

Active Care Partnerships (Lombardy) Limited
Annual report and financial statements
for the year ended 27 September 2009

Registered Number. 3786161

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Active Care Partnerships (Lombardy) Limited

Annual report and financial statements

for the year ended 27 September 2009

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Active Care Partnerships (Lombardy) Limited

Directors' report for the year ended 27 September 2009

The directors present their report together with the audited financial statements of the company for the year ended 27 September 2009. The company's registered number is 3786161.

Principal activity

The principal activity of the company in the current and prior year comprised the operation of a care home.

Business review and future developments

The profit for the financial year amounted to £95,000 (2008: £165,000). The directors are satisfied with the performance of the business in the year and believe that the financial position of the company at the year end is satisfactory. The directors do not anticipate a change in the company's activities.

The directors have not proposed the payment of a dividend (2008: £1,800,000).

Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks.

The key business risks and uncertainties affecting the company are integrated with those of the group and are not identified separately. Further discussion of these risks and uncertainties and of future performance, in the context of the Southern Cross Healthcare Group PLC as a whole, is provided in the group's annual report which does not form part of this report.

Key performance indicators ('KPIs')

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business. The development, performance and position of Southern Cross Healthcare Group PLC, which includes the company, is discussed in the group's annual report which does not form part of this report.

Financial risk management

The company's activities expose it to a variety of financial risks: market risk (including cash flow interest rate risk) and credit risk. Risk management is carried out by the Southern Cross Healthcare Group PLC Risk Management Committee under policies approved by the board of directors.

Cash flow interest rate risk

The company's interest rate risk arises from intercompany borrowings and therefore the risk is considered minimal.

Credit risk

Credit risk is managed on a group basis. Credit risk arises from credit exposures to residents, including outstanding receivables.

Active Care Partnerships (Lombardy) Limited

Directors

The directors, who held office during the year and up to the date of signing the financial statements were as follows

J Murphy	(Resigned 30 September 2008)
W Colvin	(Resigned 8 October 2008)
R Midmer	
K Foulkes	(Resigned 31 December 2009)
N Farmer	(Resigned 11 December 2009)
W Buchan	(Appointed 1 January 2009)
D Smith	(Appointed 11 December 2009)

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- state whether applicable International Financial Reporting Standards (IFRSs) as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping 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.

Active Care Partnerships (Lombardy) Limited

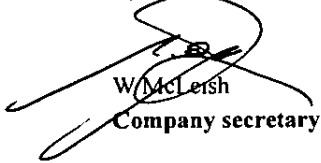
Disclosure of information to Auditors

In accordance with Section 418, directors' reports shall include a statement, in the case of each director in office at the date the directors' report is approved, that

(a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and

(b) he 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 auditors are aware of that information

By order of the board


W. McLerish
Company secretary

9 February 2010

Active Care Partnerships (Lombardy) Limited

Independent auditors' report to the members of Active Care Partnerships (Lombardy) Limited

We have audited the financial statements of Active Care Partnerships (Lombardy) Limited for the year ended 27 September 2009 which comprise the income statement, the balance sheet, the cash flow statement, the statement of changes in shareholders' equity, the statement of accounting policies and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Sections 495 and 496 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 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.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 27 September 2009 and of its profit and cash flows for the year then ended,
- have been properly prepared in accordance with IFRSs as adopted by the European Union, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter 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.

Active Care Partnerships (Lombardy) Limited

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, 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



Randal Casson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle Upon Tyne
9 February 2010

Active Care Partnerships (Lombardy) Limited

Income statement for the year ended 27 September 2009

	Note	2009 £'000	2008 £'000
Revenue		1,166	1,116
Home payroll costs	3	(714)	(662)
Home running costs		(149)	(149)
Home EBITDAR ¹		303	305
Rent		(246)	(246)
EBITDA ²		57	59
Depreciation	6	(9)	(8)
Operating profit	1	48	51
Finance income	2	85	177
Profit before taxation		133	228
Taxation	4	(38)	(63)
Profit for the year attributable to ordinary shareholders of the company		95	165

