

Partnerships in Care Management 2 Limited

Annual Report and Unaudited Financial Statements

for the Year Ended 31 December 2017

Registration number: 09489130

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Partnerships in Care Management 2 Limited

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Partnerships in Care Management 2 Limited

Company Information

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

Partnerships in Care Management 2 Limited

Strategic Report for the Year Ended 31 December 2017

The Directors present their strategic report for the year ended 31 December 2017.

Principal activity

The principal activity of the company is a holding company.

Fair review of the business

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


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

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

Principal risks and uncertainties

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

Approved by the Board on 31 August 2018 and signed on its behalf by:



.....
David Hall
Company secretary

Partnerships in Care Management 2 Limited

Directors' Report for the Year Ended 31 December 2017

The Directors present their report and the financial statements for the year ended 31 December 2017.

Directors of the Company

The directors who held office during the year were as follows:

Trevor Torrington

Nigel Myers

The directors do not recommend the payment of a final dividend (2016: £nil). No dividends were paid during the year (2016: £nil).

Financial instruments

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

Future developments

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

Going concern

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

Approved by the Board on 31 August 2018 and signed on its behalf by:



.....
David Hall
Company secretary

Partnerships in Care Management 2 Limited

Statement of Directors' Responsibilities

The Directors acknowledge their responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 these financial statements, the Directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards 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. 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.

Partnerships in Care Management 2 Limited

Profit and Loss Account for the Year Ended 31 December 2017

	Note	2017 £ 000	2016 £ 000
Turnover		-	-
Administrative expenses		<u>34,868</u>	<u>(22,801)</u>
Operating profit/(loss)		<u>34,868</u>	<u>(22,801)</u>
Profit/(loss) before tax		34,868	(22,801)
Taxation	5	<u>(885)</u>	<u>1,423</u>
Profit/(loss) for the financial year		<u>33,983</u>	<u>(21,378)</u>

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

Partnerships in Care Management 2 Limited

Statement of Comprehensive Income for the Year Ended 31 December 2017

	Note	2017 £ 000	2016 £ 000
Profit/(loss) for the year		<u>33,983</u>	<u>(21,378)</u>
Total comprehensive income for the year		<u>33,983</u>	<u>(21,378)</u>

Partnerships in Care Management 2 Limited

(Registration number: 09489130)

Balance Sheet as at 31 December 2017

	Note	2017 £ 000	2016 £ 000
Fixed assets			
Investments	6	74,027	74,027
Current assets			
Debtors	7	-	1,423
Creditors: Amounts falling due within one year	8	<u>(61,422)</u>	<u>(96,828)</u>
Net current liabilities		<u>(61,422)</u>	<u>(95,405)</u>
Net assets/(liabilities)		<u>12,605</u>	<u>(21,378)</u>
Called up share capital	9	-	-
Profit and loss account		<u>12,605</u>	<u>(21,378)</u>
Total equity		<u>12,605</u>	<u>(21,378)</u>

For the financial year ending 31 December 2017 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved and authorised by the Board on 31 August 2018 and signed on its behalf by:



Nigel Myers

Director

Partnerships in Care Management 2 Limited

Statement of Changes in Equity for the Year Ended 31 December 2017

	Share capital £ 000	Profit and loss account £ 000	Total £ 000
At 1 January 2017	-	(21,378)	(21,378)
Profit for the year	-	33,983	33,983
Total comprehensive income	-	33,983	33,983
At 31 December 2017	-	12,605	12,605

	Share capital £ 000	Profit and loss account £ 000	Total £ 000
Loss for the year	-	(21,378)	(21,378)
Total comprehensive income	-	(21,378)	(21,378)
At 31 December 2016	-	(21,378)	(21,378)

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017

1 General information

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

The address of its registered office is:

Fifth Floor
80 Hammersmith Road
London
W14 8UD
United Kingdom

These financial statements were authorised for issue by the Board on 31 August 2018.

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 were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis of preparation

The financial statements are presented in sterling, rounded to the nearest thousand. They are prepared on a *going concern basis and under the historical cost convention*. The principal accounting policies applied in the preparation of these financial statements are set out below, and, unless otherwise stated, these policies have been consistently applied to all the periods presented.

Summary of disclosure exemptions

The principle disclosure exemptions adopted by the company in accordance with FRS 102 are as follows:

- Statement of cash flows;
- Certain financial instrument disclosures;
- Disclosure of key management personnel compensation;
- Disclosures in respect of related party transactions entered into between fellow group companies (the company has no other related party transactions); and
- Roll-forward reconciliations in respect of share capital, tangible fixed assets and intangible assets.

Group accounts not prepared

The company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare group financial statements on the grounds that it is included in the consolidated financial statements of a parent undertaking. These financial statements present information about the company as an individual undertaking and not about its group.

Going concern

The financial statements have been prepared on a going concern basis.

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

2 Accounting policies (continued)

Judgements

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

Tax

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

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

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

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

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.

3 Other gains and losses

The analysis of the company's other gains and losses for the year is as follows:

	2017 £ 000	2016 £ 000
Gain (loss) from disposals of investments	34,868	(22,801)

4 Directors' remuneration

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

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

5 Taxation

Tax charged/(credited) in the income statement

	2017 £ 000	2016 £ 000
Current taxation		
UK corporation tax	<u>885</u>	<u>(1,423)</u>

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2016 - higher than the standard rate of corporation tax in the UK) of 19.25% (2016 - 20%).

The differences are reconciled below:

	2017 £ 000	2016 £ 000
Profit/(loss) before tax	<u>34,868</u>	<u>(22,801)</u>
Corporation tax at standard rate	6,712	(4,560)
Effect of expense not deductible in determining taxable profit (tax loss)	(5,886)	4,560
Increase (decrease) in UK and foreign current tax from adjustment for prior periods	45	-
Tax increase (decrease) from other short-term timing differences	(826)	-
Tax increase (decrease) from transfer pricing adjustments	<u>840</u>	<u>(1,423)</u>
Total tax charge/(credit)	<u>885</u>	<u>(1,423)</u>

The standard rate of corporation tax in the UK changed from 20% to 19% with effect from 1 April 2017. Accordingly, the company's profits for this accounting year are taxed at an effective rate of 19.25% (2016: 20%).

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

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

6 Investments in subsidiaries, joint ventures and associates

Subsidiaries	£ 000
Cost or valuation	
At 1 January 2017	74,027
At 31 December 2017	74,027
Carrying amount	
At 31 December 2017	74,027
At 31 December 2016	74,027

Details of undertakings

Details of the investments which the company holds are as follows:

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
			2017	2016
Subsidiary undertakings				
Partnerships in Care (Ivydene) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Albion) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Brunswick) Limited	United Kingdom	Ordinary shares	100%	100%
<i>Partnerships in Care (Beverley) Limited</i>	<i>United Kingdom</i>	<i>Ordinary shares</i>	<i>100%</i>	<i>100%</i>
Partnerships in Care (Meadow View) Limited	United Kingdom	Ordinary shares	100%	100%
The Manor Clinic Limited	United Kingdom	Ordinary shares	100%	100%
Maor Hall Specialist Care Partnerships Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Cleveland) Limited	United Kingdom	Ordinary shares	100%	100%

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

6 Investments in subsidiaries, joint ventures and associates (continued)

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
Partnerships in Care (Pastoral) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Oak Vale) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Vancouver) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care 1 Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Rhondda) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Cardiff) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Nelson) Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Oak Vale) Holding Company Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Vancouver) Holding Company Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Oak Vale) Property Holding Company Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Vancouver) Property Holding Company Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Cleveland) Holding Company Limited	United Kingdom	Ordinary shares	100%	100%
Partnerships in Care (Cleveland) Property Holding Company Limited	United Kingdom	Ordinary shares	100%	100%

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

6 Investments in subsidiaries, joint ventures and associates (continued)

The principal activity of Partnerships in Care (Ivydene) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Albion) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Brunswick) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Beverley) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Meadow View) Limited is mental healthcare services.

The principal activity of The Manor Clinic Limited is mental healthcare services.

The principal activity of Partnerships in Care (Cleveland) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Pastoral) Limited is a holding company.

The principal activity of Partnerships in Care (Oak Vale) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Vancouver) Limited is mental healthcare services.

The principal activity of Partnerships in Care 1 Limited is mental healthcare services.

The principal activity of Partnerships in Care (Rhondda) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Cardiff) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Nelson) Limited is mental healthcare services.

The principal activity of Partnerships in Care (Oak Vale) Holding Company Limited is a holding company.

The principal activity of Partnerships in Care (Vancouver) Holding Company Limited is a holding company.

The principal activity of Partnerships in Care (Oak Vale) Property Holding Company Limited is a holding company.

The principal activity of Partnerships in Care (Vancouver) Property Holding Company Limited is a holding company.

The principal activity of Partnerships in Care (Cleveland) Holding Company Limited is a holding company.

The principal activity of Partnerships in Care (Cleveland) Property Holding Company Limited is a holding company.

7 Debtors

	2017 £ 000	2016 £ 000
Income tax asset	-	1,423
Total current trade and other debtors	-	1,423

Partnerships in Care Management 2 Limited

Notes to the Financial Statements for the Year Ended 31 December 2017 (continued)

8 Creditors

	Note	2017 £ 000	2016 £ 000
Due within one year			
Amounts due to related parties		60,537	96,828
Income tax liability	5	<u>885</u>	<u>-</u>
		<u>61,422</u>	<u>96,828</u>

Amounts due to related parties are unsecured, non interest bearing and repayable on demand.

9 Share capital

Allotted, called up and fully paid shares

	No.	2017 £	No.	2016 £
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

10 Parent and ultimate parent undertaking

The company's immediate parent is Partnerships in Care Investments 1 Limited, incorporated in the United Kingdom.

The ultimate parent is Acadia Healthcare Company Inc., incorporated in the US.

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is Acadia Healthcare Company Inc., incorporated in United States of America.

The address of Acadia Healthcare Company Inc. is:
830 Crescent Centre Drive, Suite 610, Franklin, TN 37067, United States of America.

The parent of the smallest group in which these financial statements are consolidated is Priory Group UK 1 Limited (formerly Partnerships in Care UK 1 Limited), incorporated in United Kingdom.

The address of Priory Group UK 1 Limited (formerly Partnerships in Care UK 1 Limited) is:
Fifth Floor, 80 Hammersmith Road, London, W14 8UD, United Kingdom.