

**NHP SECURITIES NO. 4 LIMITED**

**Annual Report and Unaudited Financial Statements**

**For the year ended 30 September 2016**

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**NHP SECURITIES NO. 4 LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30  
SEPTEMBER 2016**

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**NHP SECURITIES NO. 4 LIMITED**

**ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30  
SEPTEMBER 2016**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

Mr C Patel  
Mr D Smith

**COMPANY SECRETARY**

D Smith

**REGISTERED OFFICE**

Southgate House  
Archer Street  
Darlington  
County Durham DL3 6AH

**DIRECTORS' REPORT**

The Directors have pleasure in presenting their annual report and the unaudited financial statements for the year ended 30 September 2016.

**PRINCIPAL ACTIVITY AND BUSINESS REVIEW**

The principal activity of the Company is to act as a holding company. The company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the year and preceding financial year. It is anticipated that the company will remain dormant for the foreseeable future.

The principal activity of the Company's parent undertaking, FC Skyfall Upper Midco Limited and its subsidiaries (the "Group"), is the management and running of care homes principally for the elderly. The Group also owns the freeholds of care homes which are leased to the operating subsidiaries (HC-One Limited, Meridian Healthcare Limited and TTCC Limited) and a small number of third party operators.

**DIRECTORS**

The directors who served throughout the year were as follows:

Dr C Patel  
Mr D Smith

The current Directors of the Company are detailed on page 1.

Approved by the Board and signed on its behalf by:



Mr D Smith  
Director  
Date: 24 January 2017  
Southgate House  
Archer Street  
Darlington  
County Durham DL3 6AH

**NHP SECURITIES NO. 4 LIMITED**

**CONSOLIDATED BALANCE SHEET**

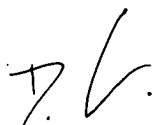
**At at 30 September 2016**

	Notes	2016 £	2015 £
<b>CURRENT ASSETS</b>			
Cash at bank and in hand		1,002	1,002
<b>NET CURRENT ASSETS</b>			
		1,002	1,002
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			
		1,002	1,002
Equity minority interest	5	(499)	(499)
<b>NET ASSETS</b>			
		503	503
<b>CAPITAL AND RESERVES</b>			
Called-up share capital	6	2	2
Profit and loss account		501	501
<b>SHAREHOLDERS' FUNDS</b>			
		503	503

The Company Registration number is 03417993.

These financial statements were approved and authorised for issue by the Board of Directors on 24 January 2017.

Signed on behalf of the Board of Directors



Mr D Smith  
Director

**NHP SECURITIES NO. 4 LIMITED****CONSOLIDATED BALANCE SHEET  
At at 30 September 2016**

	Notes	2016 £	2015 £
<b>CURRENT ASSETS</b>			
Cash at bank and in hand		<u>1,002</u>	<u>1,002</u>
<b>NET CURRENT ASSETS</b>		<u>1,002</u>	<u>1,002</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		1,002	1,002
Equity minority interest	5	<u>(499)</u>	<u>(499)</u>
<b>NET ASSETS</b>		<u><u>503</u></u>	<u><u>503</u></u>
<b>CAPITAL AND RESERVES</b>			
Called-up share capital	6	2	2
Profit and loss account		<u>501</u>	<u>501</u>
<b>SHAREHOLDERS' FUNDS</b>		<u><u>503</u></u>	<u><u>503</u></u>

The Company Registration number is 03417993.

These financial statements were approved and authorised for issue by the Board of Directors on 24 January 2017.

Signed on behalf of the Board of Directors



Mr D Smith  
Director

**COMPANY BALANCE SHEET**  
As at 30 September 2016

	Notes	2016 £	2015 £
<b>CURRENT ASSETS</b>			
Cash at bank and in hand		2	2
<b>NET CURRENT ASSETS</b>			
		2	2
<b>NET ASSETS</b>			
		2	2
<b>CAPITAL AND RESERVES</b>			
Called up share capital	6	2	2
Profit and loss account	7	-	-
<b>EQUITY SHAREHOLDERS' FUNDS</b>			
		2	2

NHP Securities No. 4 Limited (registered number 03417993) did not trade during the current or preceding period and has made neither profit nor loss, nor any other items of comprehensive income. NHP Securities No. 4 Limited is a dormant company as defined by the Companies Act 2006, and has therefore elected to retain its accounting policies for reported assets, liabilities and equity at the date of transition to FRS 102 in accordance with the transition provisions in paragraph 35.10 in FRS 102.

