

ACK

**Westminster Beaumont Properties (Edgbaston)
Limited**

**Directors' report and financial
statements**

Registered number 2839879

31 December 2006

FRIDAY



A42 *A0239SDT* 530
24/08/2007
COMPANIES HOUSE

Contents

Company information	1
Directors' report	2
Statement of directors' responsibilities in respect of the directors' report and the financial statements	3
Independent auditors' report to the members of Westminster Beaumont Properties (Edgbaston) Limited	4
Profit and loss account	6
Reconciliation of movements in equity shareholders' funds	6
Balance sheet	7
Notes	8

Company information

Directors	Michael Parsons David Duncan Jon Hather Owen McGartoll
Secretary	Jon Hather
Auditors	KPMG LLP Plym House 3 Longbridge Road Marsh Mills Plymouth PL6 8LT
Bankers	Royal Bank of Scotland London Corporate Services 2½ Devonshire Square London EC2M 4XJ
Solicitors	Berwin Leighton Paisner Adelaide House London Bridge London EC4R 9HA
Registered office	Suite 201 The Chambers Chelsea Harbour London SW10 0XF
Registered number	2839879

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2006

Principal activities

The company's principal activity is the sale of highly sheltered housing to the frail and elderly on long leases. Care and property services are provided by other group companies.

Business review

The results for the year are set out in the profit and loss account on page 6. The directors are satisfied with the company's result.

Dividends

No dividends were paid during the year (2005 £nil)

Future prospects

The directors expect the general level of activity in the healthcare sector, and hence the demand for highly sheltered housing, to increase.

Directors and directors' interests

The directors who held office during the year and to the date of this report were as follows:

M Parsons
D Duncan
J Hather
O McGartoll (appointed 23 October 2006)

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Pursuant to a shareholders' resolution, the company is not obliged to reappoint its auditors annually and KPMG LLP will therefore continue in office.

By order of the board



J Hather
Director

Suite 201
The Chambers
Chelsea Harbour
London
SW10 0XF

29 June 2007

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to 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 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities



KPMG LLP

Plym House
3 Longbridge Road
Plymouth
PL6 8LT
United Kingdom

Independent auditors' report to the members of Westminster Beaumont Properties (Edgbaston) Limited

We have audited the financial statements of Westminster Beaumont Properties (Edgbaston) Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Reconciliation of movements in shareholders' funds and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the members of Westminster Beaumont Properties (Edgbaston) Limited *(continued)*

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

KPMG LLP
KPMG LLP
Chartered Accountants
Registered Auditor

29 June 2007

Profit and loss account

Year ended 31 December 2006

	¹¹ Note	2006 £000	2005 £000
Turnover	1	355	615
Cost of sales		(300)	(513)
Gross profit		55	102
Administrative expenses		(1)	-
Operating profit		54	102
Interest receivable and similar income		3	3
Profit on ordinary activities before taxation	2	57	105
Tax on profit on ordinary activities	4	(30)	(34)
Profit for the financial year	10	27	71

All items derive from continuing operations

There is no difference between the results as stated above and the results on a historical cost basis

There were no recognised gains and losses other than those shown in the profit and loss account for the current and preceding financial years

Reconciliation of movements in equity shareholders' funds

for the year ended 31 December 2006

	2006 £000	2005 £000
Profit for the financial year	27	71
Opening shareholders' funds	370	299
Closing shareholders' funds	397	370

Balance sheet
at 31 December 2006

		2006	2005
	Note	£000	£000
Fixed assets			
Tangible assets	5	118	119
Current assets			
Stocks	6	467	492
Debtors	7	874	445
Cash at bank and in hand		-	248
		<u>1,341</u>	<u>1,185</u>
Creditors: amounts falling due within one year	8	<u>(1,062)</u>	<u>(934)</u>
Net current assets		<u>279</u>	<u>251</u>
Net assets		<u>397</u>	<u>370</u>
Capital and reserves			
Called up share capital	9	-	-
Profit and loss account	10	397	370
Equity shareholder's funds		<u>397</u>	<u>370</u>

These financial statements were approved by the board of directors on 29 June 2007 and were signed on its behalf by



D Duncan
 Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards under the historical cost accounting rules. The principal accounting policies adopted by the directors are described below

Under FRS 1 (Revised) the company is exempt from the requirement to produce a cash flow statement due to the ultimate undertaking registered in England and Wales, Barchester Healthcare Limited including the company in its own published consolidated financial statements

As the company is a wholly owned subsidiary of Barchester Healthcare Limited the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of Barchester Healthcare Limited, within which the company is included, can be obtained from the address given in note 13

Turnover

Turnover represents sales of highly sheltered property. Sales are recognised on completion

Depreciation

Depreciation is provided to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows

Freehold buildings - 25 years

No depreciation is provided on freehold land

Stocks

Stocks are stated at the lower of cost and net realisable value. In determining the cost of raw materials, consumables and goods purchased for resale, the weighted average purchase price is used. For work in progress and finished goods cost is taken as production cost, which includes an appropriate proportion of attributable overheads

Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised without discounting, in respect of all timing differences which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19

Notes (continued)

2 Profit on ordinary activities before taxation

	2006 £000	2005 £000
<i>Profit on ordinary activities before taxation is stated after charging:</i>		
Depreciation and other amounts written off tangible fixed assets - owned	1	2

Auditors' remuneration

	2006 £000	2005 £000
Audit	4	4

The remuneration of the auditors in respect of services provided to the company in the current and prior financial years was borne by another group company. The amount above is management's best estimate of the proportion relating to the company.

