

Registration number: 03353584

**WESTMINSTER HOMECARE LIMITED**

**DIRECTORS' REPORT AND CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**



## **WESTMINSTER HOMECARE LIMITED**

### **COMPANY INFORMATION**

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<b>Directors</b>	J M Patel S C Radia
<b>Secretary</b>	S M Patel
<b>Company number</b>	03353584
<b>Registered office</b>	Suite C, Symal House 423 Edgware Road London NW9 0HU
<b>Auditors</b>	Leftley Rowe and Company The Heights 59 – 65 Lowlands Road Harrow Middlesex HA1 3AW
<b>Bankers</b>	HSBC Bank Plc 584 High Road Wembley Middlesex HA0 2DB

# **WESTMINSTER HOMECARE LIMITED**

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# **WESTMINSTER HOMECARE LIMITED**

## **DIRECTORS' REPORT**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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The directors present their report together with the audited financial statements of the company and the group for the year ended 31 December 2012

### **Principal activities and review of the business**

The principal activity of the group during the year was the provision of home care and community support for older people and adults

The directors consider turnover and earnings before interest, tax, depreciation and amortisation (EBITDA) to be the main financial key performance indicators for the business. Turnover for the year was £25,427,065, an increase of 17% from £21,779,689 in 2011

EBITDA for 2012 was £3,047,683, an increase of 35% from £2,252,700 in 2011

The directors and all the employees continually strive to maintain the highest standards of quality which they consider an integral part of the group's service

### **Results and dividends**

The profit for the year, after taxation, is shown in the consolidated Profit and Loss account on page 6. There were no dividends paid or proposed during the year.

### **Financial risk management and objectives**

The group's financial instruments comprise predominantly cash, trade debtors, loans and various other debtors and creditors that arise directly from its operations.

The group has available a loan from a major shareholder to assist with working capital requirements where necessary. The directors therefore do not consider financial risks to be significant.

### **Employment policy**

The directors believe that it is important to recruit and retain capable and caring staff regardless of their sex, marital status, race or religion. It is the group's policy to give full and fair consideration to applications for employment from people who are disabled and to arrange appropriate training for employees who become disabled and to provide equal opportunities for the career development, training and promotion of disabled employees.

The directors also recognise that the continued position of the group in the health and social care industry depends on the quality and motivation of its employees and as such the group is committed to pursue employment policies which will continue to attract, retain and motivate its employees.

## **WESTMINSTER HOMECARE LIMITED**

### **DIRECTORS' REPORT (CONTINUED)**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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Good and effective employee communications are particularly important, and throughout the business it is the directors' policy to promote the understanding by all employees of the group's business aims and performance. This is achieved through a variety of communication approaches for each branch.

The directors take this opportunity to recognise the invaluable contribution made by our carers and management staff in providing and maintaining a very high quality of service throughout the year.

#### **Directors**

The directors who served during the year are as stated below:

J M Patel  
S C Radia

#### **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 the group and of the profit or loss of the group for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and 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;
- 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 group's transactions and disclose with reasonable accuracy at any time the financial position of the group 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 group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors of a company must, in determining how amounts are presented within items in the profit and loss account and balance sheet, have regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles and practice.

**WESTMINSTER HOMECARE LIMITED**

**DIRECTORS' REPORT (CONTINUED)**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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In so far as the directors are aware.

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

**Auditors**

Leftley Rowe & Company are deemed to be reappointed in accordance with Section 487(2) of the Companies Act 2006

This report was approved by the Board on 17 September 2013 and signed on its behalf by



**JM Patel**  
**Director**

## **WESTMINSTER HOMECARE LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF WESTMINSTER HOMECARE LIMITED**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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We have audited the financial statements of Westminster Homecare Limited for the year ended 31 December 2012, which comprise the Group Profit and Loss account, the Group and Parent Company Balance Sheets, the Group Cash Flow Statement and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors' 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**

As explained more fully in the Director's Responsibilities Statement (set out on pages 2 to 3), the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the group's and the parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' report and financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2012 and of the group's profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

