Registered number: OC339121

DEN DENTAL GROUP PRACTICE LLP

UNAUDITED

MEMBERS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022





INFORMATION

Designated Members

Oasis Dental Care (Central) Limited M L Allan (appointed 12 September 2022) S Barter (resigned 29 November 2022) P A Crockard G Pueyo Roberts (resigned 31 July 2022) S L Ramage F Zaheer (appointed 29 November 2022)

LLP registered number

OC339121

Registered office

Bupa Dental Care, Vantage Office Park, Old Gloucester Road, Hambrook, Bristol, BS16 1GW

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MEMBERS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

The Members present their annual report together with the financial statements of Den Dental Group Practice LLP (the "LLP") for the year ended 31 December 2022.

Principal activities

The principal activity of the LLP is the operation of dental practices.

The loss/profit for the year, before Members' remuneration and profit shares, available for discretionary division amongst Members, amounted to loss £3,018,000 (2021 - profit £518,000).

The LLP incurred significant losses in 2022, as a result of recognising £2,504,000 of asset impairments across goodwill and tangible assets, as well as accounting for an onerous lease provision of £205,000, resulting in a one-off total expense of £2,709,000. The impairments were the result of macroeconomic factors, as well as ongoing challenges in workforce availability. During 2022, inflation rose sharply resulting in higher central bank interest rates, leading to increased cost of capital which reduces the valuation of Dental practices for impairment testing. Furthermore, there were operational challenges, in particular below target recruitment, as well as increasing wage and energy costs, resulting in lower projected cash flows.

Designated Members

Oasis Dental Care (Central) Limited, P A Crockard and S L Ramage were Designated Members of the LLP throughout the year. G Pueyo Roberts resigned on 31 July 2022, M L Allan was appointed as a Designated Member on 12 September 2022, S Barter resigned on 29 November 2022 and F Zaheer was appointed as a Designated Member on 29 November 2022.

Members' capital and interests

Each Member's subscription to the capital of the LLP is determined by their share of the profit and is repayable following retirement from the LLP.

Details of changes in Members' capital in the year ended 31 December 2022 are set out in the financial statements.

Members are remunerated from the profits of the LLP and are required to make their own provision for pensions and other benefits. Profits are allocated and divided between Members after finalisation of the financial statements. Members draw a proportion of their profit shares monthly during the year in which it is made, with the balance of profits being distributed after the year, subject to the cash requirements of the business.

This report was approved by the Members on 10 July 2023 and signed on their behalf by:

J S H Wright

as representative of Oasis Dental Care (Central)

Limited

MEMBERS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022

The Members are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law, (as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008), requires the Members to prepare financial statements for each financial year. Under that law the Members 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, as applied to LLPs, the Members 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 LLP and of the profit or loss of the LLP for that period.

In preparing these financial statements, the Members are required to:

- select suitable accounting policies for the LLP's financial statements and then apply them consistently;
- make judgments 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the entity will continue in business.

The Members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and to enable them to ensure that the financial statements comply with the Limited Liability Partnerships (Accounts and Audit) (Application of the Companies Act 2006) Regulations 2008. They are also responsible for safeguarding the assets of the LLP and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 £000	2021 £000
Turnover	4	4,206	5,395
Cost of sales		(2,255)	(2,707)
			0.000
Gross profit		1,951	2,688
Administrative expenses		(4,771)	(2,173)
Exceptional administrative expenses	5	(205)	-
Other operating income		7	3
Operating (loss)/profit	6	(3,018)	518
(Loss)/profit for the year before members' remuneration and profit shares available for discretionary division among members		(3,018)	518
Total comprehensive (expense)/income for the year		(3,018)	518

The notes on pages 6 to 16 form part of these financial statements.

DEN DENTAL GROUP PRACTICE LLP REGISTERED NUMBER: OC339121

BALANCE SHEET AS AT 31 DECEMBER 2022

	Note		2022 £000		2021 £000
Fixed assets					
Intangible assets	9		-		2,307
Tangible assets	10		394		750
		_	394		3,057
Current assets					
Stocks	11	72		41	
Debtors: amounts falling due within one year	12	10,477		7,731	
Cash at bank and in hand	13	11		7	
	-	10,560		7,779	
Creditors: amounts falling due within one year	14	(10,749)		(10,836)	
Net current liabilities Provisions for liabilities	•		(189)		(3,057)
Other provisions	15		(205)		-
Net assets		=	-	<u> </u>	-

The entity was entitled to exemption from audit under section 479A of the Companies Act 2006, as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

The Members have not required the LLP to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The Members acknowledge their responsibilities for complying with the requirements of the Companies Act 2006, as applied by The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008, with respect to accounting records and the preparation of financial statements.

