

**REGISTERED NUMBER: 04201068 (England and Wales)**

**Group Strategic Report, Report of the Directors and  
Consolidated Financial Statements for the Year Ended 31 March 2019  
for  
One Health Group Limited**

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for the Year Ended 31 March 2019**

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**One Health Group Limited**  
**Company Information**  
**for the Year Ended 31 March 2019**

**DIRECTORS:** D R Bickerstaff  
A C Howard  
A R Binns  
D J Whitney  
R Shannon

**SECRETARY:** A R Binns

**REGISTERED OFFICE:** 131 Psalter Lane  
Sheffield  
S11 8UX

**REGISTERED NUMBER:** 04201068 (England and Wales)

**AUDITORS:** Haines Watts  
Chartered Accountants  
Registered Auditor  
Milton House  
Gatehouse Road  
Aylesbury  
Buckinghamshire  
HP19 8EA

**Group Strategic Report  
for the Year Ended 31 March 2019**

The directors present their strategic report of the company and the group for the year ended 31 March 2019.

One Health Group's strategic goal is to provide innovative, safe, high quality, integrated clinical services to NHS and private patients, optimising outcomes so they can quickly continue healthy lives. The growth of the business to date has been underpinned by a close working relationship with NHS organisations and we intend to continue to build on this approach; increasing capability and capacity to operate a highly productive and effective model in the NHS market.

The Board envisages that One Health's growth will continue to be achieved by:

- A step change in maturity through investment in management capacity and expertise
- Investment in growth, innovation and further diversification of services provided
- Potential investment in new equipment, especially digital solutions which support the clinical pathways with which One Health Group is involved
- Continued closer integration with the NHS, offering a wide range of services as a core part of the solution to the challenges faced by the NHS
- Continuing to offer seamless pathways of care, across a range of surgical specialities, as well as other new services, all of which remain close to patients' homes and communities
- The development and security of mutually beneficial long term arrangements with our Independent Hospital Partners to ensure One Health Group has the theatre capacity needed to meet demand
- Being open to Acquisition or Merger, considering opportunities which might arise, and which demonstrate significant benefit to the future direction of the company.

The Key Performance Indicators are turnover, gross profit and net profit. The directors are satisfied with these areas.

**Group Strategic Report  
for the Year Ended 31 March 2019**

**PRINCIPAL RISKS AND UNCERTAINTIES**

This section provides a description of the principal risks and uncertainties that could have a material adverse effect of our strategy, performance, results, financial condition and/or reputation. It is important to note that not all of these risks are within our control. It is also not certain that our policy for identifying and managing risk will be successful in mitigating all relevant risk. The specific risks identified are:

- Loss of contracts - our business generates considerable income from contracts with NHS commissioning bodies (CCGs). The continuation of these contracts is dependent on a number of factors, one of which is the annual budget that each CCG has to outsource healthcare. For that reason, we continue to tender for new contracts to maximise future growth opportunities and mitigate against existing contract shrinkage. The current NHS climate may present a new challenge to this income source as the financial pressure increases in the public sector. However, it is also clear that this risk is mitigated to some degree by the NHS's statutory obligation to ensure patients are seen within 18 weeks for all elective procedures. In addition, it remains clear that the NHS does not have the capacity to deal with the volumes itself and continues to need to engage the independent sector to support this vast and increasing area of healthcare demand.

- Litigation risk - the nature of our work means that there is the risk that an unsuccessful procedure could lead to a medical negligence claim. The company ensures that adequate Professional Indemnity Insurance is in place to cover such eventualities.

**ON BEHALF OF THE BOARD:**

A R Binns - Secretary

15 July 2019

**Report of the Directors  
for the Year Ended 31 March 2019**

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2019.

**PRINCIPAL ACTIVITY**

The principal activity of the group in the year under review was that of the provision of medical services.

**DIVIDENDS**

No dividends will be distributed for the year ended 31 March 2019.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 April 2018 to the date of this report.

