

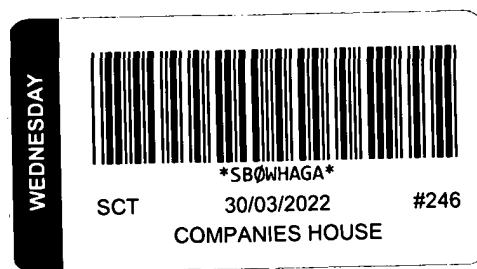
Dolby Healthcare Limited

Annual Report and Financial Statements

Year Ended

31 December 2021

Company Number SC328062



Dolby Healthcare Limited

Company Information

Directors	G. Fumagalli Romario M. Annoni
Registered number	SC328062
Registered office	Lomond Court Castle Business Park Stirling FK9 4TU
Independent auditors	James Cowper Kreston 2 Communications Road Greenham Business Park Greenham Newbury Berkshire RG19 6AB
Bankers	Bank of Scotland 11 Earl Grey Street Edinburgh EH3 9BN

Dolby Healthcare Limited

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Dolby Healthcare Limited

Strategic report
For the year ended 31 December 2021

Introduction

The directors present their strategic report together with the audited financial statements for the year ended 31 December 2021.

Business review

Dolby Healthcare Limited is the holding company for Dolby Medical Home Respiratory Care Limited. The company and its subsidiary operate as a medical sector service provider, supporting the provision of home oxygen therapy, sleep and ventilation services, and aerosol therapy services on behalf of NHS and other customers based in Scotland and England.

The company did not trade in the current or prior year. The company is primarily focused on investment activities, and of the investment in its subsidiary. Dolby Medical Home Respiratory Care Limited is operating in the market with the strategic objective of growing its UK presence in the home healthcare market including expanding its sleep and other diversification services.

Principal risks and uncertainties

The company's objectives and business risks are relevant to that of a holding company. The principal risk is the recoverability of the company's investment in its subsidiary: Dolby Medical Home Respiratory Care Limited. The principal risk is considered low as current contracts have been renewed for the medium term and additional business has been gained. The company is profitable and in a net assets position with long-term contracts in place.

The company does not use KPIs but its subsidiary Dolby Medical Home Respiratory Care Limited has contracts fixed in length and subject to KPIs set by customers. Management rigorously focus their attention on exceeding KPIs set by customers and have internal systems to support this.

This report was approved by the board on 28 MARCH 2022 and signed on its behalf.

G. Fumagalli Romario
Director



Dolby Healthcare Limited

Directors' report For the year ended 31 December 2021

The directors present their report and the financial statements for the year ended 31 December 2021.

Directors' responsibilities statement

The directors are responsible 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 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 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 for the company'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 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 to 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.

Business review

The loss for the year, after taxation, amounted to £174 (2020 - profit £309,842). The loss for the year includes dividends of £nil (2020 - £310,000) from its wholly owned subsidiary company, Dolby Medical Home Respiratory Care Limited.

The company did not trade in the current or prior year.

No dividends were payable in the current year and no dividends are proposed for after the year end (2020: £Nil).

Directors

The directors who served during the year were:

G. Fumagalli Romario
M. Annoni

Financial risk management objectives and policies

The principal risk of this company is liquidity risk. However, this risk is now considered low as the company has net current assets after the interest on the loan has been fully repaid.

Dolby Healthcare Limited

Directors' report (continued)
For the year ended 31 December 2021

Future developments

The business environment in which the operating subsidiary operated during 2021 continued to be highly competitive and challenging, and in many areas is highly reliant on the requirements of the NHS and their procurement methodologies. Dolby Medical Home Respiratory Care Limited actively seeks to broaden its range of services, customer groups and routes to market in order to secure future growth and mitigate risk, but is also aware that any plans for the future of the business may be subject to unforeseen future events outside of our control. The current pandemic will continue to affect the operating company through 2022, it is expected that sales relating to Covid-19 will continue but reduce, and that new business development opportunities will be more accessible.

The holding company does not have any future development plans.

