

Rodericks Dental Limited

Annual Report and Financial Statements
for the Year Ended 31 March 2021

Rodericks Dental Limited

Contents

Company Information	<u>1</u>
Strategic Report	<u>2</u> to <u>6</u>
Directors' Report	<u>7</u> to <u>8</u>
Director's responsibilities statement	<u>9</u>
Independent Auditor's Report	<u>10</u> to <u>14</u>
Profit and Loss Account	<u>15</u>
Statement of Comprehensive Income	<u>16</u>
Balance Sheet	<u>17</u>
Statement of Changes in Equity	<u>18</u>
Notes to the Financial Statements	<u>19</u> to <u>44</u>

Rodericks Dental Limited
Company Information

Directors G York
A Khetia
D Farrell
C Clark
C Brady
S Mehra
V Scales

Company secretary S Mehra

Registered office 15 Basset Court
Loake Close
Grange Park
Northampton
NN4 5EZ

Bankers National Westminster Bank Plc
2nd Floor, Building 1
Centrium
Griffiths Way
St Albans
Hertfordshire
AL1 2RD

Auditors Grant Thornton UK LLP
Victoria House
199 Avebury Boulevard
Milton Keynes
MK9 1AU

Rodericks Dental Limited

Strategic Report for the Year Ended 31 March 2021

The directors present their strategic report for the year ended 31 March 2021.

Business activities and review of the business

The directors are pleased to report that the company has performed well during the year under review. Our strategy of growing the network via acquisitions, against tightly controlled criteria, has accelerated in the year and the business acquired an additional 17 practices. The practices become fully integrated into the business over time and form a strong network across our chosen geographies. We expect this growth to continue.

In addition we have invested in central systems and support to help underpin the practice network and ensure a high quality of service from our support centre to our local practice staff; self-employed clinical team and our patients. The core of our revenue comes via long term NHS contracts although we have seen a growth in private revenue with the introduction of additional services and offering choice to our patient base.

We work collaboratively with our key strategic suppliers to ensure we operate clean, safe and well equipped dental surgeries with an appropriate range of treatments for our patients. We use national contractors for many services e.g. clinical waste, cleaning etc that operate to high professional standards.

Alongside many businesses around the world the business has been impacted by the Covid pandemic in the final weeks of the year under review, and into the following financial year. This is covered in more detail in the future developments section of this report.

The company is a wholly owned subsidiary of Rodericks Dental Holdings Limited.

On 11 September 2017, CBPE Capital LLP, a UK-based private equity firm acquired 66.8% of Seth Topco Limited as part of a refinancing arrangement. Seth Topco Limited became the ultimate parent of the Group, and the immediate parent company of Seth Finco Limited.

Seth Finco Limited owns 100% of Seth Midco Limited.

Seth Midco Limited owns 100% of Seth Bidco Limited.

Seth Bidco Limited wholly owns 100% of Rodericks Dental Holdings Limited. All companies are registered in England and Wales.

Turnover for the year ended 31 March 2021 amounted to £56.86m compared to £52.81m for the year ended 31 March 2020.

Operating profit for the year ended 31 March 2021 amounted to £3.5m compared to (£1.6m) for the year ended 31 March 2020.

Rodericks Dental Limited
Strategic Report for the Year Ended 31 March 2021

Principal risks and uncertainties

The key risks that could most have a material effect on the company's business activities are those of its workforce and contracts with the NHS.

The company relies heavily on its workforce and the ability to attract, develop and retain employees and associates with the necessary experience and skills.

To minimise such risks the company has developed its recruitment, induction, training and development processes to ensure the highest level of personnel are recruited and retained.

The majority of the company's income is received by way of NHS contracts relating to the performance of units of dental activity (UDA's). The company closely monitors its UDA's to ensure the required targets set by the NHS are met.

Key Performance Indicators (KPIs)

The significant KPIs of the company include the following:

- i) NHS - Monitoring of performance against contracted activity;
- ii) Utilisation - Measurement of dental activity to available resources;
- iii) Staff & Dental personnel retention - Staff turnover; and
- iv) EBITDA - Comparison of monthly results against budgets.

Due to the commercially sensitive nature of the information the directors do not consider it appropriate to disclose the actual ratios concerned in this report.

Rodericks Dental Limited

Strategic Report for the Year Ended 31 March 2021

Future Developments

The group plan to continue its growth strategy primarily through acquisitions, with the tendering for NHS Greenfield sites where appropriate opportunities arise.

The group continues to follow NHS England and NHS Wales guidelines as and when the standard operating procedures have evolved.

The NHS has continued to provide ongoing support in terms of contract payments and has confirmed a 60% target to be introduced for the first half of the year FY22, rising from 45% in Q4 FY21. Private revenues have strongly returned as patients volumes have increased over the last recent months.

Employees

The company does not discriminate between employees on the grounds of race, ethnic origin, age or sex. Equal opportunity is given to all suitable job applicants.

