

Registration number: 10948224

**PREPARED FOR THE REGISTRAR  
ENVISAGE DENTAL DRAYTON LIMITED  
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MARCH 2021**

Hazlewoods LLP  
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Bayshill Road  
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**ENVISAGE DENTAL DRAYTON LIMITED**

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**ENVISAGE DENTAL DRAYTON LIMITED**

**COMPANY INFORMATION**

<b>Directors</b>	Dr S K Dau H S Gill
<b>Registered office</b>	Devonshire House Office 129 Wade Road Basingstoke Hampshire RG24 8PE
<b>Accountants</b>	Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT

**ENVISAGE DENTAL DRAYTON LIMITED****(REGISTRATION NUMBER: 10948224)  
BALANCE SHEET AS AT 31 MARCH 2021**

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Intangible assets	4	2,389,461	2,725,547
Tangible assets	5	94,045	95,153
Investments	6	200	200
		<u>2,483,706</u>	<u>2,820,900</u>
<b>Current assets</b>			
Stocks	7	13,800	27,777
Debtors	8	79,253	110,897
Cash at bank and in hand		<u>107,744</u>	<u>45,087</u>
		200,797	183,761
Creditors: Amounts falling due within one year	9	<u>(2,613,626)</u>	<u>(2,921,835)</u>
Net current liabilities		<u>(2,412,829)</u>	<u>(2,738,074)</u>
Total assets less current liabilities		70,877	82,826
Deferred tax liabilities		<u>(4,672)</u>	<u>(4,672)</u>
Net assets		<u>66,205</u>	<u>78,154</u>
<b>Capital and reserves</b>			
Called up share capital	12	100	100
Profit and loss account		<u>66,105</u>	<u>78,054</u>
Total equity		<u>66,205</u>	<u>78,154</u>

For the financial year ending 31 March 2021 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

## Directors' responsibilities:

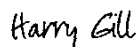
- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

These financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime and the option not to file the Profit and Loss Account has been taken.

28/9/2021

Approved and authorised by the Board on ..... and signed on its behalf by:



.....  
H S Gill  
Director

The notes on pages 3 to 9 form an integral part of these financial statements.

## **ENVISAGE DENTAL DRAYTON LIMITED**

### **NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

#### **1 General information**

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:  
Devonshire House Office 129  
Wade Road  
Basingstoke  
Hampshire  
RG24 8PE

#### **2 Accounting policies**

##### **Summary of significant accounting policies and key accounting estimates**

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

##### **Statement of compliance**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

##### **Basis of preparation**

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest Pound.

##### **Name of parent of group**

These financial statements are consolidated in the financial statements of Envisage Dental Holdings Limited.

The financial statements of Envisage Dental Holdings Limited may be obtained from Companies House.

##### **Group accounts not prepared**

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirements to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of Envisage Dental Holdings Limited, a company incorporated in England and Wales, and is included in the consolidated accounts of that company.

##### **Going concern**

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its financial statements.

##### **Judgements and estimation uncertainty**

These financial statements do not contain any significant judgements or estimation uncertainty.

##### **Revenue recognition**

Turnover represents the amounts chargeable during the period for the provision of dental services. Where the amount covers the balance sheet date, the amount is apportioned over the year to which it relates.

##### **Government grants**

Government grants are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Grants are classified as relating either to revenue or to assets. Grants relating to revenue are recognised in income over the period in which the related costs are recognised. Grants relating to assets are recognised over the expected useful life of the asset. Where part of a grant relating to an asset is deferred, it is recognised as deferred income.

## ENVISAGE DENTAL DRAYTON LIMITED

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

#### Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current 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 taxable income.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

#### Tangible assets

Tangible assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

#### Depreciation

Depreciation is charged so as to write off the cost of assets, over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Leasehold improvements	Straight line over 5 to 10 years or over the term of the lease
Fixtures and fittings	Straight line over 3 to 10 years

#### Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

#### Intangible assets

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the company's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is held in the currency of the acquired entity and revalued to the closing rate at each reporting period date.

#### Amortisation

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

Asset class	Amortisation method and rate
Goodwill	Straight line over 10 years

#### Investments

Investments in equity shares which are not publicly traded or where the fair value can be measured reliably are measured at cost less impairment.

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits.

## **ENVISAGE DENTAL DRAYTON LIMITED**

### **NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

#### **Trade debtors**

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. All trade debtors are repayable within one year and hence are included at the undiscounted cost of cash expected to be received. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtors.

#### **Stocks**

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell.

#### **Trade creditors**

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

#### **Leases**

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

#### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

#### **Defined contribution pension obligation**

A defined contribution scheme under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. Differences between contributions payable at the year end and contributions actually paid are shown within accruals or prepayments in the balance sheet.