3 Remuneration of directors

The company had no employees other than directors. The directors received no emoluments for services to the company during the year (2005 £nil). The directors received remuneration for services to Grove Limited of which Westminster Beaumont Properties (Edgbaston) Limited is a subsidiary undertaking, however the proportion attributable to their services to Westminster Beaumont Properties (Edgbaston) Limited is not separately identifiable.

4 Tax on profit on ordinary activities

	2006 £000	2005 £000
<i>Current taxation</i>		
Corporation tax	-	32
Adjustments in respect of prior periods	(3)	2
<i>Total current taxation</i>	(3)	34
<i>Deferred taxation</i>		
Adjustments in respect of prior years	33	-
<i>Total deferred taxation</i>	33	-
Tax on profit on ordinary activities	30	34

Notes (continued)

4 Tax on profit on ordinary activities (continued)

The current tax charge for the period is lower than (2005 higher than) the standard rate of corporation tax in the UK (30%, 2005 30%) The differences are explained below

	2006 £000	2005 £000
Profit on ordinary activities before tax	57	105
	<hr/>	<hr/>
Tax on profit on ordinary activities at standard rate	17	32
<i>Factors affecting charge for the year</i>		
Group relief	(17)	-
Adjustments in respect of prior years	(3)	2
	<hr/>	<hr/>
Total current tax (credit)/charge (see above)	(3)	34
	<hr/>	<hr/>

5 Tangible fixed assets

	Freehold land and buildings £000
<i>Cost</i>	
At beginning and end of the year	125
	<hr/>
<i>Depreciation</i>	
At beginning of the year	6
Charge for the year	1
	<hr/>
At end of the year	7
	<hr/>
<i>Net book value</i>	
At 31 December 2006	118
	<hr/>
At 31 December 2005	119
	<hr/>

6 Stocks

	2006 £000	2005 £000
Assets for resale	467	492
	<hr/>	<hr/>

Stock comprises close care units which have been developed by the company and are held for resale

Notes (continued)

7 Debtors

	2006 £000	2005 £000
Deferred tax asset	-	32
Amounts due from group undertakings	874	413
	<u>874</u>	<u>445</u>

Amounts due from group undertakings stated above are legally due on demand and are thus recoverable within one year although it is not expected that the demand would be made or that these amounts will be received within the next year

8 Creditors: amounts falling due within one year

	2006 £000	2005 £000
Amounts owed to group undertakings	985	886
Corporation tax	1	32
Group relief payable	42	14
Accruals and deferred income	34	2
	<u>1,062</u>	<u>934</u>

9 Called up share capital

	2006 £	2005 £
Authorised		
1,000 (2005 1,000) ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		
2 (2005 2) ordinary shares of £1 each	2	2

10 Reserves

	Profit and loss account £000
At beginning of year	370
Profit for the financial year	27
	<u>397</u>
At end of year	<u>397</u>

Notes (continued)

11 Contingent liabilities

The company has sold retirement apartments under arrangements which entitle the purchaser to require repurchase of the apartments, in certain circumstances, at the higher of a discount to the cost or a discount to the market value. As at 31 December 2006 the total repurchase commitment notified to the company was £nil (2005 £77,000) the total potential obligation is estimated at £815,000 (2005 £800,000). The directors do not estimate any impairment of the recoverable value of the underlying properties and consequently are of the opinion that no loss should accrue to the company in the event that the repurchase commitment crystallises.

12 Related Party Disclosures

The company is controlled by Barchester Healthcare Limited, by which it is 100% owned. The Ultimate controlling party is Grove Limited which is the company's ultimate parent undertaking.

The company has taken advantage of the exemption conferred by FRS 8 and does not disclose transactions with its related parties.

13 Immediate and ultimate parent undertaking

The immediate parent undertaking is Westminster Securitisation Limited.

The ultimate UK parent undertaking is Barchester Healthcare Limited, a company incorporated in Great Britain and registered in England and Wales. The consolidated accounts of this company are available to the public and may be obtained from:

Suite 201, The Chambers
Chelsea Harbour
London SW10 OXF

The ultimate parent undertaking is Grove Limited, a company registered in Jersey.