Applications for employment from disabled persons are given full and fair consideration with regard only to the ability of the candidates to carry out satisfactorily the duties of the job. Should an existing employee become disabled, every effort is made to ensure continuing employment with the retraining arranged where necessary. Disabled persons share in the opportunities for career developments and promotion while training takes account of any special needs.

Briefing and consultative procedures exist throughout the company to provide employees with relevant information.

This report does not contain information regarding Environmental, Social, Community and Human rights.

Rodericks Dental Limited
Strategic Report for the Year Ended 31 March 2021

Section 172(1) statement - Engaging with our stakeholders

The board has a duty to promote the success of the Company for the benefit of its members as a whole having regard to the interests of our patients, our people, our relationship with our suppliers and the impact of our operations on the communities in which we operate, and to ensure that we maintain a reputation for high standards of business conduct.

Our key stakeholders are our patients and our people. Our suppliers, regulators and the communities we operate in are also important stakeholder groups. The Board endeavours to gain an understanding of the perceptions and attitudes of each stakeholder group and the weight they give to different issues. Where the views of different stakeholder groups do not align, the Board must decide on the best course of action to promote the Company's long-term success.

Patients

Patients are at the heart of our business. We aim to deliver truly outstanding, patient experiences, ensuring great clinical outcomes and value for money.

People

As a service organisation, our people are key to our business. We want our people to feel engaged and empowered to deliver great outcomes for our patients and be healthier and happier themselves. We engage with the people across the company by running surveys in order to assess engagement across the company.

Regulators

The company's dental centres are regulated by the Care Quality Commission (CQC) and other relevant regulators. Regulators ultimately aim to protect patients and ensure that they receive high levels of care and are treated fairly. This clearly aligns with our strategy of being Clinically led.

Our regulators expect us to:

- Have robust and effective processes and controls in place to mitigate risks to protect our patients;
- Provide high-quality, clinically robust services; and
- Ensure we operate in a sustainable way.

The business has an open and honest relationship with the CQC and self-reports incidents. We work with the CQC to ensure we meet regulatory requirements and we act quickly to address any issues or concerns raised.

Rodericks Dental Limited
Strategic Report for the Year Ended 31 March 2021

Environmental matters

The directors are also conscious of their wider environmental responsibilities and within the healthcare setting strive for the highest level of clinical treatment standards and the safe removal of clinical waste across the estate. The business monitors its energy usage, this year 3.7million kWh of energy (gas and electricity) was used in the calendar year of 2020. As a business we currently don't measure our CO2 emissions.

Approved by the Board on 26 July 2021 and signed on its behalf by:

.....

S Mehra

Company secretary and director

Rodericks Dental Limited
Directors' Report for the Year Ended 31 March 2021

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

Principal Activity

The principal activity of the company in the year under review was that of the provision of dental services to the general public.

Dividends

The total distribution of dividends for the year ended 31 March 2021 amounted to £nil (2020 - £nil).

Directors of the company

The directors who held office during the year were as follows:

G York

R C Smith (ceased 30 April 2021)

A Khetia

D Farrell

C Clark

C Brady

S Mehra - Company secretary and director

The following director was appointed after the year end:

V Scales (appointed 1 May 2021)

On an ongoing basis Directors and Officers insurance is in place, both through this financial period and at the point this report was approved.

Engagement with employees

Employees are kept informed of the operation and financial developments of the group through meetings, weekly practice bulletins and surveys.

We hold 2 conferences per year which is our key forum to bring practice staff together discussing progress, plans and quality initiatives.

All employees have the opportunity to develop and progress, which is now being encouraged by a new online learning platform.

Monthly Area meetings and business reviews are held with members of the support centre attending to improve networking, business management support and local decision making.

Rodericks Dental Limited
Directors' Report for the Year Ended 31 March 2021

Going concern

In preparing these financial statement the directors have assessed the ability of the company to continue to operate for the period of at least twelve months from the date of signing the financial statements. The impact of Covid-19 on the company has been limited given it is a holding company and based on current position the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for a period of at least twelve months from that date of signing these financial statements and accordingly they adopt the going concern basis in preparing these financial statements.

The Directors' have considered this further, including the impact of Covid-19 on the business, on page 20.

Information included in the Strategic Report

Under section 414C(11) the following information is included in the Strategic Report instead of the Directors Report.

Annual business review;

Principal risks and uncertainties;

Key performance indicators;

Future developments;

Employee information; and

Environmental matters

Directors' qualifying third party indemnity provisions

During the year under review, and at the date of approval of the financial statements, Seth Topco Limited, the ultimate parent company, had in force a third party indemnity provision in favour of the directors of Rodericks Dental Limited against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006.

Disclosure of information to the auditors

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Reappointment of auditors

The auditors Grant Thornton UK LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Approved by the Board on 26 July 2021 and signed on its behalf by:

.....