**WESTMINSTER HOMECARE LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS  
OF WESTMINSTER HOMECARE LIMITED (CONTINUED)**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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**Opinion on other matters prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns, or
- certain disclosure of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



**James Rowe (senior statutory auditor)  
For and on behalf of Leftley Rowe and Company, Statutory Auditor**

**The Heights  
59 – 65 Lowlands Road  
Harrow  
Middlesex  
HA1 3AW**

**17 September 2013**



**WESTMINSTER HOMECARE LIMITED**  
**CONSOLIDATED PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

		<b>2012</b>	<b>2011</b>
	<b>Notes</b>	<b>£</b>	<b>£</b>
<b>Turnover</b>	<b>2</b>	<b>25,427,065</b>	<b>21,779,689</b>
Cost of sales		(16,799,752)	(14,302,466)
<b>Gross profit</b>		<b>8,627,313</b>	<b>7,477,223</b>
Distribution costs		(4,153,097)	(3,912,868)
Administrative expenses		(2,051,672)	(1,941,713)
<b>Operating profit</b>	<b>3</b>	<b>2,422,544</b>	<b>1,622,642</b>
Interest receivable and similar income	<b>5</b>	<b>1,584</b>	<b>1,319</b>
Interest payable and similar charges	<b>6</b>	<b>(22,717)</b>	<b>(1,339)</b>
<b>Profit on ordinary activities before taxation</b>		<b>2,401,411</b>	<b>1,622,622</b>
Tax on profit on ordinary activities	<b>9</b>	<b>(645,376)</b>	<b>(455,334)</b>
<b>Profit on ordinary activities after taxation</b>	<b>20</b>	<b>1,756,035</b>	<b>1,167,288</b>
<b>Profit for the financial period attributable to the shareholders of the holding company</b>	<b>10</b>	<b>1,756,035</b>	<b>1,167,288</b>

There were no recognised gains or losses for the above two years other than those included in the consolidated profit and loss account

The notes on pages 10 – 27 form an integral part of these financial statements

**WESTMINSTER HOMECARE LIMITED**

Company number: 03353584

**CONSOLIDATED BALANCE SHEET**

AS AT 31 DECEMBER 2012

	Notes	£	2012 £	£	2011 £
<b>Fixed assets</b>					
Intangible assets	11		668,968		699,303
Tangible assets	12		314,458		328,859
Investments	13		4,177,368		-
			<u>5,160,794</u>		<u>1,028,162</u>
<b>Current assets</b>					
Debtors	14	5,309,767		4,244,981	
Cash at bank and in hand		281,598		507,549	
			<u>5,591,365</u>	<u>4,752,530</u>	
<b>Creditors: amounts falling due within one year</b>	15	(2,473,084)		(2,754,648)	
<b>Net current assets</b>			<u>3,118,281</u>		<u>1,997,882</u>
<b>Total assets less current Liabilities</b>			<u>8,279,075</u>		<u>3,026,044</u>
<b>Creditors: amounts falling due after more than one year</b>	16		(3,500,000)		-
<b>Provision for liabilities</b>	17		(16,687)		(19,691)
			<u>4,762,388</u>		<u>3,006,353</u>
<b>Capital and reserves</b>					
Called up share capital	19		250,000		250,000
Profit and loss account	20		4,512,388		2,756,353
<b>Shareholders' funds</b>	21		<u>4,762,388</u>		<u>3,006,353</u>

The financial statements were approved by the Board on 17 September 2013 and signed on its behalf by

