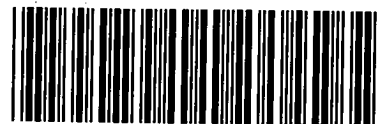


LIBRA CARECO INVESTMENTS 1 LIMITED

Report and Financial Statements

Year ended 30 September 2014

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REPORT AND FINANCIAL STATEMENTS 2014

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REPORT AND FINANCIAL STATEMENTS 2014

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Mr C Patel (appointed on 12 November 2014)
Mr D Smith (appointed on 12 November 2014)
Mr J M J M Jensen (resigned on 12 November 2014)
Mr P H Thompson (resigned on 12 November 2014)

REGISTERED OFFICE

Southgate House
Archer Street
Darlington
County Durham DL3 6AH

SOLICITORS

Eversheds LLP
Eversheds House
70 Great Bridgewater Street
Manchester M1 5ES

AUDITOR

Deloitte LLP
Chartered Accountants and Statutory Auditor
London

DIRECTORS' REPORT

The Directors present their annual report and the audited financial statements for the year ended 30 September 2014.

The Directors' Report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption. The Company has also taken the small companies exemption from the requirement to prepare a Strategic Report.

PRINCIPAL ACTIVITY

The principal activity of the Company's parent undertaking, NHP Holdco 1 Limited and its subsidiaries (the "Group") is the purchase and retention of freehold and long leasehold interests, in modern, purpose-built care homes.

The principal activity of the Company is to act as a holding company. The Directors intend to continue these activities in the forthcoming year.

BUSINESS REVIEW

In the year to 30 September 2014, the Company has continued to act as a holding company and this will continue in the foreseeable future.

During the year, the Directors have considered a disposal of the shares in NHP Holdco 1 Limited. As a result, the Group have undertaken the debt restructuring steps to consolidate the loan balances between LIBRA No 3 Limited, its intermediate parent undertaking and the companies under NHP Holdco 1 Limited group.

RESULTS

The results for the year ended 30 September 2014 are set out in the profit and loss account on page 8.

DIVIDENDS

No dividends are proposed in respect of the year (2013: £nil).

DIRECTORS

The following Directors served throughout the year:

Mr C Patel (appointed on 12 November 2014)
Mr D Smith (appointed on 12 November 2014)
Mr J M J M Jensen (resigned on 12 November 2014)
Mr P H Thompson (resigned on 12 November 2014)

The current Directors of the Company are detailed on page 1.

The Company has made qualifying third party indemnity provisions for the benefit of its Directors, which were made during the year and remain in force to the date of this report.

DIRECTORS' REPORT

GOING CONCERN

As at 30 September 2014 the Company was a guarantor for a £1,172m term loan (the 'Senior Loan') entered into by LIBRA No 3 Limited, the Company's intermediate parent undertaking.

The Group had been in breach of the covenants since November 2008 due to the fall in property values and the Directors of the Company had been in restructuring negotiation with its lenders and had entered into a series of standstill agreements.

At 30 September 2014 the Group and Capita Asset Services (UK) Limited ('Capita'), the Servicer and the Special Servicer to the Senior Loan had decided to pursue a possible sale of all of the shares of NHP Holdco 1 Limited, the Company's intermediate parent undertaking (the *Disposal*).

The Disposal was successfully concluded on 12 November 2014 following an acquisition made by Formation Capital, a leading healthcare-focused private investment firm in the USA, and Safanad, a global investment firm, in partnership with Court Cavendish Healthcare Management Services Limited. Consequently, NHP Holdco 1 Limited and all its subsidiaries including HC-One and TTCC have been transferred to the new owner. See note 15 for further details.

The change in ownership removed the uncertainty and financial risk connected with the bank debts of LIBRA No 3 Limited and LIBRA No 2 Limited, the Company's ultimate parent undertaking. The new structure properly funds the Group, the Company and the operations of HC-One Limited and TTCC Limited (both are group undertakings) and its plan for future development.

The obligations of NHP Holdco 1 Limited and its subsidiary undertakings under the £1,172m term loans were fully discharged on 12 November 2014.

On 12 December 2014 LIBRA No 2 Limited and LIBRA No 3 Limited have been placed into liquidation.

The Group maintains sufficient cash resources to meet its day-to-day working capital requirements. The Company is in a net liability position and is reliant on support from its parent undertaking to meet its obligations.

