Registration number: 04536431

# SWANTON CARE & COMMUNITY (AUTISM NORTH) LIMITED ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

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Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT

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#### **COMPANY INFORMATION**

Directors J Baker

G A Cross A M Dalton S J C Gray F D Porter C Thompson

Registered office 3 Siskin Drive

Middlemarch Business Park

Coventry CV3 4FJ

Bankers The Royal Bank Of Scotland PLC

London Corporate Services 2 1/2 Devonshire Square

London EC2M 4XJ

Accountants Hazlewoods LLP

Windsor House Bayshill Road Cheltenham GL50 3AT

#### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2022**

The directors present their report and the financial statements for the year ended 31 December 2022.

#### Directors of the company

The directors who held office during the year were as follows:

J Baker (appointed 23 March 2022)

G A Cross

A M Dalton

S J C Gray

F D Porter

G Thompson

#### Financial instruments

#### Objectives and policies

The board constantly monitors the company's trading results and revise projections as appropriate to ensure that the company can meet its future obligations as they fall due.

#### Price risk, credit risk, liquidity risk and cash flow risk

The company is exposed to the usual credit and cash flow risks associated with selling on credit and manages this through credit control procedures.

In accordance with the Financial Reporting Council's 'Going Concern and Liquidity Risk: Guidance for Directors of UK Companies 2009', the directors of all companies are now required to provide disclosures regarding the adoption of the going concern basis of accounting.

The company has sufficient resources available and the directors have prepared forecasts for the next 12 months that indicate that this will continue to be the case and that these cash flows will be sufficient for the company to meet its financing commitments as they fall due. The directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and have continued to adopt the going concern basis in preparing the financial statements.

#### **Employment of disabled persons**

It is the company's policy to give fair consideration to the employment needs of disabled people and to comply with current legislation with regard to their employment. Wherever practicable, we continue to employ and promote the careers of existing employees who become disabled and to consider disabled persons for employment, subsequent training career development and promotion on the basis of their aptitudes and abilities.

#### Employee involvement

The directors recognise the important of human resources. Practices to provide good communications and relations with employees include providing employees with information on matters of concern to them as employees.

27/9/2023

Approved by the Board on ..... and signed on its behalf by:

Julianne Baker

Director

#### STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their strategic report for the year ended 31 December 2022.

#### Principal activity

The principal activity of the company is the ownership and management of residential care and nursing home and care services for people with complex needs.

#### Fair review of the business

The results for the year, which are set out in the profit and loss account, show turnover of £16,651,574 (2021 - £13,142,588) and an operating profit after exceptional items of £3,562,286 (2021 - £2,740,928). At 31 December 2022, the company had net assets of £27,6521,736 (2021 - £24,093,167). The directors consider the performance for the year and the financial position at the year end to be satisfactory.

#### Principal risks and uncertainties

The board of directors has a well-established process for identifying business risks, evaluating controls and establishing and executing action plans.

The Sunshine Care Topco Limited Group ("the group") supports its current operations and future growth from a combination of internally generated profits and externally raised funds.

27/9/2023

Approved by the Board on ...... and signed on its behalf by:

Julianne Baker

J Baker Director

## CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY ACCOUNTS OF SWANTON CARE & COMMUNITY (AUTISM NORTH) LIMITED FOR THE YEAR ENDED 31 DECEMBER 2022

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the accounts of Swanton Care & Community (Autism North) Limited for the year ended 31 December 2022 as set out on pages 5 to 15 from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at http://www.icaew.com/regulation.

This report is made solely to the Board of Directors of Swanton Care & Community (Autism North) Limited, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the accounts of Swanton Care & Community (Autism North) Limited and state those matters that we have agreed to state to the Board of Directors of Swanton Care & Community (Autism North) Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Swanton Care & Community (Autism North) Limited and its Board of Directors as a body for our work or for this report.

It is your duty to ensure that Swanton Care & Community (Autism North) Limited has kept adequate accounting records and to prepare statutory accounts that give a true and fair view of the assets, liabilities, financial position and profit of Swanton Care & Community (Autism North) Limited. You consider that Swanton Care & Community (Autism North) Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the accounts of Swanton Care & Community (Autism North) Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory accounts.