**J M Patel**  
Director

The notes on pages 10 – 27 form an integral part of these financial statements

**WESTMINSTER HOMECARE LIMITED**  
Company number: 03353584

**HOLDING COMPANY BALANCE SHEET**

AS AT 31 DECEMBER 2012

	Notes	£	2012 £	2011 £
<b>Fixed assets</b>				
Intangible assets	11a		220,979	683,653
Tangible assets	12a		304,144	328,859
Investments	13a		4,729,739	51,000
			<u>5,254,862</u>	<u>1,063,512</u>
<b>Current assets</b>				
Debtors	14a	5,239,348		4,244,981
Cash at bank and in hand		225,288		507,549
		<u>5,464,636</u>		<u>4,752,530</u>
<b>Creditors: amounts falling due within one year</b>	15a	(2,468,823)		(2,805,648)
<b>Net current assets</b>			<u>2,995,813</u>	<u>1,946,882</u>
<b>Total assets less current liabilities</b>			<u>8,250,675</u>	<u>3,010,394</u>
<b>Creditors: amounts falling due after more than one year</b>	16		(3,500,000)	-
<b>Provisions for liabilities</b>	17a		(15,693)	(19,691)
<b>Net assets</b>			<u><u>4,734,982</u></u>	<u><u>2,990,703</u></u>
<b>Capital and reserves</b>				
Called up share capital	19		250,000	250,000
Profit and loss account	20a		4,484,982	2,740,703
<b>Shareholders' funds</b>	21a		<u><u>4,734,982</u></u>	<u><u>2,990,703</u></u>

The financial statements were approved by the Board on 17 September 2013 and signed on its behalf by

J M Patel  
Director

The notes on pages 10 – 27 form an integral part of these financial statements

**WESTMINSTER HOMECARE LIMITED**

**CONSOLIDATED CASH FLOW STATEMENT**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

	Notes	2012 £	2011 £
<b>Reconciliation of operating profit to net cash flow from operating activities</b>			
Operating profit		2,422,544	1,622,642
Depreciation of tangible fixed assets		43,432	48,055
Amortisation of intangible fixed assets		581,706	654,239
Profit on disposal of intangible fixed assets		-	(76,037)
Loss on disposal of tangible fixed assets		-	3,802
Increase in debtors		(1,064,786)	(769,531)
Increase in creditors		22,905	452,570
<b>Net cash inflow from operating activities</b>		<b>2,005,801</b>	<b>1,935,740</b>
<b>Cash flow statement</b>			
Net cash inflow from operating activities		2,005,801	1,935,740
Returns on investments and servicing of finance	25	(21,133)	(20)
Taxation	25	(452,849)	(401,787)
Capital expenditure	25	(4,757,770)	(292,796)
		(3,225,951)	1,241,137
Financing	25	3,000,000	(871,499)
<b>Increase/(decrease) in cash for the period</b>		<b>(225,951)</b>	<b>369,638</b>
<b>Reconciliation of net cash flow to movement in net debt</b>			
	26		
<b>Increase in cash for the year</b>		<b>(225,951)</b>	<b>369,638</b>
Cash inflow from decrease/(outflow from increase) in debts and lease financing		(3,000,000)	871,499
Change in net funds/(debt) resulting from cash flows		(3,225,951)	1,241,137
<b>Net debt at 1 January 2012</b>		<b>7,549</b>	<b>(1,233,588)</b>
<b>Net funds/(debt) at 31 December 2012</b>	<b>26</b>	<b>(3,218,402)</b>	<b>7,549</b>

The notes on pages 10 – 27 form an integral part of these financial statements

# **WESTMINSTER HOMECARE LIMITED**

## **NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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### **1 Accounting policies**

#### **1.1 Accounting convention**

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board

The company has consistently applied all relevant accounting standards.

#### **1.2 Basis of consolidation**

The consolidated financial statements include the results of Westminster Homecare Limited and its subsidiary undertakings drawn up to 31 December 2012. The profit and loss account for Westminster Homecare Limited has not been presented as permitted by Section 408 of the Companies Act 2006

#### **1.3 Turnover**

Turnover represents the total value of fees receivable during the year

#### **1.4 Goodwill**

Acquired goodwill is written off in equal annual instalments over its estimated useful economic life of four years.

