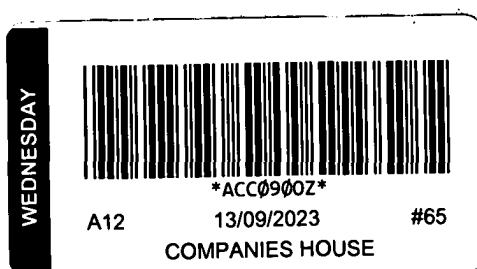


GRACE MANOR CARE LIMITED

Annual report and financial statements

Year ended 31 December 2022



GRACE MANOR CARE LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2022

CONTENTS	Page
Officers and professional advisers	1
Strategic report	2
Director's report	3
Independent auditor's report	5
Statement of comprehensive income	9
Balance sheet	10
Statement of changes in equity	11
Notes to the financial statements	12

GRACE MANOR CARE LIMITED

OFFICERS AND PROFESSIONAL ADVISERS
Year ended 31 December 2022

DIRECTOR

Colin Haig

COMPANY SECRETARY

Colin Haig

REGISTERED OFFICE

523 Highgate Studios
53-79 Highgate Road
London
NW5 1TL

INDEPENDENT AUDITOR

Grant Thornton UK LLP
30 Finsbury Square
London
EC2A 1AG

GRACE MANOR CARE LIMITED

STRATEGIC REPORT

Year ended 31 December 2022

The Director presents his strategic report for Grace Manor Care Limited (the "Company") for the financial year ended 31 December 2022.

REVIEW OF THE BUSINESS AND PRINCIPAL ACTIVITY

The principal activity of the Company continued to be the provision of nursing care.

Occupancy and room fees are the primary factors affecting revenues. The Company seeks to maintain high occupancy and fee levels by offering high-quality, person-centred care appropriate to the needs of service-users, in purpose-built facilities managed by well qualified staff.

During the year the Company achieved a significant and sustainable improvement in its Occupancy following the refurbishment of a large part of the care home in the prior year which had closed a number of resident rooms for a long period. However, the home operates in a low-fee area and, though resident numbers have increased, variable costs, especially in respect of staffing, have also risen, and this severely impacted profitability for the Company in the year. In line with many others in the care sector, the company faced the challenges of retention and recruitment of its workforce in order to maintain safe staffing levels; in response to this competitive marketplace, it remains committed to paying a fair, above living wage rate to its loyal staff teams and to funding its programmes of employee engagement and development in an effort to reduce staff turnover and, therefore, its exposure to expensive agency costs and the consequential erosion of margins.

PRINCIPAL RISKS AND UNCERTAINTIES

The company's principal risks and uncertainties are:

- A decline in occupancy or in negotiated fee rates for the provision of care
- The recruitment and retention of high-quality nursing and care staff
- Ensuring that the standard of care provided is compliant with changing regulation
- Maintaining the quality of the home environment.

The company continues to address these risks through:

- Continual improvement in the quality of care it provides, which enhances its reputation and maintains its position as the provider of choice for public authority commissioners and for private care purchasers.
- Investment in its staff in terms of learning, development and reward.
- Continuous review and updating of its care governance processes
- A programme of refurbishment, upgrading its facilities with investment in the home and through increased maintenance expenditure.

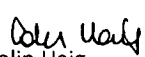
KEY PERFORMANCE INDICATORS

	2022	2021
Occupancy level as a percentage of available beds	90%	75%
Staff cost as a percentage of turnover	88%	80%
*Contribution as a percentage of turnover	(11)%	(3)%

*Contribution is defined as operating profit plus depreciation, head office recharges and rent.

The Director believes that the company is financially stable and well-positioned to maintain its profitability.

On behalf of the Board


Colin Haig
Director
Date: 21/8/2023

GRACE MANOR CARE LIMITED

DIRECTOR'S REPORT

Year ended 31 December 2022

The Director presents his report and the audited financial statements for Grace Manor Care Limited (the "Company") for the financial year ended 31 December 2022.

FINANCIAL RISK MANAGEMENT

The Company's principal financial instruments comprise sterling cash and bank deposits and inter-company loans, together with trade debtors and creditors arising from normal operations.

The Company's activities are not exposed to interest rate risk as its long-term financing from other group companies is interest free.

The Company has no exposure to price or currency risk as it has no equity investments or foreign currency balances. The credit risk attributable to trade debtors is minimal as the majority of its fees are paid by local authorities and the experience of bad debt on private residents has been minimal.

FINANCIAL RESULTS AND DIVIDENDS

The results for the financial year are set out on page 9.

