Registered number: OC375502

NAILSEA HEALTHCARE LLP

UNAUDITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021



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COMPANIES HOUSE

INFORMATION

Designated Members

Community Pharmacies (UK) Limited
Nailsea Medical LLP (resigned 1 February 2021)
Day Lewis Plc (appointed 1 February 2021)

LLP registered number

OC375502

Registered office

2 Peterwood Way, Croydon, Surrey, CR0 4UQ

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MEMBERS' REPORT FOR THE YEAR ENDED 31 MARCH 2021

The Members present their annual report together with the financial statements of Nailsea Healthcare LLP (the "LLP") for the year ended 31 March 2021.

Principal activities

The principal activity of the LLP during the year was that of a pharmacy. On 1 February 2021, 50% of Member's equity capital was acquired by Day Lewis plc, a parent company of Community Pharmacies (UK) Ltd.

The LLP ceased trading on 1 February 2021 and trade and assets were hived up into Day Lewis Plc.

Designated Members

The Designated Members who held office during the year and up to the date of signature of the financial statements were as follows:

Community Pharmacies (UK) Limited Nailsea Medical LLP (resigned 1 February 2021) Day Lewis Plc (appointed 1 February 2021)

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 March 2021 are set out in the Reconciliation of Members' Interests.

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 end, subject to the cash requirements of the business.

This report was approved by the Members on 26 November 2021 and signed on their behalf by:

Community Pharmacies (UK) Limited

Designated Member

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2021

	Note	2021 £	2020 £
Turnover	4	1,369,746	1,556,923
Cost of sales		(941,598)	(1,177,431)
Gross profit		428,148	379,492
Administrative expenses		(322,854)	(382,635)
Profit on hive up at fair value	5	1,106,161	-
Operating profit/(loss)		1,211,455	(3,143)
Interest payable and expenses		(2,465)	(3,969)
Profit/(loss) before tax		1,208,990	(7,112)
Profit/(loss) for the year before Members' remuneration and profit shares		1,208,990	(7,112)
Profit/(loss) for the year before Members' remuneration and profit shares		1,208,990	(7,112)
Members' remuneration charged as an expense	6	(102,829)	(28,949)
Profit/(loss) for the financial year available for discretionary division among Members		1,106,161	(36,061)

There was no other comprehensive income for 2021(2020:£NIL).

The notes on pages 7 to 18 form part of these financial statements.

NAILSEA HEALTHCARE LLP REGISTERED NUMBER: OC375502

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2021

Note		2021 £		2020 £
8		-		-
9		-		32,431
	-	-	_	32,431
				•
10	-		42,717	
11	873,539		285,878	
12	-		3,844	
•	873,539	•	332,439	
13	-		(387,687)	
•		873,539		(55, 248)
	-	873,539	_	(22,817)
14		-		(73,725)
	•	873,539	-	(96,542)
	-		-	(0.0. 5.10)
	=	8/3,539	=	(96,542)
	8 9 10 11 12	8 9 10 - 11 873,539 12 - 873,539 13 -	Note £ 8	Note £ 8

NAILSEA HEALTHCARE LLP REGISTERED NUMBER: OC375502

STATEMENT OF FINANCIAL POSITION (CONTINUED) AS AT 31 MARCH 2021

	Note		2021 £		2020 £
Represented by:					
Loans and other debts due to members within one year					
Amounts due in respect of profits			-		(3,560)
Other amounts			-		139,640
				-	136,080
Members' other interests					, 00,000
Members' capital classified as equity		2		2	
Other reserves classified as equity		873,537		(232,624)	
	-		873,539		(232,622)
			873,539	_	(96,542)
Total members' interests				=	
Loans and other debts due to Members			-		136,080
Members' other interests			873,539		(232,622)
			873,539	-	(96,542)

The financial statements have been prepared in accordance with the provisions applicable to entities subject to the small LLPs regime.

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 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 by:

Community Pharmacies (UK) Limited

Designated Member Date: 26 November 2021

The notes on pages 7 to 18 form part of these financial statements.

Nailsea Healthcare LLP has no equity and, in accordance with the provisions contained within the Statement of Recommended Practice "Accounting by Limited Liability Partnerships", has not presented a Statement of Changes in Equity.