D R Bickerstaff  
A C Howard  
D J Whitney

Other changes in directors holding office are as follows:

R J Gray - resigned 1 May 2018  
Ms L Nickson - resigned 4 February 2019  
A R Binns - appointed 1 May 2018

R Shannon was appointed as a director after 31 March 2019 but prior to the date of this report.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Group Strategic Report, 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 the group and of the profit or loss of the group 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Report of the Directors  
for the Year Ended 31 March 2019**

**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 group'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 group's auditors are aware of that information.

**ON BEHALF OF THE BOARD:**

A R Binns - Secretary

15 July 2019

## **Report of the Independent Auditors to the Members of One Health Group Limited**

### **Opinion**

We have audited the financial statements of One Health Group Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2019 which comprise the Consolidated Income Statement, Consolidated Other Comprehensive Income, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of 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 group's and of the parent company affairs as at 31 March 2019 and of the group's 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group 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**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.



## **Report of the Independent Auditors to the Members of One Health Group Limited**

### **Other information**

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

### **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 Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors 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 group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Directors.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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 Statement of Directors' Responsibilities set out on page four, 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 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

## **Report of the Independent Auditors to the Members of One Health Group Limited**

### **Auditors' 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 a Report of the Auditors 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.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Report of the Auditors.

### **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 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.

Shaun K Brownsmith (Senior Statutory Auditor)  
for and on behalf of Haines Watts  
Chartered Accountants  
Registered Auditor  
Milton House  
Gatehouse Road  
Aylesbury  
Buckinghamshire  
HP19 8EA

15 July 2019

**Consolidated Income Statement  
for the Year Ended 31 March 2019**

|                                                 | Notes | 2019<br>£         | 2018<br>£         |
|-------------------------------------------------|-------|-------------------|-------------------|
| <b>TURNOVER</b>                                 |       | 18,390,769        | 15,540,455        |
| Cost of sales                                   |       | <u>14,928,230</u> | <u>12,440,821</u> |
| <b>GROSS PROFIT</b>                             |       | 3,462,539         | 3,099,634         |
| Administrative expenses                         |       | <u>2,390,954</u>  | <u>2,264,440</u>  |
| <b>OPERATING PROFIT</b>                         | 4     | 1,071,585         | 835,194           |
| Interest receivable and similar income          |       | <u>12,500</u>     | <u>6,238</u>      |
| <b>PROFIT BEFORE TAXATION</b>                   |       | 1,084,085         | 841,432           |
| Tax on profit                                   | 5     | <u>206,339</u>    | <u>159,061</u>    |
| <b>PROFIT FOR THE FINANCIAL YEAR</b>            |       | <u>877,746</u>    | <u>682,371</u>    |
| Profit attributable to:<br>Owners of the parent |       | <u>877,746</u>    | <u>682,371</u>    |

The notes form part of these financial statements

**Consolidated Other Comprehensive Income  
for the Year Ended 31 March 2019**

|                                                                     | Notes | 2019<br>£      | 2018<br>£      |
|---------------------------------------------------------------------|-------|----------------|----------------|
| <b>PROFIT FOR THE YEAR</b>                                          |       | 877,746        | 682,371        |
| <b>OTHER COMPREHENSIVE INCOME</b>                                   |       | <u>-</u>       | <u>-</u>       |
| <b>TOTAL COMPREHENSIVE INCOME FOR<br/>THE YEAR</b>                  |       | <u>877,746</u> | <u>682,371</u> |
| Total comprehensive income attributable to:<br>Owners of the parent |       | <u>877,746</u> | <u>682,371</u> |