#### **1.5 Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost less depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows

Land and buildings	-	2% straight line p a
Leasehold improvements	-	20% straight line p a.
Fixtures, fittings and equipment	-	25% reducing balance p a
Motor vehicles	-	25% reducing balance p a

#### **1.6 Leasing**

Rentals payable under operating leases are charged against income on a straight line basis over the lease term

#### **1.7 Investments**

Fixed asset investments are stated at cost less provision for diminution in value

# WESTMINSTER HOMECARE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

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### 1.8 Pensions

The group makes contributions to stakeholder pension schemes. The pension costs charged in the financial statements represent the contributions payable by the group during the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

### 1.9 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

### 2 Turnover

The total turnover of the group for the year has been derived from its principal activity wholly undertaken in the UK.

### 3 Operating profit

	2012 £	2011 £
Operating profit is after charging/(crediting)		
Depreciation of intangible fixed assets	581,706	654,239
Depreciation of tangible fixed assets	43,432	48,055
Profit on disposal of intangible assets	-	(76,037)
Loss on disposal of tangible assets	-	3,802
Operating lease rentals		
- land and buildings	283,676	259,600
Auditors' remuneration (Note 4)	15,120	13,800

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

<b>4</b>	<b>Auditors' remuneration</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Auditors' remuneration – audit of the financial statements	<u><b>15,120</b></u>	<u><b>13,800</b></u>
<b>5</b>	<b>Interest receivable and similar income</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Bank interest	<u><b>1,584</b></u>	<u><b>1,319</b></u>
<b>6</b>	<b>Interest payable and similar charges</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	On loans repayable < 1 year	<b>21,143</b>	<b>1,337</b>
	On overdue tax	<b>1,574</b>	<b>2</b>
		<u><b>22,717</b></u>	<u><b>1,339</b></u>
<b>7</b>	<b>Employees</b>		
	<b>Number of employees</b>	<b>2012</b>	<b>2011</b>
		<b>#</b>	<b>#</b>
	The average monthly number of employees, including directors, during the period was as follows		
	Administration	<b>118</b>	<b>115</b>
	Carers and nursing staff	<b>1,711</b>	<b>1,516</b>
	Management	<b>2</b>	<b>2</b>
		<u><b>1,831</b></u>	<u><b>1,633</b></u>
	<b>Employment costs</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Wages and salaries (including employers national insurance)	<b>20,194,323</b>	<b>17,534,654</b>
	Pension costs	<b>1,140</b>	<b>842</b>
		<u><b>20,195,463</b></u>	<u><b>17,535,496</b></u>

# **WESTMINSTER HOMECARE LIMITED**

## **NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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<b>7.1</b>	<b>Directors' remuneration</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	Remuneration and other emoluments	<b><u>45,000</u></b>	<b><u>45,000</u></b>

### **8 Pension costs**

The group makes contributions to stakeholder pension schemes in respect of certain employees. The schemes and their assets are held by independent managers. The pension charge represents contributions due from the group and amounted to £1,140 (2011 £842).



# WESTMINSTER HOMECARE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

### 9 Tax on profit on ordinary activities

Analysis of charge in period	2012 £	2011 £
<b>Current tax</b>		
UK corporation tax	618,380	452,849
Adjustments in respect of previous periods	30,000	-
Total current tax charge	648,380	452,849
<b>Deferred tax</b>		
Timing differences, origination and reversal	(3,004)	2,485
Total deferred tax	(3,004)	2,485
Tax on profit on ordinary activities	645,376	455,334
<b>Factors affecting tax charge for period</b>		
	2012 £	2011 £
Profit on ordinary activities before taxation	2,401,411	1,622,622
Profit on ordinary activities multiplied by main rate of corporation tax in the UK of 24% (2011 26%)	576,338	421,882
<b>Effects of:</b>		
Expenses not deductible for tax purposes	28,569	25,207
Capital allowances for period in excess of depreciation	-	(2,669)
Depreciation for period in excess of capital allowances	3,767	-
Adjustments to tax charge in respect of previous periods	30,000	-
Profits charged at higher rate of tax	9,706	8,429
Current tax charge for period	648,380	452,849