Haylewoods LLP

Hazlewoods LLP Windsor House Bayshill Road Cheltenham GL50 3AT

Date: 27/9/2023

#### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2022

	Note	2022 £	2021 £
Turnover	3	16,651,574	13,142,588
Other operating income	4	28,269	30,312
Cost of sales		(9,977,319)	(7,859,268)
Gross profit		6,702,524	5,313,632
Administrative expenses		(3,029,556)	(2,474,866)
Exceptional items	6	(110,682)	(97,838)
Profit before tax		3,562,286	2,740,928
Taxation	9	(133,717)	(275,094)
Profit for the financial year		3,428,569	2,465,834

The above results were derived from continuing operations.

The company has no other comprehensive income for the year.

### (REGISTRATION NUMBER: 04536431) BALANCE SHEET AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Tangible assets	10	7,733,989	3,139,911
Current assets			
Debtors	11	39,569,267	37,406,911
Cash at bank and in hand		905,753	858,970
		40,475,020	38,265,881
Creditors: Amounts falling due within one year	12	(20,552,963)	(17,287,441)
Net current assets		19,922,057	20,978,440
Total assets less current liabilities		27,656,046	24,118,351
Provisions for liabilities	9	(134,310)	(25,184)
Net assets		27,521,736	24,093,167
Capital and reserves			
Called up share capital	14	100	100
Profit and loss account		27,521,636	24,093,067
Total equity		27,521,736	24,093,167

For the financial year ending 31 December 2022 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

#### Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

27/9/2023

Approved and authorised by the Board on ...... and signed on its behalf by:

Julianne Baker
J Baker
Director

#### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

	Share capital £	Profit and loss account £	Total £
At 1 January 2022 Profit for the year	100	24,093,067 3,428,569	24,093,167 3,428,569
At 31 December 2022	100	27,521,636	27,521,736
	Share capital £	Profit and loss account £	Total £
At 1 January 2021 Profit for the year	100	21,627,233 2,465,834	21,627,333 2,465,834
At 31 December 2021	100_	24,093,067	24,093,167

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### 1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is: 3 Siskin Drive Middlemarch Business Park Coventry CV3 4FJ

#### 2 Accounting policies

#### Summary of significant accounting policies and key accounting estimates

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.

#### Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland and the Companies Act 2006'.

#### Basis of preparation

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest Pound.

#### Summary of disclosure exemptions

The company has not presented a cash flow statement on the grounds that the company is a wholly owned subsidiary and a group cash flow statement is included in the financial statements of the parent company.

#### Name of parent of group

These financial statements are consolidated in the financial statements of Sunshine Care Topco Limited.

The financial statements of Sunshine Care Topco Limited may be obtained from Companies House.

#### Going concern

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The company therefore continues to adopt the going concern basis in preparing its financial statements.

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### Judgements and estimation uncertainty

Key sources of estimation uncertainty

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:

Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives of the assets so these are re-assessed annually and amended when necessary to reflect current estimates.

Impairment of debtors

The company makes an estimate for the recoverable value of trade and other debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience.

Critical accounting judgements in applying the company's accounting policies

There are no such judgements in either the current or prior year.

#### Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts and after eliminating sales within the company. The company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities.

#### Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the profit and loss account, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

#### Tangible assets

Tangible assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### Depreciation

Depreciation is charged so as to write off the cost of assets, over their estimated useful lives, as follows:

#### **Asset class**

Fixtures and fittings

Depreciation method and rate

10%-25% on cost

#### Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

#### Trade debtors

Trade debtors are amounts due from customers for services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. All trade debtors are repayable within one year and hence are included at the undiscounted cost of cash expected to be received. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtors.

#### Trade creditors

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 the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

#### Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

#### Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

#### Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the company has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### Financial instruments

#### Classification

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

#### Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

#### Impairment

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

A non financial asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units ('CGUs') of which the goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### 3 Revenue

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

#### 4 Other operating income

The analysis of the company's other operating income for the year is as follows:

	2022	2021
	£	£
COVID grant income	28,269	30,312

During both years, the company received money in the form of government and infection control grants.

#### 5 Operating profit

Arrived at after charging/(crediting)

	2022	2021
	£	£
Depreciation expense	259,396	219,996
Operating lease expense - property	1,824,576	1,721,960

#### 6 Exceptional items

	2022	2021
	£	£
Exceptional expenses	110,682	97,838

Exceptional expenses in both years consisted of set-up costs for new facilities.