The Director does not recommend the payment of a dividend (2021: nil).

FUTURE DEVELOPMENTS

The high standards of care delivered, together with growth in profitability, are continuing priorities for the future.

GOING CONCERN

The Company's business activities, together with the factors likely to affect its future development and its financial position are described in the Strategic report on page 2.

The Company has considered its projected operating profits and total cashflows under both a base case and stress test scenario for future periods out to December 2024 and in each of these scenarios, has concluded that it has sufficient funds to undertake its operating activities for a period of at least 12 months from the signing date. After making detailed enquiries, and in consideration of his assessment of the company's financial position, and having reviewed the forecast cash flows, the Director has concluded that he has a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future and to meet its liabilities as they fall due within the going concern period and thus continues to adopt the going concern basis of accounting in preparing the annual financial statements. The Director has identified no material uncertainties that cast significant doubt over its ability to continue as a going concern.

DIRECTORS

The Directors who held office during the year and up to the date of signing the financial statements are given below:

Colin Haig

DIRECTOR'S RESPONSIBILITY STATEMENT

The Director is responsible for preparing the Director's report and the financial statements in accordance with applicable law and regulations.

Company law requires the Director to prepare financial statements for each financial year. Under that law the Director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable laws) including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Under company law the Director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs and profit or loss of the Company for that period. In preparing these financial statements, the Director is required to:

GRACE MANOR CARE LIMITED

DIRECTOR'S REPORT (CONTINUED)

Year ended 31 December 2022

DIRECTOR'S RESPONSIBILITY STATEMENT (continued)

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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.

The Director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

The Director confirms that:

- so far as the Director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the Director has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

The Director is responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

DIRECTORS INDEMNITIES

The Company has made qualifying third party provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

INDEPENDENT AUDITOR

Grant Thornton UK LLP is the Company's auditor. A resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

On behalf of the Board



Colin Haig
Director
Date: 21/8/2023

Independent auditor's report to the members of Grace Manor Care Limited

Opinion

We have audited the financial statements of Grace Manor Care Limited (the 'company') for the year ended 31 December 2022, which comprise the Statement of Comprehensive Income, Balance Sheet, Statements 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 Financial Reporting Standard 102 '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 loss 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.

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's 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.

Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the company to cease to continue as a going concern.

In our evaluation of the director's conclusions, we considered the inherent risks associated with the company's business model including effects arising from the 'cost of living' crisis driven by high and volatile inflation, we assessed and challenged the reasonableness of estimates made by the director and the related disclosures and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

In auditing the financial statements, we have concluded that the director's 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 financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The director is responsible for the other information contained within the annual report. 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.

Independent auditor's report to the members of Grace Manor Care Limited (continued)

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 themselves. 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.

Opinions on other matters 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 strategic report and the director's report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the director's report have been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the director's responsibilities statement set out on page 3, the director is 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 director determines 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 director is 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 director either intends to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's 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.

Independent auditor's report to the members of Grace Manor Care Limited (continued)

Irregularities, including fraud, are instances of non-compliance with laws and regulations. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined the most significant ones which are directly relevant to specific assertions in the financial statements are those related to the reporting frameworks (United Kingdom Generally Accepted Accounting Practice), Companies Act 2006 and UK tax compliance;
- We understood how the company is complying with those legal and regulatory frameworks by making enquiries of management and those responsible for legal and compliance procedures. We corroborated our enquiries through our review of board minutes and correspondence received from regulatory bodies;
- We assessed the susceptibility of the company's financial statements to material misstatement, including - how fraud might occur, by evaluating management's incentives and opportunities for manipulation of the financial statements. This included the evaluation of the risk of management override of controls. We determined that the principal risks were in relation to:
 - fraudulent revenue recognition on revenue transactions throughout the year;
 - risk of error on the valuation of care homes; and
 - management override of controls.
- Our audit procedures involved:
 - evaluation of the design effectiveness of controls that management has in place to prevent and detect fraud;
 - review and assessment of management's accounting paper on impairment of assets and examination of supporting documentation to support management's key assumptions;
 - journal entry testing, with a focus on high risk journals meeting certain criteria, including unusual account combinations and those that were posted directly to cash accounts; and
 - challenging assumptions and judgements made by management in its significant accounting estimates.
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it;
- The engagement partner's assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's understanding of and practical experience with audit engagements of a similar nature and complexity, knowledge of the industry in which the client operates, and understanding of the legal and regulatory requirements specific to the entity;
- We communicated relevant laws and regulations and potential fraud risks to all engagement team members, and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit;

A further description of our responsibilities for the audit of the financial statements is located 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 Grace Manor Care Limited (continued)

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.