¹ EBITDAR represents earnings before interest, tax, depreciation and rent

² EBITDA represents earnings before interest, tax and depreciation

Active Care Partnerships (Lombardy) Limited

Balance sheet as at 27 September 2009

	Note	2009 £'000	2008 £'000
Assets			
Non-current assets			
Property, plant and equipment	6	25	27
Deferred tax asset	13	56	55
Total non-current assets		81	82
Current assets			
Cash and cash equivalents	7	2	-
Inventories	8	2	2
Other current assets	9	839	626
Current tax asset	4	-	13
Total current assets		843	641
Total assets		924	723
Liabilities			
Current liabilities			
Trade payables	10	(12)	(10)
Current tax liability	4	(34)	-
Total current liabilities		(46)	(10)
Non current liabilities			
Future minimum rental increase accrual	11	(339)	(269)
Total non-current liabilities		(339)	(269)
Total liabilities		(385)	(279)
Net assets		539	444
Equity			
Ordinary shares	14	9	9
Share premium		417	417
Retained earnings		113	18
Total equity		539	444

The financial statements on pages 6 to 22 were approved by the board of directors on 9 February 2010 and signed on its behalf by



D Smith
Director

Active Care Partnerships (Lombardy) Limited

Cash flow statement for the year ended 27 September 2009

	Note	2009 £'000	2008 £'000
Cash flows from operating activities			
Cash (used in)/generated from operations	15	(84)	1,694
Interest received		85	177
Tax received/(paid)		8	(61)
Net cash generated from operating activities		9	1,810
Cash flows from investing activities			
Purchase of property, plant and equipment		(7)	(10)
Net cash used in investing activities		(7)	(10)
Cash flows from financing activities			
Dividends paid		-	(1,800)
Net cash used in financing activities		-	(1,800)
Net increase in cash and cash equivalents		2	-
Opening cash and cash equivalents		-	-
Closing cash and cash equivalents		2	-

Statement of changes in shareholders' equity

	Ordinary shares £'000	Share premium account £'000	Retained earnings £'000	Total equity £'000
At 1 October 2007	9	417	1,653	2,079
Profit for the year attributable to ordinary shareholders	-	-	165	165
Ordinary dividends paid	-	-	(1,800)	(1,800)
At 28 September 2008	9	417	18	444
Profit for the year attributable to ordinary shareholders	-	-	95	95
At 27 September 2009	9	417	113	539

Active Care Partnerships (Lombardy) Limited

Statement of accounting policies

The principal accounting policies adopted 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.

Basis of preparation

These financial statements have been prepared in accordance with EU Endorsed International Financial Reporting Standards ("IFRS"), International Financial Reporting Interpretations Committee ("IFRIC") interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The financial statements have been prepared on the going concern basis under the historical cost convention.

From 29 September 2008 the following standards, amendments and interpretations became effective and were adopted by the company:

IAS27	Amendment – Consolidated and separate financial statements
IAS39 and IFRS7	Amendment – Reclassification of financial assets
IFRIC13	Customer loyalty programmes
IFRIC14	The limit on a defined benefit asset, minimum funding requirements and their interaction

The adoption of these amendments and interpretations has not had a significant impact on the company's profit for the year or equity.

The following standards, amendments and interpretations are not yet effective and have not been adopted early by the company:

IFRS1	Revised – First time adoption of international financial reporting standards
IFRS2	Amendment – Share-based payments: Vesting conditions and cancellations
IFRS2	Amendment – Share-based payments: Group cash-settled share-based payment transaction
IFRS3	Revised – Business combinations
IFRS8	Operating segments
IFRS9	Financial instruments
IAS1	Revised – Presentation of financial statements
IAS1	Amendment – Presentation of financial statements: Puttable Financial Instruments and Obligations Arising on Liquidation
IAS23	Amendment – Borrowing costs
IAS24	Amendment – Related party disclosures
IAS27	Revised – Consolidation and separate financial statements
IAS32	Amendment – Presentation on classification or rights issues
IAS39	Amendment – Eligible hedged items
IFRIC9	Amendment – Embedded derivatives
IFRIC15	Agreements for construction of real estates
IFRIC16	Hedges of a net investment in a foreign operation

Amendments to the following standards arising from the April 2009 Annual Improvements process: IFRS2, IFRS5, IFRS8, IAS1, IAS7, IAS17, IAS18, IAS36, IAS38, IAS39, IFRIC9 and IFRIC16.