S Mehra

Company secretary and director

Rodericks Dental Limited

Director's responsibilities statement

The directors acknowledge their responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and profit or loss of the company and group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

Rodericks Dental Limited
Independent Auditor's Report to the Members of Rodericks Dental Limited

Opinion

We have audited the financial statements of Rodericks Dental Limited (the 'company') for the year ended 31 March 2021, which comprise the Profit and Loss Account, Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, and 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 company's affairs as at 31 March 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the company's business model including effects arising from Brexit and Covid-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

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

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

Rodericks Dental Limited
Independent Auditor's Report to the Members of Rodericks Dental Limited

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report 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.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matter on which we are required to report under the Companies Act 2006

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

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.

Rodericks Dental Limited
Independent Auditor's Report to the Members of Rodericks Dental Limited

Responsibilities of directors for the financial statements

As explained more fully in the Director's responsibilities statement set out on page 9, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

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

Rodericks Dental Limited

Independent Auditor's Report to the Members of Rodericks Dental Limited

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Company and determined that the most significant are those that relate to the reporting frameworks (FRS 102 and Companies Act 2006).
- We communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.
- We enquired of management and those charged with governance, concerning the Company's policies and procedures relating to:
 - the identification, evaluation and compliance with laws and regulations; and
 - the detection and response to the risks of fraud.
- We enquired of management and those charged with governance, whether they were aware of any instances of non-compliance with laws and regulations or whether they had any knowledge of actual, suspected or alleged fraud.
- We corroborated the results of our enquiries to relevant supporting documentation.
- Audit procedures performed by the engagement team included:
 - evaluation of the programmes and controls established to address the risks related to irregularities and fraud;
 - testing manual journal entries, in particular journal entries relating to management estimates and entries determined to be large or relating to unusual transactions;
 - identifying and testing related party transactions.
- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
 - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
 - knowledge of the industry in which the client operates;
 - understanding of the legal and regulatory requirements specific to the Company including:
 - the provisions of the applicable legislation;
 - the applicable statutory provisions.

Rodericks Dental Limited
Independent Auditor's Report to the Members of Rodericks Dental Limited

- We did not identify any matters relating to non-compliance with laws and regulation and fraud.
- In assessing the potential risks of material misstatement, we obtained an understanding of:
 - o the Company's operations, including the nature of its revenue sources and of its objectives and strategies to understand the classes of transactions, account balances, expected financial statement disclosures and business risks that may result in risks of material misstatement;
 - o the applicable statutory provisions;
 - o the Company's control environments, including the policies and procedures implemented to comply with the requirements of its regulator, the adequacy of procedures for authorisation of transactions, internal review procedures over the Company's compliance with regulatory requirements.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

.....
Anthony Thomas (Senior Statutory Auditor)
For and on behalf of Grant Thornton UK LLP, Statutory Auditor
Victoria House
199 Avebury Boulevard
Milton Keynes
MK9 1AU

26 July 2021

Rodericks Dental Limited
Profit and Loss Account for the Year Ended 31 March 2021

	Note	Total 31 March 2021 £	Total 31 March 2020 £
Turnover	<u>3</u>	56,861,903	52,805,494
Cost of sales		<u>(27,243,281)</u>	<u>(27,755,306)</u>
Gross profit		29,618,622	25,050,188
Administrative expenses		(26,930,975)	(26,667,816)
Other operating income	<u>4</u>	<u>787,851</u>	<u>38,662</u>
Operating profit/(loss)	<u>5</u>	<u>3,475,498</u>	<u>(1,578,966)</u>
Interest receivable and similar income	<u>6</u>	2,680	585,221
Interest payable and similar expenses	<u>7</u>	<u>(4,936,628)</u>	<u>(3,603,239)</u>
		<u>(4,933,948)</u>	<u>(3,018,018)</u>
Loss on ordinary activities before taxation		(1,458,450)	(4,596,984)
Tax on loss on ordinary activities	<u>11</u>	<u>(26,112)</u>	<u>(69,967)</u>
Loss for the financial year		<u><u>(1,484,562)</u></u>	<u><u>(4,666,951)</u></u>

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

Rodericks Dental Limited
Statement of Comprehensive Income for the Year Ended 31 March 2021

	2021 £	2020 £
Loss for the year	<u>(1,484,562)</u>	<u>(4,666,951)</u>
Total comprehensive income for the year	<u><u>(1,484,562)</u></u>	<u><u>(4,666,951)</u></u>

Rodericks Dental Limited
(Registration number: 00190237)
Balance Sheet as at 31 March 2021

	Note	2021 £	2020 £
Fixed assets			
Intangible assets	<u>12</u>	34,424,719	24,917,669
Tangible assets	<u>13</u>	6,554,589	6,893,585
Investments	<u>14</u>	32,287,608	24,179,488
		<u>73,266,916</u>	<u>55,990,742</u>
Current assets			
Stocks	<u>15</u>	953,598	1,113,066
Debtors	<u>16</u>	13,279,696	14,456,973
Cash at bank and in hand	<u>17</u>	13,961,649	3,058,204
		28,194,943	18,628,243
Creditors: Amounts falling due within one year	<u>18</u>	(29,536,991)	(19,419,135)
Net current liabilities		(1,342,048)	(790,892)
Total assets less current liabilities		71,924,868	55,199,850
Creditors: Amounts falling due after more than one year	<u>18</u>	(75,835,607)	(57,602,020)
Provisions for liabilities	<u>19</u>	(168,599)	(192,606)
Net liabilities		<u>(4,079,338)</u>	<u>(2,594,776)</u>
Capital and reserves			
Called up share capital	<u>21</u>	129,836	129,836
Share premium reserve	<u>22</u>	45,494	45,494
Capital redemption reserve	<u>22</u>	3,664	3,664
Profit and loss account	<u>22</u>	(4,258,332)	(2,773,770)
Total equity		<u>(4,079,338)</u>	<u>(2,594,776)</u>

