REGISTERED NUMBER: 04403025 (England and Wales)

Abbreviated Accounts for the Year Ended 31 March 2012

<u>for</u>

HAZELWOOD CARE LIMITED

28/03/2013

LD6 **COMPANIES HOUSE**

AUDIT NETWORK LIMITED Chartered Accountants & Registered Auditors 23 Mountside Stanmore Middlesex HA7 2DS

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Company Information for the Year Ended 31 March 2012

DIRECTOR:

M SINGH

REGISTERED OFFICE:

8b Accommodation Road

London NW11 8ED

REGISTERED NUMBER:

04403025 (England and Wales)

AUDITORS:

AUDIT NETWORK LIMITED

Chartered Accountants & Registered Auditors

23 Mountside Stanmore Middlesex HA7 2DS

Report of the Director for the Year Ended 31 March 2012

The director presents his report with the accounts of the company for the year ended 31 March 2012

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of provision of residential care home facilities for the elderly with particular emphasis on dementia

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements. The business experienced challenging economic conditions coupled with cuts in Local Government funding, which resulted in lower occupancy rate and hence the reduction in turnover

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2012

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the accounts

DIRECTOR

M SINGH held office during the whole of the period from 1 April 2011 to the date of this report

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director 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 law). 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 of the company and of the profit or loss of the company for that period. In preparing these financial statements, the director is required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The 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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and 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

Report of the Director for the Year Ended 31 March 2012

AUDITORS

The auditors, AUDIT NETWORK LIMITED, will be proposed for re-appointment at the forthcoming Annual General Meeting

ON BEHALF OF THE BOARD:

M SINGH - Director

27 March 2013

Report of the Independent Auditors to
HAZELWOOD CARE LIMITED
Under Section 449 of the Companies Act 2006

We have examined the abbreviated accounts set out on pages five to seventeen, together with the full financial statements of HAZELWOOD CARE LIMITED for the year ended 31 March 2012 prepared under Section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company, for our work, for this report, or for the opinions we have formed

Respective responsibilities of director and auditors

The director is responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section and to report our opinion to you

Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section

KIAN DADFARMA (Senior Statutory Auditor)

tor and on behalf of AUDIT NETWORK LIMITED

Chartered Accountants & Registered Auditors

Kin Despuna

23 Mountside

Stanmore

Middlesex

HA7 2DS

27 March 2013

Abbreviated Profit and Loss Account for the Year Ended 31 March 2012

	Notes	31 3 12 £	31 3 11 £
TURNOVER		1,936,031	2,246,389
Cost of sales		(1,393,479)	(1,333,344)
		542,552	913,045
Administrative expenses		709,403	809,881
OPERATING (LOSS)/PROFIT	3	(166,851)	103,164
Interest receivable and similar income		2,035	3,037
		(164,816)	106,201
Interest payable and similar charges	4	186,702	190,008
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(351,518)	(83,807)
Tax on loss on ordinary activities	5	(4,954)	4,954
LOSS FOR THE FINANCIAL YEAR		(346,564)	(88,761)

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the losses for the current year or previous year

Abbreviated Balance Sheet 31 March 2012

		31 3	12	31 3	11
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	6		750,734		804,767
Tangible assets	7		5,909,043		5,969,147
Investments	8		2		2
			6,659,779		6,773,916
CURRENT ASSETS					
Stocks	9	3,000		3,000	
Debtors	10	166,756		65,304	
Cash at bank and in hand		584,207		992,964	
		753,963		1,061,268	
CREDITORS					
Amounts falling due within one year	11	293,668		265,983	
NET CURRENT ASSETS			460,295		795,285
TOTAL ASSETS LESS CURRENT LIABILITIES			7,120,074		7,569,201
CREDITORS					
Amounts falling due after more than one year	12		5,342,306		5,444,869
,					
NET ASSETS			1,777,768		2,124,332
CAPITAL AND RESERVES					
Called up share capital	15		100		100
Revaluation reserve	16		1,781,468		1,798,271
Profit and loss account	16		(3,800)		325,961
SHAREHOLDERS' FUNDS	19		1,777,768		2,124,332

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to medium-sized companies

The financial statements were approved by the director on 27 March 2013 and were signed by

