

18 June 2026

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**APPEAL AGAINST LEICESTER,
LEICESTERSHIRE AND RUTLAND ICB DECISION
TO REFUSE NRH REGENT HEALTH GROUP LTD
APPLICATION FOR A CHANGE OF OWNERSHIP
FROM UNITED HEALTHCARE GROUP LTD IN
RESPECT OF UNIT 1, WARREN COURT,
WARREN LANE, LEICESTER FOREST EAST,
LEICESTER, LE3 3LW**

1 Outcome

- 1.1 The Pharmacy Appeals Committee (“Committee”), appointed by NHS Resolution, quashes the decision of the Commissioner and redetermines the application.
- 1.2 The Committee determined that the application should be granted.

A copy of this decision is being sent to:

NRH Regent Health Group Ltd
PCSE for the Leicester, Leicestershire and Rutland ICB

REF: SHA/26944

Tel: 020 3928 2000
Email: nhsr.appeals@nhs.net

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1 The Application

By application dated 5 January 2026, NRH Regent Health Group Ltd (“the Applicant”) applied to Leicester, Leicestershire and Rutland ICB (“the Commissioner”) for a change of ownership from United Healthcare Group Ltd in respect of Unit 1, Warren Court, Warren Lane, Leicester Forest East, Leicester, LE3 3LW. In support of the application it was stated:

- 1.1 “In my/our view this application should not be refused pursuant to Regulation 31 for the following reasons:
- 1.2 N/A – this is a change of ownership
- 1.3 **Information in support of the application**
- 1.4 Are the services you are undertaking to provide the same as those that the current owner is providing? Yes.
- 1.5 Will there be any interruption to service provision? No.
- 1.6 In my/our view this application should not be refused pursuant to Regulation 25(2)(a) for the following reasons:
- 1.7 N/A
- 1.8 If you are undertaking to provide advanced services at the premises please describe how you will do so without providing any element of essential services.
- 1.9 Please continue on a separate sheet if necessary.”

2 The Decision

The Commissioner considered and decided to refuse the application. The decision letter dated 16 February 2026 states:

- 2.1 “We have considered the above application, and I am writing to confirm that it has been refused. Please see the enclosed report for the full reasoning.
- 2.2 You have a right of appeal to the Secretary of State against Leicester, Leicestershire and Rutland ICB’s decision. Should you choose to appeal then you should either complete the online form available on the NHS Resolution website or send a concise and reasoned statement of the grounds for your appeal within 30 days of the date of this letter to nhsr.appeals@nhs.net or:
- 2.2.1 Primary Care Appeals, NHS Resolution, 8th Floor, 10 South Colonnade, Canary Wharf, London, E14 4PU.”

[Any reference to ‘Committee’ in this section is not to be confused with the Pharmacy Appeals Committee of NHS Resolution]

- 2.3 **“Change of Ownership from United Healthcare Group Ltd to NRH Regent Health Group Ltd, Unit 1, Warren Court, Warren Lane, Leicester Forest East, LE3 3LW.**
- 2.4 **(2013 Regulations – Regulation 26) (Leicestershire Health and Wellbeing Board)**
- 2.5 **Re: CAS-401764-R5S1X2**
- 2.6 As the applicant is already included in the pharmaceutical list in respect of other premises for the area of Leicestershire Health and Wellbeing Board fitness to practise was not required.
- 2.7 **Regulation 31 – refusal: same or adjacent premises**
- 2.8 **Regulation 31(2)(a)**
- 2.9 Applies as United Healthcare Group Ltd is currently included in the pharmaceutical list for the area of Leicestershire Health and Wellbeing Board in respect of the pharmacy premises at Unit 1, Warren Court, Warren Lane, Leicester Forest East, LE3 3LW and will be providing pharmaceutical services from these premises.
- 2.10 **Regulation 31(2)(b)**
- 2.11 It is noted that there are shared ownership and control of the applicant and the current contractor. The director of both bodies’ corporate is the same, as are the registered offices. The committee was therefore satisfied that it is reasonable to treat the applicant’s services as part of the existing services and that regulation 31(2)(b) applies.
- 2.12 **Regulation 26 – Change of Ownership**
- 2.13 **Regulation 26 (1)(a)(i)**
- 2.14 The committee noted that the applicant has undertaken to provide pharmaceutical services at Unit 1, Warren Court, Warren Lane, Leicester Forest East, LE3 3LW (the listed chemist premises) which are included in the

pharmaceutical list for the area of Leicestershire Health and Wellbeing board in respect of United Healthcare Group Ltd.

2.15 **Regulation 26 (1)(a)(ii)**

2.16 The committee noted that the applicant is proposing to carry on at the listed chemist premises, in place of United Healthcare Group Ltd, the business in the course of which United Healthcare Group Ltd is providing pharmaceutical services at those premises.

2.17 **Regulation 26 (1)(b)**

2.18 It is concluded that this regulation is met as the Applicant is continuing to provide pharmaceutical services from the same premises.

