

P.H.C. (Pharmacy) Limited

Directors' report and financial statements

Registered number SC115847

30 June 2022



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Strategic report

The Directors present their annual strategic report of P.H.C. (Pharmacy) Limited (the 'Company') for the year ended 30 June 2022.

Principal activities

The company was a non trading legal entity during the year.

Business review

The results of the Company for the year are set out in the profit and loss account on page 5. The activity of the Company was transferred on 2 December 2019 to Bestway National Chemists Limited, another company within the Well group.

Future development and performance of the business

The activity of the Company was transferred on 2 December 2019 to Bestway National Chemists Limited, another company within the Well group. Following the transfer, the company became a non-trading entity.

Principal risks and uncertainties

Following the transfer of activity on 2 December 2019, the Company is not believed to have any principal risk and uncertainties.

Key performance indicators

The company is a non trading legal entity, therefore no KPI's are set specifically for the Company.

On behalf of the Board



K R Jacob
Director

Date: 07/03/2023

Registered Office:
Well, 18 - 20 Main Street
Beith, Ayrshire
Scotland
KA15 2AD

Directors' report

The Directors present their report and unaudited financial statements for the year ended 30 June 2022.

Dividend

The Directors do not recommend the payment of a dividend (year ended 30 June 2021: £nil).

Directors

The Directors who held office during the year and up to the date of signing the financial statements were as follows:

E L Griffiths (resigned 30 September 2022)

K R Jacob

The Directors benefited from third party indemnity provisions in place during the financial year and at the date of this report.

Company Secretary:

T R J Ferguson

Small Companies Note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

Financial Risk Management

The principal financial risk of the Company relates to the generation and availability of sufficient funds to meet business needs. The policy on overall liquidity is to ensure that the Well group has sufficient funds to facilitate all on-going operations.

Corporate Governance

The Company is a wholly owned subsidiary of Bestway Panacea Holdings Limited. The Directors sit on the Well Businesses Board who determine the major operating decisions of this Company.

The Board meets monthly and reviews operating performance against the strategic business plan and detailed management budgets. This strategic business plan incorporates all aspects of strategy and associated risks; all proposals for contract variations are vetted before approval against the plan. The Board reserves its own decision on contractual expenditure above a certain amount and associated funding.

The Board, after seeking appropriate external advice, decides upon the accounting policies which are appropriate for the Company and ensures they are consistently applied. The Board has instigated a rigorous process of internal control, under the discipline of contractual agreements, in order to safeguard the outcomes for the Company in terms of operational performance, financial control, legal and regulatory compliance provisions for risk factors and longer term relationships.

Future development and performance of the business

Refer to the Strategic Report for details on the future development of the business, principal risks and business review.

Political contributions

The Company has made no political donations during the year (period ended 30 June 2021: £nil).

Going concern

The financial statements are prepared on a going concern basis which the Directors believe to be appropriate. The Company had net assets of £333,000 as at 30 June 2022 (30 June 2021: £333,000). Based on this the Directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Directors' Report (continued)

Statement of Directors' responsibilities in respect of the financial statements

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements 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 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.

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.

On behalf of the Board



K R Jacob
Director

Date: 07/03/2023

Registered Office:
Well, 18 - 20 Main Street
Beith, Ayrshire
Scotland
KA15 2AD

Profit and Loss Account
for the year ended 30 June 2022

	Note	Year ended 30 June 2022 £'000	Year ended 30 June 2021 £'000
Revenue		-	-
Cost of sales		-	-
Gross profit		-	-
Administrative expenses		-	-
Profit before tax		-	-
Tax charge on profit	2	-	-
Profit for the financial year		-	-

All amounts relate to continuing activities.

The Company has no recognised income or expenses in the current or prior period other than those included in the profit and loss shown above.

The notes on pages 8 to 10 form part of these Financial Statements.

Balance Sheet
as at 30 June 2022

	Notes	2022 £'000	2022 £'000	2021 £'000	2021 £'000
Current assets					
Trade and other receivables	3		333		333
Cash at bank and in hand			-		-
Current liabilities					
Creditors: amounts falling due within one year	4		-		-
Net current assets			333		333
Total assets less current liabilities			333		333
Net Assets			333		333
Capital and reserves					
Called up share capital	5		1		1
Profit and loss account			332		332
Total shareholders' funds			333		333

The financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

For the year ending 30 June 2022 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;
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The notes on pages 8 to 10 form part of these Financial Statements.

These financial statements on pages 5 to 10 were approved by the Board of Directors and were signed on its behalf by



K R Jacob
Director
Company registered number: SC115847
Date: 07/03/2023

**Statement of changes in equity
for the year ended 30 June 2022**

Balance at 1 July 2020
Profit for the financial year

Balance at 30 June 2021

Balance at 1 July 2021
Profit for the financial year

Balance at 30 June 2022

All items are shown net of tax.

The notes on pages 8 to 10 form part of these Financial Statements.

Called up share capital £'000	Profit and loss account £'000	Total shareholders' funds £'000
1	332	333
-	-	-
1	332	333
1	332	333
-	-	-
1	332	333

Notes to the Financial Statements

1 Accounting policies

Reporting entity

P.H.C. (Pharmacy) Limited (the Company) is a private company limited by shares domiciled in Scotland. The address of the Company's registered office is 18 - 20 Main Street, Beith, North Ayrshire, Scotland, KA15 2AD.

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards in conformity with the requirements of the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company's parent undertaking, Bestway Panacea Holdings Limited includes the Company in its consolidated financial statements. The consolidated financial statements of Bestway Panacea Holdings Limited are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- Paragraph 38 of IAS 1, 'Presentation of financial statements' - comparative information requirements in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1 a reconciliation of share capital;
 - (ii) paragraph 73(e) of IAS 16, 'Property, plant and equipment' a reconciliation of fixed assets;
 - (iii) paragraph 118(e) of IAS 38, 'Intangible assets' a reconciliation of intangible assets.
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d) a statement of cash flows for the period;
 - 16 a statement of compliance with all IFRS;
 - 38A a requirement for a minimum of two primary statements, including cash flow statements;
 - 111 cash flow statement information; and
 - 134-136 capital management disclosures.
- IAS 7, 'Statement of cash flows'.
- Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation)
- The requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.
- The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15, 'Revenue from Contracts with Customers'.
- Paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets;
- Paragraphs 91 to 99 of IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

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.

Going concern

The financial statements are prepared on a going concern basis which the Directors believe to be appropriate. The Company had net assets of £333,000 as at 30 June 2022 (30 June 2021: £333,000). Based on this the Directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Taxation

(i) Income tax

Income tax on the profit or loss for the year comprises current and deferred tax.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

(ii) Deferred taxation

Deferred tax is provided, with no discounting, using the balance sheet liability method, providing for temporary difference between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of assets or liabilities that affect neither accounting nor taxable profits and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised. In the case of investment properties it is assumed that uplifts on valuation principally reflect future rentals.

Trade and other receivables

Trade and other receivables are recognised at fair value less any impairment losses. A provision for impairment is established when the carrying value of the receivable is unlikely to be recoverable. The carrying value of the receivable is reduced and any impairment loss is recognised in the profit and loss account. The Company has adapted IFRS 9 and calculates the expected credit losses using the FRS 9 simplified approach model. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due and no credit loss has been identified.

Trade and other payables

Trade creditors and other creditors are recognised where the company has a present obligation resulting from a past event and are recognised at the settlement amount due after allowing for any trade discounts due.

Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and cash at bank with a short term of maturity, being twelve months or less, from the opening of a deposit or a similar account.

Notes to the Financial Statements (continued)

2 Taxation

Analysis of credit in year

	Year ended 30 June 2022 £'000	Year ended 30 June 2022 £'000	Year ended 30 June 2021 £'000	Year ended 30 June 2021 £'000
Current tax				
UK corporation tax at 19% (2021: 19%)	-	-	-	-
Total current tax charge	-	-	-	-
Deferred tax				
Adjustments in respect of prior periods	-	-	-	-
Total deferred tax charge	-	-	-	-
Tax charge on profit before tax	-	-	-	-

The UK Budget 2021 announcements on 3 March 2021 included measures to support economic recovery as a result of the ongoing Covid-19 pandemic. These included an increase to the UK's main corporation tax rate to 25%, which is due to be effective from 1 April 2023.

Accordingly, the Company's profits for this accounting year are subject to tax at a rate of 19% (2021: 19%). The deferred tax balance at 30 June 2022 has been calculated based on these rates.

	Year ended 30 June 2022 £'000	Year ended 30 June 2021 £'000
Current tax reconciliation		
Profit before tax	-	-
Current tax at 19% (2021: 19%)	-	-
Effects of:		
Adjustments to tax charge in respect of previous periods	-	-
Total tax charge (see above)	-	-

Notes to the Financial Statements (continued)

3 Trade and other receivables

	30 June 2022 £'000	30 June 2021 £'000
<i>Current assets:</i>		
Trade debtors	-	-
Amounts owed by group undertakings	322	322
Taxation and social security	11	11
	<u>333</u>	<u>333</u>

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand. The repayment strategy of the amounts owed by group undertakings has been reviewed and concluded that no impairment is required.

4 Trade and other payables

	30 June 2022 £'000	30 June 2021 £'000
Taxation and social security	-	-
	<u>-</u>	<u>-</u>

5 Called up share capital

	30 June 2022 £'000	30 June 2021 £'000
<i>Allotted, called up and fully paid</i>		
1000 (2021: 1000) Ordinary shares of £1 each	1	1
	<u>1</u>	<u>1</u>

6 Group Entities

Control of the group

The company is a subsidiary of Bestway Panacea Holdings Limited (registered address: Well, Merchants Warehouse, Castle Street, Manchester, England, M3 4LZ) and the ultimate parent undertaking of this Company is Bestway Group Limited (registered address: Newport House, 15 The Grange, St Peter Port, Guernsey, GY1 2QL; Reg. No: 68536).

The largest and smallest group in which the results of the company are consolidated is that headed by Bestway Panacea Holdings Limited. Copies of the group financial statements are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

7 Related parties

Identity of related parties

The Company has a related party relationship with its subsidiaries, associates, and with its Directors and key management. The Company has taken advantage of exemptions conferred by FRS 101 not to disclose transactions and amounts due to and from fellow group companies that are wholly owned by the ultimate parent company.