Grant Thornton UK LLP

Elizabeth Collins BSc (Hons) ACA
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants

London

Date 21/8/2023

GRACE MANOR CARE LIMITED

STATEMENT OF COMPREHENSIVE INCOME
Year ended 31 December 2022

	Note	2022 £	2021 £
Turnover	5	2,284,759	1,967,943
Cost of sales		(2,256,992)	(1,830,608)
Gross profit		27,767	137,335
Administrative expenses		(600,075)	(496,912)
Other operating income	6	85,933	102,667
Operating loss and loss on ordinary activities before taxation	6	(486,375)	(256,910)
Tax on loss on ordinary activities	7	(18,873)	(41,933)
Loss for the financial year		(505,248)	(298,843)

There was no other comprehensive income for 2022 (2021: nil).

All results derive from continuing operations.

The notes on pages 12 to 20 form an integral part of the financial statements.

GRACE MANOR CARE LIMITED


BALANCE SHEET

As at 31 December 2022

	Note	2022 £	2021 £
Fixed assets			
Intangible assets	9	-	-
Tangible assets	10	1,768,571	1,758,106
		1,768,571	1,758,106
Current assets			
Debtors	11	3,820,180	3,569,036
Cash at bank and in hand		140,071	108,171
		3,960,251	3,677,207
Creditors: amounts falling due within one year	12	(4,194,169)	(3,395,412)
Net current (liabilities)/assets		(233,918)	281,795
Total assets less current liabilities		1,534,653	2,039,901
Net assets		1,534,653	2,039,901
Capital and reserves			
Called up share capital	13	10,000	10,000
Share premium account		590,004	590,004
Capital Contribution		842,897	842,897
Profit and loss account		91,752	597,000
Total shareholder's funds		1,534,653	2,039,901

The financial statements of Grace Manor Care Limited, registered number 03690816, were approved by the Director and authorised for issue on 21/8/2023

The notes on pages 12 to 20 form an integral part of the financial statements.



Colin Haig
Director

GRACE MANOR CARE LIMITED

STATEMENT OF CHANGES IN EQUITY
Year ended 31 December 2022

	Called up Share capital	Share premium account	Capital contribution	Profit and loss account	Total equity
	£	£	£	£	£
Balance at 31 December 2021	10,000	590,004	842,897	597,000	2,039,901
Total comprehensive income for the period					
Loss for the year	-	-	-	(505,248)	(505,248)
Total comprehensive income for the period	-	-	-	(505,248)	(505,248)
Balance at 31 December 2022	10,000	590,004	842,897	91,752	1,534,653
Balance at 31 December 2020	10,000	590,004	842,897	895,843	2,338,744
Total comprehensive income for the period					
Loss for the year	-	-	-	(298,843)	(298,843)
Total comprehensive income for the period	-	-	-	(298,843)	(298,843)
Balance at 31 December 2021	10,000	590,004	842,897	597,000	2,039,901

The notes on pages 12 to 20 form an integral part of the financial statements.

GRACE MANOR CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

1. GENERAL INFORMATION

Grace Manor Care Limited (the "Company") is a company limited by shares incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the Strategic report on page 2.

2. STATEMENT OF COMPLIANCE

The financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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.

(a) Basis of preparation

These financial statements are prepared on a going concern basis, under the historical cost convention and in accordance with FRS 102. The financial statements are presented in £ sterling.

(b) Going concern

The Company's business activities, together with the factors likely to affect its future development and its financial position are described in the Strategic report on page 2.

The Company has considered its projected operating profits and total cashflows under both a base case and stress test scenario for future periods out to December 2024 and in each of these scenarios, has concluded that it has sufficient funds to undertake its operating activities for a period of at least 12 months from the signing date. After making detailed enquiries, and in consideration of his assessment of the company's financial position, and having reviewed the forecast cash flows, the Director has concluded that he has a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future and to meet its liabilities as they fall due within the going concern period and thus continues to adopt the going concern basis of accounting in preparing the annual financial statements. The Director has identified no material uncertainties that cast significant doubt over its ability to continue as a going concern.

(c) Exemptions for qualifying entities

The Company's ultimate parent undertaking, Newco A 13 Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Newco A 13 Limited are prepared in accordance with FRS 102 and are available to the public and may be obtained from Highgate Studios, Studio 523, 53-79 Highgate Road, London, NW5 1TL. In these financial statements, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Newco A 13 Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosure:

GRACE MANOR CARE LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****Year ended 31 December 2022****3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****(c) Exemptions for qualifying entities (continued)**

- The disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

(d) Turnover

Turnover represents fees receivable for nursing and personal care from public authorities and private individuals, which are exempt from value added tax. Turnover from the supply of these services is recognised upon provision of service.