Active Care Partnerships (Lombardy) Limited

IAS24 Amendment is effective for the company from 1 October 2011 IFRS1 Amendment, IFRS2 Amendment, IAS27 and IAS32 Amendment are effective for the company from 1 October 2010 The other standards, amendments and revisions are effective for the company from 28 September 2009 The adoption of these standards, amendments and interpretations is not expected to have a material impact on the company's profits or equity The adoptions may affect the disclosures in the company's financial statements

Significant accounting judgements, estimates and assumptions

In order to prepare these financial statements in accordance with the below accounting policies, management has used estimates and judgements to establish the amounts at which certain items are recorded Critical accounting estimates and judgements are those which have the greatest impact on the financial statements and require the most difficult, subjective and complex judgements about matters that are inherently uncertain and are set out below

a) Leases

Assets held under finance leases, which transfer to the company substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at inception of the lease, with a corresponding liability being recognised for the value of the leased asset or, if lower, the present value of the minimum lease payments Assets held under finance leases are depreciated over the shorter of the estimated useful economic life or the lease term

All other leases are considered to be operating leases The land and buildings elements of a lease of land and buildings are considered separately for the purpose of lease classification, with the lease of land normally classified as an operating lease Operating leases and rentals payable are charged in the income statement on a straight-line basis over the lease term where property lease contracts contain guaranteed minimum incremental rental payments, the total committed cost is determined and is calculated and amortised on a straight-line basis over the lease term The charge for rentals currently payable is the actual amount payable, in the period, by the company for its operating leases The charge for future minimum rental increases reflects the impact of recognising future fixed committed rental increases on a straight-line basis over the lease term

Revenue recognition

Revenue comprises the fair value of fee income relating to the provision of care services, net of price reductions directly related to sales Fee income comprises care home fees which are recognised when delivery of service is completed Fees invoiced in advance are included as deferred income until service is completed

The company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the company

Home payroll costs

Home payroll costs represent payroll costs directly incurred at home level

Home running costs

Home running costs represent costs of items directly incurred at home level, including food and kitchen supplies, medical supplies, utilities, maintenance and other running costs of the home

Home EBITDAR

Home EBITDAR represents profitability at a home level after taking account of home payroll and home running costs, but before rental charges on operating leases and depreciation on home assets

Active Care Partnerships (Lombardy) Limited

EBITDA

EBITDA represents earnings before interest, tax and depreciation

The company believes that EBITDA (and measures derived therefrom including Home EBITDAR) facilitate operating performance comparisons from period to period by eliminating potential differences caused by variations in capital structures (affecting finance income and costs), tax positions and the age and book depreciation of property, plant and equipment (affecting relative depreciation expense)

Property, plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price of the asset and costs attributable to bringing the asset to its working condition for its intended use.

Depreciation is provided on all property, plant and equipment at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the balance sheet date, of each asset on a straight line basis over its estimated useful life as follows:

Short leasehold improvements – over life of lease

Motor vehicles – 25% per annum

Fixtures and fittings – 10% - 33 1/3% per annum

Computer equipment – 33 1/3% per annum

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are recognised within central costs, in the income statement.

Employee benefit costs

Staff costs comprise salaries and wages for the company's staff.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in first-out (FIFO) method. Where necessary, impairment is made for obsolete, slow moving and defective stocks.

Taxation including deferred tax

The tax expense represents the sum of the current tax and deferred tax.

The current tax is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been in force during the period.

Active Care Partnerships (Lombardy) Limited

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised. Deferred tax is calculated at the average tax rates that are expected to apply in the period when the liability is settled or the asset is realised.

Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to reserves, in which case the deferred tax is also dealt with in reserves.

Finance income

Finance income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable.

Other current assets

Other current assets comprise amounts owed by group undertakings, which are measured at the best estimate of the income required to settle the obligation.

Trade payables

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Share capital

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

Dividend distribution

Dividend distribution to the company's shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

Fair value estimation

The carrying value less impairment provision of other current assets and trade payables are assumed to approximate their fair values.

