

Growing Older With Learning Disability Limited

REPORT AND FINANCIAL STATEMENTS

31 March 2011



Company Registration No 05148271

Growing Older With Learning Disability Limited

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Growing Older With Learning Disability Limited

DIRECTORS AND ADVISORS

DIRECTORS

DJ Cole
GH Blackoe
TZ Gowers

SECRETARY

TZ Gowers

REGISTERED OFFICE

2nd Floor Bezant House
Bradgate Park View
Chellaston
Derbyshire
DE73 5UH

AUDITORS

Baker Tilly UK Audit LLP
Chartered Accountants
Festival Way
Stoke-on-Trent
Staffordshire
ST1 5BB

Growing Older With Learning Disability Limited

DIRECTORS' REPORT

The directors present their report and the audited financial statements for the year ended 31 March 2011

PRINCIPAL ACTIVITIES

The principal activity of the company is the provision of nursing care

RESULTS AND DIVIDENDS

The results for the year are shown in the profit and loss account on page 6. The directors consider the performance of the company to be satisfactory.

No dividend has been paid in the year (2010: £nil)

BUSINESS REVIEW

The company has continued to operate profitably during the year. The directors are confident of future profitability.

KEY PERFORMANCE INDICATORS

Financial - The company monitors occupancy levels in order to manage profitability.

RISKS AND UNCERTAINTIES

The main risks faced by the company are the ability to fill spare capacity and maintain mature occupancy levels and pressure from NHS purchasers to reduce prices, which could affect profitability.

FUTURE DEVELOPMENTS

The directors are confident the current level of performance will be maintained in the future.

FINANCIAL INSTRUMENTS

The company operates its business using bank and cash balances, and continues to be supported by its parent company, Lighthouse Healthcare Limited. As such, all financial matters are dealt with at a group level; the company does not hold any financial derivative instruments.

MARKET VALUE OF LAND AND BUILDINGS

In the opinion of the directors, the market value of the land and buildings of the company exceeds book values of those assets at 31 March 2011. However, as the company does not adopt a policy of valuation, the excess of market value over book value has not been quantified.

Growing Older With Learning Disability Limited

DIRECTORS' REPORT

DIRECTORS

The directors who held office during the year were as follows

DJ Cole
GH Blackoe
TZ Gowers
AC Muchatuta (resigned 13th May 2011)

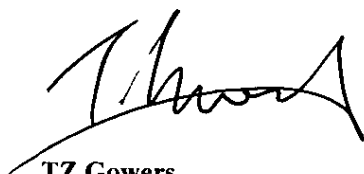
AUDITORS

Baker Tilly UK Audit LLP, Chartered Accountants, were appointed auditors by the company at 20 July 2010. Pursuant to section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and therefore Baker Tilly UK Audit LLP will continue in office.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. Each of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

By order of the board



TZ Gowers
Company Secretary

30 September 2011

Growing Older With Learning Disability Limited

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law).

Under company law the 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 those financial statements, the directors are required to

- a. select suitable accounting policies and then apply them consistently,
- b. make judgements and accounting estimates that are reasonable and prudent,
- c. 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 are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROWING OLDER WITH LEARNING DISABILITY LIMITED

We have audited the financial statements on pages 6 to 17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom 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 more fully explained in the Directors' Responsibilities 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. 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 the 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 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

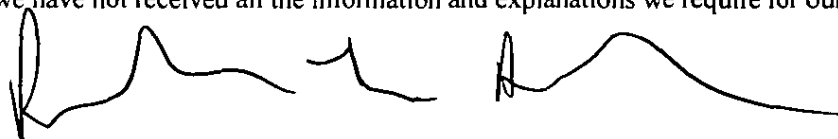
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared 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,



Ronald Goodwin (Senior Statutory Auditor)

For and on behalf of BAKER TILLY UK AUDIT LLP, Statutory Auditor

Registered Auditor

Chartered Accountants

Festival Way

Stoke-on-Trent

Staffordshire

ST1 5BB

6 October

2011

Growing Older With Learning Disability Limited

PROFIT AND LOSS ACCOUNT

for the year ended 31 March 2011

	Note	2011 £'000	2010 £'000
TURNOVER	1	1,142	1,275
Cost of sales		(648)	(612)
GROSS PROFIT		494	663
Administrative expenses		(105)	(245)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2-3	389	418
Taxation	4	(91)	(124)
PROFIT FOR THE FINANCIAL YEAR	11	298	294

The turnover and operating profit for the year arises from the company's continuing operations

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account

Growing Older With Learning Disability Limited

BALANCE SHEET

At 31 March 2011

	Note	2011		2010	
		£'000	£'000	£'000	£'000
FIXED ASSETS					
Tangible assets	5		1,302		995
CURRENT ASSETS					
Debtors	6	29		4	
Cash at bank and in hand		17		189	
		46		193	
CREDITORS Amounts falling due within one year	7	(266)		(51)	
NET CURRENT (LIABILITIES)/ASSETS			(220)		142
TOTAL ASSETS LESS CURRENT LIABILITIES			1,082		1,137
CREDITORS Amounts falling due after more than one year	8		(309)		(660)
PROVISIONS FOR LIABILITIES	9		-		(2)
NET ASSETS			773		475
CAPITAL AND RESERVES					
Called up share capital	10		-		-
Profit and loss account	11		773		475
SHAREHOLDERS' FUNDS			773		475