Directors' indemnities

The company has made qualifying third party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

Disclosure of information to auditors

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

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the 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 auditors are aware of that information.

Post balance sheet events

In 2022, the coronavirus pandemic has continued to affect the world and the company is managing the impacts around this as it unfolds. There is not expected to be any impact on the company given it is currently non-trading.

Auditors

The auditors, James Cowper Kreston, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 28 MARCH 2022 and signed on its behalf.

G. Fumagalli Romario
Director



Dolby Healthcare Limited

Independent auditors' report to the members of Dolby Healthcare Limited

Opinion

We have audited the financial statements of Dolby Healthcare Limited (the 'company') for the year ended 31 December 2021 which comprise the Statements of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. 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 (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2021, and of its profit for the year 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report⁴, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report⁴. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Dolby Healthcare Limited

Independent auditors' report to the members of Dolby Healthcare Limited (continued)

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report and the directors' report.

We have nothing to report in respect of the following matters in relation to which 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

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance.

The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

The specific procedures for this engagement that we designed and performed to detect material misstatements in respect of irregularities, including fraud, were as follows:

- Enquiry of management and those charged with governance around actual and potential litigation and claims;

Dolby Healthcare Limited

Independent auditors' report to the members of Dolby Healthcare Limited (continued)

- Enquiry of management and those charged with governance to identify any material instances of non-compliance with laws and regulations;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work to address the risk of irregularities due to management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for evidence of bias.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

Use of our report

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.



Jonathan Baillie BA (Hons) FCCA ACA (Senior Statutory Auditor)

For and on behalf of James Cowper Kreston,
Chartered Accountants and Statutory Auditor
2 Communications Road
Greenham Business Park
Greenham
Newbury
Berkshire
RG19 6AB

28/03/2022

Dolby Healthcare Limited

Statement of comprehensive income For the year ended 31 December 2021

	2021 £	2020 £
Administrative expenses	(174)	(158)
Operating loss	(174)	(158)
Income from shares in group undertakings	-	310,000
(Loss)/profit before tax	(174)	309,842
(Loss)/profit for the financial year	(174)	309,842
Total comprehensive income for the year	(174)	309,842

The notes on pages 10 to 14 form part of these financial statements.

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Registered number:SC328062

Statement of financial position As at 31 December 2021

	Note	2021 £	2020 £
Fixed assets			
Investments	8	15,465,837	15,465,837
Current assets			
Cash at bank and in hand	9	4,356	4,530
Net current assets		<u>4,356</u>	<u>4,530</u>
Total assets less current liabilities		<u>15,470,193</u>	<u>15,470,367</u>
Net assets		<u><u>15,470,193</u></u>	<u><u>15,470,367</u></u>
Capital and reserves			
Called up share capital	10	300,100	300,100
Share premium account	11	15,370,157	15,370,157
Profit and loss account	11	(200,064)	(199,890)
		<u>15,470,193</u>	<u>15,470,367</u>

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

28 MARCH 2022.


G. Fumagalli Romario
Director

The notes on pages 10 to 14 form part of these financial statements.

Dolby Healthcare Limited

Statement of changes in equity For the year ended 31 December 2021

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2020	300,100	15,370,157	(509,732)	15,160,525
Comprehensive income for the year				
Profit for the year	-	-	309,842	309,842
Total comprehensive income for the year	-	-	309,842	309,842
At 1 January 2021	300,100	15,370,157	(199,890)	15,470,367
Comprehensive income for the year				
Loss for the year	-	-	(174)	(174)
At 31 December 2021	300,100	15,370,157	(200,064)	15,470,193

The notes on pages 10 to 14 form part of these financial statements.

Dolby Healthcare Limited

Notes to the financial statements For the year ended 31 December 2021

1. Accounting policies

1.1 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.

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 2).

Group accounts are not required to be prepared in accordance with Section 399 of the Companies Act 2006.

