

REGISTERED NUMBER 05949077 (England and Wales)

**REPORT OF THE DIRECTORS AND**  
**FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2011**  
**FOR**  
**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED**



**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER 05949077)**

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**FOR THE YEAR ENDED 31 MARCH 2011**

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**DR BATRAS' POSITIVE HEALTH CLINIC (UK)  
LIMITED**

**COMPANY INFORMATION**  
**FOR THE YEAR ENDED 31 MARCH 2011**

<b>DIRECTORS</b>	Dr M Batra Dr A Batra
<b>SECRETARY</b>	Dr A Batra
<b>REGISTERED OFFICE:</b>	Third Floor Front (North) Consulting Room 17 Harley Street London W1G 9QH
<b>REGISTERED NUMBER.</b>	05949077 (England and Wales)
<b>SENIOR STATUTORY AUDITOR:</b>	Mukesh Desai
<b>AUDITORS.</b>	Butler & Co LLP Chartered Accountants & Statutory Auditor Third Floor 126 - 134 Baker Street London W1U 6UE

**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER 05949077)**

**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 31 MARCH 2011**

The directors present their report with the financial statements of the company for the year ended 31 March 2011

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of provision of medical consultancy services

**REVIEW OF BUSINESS**

The results for the year and financial position of the company are as shown in the annexed financial statements

**DIVIDENDS**

No dividends will be distributed for the year ended 31 March 2011

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 April 2010 to the date of this report

Dr M Batra

Dr A Batra

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Report of the Directors and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**AUDITORS**

The auditors, Butler & Co LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER: 05949077)**

**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 31 MARCH 2011**

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

**ON BEHALF OF THE BOARD:**

A handwritten signature in black ink, appearing to read 'M. Batra', is written over a horizontal line.

Dr M Batra - Director

Date 16<sup>th</sup> December 2011

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF  
DR BATRAS' POSITIVE HEALTH CLINIC (UK)  
LIMITED**

We have audited the financial statements of Dr Batras' Positive Health Clinic (UK) Limited for the year ended 31 March 2011 on pages six to ten. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 a Report of the Auditors 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.

**Respective responsibilities of directors and auditors**

As explained more fully in the Statement of Directors' Responsibilities set out on page two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2011 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Opinion on other matter prescribed by the Companies Act 2006**

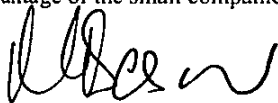
In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF**  
**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED**

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where 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, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Report of the Directors



Mukesh Desai (Senior Statutory Auditor)  
for and on behalf of Butler & Co LLP  
Chartered Accountants  
& Statutory Auditor  
Third Floor  
126 - 134 Baker Street  
London  
W1U 6UE

Date 22 December 2011

**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER. 05949077)**

**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 MARCH 2011**

	Notes	2011 £	2010 £
<b>TURNOVER</b>		9,365	1,565
Cost of sales		<u>52,494</u>	<u>17,598</u>
<b>GROSS LOSS</b>		(43,129)	(16,033)
Administrative expenses		<u>49,880</u>	<u>27,997</u>
<b>OPERATING LOSS</b>	2	(93,009)	(44,030)
Interest payable and similar charges		<u>-</u>	<u>1 503</u>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(93,009)	(45,533)
Tax on loss on ordinary activities	3	<u>-</u>	<u>-</u>
<b>LOSS FOR THE FINANCIAL YEAR</b>		<u>(93,009)</u>	<u>(45 533)</u>

The notes form part of these financial statements

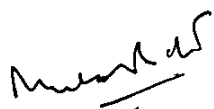


**DR BATRAS' POSITIVE HEALTH CLINIC (UK)  
LIMITED (REGISTERED NUMBER: 05949077)  
BALANCE SHEET  
31 MARCH 2011**

		2011		2010	
	Notes	£	£	£	£
<b>FIXED ASSETS</b>					
Tangible assets	4		6 646		8 376
<b>CURRENT ASSETS</b>					
Debtors	5	20,339		27,417	
Cash at bank and in hand		<u>4,061</u>		<u>19,553</u>	
		24,400		46,970	
<b>CREDITORS</b>					
Amounts falling due within one year	6	<u>25,488</u>		<u>20,779</u>	
<b>NET CURRENT (LIABILITIES)/ASSETS</b>			(1,088)		26 191
<b>TOTAL ASSETS LESS CURRENT</b>					
<b>LIABILITIES</b>			5,558		34 567
<b>CREDITORS</b>					
Amounts falling due after more than one year	7		<u>134,000</u>		<u>70 000</u>
<b>NET LIABILITIES</b>			<u>(128 442)</u>		<u>(35 433)</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	9		10,100		10,100
Profit and loss account	10		<u>(138,542)</u>		<u>(45,533)</u>
<b>SHAREHOLDERS' FUNDS</b>			<u>(128,442)</u>		<u>(35,433)</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were authorised for issue by the Board of Directors on 16<sup>th</sup> December 2011 and were signed on its behalf by



Dr M Batra - Director

The notes form part of these financial statements

**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER: 05949077)**

**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2011**

**1 ACCOUNTING POLICIES**

**Accounting convention**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

As at 31 March 2011, total liabilities exceeded total assets by £128,442 (2010 £35,433). However, the directors of the company consider that the going concern basis is appropriate in view of the assurance of continuing support which the company has received from its shareholders.