The notes form part of these financial statements

**Consolidated Balance Sheet**  
**31 March 2019**

|                                              | Notes | 2019<br>£        | £                       | 2018<br>£        | £                       |
|----------------------------------------------|-------|------------------|-------------------------|------------------|-------------------------|
| <b>FIXED ASSETS</b>                          |       |                  |                         |                  |                         |
| Tangible assets                              | 8     |                  | 91,756                  |                  | 132,963                 |
| Investments                                  | 9     |                  | -                       |                  | -                       |
|                                              |       |                  | <u>91,756</u>           |                  | <u>132,963</u>          |
| <b>CURRENT ASSETS</b>                        |       |                  |                         |                  |                         |
| Debtors                                      | 10    | 4,043,324        |                         | 2,125,089        |                         |
| Cash at bank and in hand                     |       | <u>2,527,887</u> |                         | <u>3,063,085</u> |                         |
|                                              |       | 6,571,211        |                         | 5,188,174        |                         |
| <b>CREDITORS</b>                             |       |                  |                         |                  |                         |
| Amounts falling due within one year          | 11    | <u>2,993,278</u> |                         | <u>2,521,947</u> |                         |
| <b>NET CURRENT ASSETS</b>                    |       |                  | <u>3,577,933</u>        |                  | <u>2,666,227</u>        |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b> |       |                  | <u>3,669,689</u>        |                  | <u>2,799,190</u>        |
| <b>PROVISIONS FOR LIABILITIES</b>            | 12    |                  | <u>14,784</u>           |                  | <u>22,031</u>           |
| <b>NET ASSETS</b>                            |       |                  | <u><u>3,654,905</u></u> |                  | <u><u>2,777,159</u></u> |
| <b>CAPITAL AND RESERVES</b>                  |       |                  |                         |                  |                         |
| Called up share capital                      | 13    |                  | 10,000                  |                  | 10,000                  |
| Retained earnings                            | 14    |                  | <u>3,644,905</u>        |                  | <u>2,767,159</u>        |
| <b>SHAREHOLDERS' FUNDS</b>                   |       |                  | <u><u>3,654,905</u></u> |                  | <u><u>2,777,159</u></u> |

The financial statements were approved by the Board of Directors on 15 July 2019 and were signed on its behalf by:

A R Binns - Director

**Company Balance Sheet**  
**31 March 2019**

|                                              | Notes | 2019<br>£        | £                       | 2018<br>£        | £                       |
|----------------------------------------------|-------|------------------|-------------------------|------------------|-------------------------|
| <b>FIXED ASSETS</b>                          |       |                  |                         |                  |                         |
| Tangible assets                              | 8     |                  | 91,756                  |                  | 132,963                 |
| Investments                                  | 9     |                  | <u>200</u>              |                  | <u>200</u>              |
|                                              |       |                  | 91,956                  |                  | 133,163                 |
| <b>CURRENT ASSETS</b>                        |       |                  |                         |                  |                         |
| Debtors                                      | 10    | 9,543,641        |                         | 6,910,152        |                         |
| Cash at bank and in hand                     |       | <u>211,459</u>   |                         | <u>126,044</u>   |                         |
|                                              |       | 9,755,100        |                         | 7,036,196        |                         |
| <b>CREDITORS</b>                             |       |                  |                         |                  |                         |
| Amounts falling due within one year          | 11    | <u>6,193,422</u> |                         | <u>4,381,451</u> |                         |
| <b>NET CURRENT ASSETS</b>                    |       |                  | <u>3,561,678</u>        |                  | <u>2,654,745</u>        |
| <b>TOTAL ASSETS LESS CURRENT LIABILITIES</b> |       |                  | <u>3,653,634</u>        |                  | <u>2,787,908</u>        |
| <b>PROVISIONS FOR LIABILITIES</b>            | 12    |                  | <u>14,784</u>           |                  | <u>22,031</u>           |
| <b>NET ASSETS</b>                            |       |                  | <u><u>3,638,850</u></u> |                  | <u><u>2,765,877</u></u> |
| <b>CAPITAL AND RESERVES</b>                  |       |                  |                         |                  |                         |
| Called up share capital                      | 13    |                  | 10,000                  |                  | 10,000                  |
| Retained earnings                            | 14    |                  | <u>3,628,850</u>        |                  | <u>2,755,877</u>        |
| <b>SHAREHOLDERS' FUNDS</b>                   |       |                  | <u><u>3,638,850</u></u> |                  | <u><u>2,765,877</u></u> |
| Company's profit for the financial year      |       |                  | <u><u>872,973</u></u>   |                  | <u><u>681,616</u></u>   |

