

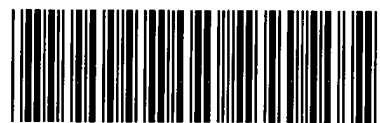
**Keys Active 8 Care Limited
(formerly Active 8 Care Limited)**

Annual report and financial statements

Year ended 31 March 2020

Company registration number: 05107898

WEDNESDAY



A9BR3P5S

A23

19/08/2020

#45

COMPANIES HOUSE

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Annual report and financial statements

<i>Contents</i>	<i>Page</i>
Directors and other information	1
Directors' report	2
Statement of directors' responsibilities in respect of the directors' report and the financial statements	4
Independent auditor's report to the members of Keys Active 8 Care Limited (formerly Active 8 Care Limited)	5
Profit and loss account	7
Balance sheet	8
Statement of changes in equity	9
Notes	10

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Directors and other information

Directors

D L Manson
P L Lee
E Beech
E D H Svensson

Auditor

KPMG LLP
One Snowhill
Snowhill Queensway
Birmingham
B4 6GH

Registered office

Maybrook House
Second Floor
Queensway
Halesowen
B63 4AH

Company registration number

05107898

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Directors' report

The directors present their directors' report and financial statements for the year ended 31 March 2020.

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 7 and in the related notes.

In order to reflect the fact that the company no longer manages the contractual relationships with Local Authorities (as these contracts are being novated to a fellow group company, Keys PCE Limited), an arm's length mark up has been applied to profit before interest and tax. This percentage mark up may vary over time to ensure that it continues to provide an arm's length return to the company, based on the care services that it provides. During the period of transition where contracts are in the process of being novated to Keys PCE Limited the company providing care services will retain some of their own billing. In the event that the level of this own billing results in the company generating an overall profit before interest and tax lower than the agreed full cost mark-up, Keys PCE Limited credits the company such that the agreed arm's length full cost mark up is met. The directors feel that this gives an appropriate representation of the company's results.

Dividends

No dividends were paid during the year (2019: £nil).

Directors

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

D L Manson
P L Lee
E Beech
E D H Svensson

Going concern

The financial statements have been prepared on a going concern basis. The directors consider this to be appropriate for the reasons set out in note 1.

Small companies exemption

In preparing the directors' report, the directors have taken the small companies exemption under Section 414 (B) of the Companies Act 2006 (strategic report and directors' report) Regulations 2013, not to prepare a strategic report for presentation with these financial statements.

Political donations

The company made no political donations nor incurred any political expenditure during the year (2019: £nil).

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Directors' report (continued)

Brexit

The Company has considered the potential impact of the United Kingdom's ("UK") exit from the European Union including a review of guidance issued from the Department of Health and Social Care. The Company's risk register and business continuity plans have been updated accordingly. Due to the fact that the Company operates only within England and Wales and has minimal reliance on staff from the European Union the specific risk to the company arising from the UK's exit is currently assessed as low but will continue to be monitored as plans become clearer.

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 LLP will therefore continue in office.

On behalf of the board



D L Manson
Director

29 July 2020

Maybrook House
Second Floor
Queensway
Halesowen
B63 4AH

Keys Active 8 Care Limited (formerly 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 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), including FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland.

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;
- assess the company's ability to continue as a going concern, disclosing as applicable, matters relating to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to error or fraud, and 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 such fraud and other irregularities.

Independent auditor's report to the members of Keys Active 8 Care Limited (formerly Active 8 Care Limited)

We have audited the financial statements of Keys Active 8 Care Limited (formerly Active 8 Care Limited) for the year ended 31 March 2020 which comprise the Profit and loss account, Balance Sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the group or the company or to cease their operations, and as they have concluded that the group and the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over their ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the Directors' conclusions, we considered the inherent risks to the Company's business model, including the impact of Brexit and COVID-19, and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the group or the company will continue in operation.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover this report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge.

Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in those reports for the financial period is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

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

Matters on which we are required to report by exception

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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

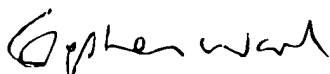
Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Stephen Ward (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
One Snowhill
Snowhill Queensway
Birmingham
B4 6GH

31 July 2020

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Profit and loss account

For the year ended 31 March 2020

	<i>Note</i>	2020 £'000	2019 £'000
Turnover	3	2,215	2,668
Cost of sales		(2,002)	(2,188)
Gross profit		213	480
Administrative expenses		(172)	(461)
Profit on disposal of fixed assets		2	14
Profit before taxation		43	33
Tax on profit	7	(1)	(4)
Profit for the financial year		42	29

All amounts relate to continuing operations.

The company had no other comprehensive income other than that dealt with in the profit and loss account and accordingly, a statement of other comprehensive income has not been presented.

The accompanying notes are an integral part of the financial statements.


Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Balance sheet

At 31 March 2020

	Note	2020 £'000	2020 £'000	2019 £'000	2019 £'000
Fixed assets					
Tangible assets	8		1,037		988
Current assets					
Debtors	9	5,894		5,382	
Cash at bank and in hand		34		83	
		<u>5,928</u>		<u>5,465</u>	
Creditors: amounts falling due within one year	10	(5,215)		(4,746)	
		<u></u>		<u></u>	
Net current assets			713		719
Total assets less current liabilities			<u>1,750</u>		<u>1,707</u>
Provision for liabilities	11		(8)		(7)
			<u></u>		<u></u>
Net assets			<u>1,742</u>		<u>1,700</u>
Capital and reserves					
Called up share capital	13		-		-
Profit and loss account			1,742		1,700
			<u>1,742</u>		<u>1,700</u>
Shareholders' funds			<u>1,742</u>		<u>1,700</u>

These financial statements were approved by the board of directors on 29 July 2020 and signed on its behalf by:


D L Manson
Director

Company registration number: 05107898

The accompanying notes are an integral part of the financial statements.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Statement of changes in equity

For the year ended 31 March 2020

	Profit and loss account £'000
Balance at 1 April 2018	1,671
Total comprehensive income for the year	
Profit for the year	29
	<hr/>
Total comprehensive income for the year	29
	<hr/>
Balance at 31 March 2019	1,700
	<hr/> <hr/>
	Profit and loss account £'000
Balance at 1 April 2019	1,700
Total comprehensive income for the year	
Profit for the year	42
	<hr/>
Total comprehensive income for the year	42
	<hr/>
Balance at 31 March 2020	1,742
	<hr/> <hr/>

The accompanying notes are an integral part of the financial statements.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes

forming part of the financial statements

1 Accounting policies

Keys Active 8 Care Limited (formerly Active 8 Care Limited) (the “company”) is a private company limited by shares, incorporated and domiciled in England in the United Kingdom.

The financial statements have been prepared in accordance with FRS 102 “The Financial Reporting Standard applicable in the UK and Republic of Ireland” (“FRS 102”) and the requirements of the Companies Act 2006. The presentation currency of these financial statements is sterling. Monetary amounts in these financial statements are rounded to the nearest £’000.

The company’s ultimate parent undertaking, Keys Group Limited includes the company in its consolidated financial statements. The consolidated financial statements of Keys Group Limited are prepared in accordance with FRS 102 and are available to the public as stated in note 16. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Keys Group Limited include the disclosures equivalent to those required by FRS 102, the company has also taken the exemptions available in respect of the following disclosures:

- Certain disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, income and expense. Actual results may differ from these estimates.

Measurement convention

The financial statements are prepared on the historical cost basis.

Going concern

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

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

1 Accounting policies (continued)

Going concern (continued)

The Group, of which the Company is a member, is funded through a combination of Shareholders' Funds, Unsecured Shareholders Loans, Senior Secured loans, and cash generated through operating profits. These comprised £57 million of 12% preference shares, £87.5 million of 6.0% Secured Loans, due in 2024, and a Revolving Credit Facility of £7.5 million, due 2024, of which £7.0 million was drawn at 31 March 2020. The Directors are mindful of the due date of the external financing arrangements and recognise the need to review refinancing or capital structure options at an appropriate time. The Investor and Management Fixed Rate unsecured preference shares are payable at the earlier of an exit, or 2027. These bank loans contain financial covenants and contain cross-guarantees to which the company is a party. Consequently, the ability of the company to continue as a going concern is based on the ability of the Group to continue as a going concern.

