2015 £
Allotted and called up	
1,000 Ordinary shares of £1 each	1,000

On 20 November 2014 the company issued 1,000 ordinary shares at £1 each.

Notes to the Financial Statements

For the period ended 31 December 2015

23. Contingent liabilities

The directors have confirmed that there were no contingent liabilities at 31 December 2015.

24. Capital commitments

The directors have confirmed that there were no capital commitments at 31 December 2015.

25. Pension commitments

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund. At 31 December 2015 £8,772 was included in other creditors in relation to pensions payable.

26. Commitments under operating leases

At 31 December 2015 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2015 £
Not later than 1 year	134,917
Later than 1 year and not later than 5 years	75,837
Total	210,754

27. Related party transactions

In accordance with FRS 102, the company has taken the exemption not to disclose related party transactions with its parent company, Aurelius ETA UK Investments Limited on the grounds that it is a wholly owned subsidiary.

Key management personnel remuneration totalled £84,370 at 31 December 2015.

28. Controlling party

The directors consider Aurelius ETA UK Investments Limited to be its immediate parent undertaking, a company incorporated in England and Wales. The ultimate parent undertaking is considered to be Aurelius AG, which is incorporated in Germany. The smallest and largest group of undertakings for which group accounts have been prepared is headed up by Aurelius AG.

Notes to the Financial Statements

For the period ended 31 December 2015

29. Acquisition

On 30 June 2015, the company acquired the trade and assets of Transform Medical Group(CS)Limited which was in administration for consideration of £2,001,900. The assets and liabilities acquired are detailed below:

	Book value £
Fixed assets	1,131,900
Intangible assets	250,000
Stocks	255,000
Debtors	534,386
Cash	1,169,166
Surgical provision	(346,761)
Creditors	(991,791)
Net assets acquired	2,001,900

The book value of the net assets acquired was satisfied by consideration of £2,001,900.

30. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have comprehensive income.