The financial statements on pages 6 to 17 were approved by the board and authorised for issue on 30 September 2011 and are signed on its behalf by



G Blackoe
Director

Growing Older With Learning Disability Limited
RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS
for the year ended 31 March 2011

	2011	2010
	£'000	£'000
PROFIT FOR THE FINANCIAL YEAR	298	294
	<hr/>	<hr/>
Net increase in shareholders' funds	298	294
Opening shareholders' funds	475	181
	<hr/>	<hr/>
CLOSING SHAREHOLDERS' FUNDS	773	475
	<hr/>	<hr/>

Growing Older With Learning Disability Limited

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 have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards

Under Financial Reporting Standard 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 published consolidated financial statements

The company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the Lighthouse Healthcare Limited group

GOING CONCERN

The financial statements have been prepared on the going concern basis, which assumes that the company will be able to continue to trade for the foreseeable future. A written pledge has been made between the holding company and Growing Older With Learning Disability Limited to offer support to ensure that the company can continue to trade and meet its liabilities as they fall due

The group has bank funding in place until October 2017, with significant headroom on current and forecast performance to meet its obligations. The group currently hedges 77% of its bank debt to mitigate the risk of increased interest costs as a result of adverse LIBOR fluctuations

The company's main customer is the NHS and any changes in government purchasing policy away from the independent sector would constitute a risk. NHS, government bodies and local authorities will be under pressure to cut spending, which represents a risk to the business in terms of fees for new admissions and inflationary increases on fees for existing users of the services

Wherever possible the company mitigates price risk through negotiating long term contracts for patients and service users with fixed price agreements and it is committed to working with its purchasers to find solutions that provide demonstrable value for money. In an increasingly competitive market, the strategy is to continue to focus on providing high quality person-centred services at fee levels which are competitive and represent good value

On this basis the directors consider it appropriate to prepare financial statements on a going concern basis

TANGIBLE FIXED ASSETS

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets other than freehold land at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows

Freehold buildings	-	50 years
Plant and equipment	-	3 to 10 years
Motor vehicles	-	4 to 5 years

All costs in relation to new developments are capitalised up to the date of registration

RETIREMENT BENEFITS

The company operates a defined contribution scheme. The amount charged to the profit and loss account in respect of pension costs and other post retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet

Growing Older With Learning Disability Limited

ACCOUNTING POLICIES

DEFERRED TAXATION

Deferred tax is recognised in respect of timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

The directors only recognise any deferred tax asset after consideration of the potential recoverability of the asset in the foreseeable future. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

TURNOVER

Turnover represents the amounts derived from the provision of nursing care services to customers during the year. Turnover relating to the supply of nursing care is recognised at the beginning of the month to which it relates.

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

1 TURNOVER

In the opinion of the directors there is only one class of business, being the provision of nursing care services. All turnover is derived in the UK.

2 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2011 £'000	2010 £'000
Profit on ordinary activities before taxation is stated after charging		
Amounts payable to Baker Tilly UK Audit LLP and its associates in respect of both audit and non-audit services		
- audit services	-	5
- tax compliance	-	1
Depreciation and other amounts written off tangible fixed assets		
Charge for the year		
- Owned assets	32	24
- Leased assets	-	3
Operating lease rental – Other	1	1

The remuneration of the auditors in respect of services provided to the company in the current financial year was borne by the parent company, Lighthouse Healthcare Limited.

An estimate of the fees in relation to the company is £5,000 for audit services and £1,000 in respect of tax compliance.

In 2010 £90,000 of expenditure has been classified as Administrative expenses rather than Cost of sales. In 2011 the comparable expenditure was disclosed as Cost of Sales. The directors believe the revised treatment to more accurately reflect the nature of the expenditure.

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

3 EMPLOYEES

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

	2011 Number	2010 Number
Directors	4	3
Management and administration	1	1
Nursing and other staff	26	28
	<hr/>	<hr/>
	31	32
	<hr/>	<hr/>

The aggregate payroll costs of these persons were as follows

	2011 £'000	2010 £'000
Wages and salaries	476	487
Social security costs	42	42
Pension costs	1	-
	<hr/>	<hr/>
	519	529
	<hr/>	<hr/>

DIRECTORS' REMUNERATION

The directors received no emoluments for services to the company during the year (2010 £nil) The directors received remuneration for services to Lighthouse Healthcare Limited of which Growing Older With Learning Disability Limited is a subsidiary undertaking, however, the proportion attributable to their services to Growing Older With Learning Disability Limited is not separately identifiable