Approved and authorised by the Board on 26 July 2021 and signed on its behalf by:

.....

S Mehra
Company secretary and director

Rodericks Dental Limited

Statement of Changes in Equity for the Year Ended 31 March 2021

	Share capital £	Share premium £	Capital redemption reserve £	Profit and loss account £	Total £
At 1 April 2020	129,836	45,494	3,664	(2,773,770)	(2,594,776)
Loss for the year	-	-	-	(1,484,562)	(1,484,562)
Total comprehensive income	-	-	-	(1,484,562)	(1,484,562)
At 31 March 2021	129,836	45,494	3,664	(4,258,332)	(4,079,338)

Statement of Changes in Equity for the Year Ended 31 March 2020

	Share capital £	Share premium £	Capital redemption reserve £	Profit and loss account £ (As restated)	Total £
At 1 April 2019	129,836	45,494	3,664	1,893,181	2,072,175
Loss for the year	-	-	-	(4,666,951)	(4,666,951)
Total comprehensive income	-	-	-	(4,666,951)	(4,666,951)
At 31 March 2020	129,836	45,494	3,664	(2,773,770)	(2,594,776)

The notes on pages 19 to 44 form an integral part of these financial statements.

Rodericks Dental Limited
Notes to the 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 principal place of business is:

15 Basset Court
Loake Close
Grange Park
Northampton
NN4 5EZ

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 were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis of preparation

These financial statements have been prepared using the historical cost convention.
The groups functional and presentational currency is GBP.

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirement of Section 11 Financial instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirement of Section 12 Other financial instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b) 26.19 to 26.21 and 26.23
- the requirements of Section 33 Related Party Disclosures paragraph 33.7
- the requirement of Section 400 Regulation 6(2) and the disclosure of non-audit services.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

2 Accounting policies (continued)

Group accounts not prepared

The financial statements contain information about Rodericks Dental Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Seth Topco Limited, 15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ.

Going concern

In preparing these financial statements the directors have assessed the ability of the company to continue to operate for the period of at least twelve months from the date of signing the financial statements. The impact of Covid-19 on the company has been limited given it is a holding company and based on current position the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for a period of at least twelve months from that date of signing these financial statements and accordingly they adopt the going concern basis in preparing these financial statements.

The group (Seth Topco Limited) continued to be cash generative since the balance sheet date and in light of this the directors have also concluded that it is appropriate to prepare the Group's financial statements on a going concern basis which forms part of this holding company.

Covid-19

In the first quarter of FY21, Covid-19 has impacted the industry across the country. The business has been following NHS England and NHS Wales guidelines throughout as standard operating procedures have evolved through the pandemic. The NHS have provided ongoing support in terms of contract payments and have been a strong partner through these unprecedented times. Private revenues have been the most impacted but are expected to recover as patient volumes coming through the practices increase in the coming months.

During the second quarter of FY21 as the country came out of national lockdown we have opened up our practices in line with NHS guidelines and seen an increasing number of face to face patient visits as well as operating a very effective telephone triage service across the estate. We will evolve our service to our patients as standard operating procedures, in line with guidelines, are developed in the coming months whilst measures are taken to control the spread of the pandemic.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

2 Accounting policies (continued)

Judgements

In applying the Company's accounting policies, the directors are required to make judgements, estimates and assumptions in determining the carrying amounts of assets and liabilities. The directors' best judgements, estimates and assumptions are based on the best and most reliable evidence available at the time when the decisions are made, and are based on historical experience and other factors that are considered to be appropriate.

Due to the inherent subjectivity involved in making such judgements, estimates and assumptions, the actual results and outcomes may differ.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

Key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The key accounting estimates and assumptions of the Company are:

Fair values on acquisitions;

Valuation of stocks;

Bad debts;

Impairment of intangible assets and goodwill; and

Useful expected lives of intangible assets.

Amortisation of the estimated useful expected lives of intangible assets and goodwill has been calculated based on a professional valuation of NHS contracts, customer relationships and the brand. The useful expected lives are summarised in the amortisation accounting policy.

Revenue recognition

Turnover represents the amounts chargeable for the delivery of dental goods and services provided by the company, exclusive of VAT. NHS income is recognised evenly over the contract year and private income is recognised as and when the treatment is carried out.