The financial statements were approved by the Board of Directors on 15 July 2019 and were signed on its behalf by:

A R Binns - Director

**Consolidated Statement of Changes in Equity  
for the Year Ended 31 March 2019**

|                                 | Called up<br>share<br>capital<br>£ | Retained<br>earnings<br>£ | Total<br>equity<br>£ |
|---------------------------------|------------------------------------|---------------------------|----------------------|
| <b>Balance at 1 April 2017</b>  | 10,000                             | 2,304,366                 | 2,314,366            |
| <b>Changes in equity</b>        |                                    |                           |                      |
| Dividends                       | -                                  | (219,578)                 | (219,578)            |
| Total comprehensive income      | -                                  | 682,371                   | 682,371              |
| <b>Balance at 31 March 2018</b> | 10,000                             | 2,767,159                 | 2,777,159            |
| <b>Changes in equity</b>        |                                    |                           |                      |
| Total comprehensive income      | -                                  | 877,746                   | 877,746              |
| <b>Balance at 31 March 2019</b> | 10,000                             | 3,644,905                 | 3,654,905            |

The notes form part of these financial statements

**Company Statement of Changes in Equity  
for the Year Ended 31 March 2019**

|                                 | Called up<br>share<br>capital<br>£ | Retained<br>earnings<br>£ | Total<br>equity<br>£ |
|---------------------------------|------------------------------------|---------------------------|----------------------|
| <b>Balance at 1 April 2017</b>  | 10,000                             | 2,293,839                 | 2,303,839            |
| <b>Changes in equity</b>        |                                    |                           |                      |
| Dividends                       | -                                  | (219,578)                 | (219,578)            |
| Total comprehensive income      | -                                  | 681,616                   | 681,616              |
| <b>Balance at 31 March 2018</b> | <u>10,000</u>                      | <u>2,755,877</u>          | <u>2,765,877</u>     |
| <b>Changes in equity</b>        |                                    |                           |                      |
| Total comprehensive income      | -                                  | 872,973                   | 872,973              |
| <b>Balance at 31 March 2019</b> | <u>10,000</u>                      | <u>3,628,850</u>          | <u>3,638,850</u>     |

The notes form part of these financial statements



**Consolidated Cash Flow Statement  
for the Year Ended 31 March 2019**

|                                                         | Notes | 2019<br>£        | 2018<br>£        |
|---------------------------------------------------------|-------|------------------|------------------|
| <b>Cash flows from operating activities</b>             |       |                  |                  |
| Cash generated from operations                          | 1     | (352,769)        | 1,351,249        |
| Tax paid                                                |       | (175,436)        | (214,658)        |
| Net cash from operating activities                      |       | <u>(528,205)</u> | <u>1,136,591</u> |
| <b>Cash flows from investing activities</b>             |       |                  |                  |
| Purchase of tangible fixed assets                       |       | (19,493)         | (10,999)         |
| Interest received                                       |       | 12,500           | 6,238            |
| Net cash from investing activities                      |       | <u>(6,993)</u>   | <u>(4,761)</u>   |
| <b>Cash flows from financing activities</b>             |       |                  |                  |
| Equity dividends paid                                   |       | -                | (219,578)        |
| Net cash from financing activities                      |       | <u>-</u>         | <u>(219,578)</u> |
| <b>(Decrease)/increase in cash and cash equivalents</b> |       | <u>(535,198)</u> | <u>912,252</u>   |
| <b>Cash and cash equivalents at beginning of year</b>   | 2     | 3,063,085        | 2,150,833        |
| <b>Cash and cash equivalents at end of year</b>         | 2     | <u>2,527,887</u> | <u>3,063,085</u> |