The financial statements were approved and authorised for issue by the Members and were signed on their behalf on 10 July 2023.

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J S H Wright

as representative of Oasis Dental Care (Central) Limited

The notes on pages 6 to 16 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

	Other reserves	Total equity
	£000	£000
At 1 January 2021	-	-
Comprehensive income for the year		
Profit for year for discretionary division among Members	518	518
Allocated profit	(518)	(518)
At 1 January 2022	-	-
Comprehensive expense for the year		
Loss for year for discretionary division among Members	(3,018)	(3,018)
Allocated loss	3,018	3,018
At 31 December 2022	~	

The notes on pages 6 to 16 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

The LLP is incorporated and domiciled in England and Wales. The address of its registered office is: Bupa Dental Care, Vantage Office Park, Old Gloucester Road, Hambrook, Bristol, BS16 1GW.

The LLP's financial statements are presented in Sterling, which is also the LLP's functional currency, and all values are rounded to the nearest thousand pounds (£000) except where otherwise indicated.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006 and the requirements of the Statement of Recommended Practice "Accounting by Limited Liability Partnerships".

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 LLP's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The LLP has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of The Oasis Healthcare Group Limited as at 31 December 2022 and these financial statements may be obtained from Bupa Dental Care, Vantage Office Park, Old Gloucester Road, Hambrook, Bristol, BS16 1GW.

2.3 Going concern

The financial statements have been prepared on a going concern basis as an indirect parent undertaking has stated that, subject to unforeseen circumstances, it intends to provide financial support to enable the LLP to meet its liabilities as and when they fall due and the Directors reasonably believe the indirect parent undertaking would be in a position to provide this support.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the LLP and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the LLP will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 Intangible assets

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the Statement of Comprehensive Income over its estimated economic life.

2.6 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 LLP 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 LLP. 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:

Leasehold improvements

- over 15 years straight line

Motor vehicles

- over 4 years straight line

Fixtures and fittings

- 3 - 15 years straight line

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 in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.7 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.8 Stocks

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. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.9 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.

2.10 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.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.11 Financial instruments

The LLP only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.12 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.

2.13 Operating leases: the LLP as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.14 Pensions

Defined contribution pension plan

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

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the LLP in independently administered funds.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.15 Taxation

Income and capital gains (or losses) accruing to Den Dental Group Practice LLP will be attributed to the relevant Members for tax purposes according to their entitlement to income and capital under the terms of the Limited Liability Partnership Agreement.

2.16 Distribution of profits and losses

Any profits are distributed between Members in accordance with the Limited Liability Partnership Agreement

2.17 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the LLP but are presented separately due to their size or incidence.

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

Due to the nature of the LLP's business, the Members do not consider there to be key judgments or sources of estimation uncertainty in preparing the financial statements.

4. Turnover

The whole of the turnover is attributable to the one principal activity of the LLP being the operation of dental practices.

All turnover arose within the United Kingdom.

5. Exceptional items

		2022 £000	2021 £000
	Onerous lease provision	205	
6.	Operating (loss)/profit		
	The operating (loss)/profit is stated after charging:		
		2022 £000	2021 £000
	Other operating lease rentals	109	109

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

7. Employees

Staff costs were as follows:

	2022 £000	2021 £000
Wages and salaries	1,120	1,036
Social security costs	71	58
Cost of defined contribution scheme	23	24
	1,214	1,118

The average monthly number of persons (including Members with contracts of employment) employed during the year was as follows:

2022	2021
No.	No.
57	63

8. Taxation

The financial statements do not incorporate any charge or liability for taxation on the results of the Den Dental Group Practice LLP, as any relevant income and capital taxes are the responsibility of the individual Members.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

9. Intangible assets

	Goodwill £000
Cost	
At 1 January 2022	3,550
At 31 December 2022	3,550
Amortisation	
At 1 January 2022	1,243
Charge for the year on owned assets	177
Impairment charge	2,130
At 31 December 2022	3,550
Net book value	
At 31 December 2022	-
At 31 December 2021	2,307

During 2022, inflation rose sharply resulting in higher central bank interest rates, leading to increased cost of capital which reduces the valuation of Dental practices for impairment testing. Furthermore, there were operational challenges, in particular below target recruitment, as well as increasing wage and energy costs, resulting in lower projected cash flows.