For the year ending 30 September 2016 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements on pages 2 to 6 were approved and authorised for issue by the Board of Directors on 24 January 2017.

Signed on behalf of the Board of Directors



Mr D Smith  
Director  
24 January 2017

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 30 September 2016**

**1. ACCOUNTING POLICIES**

**Basis of accounting**

The financial statements are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards (as issued by Accounting Council). The particular accounting policies adopted are described below and they have been applied consistently during the year and the preceding year.

The Company is a private company limited by shares and is registered in England and Wales. The address of the Company's registered office is shown on page 1. The Company is dormant.

The Group did not trade during the current year and preceding year and incurred no expenses and accordingly no profit and loss account is submitted. The Company and the Group had no employees during the year or preceding year.

The accounting policies have been followed consistently during the current and previous years.

**Basis of consolidation**

The financial statements consolidate the financial statements of the Company and those of the LLNHP Partnership (the "Partnership"). The Partnership has taken advantage of the qualifying partnerships exemption under regulation 7 of the Partnerships and Unlimited Companies (Accounts) Regulations 1993.

**2. PROFIT AND LOSS ACCOUNT**

No profit and loss account is presented with these financial statements because the Company has not received income, incurred expenditure or recognised any comprehensive income during either the current year or the preceding financial year. There have been no movements in shareholders' funds during the current year or the preceding financial year and therefore no statement of equity has been included.

**3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

The company had no employees during the current and preceding year.

None of the Directors received emoluments in relation to their services to the Company during the current or preceding year. Directors' emoluments have been borne by HC-One Limited in the current and preceding year.

**4. INVESTMENTS**

The Company has a 50.01% holding in the LLNHP Partnership, which is dormant. The original investment, representing a capital contribution, has been fully repaid and hence is carried at £nil (2015: £nil). Any future profits of the Partnership will continue to be shared between the partners in accordance with the provisions of the Partnership Deed dated 27 October 1997.

**5. EQUITY MINORITY INTEREST**

Equity minority interest represents LLNH Limited's 49.99% holding in the LLNHP Partnership.

**6. CALLED-UP SHARE CAPITAL**

Group and Company	2016	2015
	£	£
<b>Called-up, allotted and fully paid:</b>		
2 ordinary shares at £1 each	2	2
	<u>2</u>	<u>2</u>



**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**For the year ended 30 September 2016**

**7. RESERVES - PROFIT AND LOSS ACCOUNT**

	<b>Profit and loss account £</b>
<b>Group</b>	
At 1 October 2015 and 30 September 2016	501
<b>Company</b>	
At 1 October 2015 and 30 September 2016	-

**8. SUBSEQUENT EVENTS**

No subsequent events are noted after the year ended 30 September 2016 .

**9. RELATED PARTY TRANSACTIONS**

The Company has taken exemption provided under FRS 102 to not disclose intercompany transactions with other group undertakings within the FC Skyfall Upper Midco Limited group.

There are no transactions between the Company and the directors during the current year or the preceding year.

The cost of the annual return fee was borne by NHP Management Limited, a group undertaking, in the current and preceding year, without any right of reimbursement.

No other related party transaction is noted.

**10. CONTINGENT LIABILITIES**

The Company and its group undertakings are guarantors to a facility agreement entered into by FC Skyfall Lower Midco Limited and FC Skyfall Bidco Limited, the Company's intermediate parent undertakings and FC Skyfall TA Limited, the Company's related group undertaking. The facility is secured by a fixed and floating charge over the group assets and unlimited guarantee from its group undertakings. As at 24 January 2017 the outstanding loan amount is £281.5m.

**11. ULTIMATE CONTROLLING PARTY**

In the opinion of the Directors, the Company's ultimate parent company and ultimate controlling party is FC Skyfall LP, a limited partnership incorporated and registered in the Cayman Islands.

The parent undertaking of the largest group in which includes the Company and for which group accounts are prepared is FC Skyfall Upper Midco Limited, a company incorporated in England and Wales.

Copies of FC Skyfall Upper Midco Limited consolidated financial statements for the year ended 30 September 2016 are available from Companies House at Crown Way, Cardiff, Wales CF14 3UZ.

The immediate parent undertaking is NHP Limited, a company incorporated in the United Kingdom and registered in England and Wales.