**Exemption from preparing a cash flow statement**

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

**Turnover**

Turnover represents amounts receivable from medical consultancy services net of VAT and trade discounts.

Income is recognised in the period when services are performed.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life:

Improvements to property	- 20% on cost
Plant and machinery	- 20% on cost
Fixtures and fittings	- 10% on cost
Computer equipment	- 25% on cost

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

**2 OPERATING LOSS**

The operating loss is stated after charging:

	2011 £	2010 £
Depreciation - owned assets	1,855	1,840
Auditors' remuneration	<u>3,000</u>	<u>-</u>
Directors' remuneration and other benefits etc	<u>-</u>	<u>-</u>

**3 TAXATION**

**Analysis of the tax charge**

No liability to UK corporation tax arose on ordinary activities for the year ended 31 March 2011 nor for the year ended 31 March 2010.

**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER. 05949077)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2011**

**4 TANGIBLE FIXED ASSETS**

	Improvements to property £	Plant and machinery £	Fixtures and fittings £	Computer equipment £	Totals £
<b>COST</b>					
At 1 April 2010	4,330	1,448	2,844	1,594	10,216
Additions	-	125	-	-	125
At 31 March 2011	<u>4,330</u>	<u>1,573</u>	<u>2,844</u>	<u>1,594</u>	<u>10,341</u>
<b>DEPRECIATION</b>					
At 1 April 2010	867	290	284	399	1,840
Charge for year	866	307	284	398	1,855
At 31 March 2011	<u>1,733</u>	<u>597</u>	<u>568</u>	<u>797</u>	<u>3,695</u>
<b>NET BOOK VALUE</b>					
At 31 March 2011	<u>2,597</u>	<u>976</u>	<u>2,276</u>	<u>797</u>	<u>6,646</u>
At 31 March 2010	<u>3,463</u>	<u>1,158</u>	<u>2,560</u>	<u>1,195</u>	<u>8,376</u>

**5 DEBTORS. AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2011 £	2010 £
Other debtors	20,279	20,279
Prepayments	<u>60</u>	<u>7,138</u>
	<u>20,339</u>	<u>27,417</u>

**6 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2011 £	2010 £
Amounts owed to group undertakings	19,468	10,828
Other creditors	473	3,306
Accruals and deferred income	<u>5,547</u>	<u>6,645</u>
	<u>25,488</u>	<u>20,779</u>

**7 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2011 £	2010 £
Other loans - 2-5 years	<u>134,000</u>	<u>70,000</u>

**DR BATRAS' POSITIVE HEALTH CLINIC (UK)**  
**LIMITED (REGISTERED NUMBER 05949077)**

**NOTES TO THE FINANCIAL STATEMENTS - continued**  
**FOR THE YEAR ENDED 31 MARCH 2011**

**8 OPERATING LEASE COMMITMENTS**

At 31 March 2011 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 March 2012

	2011 £	2010 £
Expiring Between one and five years	<u>19,950</u>	<u>19,950</u>

**9 CALLED UP SHARE CAPITAL**

Number	Class	Nominal value £1	2011 £	2010 £
10,100	Ordinary Shares		<u>10,100</u>	<u>10,100</u>

**10 RESERVES**

	Profit and loss account £
At 1 April 2010	(45,533)
Deficit for the year	<u>(93,009)</u>
At 31 March 2011	<u>(138,542)</u>

**11 ULTIMATE PARENT COMPANY**

The company is a wholly owned subsidiary of Dr Batra's Positive Health Clinic Private Limited, a company incorporated in India

**12 RELATED PARTY DISCLOSURES**

Included in creditors within one year is an amount of £19,468 (2010-£10,828) which is due to Dr Batras' Positive Health Clinic Private Limited

Included in creditors after more than one year is an amount advanced by Dr Batras' Positive Health Clinic Private Limited of £134,000 (2010 70,000)

**13 ULTIMATE CONTROLLING PARTY**

By virtue of his shareholding, Dr Mukesh Batra is considered to be the ultimate controlling party of the company