Management have prepared cash flow forecasts and accompanying covenant compliance calculations for the period of 12 months from the date of approval of these financial statements, including what they consider to be reasonably possible downside scenarios. The cash outflows associated with the Group's debt in this period are limited only to bank interest payments, limiting the size of required cash outflows on the Group's financing. These cash flow forecasts indicate that the Group will have sufficient funds to meet its liabilities as they fall due for that period. Whilst the UK's economic outlook resulting from the global COVID-19 pandemic remains uncertain, the Directors have considered the impact to the Group by conducting extensive scenario analysis on the Group's profitability, the availability of cash to meet liabilities as they fall due and its compliance with the debt covenant. Additionally, the Directors continue to assess the ability to refinance in each scenario.

Therefore, the directors consider, after making appropriate enquiries and taking into consideration the risks and uncertainties facing the Group, that the Group has adequate resources to continue in operation as a going concern and that Group will be able to meet its obligations linked to the borrowings in place for the period covered by the Group's cash flow forecasts. Management have prepared cash flow forecasts for a period of twelve months from the date of approval of the financial statements 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, and using trading assumptions consistent with those of the Group.

Classification of financial instruments issued by the company

In accordance with FRS 102.22, financial instruments issued by the company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- (b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

1 Accounting policies (continued)

Classification of financial instruments issued by the company (continued)

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Basic financial instruments

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Where parts of an item of tangible fixed assets have different useful lives, they are accounted for as separate items of tangible fixed assets, for example land is treated separately from buildings.

The company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of each part of an item of tangible fixed assets. Leased assets are depreciated over the shorter of the lease term and their useful lives. No depreciation is charged to the profit and loss in relation to land. The estimated useful lives are as follows:

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

Depreciation methods, useful lives and residual values are reviewed if there is an indication of a significant change since the last annual reporting date in the pattern by which the company expects to consume an asset's future economic benefits.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

1 Accounting policies (continued)

Impairment excluding deferred tax assets

Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the periods during which services are rendered by employees.

Turnover

Turnover generated on the provision of social work services and accommodation, including the provision of outdoor activities and holidays for children living in residential care homes and is recognised on the delivery of services in accordance with agreed contract terms. In order to reflect the fact that the company no longer manages the contractual relationships with Local Authorities (as these contracts are being novated to a fellow group company, Keys PCE Limited), an arm's length mark up has been applied to profit before interest and tax. This percentage mark up may vary over time to ensure that it continues to provide an arm's length return to the company, based on the care services that it provides. During the period of transition where contracts are in the process of being novated to Keys PCE Limited the company providing care services will retain some of their own billing. In the event that the level of this own billing results in the company generating an overall profit before interest and tax lower than the agreed full cost mark-up, Keys PCE Limited credits the company such that the agreed arm's length full cost mark up is met. The directors feel that this gives an appropriate representation of the company's results.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

1 Accounting policies (continued)

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference.

Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Provisions

Provisions are recognised when the group has a legal or constructive present obligation as a result of a past event, it is probable that the group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

2 Judgements and key sources of estimation uncertainty

The principal accounting judgements and estimates utilised in the presentation of the financial statements of the Company which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are:

Estimates

Deferred tax

Management estimation is required to determine the amount of deferred tax that is recognised, based upon the likely timing and level of future taxable profits together with an assessment of the tax rates that will be applicable in later years.

3 Turnover

	2020 £'000	2019 £'000
Rendering of services	1,430	2,668
Operating fee income from Keys PCE Limited	785	-
	<u>2,215</u>	<u>2,668</u>

All of the company's activities are carried out in the United Kingdom.

4 Staff numbers and costs

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

	2020 No.	2019 No.
Care staff	57	38
Administration staff	4	3
	<u>61</u>	<u>41</u>

The aggregate payroll costs of these persons were as follows:

	2020 £'000	2019 £'000
Wages and salaries	1,500	1,633
Social security costs	145	174
Contributions to defined contribution plans	47	38
	<u>1,692</u>	<u>1,845</u>

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

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

5 Directors' remuneration

The directors did not receive any emoluments for qualifying services provided to the company during the year (2019: £nil).

