Company Registration No. 02768075 (England and Wales)

FAMILY CARE HOMES LIMITED ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2009

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CONTENTS

	rage
Directors' report	1 - 3
Auditors' report	4
Abbreviated profit and loss account	5
Abbreviated balance sheet	6
Cash flow statement	7
Notes to the cash flow statement	8 - 9
Notes to the abbreviated accounts	10 - 19

DIRECTORS' REPORT

For the year ended 30 June 2009

Company Registration No. 02768075 (England and Wales)

The directors present their report and financial statements for the year ended 30 June 2009.

Principal activities

The principal activity of the company is that of the provision of care and accommodation to adults with learning disabilities living in the community.

Review of the business

The results for the year which are set out in the profit and loss account, show operating profit of £408,844 (2008: £327,358).

The company has tangible fixed assets and intangible assets valued in the financial statements at net book value amounting to £5,226,064 (2008: £4,686,433) and £805,065 (2008: £850,743) respectively.

The directors would like to report that a professional valuation of the business was carried out in November 2008.

The directors are very pleased to report an increase in the value of the business, following an active and sustained improvement and development campaign.

The valuation report detailed the following valuations:

£11,230,000 being the market values of the freehold property owned by the company, on the assumption that they are fully operational and equipped entities having regard to trading potential.

£4,615,000 being the market values of the freehold property, in the event that they continued to be owned by the company, but without being operational and equipped without regard to trading potential.

The difference in these two values demonstrates the significant value that has been created in the company's trade during its campaign to improve and develop.

The directors intend for the company to continue to trade and prosper and are of the opinion that the £11,230,000 valuation is a fair reflection of the value of the company at the time the valuation was carried out.

The directors are of the opinion that further value will be added as part of the continual drive to develop and provide high quality care.

Principal risks

The management of the business and the execution of the company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the company are considered to relate to the continued provision of adequate government funding.

The directors consider the result for the year end and the financial position at the year end to be satisfactory.

Key performance indicators

Given the nature of the business, the company's directors are of the opinion that key performance indicators are important. The company uses a number of indicators to monitor and improve development, performance or the position of the business. Indicators are reviewed and altered to meet changes both in the internal and external environments. The directors do not consider the inclusion of an analysis using key performance indicators to be necessary to assist users of the financial statements in their understanding of the financial performance or position of the company.

DIRECTORS' REPORT (CONTINUED)

For the year ended 30 June 2009

Future developments

The external environment is expected to remain competitive going forward, however the directors remain confident that the company's profitability for 2010 is expected to be significantly improved.

Financial instruments

The company does not actively use financial instruments as part of its financial risk management. It is exposed to the usual credit risk and cash flow risk associated with selling on credit and manages this through credit control procedures and by taking out credit insurance. The nature of its financial instruments means that they are subject to price risk and liquidity risk.

Directors

The following directors have held office since 1 July 2008:

E A Haring A M Harrison

Auditors

Hazlewoods LLP were reappointed auditors to the company and have expressed their willingness to continue in office.

DIRECTORS' REPORT (CONTINUED)

For the year ended 30 June 2009

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' 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). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's 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.

Statement of disclosure to auditors

- (a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and
- (b) they 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 auditors are aware of that information.

On behalf of the board

A M Harrison

Director

INDEPENDENT AUDITORS' REPORT TO Family Care Homes Limited

UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages 5 to 19, together with the financial statements of Family Care Homes Limited for the year ended 30 June 2009 prepared under section 396 of the Companies Act 2006.