### 10 Profit attributable to the shareholders of the holding company

The profit dealt with in the financial statements of the parent company amounted to £1,744,279 (2011 £1,182,939)

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

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**11 Intangible fixed assets**

<b>Group</b>	<b>Goodwill £</b>	<b>Total £</b>
<b>Cost</b>		
At 1 January 2012	5,475,226	5,475,226
Additions	551,371	551,371
	<hr/>	<hr/>
At 31 December 2012	6,026,597	6,026,597
	<hr/>	<hr/>
<b>Amortisation</b>		
At 1 January 2012	4,775,923	4,775,923
Charge for the period	581,706	581,706
	<hr/>	<hr/>
At 31 December 2012	5,357,629	5,357,629
	<hr/>	<hr/>
<b>Net book value</b>		
At 31 December 2012	668,968	668,968
	<hr/>	<hr/>
At 31 December 2011	699,303	699,303
	<hr/>	<hr/>

**WESTMINSTER HOMECARE LIMITED****NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS****FOR THE YEAR ENDED 31 DECEMBER 2012****11a Intangible fixed assets**

<b>Company</b>	<b>Goodwill £</b>	<b>Total £</b>
<b>Cost</b>		
At 1 January 2012	4,938,105	4,938,105
At 31 December 2012	4,938,105	4,938,105
<b>Amortisation</b>		
At 1 January 2012	4,254,452	4,254,452
Charge for year	462,674	462,674
At 31 December 2012	4,717,126	4,717,126
<b>Net book value</b>		
At 31 December 2012	220,979	220,979
At 31 December 2011	683,653	683,653

The Company's policy upon acquisition of a subsidiary is to transfer the trade and net assets of the newly-acquired subsidiary to the Company at book value. The initial cost of the Company's investment in the subsidiary undertaking reflects the underlying fair value of its net assets and goodwill at the time of its acquisition. As a result of the transfer, the value of the Company's investment in the subsidiary undertaking falls below the amount at which it is stated in the Company's accounting records. The Companies Act 2006 requires that the investment be written down accordingly and that the amount be charged as a loss in the Company's profit and loss account. However, the directors consider that, as there has been no overall loss to the Company, it would fail to give a true and fair view to charge the diminution to the Company's profit and loss account and it should instead be re-allocated to goodwill and the identifiable net assets transferred, so as to recognise, in the Company's individual balance sheet, the effective cost to the Company of those net assets and goodwill. The effect on the Company's balance sheet of this departure is to recognise goodwill at cost of £3,104,329 (2011: £3,104,329), less accumulated amortisation of £3,104,329 (2011: £2,741,166).

Given that the business concerned operates in a generally stable market, the directors have concluded that the estimated economic life of the resulting intangible asset is four years at the date the transfer took place. The asset is reviewed annually for impairment. The review at 31 December 2012 indicated that no impairment had arisen.

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

**12 Tangible fixed assets**

<b>Group</b>	<b>Land and buildings freehold £</b>	<b>Leasehold improvements £</b>	<b>Fixtures, fittings and equipment £</b>	<b>Motor vehicles £</b>	<b>Total £</b>
<b>Cost</b>					
At 1 January 2012	204,839	24,290	556,189	22,300	807,618
From acquisitions	-	-	18,670	-	18,670
Additions	-	-	22,245	-	22,245
Disposals	-	-	-	-	-
At 31 December 2012	<u>204,839</u>	<u>24,290</u>	<u>597,104</u>	<u>22,300</u>	<u>848,533</u>
<b>Depreciation</b>					
At 1 January 2012	8,112	24,290	426,645	19,712	478,759
From acquisitions	-	-	11,884	-	11,884
Charge for the period	3,935	-	38,851	646	43,432
At 31 December 2012	<u>12,047</u>	<u>24,290</u>	<u>477,380</u>	<u>20,358</u>	<u>534,075</u>
<b>Net book value</b>					
At 31 December 2012	<u>192,792</u>	<u>-</u>	<u>119,724</u>	<u>1,942</u>	<u>314,458</u>
At 31 December 2011	<u>196,727</u>	<u>-</u>	<u>129,544</u>	<u>2,588</u>	<u>328,859</u>

