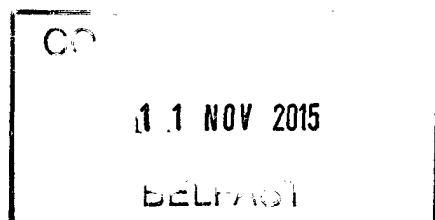


Active 8 Care Limited

Annual report and financial statements

Year ended 31 March 2015

Company registration number: 05107898



Active 8 Care Limited

Annual 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	Carson McDowell Murray House 4 Murray Street Belfast BT1 6DN
Auditor	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

Active 8 Care Limited

Strategic report

The directors present their strategic report for the year ended 31 March 2015.

Principal activity

The principal activity of the company is the provision of social work services and accommodation, including the provision of outdoor activities and holidays for children living in residential care homes.

Business review

The results for the year are set out in the profit and loss account on page 8 and in the related notes.

The company suffered a decrease in occupancy in the current year which resulted in a £609,998 (20%) fall in turnover from £3,021,308 (2014) to £2,411,310 (2015). This was offset by a £713,580 decrease in cost of sales and administrative costs, the net impact of which was an increase in operating profit from £112,748 in the year to March 2014 to £216,330 in the year to March 2015.

The directors are satisfied that costs are continually under review and that the underlying results, excluding management charges, will continue to be profitable.

Principal risks and uncertainties

The company is a subsidiary of BetterCare Keys Limited and as such, the principal risks and uncertainties of the company are the same as those facing the wider group.

The key risks and uncertainties currently judged to have the greatest impact on the group's performance include:

- Occupancy levels
- Customer reliance and policy changes – the group provides services solely to government bodies which are required to adhere to strict procurement policies and budget allocations.

Financial risk management

The company's activities expose it to a variety of financial risks which include price and liquidity risk.

Price risk

The company is restricted to annual inflationary price reviews set by each Local Authority. Each Authority will, in turn, be subject to budgetary spending targets from Central Government which determine the level of inflationary uplift.

Liquidity risk

The company regularly reviews its working capital requirements and availability of group funding to ensure that there are sufficient funds for operations and planned expansions.

Given the size of the company and wider group, the directors have not delegated responsibility for monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the group's finance department.

Active 8 Care Limited

Strategic report *(continued)*

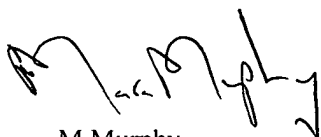
Key performance indicators

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.

Future outlook

The directors consider both the results for the year and trading prospects to be satisfactory. It is the director's intention to continue to develop the present activities of the company.

On behalf of the board

A handwritten signature in black ink, appearing to read 'M Murphy', written over a horizontal line.

M Murphy
Director

29 September 2015

Active 8 Care Limited

Directors' report

The directors present their report for the year ended 31 March 2015.

Dividends

No dividends were paid during the year (2014: £nil).

Directors

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

M Murphy
H Laffin
K Looker

Political donations

The company made no political donations during the year (2014: £nil).

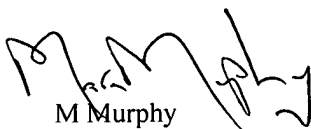
Disclosure of information to auditor

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 auditor is 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 auditor is aware of that information.

Auditor

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

On behalf of the board


M Murphy
Director

29 September 2015

Active 8 Care Limited

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

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

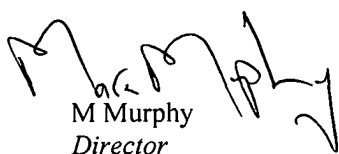
Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 year. 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

29 September 2015



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

Independent auditor's 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 2015 which comprise the profit and loss account, balance sheet and related notes. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

Opinions and conclusions arising from our audit

1 Our opinion on the financial statements is unmodified

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2015 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.

2 Our conclusions on other matters on which we are required to report by the Companies Act 2006 are set out below

In our opinion the information given in the strategic report and directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

3 We have nothing to report in respect of matters on which we are required to report by exception

Under ISAs (UK and Ireland) we are required to report to you if, based on the knowledge we acquired during our audit, we have identified other information in the annual report that contains a material inconsistency with either that knowledge or the financial statements, a material misstatement of fact, or that is otherwise misleading.

Under the Companies Act 2006 we are required 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.

We have nothing to report in respect of the above responsibilities.

Basis of our report, responsibilities and restrictions on use

As explained more fully in the statement of directors' responsibilities set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view and otherwise comply with the Companies Act 2006.



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

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

Basis of our report, responsibilities and restrictions on use (*continued*)

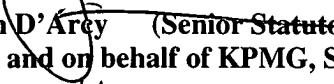
Our responsibility is to audit and express an opinion on the financial statements in accordance with UK law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's Ethical Standards for Auditors.

