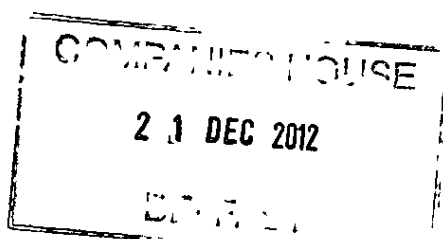


Active 8 Care Limited

Financial statements

For the year ended 31 March 2012

Company registration number 05107898



RM 21/12/2012 #181
COMPANIES HOUSE

Active 8 Care Limited

Directors' report and financial statements

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Active 8 Care Limited

Directors and other information

Directors	H Laffin M Murphy K Looker
Secretary	M Murphy
Bankers	First Trust Bank Corporate Banking 92 Ann Street Belfast BT1 3HH
Solicitors	Lester Aldridge Russell House Oxford House Bournemouth BH8 8EX
Auditors	KPMG Stokes House 17/25 College Square East Belfast BT1 6DH
Registered office	Hurstwood Court New Hall Hey Road Rawtenstall Rossendale Lancashire BB4 6HR
Company registration number	05107898 (England and Wales)

Active 8 Care Limited

Directors' report

The directors present their directors' report and financial statements for the year ended 31 March 2012

Principal activities and business review

The principal activity of the company in the year under review was that of the provision of social work services and accommodation. This included the provision of outdoor activities and holidays mainly for children living in residential care homes.

Results and dividends

The results for the year are set out on page 6 and are in line with directors' expectations. There were no dividends paid during the year.

Directors

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

M Murphy
H Laffin
K Looker

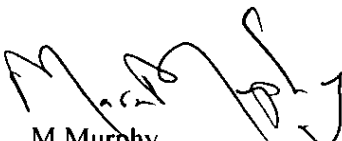
Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

Pursuant to section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG will therefore continue in office.

On behalf of the board



M Murphy
Director

20 December 2012

Active 8 Care Limited

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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

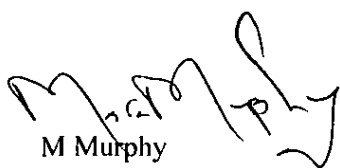
Company law requires the directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities

On behalf of the board


M Murphy
Director

20 December 2012



KPMG
Chartered Accountants
Stokes House
17-25 College Square East
Belfast BT1 6DH
Northern Ireland

Independent auditors' report to the members of Active 8 Care Limited

We have audited the financial statements of Active 8 Care Limited for the year ended 31 March 2012 which comprise the profit and loss account, the 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 (UK 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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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, and express an opinion on, 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

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

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 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.



KPMG
Chartered Accountants
Stokes House
17-25 College Square East
Belfast BT1 6DH
Northern Ireland

Independent auditors' report to the members of Active 8 Care Limited (*continued*)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report is consistent with the financial statements

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

Jon D'Arcy (Senior Statutory Auditor)
For and on behalf of KPMG, Statutory Auditor
Stokes House
17-25 College Square East
Belfast
BT1 6DH

21 December 2012

Active 8 Care Limited

Profit and loss account

For the year ended 31 March 2012

	<i>Note</i>	2012 £	2011 £
Turnover		3,190,415	3,471,855
Cost of sales		(264,528)	(313,268)
Gross profit		2,925,887	3,158,587
Administrative expenses		(2,632,101)	(2,999,559)
Operating profit	2	293,786	159,028
Interest payable and similar charges	5	(2,569)	(3,336)
Profit on ordinary activities before taxation		291,217	155,692
Tax on profit on ordinary activities	6	1,018	(1,058)
Profit for the financial year	15,16	292,235	154,634

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

There is no difference between the results as presented above and their historical cost equivalents