2.19 **Regulation 26 (1)(c)**

2.20 It is concluded that this regulation is met as the Applicant is undertaking to provide the same services as those already being provided by the current owner.

2.21 **Regulation 26(1)(d)**

2.22 It is concluded that this regulation is met as the provision of pharmaceutical services will not be interrupted.

2.23 **Regulation 66 – Conditions relating to Providing Directed Services**

2.24 The applicant has undertaken to provide the directed services listed in the application if they are commissioned within three years of the date of either the grant of the application or, if later, the listing in relation to the applicant of the premises to which the application relates, to provide those services in accordance with an agreed service specification if they are commissioned, and not to withhold agreement to a service specification unreasonably. The committee was of the opinion that if it was minded to grant the application then by virtue of regulation 66(5) of the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013, as amended, the applicant would be required to provide the following directed services and not unreasonably withhold agreement to the service specifications for those services.

2.24.1 Contraception Services

2.24.2 Smoking Cessation

2.24.3 New Medicine Service

2.24.4 Lateral Flow Service

2.24.5 BP Service

2.24.6 Flu Vaccination Service

2.25 The ICB considered the application as a change of ownership under regulation 26 of the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013, together with the provisions of regulation 31. In doing so, the Committee carefully considered the ownership and governance arrangements of both the applicant and the current contractor. It was noted that there is shared ownership and control between the two corporate bodies, including that the same individual is a director of both companies. The Committee was therefore satisfied that, notwithstanding the form of the application, it was reasonable to treat the pharmaceutical services proposed by the applicant as forming part of the existing services already being provided at the premises.

2.26 **Decision**

2.27 The Committee concluded that the application did not represent a genuinely separate or distinct service but rather the continuation of the current service under a different corporate entity. On this basis, the Committee determined that regulation 31(2)(b) applies and resolved to **refuse** the application pursuant to regulation 31 of the Regulations.

2.28 Appeal rights were given to the applicant, NRH Regent Health Group Limited.”

3 **The Appeal**

Using the appeals online form sent via email dated 12 March 2026, the Applicant appealed against the Commissioner’s decision. The grounds of appeal are:

3.1 **“FORMAL APPEAL TO THE SECRETARY OF STATE**

3.2 **Under the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013**

3.3 **Appellant: NRH Regent Health Group Ltd**

3.4 **Application Reference: CAS-401764-R5S1X2**

3.5 **Premises: Unit 1, Warren Court, Warren Lane, Leicester Forest East, Leicester, LE3 3LW**

3.6 **NOTICE OF APPEAL**

3.7 This document constitutes a formal appeal to the Secretary of State pursuant to the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013 against the decision of NHS Leicester, Leicestershire and Rutland Integrated Care Board (LLR ICB) to refuse the application submitted by NRH Regent Health Group Ltd for a Change of Ownership under Regulation 26 relating to the pharmacy premises located at:

3.8 Unit 1, Warren Court, Warren Lane, Leicester Forest East, Leicester, LE3 3LW.

3.9 Application Reference: CAS-401764-R5S1X2

3.10 The Appellant respectfully submits that the decision of the ICB was incorrect in law, factually flawed, and disproportionate, and should therefore be overturned.

3.11 SUMMARY OF APPEAL

3.12 This appeal concerns the refusal of an application made under Regulation 26 of the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013 for a change of ownership of an existing pharmacy contract.

3.13 The application did not involve:

3.13.1 the establishment of a new pharmacy

3.13.2 the creation of additional pharmaceutical services

3.13.3 any change to the premises

3.13.4 any interruption to NHS service provision

3.14 The pharmacy would continue to operate from the same premises, providing identical NHS pharmaceutical services to patients.

3.15 The Integrated Care Board refused the application on the basis that Regulation 31(2)(b) applied due to perceived shared ownership or control between the existing contractor and the applicant.

3.16 The Appellant respectfully submits that the decision was incorrect in law and fact because:

3.16.1 Regulation 31 was misapplied to a Regulation 26 change of ownership application

3.16.2 The circumstances Regulation 31 seeks to prevent — duplication of pharmaceutical services — do not arise

3.16.3 The Committee relied on incorrect assumptions regarding corporate ownership and control

3.16.4 The refusal was irrational and disproportionate given that the statutory requirements of Regulation 26 were satisfied

3.17 The Appellant therefore respectfully requests that the Secretary of State allow the appeal and direct that the application be granted or alternatively remit the matter to the Integrated Care Board for reconsideration.

3.18 BACKGROUND

3.19 The application submitted to the ICB sought approval for a change of ownership of an existing pharmacy contract pursuant to Regulation 26 of the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013.

3.20 The application did not involve:

3.20.1 the establishment of a new pharmacy

3.20.2 the creation of new pharmaceutical services

- 3.20.3 any change to the premises
- 3.20.4 any interruption to NHS service provision
- 3.21 The application simply proposed the transfer of an existing NHS pharmacy contract between corporate entities, with the pharmacy continuing to operate:
 - 3.21.1 from the same premises
 - 3.21.2 providing the same NHS pharmaceutical services
 - 3.21.3 with no disruption to patients
- 3.22 The Appellant understands that the Committee accepted that the requirements of Regulation 26 were satisfied but refused the application on the basis that Regulation 31(2)(b) applied due to perceived shared ownership or control.
- 3.23 The Appellant respectfully submits that this conclusion was incorrect both in law and in fact.
- 3.24 **GROUND OF APPEAL**
- 3.25 **The Appellant submits that the decision should be set aside on the following grounds:**
 - 3.25.1 **1. Error of law in the interpretation and application of Regulation 31**
 - 3.25.2 **2. Failure to correctly apply Regulation 26 governing changes of ownership**
 - 3.25.3 **3. Absence of duplication of pharmaceutical services**
 - 3.25.4 **4. Incorrect findings regarding corporate ownership and control**
 - 3.25.5 **5. Irrational and disproportionate decision-making**
 - 3.25.6 **6. Failure to properly consider continuity of NHS pharmaceutical services**
 - 3.25.7 **7. Failure to respect legitimate expectations and procedural fairness**
- 3.26 **Ground 1 – Error of Law: Misapplication of Regulation 31**
- 3.27 The Committee concluded that Regulation 31(2)(b) applied because it considered that shared ownership or control existed between United Healthcare Group Ltd and NRH Regent Health Group Ltd.
- 3.28 However, the application under consideration was not an application for inclusion in the pharmaceutical list, but rather an application made under Regulation 26 for a change of ownership of an existing listed pharmacy.

- 3.29 Regulation 31 is intended to prevent the duplication of pharmaceutical services where applicants seek to secure multiple pharmaceutical listings for the same or neighbouring premises under common ownership or control.
- 3.30 The present application did not involve the creation of any additional pharmacy contract or pharmaceutical services.
- 3.31 Instead, the application sought only the transfer of an existing pharmacy contract between corporate entities, with the pharmacy continuing to operate from the same premises and providing identical services.
- 3.32 Applying Regulation 31 in these circumstances therefore represents a misdirection in law, as it prevents the lawful transfer of pharmacy contracts which Regulation 26 is designed to facilitate.
- 3.33 **Ground 2 – Failure to Correctly Apply Regulation 26**
- 3.34 Regulation 26 exists to ensure that NHS pharmaceutical services can continue without interruption when the ownership of a pharmacy changes.
- 3.35 The Committee acknowledged that the statutory requirements under Regulation 26 were satisfied, including that:
- 3.35.1 the same premises would continue to be used
 - 3.35.2 the same pharmaceutical services would continue to be provided
 - 3.35.3 there would be no interruption to NHS pharmaceutical services
- 3.36 Despite this, the application was refused through reliance on Regulation 31.
- 3.37 If Regulation 31 were interpreted so broadly as to prevent legitimate transfers of ownership between corporate entities, Regulation 26 would effectively be rendered ineffective.
- 3.38 Such an interpretation cannot reflect the intended purpose of the Regulations.
- 3.39 **Ground 3 – Absence of Duplication of Pharmaceutical Services**
- 3.40 Regulation 31 is intended to prevent the duplication of NHS pharmaceutical services where multiple pharmacy contracts operate from the same or neighbouring premises under common ownership or control.
- 3.41 The circumstances that Regulation 31 seeks to prevent do not arise in this case.
- 3.42 The application does not involve:
- 3.42.1 the establishment of an additional pharmacy
 - 3.42.2 the creation of an additional pharmaceutical contract
 - 3.42.3 the duplication of pharmaceutical services

3.43 The proposal simply involves the transfer of an existing pharmacy contract between corporate entities, with the pharmacy continuing to operate from the same premises and providing the same NHS services.

3.44 **Ground 4 – Incorrect Findings Regarding Corporate Control**

3.45 The refusal relied on the assumption that shared ownership or control existed between United Healthcare Group Ltd and NRH Regent Health Group Ltd.

3.46 This assumption is no longer correct.

3.47 NRH Regent Health Group Ltd is currently structured as follows:

3.48 Director: Kishan Kotecha – Sole Director

3.49 United Healthcare Group Ltd is no longer recorded as a Person with Significant Control in relation to NRH Regent Health Group Ltd.

3.50 Updated Companies House records confirm that NRH Regent Health Group Ltd operates as a separate legal entity with independent governance and control.

3.51 The Committee's conclusion regarding shared ownership or control was therefore factually incorrect.

3.52 **Ground 5 – Irrational and Disproportionate Decision**

3.53 The decision to refuse the application was disproportionate and irrational given that the Committee accepted that:

3.53.1 the statutory criteria under Regulation 26 were satisfied

3.53.2 the same premises would continue to operate

3.53.3 the same pharmaceutical services would continue to be provided

3.53.4 there would be no interruption to patient care

3.54 Refusing the application therefore imposes an unnecessary administrative restriction without delivering any identifiable regulatory or patient benefit.

3.55 **Ground 6 – Continuity of NHS Pharmaceutical Services**

3.56 The pharmacy currently provides a range of NHS services including:

3.56.1 NHS Contraception Service

3.56.2 Smoking Cessation Service

3.56.3 New Medicine Service

3.56.4 Blood Pressure Service

3.56.5 Flu Vaccination Service

3.56.6 Lateral Flow Testing Service

3.57 The proposed change of ownership would not affect the availability or accessibility of these services.

3.58 Patients would continue to receive identical NHS pharmaceutical services from the same premises without disruption.

3.59 **Ground 7 – Legitimate Expectation and Procedural Fairness**

3.60 Regulation 26 establishes a framework intended to allow the orderly transfer of pharmacy businesses where service provision remains unchanged.

3.61 Applicants are therefore entitled to reasonably expect that where:

3.61.1 the premises remain unchanged

3.61.2 services remain unchanged

3.61.3 Patient access is unaffected

3.61.4 statutory criteria are satisfied

3.62 An application for change of ownership will ordinarily be granted.

3.63 In this case, the Committee acknowledged that the requirements of Regulation 26 were satisfied but nevertheless refused the application based on a broad interpretation of Regulation 31.

3.64 This approach undermines regulatory certainty and fails to meet the standards of procedural fairness expected in administrative decision-making.

3.65 **SUPPORTING DOCUMENTS**

3.66 **The following documents accompany this appeal:**

3.66.1 Companies House Director screenshot

3.66.2 Companies House Person with significant control Screenshot

3.66.3 Certificate of Incorporation – NRH Regent Health Group Ltd

3.66.4 ICB Decision Notice (CAS-401764-R5S1X2) [See paragraphs 2.1 to 2.2.1 above.]

3.66.5 PCSE Market Entry Decision letter [See paragraphs 2.3 to 2.28 above.]

3.66.6 Original Change of Ownership Application [See pages 1.1 to 1.9 above]
CHECK THIS INFO IS CORRECT

3.67 [See Appendix A for Committee.]

3.68 **RELIEF SOUGHT**

3.69 The Appellant respectfully requests that the Secretary of State:

3.69.1 1. Allow the appeal and direct that the application for Change of Ownership under Regulation 26 be granted, or

3.69.2 2. Remit the matter to the Integrated Care Board for reconsideration in light of the proper interpretation of the Regulations and the clarified corporate governance structure.”

4 **Summary of Representations**

This is a summary of representations received on the appeal.

4.1 THE COMMISSIONER

4.1.1 “Thank you for your letter dated 24th March 2026. The East Midlands Primary Care Team on behalf of Leicester, Leicestershire and Rutland Integrated Care Board would like to make the following representations.

4.1.2 **Relevant Regulations**

4.1.3 Regulations 26(1) – change of ownership applications. The National Health Service (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013

4.1.4 Regulation 31 – refusal: same or adjacent premises. The National Health Service (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013

4.1.5 Regulation 66 – conditions relating to providing directed services.

4.1.6 The National Health Service (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013

4.1.7 NRH Regent Health Group Ltd submitted an application for a change of ownership. This was reviewed at the panel meeting on 9th February 2026. The panel’s decision was to refuse the application.

4.1.8 **Regulation 26**

4.1.9 Regulation 26(1) set out the matters that had to be satisfied where an application was made for a change of ownership of listed chemist premises.

4.1.10 Under Regulation 26(1)(a)(i), the panel members were required to be satisfied that the premises to which the application related were included in the relevant pharmaceutical list. In this case, the premises identified in the application were already included in that list and were therefore recognised as listed chemist premises. The panel members were satisfied that this requirement was met.

- 4.1.11 Regulation 26(1)(a)(ii) required that pharmaceutical services were already being provided from those premises. The evidence confirmed that services were being delivered from the site. On that basis, the panel members concluded that this regulation was met.
- 4.1.12 Regulation 26(1)(b) required the applicant to undertake to provide pharmaceutical services from the same premises. The application confirmed that the applicant would continue to provide services from the existing location without change. The panel members were therefore satisfied that this requirement was fulfilled.
- 4.1.13 Under Regulation 26(1)(c), the applicant had to undertake to provide the same services as those provided by the existing contractor. The application included a clear undertaking to continue the provision of the same pharmaceutical services. The panel members accepted this undertaking and concluded that the requirement was met.
- 4.1.14 Regulation 26(1)(d) required the panel members to consider whether the provision of pharmaceutical services would continue without interruption. The application indicated that there would be no gap in service provision during the transfer of ownership. The panel members were therefore satisfied that patients would continue to have uninterrupted access to services, and that this requirement was met.
- 4.1.15 Regulation 26(2) concerned circumstances where there was a change to the premises from which services were provided. In this case, no relocation or change of premises was proposed. Services would continue to be delivered from the same site. Accordingly, this subsection did not apply.
- 4.1.16 Taking all these factors into account, the panel members were satisfied that the requirements of Regulation 26 were met.
- 4.1.17 **Regulation 31**
- 4.1.18 Regulation 31 set out the circumstances in which an application must be refused where it related to the same or adjacent premises.
- 4.1.19 Regulation 31 is of general application and sets out the circumstances in which an application must be refused where it relates to the same or adjacent premises; accordingly, the committee was entitled to consider it alongside Regulation 26.
- 4.1.20 Under Regulation 31(2)(a), the panel members were required to consider whether the applicant, or a related body, was already included in the relevant pharmaceutical list in respect of the same or adjacent premises. In this case, United Healthcare Group Ltd was already included in the pharmaceutical list for the area of Leicestershire Health and Wellbeing Board in respect of the pharmacy premises at Unit 1, Warren Court, Leicester Forest East, LE3 3LW, and was providing pharmaceutical services from those premises. The panel members were satisfied that this requirement was met.

- 4.1.21 Regulation 31(2)(b) required the panel members to consider whether it was reasonable to treat the services to be provided by the applicant as part of the services already provided from those premises.
- 4.1.22 In doing so, the panel members examined the ownership arrangements of both the applicant and the current contractor. The evidence demonstrated that there was shared ownership and control between the two corporate bodies, including that the same individual was a director of both companies and that the registered offices were the same. The panel also had regard to the Companies House incorporation documents, which confirmed that United Healthcare Group Ltd was the sole shareholder and registered person with significant control at the time NRH Regent Health Group Ltd was incorporated in October 2025. The panel noted that the change in person with significant control relied upon by the appellant was not notified until 4th March 2026, after both the committee's decision and the refusal letter dated 16th February 2026, and therefore did not affect the position at the material time.
- 4.1.23 Having considered these factors, the panel members were satisfied that, notwithstanding the form of the application, it was reasonable to treat the pharmaceutical services proposed by the applicant as forming part of the existing services already being provided at the premises. They concluded that the application did not represent a genuinely separate or distinct service, but rather the continuation of the current service under a different corporate entity.
- 4.1.24 On that basis, the panel members determined that Regulation 31(2)(b) applied and refused the application.
- 4.1.25 **Regulation 66**
- 4.1.26 Regulation 66 set out the conditions that would apply where an application was to be granted.
- 4.1.27 Regulation 66(4) provided that, where an application was granted, the inclusion of the applicant and the pharmacy premises in the pharmaceutical list for the area of Leicestershire Health and Wellbeing Board would be subject to the condition set out in Regulation 66(5).
- 4.1.28 The panel members noted that this provision applied in circumstances where an application was approved and therefore considered the conditions that would attach in such cases.
- 4.1.29 Under Regulation 66(5), the condition required that, at the pharmacy premises, the applicant must provide the directed services specified in the application.
- 4.1.30 In addition, the applicant must not unreasonably withhold agreement to a service specification in respect of those services.
- 4.1.31 The panel members were satisfied that, were the application to be granted, these conditions would apply to the inclusion of the applicant in the pharmaceutical list.

4.1.32 **Conclusion**

- 4.1.33 Having regard to the statutory framework and the evidence before them, the panel members concluded that, whilst the application satisfied the requirements of Regulation 26, it fell to be determined under Regulation 31.
- 4.1.34 The panel members were satisfied that the application met all of the criteria for a change of ownership under Regulation 26. In particular, the premises were already included in the relevant pharmaceutical list, pharmaceutical services were being provided from those premises, and the applicant had undertaken to continue the provision of the same services from the same location without interruption.
- 4.1.35 However, the panel members went on to consider the application in light of Regulation 31. They found that United Healthcare Group Ltd was already included in the pharmaceutical list in respect of the same premises and was providing pharmaceutical services from that location.
- 4.1.36 In considering Regulation 31(2)(b), the panel members carefully examined the ownership and control arrangements of the applicant and the current contractor. They noted that there was shared ownership and governance between the two entities, including common directorship and registered office arrangements.
- 4.1.37 Taking these factors into account, the panel members were satisfied that the application did not represent the introduction of a new or distinct pharmaceutical service. Rather, it amounted to the continuation of the existing service under a different corporate structure. As such, they concluded that it was reasonable to treat the services proposed by the applicant as part of those already being provided at the premises.
- 4.1.38 Accordingly, the panel members determined that Regulation 31(2)(b) applied. In line with the requirements of Regulation 31, the application was therefore refused.
- 4.1.39 I would like to take this opportunity to respond to any further representations.”

5 **Unsolicited Comments**

5.1 THE APPLICANT

- 5.1.1 “I am writing to request an update on the status of the appeal regarding SHA/26944 - NRH Regent Health Group Ltd.
- 5.1.2 I would like to provide some additional information that may assist with the appeal process. We recently had a similar application approved for our acquisition of Pinfold Pharmacy; I have attached the relevant documents for your reference.
- 5.1.3 Furthermore, we have a new director, Amarbir Johal, who is part of the company for the Pinfold Pharmacy acquisition where the same ICB

granted the application. As noted previously, NRH Regent Health Group Ltd had a similar application for Saffron Pharmacy on Warren Lane rejected.

5.1.4 I would be very grateful if this appeal could be processed as soon as possible.”

5.1.5 [Copy of decision from PCSE dated 22 April 2026 regarding Change of ownership application for LP SD Fifty Eight Ltd/ Trading as Pinfold Pharmacy at 26 Pinfold Gate, Loughborough, LE11 1BE. Appendix B for Committee]

6 Observations

No observations were received by NHS Resolution in response to the representations received on appeal.

7 Consideration

7.1 The Pharmacy Appeals Committee (“Committee”) appointed by NHS Resolution, had before it the papers considered by the Commissioner.

7.2 It also had before it the responses to NHS Resolution’s own statutory consultations.

7.3 On the basis of this information, the Committee considered it was not necessary to hold an Oral Hearing.

7.4 The Committee noted the unsolicited information provided by the Applicant in relation to a different change of ownership decision made by the same Commissioner and considered that this was not relevant to the present application, which must be determined on its own merits.

7.5 The Committee first considered Regulation 31 of the NHS (Pharmaceutical and Local Pharmaceutical Services) Regulations 2013 (“the Regulations”), which states:

(1) A routine or excepted application, other than a consolidation application, must be refused where paragraph (2) applies.

(2) This paragraph applies where -

(a) a person on the pharmaceutical list (which may or may not be the applicant) is providing or has undertaken to provide pharmaceutical services (“the existing services”) at or from -

(i) the premises to which the application relates, or

(ii) adjacent premises; and

(b) NHS England is satisfied that it is reasonable to treat the services that the applicant proposes to provide as part of the same service as the existing services (and so the premises to which the application

relates and the existing listed chemist premises should be treated as the same site).

- 7.6 The Committee noted that in Part 5 of the application form, the Applicant had stated: “N/A – *this is a change of ownership.*”
- 7.7 The Committee noted that the Commissioner had sought to refuse the application on the provisions of Regulation 31. The Committee considered that, as the application was not a consolidation application, it must be refused if both Regulation 31(2)(a) and 31(2)(b) were to apply.
- 7.8 The Commissioner stated in its decision:

“Regulation 31(2)(a)

Applies as United Healthcare Group Ltd is currently included in the pharmaceutical list for the area of Leicestershire Health and Wellbeing Board in respect of the pharmacy premises at Unit 1, Warren Court, Warren Lane, Leicester Forest East, LE3 3LW and will be providing pharmaceutical services from these premises.

Regulation 31(2)(b)

It is noted that there are shared ownership and control of the applicant and the current contractor. The director of both bodies’ corporate is the same, as are the registered offices. The committee was therefore satisfied that it is reasonable to treat the applicant’s services as part of the existing services and that regulation 31(2)(b) applies.”

- 7.9 Regulation 31(2)(a) relates to where a person on the pharmaceutical list is providing pharmaceutical services from the premises to which the application relates.
- 7.10 The Applicant in its appeal states:

“The refusal relied on the assumption that shared ownership or control existed between United Healthcare Group Ltd and NRH Regent Health Group Ltd.

This assumption is no longer correct.

NRH Regent Health Group Ltd is currently structured as follows:

Director: Kishan Kotecha – Sole Director

United Healthcare Group Ltd is no longer recorded as a Person with Significant Control in relation to NRH Regent Health Group Ltd.

Updated Companies House records confirm that NRH Regent Health Group Ltd operates as a separate legal entity with independent governance and control.”

- 7.11 The Applicant provided Companies House material showing that Kishan Bhupendra Kotecha is the sole current officer of NRH Regent Health Group Ltd

and that Kishan Kotecha is the active person with significant control, notified on 4 March 2026. The Applicant also provided incorporation documents dated 10 October 2025 showing that, at incorporation, United Healthcare Group Ltd (company number 11788468) was the initial shareholder and the relevant legal entity recorded as having significant control.

7.12 The Commissioner in its representations states:

“The evidence demonstrated that there was shared ownership and control between the two corporate bodies, including that the same individual was a director of both companies and that the registered offices were the same. The panel also had regard to the Companies House incorporation documents, which confirmed that United Healthcare Group Ltd was the sole shareholder and registered person with significant control at the time NRH Regent Health Group Ltd was incorporated in October 2025. The panel noted that the change in person with significant control relied upon by the appellant was not notified until 4th March 2026, after both the committee’s decision and the refusal letter dated 16th February 2026, and therefore did not affect the position at the material time.”

7.13 The Committee first considered Regulation 31(2)(a).

7.14 The Committee was mindful that it is not disputed that a person on the pharmaceutical list, United Healthcare Group Ltd, is providing pharmaceutical services from the premises to which the application relates i.e. United Healthcare Group Ltd. Consequently, the Committee considered that Regulation 31(2)(a) applied.

7.15 The Committee next considered whether Regulation 31(2)(b) applied.

7.16 The Committee was mindful of the Judgement ‘R (Pharmacy Care Plus) v Family Health Services Appeals Unit [2013] EWHC 824 (Admin)’. The Committee considered that this case would likely provide a guide to interpreting Regulation 31(2)(b). Having regard to it the Committee noted the following wording:

“It will almost always be an extremely relevant consideration to know whether or not there is any connection in terms of ownership and control between the entities who carry on the existing business and who propose to carry on the proposed new business. So, for example, if an existing business was owned by Company A and the proposed business was owned by Company B, and there was absolutely no connection at all in terms of ownership and control between the two of them, it would be difficult to see how they could be regarded as providing the same service, even if the service which they were going to provide were complementary to each other. In contrast, if they were both to be provided by exactly the same company, then that would also be an extremely relevant consideration going the other way.”

7.17 The Committee noted that the language used by Davies J was not such that if the services were to be provided by the same company this should be definitive but rather that it would be an “extremely relevant consideration”. The Committee considered, therefore, that where an applicant is making a routine

or excepted application, other than a consolidation application, and the premises to which the application relates, or the adjacent premises, are run by the same directors, then the starting point should be that the application should not be granted under Regulation 31(2)(b). This is on the basis that the connection between the existing and proposed pharmacies would be such that, in most circumstances, the condition set out in Regulation 31(2)(b) would be met.

7.18 The Committee considered that this is not an irrebuttable presumption and that circumstances might arise whereby, despite the close connection, the application may not need to be refused. The Committee specifically noted that Regulation 31(2)(b) includes a reasonableness element. It is not, therefore, merely factual but provides for some level of discretion in its application.

7.19 The Committee was mindful that where a change of ownership was made under Regulation 26 the new owner will replace the original owner in the pharmaceutical list under Regulation 75(1). The Committee noted that Regulation 75(1) provides that:

75.-(1) If, as a consequence of a change of ownership application or a consolidation application, an NHS chemist (C) is no longer to be the person listed in a pharmaceutical list in relation to a particular pharmacy premises—

(a) if there are other chemist premises listed in the pharmaceutical list in relation to C, NHS England must remove the listing of the particular premises in relation to C from that list; or

(b) if there are no other chemist premises listed in that pharmaceutical list in relation to C, subject to regulation 76, NHS England must remove C from that pharmaceutical list.

7.20 The Committee noted that where a successful change of ownership application is made, and the notice of commencement is made under Schedule 2 paragraph 34, then, when the Commissioner updates the relevant pharmaceutical list, the preceding entity must be replaced by the incoming entity. The Committee considered that a change of ownership application will not allow for the continued existence of the pharmacy that is to be changed. The Committee noted that the notice of commencement was necessary for the new owners to be included in the pharmaceutical list; it could not begin to provide services without it. The Committee considered that, if there was no notice of commencement, the existing pharmacy owners would continue to provide services, and the new pharmacy owners would not. The Committee concluded that the combined operation of paragraph 34 of Schedule 2 and Regulation 75 was such that either the new owner could operate, or the old owner could operate, but would not permit both owners to operate at the same time.

7.21 The Committee was mindful that NHS Resolution's guidance note on Regulation 31 states that the Department of Health guidance clearly indicated the intent of Regulation 31:

“The purpose of this regulation is to prevent a contractor from applying for multiple inclusions in a pharmaceutical list at the same address with no benefit to patients.”

- 7.22 The Committee considered that this elaborated on the point that the operation of Regulation 31 was to prevent there being two pharmacies operating at the same location.
- 7.23 Following this, the Committee then considered if it would be reasonable to treat the proposed services as part of the same service as the existing services in accordance with the wording of Regulation 31(2)(b). The Committee noted that the Applicant had produced evidence to support a finding that Kishan Kotecha is recorded as its sole director and person with significant control of NRH Regent Health Group Ltd. The Committee was mindful, however, that the Commissioner’s position was that, at the time it made its decision, there was shared ownership and control between the Applicant and the existing contractor, including common directorship and a shared registered office. With this in mind, the Committee note that this mandated removal from the pharmaceutical list under Regulation 75 and Schedule 2 paragraph 34 needed to be accounted for. The Committee noted that the application of Regulation 75 was automatic, mandated and specific. It considered that the existing services would have to, by necessity, cease when the new owner was entered into the pharmaceutical list, as they would no longer be on the pharmaceutical list and so no longer be able to operate under the Regulations. The Committee therefore concluded that there could not be two operational pharmacies, as a result of Regulation 75, aligning with the understood intention of Regulation 31.
- 7.24 The Committee also noted that existing guidance on Regulation 31 did not refer to any determinations that were pure change of ownership applications, as is the case in this appeal. The Committee considered that other routine or excepted applications that do not mandate the removal of the existing owner should, by necessity, be treated entirely differently to the current appeal. The Committee considered that if there was any possibility for the continued service provision by the existing contractor this would result in it requiring the application to be refused. The Committee also considered that each change of ownership needed to be considered on its own facts as there may be certain circumstances that lead to it being reasonable to determine that Regulation 31(2)(b) is satisfied and the application should be refused.
- 7.25 The Committee considered that there could not be two contractors simultaneously providing pharmaceutical services from the same premises as a result of a change of ownership application. The Committee therefore concluded that it would not be reasonable to treat the services proposed to be provided by NRH Regent Health Group Ltd as part of the same service as those currently provided by United Healthcare Group Ltd for the purposes of Regulation 31(2)(b). Accordingly, the Committee determined that the application did not fall to be refused under Regulation 31.
- 7.26 Pursuant to paragraph 9(1)(a) of Schedule 3 to the Regulations, the Committee may:
- 7.26.1 confirm the Commissioner’s decision;

7.26.2 quash the Commissioner's decision and redetermine the application;

7.26.3 if it considers that there should be a further notification to the parties to make representations, quash the Commissioner's decision and remit the matter to the Commissioner.

7.27 The Committee went on to consider whether there should be a further notification to the parties as detailed at paragraph 19 of Schedule 2 of the Regulations to allow them to make representations if they so wished (in which case it would be appropriate to remit the matter to the Commissioner) or whether it was preferable for the Committee to redetermine the application, in relation to Regulation 26(1). However, as a change of ownership application under Regulation 26(1) is not a notifiable application, then paragraph 19 of Schedule 2 of the Regulations did not apply to this appeal. Consequently, paragraph 9(1)(a)(iii) did not apply and the Committee was unable to remit the decision to the Commissioner.

7.28 Given that the Committee had found that the application should not have been refused under Regulation 31 on account of new information made available after the Commissioner's decision, the Committee determined that the decision of the Commissioner must be quashed. The Committee noted that, although the Commissioner had refused the application under Regulation 31, it had gone on to consider Regulation 26(1) within its determination. The Committee therefore proceeded to consider Regulation 26(1).

7.29 The Committee noted Regulation 26(1) (*Change of ownership applications*) of the Regulations, which reads:

"Section 129(2A) of the 2006 Act (regulations as to pharmaceutical services) does not apply to an application from a person who is not included in a pharmaceutical list for inclusion in the list, or from a person included in a pharmaceutical list for inclusion in that list also in respect of other premises than those already listed in relation to that person, if-

- (a) *the applicant (X) is undertaking to provide pharmaceutical services at or from premises-*
 - (i) *that are already listed chemist premises, and*
 - (ii) *at or from which another person (Y) is providing pharmaceutical services;*
- (b) *X is proposing to carry on at or from the listed chemist premises, in place of Y, the business in the course of which Y is providing pharmaceutical services at or from those premises;*
- (c) *X is undertaking to provide the same pharmaceutical services as those that Y is providing; and*
- (d) *the provision of pharmaceutical service at or from the premises will not be interrupted (except for such period as NHS England may for good cause allow)."*

- 7.30 The Committee noted that the Regulations are specific in the conditions an applicant must satisfy, if its proposed change of ownership is to succeed.
- 7.31 The Committee has considered each of these paragraphs in turn, applying them to the information provided in the Application Form, unless (in relation to any of those paragraphs) the Applicant has provided amended/updated information.

Regulation 26(1)(a)

- 7.32 The Committee noted there is no dispute that the application is in respect of listed chemist premises at Unit 1, Warren Court, Warren Lane, Leicester Forest East, LE3 3LW at which United Healthcare Group Ltd is providing pharmaceutical services.
- 7.33 The Committee was satisfied that this was sufficient for the purposes of paragraph (a).

Regulation 26(1)(b)

- 7.34 The Committee noted the Applicant is proposing to carry on at the listed premises in place of United Healthcare Group Ltd, the business in the course of which United Healthcare Group Ltd is providing pharmaceutical services at those premises.
- 7.35 The Committee was satisfied that this was sufficient for the purposes of paragraph (b).

Regulation 26(1)(c)

- 7.36 The Committee noted the Applicant intends to provide the services as those provided by the existing pharmacy.
- 7.37 The Committee was satisfied that this was sufficient for the purposes of paragraph (c).

Regulation 26(1)(d)

- 7.38 On the information before it, the Committee was satisfied that were the actual change of ownership to take place, no interruption, as described in paragraph (d), would occur.

Consequences of satisfying paragraphs (a) to (d) of Regulation 26(1)

- 7.39 Being satisfied of the various matters set out in Regulation 26(1), the Committee considered that the application should be granted.

8 Decision

- 8.1 The Committee quashes the decision of the Commissioner and re-determines the application.

- 8.2 The Committee concluded that it was not required to refuse the application under the provisions of Regulation 31.
- 8.3 The Committee has determined that it should be granted on the following basis:
 - 8.3.1 the Applicant is proposing to continue in place of the existing contractor, the business in the course of which that contractor is providing pharmaceutical services at or from the same premises;
 - 8.3.2 they can provide the same pharmaceutical services as those that the existing contractor is providing; and
 - 8.3.3 that the provision of pharmaceutical services will not be interrupted (except for such period as the Commissioner may for good cause allow).
- 8.4 The application is granted.

Case Manager
Primary Care Appeals