Financial risk management

The company's activities expose it to a variety of financial risks: market risk (including cash flow interest rate risk), and credit risk. Risk management is carried out by the Southern Cross Healthcare Group PLC Risk Management Committee under policies approved by the board of directors.

Cash flow interest rate risk

The company's interest rate risk arises from intercompany borrowings and therefore the risk is considered minimal.

Active Care Partnerships (Lombardy) Limited

Credit risk

Credit risk is managed on a group basis. Credit risk arises from credit exposures to residents, including outstanding receivables.

Active Care Partnerships (Lombardy) Limited

Notes to the financial statements for the year ended 27 September 2009

1 Operating profit

	2009	2008
	£'000	£'000
The following items have been included in arriving at operating profit		
Staff costs (note 3)	714	662
Depreciation of property, plant and equipment – owned assets	9	8
Operating lease rentals – property	246	246

Audit fees in the current and prior year have been borne by another group company Southern Cross Healthcare Limited

2 Finance income

	2009	2008
	£'000	£'000
Interest receivable on amounts owed by group undertakings	85	177

3 Employees and directors

The aggregate costs of staff were

	2009	2008
	£'000	£'000
Wages and salaries	660	612
Social security costs	54	50
	714	662

The average monthly number of staff employed by the company during the year was as follows

By activity	2009	2008
	Number	Number
Nursing staff	45	41
Administrative staff	2	3
Total staff	47	44

Directors' emoluments in the current and prior year were paid by Southern Cross Healthcare Limited, another group company

Active Care Partnerships (Lombardy) Limited

4 Taxation

	2009 £'000	2008 £'000
Current tax		
– current year	34	(13)
– prior year	5	-
Deferred tax (note 13)		
– current year	4	76
– prior year	(5)	-
Taxation	38	63

The current rate applicable to the company for the year ended 27 September 2009 was 28% (2008 29%)

The tax for the current and prior year differs to the standard rate of corporation tax in the UK 28% (2008 29%) The differences are explained below

	2009 £'000	2008 £'000
Profit before taxation	133	228
Profit before taxation multiplied by the standard rate of corporation tax in the UK of 28% (2008 29%)	37	66
<i>Effects of</i>		
Rate difference	-	(2)
Expenses not deductible for tax purposes	1	(1)
Tax charge for the year	38	63

5 Dividend paid and proposed

The directors have not proposed the payment of a dividend (2008 £1,800,000)

Active Care Partnerships (Lombardy) Limited

6 Property, plant and equipment

	Short leasehold improvements £'000	Fixtures, fittings and equipment £'000	Motor vehicles £'000	Total £'000
Cost				
At 1 October 2007	-	76	22	98
Additions	3	7	-	10
At 28 September 2008	3	83	22	108
Additions	-	7	-	7
At 27 September 2009	3	90	22	115
Accumulated depreciation				
At 1 October 2007	-	51	22	73
Charge for the year	-	8	-	8
At 28 September 2008	-	59	22	81
Charge for the year	-	9	-	9
At 27 September 2009	-	68	22	90
Net book amount				
At 27 September 2009	3	22	-	25
At 28 September 2008	3	24	-	27

7 Cash and cash equivalents

	2009 £'000	2008 £'000
Cash in hand	2	-

Cash represents petty cash balances held at the home

8 Inventories

	2009 £'000	2008 £'000
Consumables	2	2

Active Care Partnerships (Lombardy) Limited

9 Other current assets

	2009	2008
	£'000	£'000
Amounts owed by group undertakings	839	626

The fair value of other current assets is equal to the amounts shown above

The classes within other current assets do not contain impaired assets. The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above.

10 Trade payables

	2009	2008
	£'000	£'000
Trade payables	12	10

Trade payables are not subject to interest

11 Future minimum rental increase accrual

Future minimum rental increase accrual represents the cumulative difference between operating lease charges under IFRS and the amounts actually payable during the year.

An analysis of the movement during the year is given below

	2009	2008
	£'000	£'000
Opening balance	269	195
Charged to income statement	70	74
Closing balance	339	269

Active Care Partnerships (Lombardy) Limited

12 Financial instruments

Numerical financial instruments disclosures are set out below

In accordance with IAS 39, "Financial instruments Recognition and measurement", management has reviewed contracts for embedded derivatives that are required to be separately accounted for if they do not meet certain requirements set out in the standard. No such embedded derivatives were found.