Government grants

The company accounts for government grants on an accruals basis and has presented receipts relating to government grants within other income within the profit and loss account. During the year ended 31 March 2021, the company has recognised income receipts from the Government's Coronavirus Job Retention Scheme of £749k.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

2 Accounting policies (continued)

Tax

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

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred tax is recognised in respect of all timing differences between taxable profits and profits reported in the financial statements.

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

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date and that are expected to apply to the reversal of the timing difference.

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, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Land and buildings - Short leasehold	over the period of the lease
Fixtures, fittings and equipment	25%, 20% and 10% on cost
Motor vehicles	20% on cost
Other tangible assets	12.5% on cost

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.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

2 Accounting policies (continued)

Goodwill

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. Goodwill is amortised over its useful life, which shall not exceed ten years if a reliable estimate of the useful life cannot be made.

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	estimated useful life of between 10 and 20 years as appropriate.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade debtors

Trade debtors are amounts due from the NHS for services performed in the ordinary course of business. Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. 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 receivables.

Stocks

Stocks consist of dental supplies and consumables and are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable 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 subsequently measured at amortised cost using the effective interest method.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

2 Accounting policies (continued)

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the Profit and Loss Account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

Provisions

The company makes provision for liabilities when it has a legal or constructive obligation arising from a past event, it is probable that an outflow of resources will be required to settle an obligation, and the amount can be reliably estimated. Provisions are not discounted on the basis of materiality.

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.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee.

Assets held under finance leases are recognised at the lower of their fair value at inception of the lease and the present value of the minimum lease payments. These assets are depreciated on a straight-line basis over the shorter of the useful life of the asset and the lease term. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation.

Lease payments are apportioned between finance costs in the Profit and Loss Account and reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

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.

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the financial statements in the reporting period in which the dividends are declared.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

2 Accounting policies (continued)

Defined contribution pension obligation

A defined contribution plan is a pension plan 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. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

Share based payments

The group issues equity share based payments to certain employees (including directors).

Equity settled share based payments are measured at fair value for the period using the value of shares at the date of grant.

Financial instruments

Classification

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties and loans to related parties.

Debt instruments such as loans and other accounts receivable and payable are initially measured at present value of the future payments and subsequently at amortised cost using the effective interest method; Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, such as the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an outright short-term loan not at market rate, the financial asset or liability is measured, initially and subsequently, at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in profit or loss.

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

3 Revenue

The analysis of the company's revenue for the year from continuing operations is as follows:

	2021	2020
	£	£
Rendering of dental services and sale of dental goods	56,773,889	52,688,685
Management charges receivable	88,014	116,809
	<u>56,861,903</u>	<u>52,805,494</u>

4 Other operating income

The analysis of the company's other operating income for the year is as follows:

	2021	2020
	£	£
Rental income	39,218	38,662
Furlough grants received	748,633	-
	<u>787,851</u>	<u>38,662</u>

5 Operating profit/(loss)

Arrived at after charging/(crediting)

	2021	2020
	£	£
Depreciation expense	1,392,147	1,332,595
Amortisation expense	3,752,836	2,641,012
Operating lease expense - plant and machinery	<u>22,753</u>	<u>14,805</u>

6 Interest receivable and similar income

	2021	2020
	£	£
Interest income on bank deposits	2,680	18,198
Dividend income received from subsidiary undertakings	-	567,023
	<u>2,680</u>	<u>585,221</u>

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

7 Interest payable and similar expenses

	2021	2020
	£	£
Interest on bank overdrafts and borrowings	4,095,814	3,441,793
Interest on obligations under finance leases and hire purchase contracts	62,586	42,918
Other finance liabilities	8,113	1,179
Loss on financial instruments	8,474	117,349
Other finance costs	761,641	-
	<u>4,936,628</u>	<u>3,603,239</u>

8 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2021	2020
	£	£
Wages and salaries	14,958,202	13,857,718
Social security costs	1,085,482	1,455,494
Pension costs, defined contribution scheme	382,057	392,333
Staff training and recruitment	172,326	466,436
	<u>16,598,067</u>	<u>16,171,981</u>

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

	2021	2020
	No.	No.
Management	14	13
Administration and operations	793	779
Finance	12	12
	<u>819</u>	<u>804</u>

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

9 Directors' remuneration

The directors' remuneration for the year was as follows:

	2021	2020
	£	£
Remuneration	1,023,117	875,812
Contributions paid to superannuation pension scheme	56,001	63,001
	<u>1,079,118</u>	<u>938,813</u>

During the year the number of directors who were receiving benefits and share incentives was as follows:

	2021	2020
	No.	No.
Superannuation pension scheme	<u>4</u>	<u>4</u>

In respect of the highest paid director:

	2021	2020
	£	£
Remuneration	<u>196,867</u>	<u>239,335</u>

10 Auditors' remuneration

	2021	2020
	£	£
Audit of the financial statements	<u>54,131</u>	<u>37,200</u>

The company has taken the exemption against disclosing non-audit fees. All non-audit fees have been disclosed by the ultimate parent company, Seth Topco Limited in the year end group consolidated accounts.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