M SINGH - Director

Cash Flow Statement for the Year Ended 31 March 2012

		31 3 1	12	31 3	11
Not sook (48)(8-	Notes	£	£	£	£
Net cash (outflow)/inflow from operating activities	1		(114,148)		290,260
Returns on investments and servicing of finance	2		(184,667)		(186,971)
Taxation			(4,954)		(13,370)
Capital expenditure	2		(31,174)		(17,589)
			(334,943)		72,330
Financing	2		(73,814)		(69,756)
(Decrease)/increase in cash in the period	od		(408,757)		2,574
Reconciliation of net cash flow to movement in net debt	3				
(Decrease)/increase in cash in the period		(408,757)		2,574	
Cash outflow from decrease in debt and lease financing	3	73,814		67,576	
Change in net debt resulting					
from cash flows			(334,943)		70,150
Movement in net debt in the period Net debt at 1 April			(334,943) (3,691,085)		70,150 (3,761,235)
Net debt at 31 March			(4,026,028)		(3,691,085)

Notes to the Cash Flow Statement for the Year Ended 31 March 2012

1 RECONCILIATION OF OPERATING (LOSS)/PROFIT TO NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES

	31 3 12	31 3 11
	£	£
Operating (loss)/profit	(166,851)	103,164
Depreciation charges	146,105	153,552
Profit on disposal of fixed assets	(794)	-
(Increase)/decrease in debtors	(96,498)	14,050
Increase in creditors	3,890	19,494
Nick and Configuration Comments and the	(14.1.1.10)	200 210
Net cash (outflow)/inflow from operating activities	(114,148)	290,260
		

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

Returns on investments and servicing of finance	31 3 12 £	31 3 11 £
Interest received	2,035	3,037
Interest paid	(185,722)	(188,314)
Interest element of hire purchase payments	(980)	(1,694)
Net cash outflow for returns on investments and servicing of finance	(184,667)	(186,971)
Capital expenditure		
Purchase of tangible fixed assets	(37,750)	(17,589)
Sale of tangible fixed assets	6,576	
Net cash outflow for capital expenditure	(31,174)	(17,589) ====
Financing		
Loan repayments in year	(78,330)	(64,342)
Capital repayments in year	4,516	(3,234)
Amount withdrawn by directors	<u> </u>	(2,180)
Net cash outflow from financing	(73,814) =====	(69,756)

Notes to the Cash Flow Statement for the Year Ended 31 March 2012

3 ANALYSIS OF CHANGES IN NET DEBT

Net cash	At 1 4 11 £	Cash flow £	At 31 3 12 £
Cash at bank and in hand	992,964	(408,757)	584,207
	992,964	(408,757)	584,207
Debt Hire purchase	(7,707)	(4,516)	(12,223)
Debts falling due within one year	(67,133)	(34,022)	(101,155)
Debts falling due after one year	(4,609,209)	112,352	(4,496,857)
	(4,684,049)	73,814	(4,610,235)
Total	(3,691,085)	(334,943)	(4,026,028)

Notes to the Abbreviated Accounts for the Year Ended 31 March 2012

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets

Preparation of consolidated financial statements

The company is a subsidiary of Hazelwood Invest Limited, incorporated in British Virgin Islands, and in accordance with Section 401 of the Companies Act 2006 is not required to produce consolidated accounts

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax, except in respect of service contracts where turnover is recognised when the company obtains the right to consideration

Goodwill

Positive purchased goodwill arising on acquisition is capitalised and amortised over its estimated useful life of 20 years

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

Freehold property

- Straight line over 50 years

Fixtures and fittings

- 25% on reducing balance

Motor vehicles

- 25% on cost

Office equipment

- 25% on reducing balance

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

Stock of provisions and consumables are valued by the director

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability

2 STAFF COSTS

	31.3 12	21.2 11
	£	£
Wages and salaries	1,386,553	1,392,538
Social security costs	91,505	91,856
	1,478,058	1,484,394
	_ 	