Financial instruments by category

The accounting policies for financial instruments have been applied to the line items below

	2009	2008
	Loans and receivables	Loans and receivables
	£'000	£'000
Assets as per balance sheet		
Cash and cash equivalents	2	-
Other current assets	839	626
	841	626
Liabilities as per balance sheet		
	Other financial liabilities	Other financial liabilities
	£'000	£'000
Trade payables	12	10

The directors consider that the carrying amount of financial assets and financial liabilities recorded at amortised cost in the financial statements approximate their fair values.

Financial assets and liabilities are denominated in sterling.

Active Care Partnerships (Lombardy) Limited

13 Deferred taxation

Deferred tax is calculated in full on temporary differences under the liability method using a tax rate of 28% (2008 28%)

The movement on the deferred tax account is as shown below

	2009 £'000	2008 £'000
Opening balance – asset	55	131
Income and expense credit/(charge)	1	(76)
Closing balance - asset	56	55

The movements in deferred tax assets during the year are shown below

Deferred tax assets	Accelerated capital allowances £'000
At 1 October 2008	55
Income and expense credit	1
At 27 September 2009	56

14 Ordinary shares

	2009 £'000	2008 £ 000
Authorised share capital		
900,000 ordinary shares of 1p each	9	9
Allotted and fully paid		
870,000 ordinary shares of 1p each	9	9

Active Care Partnerships (Lombardy) Limited

15 Cash flows from operating activities

Reconciliation of operating profit before taxation to net cash flow from operating activities

	2009 £'000	2008 £'000
Operating profit	48	51
<i>Adjustments for</i>		
Depreciation	9	8
<i>Changes in working capital</i>		
(Increase)/decrease in other current assets	(213)	1,557
Increase in trade payables	2	4
Increase in provision for future minimum rental increase accrual	70	74
Cash (used in)/generated from operating activities	(84)	1,694

16 Financial commitments

At 27 September 2009 and 28 September 2008 the company had total commitments under non-cancellable operating leases as follows

	2009 £'000	2008 £'000
Within one year	246	246
Within one to three years	492	492
Within three to five years	492	492
After more than five years	5,039	5,289
	6,269	6,519

Financial commitments, due within one year, under non-cancellable operating leases and analysed by nature of lease terms are included below

	2009 £'000	2008 £'000
Fixed annual rental increases	246	246

Active Care Partnerships (Lombardy) Limited

17 Contingent liabilities

The company has provided cross guarantees in relation to bank and other borrowings of other group undertakings amounting to £41.9m (2008: £87.5m)

18 Related party transactions

The majority of the transactions in the current and prior year were funded through the bank account held in Southern Cross Healthcare Limited which is central to the group's treasury activities. The main transactions with group companies are disclosed below.

Year ended 27 September 2009

	Working capital movement increase	Interest received	Amounts owed by
	£'000	£'000	£'000
Fellow subsidiary undertakings	168	85	839

Year ended 28 September 2008

	Working capital movement increase	Interest received	Amounts owed by
	£ 000	£ 000	£'000
Fellow subsidiary undertakings	108	177	626

During the year the company paid management charges of £40,000 (2008: £42,000) to Southern Cross Healthcare Limited.

During the year the company paid dividends of £nil (2008: £1,800,000), to Active Care Partnerships (Intercare) Limited, its parent company.

The key management of the company are deemed to be the Board of Directors who have authority and responsibility for planning and controlling all significant activities of the company.

Active Care Partnerships (Lombardy) Limited

19 Ultimate parent company

The immediate parent company is Active Care Partnerships (Intercare) Limited, a company registered in England

The ultimate parent undertaking and controlling party is Southern Cross Healthcare Group PLC, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Southern Cross Healthcare Group PLC's consolidated financial statements can be obtained from its registered office

Southgate House, Archer Street, Darlington, County Durham, DL3 6AH

20 Registered office and domicile

The company's registered office is Southgate House, Archer Street, Darlington, County Durham, DL3 6AH and is registered in England and Wales