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

4 TAXATION

a) Analysis of charge in the year	2011 £'000	2010 £'000
UK corporation tax on income for year	13	-
Payment for group relief	93	121
Adjustments in respect of previous periods	(13)	1
	<hr/>	<hr/>
Total current tax	93	122
Deferred taxation		
Origination and reversal of timing differences	-	2
Adjustments in respect of previous periods	(2)	-
	<hr/>	<hr/>
Tax on profit on ordinary activities	91	124
	<hr/>	<hr/>

b) Factors affecting tax charge for the year

The tax assessed for the year is lower (2010 higher) than the standard rate of corporation tax in the UK being 28% (2010 28%). The differences are explained below

	2011 £'000	2010 £'000
Profit on ordinary activities before taxation	389	418
	<hr/>	<hr/>
Corporation tax at standard rate 28% (2009 28%)	109	117
Expenses not deductible for tax purposes	6	5
Depreciation in deficit of capital allowances	-	(1)
Small companies rate relief	(4)	-
UK/UK transfer pricing adjustment	(5)	-
Adjustments in respect of previous periods	(13)	1
	<hr/>	<hr/>
Current year tax charge	93	122
	<hr/>	<hr/>

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

5 TANGIBLE FIXED ASSETS

	Freehold land and buildings £'000	Plant and equipment £'000	Motor vehicles £'000	Total £'000
Cost				
At beginning of year	1,052	77	11	1,140
Additions	313	26	-	339
At end of year	1,365	103	11	1,479
Depreciation				
At beginning of year	100	34	11	145
Charge for the year	21	11	-	32
At end of year	121	45	11	177
Net book value At 31 March 2011	1,244	58	-	1,302
At 31 March 2010	952	43	-	995

Included in freehold land and buildings is land with a value of £120,000 (2010 £120,000) which is not depreciated

6 DEBTORS

	2011 £'000	2010 £'000
Trade debtors	15	-
Prepayments and accrued income	14	4
	29	4

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

7 CREDITORS Amounts falling due within one year

	2011 £'000	2010 £'000
Trade creditors	52	12
Other taxation and social security costs	10	10
Other creditors	15	-
Accruals and deferred income	189	29
	<u>266</u>	<u>51</u>

8 CREDITORS Amounts falling due after more than one year

	2011 £'000	2010 £'000
Amounts owed to group undertakings	309	660
	<u>309</u>	<u>660</u>

9 PROVISIONS FOR LIABILITIES

	Deferred tax £'000
At the beginning of year	2
Charge for the year	(2)
	<u>-</u>
At the end of the year	-

The elements of deferred tax and amounts not provided are as follows

	2011		2010	
	Provided £'000	Unprovided £'000	Provided £'000	Unprovided £'000
Difference between accumulated depreciation and capital allowance	-	-	2	-
	<u>-</u>	<u>-</u>	<u>2</u>	<u>-</u>

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

10 CALLED UP SHARE CAPITAL

	2011 £'000	2010 £'000
Allotted, called up and fully paid		
60 A Ordinary shares of £1 each	-	-
90 B Ordinary shares of £1 each	-	-
	<u>-</u>	<u>-</u>

The A shares and B shares shall each constitute different classes of shares and rank pari passu in all respects except where listed below

- Dividends, value and capital on winding up to be split 32.26% for A shareholders and 67.74% for B shareholders
- A shareholders will receive 1 vote for every one share and B shareholders will receive 2 votes for every 3 whole shares

11 PROFIT AND LOSS ACCOUNT

	£'000
At beginning of year	475
Profit for the financial year	298
	<u>773</u>
At end of year	773

12 COMMITMENTS UNDER OPERATING LEASES

Annual commitments under non cancellable operating leases are as follows

	2011 Other £'000	2010 Other £'000
Operating leases which expire		
Within one year	1	1
	<u>1</u>	<u>1</u>

13 PENSION SCHEME

The company operates a defined contribution pension scheme that is administered independently to the company. The contributions for the year were £1,000 (2010: £nil). There were £nil (2010: £nil) of outstanding contributions at the end of the year which are included in other creditors.

Growing Older With Learning Disability Limited

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2011

14 CONTINGENT LIABILITIES

The company, along with other members of the Lighthouse Healthcare Limited group, is a guarantor in respect of the parent company loans with the Bank of Scotland. At the balance sheet date the loans outstanding amounted to £64,817,000 (2010 £65,199,000)

The company is also a guarantor, along with other members of the Lighthouse Healthcare Limited group, in respect of the parent company loans with Alcentra Limited. At the balance sheet date the loans outstanding amounted to £12,545,000 (2010 £11,508,000)

The loans are secured by legal charges dated 19 October 2007 and 22 December 2009 securing the debt against the company's freehold property by way of a fixed charge and the remainder of the company's assets by way of a floating charge. In terms of security, the Alcentra debt ranks secondary to the Bank of Scotland senior debt.

15 ULTIMATE PARENT COMPANY

The directors consider that the ultimate parent undertaking is Lighthouse Healthcare Limited. Lighthouse Healthcare Limited is the immediate parent company, and is the smallest and largest group for which consolidated accounts including Growing Older with Learning Disability Limited are prepared.

The consolidated accounts of Lighthouse Healthcare Limited are available from

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