The notes on pages 8 to 18 form part of these financial statements

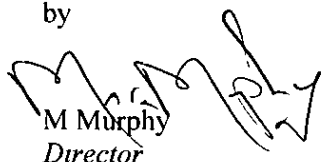
Active 8 Care Limited

Balance sheet

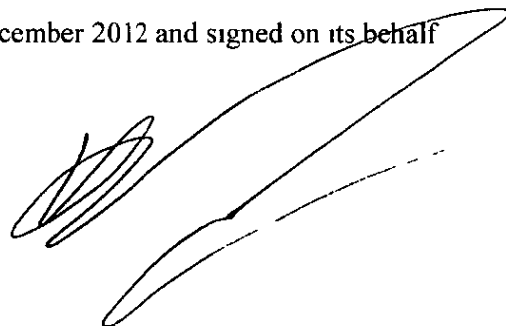
At 31 March 2012

	Note	2012 £	2012 £	2011 £	2011 £
Fixed assets					
Intangible assets	7		135,423		185,423
Tangible assets	8		2,100,129		2,167,315
			<u>2,235,552</u>		<u>2,352,738</u>
Current assets					
Debtors	9	398,872		255,916	
Cash at bank and in hand		2,975,033		2,150,016	
		<u>3,373,905</u>		<u>2,405,932</u>	
Creditors: Amounts falling due within one year	10	(5,041,685)		(4,477,558)	
		<u></u>		<u></u>	
Net current liabilities			(1,667,780)		(2,071,626)
			<u></u>		<u></u>
Total assets less current liabilities			567,772		281,112
Creditors: Amounts falling due after more than one year	11		-		(5,575)
			<u></u>		<u></u>
Net assets			<u>567,772</u>		<u>275,537</u>
Capital and reserves					
Called up share capital	14		200		200
Profit and loss account	15		567,572		275,337
			<u></u>		<u></u>
Shareholders' funds	16		<u>567,772</u>		<u>275,537</u>

These financial statements were approved by the directors on 20 December 2012 and signed on its behalf by


M Murphy
Director

H Laffin
Director



Company registration number 05107898 (England and Wales)

The notes on pages 8 to 18 form part of these financial statements

Active 8 Care Limited

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Accounting convention

The financial statements are prepared under the historical cost convention

Going concern

The company's ultimate controlling party is The Patterson Family, who have various business interests covering different sectors. The overall position of the Patterson Family is that they have considerable financial resources and intend to support the BetterCare Keys companies as they continue to grow and develop.

The directors have considered the extent to which the current economic conditions create uncertainty, particularly over the company's future trading prospects and the availability of bank finance to BetterCare Keys companies in the foreseeable future. The company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company will be able to operate within the level of its current agreed related party loan facilities. In addition, the directors are confident that should additional funding be required, that they would be able to source this, if necessary, from within the group of companies controlled by The Patterson Family.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Cash flow statement

The company has taken advantage of the exemption under FRS 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

Related party transactions

The company has taken advantage of the exemption conferred by FRS 8 from the disclosure of certain related party transactions on the grounds that it is a wholly owned subsidiary.

Turnover

Turnover represents invoiced sales of services, excluding value added tax rendered during the year.

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 2004, is being amortised evenly over its estimated useful life of ten years.

Active 8 Care Limited

Notes (continued)

1 Accounting policies (continued)

Tangible fixed assets and depreciation

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	2% on cost
Boats	25% on cost
Fixtures and fittings	15% on cost
Computer equipment	25% on cost
Motor vehicles	25% on cost

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets 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.

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19.

2 Operating profit

The operating profit is stated after charging

	2012 £	2011 £
Operating leases – other	7,823	10,337
Depreciation – owned assets	78,255	71,161
Depreciation – assets on hire purchase contracts	19,915	24,511
Goodwill amortisation	50,000	50,000

Audit fees for the company are borne by its ultimate parent undertaking, BetterCare Keys Limited.

Active 8 Care Limited

Notes (continued)

3 Staff numbers and costs

The number of persons employed by the company at the year end, analysed by category, was as follows

	2012 No.	2011 No
Care staff	89	98
Teachers	-	2
Administration	-	3
	<u>89</u>	<u>103</u>

The aggregate payroll costs of these persons were as follows

	2012 £	2011 £
Wages and salaries	1,675,235	1,345,109
Social security costs	145,848	316,008
Other pension costs	5,581	11,895
	<u>1,826,664</u>	<u>1,673,012</u>