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

**12a Tangible fixed assets**

<b>Company</b>	<b>Land and buildings freehold £</b>	<b>Leasehold improvements £</b>	<b>Fixtures, fittings and equipment £</b>	<b>Motor vehicles £</b>	<b>Total £</b>
<b>Cost</b>					
At 1 January 2012	204,839	24,290	556,189	22,300	807,618
Additions	-	-	16,338	-	16,338
At 31 December 2012	<u>204,839</u>	<u>24,290</u>	<u>572,527</u>	<u>22,300</u>	<u>823,956</u>
<b>Depreciation</b>					
At 1 January 2012	8,112	24,290	426,645	19,712	478,759
Charge for the period	3,935	-	36,472	646	41,053
At 31 December 2012	<u>12,047</u>	<u>24,290</u>	<u>463,117</u>	<u>20,358</u>	<u>519,812</u>
<b>Net book value</b>					
At 31 December 2012	<u>192,792</u>	<u>-</u>	<u>109,410</u>	<u>1,942</u>	<u>304,144</u>
At 31 December 2011	<u>196,727</u>	<u>-</u>	<u>129,544</u>	<u>2,588</u>	<u>328,859</u>

**WESTMINSTER HOMECARE LIMITED****NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS****FOR THE YEAR ENDED 31 DECEMBER 2012**

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**13 Fixed asset investments**

<b>Group</b>	<b>Subsidiary undertakings shares £</b>	<b>Total £</b>
<b>Cost</b>		
Additions	4,177,368	4,177,368
At 31 December 2012	<u>4,177,368</u>	<u>4,177,368</u>
<b>Net book value</b>		
At 31 December 2012	<u>4,177,368</u>	<u>4,177,368</u>

The group holds 20% or more of the share capital of the following companies

<b>Company</b>	<b>Country of Incorporation</b>	<b>Shares held class</b>	<b>Proportion Held</b>	<b>Nature of business</b>
<b>Subsidiary undertaking</b>				
Home Choice Care Limited	England & Wales	Ordinary	100%	Home care

The group purchased the share capital of Home Choice Care Limited in November 2012. The directors are currently in the process of ascertaining the carrying value of this investment and have therefore not consolidated this subsidiary in these financial statements. The directors do not expect this to have a material impact on the group's reported performance for the year ended 31 December 2012 and will consolidate this subsidiary in the 31 December 2013 results

# WESTMINSTER HOMECARE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

### 13a Fixed asset investments

Company	Subsidiary undertakings shares £	Total £
<b>Cost</b>		
At 1 January 2012	746,815	746,815
Additions	4,728,739	4,728,739
Disposals	(50,000)	(50,000)
At 31 December 2012	5,425,554	5,425,554
<b>Provision for diminution in value</b>		
At 1 January 2012	695,815	695,815
At 31 December 2012	695,815	695,815
<b>Net book value</b>		
At 31 December 2012	4,729,739	4,729,739
At 31 December 2011	51,000	51,000

The company holds 20% or more of the share capital of the following companies

Company	Country of incorporation	Shares held Class	Proportion Held	Nature of business
<b>Subsidiary undertaking</b>				
Independent Living Network East Limited	England & Wales	Ordinary	100%	Dormant
Medichoice Healthcare Services LLP	England & Wales	LLP	100%	Dormant
Care In The Home Limited	England & Wales	Ordinary	100%	Home care
Home Choice Care Limited	England & Wales	Ordinary	100%	Home care