After making enquiries and based on the Group's forecasts and projections, taking into account of reasonably possible changes in trading performance, the Directors have a reasonable expectation that the Group and the Company have adequate resources to continue in operational existence for the foreseeable future. Thus they adopt the going concern basis of accounting in preparing the annual financial statements.

POST BALANCE SHEET EVENTS

On 12 November 2014 Formation Capital, a leading healthcare-focused private investment firm in the USA, and Safanad, a global investment firm, in partnership with Court Cavendish Healthcare Management Services Limited, a related party of the Group, acquired 100% share capital of NHP Holdco 1 Limited from LIBRA No 3 Limited. The change in ownership removed the uncertainty and financial risk connected with the bank debts of LIBRA 3 and LIBRA No 2 Limited. The new structure properly funds the Group, the Company and the operations of HC-One and TTCC and its plan for future development.

The Group's new partnership is with two organisations who share HC-One and TTCC's passion for care. Since 1999, Formation Capital and its investors have invested over US\$5.5billion across care in the senior housing sector. Safanad Limited is a global investment firm that invests in property, private and public market.

The new partnership has been created with the view to consolidating HC-One's transformation and is planning to acquire further homes and diversify the care provided to include retirement villages, residential, nursing and home care. In doing so becoming an integrated health and social care provider working in collaboration with public sector commissioners delivering high quality and cost effective services.

DIRECTORS' REPORT

As such, the acquisition represents the start of a new era for the Group's residents, staff and relatives. An investment programme will commence in 2015 to invest more than £100 million over five years to continue improving HC-One's homes and the services provided.

AUDITOR

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as each of the directors is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each of the directors has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to be re-appointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board of Directors
And signed on behalf of the Board



D Smith
Director
Date: 29 April 2015

Southgate House
Archer Street
Darlington
County Durham DL3 6AH

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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 these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- 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 LIBRA CARECO INVESTMENTS 1 LIMITED

We have audited the financial statements of Libra Careco Investments 1 Limited for the year ended 30 September 2014 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 16. 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 explained more fully in the Directors' Responsibilities Statement, 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit 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.

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 30 September 2014 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.

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF LIBRA CARECO INVESTMENTS 1 LIMITED (Continued)**

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.
- the directors were not entitled to take advantage of the small companies exemption from preparing a Strategic Report or in preparing the Directors' Report.



Mark Beddy (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
Date: 29 April 2015

LIBRA CARECO INVESTMENTS 1 LIMITED

PROFIT AND LOSS ACCOUNT Year ended 30 September 2014

	Notes	2014 £	2013 £
Administrative expenses	3	(2,700)	(2,700)
Amounts written back – loan notes	4	83,971,465	-
OPERATING PROFIT / (LOSS)		83,968,765	(2,700)
Net interest payable and similar charges	5	(1,181,483)	(1,650,867)
PROFIT / (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		82,787,282	(1,653,567)
Tax on profit / (loss) on ordinary activities	6	-	-
Profit/ (Loss) for the financial year	11	82,787,282	(1,653,567)

Results are derived wholly from continuing operations.

There are no recognised gains or losses for the current or preceding year other than as stated in the profit and loss account. Accordingly, no statement of total recognised gains and losses is presented.

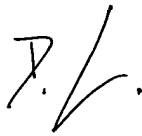
LIBRA CARECO INVESTMENTS 1 LIMITED

BALANCE SHEET at 30 September 2014

			2014	2013
	Notes	£	£	£
FIXED ASSETS				
Investments	7		-	-
CREDITORS: amounts falling due within one year	8	(23,369,465)	(106,156,747)	
NET CURRENT LIABILITIES			(23,369,465)	(106,156,747)
TOTAL ASSETS LESS CURRENT LIABILITIES			(23,369,465)	(106,156,747)
NET LIABILITIES			(23,369,465)	(106,156,747)
CAPITAL AND RESERVES				
Called up share capital	10		2,060	2,060
Profit and loss account	11		(23,371,525)	(106,158,807)
SHAREHOLDERS' DEFICIT	12		(23,369,465)	(106,156,747)

These financial statements were approved and authorised for issue by the Board of Directors on 29 April 2015. The Company registration number is 05296579.

Signed on behalf of the Board of Directors


D Smith
Director

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 September 2014

1. GOING CONCERN

As at 30 September 2014 the Company was a guarantor for a £1,172m term loan (the 'Senior Loan') entered into by LIBRA No 3 Limited, the Company's intermediate parent undertaking.