This report is made solely to the company in accordance with section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to them in an auditors' report on abbreviated accounts 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Norman Webber (Senior Statutory Auditor)
For and on behalf of Hazlewoods LLP

Chartered Accountants and Statutory Auditor

12 Minney and

Windsor House Bayshill Road Cheltenham Gloucestershire GL50 3AT

ABBREVIATED PROFIT AND LOSS ACCOUNT

For the year ended 30 June 2009

	Notes	2009 £	2008 £
	Notes	ž.	£
Gross profit		1,881,912	1,791,173
Administrative expenses		(1,473,068)	(1,463,815)
Operating profit	2	408,844	327,358
Write-off of intra group loan accounts	2	-	(430,105)
Profit/(loss) on ordinary activities before interest	e	408,844	(102,747)
Interest receivable		2,872	5,841
Interest payable	4	(273,346)	(424,255)
Profit/(loss) on ordinary activities before taxation	e	138,370	(521,161)
Tax on profit/(loss) on ordinary activities	5	(56,873)	(6,053)
Profit/(loss) for the year	14	81,497	(527,214)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

ABBREVIATED BALANCE SHEET

As at 30 June 2009

		20	109	20	08
	Notes	£	£	£	£
Fixed assets					·
Intangible assets	6		805,065		850,743
Tangible assets	7		5,226,064		4,686,433
			6,031,129		5,537,176
Current assets					
Debtors	8	331,573		362,828	
Cash at bank and in hand		456,174		327,004	
G 19	_	787,747		689,832	
Creditors: amounts falling due within one year	9	(559,281)		(668,399)	
Net current assets/(liabilities)			228,466		21,433
Total assets less current liabilities			6,259,595		5,558,609
Creditors: amounts falling due after more than one year	10		(6,943,897)		(6,324,408)
			(684,302)		(765,799)
Capital and reserves					
Called up share capital	13		100		100
Profit and loss account	14		(684,402)		(765,899)
Shareholders' funds	15		(684,302)		(765,799)

These abbreviated accounts have been prepared in accordance with the special provisions in section 445(3) of the Companies Act 2006 relating to medium-sized companies.

Approved by the Board and authorised for issue on Missing

A M Harrison

b

Director

CASH FLOW STATEMENT

	£	2009 £	£	2008 £
Net cash inflow from operating activities		601,501		517,867
Returns on investments and servicing of finance				
Interest received	2,872		5,841	
Interest paid	(273,346)		(424,255)	
Net cash outflow for returns on investments and servicing of finance		(270,474)		(418,414)
Taxation		(7,919)		-
Capital expenditure				
Payments to acquire tangible assets	(683,893)		(499,438)	
Receipts from sales of tangible assets	900		-	
Net cash outflow for capital expenditure		(682,993)		(499,438)
Net cash (outflow)/inflow before management of				
liquid resources and financing		(359,885)		(399,985)
Financing				
New long term bank loan	573,208		681,100	•
Repayment of long term bank loan	(21,421)		(15,974)	
Capital element of hire purchase contracts	(75,110)		(52,407)	
Net cash inflow from financing		476,677		612,719
Increase in cash in the year		116,792		212,734

NOTES TO THE CASH FLOW STATEMENT

1]	Reconciliation of operating profit to net cash	inflow from operatin	g activities	2009 £	2008 £
(Operating profit			408,844	327,358
]	Depreciation of tangible assets			205,940	218,438
	Amortisation of intangible assets			45,678	45,678
]	Profit on disposal of tangible assets			(900)	-
((Increase)/decrease in debtors			(4,659)	(40,402)
.]	Decrease in creditors within one year			(57,540)	(37,611)
	Amortisation of debt costs			4,138	4,406
]	Net cash inflow from operating activities			601,501	517,867
2 .	Analysis of net debt	1 July 2008	Cash flow	Other non- cash changes	30 June 2009
		£	£	£	£
]	Net cash:				
(Cash at bank and in hand	327,004	129,170	-	456,174
]	Bank overdrafts	<u>-</u>	(12,378)		(12,378)
		327,004	116,792	-	443,796
	Bank deposits Debt:	-			_
]	Finance leases	(114,339)	75,110	(61,678)	(100,907)
]	Debts falling due within one year	(92,048)	21,421	61,631	(8,996)
]	Debts falling due after one year	(6,267,389)	(573,208)	(65,769)	(6,906,366)
		(6,473,776)	(476,677)	(65,816)	(7,016,269)
	Net debt	(6,146,772)	(359,885)	(65,816)	(6,572,473)