(e) Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life of 20 years. Provision is made for any impairment

(f) Tangible fixed assets and depreciation

Tangible assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use, dismantling and restoration costs and borrowing costs capitalised.

(i) Land & buildings

Tangible assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use, dismantling and restoration costs and borrowing costs capitalised.

(j) Land & buildings

Land and buildings are stated at cost less accumulated depreciation and accumulated impairment losses.

(ii) Furniture, fittings and equipment

Plant and machinery, and fixtures and fittings are stated at cost less accumulated depreciation and accumulated impairment losses.

(iii) Depreciation and residual values

Land is not depreciated. 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 land	-	Not depreciated
Freehold buildings	-	2% straight line
Plant and machinery	-	15% straight line
Fixtures and fittings	-	15%-33% straight line

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period. The effect of any change is accounted for prospectively.

(g) Operating leases

Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

(h) Taxation

Taxation expense for the year comprises current and deferred tax recognised in the reporting year. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

GRACE MANOR CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

Year ended 31 December 2022

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Taxation (continued)

Current or deferred taxation assets and liabilities are not discounted.

(i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the year end. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

When the amount that can be deducted for tax for an asset (other than goodwill) that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

(i) Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

(j) Financial instruments

The company has chosen to adopt the Sections 11 and 12 of FRS 102 in respect of financial instruments.

Financial assets

Basic financial assets, including trade and other debtors and cash and bank balances are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is decrease in the impairment loss arising from an event occurring after the impairment was recognised the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Other financial assets are initially measured at fair value, which is normally the transaction price.

Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss.

GRACE MANOR CARE LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****Year ended 31 December 2022****3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****(j) Financial instruments (continued)**

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

Financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans, loans from fellow group companies and preference shares, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

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 payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle to liability simultaneously.

(k) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(l) Distributions to equity holders

Dividends and other distributions to company's shareholders are recognised as a liability in the financial statements in the period in which the dividends and other distributions are approved by the company's shareholders. These amounts are recognised in the statement of changes in equity.

(m) Related party transactions

The company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned.

(n) Employee benefits

The Company provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined contribution pension plans.

(i) Short term benefits

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

(ii) Defined contribution pension plans

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations. The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

GRACE MANOR CARE LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****Year ended 31 December 2022****3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****(o) 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 to either 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 assets. Where part of a grant relating to an asset is deferred, it is recognised as deferred income.

4. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATION UNCERTAINTY

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Critical judgements in applying the entity's accounting policies

The Director has assessed the application of the going concern basis in the preparation of the financial statements. Please see note 3(b) for further details.

(b) Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(i) Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 10 for the carrying amount of the property plant and equipment and note 3(f) for the useful economic lives for each class of assets.

5. TURNOVER

The total turnover of the Company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

6. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

	2022 £	2021 £
Loss on ordinary activities before taxation is stated after charging:		
Depreciation of owned tangible fixed assets	80,155	71,116
Operating lease rentals – others	-	895
Auditors' remuneration – audit fees	12,000	7,960
Auditors' remuneration – tax compliance fees	4,000	3,840

Included within profit on ordinary activities before taxation is other operating income of £85,933 (2021: £102,667) relating to government grants.

GRACE MANOR CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

Year ended 31 December 2022

7. TAX ON LOSS ON ORDINARY ACTIVITIES

(a) Analysis of the tax charge in the year

	2022 £	2021 £
Current tax:		
United Kingdom corporation tax	-	-
Deferred tax:		
Movement on timing differences	18,873	41,933
Total tax	18,873	41,933

(b) Factors affecting the tax charge for the year

The tax assessed for the year is higher (2021: higher) than the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)

Loss on ordinary activities before taxation	(486,375)	(256,910)
Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 19.00% (2021: 19.00%)	(92,411)	(48,813)
Effects of:		
Group relief (not paid for)	98,576	64,085
Other movements	-	(1)
Adjustments in respect of prior periods (deferred tax)	274	-
Income not taxable for tax purposes	-	(1,334)
Impact of changes in tax rates – deferred tax	4,570	22,271
Deferred tax not recognised	-	102
Fixed asset differences	7,864	5,623
Total tax (note 7a)	18,873	41,933

8. STAFF COSTS

Number of employees

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

	2022 Number	2021 Number
Administration and nursing	58	56
Employment costs	2022 £	2021 £
Wages and salaries	1,331,981	1,294,746
Social security costs	114,911	110,934
Other pension costs	22,893	21,948
	1,469,785	1,427,628

GRACE MANOR CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

Year ended 31 December 2022

8. STAFF COSTS (CONTINUED)

Directors' emoluments are paid via another group company. The amounts attributable to this company are £13,201 (2021: £13,828). The value of their services for the Company during the year, if allocated to the Company, would be £13,201 (2021: £13,828).