6 Expenses and auditor's remuneration

	2020 £'000	2019 £'000
<i>Included in profit are the following:</i>		
Operating leases - other	30	17
Depreciation of tangible fixed assets:		
- owned assets	37	34
Profit on disposal of fixed asset	2	14

Audit fees of £3,000 (2019: £3,000) have been borne by a fellow group company, Keys PCE Limited.

7 Taxation

Total tax expense recognised in the profit and loss account, other comprehensive income and equity

	2020 £'000	2019 £'000
Current tax		
Current tax on income for the year	-	-
Adjustment in respect of prior years	-	-
Total current tax	-	-
Deferred tax (note 11)		
Origination and reversal of timing differences	-	4
Impact of change in tax rates	1	-
Total deferred tax	1	4
Total tax	1	4

Factors which may affect future tax charges

Reductions in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016, but reversed to 19% on 17 March 2020. This will reduce the company's future current tax charge accordingly. The deferred tax liability at 31 March 2020 has been calculated at 19%.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

8 Tangible fixed assets

	Freehold property £'000	Fixtures & fittings £'000	Computer equipment £'000	Motor vehicles £'000	Total £'000
Cost					
At 1 April 2019	1,185	121	1	67	1,374
Additions	-	80	-	6	86
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2020	1,185	201	1	73	1,460
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation					
At 1 April 2019	271	48	1	66	386
Charge for year	24	12	-	1	37
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2020	295	60	1	67	423
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Net book value					
At 31 March 2020	890	141	-	6	1,037
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2019	914	73	-	1	988
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>

9 Debtors

	2020 £'000	2019 £'000
Trade debtors	33	149
Amounts due from group undertakings	5,860	5,229
Prepayments	1	4
	<hr/>	<hr/>
	5,894	5,382
	<hr/>	<hr/>

Amounts due from group undertakings are interest free, unsecured and payable on demand.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

10 Creditors: amounts falling due within one year

	2020 £'000	2019 £'000
Trade creditors	-	18
Amounts owed to group undertakings	5,001	4,502
Other taxation and social security	108	33
Other creditors	74	71
Accruals and deferred income	32	122
	<u>5,215</u>	<u>4,746</u>

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

11 Provision for liabilities

	Deferred tax £'000
As at 1 April 2019	7
Charge for the year	1
	<u>8</u>
As at 31 March 2020	8

Expected utilisation

	Deferred tax £'000
Due in less than 1 year	-
Due between 2 and 5 years	8
	<u>8</u>
As at 31 March 2020	8

Deferred tax assets and liabilities are attributable to the following:

	2020 £'000	2019 £'000
Accelerated capital allowances	10	7
Other	(2)	-
	<u>8</u>	<u>7</u>
Tax liabilities	8	7

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes (continued)

12 Employee benefits

Defined contribution plans

The company operates a number of defined contribution pension plans. The total expense relating to these plans in the current year was £47,000 (2019: £38,000).

13 Share capital

	2020 £	2019 £
<i>Allotted, called up and fully paid</i>		
200 ordinary shares of £1 each	200	200
	<hr/>	<hr/>
Shares classified in shareholders' funds	200	200
	<hr/>	<hr/>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the company.

14 Contingent liabilities

The company has no contingent liabilities at the year end (2019: Nil).

15 Operating leases

Non-cancellable operating lease rentals are payable as follows:

	2020 £'000	2019 £'000
Less than one year	30	17
Between two and five years	45	25
	<hr/>	<hr/>
	75	42
	<hr/>	<hr/>

16 Ultimate parent undertaking and controlling party

The company is a subsidiary undertaking of Keys Care Limited. The ultimate parent company is Keys Group Limited. The ultimate controlling party is G Square Healthcare Private Equity LLP.

The only group in which the results of the company are consolidated is that headed by Keys Group Limited, incorporated in the United Kingdom. The consolidated financial statements of this group are available to the public and may be obtained from Maybrook House, Second Floor, Queensway, Halesowen B63 4AH.

Keys Active 8 Care Limited (formerly Active 8 Care Limited)

Notes *(continued)*

17 Related party transactions

The company is ultimately a wholly owned subsidiary of Keys Group Limited, and as such has taken advantage of the exemption in FRS 102 33.1A not to disclose transactions or balances with wholly owned subsidiaries which form part of the group.

18 Subsequent events

There were no events after the balance sheet date that would require adjustment or disclosure in the financial statements.