## ENVISAGE DENTAL DRAYTON LIMITED

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

#### Financial instruments

##### **Classification**

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

##### **Recognition and measurement**

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 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.

##### **Impairment**

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

A non financial asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units ('CGUs') of which the goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.



**ENVISAGE DENTAL DRAYTON LIMITED****NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021****3 Staff numbers**

The average number of persons employed by the company (including directors) during the year, was as follows:

	<b>2021 No.</b>	<b>2020 No.</b>
Average number of employees	<u>12</u>	<u>12</u>

**4 Intangible assets**

	<b>Goodwill £</b>
<b>Cost</b>	
At 1 April 2020	<u>3,360,860</u>
At 31 March 2020	<u>3,360,860</u>
<b>Amortisation</b>	
At 1 April 2020	635,313
Amortisation charge	<u>336,086</u>
At 31 March 2021	<u>971,399</u>
<b>Carrying amount</b>	
At 31 March 2021	<u>2,389,461</u>
At 31 March 2020	<u>2,725,547</u>

**5 Tangible assets**

	<b>Leasehold improvements £</b>	<b>Furniture, fittings and equipment £</b>	<b>Total £</b>
<b>Cost</b>			
At 1 April 2020	21,396	123,304	144,700
Additions	<u>1,008</u>	<u>28,580</u>	<u>29,588</u>
At 31 March 2021	<u>22,404</u>	<u>151,884</u>	<u>174,288</u>
<b>Depreciation</b>			
At 1 April 2020	7,409	42,138	49,547
Charge for the year	<u>3,804</u>	<u>26,892</u>	<u>30,696</u>
At 31 March 2021	<u>11,213</u>	<u>69,030</u>	<u>80,243</u>
<b>Carrying amount</b>			
At 31 March 2021	<u>11,191</u>	<u>82,854</u>	<u>94,045</u>
At 31 March 2020	<u>13,987</u>	<u>81,166</u>	<u>95,153</u>

**ENVISAGE DENTAL DRAYTON LIMITED****NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021****6 Investments**

	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Investments in subsidiaries	<u>200</u>	<u>200</u>
<b>Subsidiaries</b>		<b>£</b>
<b>Cost and carrying amount</b>		
At 1 April 2020 and at 31 March 2021		<u>200</u>

**Details of undertakings**

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2021	2020
Subsidiary undertakings				
Finnsmile Limited	England and Wales	Ordinary	100%	100%
J Phelps Limited	England and Wales	Ordinary	100%	100%

The principal activity of both subsidiary undertakings is the provision of dental services.

**7 Stocks**

	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Consumables	<u>13,800</u>	<u>27,777</u>

**8 Debtors**

	<b>2021</b>	<b>2020</b>
	<b>£</b>	<b>£</b>
Trade debtors	1,625	-
Amounts owed by group undertakings	58,349	97,420
Other debtors	15,243	4,734
Prepayments	1,117	8,743
Corporation tax asset	<u>2,919</u>	<u>-</u>
	<u>79,253</u>	<u>110,897</u>

**ENVISAGE DENTAL DRAYTON LIMITED****NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021****9 Creditors**

	2021 £	2020 £
<b>Due within one year</b>		
Trade creditors	90,525	40,157
Amounts due to group undertakings	2,495,719	2,816,167
Social security and other taxes	6,631	11,457
Outstanding defined contribution pension costs	1,943	2,549
Other creditors	8,469	13,066
Accrued expenses	10,339	9,870
Corporation tax liability	-	12
Deferred income	-	28,557
	<u>2,613,626</u>	<u>2,921,835</u>

**10 Obligations under lease and hire purchase contracts****Operating leases**

The total of future minimum lease payments is as follows:

	2021 £	2020 £
Not later than one year	62,000	62,000
Later than one year and not later than five years	248,000	153,359
Later than five years	<u>620,000</u>	<u>-</u>
	<u>930,000</u>	<u>215,359</u>

**11 Contingent liabilities**

The company is bound by an intra-group cross guarantee in respect of bank debt with other members of the group, headed by Envisage Management Limited. The amount guaranteed at 31 March 2021 is £15,422,823.

**12 Share capital****Allotted, called up and fully paid shares**

	2021 No.	£	2020 No.	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

**13 Parent and ultimate parent undertaking**

The company's immediate parent is Envisage Dental UK Limited, incorporated in England and Wales. The company's ultimate and only parent undertaking was Envisage Dental Holdings Limited, incorporated in England and Wales.

The ultimate parent company is considered to have no single controlling party.

**14 Disclosure under Section 444(5B) CA 2006**

As permitted by Section 444 CA 2006, these accounts do not contain a copy of the company's Profit and Loss account or a copy of the Directors' Report. These accounts are unaudited.