The notes form part of these financial statements

Notes to the Consolidated Cash Flow Statement  
for the Year Ended 31 March 2019

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

|                                                  | 2019                    | 2018                    |
|--------------------------------------------------|-------------------------|-------------------------|
|                                                  | £                       | £                       |
| Profit before taxation                           | 1,084,085               | 841,432                 |
| Depreciation charges                             | 60,700                  | 90,815                  |
| Finance income                                   | (12,500)                | (6,238)                 |
|                                                  | <u>1,132,285</u>        | <u>926,009</u>          |
| (Increase)/decrease in trade and other debtors   | (4,398,593)             | 4,925,481               |
| Increase/(decrease) in trade and other creditors | <u>2,913,539</u>        | <u>(4,500,241)</u>      |
| <b>Cash generated from operations</b>            | <u><b>(352,769)</b></u> | <u><b>1,351,249</b></u> |

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

**Year ended 31 March 2019**

|                           | 31.3.19          | 1.4.18           |
|---------------------------|------------------|------------------|
|                           | £                | £                |
| Cash and cash equivalents | <u>2,527,887</u> | <u>3,063,085</u> |

**Year ended 31 March 2018**

|                           | 31.3.18          | 1.4.17           |
|---------------------------|------------------|------------------|
|                           | £                | £                |
| Cash and cash equivalents | <u>3,063,085</u> | <u>2,150,833</u> |

**Notes to the Consolidated Financial Statements  
for the Year Ended 31 March 2019**

**1. STATUTORY INFORMATION**

One Health Group Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

**2. ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

**Turnover**

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

**Tangible fixed assets**

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

|                       |                                   |
|-----------------------|-----------------------------------|
| Long leasehold        | - in accordance with the property |
| Plant and machinery   | - 15% on cost                     |
| Fixtures and fittings | - 20% on cost                     |
| Computer equipment    | - 25% on cost                     |

**Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**Deferred tax**

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

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

2. ACCOUNTING POLICIES - continued

**Hire purchase and leasing commitments**

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

**Pension costs and other post-retirement benefits**

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

3. EMPLOYEES AND DIRECTORS

|                       | 2019             | 2018             |
|-----------------------|------------------|------------------|
|                       | £                | £                |
| Wages and salaries    | 1,641,175        | 1,511,387        |
| Social security costs | 183,603          | 99,750           |
| Other pension costs   | 97,241           | 73,199           |
|                       | <u>1,922,019</u> | <u>1,684,336</u> |

The average number of employees during the year was as follows:

|                      | 2019      | 2018      |
|----------------------|-----------|-----------|
| Administrative staff | 49        | 59        |
| Management staff     | 5         | 5         |
|                      | <u>54</u> | <u>64</u> |

The average number of employees by undertakings that were proportionately consolidated during the year was 54 (2018 - 64) .

|                         | 2019           | 2018           |
|-------------------------|----------------|----------------|
|                         | £              | £              |
| Directors' remuneration | <u>560,660</u> | <u>630,533</u> |

Information regarding the highest paid director is as follows:

|                | 2019           | 2018           |
|----------------|----------------|----------------|
|                | £              | £              |
| Emoluments etc | <u>233,845</u> | <u>237,620</u> |

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

4. **OPERATING PROFIT**

The operating profit is stated after charging:

|                             | 2019          | 2018          |
|-----------------------------|---------------|---------------|
|                             | £             | £             |
| Hire of plant and machinery | 21,825        | 16,371        |
| Other operating leases      | 51,000        | 62,220        |
| Depreciation - owned assets | 60,700        | 90,814        |
| Auditors' remuneration      | <u>15,840</u> | <u>12,000</u> |

5. **TAXATION**

**Analysis of the tax charge**

The tax charge on the profit for the year was as follows:

|                    | 2019           | 2018            |
|--------------------|----------------|-----------------|
|                    | £              | £               |
| Current tax:       |                |                 |
| UK corporation tax | 213,586        | 175,436         |
| Deferred tax       | <u>(7,247)</u> | <u>(16,375)</u> |
| Tax on profit      | <u>206,339</u> | <u>159,061</u>  |

UK corporation tax was charged at 19% in 2018.