The Group had been in breach of the covenants since November 2008 due to the fall in property values and the Directors of the Company had been in restructuring negotiation with its lenders and had entered into a series of standstill agreements.

At 30 September 2014 the Group and Capita Asset Services (UK) Limited ('Capita'), the Servicer and the Special Servicer to the Senior Loan had decided to pursue a possible sale of all of the shares of NHP Holdco 1 Limited, the Company's intermediate parent undertaking (the *Disposal*).

The Disposal was successfully concluded on 12 November 2014 following an acquisition made by Formation Capital, a leading healthcare-focused private investment firm in the USA, and Safanad, a global investment firm, in partnership with Court Cavendish Healthcare Management Services Limited. Consequently, NHP Holdco 1 Limited and all its subsidiaries including HC-One and TTCC have been transferred to the new owner. See note 15 for further details.

The change in ownership removed the uncertainty and financial risk connected with the bank debts of LIBRA No 3 Limited and LIBRA No 2 Limited, the Company's ultimate parent undertaking. The new structure properly funds the Group, the Company and the operations of HC-One Limited and TTCC Limited (both are group undertakings) and its plan for future development.

The obligations of NHP Holdco 1 Limited and its subsidiary undertakings under the £1,172m term loans were fully discharged on 12 November 2014.

On 12 December 2014 LIBRA No 2 Limited and LIBRA No 3 Limited have been placed into liquidation.

The Group maintains sufficient cash resources to meet its day-to-day working capital requirements. The Company is in a net liability position and is reliant on support from its parent undertaking to meet its obligations.

After making enquiries and based on the Group's forecasts and projections, taking into account of reasonably possible changes in trading performance, the Directors have a reasonable expectation that the Group and the Company have adequate resources to continue in operational existence for the foreseeable future. Thus they adopt the going concern basis of accounting in preparing the annual financial statements.

2. ACCOUNTING POLICIES

Basis of accounting

The financial statements are prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards (as issued by Accounting Council). The particular accounting policies adopted are described below and they have been applied consistently during the year and the preceding year.

Exemption from consolidation

The Company has taken advantage of section 401 of the Companies Act 2006 from the requirement to prepare group accounts as the Company is itself a subsidiary undertaking of NHP Holdco 1 Limited. These financial statements provide information about the Company as an individual undertaking and not about its group.

NOTES TO THE FINANCIAL STATEMENTS**Year ended 30 September 2014****2. ACCOUNTING POLICIES (Continued)****Taxation**

Current tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full on timing differences which have originated at the balance sheet date and which could give rise to an obligation to pay more or less tax in the future. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the 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 not recognised in respect of gains and losses on revalued assets unless the company has entered into a binding agreement to sell the assets and the gains or losses have been recognised in the profit and loss account. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Interest

Interest receivable and interest payable are recognised in the financial statements on an accrual basis.

Investments

Fixed asset investments are stated at cost less provision for impairment.

Cash flow statement

As the Company is a wholly-owned subsidiary, it has taken exemption under the terms of Financial Reporting Standard 1 (Revised 1996) 'Cash Flow Statements' from preparing cash flow statement as it is included in the consolidated financial statements of NHP Holdco 1 Limited, which are publicly available.

3. ADMINISTRATIVE EXPENSES

The Company had no employees during the current or preceding year.

None of the Directors received emoluments in relation to their services to the Company during the current or preceding year. Directors' emoluments have been borne by NHP Management Limited, a group undertaking during the current and preceding year.

Audit fee for the audit of the Company's annual accounts is £2,700 for the current year (2013: £2,700).

The Company did not incur any non-audit fees during the year (30 September 2013: £nil).

4. AMOUNTS WRITE BACK - LOAN NOTES RESTRUCTURING

	Year ended 30 September 2014 £	Year ended 30 September 2013 £
Gain from loan notes restructuring	83,971,465	-

During the year, the Directors have considered a disposal of the shares in NHP Holdco 1 Limited. As a result, the Group have undertaken the debt restructuring steps to consolidate the loan balances between LIBRA No 3 Limited, its intermediate parent undertaking and the companies under NHP Holdco 1 Limited group.