II Taxation

Tax charged/(credited) in the income statement

	2021	2020
	£	£
Current taxation		
UK corporation tax	50,119	-
UK corporation tax adjustment to prior periods	-	(15,626)
	<u>50,119</u>	<u>(15,626)</u>
Deferred taxation		
Arising from origination and reversal of timing differences	(5,156)	92,330
Arising from changes in tax rates and laws	(18,851)	(17,292)
Effect of tax rate change on opening balance	-	10,555
	<u>(24,007)</u>	<u>85,593</u>
Total deferred taxation	<u>(24,007)</u>	<u>85,593</u>
Tax expense in the income statement	<u><u>26,112</u></u>	<u><u>69,967</u></u>

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

II Taxation (continued)

The tax on loss before tax for the year is the same as the standard rate of corporation tax in the UK (2020 - the same as the standard rate of corporation tax in the UK) of 19% (2020 - 19%).

The differences are reconciled below:

	2021 £	2020 £ (As restated)
Loss before tax	(1,458,450)	(4,596,984)
Corporation tax at standard rate	(277,105)	(873,427)
Effect of expense not deductible in determining taxable profit (tax loss)	7,108	50,199
UK deferred tax credit relating to changes in tax rates or laws	-	(2,378)
Deferred tax credit from unrecognised temporary difference from a prior period	(243,821)	(17,292)
Decrease in UK and foreign current tax from adjustment for prior periods	(18,851)	(15,626)
Tax increase from effect of capital allowances and depreciation	558,782	332,506
Deferred tax not recognised	-	45,941
Tax increase arising from group relief	-	657,778
Other tax effects for reconciliation between accounting profit and tax expense (income)	(1)	(107,734)
Total tax charge	26,112	69,967

In the Spring Budget 2020, the UK Government announced that from 1 April 2020 the corporation tax rate would remain at 19% (rather than reducing to 17%, as previously enacted). This new law was substantively enacted on 17 March 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

12 Intangible assets

	Goodwill £
Cost	
At 1 April 2020	36,788,323
Additions acquired separately	<u>13,259,886</u>
At 31 March 2021	<u>50,048,209</u>
Amortisation	
At 1 April 2020	11,870,654
Amortisation charge	<u>3,752,836</u>
At 31 March 2021	<u>15,623,490</u>
Net book value	
At 31 March 2021	<u><u>34,424,719</u></u>
At 31 March 2020	<u><u>24,917,669</u></u>

All goodwill additions relate to acquisitions through business combinations. The acquisition method of accounting for business combinations has been used on all acquisitions in the year.

During this financial year, the group have made the following acquisitions;

Asset purchases trading under Rodericks Dental Limited

Muirhead Dental Practice

Prescot House Dental Practice

Prenton Dental Practice

Apex Dental Group

The Parkhouse Dental Group

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

12 Intangible assets (continued)

Parental Guarantee disclosures

The following subsidiaries are exempt from the requirements of the UK Companies Act 2006 relating to the audit of individual accounts by virtue of s479A of the Act.

Rodericks (Wales) Limited (09404747)
RD Davies Limited (06748334)
Bryant Dental Practice Limited (06509276)
Winnersh Dental Practice Limited (06971995)
Chipping Manor Dental Practice Limited (06512564)
Cottams Dental Practice Limited (08107764)
High Street Dental Practice Limited (06485427)
Eastwood Dental Limited (10237429)
Rodericks Private Limited (10204800)
Rodericks (Chalfont St Giles) Limited (10516972)
Oral Ceramics Limited (01791389)
Woodburn Cottage Services Limited (07187295)
Dentichack Limited (05941795)
United Dental Limited (08740332)
Cwmtawe Dental Practice Limited (06520991)
Mansfield Practice Limited (07435476)
Park Dental Care Limited (05542197)
Courtland Dental Centre Limited (07912981)
Archway (Manchester) Limited (08645765)
Revive Dental Care Limited (05935737)
Rodericks Beeston Limited (11942664)
Rodericks Mexborough Limited (11942809)
Ash Dental Practice Limited (07178216)
KDP Care Limited (08904194)
Apple Practice Limited (07312029)

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

13 Tangible assets

	Land and buildings £	Furniture, fittings and equipment £	Motor vehicles £	Other tangible assets £	Total £
Cost					
At 1 April 2020	6,306,293	5,130,931	13,115	5,957,975	17,408,314
Additions	-	632,517	-	420,651	1,053,168
At 31 March 2021	6,306,293	5,763,448	13,115	6,378,626	18,461,482
Depreciation					
At 1 April 2020	3,604,506	2,874,057	11,686	4,024,479	10,514,728
Charge for the year	420,167	564,328	1,429	406,241	1,392,165
At 31 March 2021	4,024,673	3,438,385	13,115	4,430,720	11,906,893
Net book value					
At 31 March 2021	2,281,620	2,325,063	-	1,947,906	6,554,589
At 31 March 2020	2,701,787	2,256,874	1,429	1,933,495	6,893,585

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

13 Tangible assets (continued)

There is a fixed charge held with National Westminster Bank Plc over the freehold property and all other assets of the company.