#### 7 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2022 £	2021 £
Wages and salaries	8,524,657	6,966,808
Social security costs	662,823	498,896
Pension costs, defined contribution scheme	134,884	114,713
	9,322,364	7,580,417

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows:

	2022 No.	2021 No.
Care staff	421	353
Office staff	1	1
	422	354

#### 8 Directors' remuneration

Directors' remuneration has been borne by a fellow group company.

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### 9 Taxation

Tayo	harned//	credited)	in the	profit	and I	nee :	account

	2022 £	2021 £
Current taxation		
UK corporation tax	129,564	243,593
UK corporation tax adjustment to prior periods	4,153	
	133,717	243,593
Deferred taxation		
Arising from origination and reversal of timing differences	<u> </u>	31,501
Tax expense in the income statement	133,717	275,094

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2021 - lower than the standard rate of corporation tax in the UK) of 19% (2021 - 19%).

The differences are reconciled below:

	2022 £	2021 £
Profit before tax	3,562,286	2,740,928
Corporation tax at standard rate	676,834	520,776
Effect of expense not deductible in determining taxable profit (tax loss)	-	5,390
Deferred tax expense from unrecognised temporary difference from a prior period	<u>-</u>	31,501
Tax decrease from effect of capital allowances and depreciation	(21,775)	(17,736)
Tax decrease arising from group relief	(641,488)	(264,837)
Tax hived across from group company	115,993	-
Other tax effects for reconciliation between accounting profit and tax expense (income)	4,153	
Total tax charge	133,717	275,094
Deferred tax Deferred tax assets and liabilities		
2022		Liability F
Accelerated capital allowances		134,310
2021		Liability £
Accelerated capital allowances		<u>25,184</u>

The deferred tax liability in 2022 is higher due to deferred tax hived in from other companies in the group.

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

10 T	ang	ible	asset	s
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To Taligible 2550to	Land and buildings £	Fixtures and fittings £	Motor vehicles £	Total £
Cost				
At 1 January 2022	2,507,537	1,991,905	196,718	4,696,160
Additions	2,566,990	346,551	15,044	2,928,585
Transfers	1,432,972	488,973	2,944	1,924,889
At 31 December 2022	6,507,499	2,827,429	214,706	9,549,634
Depreciation				
At 1 January 2022	5,104	1,393,735	157,410	1,556,249
Charge for the year	20,586	220,189	18,621	259,396
At 31 December 2022	25,690	<u>1,613,924</u>	176,031	1,81 <u>5,</u> 645
Carrying amount				
At 31 December 2022	6,481,809	1,213,505	38,675	7,733,989
At 31 December 2021	2,502,433	598,170	39,308	3,139,911
Trade debtors			<b>2022</b> £ 3,775,556	<b>2021</b> £ 1,902,893
Amounts owed by group undertaking	ļs		34,801,729	34,342,201
Other debtors			970,508	1,144,994
Prepayments			21,474	16,823
			39,569,267	37,406,911
12 Creditors				
			2022 £	2021 £
Due within one year				
Trade creditors			28,536	80,757
Amounts due to group undertakings			17,729,092	14,242,221
Social security and other taxes				
			242,751	220,422
Outstanding defined contribution per	nsion costs		88,338	40,682
Other creditors	nsion costs		88,338 1,883,348	40,682 2,428,080
Other creditors Accrued expenses	nsion costs		88,338 1,883,348 107,599	40,682 2,428,080 60,920
Other creditors	nsion costs		88,338 1,883,348	40,682 2,428,080

### NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

#### 13 Pension and other schemes

#### Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £134,884 (2021 - £114,713).

Contributions totalling £88,338 (2021 - £40,682) were payable to the scheme at the end of the year and are included in creditors.

#### 14 Share capital

Allotted, called	l up and	fully	paid shares	ì
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	2022		202	21
	No.	£	No.	£
Ordinary shares of £1 each	100	100	100	100
15 Obligations under leases and hire p	urchase contracts			
Operating leases The total of future minimum lease payr	nents is as follows:			
			2022 £	2021 £
Not later than one year			1,327,806	1,327,806
Later than one year and not later than	five years		1,316,702	2,633,404

#### 16 Parent and ultimate parent undertaking

The company's immediate parent undertaking is Swanton Care & Community (Glenpath Holdings) Limited, incorporated in England and Wales. The company's ultimate parent undertaking is Sunshine Care Topco Limited, incorporated in England and Wales. The ultimate controlling party is Apposite Healthcare II GP LLP.

2,644,508

3,961,210