An audit undertaken in accordance with ISAs (UK & Ireland) 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.

In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Whilst an audit conducted in accordance with ISAs (UK & Ireland) is designed to provide reasonable assurance of identifying material misstatements or omissions it is not guaranteed to do so. Rather the auditor plans the audit to determine the extent of testing needed to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements does not exceed materiality for the financial statements as a whole. This testing requires us to conduct significant audit work on a broad range of assets, liabilities, income and expense as well as devoting significant time of the most experienced members of the audit team, in particular the engagement partner responsible for the audit, to subjective areas of accounting and reporting.

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.



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

2 October 2015

Active 8 Care Limited

Profit and loss account

For the year ended 31 March 2015

	<i>Note</i>	2015 £	2014 £
Turnover	2	2,411,310	3,021,308
Cost of sales		(188,041)	(212,175)
Gross profit		2,223,269	2,809,133
Administrative expenses		(2,006,939)	(2,696,385)
Operating profit		216,330	112,748
Impairment of tangible fixed assets		-	(379,717)
Interest receivable and similar income	5	-	150,000
Profit/(loss) on ordinary activities before taxation	6	216,330	(116,969)
Tax on profit/(loss) on ordinary activities	7	(8,349)	(11,358)
Profit/(loss) for the financial year	16	207,981	(128,327)

All amounts relate to continuing operations.

The company has no recognised gains or losses other than those shown above, hence no separate statement of total recognised gains and losses is presented.

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial year as stated above and their historical cost equivalent.

The notes on pages 10 to 19 form part of these financial statements.

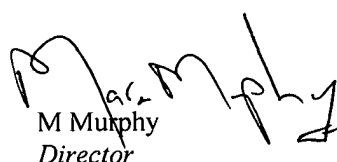
Active 8 Care Limited

Balance sheet

At 31 March 2015

	Note	2015 £	2015 £	2014 £	2014 £
Fixed assets					
Intangible assets	8		-		35,423
Tangible assets	9		1,371,444		1,623,948
			<u>1,371,444</u>		<u>1,659,371</u>
Current assets					
Debtors	10	2,301,582		1,320,069	
Cash at bank and in hand		11,051		-	
		<u>2,312,633</u>		<u>1,320,069</u>	
Creditors: amounts falling due within one year	11	<u>(2,871,649)</u>		<u>(2,371,300)</u>	
Net current liabilities			<u>(559,016)</u>		<u>(1,051,231)</u>
Total assets less current liabilities			<u>812,428</u>		<u>608,140</u>
Creditors: amounts falling due after one year	12		-		(3,693)
Net assets			<u>812,428</u>		<u>604,447</u>
Capital and reserves					
Called up share capital	15		200		200
Profit and loss account	16		812,228		604,247
Shareholders' funds	17		<u>812,428</u>		<u>604,447</u>

These financial statements were approved by the board of directors on 29 September 2015 and signed on its behalf by:


M Murphy
Director


H Laffin
Director

Company registration number: 05107898

The notes on pages 10 to 19 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.

Basis of preparation

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

Under FRS 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own consolidated financial statements.

As the company is a wholly owned subsidiary of BetterCare Keys Limited, the company has taken advantage of the exemption contained within FRS 8 and has therefore not disclosed transactions or balances with wholly owned subsidiaries which form part of the group.

Going concern

The company is a subsidiary undertaking of BetterCare Keys Limited and participates in short term funding arrangements with fellow group companies and shareholders, as required, in order to meet its day to day working capital requirements.

Management have prepared cash flow forecasts for a period of twelve months from the balance sheet date which support the ability of the company to continue as a going concern taking account of the above funding arrangements and reasonable variations in trading performance.

After making enquiries, the directors have a reasonable expectation that the company will have adequate resources to continue in operational existence for the foreseeable future.

Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Turnover

Turnover represents the total income receivable for services rendered, excluding VAT.

Goodwill

Goodwill, arising on the acquisition of a business in 2004, is being amortised on a straight line basis 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 to write off the cost less estimated residual value of tangible fixed assets by equal instalments over the estimated useful life, or, if the asset is held under a finance lease, over the lease term, whichever is the shorter:

Freehold property	2% straight line
Boats	25% straight line
Fixtures and fittings	10% straight line
Computer equipment	25% straight line
Motor vehicles	25% on cost

Impairment of fixed assets

The carrying amounts of the company's fixed assets are reviewed for impairment when events or changes in circumstances indicate that the carrying amount of the fixed assets may not be recoverable. If any such indication exists, the asset's recoverable amount is estimated.

An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of a fixed asset is the greater of its net realisable value and value in use.

Impairment losses are recognised in the profit and loss account.

Debtors

Debtors are stated after all known bad debts have been written off and specific provision has been made against all debts considered doubtful of collection.