Assets held under finance leases and hire purchase contracts

The net carrying amount of tangible assets includes the following amounts in respect of assets held under finance leases and hire purchase contracts:

	2021	2020
	£	£
Property, plant and equipment	345,118	434,759

14 Investments

	2021	2020
	£	£
Investments in subsidiaries	32,287,608	24,179,488

Subsidiaries **£**

Cost

At 1 April 2020	24,179,488
Additions	8,108,120
At 31 March 2021	32,287,608

Carrying amount

At 31 March 2021	32,287,608
At 31 March 2020	24,179,488

Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

14 Investments (continued)

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2021	2020
Subsidiary undertakings				
Cottam's Dental Practice Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Rodericks (Wales) Ltd	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	8,000 1p Ordinary	87.4%	87.4%
Winnersh Dental Practice Ltd	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Chipping Manor Dental Practice Ltd	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Rodericks Eyecare Ltd	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	8,000 1p Ordinary	0%	0%
NNI Holdings Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	99 £1 Ordinary	0%	0%
High Street Dental Practice Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Rodericks Private Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	1,000 10p Ordinary	100%	100%

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

14 Investments (continued)

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
Rodericks (Stoke-on-Trent) Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Eastwood Dental Ltd	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	50 £1 Ordinary	100%	100%
Denserve Solutions Ltd	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	1 £1 Ordinary	0%	0%
Traindent Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	1 £1 Ordinary	0%	0%
Woodburn Cottage Services Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	2 £1 Ordinary	100%	100%
Dentichack Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	95 £1 Ordinary	100%	100%
RE:NU Facial Aesthetics Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Archway Dental Care (Manchester) Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

14 Investments (continued)

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
Revive Dental Care Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	200 £1 Ordinary	100%	100%
Rodericks Beeston Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Rodericks Mexborough Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
Ash Dental Practice Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	100%
KDP Care Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	100 £1 Ordinary	100%	0%
Apple Practice Limited	15 Basset Court, Loake Close, Grange Park, Northampton, NN4 5EZ England and Wales	6 £1 Ordinary	100%	0%

The principal activity of Cottam's Dental Practice Limited is operation of dental practice

The principal activity of Rodericks (Wales) Ltd is operation of dental practices and holding company

The principal activity of Winnersh Dental Practice Ltd is operation of dental practice

The principal activity of Chipping Manor Dental Practice Ltd is operation of dental practices

The principal activity of Rodericks Eyecare Ltd is dormant and is in the process of being dissolved

The principal activity of NNI Holdings Limited is dormant and company was dissolved during the year

The principal activity of High Street Dental Practice Limited is operation of dental practice

The principal activity of Rodericks Private Limited is holding company

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

14 Investments (continued)

The principal activity of Rodericks (Stoke-on-Trent) Limited is operation of dental practices

The principal activity of Eastwood Dental Ltd is operation of dental practices

The principal activity of Denserve Solutions Ltd is dormant and company was dissolved during the year

The principal activity of Traindent Limited is dormant and company was dissolved during the year

The principal activity of Woodburn Cottage Services Limited is operation of dental practice

The principal activity of Denticheck Limited is operation of dental practice

The principal activity of RE:NU Facial Aesthetics Limited is dormant

The principal activity of Archway Dental Care (Manchester) Limited is operation of dental practice

The principal activity of Revive Dental Care Limited is operation of dental practice

The principal activity of Rodericks Beeston Limited is operation of dental practice

The principal activity of Rodericks Mexborough Limited is operation of dental practice

The principal activity of Ash Dental Practice Limited is operation of dental practice

The principal activity of KDP Care Limited is operation of dental practice

The principal activity of Apple Practice Limited is operation of dental practice

15 Stocks

	2021	2020
	£	£
Stock of dental supplies and consumables	<u>953,598</u>	<u>1,113,066</u>

16 Debtors

	2021 £	2020 £
Trade debtors	4,817,129	3,316,450
Amounts owed by related parties	6,879,598	8,870,549
Other debtors	757,940	1,094,004
Prepayments	825,029	734,500
Income tax asset	-	441,470
	<hr/>	<hr/>
Total current trade and other debtors	<u>13,279,696</u>	<u>14,456,973</u>

The amounts due from the parent company and other entities within the group are non-interest bearing, unsecured and repayable on demand.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

17 Cash and cash equivalents

	2021 £	2020 £
Cash on hand	4,338	4,174
Short-term deposits	13,957,311	3,054,030
	<u>13,961,649</u>	<u>3,058,204</u>

18 Creditors

	Note	2021 £	2020 £
Due within one year			
Loans and borrowings	<u>23</u>	100,538	240,813
Trade creditors		5,897,324	5,089,595
Amounts due to related parties	<u>26</u>	9,901,866	4,958,739
Social security and other taxes		329,656	311,715
Other payables		6,412,854	2,451,821
Accrued expenses		6,841,831	6,366,452
Income tax liability	<u>11</u>	52,922	-
		<u>29,536,991</u>	<u>19,419,135</u>
Due after one year			
Loans and borrowings	<u>23</u>	<u>75,835,607</u>	<u>57,602,020</u>

19 Provisions for liabilities

	Deferred tax £
At 1 April 2020	192,606
Deferred tax charged in the profit and loss account for the period	<u>(24,007)</u>
At 31 March 2021	<u>168,599</u>

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

20 Pension and other schemes

Defined contribution pension scheme

The company makes contributions into a workplace pension scheme. During the year an amount of £382,057 (2020 - £392,333) was paid into the scheme. There was an amount of £73,801 (2020 - £81,961) outstanding contributions due at the year end.