NOTES TO THE CASH FLOW STATEMENT (CONTINUED)

3	Reconciliation of net cash flow to movement in net debt	2009	2008
		£	£
	Increase in cash in the year	116,792	212,734
	Cash inflow from increase in debt and lease financing	(476,677)	(634,546)
	Change in net debt resulting from cash flows	(359,885)	(421,812)
	Other non cash changes	(65,816)	(28,233)
	Movement in net debt in the year	(425,701)	(450,045)
	Opening net debt	(6,146,772)	(5,696,727)
	Closing net debt	(6,572,473)	(6,146,772)
	Closing net debt	(6,572,473)	(6,146,77

NOTES TO THE ABBREVIATED ACCOUNTS

For the year ended 30 June 2009

1 Accounting policies

1.1 Accounting convention

The financial statements have been prepared under the historical cost convention, adopting the following principal accounting policies all of which are in accordance with applicable Accounting Standards.

1.2 Going concern

The directors have prepared projections which demonstrate the company's ability to continue as a going concern and the financial statements have been drafted on the going concern basis which assumes that it will continue in operation for the foreseeable future.

1.3 Turnover

Turnover represents amounts receivable for the provision of care and accommodation. Where the amount received relates to a period which covers the balance sheet date, the amount is apportioned over the period to which it relates.

1.4 Goodwill

Goodwill, including that attributable to the acquisition of subsidiary undertakings, is capitalised and is being written off over a period of 20 years. This period is considered by the directors to be the useful economic life of the goodwill.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Freehold buildings 2% on cost
Fixtures and fittings 20% on cost
Office equipment 20% on cost
Motor vehicles 25% on cost

Freehold land is not depreciated.

1.6 Leasing and hire purchase commitments

Rentals payable under operating leases are charged against income in accordance with the terms of the leases.

Assets acquired under hire purchase contracts are capitalised as tangible assets and depreciated over their useful lives. The interest element of these obligations is charged to the profit and loss account over the relevent period. The capital element is treated as a liability.

1.7 Pensions

The company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable.

1.8 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

2	Operating profit	2009	2008
		£	£
	Operating profit is stated after charging:		4.5.550
	Amortisation of intangible assets	45,678	45,678
	Depreciation of tangible assets	205,940	218,438
	Directors emoluments	175,900	160,677
	Auditors' remuneration (including expenses and benefits in kind)	6,500	6,500
	and after crediting:		
	Profit on disposal of tangible assets	(900)	•
3	Investment income	2009	2008
		£	£
	Bank interest	2,858	5,841
	Other interest	14	-
		2,872	5,841
4		***	•••
4	Interest payable	2009	2008
		£	£
	On overdrafts	6,871	1,687
	On bank loans	255,641	409,830
	Hire purchase interest	8,781	12,738
	On overdue tax	365	-
	Other interest	1,688	-
		273,346	424,255

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

For the year ended 30 June 2009

Taxation	2009	2008
Domestic current year tax	£	£
U.K. corporation tax	20,867	1,183
Adjustment for prior years	92	-
Current tax charge	20,959	1,183
Deferred tax		
Deferred tax charge	35,914	4,870
	56,873	6,053
Factors affecting the tax charge for the year		
Profit/(loss) on ordinary activities before taxation	138,370	(521,161)
Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21.00% (2008 - 20.00%)	29,058	(104,232)
Effects of:		
Non deductible expenses (mainly depreciation of fixed assets and amortisation of	f goodwill) 56,035	53,042
Write-off of intra-group loan accounts	-	86,021
Capital allowances	(22,588)	(19,975)
Tax losses utilised	(41,638)	(13,687)
Adjustment for prior years	92	•
Change in tax rate from 20% to 21% on 1 April 2008	-	14
	(8,099)	105,415
Current tax charge	20,959	1,183

The company has estimated losses of £ nil (2008 - £ 204,564) available for carry forward against future trading profits.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

