

**REGISTRAR OF
COMPANIES**

Bentleigh Care Limited

Report and Financial Statements

Year Ended

31 March 2010

Company Number 4286432

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Bentleigh Care Limited

**Report and financial statements
for the year ended 31 March 2010**

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Directors

R A Waterer
C J Cook

Secretary

R A Waterer

Registered Office

Sherwood House, Forest Road, Kew, TW9 3BY

Company number

4286432

Auditors

BDO LLP, 55 Baker Street, London, W1U 7EU

Bentleigh Care Limited

Report of the directors for the year ended 31 March 2010

The directors present their report together with the audited financial statements for the year ended 31 March 2010

Results and dividends

The profit and loss account is set out on page 5 and shows the profit for the year

No dividends will be declared or distributed for the year (2009 - Nil)

Principal activities and future developments

The principal activities of the company in the year under review were those of operating and managing a care home and a retirement community

The directors are of the view that the current level of trading will continue in the future

Directors

The directors of the company during the year were

P A Murley (resigned 22 April 2010)
R A Waterer
G N Aleksich (resigned 22 November 2010)
C J Cook

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 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, 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.

Bentleigh Care Limited

Report of the directors for the year ended 31 March 2010 (*Continued*)

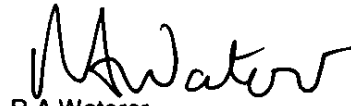
Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them as auditors will be proposed at the next annual general meeting.

This directors report has been prepared under the Small Companies and Groups (Accounts and Director's Report) Regulations 2008.

By order of the Board



R A Waterer
Secretary

Date *29 November 2010*

Bentleigh Care Limited

Independent auditor's report

TO THE MEMBERS OF BENTLEIGH CARE LIMITED

We have audited the financial statements of Bentleigh Care Limited for the year ended 31 March 2010 which comprise the profit and loss account, balance sheet 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 auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 (APB'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 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 31 March 2010 and of its 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.

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.

Bentleigh Care Limited

Independent auditor's report (*Continued*)

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

BDO LLP

*Geraint Jones, (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London
United Kingdom*

29 November 2010

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

Bentleigh Care Limited

Profit and loss account for the year ended 31 March 2010

	Note	2010 £'000	2009 £'000
Turnover	2	2,085	1,815
Cost of sales		(1,135)	(1,152)
Gross profit		950	663
Administrative expenses		(423)	(401)
Operating profit	4	527	262
Interest payable and similar charges	5	(1)	(1)
Profit on ordinary activities before taxation		526	261
Taxation on profit from ordinary activities	6	-	-
Profit on ordinary activities after taxation	11	526	261

All amounts relate to continuing activities

All recognised gains and losses are included in the profit and loss account

The notes on pages 7 to 11 form part of these financial statements

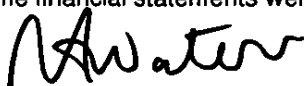
Bentleigh Care Limited

Balance sheet at 31 March 2010

Company number 4286432	Note	2010 £'000	2010 £'000	2009 £'000	2009 £'000
Fixed assets					
Tangible assets	7		24		9
Current assets					
Debtors	8	591		257	
Cash at bank and in hand		233		19	
		<u>824</u>		<u>276</u>	
Creditors: amounts falling due within one year	9	<u>(207)</u>		<u>(170)</u>	
Net current assets			617		106
Total assets less current liabilities			641		115
Capital and reserves					
Called up share capital	10		-		-
Profit and loss account			641		115
Shareholders' funds	12		641		115

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

The financial statements were approved by the Board of Directors and authorised for issue on 29 November 2010


R A Waterer
Director

The notes on pages 7 to 11 form part of these financial statements

Bentleigh Care Limited

Notes forming part of the financial statements for the year ended 31 March 2010

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards

The following principal accounting policies have been applied

Turnover

Turnover represents income from the provision of property management and care services and is recognised in the period the service is provided

Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Fixtures and fittings - 20% - 25% per annum straight line

Deferred tax

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief, and
- the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

Financial instruments

Financial instruments are measured initially and subsequently at amortised cost. Financial liabilities are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

2 Turnover

	2010 £'000	2009 £'000
Care	2,085	1,815

Turnover arises solely within the United Kingdom

Bentleigh Care Limited

Notes forming part of the financial statements
for the year ended 31 March 2010 *(Continued)*

3 Employees

	2010 £'000	2009 £'000
Staff costs consist of		
Wages and salaries	1,199	1,084
Social security costs	99	82
	<u>1,298</u>	<u>1,166</u>
The average number of employees during the year was	Number	Number
Nursing care and other	<u>106</u>	<u>83</u>