RECONCILIATION OF MEMBERS' INTERESTS FOR THE YEAR ENDED 31 MARCH 2021

	EQUITY Members' other interests		Loans and omembers les	Total members' interests			
	Members' capital (classified as equity) £	Other reserves £	Total £	Amounts due in respect of profits £	Other amounts	Total £	Total £
Amounts due to/(from) Members				(3,560)	125,878	122,318	
Balance at 1 April 2019 Loss for the year	2	(196,562)	(196,560)	(3,560)	125,878	122,318	(74,242)
available for discretionary division among Members		(36,062)	(36,062)	_	<u>-</u>		(36,062)
Members' remuneration charged as an expense	-			-	28,949	28,949	28,949
Drawings	-	-	-	-	(28,949)	(28,949)	(28,949)
Amounts introduced by Members			_		191,762	191,762	191,762
Repayment of debt	-	-	<u>.</u>		(178,000)	(178,000)	(178,000)
Amounts due to/(from) Members				(3,560)	139,640	136,080	
Balance at 31 March 2020	2	(232,624)	(232,622)	(3,560)	139,640	136,080	(96,542)
Profit for the year available for discretionary division among members	-	1,106,161	1,106,161			-	1,106,161
Members' remuneration charged as an expense		-		83,842	21,897	105,739	105,739
Drawings	-	•	-	(80,282)	(21,897)	(102,179)	(102,179)
Amounts introduced by Members	-	-	-	-	4,360	4,360	4,360

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

RECONCILIATION OF MEMBERS' INTERESTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Repayment of debt				 (144,000)	(144,000)	(144,000)
Balance at 31 March 2021	2	873,537	873,539		-	873,539

The notes on pages 7 to 18 form part of these financial statements.

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.

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

1. General information

Nailsea Healthcare LLP is a limited liability partnership incorporated in England and Wales. The registered office is 2 Peterwood Way, Croydon, Surrey, United Kingdom, CR0 4UQ.

The limited liability partnerships principal activities and nature of its operations are disclosed in the Members' Report.

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 judgement in applying the LLP's accounting policies (see note 3).

The financial statements are prepared in sterling, which is the functional currency of the limited liability partnership. Monetary amounts in these financial statements are rounded to the nearest \mathfrak{L} .

The following principal accounting policies have been applied:

2.2 Going concern

As the Members do not intend to acquire a replacement trade, the Members have not prepared the financial statements on a going concern basis.

2.3 Turnover

Turnover is shown, net of Value Added Tax, for goods and services provided to customers.

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

2. Accounting policies (continued)

2.4 Members' participation rights

Members' participation rights are the rights of a Member against the LLP that arise under the Members' agreement (for example, in respect of amounts subscribed or otherwise contributed, remuneration and profits).

Members' participation rights in the earnings or assets of the LLP are analysed between those that are, from the LLP's perspective, either a financial liability or equity, in accordance with section 22 of FRS 102. A Member's participation rights including amounts subscribed or otherwise contributed by members, for example Members' capital, are classed as liabilities unless the LLP has an unconditional right to refuse payment to Members, in which case they are classified as equity.

All amounts due to Members that are classified as liabilities are presented within 'Loans and other debts due to Members' and, where such an amount relates to current year profits, they are recognised within 'Members' remuneration charged as an expense' in arriving at the relevant year's result. Unallocated amounts that are classified as equity are shown within 'Members' other interests'. Amounts recoverable from Members are presented as debtors and shown as amounts due from Members within Members' interests.

Where there exists an asset and liability component in respect of an individual Member's participation rights, they are presented on a gross basis unless the LLP has both a legally enforceable right to set off the recognised amounts, and it intends either to settle on a net basis or to settle and realise these amounts simultaneously, in which case they are presented net.

Whilst the Members' agreement does not differentiate between profits and losses for profit sharing purposes, it does stipulate that the LLP cannot demand additional contributions from Members, and as a result the LLP does not have an unconditional right to demand payment from Members for losses. Therefore, they are not recognised as a recoverable asset and so remain within equity as other reserves.

Other amounts applied to Members, for example remuneration paid under an employment contract and interest on capital balances, are treated in the same way as all other divisions of profits, as described above, according to whether the LLP has, in each case, an unconditional right to refuse payment. Amounts payable to Members under employment contracts and unavoidable interest on Members capital are charged to "Members remuneration charged as an expense" in the relevant year.

2.5 Operating leases: the LLP as lessee

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight-line basis over the lease term.

2.6 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.

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

2. Accounting policies (continued)

2.7 Borrowing costs

All borrowing costs are recognised in the Statement of Comprehensive Income in the year in which they are incurred.

2.8 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 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 LLP in independently administered funds.

2.9 Intangible assets

Intangible assets comprise a licence to trade as a pharmacy. Intangible assets are stated at cost less amortisation and are reviewed for impairment whenever there is an indication that the carrying value may be impaired.

2.10 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives.

Depreciation is provided on the following basis:

Leasehold property - 7% straight-line
Fixtures and fittings - 20% straight-line
Computer equipment - 33% 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 the Statement of Comprehensive Income.

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

2. Accounting policies (continued)

2.11 Stocks

Stocks are stated at the lower of cost and 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 reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in the Statement of Comprehensive Income. Reversals of impairment losses are also recognised in the Statement of Comprehensive Income.

2.12 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.

2.13 Cash and cash equivalents

Cash and cash equivalents include cash in hand and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

2.14 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.