5. NET INTEREST PAYABLE AND SIMILAR CHARGES

	2014 £	2013 £
Interest payable on loan from intermediate parent undertaking	(1,181,483)	(1,650,867)
	<u>(1,181,483)</u>	<u>(1,650,867)</u>

LIBRA CARECO INVESTMENTS 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 September 2014

6. TAX ON PROFIT / (LOSS) ON ORDINARY ACTIVITIES

	2014 £	2013 £
Profit / (Loss) before tax	82,787,282	(1,653,567)
Tax on loss at standard rate of 22% (2013: 23.5%)	18,213,202	(388,588)
Factors affecting tax charge:		
Intercompany provisions	(18,473,722)	-
Group relief for nil consideration	260,520	-
Increase in losses carried forward	-	388,588
Current tax charge	-	-

The tax charge for the current year is higher than that resulting from applying the standard rate of corporation tax due to an increase in the losses carried forward for tax purposes.

7. INVESTMENTS

	Shares in subsidiary undertaking £	Capital contribution £	Total £
Cost			
At 1 October 2013 and 30 September 2014	1,900	194,794,873	194,796,773
Provision			
At 1 October 2013 and 30 September 2014	(1,900)	(194,794,873)	(194,796,773)
Net book value:			
At 30 September 2014	-	-	-
At 30 September 2013	-	-	-

Shares in subsidiary undertakings

At 30 September 2014, the Company held investments in the following principal subsidiary undertakings:

Name	Country of incorporation	% Holdings	Principal activity
Libra CareCo Investments 2 Limited*	United Kingdom	100%	Parent company of Libra CareCo Limited and Libra GuaranteeCo
Libra GuaranteeCo Limited	United Kingdom	100%	Investment company in group undertaking with investment in care home properties
Libra CareCo Limited	United Kingdom	100%	Parent company of NHP Limited
NHP Limited	United Kingdom	100%	Parent company of subsidiary undertakings with investment in care home properties
NHP Securities No.1 Limited	United Kingdom	100%	Investment in care home properties
NHP Securities No.2 Limited	United Kingdom	100%	Investment in care home properties
NHP Securities No.3 Limited	United Kingdom	100%	Investment in care home properties
NHP Securities No.4 Limited	United Kingdom	100%	Partner in LLNHP Partnership
NHP Securities No.9 Limited	Jersey	100%	Investment in overriding leases of care home properties
NHP Securities No.11 Limited	Jersey	100%	Parent company of NHP Securities No.9 Limited
NHP Management Limited	United Kingdom	100%	Management of care home property portfolios

LIBRA CARECO INVESTMENTS 1 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 September 2014

7. INVESTMENTS (Continued)

Name	Country of incorporation	% Holdings	Principal activity
NHP Operations (York) Limited	United Kingdom	100%	Care home property development
Care Homes No.1 Limited	Cayman Islands	100%	Investment in care home properties
LLNH Limited	United Kingdom	100%	Partner in LLHNP Partnership

* held directly by Libra CareCo Investments 1 Limited.
All shares held are ordinary shares.

Capital contribution

At 30 September 2005, the Company provided a total amount £194,794,873 to Libra CareCo Investments 2 Limited by way of capital contribution. The total amount has been fully provided for.

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2014	2013
	£	£
Loan from intermediate parent undertaking	-	66,165,875
Amounts owed to group undertakings	23,369,465	39,990,872
	<u>23,369,465</u>	<u>106,156,747</u>

Loan from intermediate parent undertaking

LIBRA No 3 Limited issued a loan of £66,165,875 which has no fixed repayment date and bears interest at rate of LIBOR plus 2% per annum. On 4 June 2014 Care Homes No.1 Limited, a group undertaking, sold its loan to LIBRA No 3 Limited for cash consideration equal to its market value. Following a set-off agreement been implemented, LIBRA No 3 Limited agreed to formally discharge the full debt amount.

Amounts owed to group undertakings

Amounts owed to group undertakings are due on demand bearing no interest.