6	Intangible fixed assets	
		Goodwill
		£
	Cost	
	At 1 July 2008 & at 30 June 2009	942,612
	Amortisation	-
	At 1 July 2008	91,869
	Charge for the year	45,678
	At 30 June 2009	137,547
	Net book value	
	At 30 June 2009	805,065
	At 30 June 2008	850,743

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

For the year ended 30 June 2009

	Freehold				
	buildings	Fixtures and fittings	Office equipment	Motor vehicles	Total
	£	£	£	£	£
t					
July 2008	4,634,825	245,372	66,705	288,826	5,235,728
itions	612,757	13,118	57,518	62,178	745,571
oosals	-	-	-	(12,332)	(12,332)
0 June 2009	5,247,582	258,490	124,223	338,672	5,968,967
reciation					
July 2008	159,528	155,802	34,146	199,819	549,295
lisposals	•	-	-	(12,332)	(12,332)
rge for the year	53,685	51,682	22,909	77,664	205,940
0 June 2009	213,213	207,484	57,055	265,151	742,903
book value					
0 June 2009	5,034,369	51,006	67,168	73,521	5,226,064
0 June 2008	4,475,297	89,570	32,559	89,007	4,686,433
li rg O	sposals ge for the year June 2009 ook value June 2009	sposals ge for the year June 2009 213,213 cook value June 2009 5,034,369	sposals ge for the year 53,685 51,682 June 2009 213,213 207,484 sook value June 2009 5,034,369 51,006	sposals ge for the year 53,685 51,682 22,909 June 2009 213,213 207,484 57,055 cook value June 2009 5,034,369 51,006 67,168	sposals ge for the year 53,685 51,682 22,909 77,664 June 2009 213,213 207,484 57,055 265,151 cook value June 2009 5,034,369 51,006 67,168 73,521

Included above are assets held under finance leases or hire purchase contracts as follows:

	Motor vehicles
NY a baseline a Paris	£
Net book values	
At 30 June 2009	55,209
At 30 June 2008	64,584
Depreciation charge for the year	
At 30 June 2009	71,054
At 30 June 2008	55,634

Fixed assets include £1,390,448 (2008: £1,574,275) in respect of land which is not subject to depreciation.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

For the year ended 30 June 2009

8	Debtors	2009	2008
		£	£
	Trade debtors	267,137	286,637
	Other debtors	22,568	28,765
	Prepayments and accrued income	34,272	3,916
	Deferred tax asset (see note 11)	7,596	43,510
		331,573	362,828
9	Creditors: amounts falling due within one year	2009	2008
9	Creditors: amounts falling due within one year	2009 £	2008 £
9	Creditors: amounts falling due within one year Bank loans and overdrafts		
9	Bank loans and overdrafts Net obligations under hire purchase contracts	£ 21,374 63,376	92,048 57,320
9	Bank loans and overdrafts	£ 21,374	£ 92,048
9	Bank loans and overdrafts Net obligations under hire purchase contracts Trade creditors Corporation tax	£ 21,374 63,376	92,048 57,320
9	Bank loans and overdrafts Net obligations under hire purchase contracts Trade creditors	21,374 63,376 107,431	92,048 57,320 107,328
9	Bank loans and overdrafts Net obligations under hire purchase contracts Trade creditors Corporation tax	21,374 63,376 107,431 20,867	92,048 57,320 107,328 7,827
9	Bank loans and overdrafts Net obligations under hire purchase contracts Trade creditors Corporation tax Other taxes and social security costs	21,374 63,376 107,431 20,867 48,521	92,048 57,320 107,328 7,827 53,337
9	Bank loans and overdrafts Net obligations under hire purchase contracts Trade creditors Corporation tax Other taxes and social security costs Directors' current accounts	21,374 63,376 107,431 20,867 48,521 16,875	92,048 57,320 107,328 7,827 53,337 20,867

The bank loan and overdraft are secured as detailed in note 10.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

For the year ended 30 June 2009

I	Creditors: amounts falling due after more than one year	2009	2008
		£	£
	Bank loans	6,906,366	6,267,389
	Net obligations under hire purchase contracts	37,531	57,019
		6,943,897	6,324,408
	Analysis of loans		
	Wholly repayable within five years	6,915,362	6,359,437
	Included in current liabilities	(8,996)	(92,048)
		6,906,366	6,267,389
	Loan maturity analysis		
	In more than one year but not more than two years	383,199	155,927
	In more than two years but not more than five years	5,988,995	628,232
	In more than five years	534,172	5,483,230
			

The bank loans are secured by way of a fixed and floating charge over all the current and future assets of the company and by way of an intercompany guarantee with Family Care Homes (Holdings) Limited.