Leases

Assets acquired under finance leases are capitalised and the outstanding future lease obligations are shown in creditors. Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.

Taxation

The charge for taxation is based on the profit for the year 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.

Active 8 Care Limited

Notes (continued)

1 Accounting policies (continued)

Pensions

The pension costs expensed to the profit and loss account represent contributions payable by the company during the year, in respect of defined contribution schemes.

Comparative amounts

Certain comparatives have been restated in the current year financial statements to enable comparability.

2 Turnover

All turnover derives from the company's principal activity which is carried out in the United Kingdom.

3 Staff numbers and costs

The average number of persons employed by the company during the year was as follows:

	2015 No.	2014 No.
Care staff	46	73
Administration staff	2	4
Teachers	-	1
	<hr/>	<hr/>
	48	78

The aggregate payroll costs of these persons were as follows:

	2015 £	2014 £
Wages and salaries	1,240,276	1,812,025
Social security costs	106,873	117,296
Other pension costs	8,572	4,331
	<hr/>	<hr/>
	1,355,721	1,933,652
	<hr/>	<hr/>

The above costs include recharges to or from fellow group companies, depending on staff utilisation within the group.

Active 8 Care Limited

Notes (continued)

4 Directors' remuneration

The directors did not receive any emoluments for services provided to the company during the year (2014: £nil).

5 Interest receivable and similar income

	2015 £	2014 £
Bank interest receivable	-	150,000
	<u> </u>	<u> </u>

6 Notes to the profit and loss account

Profit/(loss) on ordinary activities before taxation is stated after charging/(crediting):

	2015 £	2014 £
Depreciation – owned assets	53,054	53,203
Depreciation – assets on hire purchase contracts	3,029	1,262
Goodwill amortisation	35,423	50,000
Impairment of tangible fixed assets	-	379,717
	<u> </u>	<u> </u>

Auditor remuneration is borne by the ultimate parent undertaking, BetterCare Keys Limited.

7 Taxation

(i) Analysis of tax charge

	2015 £	2014 £
Current tax		
UK corporation tax	3,158	3,333
	<u> </u>	<u> </u>
Total current tax	3,158	3,333
Deferred tax		
Origination/reversal of timing differences	(1,733)	7,196
Impact of change in tax rates	83	816
Adjustment in respect of prior years	6,841	13
	<u> </u>	<u> </u>
Total deferred tax	5,191	8,025
	<u> </u>	<u> </u>
Tax on profit/(loss) on ordinary activities	8,349	11,358
	<u> </u>	<u> </u>

Active 8 Care Limited

Notes (continued)

7 Taxation (continued)

(ii) Factors affecting the tax charge

The current tax charge for the year is lower (2014: higher) than the standard rate of corporation tax in the UK of 21% (2014: 23%). The difference is explained below:

	2015 £	2014 £
<i>Current tax reconciliation</i>		
Profit/(loss) on ordinary activities before taxation	216,330	(116,969)
Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21 % (2014: 23%)	45,429	(26,903)
<i>Effects of:</i>		
Expenses not deductible for tax purposes	2,329	101,126
Capital allowances for period in excess of depreciation	1,879	(7,275)
Group relief received not paid for	(46,333)	(63,693)
Other timing differences	(146)	78
Total current tax charge	3,158	3,333

(iii) Factors that may affect future tax charges

Reductions in the UK corporation tax rate from 21% (effective from 1 April 2014) to 20% (effective 1 April 2015) were substantively enacted on 2 July 2013. This will reduce the company's future current tax charge accordingly. The deferred tax asset at the balance sheet date has been calculated based on the rate of 20% substantively enacted at that date.

8 Intangible fixed assets

	<i>Goodwill</i> £
<i>Cost</i>	
At 1 April 2014 and 31 March 2015	500,000
<i>Amortisation</i>	
At 1 April 2014	464,577
Charge for the year	35,423
At 31 March 2015	500,000
<i>Net book value</i>	
At 31 March 2015	-
At 31 March 2014	35,423

Active 8 Care Limited

Notes (continued)

9 Tangible fixed assets

	Freehold property £	Boats £	Fixtures & fittings £	Computer equipment £	Motor vehicles £	Total £
<i>Cost</i>						
At 1 April 2014	2,237,180	43,000	263,342	3,209	148,748	2,695,479
Additions	-	-	13,364	-	10,977	24,341
Disposals	(674,276)	-	(10,926)	(1,126)	-	(686,328)
At 31 March 2015	1,562,904	43,000	265,780	2,083	159,725	2,033,492
<i>Depreciation and impairments</i>						
At 1 April 2014	678,665	43,000	214,851	2,916	132,099	1,071,531
Charge for year	41,005	-	7,653	49	7,376	56,083
Disposals	(457,195)	-	(7,245)	(1,126)	-	(465,566)
At 31 March 2015	262,475	43,000	215,259	1,839	139,475	662,048
<i>Net book value</i>						
At 31 March 2015	1,300,429	-	50,521	244	20,250	1,371,444
At 31 March 2014	1,558,515	-	48,491	293	16,649	1,623,948

Included in the total net book value of motor vehicles is £7,823 (2014: £10,852) in respect of assets held under hire purchase contracts. Depreciation for the year on these assets was £3,029 (2014: £1,262).