Page 10 continued

21 2 12

21 2 11

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

2 STAFF COSTS - continued

-	51.15.1 COS15 Continued		
	The average monthly number of employees during the year was as follows		
	The average monthly number of employees during the year was as follows	31 3 12	31 3 11
		31 3 12	31311
	Management	4	4
	Nursing	106	95
		110	99
		===	=
3	OBED ATING /LOSS/DDOEFT		
3	OPERATING (LOSS)/PROFIT		
	The operating loss (2011 - operating profit) is stated after charging/(crediting)		
		21 2 10	21 2 11
		31 3 12 £	31 3 11 £
	Depreciation - owned assets	88,247	95,181
	Depreciation - assets on hire purchase contracts	3,825	4,338
	Profit on disposal of fixed assets	(794)	-,,,,,,,
	Goodwill amortisation	54,033	54,033
	Auditors remuneration	6,000	7,200
			=====
	Director's remuneration	90,800	90,000
	Diceson o remainding		====
	INTERCORDECTE DAMAGNE DE ANIO CINALI AD		
4	INTEREST PAYABLE AND SIMILAR CHARGES		
	CHARGES	31 3 12	31 3 11
		£	£
	Bank interest	185,522	188,314
	Other interest	200	-
	Hire purchase	980	1,694
		186,702	190,008
5	TAXATION		
	Analysis of the tax (credit)/charge		
	The tax (credit)/charge on the loss on ordinary activities for the year was as follows	31 3 12	31 3 11
		£	£
	Current tax	~	~
	UK corporation tax	(4,954)	4,954
			<u> </u>
	Tax on loss on ordinary activities	(4,954)	4,954
		====	====

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

6 INTANGIBLE FIXED ASSETS

	Goodwill £
COST	
At 1 April 2011	
and 31 March 2012	1,080,649
AMORTISATION	
At 1 April 2011	275,882
Amortisation for year	54,033
At 31 March 2012	329,915
NET BOOK VALUE	
At 31 March 2012	750,734
At 31 March 2011	804,767
	====

7 TANGIBLE FIXED ASSETS

		Fixtures			
	Freehold	and	Motor	Office	
	property	fittings	vehicles	equipment	Totals
	£	£	£	£	£
COST					
At 1 April 2011	6,106,000	259,607	17,350	8,040	6,390,997
Additions	-	20,990	15,300	1,460	37,750
Disposals	-		(17,350)	-	(17,350)
At 31 March 2012	6,106,000	280,597	15,300	9,500	6,411,397
DEPRECIATION					
At 1 April 2011	240,041	164,190	11,568	6,051	421,850
Charge for year	64,894	22,856	3,825	497	92,072
Eliminated on disposal			(11,568)		(11,568)
At 31 March 2012	304,935	187,046	3,825	6,548	502,354
NET BOOK VALUE					
At 31 March 2012	5,801,065	93,551	11,475	2,952	5,909,043
At 31 March 2011	5,865,959	95,417	5,782	1,989	5,969,147

Included in cost of land and buildings is freehold land of £2,861,249 (2011 - £2,861,249) which is not depreciated

Two of the homes were valued by Knight Frank LLP as fully equipped operating entities, in 2007

St Joseph Care Home was valued at £1 85m (including £1,770,026 for the freehold property) and Westcliff Residential Care Home was valued at £2 07m (including £1,862,607 for the freehold property)

The above freehold properties were revalued in 2007, in line with these valuations

8

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

Aggregate capital and reserves Loss for the year

7 TANGIBLE FIXED ASSETS - continued

TANGIBLE FIXED ASSETS - continued		
Fixed assets, included in the above, which are held under	er hire purchase contracts are as fo	llows
		Motor
		vehicles
COST		£
At 1 April 2011		17,350
Additions		15,300
Disposals		(17,350)
At 31 March 2012		15 200
3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3		15,300
DEPRECIATION		
At 1 April 2011		11,568
Charge for year		3,825
Eliminated on disposal		(11,568)
At 31 March 2012		3,825
NET BOOK VALUE		
At 31 March 2012		11,475
At 31 March 2011		5,782
THE ST PHILLIP LOTT		====
THE A COURT IN A COURT OF THE THE		
FIXED ASSET INVESTMENTS		Ob
		Shares in
		group undertakings
		£
COST		-
At 1 April 2011		
and 31 March 2012		2
NET BOOK VALUE		 _
At 31 March 2012		2
		==
At 31 March 2011		2
		
The company's investments at the balance sheet date in	the share capital of companies in	clude the following
Creedy Care Limited		
Country of incorporation England		
Nature of business Dormant		
	%	
Class of shares	holding	
Ordinary	100 00	
	21	2 12 21 2 11

31 3 11

£

2,888 (874)