9. DEFERRED TAXATION

	Provided		Unprovided	
	2014	2013	2014	2013
	£000	£000	£000	£000
Losses carried forward	-	-	(3,213,607)	(2,975,517)
	<u>-</u>	<u>-</u>	<u>(3,213,607)</u>	<u>(2,975,517)</u>

No deferred tax asset has been recognised in respect of losses carried forward as it is considered that it is uncertain whether there will be sufficient taxable profits in the future to utilise the losses.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 September 2014

10. SHARE CAPITAL

	2014 £	2013 £
Called, allotted and fully paid:		
205,969 ordinary shares at 1p each	<u>2,060</u>	<u>2,060</u>

11. PROFIT AND LOSS ACCOUNT

	Profit and loss account £
At 1 October 2013	(106,158,807)
Profit for the financial year	<u>82,787,282</u>
At 30 September 2014	<u>(23,371,525)</u>

12. RECONCILIATION IN MOVEMENT IN SHAREHOLDERS' DEFICIT

	£
At 1 October 2013	(106,156,747)
Profit for the financial year	<u>82,787,282</u>
At 30 September 2014	<u>(23,369,465)</u>

13. CONTINGENT LIABILITIES AND GUARANTEES

On 12 November 2014 the Company and its group undertakings became guarantors to a facility agreement entered into by FC Skyfall Bidco Limited, the Company's new intermediate parent undertaking. The facility is secured by a fixed and floating charge over the group assets and unlimited guarantee from its group undertakings. As at 29 April 2015 the outstanding loan amount is £295.8m.

14. RELATED PARTY TRANSACTIONS

The exemption under Financial Reporting Standard No.8 "Related Party Disclosures" has been taken and consequently, transactions with other undertakings within the NHP Holdco 1 Limited group have not been disclosed in these financial statements.

No other related party transaction is noted.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 September 2014

15. POST BALANCE SHEET EVENTS

a) On 12 November 2014 Formation Capital, a leading healthcare-focused private investment firm in the USA, and Safanad, a global investment firm, in partnership with Court Cavendish Healthcare Management Services Limited, a related party of the Group, acquired 100% share capital of NHP Holdco 1 Limited from LIBRA No 3 Limited. The change in ownership removed the uncertainty and financial risk connected with the bank debts of LIBRA 3 Limited and LIBRA No 2 Limited. The new structure properly funds the Group, the Company and the operations of HC-One and TTCC and its plan for future development.

The Group's new partnership is with two organisations who share HC-One and TTCC's passion for care. Since 1999, Formation Capital and its investors have invested over US\$5.5 billion across care in the senior housing sector. Safanad Limited is a global investment firm that invests in property, private and public market.

The new partnership has been created with the view to consolidating HC-One's transformation and is planning to acquire further homes and diversify the care provided to include retirement villages, residential, nursing and home care. In doing so becoming an integrated health and social care provider working in collaboration with public sector commissioners delivering high quality and cost effective services.

As such, the acquisition represents the start of a new era for the Group's residents, staff and relatives. An investment programme will commence in 2015 to invest more than £100 million over five years to continue improving HC-One's homes and the services provided.

(b) On 12 November 2014 following the change of ownership, the obligations of the Company and its group undertakings under the £1,172m term loans were fully discharged.

(c) On 12 December 2014 LIBRA No 2 Limited and LIBRA No 3 Limited have been placed into liquidation.

(d) On 12 November 2014 the Company and all its group undertakings were acceded as guarantors to a facility agreement entered into by FC Skyfall Bidco Limited. The facility is secured by a fixed and floating charge over the group assets and unlimited guarantee from its group undertakings. As at 29 April 2015 the outstanding loan amount is £295.8m.

16. ULTIMATE PARENT UNDERTAKINGS

The immediate parent undertaking is Libra CareCo Holdings Limited, a company incorporated in the United Kingdom and registered in England and Wales.

On 12 November 2014 Formation Capital, a leading healthcare-focused private investment firm in the USA, and Safanad, a global investment firm, in partnership with Court Cavendish Healthcare Management Services Limited, a related party of the Group, acquired 100% share capital of NHP Holdco 1 Limited, the Company's intermediate parent undertaking from LIBRA No 3 Limited, also the Company's intermediate parent undertaking.

Following the change to new ownership on 12 November 2014 FC Skyfall Bidco Limited, a company incorporated in the United Kingdom and registered in England and Wales, becomes the Company's intermediate parent undertaking. As disclosed in note 15, LIBRA No 2 Limited and LIBRA No 3 Limited have been placed into liquidation on 12 December 2014 hence NHP Holdco 1 Limited is both the smallest and largest group including the Company for which consolidated accounts are prepared.

Copies of the NHP Holdco 1 Limited group consolidated financial statements to 30 September 2014, which include the results of the Company, are available from the Companies House at Crown Way, Cardiff, Wales CF14 3UZ.