4 Directors' emoluments

The directors did not receive any emoluments from the company during the year

5 Interest payable and similar charges

Interest payable and similar charges include the following

	2012 £	2011 £
Hire purchase	<u>2,569</u>	<u>3,336</u>

Active 8 Care Limited

Notes (continued)

6 Taxation

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows

	2012 £	2011 £
Current tax:		
UK Corporation tax	3,333	3,706
Adjustments in respect of prior periods	18	-
	<hr/>	<hr/>
Total current tax	3,351	3,706
Deferred tax		
Origination/reversal of timing differences	(5,028)	(2,189)
Effect of increased/decreased tax rate	659	(459)
	<hr/>	<hr/>
Total deferred tax	(4,369)	2,648
	<hr/>	<hr/>
Total tax (credit)/charge	(1,018)	1,058
	<hr/>	<hr/>

Factors affecting the tax charge

The tax assessed for the year is lower (2011 lower) than the standard rate of corporation tax in the UK. The difference is explained below

	2012 £	2011 £
Profit on ordinary activities before taxation	291,217	155,692
	<hr/>	<hr/>
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 26 % (2011 28%)	75,716	43,594
Effects of		
Expenses not deductible for tax purposes	20,226	19,834
Capital allowances for period in excess of depreciation	5,042	2,234
Group relief	(82,944)	(29,232)
Transfer pricing	(14,692)	(21,781)
Other timing differences	(15)	(45)
Small companies' relief	-	(10,898)
Adjustments in respect of previous periods	18	-
	<hr/>	<hr/>
Current tax charge	3,351	3,706
	<hr/>	<hr/>

Active 8 Care Limited

Notes (continued)

6 Taxation (continued)

Following the 2011 Budget Statement, the main rate of UK corporation tax was reduced from 28% directly to 26% with effect from 1 April 2011. Finance Act 2011, further reduced the main rate of UK corporation tax to 25% from 1 April 2012. Following the 2012 Budget Statement, the main rate will reduce from 26% directly to 24% with effect from 1 April 2012. Finance Act 2012, substantively enacted on 17 July 2012, further reduced the corporation tax rate to 23% with effect from 1 April 2013. Furthermore, it has been proposed that the main rate of UK corporation tax will reduce by a further 2% to 21% in 2014. It is expected that this graduated fall in the main corporation tax rate will result in a reduction of the company's deferred tax asset and also a reduction of the company's future current tax charge.

7 Intangible fixed assets

	Goodwill
	£
Cost	
At 1 April 2011 and 31 March 2012	500,000
	<hr/>
Amortisation	
At 1 April 2011	314,577
Amortisation for period	50,000
	<hr/>
At 31 March 2012	364,577
	<hr/>
Net book value	
At 31 March 2012	135,423
	<hr/>
At 31 March 2011	185,423
	<hr/>

Active 8 Care Limited

Notes (continued)

8 Tangible fixed assets

	Buildings £	Boats £	Fixtures & fittings £	Computer equipment £	Motor vehicles £	Total £
Cost						
At 1 April 2011	2,230,528	86,000	220,777	2,217	115,493	2,655,015
Additions	6,652	-	6,212	645	22,230	35,739
Disposals	-	(43,000)	-	-	(8,609)	(51,609)
At 31 March 2012	2,237,180	43,000	226,989	2,862	129,114	2,639,145
Depreciation						
At 1 April 2011	164,680	86,000	165,002	1,384	70,634	487,700
Charge for period	44,653	-	22,440	702	30,375	98,170
Charge on disposals	-	(43,000)	-	-	(3,854)	(46,854)
At 31 March 2012	209,333	43,000	187,442	2,086	97,155	539,016
Net book value						
At 31 March 2012	2,027,847	-	39,547	776	31,959	2,100,129
At 31 March 2011	2,065,848	-	55,775	833	44,859	2,167,315

Fixed assets, included in the above, which are held under hire purchase contracts are as follows

	Motor vehicles £
Cost	
At 1 April 2011 and at 31 March 2012	98,045
Depreciation	
At 1 April 2011	66,450
Charge for year	19,915
At 31 March 2012	86,365
Net book value	
At 31 March 2012	11,680
At 31 March 2011	31,595

Active 8 Care Limited

Notes (continued)

9 Debtors

	2012 £	2011 £
Trade debtors	300,462	247,299
Amounts due from group undertakings	58,801	-
Deferred tax assets (see below)	7,897	3,528
Prepayments	9,827	5,089
Other debtors	21,885	-
	<hr/>	<hr/>
	398,872	255,916
	<hr/>	<hr/>

Other debtors include an amount of £21,885 (2011 £Nil) owed by Keys Education Limited, a company incorporated in England & Wales, which is owned and controlled by The Patterson Family. This balance represents amounts due from trading activities with this company which were conducted on an arms length basis.