31 3 12

£

2,888

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

9	STOCKS		
		31 3 12	31 3 11
		£	£
	Stocks	3,000	3,000
		====	
10	DEBTORS		
		31 3 12	31 3 11
		£	£
	Amounts falling due within one year		
	Trade debtors	50,563	48,409
	Other debtors	918	631
	Tax	4,954	16061
	Prepayments	35,321	16,264
		91,756	65,304
		====	===
	Amounts falling due after more than one year	77 000	
	Prepayments and accrued income	75,000	
		<u></u> -	
	Aggregate amounts	166,756	65,304
			=
11	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
11	CREDITORS; AMOUNTS FALLING DUE WITHIN ONE TEAK	31 3 12	31 3 11
		£	£
	Bank loans and overdrafts (see note 13)	101,155	67,133
	Hire purchase contracts (see note 14)	2,434	7,707
	Trade creditors	72,122	61,418
	Tax	-	4,954
	Social security and other taxes	24,414	32,917
	Other creditors	74,543	63,994
	Accrued expenses	19,000	27,860
		293,668	265,983
		=====	=====
12	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	IEAR	31 3 12	31 3 11
		£	£
	Bank loans (see note 13)	4,496,857	4,609,209
	Hire purchase contracts (see note 14)	9,789	-
	Amounts owed to group undertakings	835,660	835,660
		5 242 206	5 444 969
		5,342,306	5,444,869

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

13 LOANS

An analysis of the maturity of loans is given below

Amounts falling due within one year or on demand Bank loans	31 3 12 £ 101,155	31 3 11 £ 67,133
Amounts falling due between one and two years Bank loans - 1-2 years	98,375	63,920
Amounts falling due between two and five years Bank loans - 2-5 years	295,124	191,761
Amounts falling due in more than five years Repayable otherwise than by instalments Bank loans more 5 yrs non-inst	4,103,358	4,353,528

The bank loan is repayable by monthly instalments and is secured by way of a charge over the company's freehold properties. The rate of interest is $1\,1\%$ above the Bank of England's base rate, subject to a minimum rate of 5%

The long term loan from the parent company is interest free and is subordinated in favour of the bank loan

14 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES

	Hire purchase contracts	
	31 3 12	31 3 11
	£	£
Gross obligations repayable		
Within one year	3,490	7,976
Between one and five years	11,199	-
	14,689	7,976
Evnance charges ranguable		
Finance charges repayable Within one year	1,056	269
Between one and five years	1,410	207
Down out one and into your		
	2,466	269
Net obligations repayable		
Within one year	2,434	7,707
Between one and five years	9,789	
	12,223	7,707
	====	=

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

14 OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES - continued

The following operating lease payments are committed to be paid within one year

				Land and buildings	
				31 3 12 £	31 3 11 £
	Expiring Within one yes	ar		-	3,375
15	CALLED UP	SHARE CAPITAL			
		d and fully paid			
	Number	Class	Nominal	31 3 12	31 3 11
	100		value	£	£
	100	Ordinary	£1	<u>100</u>	<u>100</u>
16	RESERVES				
			Profit		
			and loss	Revaluation	
			account	reserve	Totals
			£	£	£
	At 1 April 201	1	325,961	1,798,271	2,124,232
	Deficit for the	year	(346,564)	2,.70,272	(346,564)
	Transfers to/fr	om revaluation	, , ,		(, ,
	reserve		16,803	(16,803)	
	At 31 March 2	2012	(3,800)	1,781,468	1,777,668
					

17 ULTIMATE PARENT COMPANY

Hazelwood Invest Limited (incorporated in British Virgin Islands) is regarded by the director as being the company's ultimate parent company

18 POST BALANCE SHEET EVENTS

Since the year end the company has disposed of two of its Homes. Due to the prevailing market conditions at the time of sale, there was a loss of £141,102 over the book value of one of the Homes. Furthermore, as a result of the above disposals, of the potential deferred tax, as per the note 21 below, £101,133 will crystallise.

Notes to the Abbreviated Accounts - continued for the Year Ended 31 March 2012

19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Loss for the financial year	31 3 12 £ (346,564)	31 3 11 £ (88,761)
Net reduction of shareholders' funds Opening shareholders' funds	(346,564) 2,124,332	(88,761) 2,213,093
Closing shareholders' funds	1,777,768	2,124,332

20 RELATED PARTY DISCLOSURES

Included in amounts owed to group undertakings is £835,660 (2011 - £835,660) owed to the holding company, Hazelwood Invest Limited

21 **DEFERRED TAX**

No provision has been made for deferred tax and the unprovided amounts in respect of timing differences of £327,335 (2011 - £489,000) were in relation to the sale of care homes in previous years and rollover relief claimed