No amounts were paid to the directors in respect to qualifying services (2009 - £Nil)

4 Operating profit

	2010 £'000	2009 £'000
This has been arrived at after charging		
Depreciation	7	2
Auditors' remuneration - audit services	5	5
- non audit services	3	3
	<u> </u>	<u> </u>

5 Interest payable and similar charges

	2010 £'000	2009 £'000
Bank interest	<u>1</u>	<u>1</u>

Bentleigh Care Limited

Notes forming part of the financial statements
for the year ended 31 March 2010 (*Continued*)

6 Taxation on profit from ordinary activities

No liability to UK corporation tax arose on ordinary activities for the year ended 31 March 2010 and 31 March 2009

<i>Factors affecting the tax charge</i>	2010 £'000	2009 £'000
Profit on ordinary activities before tax	526	261
Profit on ordinary activities at the standard rate of corporation tax in the UK of 28% (2009 – 28%)	147	73
Effects of		
Expenses not deductible for tax purposes	-	1
Utilisation of tax losses	-	(32)
Group relief	(147)	(42)
Current tax charge for year	-	-

Factors that may affect future tax charges

A potential deferred tax asset of approximately £1,200 (2009 - £1,200), mainly in respect of trading losses, has not been recognised on the grounds that there is insufficient evidence at the current time that the asset will be recoverable in the foreseeable future

The company has no estimated losses (2009 - £Nil) available to utilise against future trading profits

7 Tangible assets

	Fixtures, fittings and equipment £'000
<i>Cost</i>	
At 1 April 2009	15
Additions	22
At 31 March 2010	37
<i>Depreciation</i>	
At 1 April 2009	6
Charge for the year	7
At 31 March 2010	13
<i>Net book value</i>	
At 31 March 2010	24
At 1 April 2009	9

Bentleigh Care Limited

Notes forming part of the financial statements
for the year ended 31 March 2010 (Continued)

8 Debtors

	2010 £'000	2009 £'000
Amounts falling due within one year		
Trade debtors	122	94
Amounts owed by group undertakings	461	161
Other debtors	8	2
	<u>591</u>	<u>257</u>

9 Creditors: amounts falling due within one year

	2010 £'000	2009 £'000
Trade creditors	21	20
Amounts owed to group undertakings	23	16
Social security and other taxes	142	23
Other creditors	3	12
Accruals	18	99
	<u>207</u>	<u>170</u>

Bentleigh Care Limited's overdraft facility is secured by a cross guarantee with Bentleigh Cross Limited in favour of RBS. Interest is charged at 2% above RBS bank base rate on the overdraft.

Grove Place Developments Limited has an RBS loan facility which is secured by a cross guarantee with all subsidiaries within the Lifecare Residences Limited group, which includes Bentleigh Care Limited.

10 Share capital

	2010 Number	2009 Number	Authorised 2010 £	2009 £
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>1</u>	<u>1</u>
	2010 Number	2009 Number	Allotted, called up and fully paid 2010 £	2009 £
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

Bentleigh Care Limited

Notes forming part of the financial statements
for the year ended 31 March 2010 (*Continued*)

11 Reserves

	Profit and loss account £'000
At 1 April 2009	115
Profit for the year	526
	<hr/>
At 31 March 2010	641
	<hr/>

12 Reconciliation of movements in shareholders' funds

	2010 £'000	2009 £'000
Profit for the year	526	261
Opening shareholders' funds/(deficit)	115	(146)
	<hr/>	<hr/>
Closing shareholders' funds	641	115
	<hr/>	<hr/>

13 Contingent liabilities

The company and its immediate parent (Bentleigh Cross Limited) are party to a cross guarantee given to The Royal Bank of Scotland Plc in respect of group overdraft facilities. The total level of indebtedness at the year end amounted to £1,878,638 (2009 - £2,056,000)

14 Related party transactions

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, "Related party disclosures", not to disclose any transactions with members of the group headed by Lifecare Residences Limited on the grounds that at least 100% of the voting rights in the company are controlled within that group and the company is included in consolidated financial statements

15 Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 "Cash Flow Statements", not to prepare a cash flow statement as it is included in the consolidated financial statements prepared by its immediate parent company

16 Ultimate parent company

The company's intermediate parent company is Lifecare Residences Limited (formerly Renaissance Lifecare Limited). Details of the ultimate parent company and controlling party are disclosed in the financial statements of Lifecare Residences Limited which are publicly available at Companies House