21 Share capital

Allotted, called up and fully paid shares

	2021		2020	
	No.	£	No.	£
Ordinary A of £1 each	97,354	97,354	97,354	97,354
Ordinary B of £1 each	32,581	32,581	32,581	32,581
	<u>129,935</u>	<u>129,935</u>	<u>129,935</u>	<u>129,935</u>

The various classes of share capital have the following key rights attached:

Voting

The 'A' and 'B' Ordinary shares shall be treated pari passu and as if they are constituted one class of share. Each holder shall be entitled to receive notice of, and to attend and speak, at any general meeting and at any share class meeting.

Dividends/Income

The 'A' and 'B' Ordinary shares are entitled to participate in dividends and a distribution of capital (including on a winding up).

Redemption and return of capital

The 'A' and 'B' Ordinary shares carry no right of redemption.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

22 Reserves

Capital redemption reserve

The capital redemption reserve represents the nominal value of shares purchased by the Company.

Share premium

The share premium account represents the consideration received on the issue of shares in the Company in excess of the nominal value of those shares.

Profit and loss account

The profit and loss account represents the accumulated profits, losses and distributions of the Group or Company.

23 Loans and borrowings

	2021	2020
	£	£
Non-current loans and borrowings		
Hire purchase contracts	53,607	101,020
Other borrowings	<u>75,782,000</u>	<u>57,501,000</u>
	<u><u>75,835,607</u></u>	<u><u>57,602,020</u></u>
	2021	2020
	£	£
Current loans and borrowings		
Hire purchase contracts	<u><u>100,538</u></u>	<u><u>240,813</u></u>

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

23 Loans and borrowings (continued)

Bank borrowings due within five years

The group has loan facilities in place. Facility B, C, D and E of the finance agreement matures on 12 July 2025 and the RCF element matures on 12 July 2024.

Interest on the B, C, D and E facilities comprise LIBOR plus a margin of 6%, of which the LIBOR is subject to a minimum rate of 0.50% (floor). Interest on the RCF loan comprise of LIBOR plus a margin of 3%.

The group decided to hedge part of the loan (Facility B - £21m) for a period of 3 years under an Interest rate swap + floor.

All loans are secured by a fixed and floating charge over all the assets of the group.

24 Obligations under leases and hire purchase contracts

Finance leases

The hire purchase commitments are secured by the assets to which they relate.

The total of future minimum lease payments is as follows:

	2021	2020
	£	£
Not later than one year	100,538	240,813
Later than one year and not later than five years	53,607	101,020
	<u>154,145</u>	<u>341,833</u>

Operating leases

The total of future minimum lease payments is as follows:

	2021	2020
	£	£
Not later than one year	1,833,751	1,468,722
Later than one year and not later than five years	5,558,108	4,405,130
Later than five years	4,316,041	3,427,345
	<u>11,707,900</u>	<u>9,301,197</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £1,829,657 (2020 - £1,494,966).

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

25 Commitments

Capital commitments

The total amount contracted for but not provided in the financial statements was £Nil (2020 - £Nil).

26 Related party transactions

The company has entered into leases on various properties, the freehold interests in which are owned in partnership by certain directors in their personal capacity. Rent paid by the company under these leases in the year amounted to £111,400 (2020 - £111,400).

27 Financial instruments

Categorisation of financial instruments

	2021	2020
	£	£
Financial assets measured at fair value through profit or loss	13,961,649	3,058,204
Financial assets that are debt instruments measured at amortised cost	5,775,034	4,410,454
Financial liabilities measured at amortised cost	96,238,735	67,891,167

Financial assets measured at fair value through profit and loss comprises cash at bank.

Financial assets that are debt instruments measured at amortised cost comprise trade debtors and other debtors.

Financial liabilities measured at amortised cost comprise trade creditors, other creditors, loans and borrowings, related party transactions and pension liabilities.

Rodericks Dental Limited
Notes to the Financial Statements for the Year Ended 31 March 2021

28 Parent and ultimate parent undertaking

The company's immediate parent is Rodericks Dental Holdings Ltd, incorporated in England and Wales.

The ultimate parent is Seth Topco Limited, incorporated in England and Wales.

The parent of the largest group in which these financial statements are consolidated is Seth Topco Limited, incorporated in England and Wales.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.