6. **INDIVIDUAL INCOME STATEMENT**

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

7. **DIVIDENDS**

|                            | 2019     | 2018           |
|----------------------------|----------|----------------|
|                            | £        | £              |
| Ordinary shares of £1 each |          |                |
| Final                      | <u>-</u> | <u>219,578</u> |

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

## 8. TANGIBLE FIXED ASSETS

## Group

|                       | Long<br>leasehold<br>£ | Plant and<br>machinery<br>£ | Fixtures<br>and<br>fittings<br>£ | Computer<br>equipment<br>£ | Totals<br>£    |
|-----------------------|------------------------|-----------------------------|----------------------------------|----------------------------|----------------|
| <b>COST</b>           |                        |                             |                                  |                            |                |
| At 1 April 2018       | 94,935                 | 168,052                     | 37,928                           | 575,739                    | 876,654        |
| Additions             | -                      | -                           | 1,791                            | 17,702                     | 19,493         |
| At 31 March 2019      | <u>94,935</u>          | <u>168,052</u>              | <u>39,719</u>                    | <u>593,441</u>             | <u>896,147</u> |
| <b>DEPRECIATION</b>   |                        |                             |                                  |                            |                |
| At 1 April 2018       | 62,090                 | 133,931                     | 30,911                           | 516,759                    | 743,691        |
| Charge for year       | <u>15,492</u>          | <u>18,078</u>               | <u>3,328</u>                     | <u>23,802</u>              | <u>60,700</u>  |
| At 31 March 2019      | <u>77,582</u>          | <u>152,009</u>              | <u>34,239</u>                    | <u>540,561</u>             | <u>804,391</u> |
| <b>NET BOOK VALUE</b> |                        |                             |                                  |                            |                |
| At 31 March 2019      | <u>17,353</u>          | <u>16,043</u>               | <u>5,480</u>                     | <u>52,880</u>              | <u>91,756</u>  |
| At 31 March 2018      | <u>32,845</u>          | <u>34,121</u>               | <u>7,017</u>                     | <u>58,980</u>              | <u>132,963</u> |

## Company

|                       | Long<br>leasehold<br>£ | Plant and<br>machinery<br>£ | Fixtures<br>and<br>fittings<br>£ | Computer<br>equipment<br>£ | Totals<br>£    |
|-----------------------|------------------------|-----------------------------|----------------------------------|----------------------------|----------------|
| <b>COST</b>           |                        |                             |                                  |                            |                |
| At 1 April 2018       | 94,935                 | 168,052                     | 37,928                           | 575,739                    | 876,654        |
| Additions             | -                      | -                           | 1,791                            | 17,702                     | 19,493         |
| At 31 March 2019      | <u>94,935</u>          | <u>168,052</u>              | <u>39,719</u>                    | <u>593,441</u>             | <u>896,147</u> |
| <b>DEPRECIATION</b>   |                        |                             |                                  |                            |                |
| At 1 April 2018       | 62,090                 | 133,931                     | 30,911                           | 516,759                    | 743,691        |
| Charge for year       | <u>15,492</u>          | <u>18,078</u>               | <u>3,328</u>                     | <u>23,802</u>              | <u>60,700</u>  |
| At 31 March 2019      | <u>77,582</u>          | <u>152,009</u>              | <u>34,239</u>                    | <u>540,561</u>             | <u>804,391</u> |
| <b>NET BOOK VALUE</b> |                        |                             |                                  |                            |                |
| At 31 March 2019      | <u>17,353</u>          | <u>16,043</u>               | <u>5,480</u>                     | <u>52,880</u>              | <u>91,756</u>  |
| At 31 March 2018      | <u>32,845</u>          | <u>34,121</u>               | <u>7,017</u>                     | <u>58,980</u>              | <u>132,963</u> |