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

<b>14</b>	<b>Debtors</b>	<b>2012</b>	<b>2011</b>
	<b>Group</b>	<b>£</b>	<b>£</b>
	Trade debtors	4,656,185	4,075,758
	Other debtors	568,980	34,121
	Prepayments and accrued income	84,602	135,102
		<u>5,309,767</u>	<u>4,244,981</u>
<b>14a</b>	<b>Debtors</b>	<b>2012</b>	<b>2011</b>
	<b>Company</b>	<b>£</b>	<b>£</b>
	Trade debtors	4,594,259	4,075,758
	Amounts owed by group undertaking	399,875	-
	Other debtors	160,938	34,121
	Prepayments and accrued income	84,276	135,102
		<u>5,239,348</u>	<u>4,244,981</u>
<b>15</b>	<b>Creditors: amounts falling due within one year</b>	<b>2012</b>	<b>2011</b>
	<b>Group</b>	<b>£</b>	<b>£</b>
	Shareholder loan	-	500,000
	Trade creditors	185,983	180,659
	Corporation tax	448,380	252,849
	Directors' accounts	-	271,823
	Other creditors	1,731,052	1,499,752
	Accruals and deferred income	107,669	49,565
		<u>2,473,084</u>	<u>2,754,648</u>



**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

**15a Creditors: amounts falling due within one year**

<b>Company</b>	<b>2012 £</b>	<b>2011 £</b>
Shareholder loan	-	500,000
Trade creditors	145,418	180,659
Amounts owed to group undertakings	127,885	51,000
Corporation tax	409,010	252,849
Directors' accounts	-	271,823
Other creditors	1,731,052	1,499,752
Accruals and deferred income	55,458	49,565
	<u>2,468,823</u>	<u>2,805,648</u>

**16 Creditors: amounts falling due after more than one year**

<b>Group and Company</b>	<b>2012 £</b>	<b>2011 £</b>
Shareholder loan	<u>3,500,000</u>	-
<b>Loans</b>		
Repayable in one year or less, or on demand (Note 15)	-	500,000
Repayable between one and two years	<u>3,500,000</u>	-
	<u>3,500,000</u>	<u>500,000</u>

**17 Provisions for liabilities**

<b>Group</b>	<b>Deferred Taxation (Note 18) £</b>	<b>Total £</b>
At 1 January 2012	19,691	19,691
Movements in the year	(3,004)	(3,004)
At 31 December 2012	<u>16,687</u>	<u>16,687</u>

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

<b>17a</b>	<b>Provisions for liabilities</b>	<b>Deferred Taxation (Note 18a)</b>	<b>Total</b>
	<b>Company</b>	<b>£</b>	<b>£</b>
	At 1 January 2012	19,691	19,691
	Movements in the year	(3,998)	(3,998)
	At 31 December 2012	<u>15,693</u>	<u>15,693</u>
 <b>18</b>	 <b>Deferred taxation</b>		
	<b>Group</b>	<b>2012 £</b>	<b>2011 £</b>
	Accelerated capital allowances	<u>16,687</u>	<u>19,691</u>
	Provision at 1 January 2012	19,691	
	Deferred tax credit in profit and loss account	(3,004)	
	Provision at 31 December 2012	<u>16,687</u>	
 <b>18a</b>	 <b>Deferred taxation</b>		
	<b>Company</b>	<b>2012 £</b>	<b>2011 £</b>
	Accelerated capital allowances	<u>15,693</u>	<u>19,691</u>
	Provision at 1 January 2012	19,691	
	Deferred tax credit in profit and loss account	(3,998)	
	Provision at 31 December 2012	<u>15,693</u>	