9. INTANGIBLE ASSETS

	Goodwill £
Cost	
At 1 January 2022 and 31 December 2022	201,555
Accumulated amortisation	
At 1 January 2022	201,555
Charge for the year	-
At 31 December 2022	201,555
Net book value	
At 31 December 2022	-
At 31 December 2021	-

10. TANGIBLE ASSETS

	Land and buildings £	Plant and machinery £	Furniture, fittings and equipment £	Total £
Cost				
At 1 January 2022	1,964,445	79,579	331,085	2,375,109
Additions	-	33,438	57,182	90,620
Disposals	-	(5,303)	(59,783)	(65,086)
At 31 December 2022	1,964,445	107,714	328,484	2,400,643
Accumulated depreciation				
At 1 January 2022	402,116	17,123	197,764	617,003
Charge for the year	21,395	14,886	43,874	80,155
Eliminated on disposal	-	(5,303)	(59,783)	(65,086)
At 31 December 2022	423,511	26,706	181,855	632,072
Net book value				
At 31 December 2022	1,540,934	81,008	146,629	1,768,571
At 31 December 2021	1,562,329	62,456	133,321	1,758,106

Land and buildings have been provided as security against the loan that has been undertaken by Forest Healthcare Finance Limited, a fellow group company.

GRACE MANOR CARE LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****Year ended 31 December 2022****11. DEBTORS**

	2022	2021
	£	£
Trade debtors	404,763	434,025
Amounts owed by group undertakings	3,408,813	3,128,527
Other debtors	400	400
Prepayments and accrued income	6,204	6,084
	<u>3,820,180</u>	<u>3,569,036</u>

Amounts owed by group undertakings have no fixed repayment terms, are repayable on demand and are interest free.

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022	2021
	£	£
Trade creditors	130,451	122,446
Amounts owed to group undertakings	3,709,859	2,944,161
Other taxation and social security	32,928	30,190
Deferred tax	112,135	93,262
Other creditors	155,507	102,785
Government Grants	25,880	54,554
Accruals and deferred income	27,409	48,014
	<u>4,194,169</u>	<u>3,395,412</u>

Amounts owed to group undertakings have no fixed repayment terms, are repayable on demand and are interest free.

13. CALLED UP SHARE CAPITAL

	2022	2021
	£	£
Called up, allotted and fully paid		
10,000 (2021: 10,000) ordinary shares of £1 each	10,000	10,000

There is a single class of ordinary shares with each share holding equal voting rights.

14. DEFERRED TAXATION

A deferred tax asset has not been recognised in respect of timing differences relating to fixed assets, as the Director considers that it is not probable that these losses will be utilised in the foreseeable future. The total amount of the asset not recognised is £605 (2021: £463).

A deferred tax liability of £112,135 (2021: £93,262) has been recognised in respect of timing differences relating to fixed assets.

15. FINANCIAL GUARANTEES

The Company is a co-guarantor to the group facility alongside the other subsidiaries in the Group. The outstanding balance of the facility at 31 December 2022 is £43,465,580.

16. RELATED PARTY TRANSACTIONS

The Company is exempt from disclosing related party transactions as they are with other companies that are wholly owned within the group.

There are no other transactions that require disclosure.

GRACE MANOR CARE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

Year ended 31 December 2022

17. RESERVES

Called up share capital - represents the nominal value of shares that have been issued.

Share premium account – includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Capital contribution – this reserve represents a capital contribution received from the shareholder.

Profit and loss account – includes all current and prior period retained profits and losses.

18. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The Director considers that the ultimate parent Company and ultimate controlling party is Newco A 13 Limited, a Company registered in England and Wales. The immediate parent undertaking is Forest Gillingham Limited, a Company registered in England and Wales. The only group to which the Company belongs for which consolidated financial statements are prepared is Newco A 13 Limited, a Company registered in England and Wales. Copies of the consolidated financial statements of Newco A 13 Limited can be obtained from Highgate Studios, Studio 523, 53-79 Highgate Road, London, NW5 1TL.