The following principal accounting policies have been applied:

1.2 Financial reporting standard 102 - reduced disclosure exemptions

The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in relation to share-based payments, financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

This information is included in the consolidated financial statements of SOL Spa as at 31 December 2021 and these financial statements may be obtained from Via Borgazzi, 27-20900, Monza (MB), Italy. This is also the registered office of the parent undertaking which produces the consolidated accounts.

1.3 Going concern

The company has net assets of £15,470,193 (2020: £15,470,367), has net current assets of £4,356 (2020: £4,530) and has made a loss of £174 (2020: profit of £309,842) in the year. The directors have prepared the accounts on a going concern basis which assumes the company will continue in existence for the foreseeable future.

1.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

1.5 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.

1.6 Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are

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Notes to the financial statements For the year ended 31 December 2021

1. Accounting policies (continued)

1.6 Financial instruments (continued)

initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when (a) the contractual rights to the cash flows from the financial asset expire or are settled, (b) the Group transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or (c) the Group, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

1.7 Creditors

Short term creditors are measured at the transaction price.

1.8 Taxation

Tax is recognised in profit or loss except that a charge 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.

2. General information

Dolby Healthcare Limited is a private company limited by shares, incorporated in the United Kingdom under the Companies Act and is registered in Scotland. The address of the registered office is given on the company information page and the nature of the company is set out in the strategic report.

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

There were no critical accounting judgments in applying accounting policies in the year and or key sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year.

4. Auditors' remuneration

Audit fees in respect of the company amounting to £3,500 (2020 - £5,000) were paid by a subsidiary undertaking.

Dolby Healthcare Limited

Notes to the financial statements For the year ended 31 December 2021

5. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2020 - £nil).

6. Income from shares in group undertakings

	2021 £	2020 £
Dividends from subsidiary undertakings	-	310,000
	<u>-</u>	<u>310,000</u>

7. Taxation

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2020 - lower than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
(Loss)/profit on ordinary activities before tax	<u>(174)</u>	<u>309,842</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	(33)	58,870
Effects of:		
Dividends from UK companies	-	(58,900)
Group relief surrendered	33	30
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

The standard rate of corporation tax for the year in the United Kingdom is 19% (2020: 19%).

Deferred tax is calculated in full on temporary differences under the liability method using a tax rate of 25% (2020: 19%). The rate of 25% reflects the amendment by the 2021 budget.

Dolby Healthcare Limited

Notes to the financial statements For the year ended 31 December 2021

8. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2021	15,465,837
At 31 December 2021	<u>15,465,837</u>

Subsidiary undertaking

The following was a subsidiary undertaking of the company:

Name	Principal activity	Class of shares	Holding
Dolby Medical Home Respiratory Care Limited	Rental and servicing of medical equipment	Ordinary	100%

The address of the registered office of the subsidiary is North Suite Lomond Court, Castle Business Park, Stirling, FK9 4TU.

The aggregate of the share capital and reserves as at 31 December 2021 and the profit or loss for the year ended on that date for the subsidiary undertaking were as follows:

	Aggregate of share capital and reserves	Profit/(Loss)
Dolby Medical Home Respiratory Care Limited	19,214,430	2,394,567

9. Cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	4,356	4,530
	<u>4,356</u>	<u>4,530</u>

10. Share capital

	2021 £	2020 £
Allotted, called up and fully paid		
300,100 (2020 - 300,100) ordinary shares of £1.00 each	<u>300,100</u>	<u>300,100</u>

Dolby Healthcare Limited

Notes to the financial statements For the year ended 31 December 2021

11. Reserves

Share premium account

The share premium account includes the premium on issue of equity shares, net of any issue costs.

Profit and loss account

Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

12. Controlling party

The company is a subsidiary of SOL Spa which is the ultimate parent company incorporated in Italy. Airsol S.R.L is the immediate parent company incorporated in Italy, both companies are registered at Via Borgazzi, 27-20900, Monza (MB) Italy.

The largest and smallest group in which the results of the company are consolidated is that headed by SOL Spa, incorporated in Italy. The consolidated accounts of this company are available to the public and may be obtained from Via BorGazzi, 27-20900, Monza (MB), Italy. No other group accounts include the results of the company.