Management have reviewed the key assumptions within impairment assessments and considered the macro-economic impacts as well as ongoing challenges in workforce availability. The review resulted in an impairment charge of £2,130,000 (2021- £nil) being recognised in the Statement of Comprehensive Income.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

10. Tangible fixed assets

Motor vehicles £000	Fixtures and fittings £000	Leasehold improvements £000	Total £000
9	739	503	1,251
-	65	72	137
9	804	575	1,388
9	360	132	501
-	83	36	119
-	200	174	374
9	643	342	994
	161	233	394
-	379	371	750
	9 - 9	£000 £000 9 739 - 65 9 804 9 360 - 83 - 200 9 643	vehicles £000 fittings £000 improvements £000 9 739 503 - 65 72 9 804 575 9 360 132 - 83 36 - 200 174 9 643 342 - 161 233

During 2022, inflation rose sharply resulting in higher central bank interest rates, leading to increased cost of capital which reduces the valuation of Dental practices for impairment testing. Furthermore, there were operational challenges, in particular below target recruitment, as well as increasing wage and energy costs, resulting in lower projected cash flows.

Management have reviewed the key assumptions within impairment assessments and considered the macro-economic impacts as well as ongoing challenges in workforce availability. The review resulted in an impairment charge of £374,000 (2021- £nil) being recognised in the Statement of Comprehensive Income.

11. Stocks

	£000	2021 £000
Raw materials and consumables	70	39
Finished goods and goods for resale	2	2
	72	41

The difference between purchase price or production cost of stocks and their replacement cost is not material.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

12. Debtors

	2022 £000	2021 £000
Due within one year		
Trade debtors	133	500
Amounts owed by group undertakings	10,281	7,173
Other debtors	7	-
Prepayments and accrued income	56	58
	10,477	7,731
According to the second		

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

13. Cash and cash equivalents

	Cash at bank and in hand	2022 £000 11	2021 £000
14.	Creditors: Amounts falling due within one year		
		2022 £000	2021 £000
	Trade creditors	167	174
	Amounts owed to group undertakings	8,825	9,778
	Accruals and deferred income	1,757	884
		10,749	10,836

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

15. Provisions

Onerous lease provision £000
-
205
205

The onerous lease provision has been determined after reviewing the lease end date for each practice and calculating the expected discounted cashflows for that period. If negative cashflows arose, an onerous lease provision was accounted for, taking the lower of the 'value in use' and the lease liability.

16. Contingent liabilities

Under a group registration, the LLP is jointly and severally liable for Value Added Tax due by certain other Bupa Group undertakings.

17. Pension commitments

The LLP operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the LLP in an independently administered fund. The pension charge amounted to £23,000 (2021 - £24,000). At the year end, there were outstanding contributions of £nil (2021 - £nil).

18. Commitments under operating leases

At 31 December 2022 the LLP had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

£000	£000
85	85
128	195
16	34
229	314
	85 128 16

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

19. Reconciliation of Members' interests

	Members' other interests
	Other reserves £000
Balance at 1 January 2021	-
Profit for the period available for discretionary division among members	518
Members' interests after profit for the period	518
Other division of profits	(518)
Balance at 31 December 2021	-
Profit for the period available for discretionary division among Members	(3,018)
Members' interests after profit for the year	(3,018)
Other division of losses	3,018
Balance at 31 December 2022	-

There are no existing restrictions or limitations which impact the ability of the Members of the LLP to reduce the amount of Members' other interests.

20. Ultimate parent undertaking and controlling party

The LLP's immediate parent company is Oasis Dental Care (Central) Limited, a company incorporated in England and Wales. The LLP's ultimate parent undertaking is The British United Provident Association Limited, a company incorporated in England and Wales.

The smallest group for which group financial statements will be prepared is The Oasis Healthcare Group Limited. The largest group for which group financial statements will be prepared is The British United Provident Association Limited. The financial statements of The British United Provident Association Limited may be obtained from its registered office at 1 Angel Court, London, EC2R 7HJ.

The financial statements of The Oasis Healthcare Group Limited may be obtained from its registered office at Bupa Dental Care, Vantage Office Park, Old Gloucester Road, Hambrook, Bristol, BS16 1GW.