Included within bank loans is a loan of £46,566 (2008: £54,212) (excluding costs of debt) with an interest rate of 7.5% fixed, being repayable in full by 2015.

Included within bank loans are loans totalling £6,322,298 (2008: £6,340,000) (excluding costs of debt) with interest rates of 1.50% above LIBOR (2008: rate of 1.25% above the Bank of England base rate), being repayable in equal monthly capital repayments from January 2010 to March 2014 when a final lump sum repayment is due.

Included within bank loans is a loan totalling £250,000 (2008: £nil) (excluding costs of debt) with an interest rate of 2.65% above the Bank of England base rate being repayable in equal monthly instalments from March 2010 to May 2029.

Included within bank loans is a loan totalling £326,446 (2008: £nil) (excluding costs of debt) with an interest rate of 1.85% above the Bank of England base rate being repayable in equal monthly instalments from January 2010 to January 2029.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

11	Provisions for liabilities		
	The deferred tax asset (included in debtors, note 8) is made up as follows:	2009	
		£	
	Balance at 1 July 2008	(43,510)	
	Profit and loss account	35,914	
	Balance at 30 June 2009	(7,596)	
		2009	2008
		£	£
	Decelerated capital allowances Tax losses available	(7,596)	1,494 (45,004)
	Tax 1033e3 available		
		(7,596)	(43,510)
12	Pension and other post-retirement benefit commitments Defined contribution		
		2009	2008
		£	£
	Contributions payable by the group for the year	3,233	3,236
13	Share capital	2009 £	2008 £
	Authorised	~	~
	100 Ordinary shares of £1 each	100	100
	Allotted, called up and fully paid		
	100 Ordinary shares of £1 each	100	100

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

For the year ended 30 June 2009

14	Statement of movements on profit and loss account		
		P	rofit and loss
			account
		•	£
	Balance at 1 July 2008		(765,899)
	Profit for the year		81,497
	Balance at 30 June 2009		(684,402)
15	Reconciliation of movements in shareholders' funds	2009	2008
		£	£
	Profit/(Loss) for the financial year	81,497	(527,214)
	Opening shareholders' funds	(765,799)	(238,585)
	Closing shareholders' funds	(684,302)	(765,799)

16 Contingent liabilities

The company has a contingent liability in respect of composite cross guarantees given to its bankers on any bank overdrafts and bank loans of Family Care Homes (Holdings) Limited and Beach House Kingsdown Limited.

17	Directors' emoluments	2009	2008
		£	£
	Emoluments for qualifying services	175,900	160,677

18 Transactions with directors

At 30 June 2009, E A Haring was owed £9,861 (2008: £10,454) and A M Harrison was owed £7,014 (2008: £10,454) by the company. The loans have no fixed repayment terms. Interest of £1,015 and £873 was payable on the loans at a commercial rate.

During the year, rent of £105,365 (2008: £76,580) was paid in respect of the certain properties used by the company as part of its trade, which are owned by the directors.

NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

For the year ended 30 June 2009

19 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

was.	2009 Number	2008 Number
Care and domestic staff	158	153
Administration staff	10	9
	168	162
Employment costs	2009	2008
	£	£
Wages and salaries	2,499,184	2,256,328
Social security costs	178,111	166,023
Other pension costs	35,225	33,050
	2,712,520	2,455,401

20 Control

The company's parent company is Family Care Homes (Holdings) Limited. The company is controlled by the directors of Family Care Homes (Holdings) Limited who are also directors of this company.