Registration number: 03306217

NORTHERN CARE HOMES LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD FROM 8 NOVEMBER 2021 TO 31 DECEMBER 2022

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Company Information

Directors C Ball

A Welsh C J Storr E H McNeill K J Maddin

Registered office C/O Browne Jacobson Llp (CS) 15th Floor

103 Colmore Row Birmingham

England B3 3AG

Auditors Hazlewoods LLP

Windsor House Bayshill Road Cheltenham GL50 3AT

Directors' Report for the Period from 8 November 2021 to 31 December 2022

The directors present their report and the financial statements for the period from 8 November 2021 to 31 December 2022.

Directors of the company

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

C Ball (appointed 8 November 2021)

A Welsh (appointed 8 November 2021)

C J Storr (appointed 8 November 2021)

E H McNeill (appointed 8 November 2021)

K J Maddin (appointed 8 November 2021)

C Tilley (ceased 8 November 2021)

L F Tilley (ceased 8 November 2021)

Principal activity

The principal activity of the company is the provision of residential nursing care facilities.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Appointment of auditors

Hazlewoods LLP were appointed as auditors to the company during the period and have expressed their willingness to continue in office.

Small companies provision statement

This report has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

Approved by the Board on 27 September 2023 and signed on its behalf by:

C J Storr Director

Statement of Directors' Responsibilities

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). 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 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.

Independent Auditor's Report to the Members of Northern Care Homes Limited

Opinion

We have audited the financial statements of Northern Care Homes Limited (the 'company') for the period from 8 November 2021 to 31 December 2022, which comprise the Profit and Loss Account, 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 FRS 102 Section 1A '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 December 2022 and of its profit for the period 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 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.

Other matter

The corresponding figures for the period from 1 February 2021 to 7 November 2021 shown in the financial statements are derived from the financial statements prepared for that period that were not audited.

Conclusions relating to going concern

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.

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 original financial statements were authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections 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 matter 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 Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and

• the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

Independent Auditor's Report to the Members of Northern Care Homes Limited

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take

 advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a

Responsibilities of directors

Strategic Report.

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, 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 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.

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

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 ISA's (UK).

In identifying and assessing risks of material misstatement in respect of fraud, including irregularities and non-compliance with laws and regulations, our procedures included the following:

- We obtained an understanding of the legal and regulatory frameworks applicable to the company financial statements or that had a fundamental effect on the company's operations.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur.

Audit procedures performed by the engagement team included:

- Identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud;
- Understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process. Detailed analysis of journals posted through the accounting system during the period to 31 December 2022 has been undertaken;
- Understanding the controls in place to prevent and detect fraud. Reliance was not placed on controls for the entirety of the audit, instead taking a substantive testing approach.
- · Challenging assumptions and judgements made by management in its significant accounting estimates.

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

Independent Auditor's Report to the Members of Northern Care Homes Limited

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.

Simon Worsley (Senior Statutory Auditor)
For and on behalf of Hazlewoods LLP, Statutory Auditor
Windsor House
Bayshill Road
Cheltenham
GL50 3AT

27 September 2023

Profit and Loss Account for the Period from 8 November 2021 to 31 December 2022

	Note	8 November to 31 December 2022 £	Unaudited 1 February 2021 to 7 November 2021 £
Turnover		2,082,939	1,273,340
Cost of sales	_	(1,176,549)	(715,446)
Gross profit		906,390	557,894
Administrative expenses		(412,429)	(252,639)
Other operating income	_	<u>-</u>	66,085
Operating profit		493,961	371,340
Other interest receivable and similar income		12	26
Interest payable and similar expenses	_	<u>-</u>	(3,514)
Profit before tax		493,973	367,852
Taxation	<u>5</u> _	(28,985)	(73,839)
Profit for the financial period	_	464,988	294,013

The above results were derived from continuing operations.

The company has no other comprehensive income for the year.

(Registration number: 03306217) Balance Sheet as at 31 December 2022

		31 December 2022	Unaudited 7 November 2021
	Note	£	£
Fixed assets			
Tangible assets	<u>6</u>	1,577,134	1,442,106
Current assets			
Stocks		6,250	1,250
Debtors	<u>7</u>	1,939,889	1,173,383
Cash at bank and in hand	_	13,793	483,621
		1,959,932	1,658,254
Creditors: Amounts falling due within one year	<u>8</u>	(375,677)	(434,644)
Net current assets	_	1,584,255	1,223,610
Total assets less current liabilities		3,161,389	2,665,716
Deferred tax liabilities	<u>5</u>	(65,376)	(34,691)
Net assets	_	3,096,013	2,631,025
Capital and reserves			
Called up share capital	<u>10</u>	4	4
Profit and loss account		3,096,009	2,631,021
Total equity		3,096,013	2,631,025

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

Approved and authorised by the Board on 27 September 2023 and signed on its behalf by:

C J Storr Director

Statement of Changes in Equity for the Period from 8 November 2021 to 31 December 2022

	Share capital £	Profit and loss account £	Total £
At 8 November 2021	4	2,631,021	2,631,025
Profit for the period		464,988	464,988
At 31 December 2022	4	3,096,009	3,096,013
	Share capital £	Profit and loss account £	Unaudited Total £
At 1 February 2021	4	2,337,008	2,337,012
Profit for the period		294,013	294,013
At 7 November 2021	4	2,631,021	2,631,025

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

1 General information

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

The address of its registered office is: C/O Browne Jacobson Llp (CS) 15th Floor 103 Colmore Row Birmingham England B3 3AG

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

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

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A smaller entities - 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' and the Companies Act 2006 (as applicable to companies subject to the small companies' regime).

Basis of preparation

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

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

Disclosure of long or short period

The financial statements cover a period of 419 days. The accounting period has been lengthened to bring the year end in line with that of its ultimate parent undertaking, Autograph Care Group Holdings Limited.

Going concern

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

Judgements

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

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company. The company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities

Government grants

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

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

Tax

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

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

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

Tangible assets

Tangible assets are stated in the statement of financial position 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

Freehold land and buildings Furniture, fittings and equipment

Depreciation method and rate

0.2% straight line15% reducing balance

Trade debtors

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

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

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 all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

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.

Leases

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

Share capital

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

Defined contribution pension obligation

A defined contribution 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.

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

Financial instruments

Classification

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

Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Impairment

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

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

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

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

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

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

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

3 Staff numbers

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

Average number of employees	8 November 2021 to 31 December 2022 No. 51	Unaudited 1 February 2021 to 7 November 2021 No. 54
4 Auditors' remuneration		Unaudited
	2022 £	2021 £
Audit of the financial statements	8,220	

5 Taxation

Tax charged/(credited) in the profit and loss account

	8 November 2021 to 31 December 2022 £	Unaudited 1 February 2021 to 7 November 2021 £
Current taxation		
UK corporation tax	-	61,700
UK corporation tax adjustment to prior periods	(1,700)	
	(1,700)	61,700
Deferred taxation		
Arising from origination and reversal of timing differences	30,685	-
Arising from previously unrecognised tax loss, tax credit or temporary difference of prior periods	<u>-</u>	12,139
Total deferred taxation	30,685	12,139
Tax expense in the profit and loss account	28,985	73,839

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

Deferred tax

Deferred tax assets and liabilities

2022 Accelerated tax depreciation Short term timing differences	65,504 (128) 65,376
2021	£
Accelerated tax depreciation	34,691 34,691
	34,691
6 Tangible assets	
Furniture, Land and fittings and buildings equipment £ £	Total £
Cost	
	1,918,945
Additions 186,712	186,712
At 31 December 2022	2,105,657
Depreciation	
At 8 November 2021 24,101 452,738	476,839
Charge for the period 2,809 48,875	51,684
At 31 December 2022	528,523
Carrying amount	
At 31 December 2022 1,240,777 336,357	1,577,134
At 7 November 2021 1,243,586 198,520 1	1,442,106

Included within the net book value of land and buildings above is £1,240,777 (7 November 2021 - £1,243,586) in respect of freehold land and buildings.

7 Debtors

	Note	31 December 2022 £	Unaudited 7 November 2021 £
Trade debtors		57,317	28,215
Amounts owed by related parties		1,859,706	1,122,917
Other debtors		1,203	1,203
Prepayments		21,663	21,048

Notes to the Financial Statements for the Period from 8 November 2021 to 31 December 2022

8 Creditors

	Note	31 December 2022 £	Unaudited 7 November 2021 £
Due within one year			
Loans and borrowings	<u>9</u>	-	215,730
Trade creditors		58,336	44,639
Social security and other taxes		12,562	10,321
Outstanding defined contribution pension costs		869	-
Other creditors		131,299	70,445
Accrued expenses		112,611	31,809
Corporation tax liability		60,000	61,700
	_	375,677	434,644

9 Loans and borrowings

	2022 £	Unaudited 2021 £
Current loans and borrowings		
Bank borrowings		215,730

10 Share capital

Allotted, called up and fully paid shares

			Unaudited 7 November 20	21
	31 December 202	22		
	No.	£	No.	£
Ordinary shares of £1 each	4	4	4	4

11 Financial commitments, guarantees and contingencies

Amounts not provided for in the balance sheet

The company is part of a cross company guarantee to secure the bank borrowings of the company and the group totalling £5,742,500 (2021 - £Nil).

12 Parent and ultimate parent undertaking

The largest and samllets group for which consolidated financial statements have been prepared is that headed by Autograph Care Group Holdings Limited. Consolidated financial statements are available from Companies House, Crown Way, Cardiff, CF14 3UZ.

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.