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

9. FIXED ASSET INVESTMENTS

Company

Shares in  
group  
undertakings  
£

**COST**

At 1 April 2018  
and 31 March 2019

200

**NET BOOK VALUE**

At 31 March 2019

200

At 31 March 2018

200

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

**Subsidiaries**

**The One Health Group - Contracts Limited**

Registered office: 131 Psalter Lane, Sheffield, S11 8UX

Nature of business: Medical Services

|                                | %<br>holding | 2019<br>£      | 2018<br>£      |
|--------------------------------|--------------|----------------|----------------|
| Class of shares:               |              |                |                |
| Ordinary                       | 100.00       |                |                |
| Aggregate capital and reserves |              | 16,262         | 11,311         |
| Profit for the year            |              | <u>404,951</u> | <u>401,081</u> |

**The One Health Group - Medico-Legal Limited**

Registered office: 131 Psalter Lane, Sheffield, S11 8UX

Nature of business: Medico-legal services

|                                | %<br>holding | 2019<br>£     | 2018<br>£     |
|--------------------------------|--------------|---------------|---------------|
| Class of shares:               |              |               |               |
| Ordinary                       | 100.00       |               |               |
| Aggregate capital and reserves |              | 138           | 170           |
| Profit for the year            |              | <u>22,168</u> | <u>24,174</u> |

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

10. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

|                                         | Group            |                  | Company          |                  |
|-----------------------------------------|------------------|------------------|------------------|------------------|
|                                         | 2019             | 2018             | 2019             | 2018             |
|                                         | £                | £                | £                | £                |
| Trade debtors                           | 3,585,471        | 1,741,801        | 244,261          | 125,669          |
| Amounts owed by participating interests | 248              | 1,178            | 9,198,744        | 6,722,690        |
| Other debtors                           | 192              | 996              | 192              | 996              |
| Prepayments and accrued income          | 10,596           | -                | 10,596           | -                |
| Prepayments                             | 446,817          | 381,114          | 89,848           | 60,797           |
|                                         | <u>4,043,324</u> | <u>2,125,089</u> | <u>9,543,641</u> | <u>6,910,152</u> |

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

|                                         | Group            |                  | Company          |                  |
|-----------------------------------------|------------------|------------------|------------------|------------------|
|                                         | 2019             | 2018             | 2019             | 2018             |
|                                         | £                | £                | £                | £                |
| Trade creditors                         | 600,963          | 767,406          | 168,648          | 33,364           |
| Amounts owed to group undertakings      | -                | -                | 5,593,540        | 3,962,881        |
| Amounts owed to participating interests | 130,076          | 192,764          | -                | -                |
| Tax                                     | 213,586          | 175,436          | 113,432          | 75,175           |
| Social security and other taxes         | 42,855           | 23,500           | 42,855           | 23,500           |
| VAT                                     | 5,678            | 10,268           | 3,336            | 841              |
| Other creditors                         | 27,817           | 12,202           | 27,817           | 12,202           |
| Accruals and deferred income            | 1,972,303        | 1,340,371        | 243,794          | 273,488          |
|                                         | <u>2,993,278</u> | <u>2,521,947</u> | <u>6,193,422</u> | <u>4,381,451</u> |

12. PROVISIONS FOR LIABILITIES

|                                | Group         |               | Company       |               |
|--------------------------------|---------------|---------------|---------------|---------------|
|                                | 2019          | 2018          | 2019          | 2018          |
|                                | £             | £             | £             | £             |
| Deferred tax                   |               |               |               |               |
| Accelerated capital allowances | 14,784        | 38,406        | 14,784        | 38,406        |
| Deferred tax                   | -             | (16,375)      | -             | (16,375)      |
|                                | <u>14,784</u> | <u>22,031</u> | <u>14,784</u> | <u>22,031</u> |



Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

12. PROVISIONS FOR LIABILITIES - continued

Group

|                                        |                      |
|----------------------------------------|----------------------|
|                                        | Deferred<br>tax<br>£ |
| Balance at 1 April 2018                | 22,031               |
| Credit to Income Statement during year | (7,247)              |
| Balance at 31 March 2019               | <u>14,784</u>        |

Company

|                                        |                      |
|----------------------------------------|----------------------|
|                                        | Deferred<br>tax<br>£ |
| Balance at 1 April 2018                | 22,031               |
| Credit to Income Statement during year | (7,247)              |
| Balance at 31 March 2019               | <u>14,784</u>        |

13. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

| Number: | Class:   | Nominal<br>value: | 2019<br>£     | 2018<br>£     |
|---------|----------|-------------------|---------------|---------------|
| 10,000  | Ordinary | £1                | <u>10,000</u> | <u>10,000</u> |

14. RESERVES

Group

|                     |                           |
|---------------------|---------------------------|
|                     | Retained<br>earnings<br>£ |
| At 1 April 2018     | 2,767,159                 |
| Profit for the year | 877,746                   |
| At 31 March 2019    | <u>3,644,905</u>          |

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

14. RESERVES - continued

Company

|                     | Retained<br>earnings<br>£ |
|---------------------|---------------------------|
| At 1 April 2018     | 2,755,877                 |
| Profit for the year | <u>872,973</u>            |
| At 31 March 2019    | <u>3,628,850</u>          |

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2019

15. RELATED PARTY DISCLOSURES

During the year the company rented premises owned jointly by Mr Bickerstaff and Mr Howard. The market value of the rent due is £51,000 (2018: £51,000) and is included in the financial statements.

The company and Mr Bickerstaff are partners in One Health Group Executive LLP, One Health Group Sheffield LLP, One Health Group General Surgical LLP and One Health Spine Clinic LLP.

The company and Mr Howard are partners in One Health Group Executive LLP and One Health Group London LLP.

The company and Mr Gray were partners in One Health Yorkshire Gynaecology LLP and One Health Urology LLP. Mr Binns is now a partner of these LLP's.

Mr Bickerstaff and Mr Howard are directors of The One Health Group - Contracts Limited and The One Health Group - Medico-Legal Limited.

During the year, management fees were charged to the following entities:

|                                          | 2019      | 2018      |
|------------------------------------------|-----------|-----------|
| The One Health Group - Contracts Limited | 2,453,124 | 2,213,988 |
| One Health Group Executive LLP           | 48,477    | 49,653    |
| One Health Group Sheffield LLP           | 166,503   | 162,180   |
| One Health Group London LLP              | 0         | 0         |
| One Health General Surgical LLP          | 100,903   | 87,890    |
| One Health Yorkshire Gynaecology LLP     | 39,153    | 24,469    |
| One Health Urology LLP                   | 6,066     | 6,755     |
| One Health Spine Clinic LLP              | 37,951    | 37,977    |

At the year end, the company owed The One Health Group - Contracts Limited £5,447,309 (2018: £3,821,216) and The One Health Group - Medico-Legal Limited £146,231 (2018: £141,665).

At the year end, the company was owed the following: One Health Group Executive LLP £1,072,918 (2018: £836,688), One Health Group Sheffield LLP £4,026,242 (2018: £2,953,061), One Health Group London LLP £32,143 (2018: £32,143), One Health General Surgical LLP £2,934,908 (2018: £2,183,325), One Health Yorkshire Gynaecology LLP £495,186 (2018: £315,495), One Health Urology LLP £23,454 (2018: £21,631), and One Health Spine Clinic LLP £613,893 (2018: £380,347).

All of these amounts are interest free and repayable on demand.

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