	2012 £	2011 £
Deferred tax:		
Opening balance	3,528	880
Credit for the year	4,369	2,648
	<hr/>	<hr/>
	7,897	3,528
	<hr/>	<hr/>

The £7,897 deferred tax asset (2011 £3,528 deferred tax asset) relates to the difference between accumulated depreciation, amortisation and capital allowances.

10 Creditors: amounts falling due within one year

	2012 £	2011 £
Trade creditors	7,140	8,014
Hire purchase contracts (see note 11)	4,181	11,150
Amounts owed to group undertakings	4,861,586	4,184,223
Corporation tax	3,067	3,706
Other taxes and social security costs	117,327	42,418
Other creditors	33,014	211,322
Accruals and deferred income	15,370	16,725
	<hr/>	<hr/>
	5,041,685	4,477,558
	<hr/>	<hr/>

Active 8 Care Limited

Notes (continued)

11 Creditors: amounts falling due after more than one year

	2012 £	2011 £
Hire purchase contracts (see note 11)	-	5,575
	<u> </u>	<u> </u>

12 Obligations under hire purchase contracts

	2012 £	2011 £
Gross obligations repayable		
Within one year	5,022	13,392
Between one and five years	-	6,696
	<u> </u>	<u> </u>
	5,022	20,088
	<u> </u>	<u> </u>
Finance charges repayable		
Within one year	841	2,242
Between one and five years	-	1,121
	<u> </u>	<u> </u>
	841	3,363
	<u> </u>	<u> </u>
Net obligations repayable		
Within one year	4,181	11,150
Between one and five years	-	5,575
	<u> </u>	<u> </u>
	4,181	16,725
	<u> </u>	<u> </u>

Hire purchase creditors are secured against the assets to which they relate

Active 8 Care Limited

Notes (continued)

13 Pension costs

	2012	2011
	£	£
Defined contribution		
Contributions payable by the company for the year	5,579	11,895
	<u> </u>	<u> </u>

14 Called up share capital

	2012	2011
	£	£
<i>Allotted, issued and fully paid:</i>		
200 ordinary £1 shares	200	200
	<u> </u>	<u> </u>

15 Profit and loss account

	2012	2011
	£	£
At 1 April	275,337	120,703
Profit for the financial year	292,235	154,634
	<u> </u>	<u> </u>
At 31 March	567,572	275,337
	<u> </u>	<u> </u>

16 Reconciliation of movements in shareholders' funds

	2012	2011
	£	£
Profit for the financial year	292,235	154,634
Opening shareholders' funds	275,537	120,903
	<u> </u>	<u> </u>
Closing shareholders' funds	567,772	275,537
	<u> </u>	<u> </u>

Active 8 Care Limited

Notes (continued)

17 Financial commitments

Annual commitments under non-cancellable operating leases are as follows

	<i>Other</i> 2012 £	<i>Other</i> 2011 £
Operating leases which expire		
Within one year	6,261	6,792
Between two and five years	-	6,261
In over five years	-	-
	<hr/>	<hr/>
	6,261	13,053
	<hr/>	<hr/>

18 Contingent liabilities

There is an unlimited cross composite bank guarantee with BetterCare Keys Limited including fixed and floating charges over company assets present and future incorporating an equitable fixed charge over all short term leaseholds

19 Control

The ultimate parent company is BetterCare Keys Limited, a company incorporated in Northern Ireland

The directors consider the ultimate controlling party to be The Patterson Family who hold 88% of the ordinary share capital of BetterCare Keys Limited

20 Post balance sheet events

The directors confirm no obligation exists at the balance sheet date for dividends declared after that date