# WESTMINSTER HOMECARE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

<b>19</b>	<b>Share capital</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	<b>Allotted, called up and fully paid equity</b>		
	166,666 "A" Ordinary shares of £1 each	166,666	166,666
	83,334 "B" Ordinary shares of £1 each	83,334	83,334
		<u>250,000</u>	<u>250,000</u>
<b>20</b>	<b>Equity reserves</b>	<b>Profit and</b>	<b>Total</b>
		<b>loss account</b>	
	<b>Group</b>	<b>£</b>	<b>£</b>
	At 1 January 2012	2,756,353	2,756,353
	Profit for the year	1,756,035	1,756,035
	At 31 December 2012	<u>4,512,388</u>	<u>4,512,388</u>
<b>20a</b>	<b>Equity reserves</b>	<b>Profit and</b>	<b>Total</b>
		<b>loss account</b>	
	<b>Company</b>	<b>£</b>	<b>£</b>
	At 1 January 2012	2,740,703	2,740,703
	Profit for the year	1,744,279	1,744,279
	At 31 December 2012	<u>4,484,982</u>	<u>4,484,982</u>
<b>21</b>	<b>Reconciliation of movement in shareholders' funds</b>	<b>2012</b>	<b>2011</b>
		<b>£</b>	<b>£</b>
	<b>Group</b>		
	Profit for the year	1,756,035	1,167,288
	Shareholders' funds at 1 January 2012	3,006,353	1,839,065
	Shareholders' funds at 31 December 2012	<u>4,762,388</u>	<u>3,006,353</u>

# WESTMINSTER HOMECARE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

### 21a Reconciliation of movement in shareholders' funds

	2012	2011
Company	£	£
Profit for the year	1,744,279	1,182,939
Shareholders' funds at 1 January 2012	2,990,703	1,807,764
Shareholders' funds at 31 December 2012	<u>4,734,982</u>	<u>2,990,703</u>

### 22 Financial commitments

At 31 December 2012 the group had annual commitments under non-cancellable operating leases as follows

	Land and buildings	
	2012	2011
	£	£
Expiry date:		
Within one year	186,444	98,022
Between one and five years	163,253	93,476
	<u>349,697</u>	<u>191,498</u>

### 23 Advances to directors

The following directors had interest free loans during the year The movements on these loans are as follows

	Amount owing		Maximum
	2012	2011	In year
	£	£	£
S C Radia	<u>141,942</u>	<u>-</u>	<u>141,942</u>

# WESTMINSTER HOMECARE LIMITED

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

### 24 Related party transactions

The group has taken advantage of the exemption under the provisions of FRS 8, "Related Party Disclosures", not to disclose transactions or balances between group entities that have been eliminated on consolidation

During the year the group had in place a Revolving loan facility from Vagard Investment Corp, a major shareholder, to assist with working capital requirements. The amount outstanding at the balance sheet date was £3,500,000 (2011: £500,000). Interest of £21,143 (2011: £nil) was been charged on this loan

25 Gross cash flows	2012 £	2011 £
<b>Returns on investments and servicing of finance</b>		
Interest received	1,584	1,319
Interest paid	(22,717)	(1,339)
	<u>(21,133)</u>	<u>(20)</u>
<b>Taxation</b>		
Corporation tax paid	(452,849)	(401,787)
	<u></u>	<u></u>
<b>Capital expenditure</b>		
Payments to acquire intangible assets	(551,371)	(398,048)
Payments to acquire tangible assets	(29,031)	(48,024)
Payment to acquire investment	(4,177,368)	-
Receipts from sales of intangible assets	-	149,400
Receipts from sales of tangible assets	-	3,876
	<u>(4,757,770)</u>	<u>(292,796)</u>
<b>Financing</b>		
Other new long term loans	3,000,000	-
Repayment of other long term loans	-	(750,000)
Repayment of short term bank loan	-	(121,499)
	<u>3,000,000</u>	<u>(871,499)</u>

**WESTMINSTER HOMECARE LIMITED**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2012**

**26 Analysis of changes in net funds/(debt)**

	<b>Opening balance £</b>	<b>Cash Flows £</b>	<b>Other changes £</b>	<b>Closing balance £</b>
Cash at bank and in hand	507,549	(225,951)	-	281,598
	<u>507,549</u>	<u>(225,951)</u>	<u>-</u>	<u>281,598</u>
Debt due within one year	(500,000)	-	500,000	-
Debt due after one year	-	(3,000,000)	(500,000)	(3,500,000)
	<u>(500,000)</u>	<u>(3,000,000)</u>	<u>-</u>	<u>(3,500,000)</u>
<b>Net funds/(debt)</b>	<u>7,549</u>	<u>(3,225,951)</u>	<u>-</u>	<u>(3,218,402)</u>