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

2. Accounting policies (continued)

2.15 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 ordinary shares.

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.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the LLP would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position 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.

2.16 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the limited liability partnership is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

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

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

In the application of the LLP's accounting policies, which are described in note 2, the Members are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

There are no critical judgements and estimations that the Members have made in the process of applying the LLP's accounting policies that have a significant effect on the amounts recognised in the financial statements.

4. Turnover

The whole of the turnover is attributable to be that of retail pharmacy.

Analysis of turnover by country of destination:

		2021 £	2020 £
	United Kingdom	1,369,746	1,556,923
		1,369,746	1,556,923
5.	Profit on hive up at fair value		
		2021 £	2020 £
	Profit on disposal of trade and assets	1,106,161	-
		1,106,161	-

On 1 February 2021, after the acquisition of the remaining 50% by Day Lewis Plc, the trade and assets were hived up at fair value to that company.

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

6. Employees

7.

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

	2021 No.	2020 No.
The average number of persons (excluding members) employed by the partnership during the year	13	14
Information in relation to Members		
	2021 £	2020 £
Remuneration paid under an employment contract	13,697	15,568
Remuneration under participation rights	80,932	_
Mandatory interest payments	8,200	13,381
	102,829	28,949

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

8. Intangible assets

	Licence £
At 1 April 2020	1
Additions	15,739
Transferred on hive up	(15,740)
At 31 March 2021	-
At 1 April 2020	1
Charge for the year on owned assets	90
Transferred on hive up	(91)
At 31 March 2021	
A COLINICIO E CEL	
Net book value	
At 31 March 2021	-
At 31 March 2020	-

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

9.	Tangible fixed assets			
		Long-term leasehold property £	Plant and machinery £	Total £
	Cost			
	At 1 April 2020	61,204	21,389	82,593
	Transferred on hive up	(61,204)	(21,389)	(82,593)
	At 31 March 2021			·
	At 1 April 2020	29,832	20,330	50,162
	Charge for the year on owned assets	3,409	833	4,242
	Transferred on hive up	(33,241)	(21,163)	(54,404)
	At 31 March 2021			<u> </u>
	Net book value			
	At 31 March 2021	<u> </u>	<u> </u>	<u>-</u>
	At 31 March 2020	31,372	1,059	32,431
10.	Stocks			
			2021 £	2020 £
	Finished goods and goods for resale		-	42,717
			-	42,717

Stock recognised in cost of sales during the year as an expense was £941,598 (2020 - £1,177,431).

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

11.	Debtors		
		2021 £	2020 £
	Trade debtors	-	231,413
	Amounts owed by group undertakings	873,539	7,071
	Other debtors	-	43,447
	Prepayments and accrued income	-	3,947
		873,539	285,878
12.	Cash and cash equivalents		
	•	2021	2020
		2021 £	2020 £
	Cash at bank and in hand	-	3,844
	Less: bank overdrafts	-	(92,868)
			(89,024)
13.	Creditors: Amounts falling due within one year		
		2021 £	2020 £
	Bank overdrafts		92,868
	Bank loans	-	9,319
	Trade creditors	_	260,429
	Other taxation and social security	•	4,464
	Other creditors	-	18,994
	Accruals and deferred income	-	1,613
		<u> </u>	387,687

Bank loans and overdrafts for which security has been given amounted to £nil (2020: £102,187).

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

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

	2021 £	2020 £
Bank loans	-	73,725
	-	73,725
		=====

The aggregate amount of creditors, falling due after more than one year, for which security has been given amounted to £nil (2020: £73,725).

15. Loans and other debts due to Members

In the event of a winding up the amounts included in "Loans and other debts due to Members" will rank equally with unsecured creditors.

16. Loans

Analysis of the maturity of loans is given below:

	2021 £	2020 £
Amounts falling due within one year	-	~
Bank loans	-	9,319
		9,319
Amounts falling due 1-2 years		
Bank loans	-	9,319
		9,319
Amounts falling due 2-5 years	 -	
Bank loans	-	64,407
		64,407
	 ,	
		83,045
		

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

17. Financial instruments

Financial distruments		
	2021 £	2020 £
Financial assets		
Financial assets measured at fair value	-	3,844
Financial liabilities		
Financial liabilities measured at fair value	-	(175,913)

18. 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 cost charge represents contributions payable by the LLP to the fund and amounted to £3,412 (2020: £3,183). Contributions totalling £nil (2020: £487) were payable to the fund at the balance sheet date and are included in creditors.

19. Commitments under operating leases

At 31 March 2021 the LLP had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2021 £	2020 £
Not later than 1 year	-	16,374
Later than 1 year and not later than 5 years	-	<i>65,4</i> 96
Later than 5 years	-	137,767
		219,637
		275,0

20. Related party transactions

The entity has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.