Impairment review

The directors carried out a review of the company's property portfolio during the prior year and determined that three properties no longer in use were being carried in the financial statements at a net book value which was greater than open market value. As a result, an impairment write down totalling £379,717 was recognised in the prior year financial statements.

The directors are satisfied that there have been no further indicators of impairment in the current year ended 31 March 2015.

Active 8 Care Limited

Notes (continued)

10 Debtors

	2015 £	2014 £
Trade debtors	319,589	400,040
Amounts due from group undertakings	1,980,145	901,381
Deferred tax	249	5,440
Prepayments	1,599	13,208
	<hr/>	<hr/>
	2,301,582	1,320,069
	<hr/>	<hr/>
	2015 £	2014 £
<i>Deferred tax</i>		
Opening balance	5,440	13,465
Charge for the year	(5,191)	(8,025)
	<hr/>	<hr/>
	249	5,440
	<hr/>	<hr/>

The £249 (2014: £5,440) deferred tax asset relates to accelerated capital allowances.

11 Creditors: amounts falling due within one year

	2015 £	2014 £
Obligations under finance lease and hire purchase contracts	3,932	4,925
Bank overdraft	9,880	76,359
Trade creditors	14,553	30,840
Amounts owed to group undertakings	2,333,898	1,949,943
Amounts owed to related parties	335,256	112,461
Corporation tax	3,158	3,333
Other taxes and social security	25,695	28,003
Other creditors	80,237	83,702
Accruals and deferred income	65,040	81,734
	<hr/>	<hr/>
	2,871,649	2,371,300
	<hr/>	<hr/>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

The bank overdraft facility is secured by way of charges over properties held by the company and a fixed and floating charge over all of the assets of the company, present and future.

Active 8 Care Limited

Notes (continued)

12 Creditors: amounts falling due after one year

	2015 £	2014 £
Obligations under finance lease and hire purchase contracts	-	3,693

13 Obligations under hire purchase contracts

	2015 £	2014 £
<i>Gross obligations repayable:</i>		
Within one year	4,707	5,958
Between two and five years	-	4,468
		10,426
<i>Finance charges repayable:</i>		
Within one year	775	1,033
Between two and five years	-	775
		1,808
<i>Net obligations repayable:</i>		
Within one year	3,932	4,925
Between two and five years	-	3,693
	3,932	8,618

14 Pension costs

	2015 £	2014 £
<i>Defined contribution</i>		
Contributions payable by the company for the year	8,572	4,331

15 Called up share capital

	2015 £	2014 £
<i>Allotted, called up and fully paid</i>		
200 ordinary shares of £1 each	200	200

Active 8 Care Limited

Notes (continued)

16 Reserves

	2015 £	2014 £
Balance as at 1 April	604,247	732,574
Profit/(loss) for the financial year	207,981	(128,327)
	<hr/>	<hr/>
Balance as at 31 March	812,228	604,247
	<hr/>	<hr/>

17 Reconciliation of movements in shareholders' funds

	2015 £	2014 £
Opening shareholders' funds	604,447	732,774
Profit/(loss) for the financial year	207,981	(128,327)
	<hr/>	<hr/>
Closing shareholders' funds	812,428	604,447
	<hr/>	<hr/>

18 Contingent liabilities

The company has guaranteed certain bank loans and facilities of BetterCare Keys Limited and subsidiaries (the group) by way of unlimited cross composite guarantees.

19 Related party transactions

As the company is a wholly owned subsidiary of BetterCare Keys Limited, it has taken advantage of the exemption in FRS 8 *Related party disclosures* not to disclose transactions or balances with wholly owned subsidiaries which form part of the group.

The following balances remain outstanding at year end as a result of cash advances, recharges and routine trading transactions conducted on an arm's length basis with related parties:

	2015 £	2014 £
<i>Creditors</i>		
Amounts owed to Keys Education Limited	335,256	112,461
	<hr/>	<hr/>

Keys Education Limited is deemed to be a related party by virtue of its common control and ownership by the Patterson family.

Active 8 Care Limited

Notes *(continued)*

20 Ultimate parent undertaking and controlling party

The immediate and ultimate parent undertaking is BetterCare Keys Limited, a company incorporated in Northern Ireland.

The ultimate controlling parties are the Patterson Family.

The only group in which the results of the company are consolidated is that headed by BetterCare Keys Limited. The consolidated financial statements of this group are available to the public and may be obtained from Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast.