

Barchester DevCo Limited

**Directors' report and financial
statements**

Registered number 05844015

31 December 2010



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Company information

| | |
|--------------------------|---|
| Directors | Michael Parsons David Duncan |
| Secretary | Jon Hather |
| Auditors | KPMG LLP Plym House 3 Longbridge Road Marsh Mills Plymouth PL6 8LT |
| Bankers | Royal Bank of Scotland London Corporate Services 2½ Devonshire Square London EC2M 4XJ |
| Solicitors | Berwin Leighton Paisner Adelaide House London Bridge London EC4R 9HA |
| Registered office | Suite 201 The Chambers Chelsea Harbour London SW10 0XF |
| Registered number | 05844015 |

Directors' report

The directors present their directors's report and the audited financial statements for the year ended 31 December 2010

Principal activities

The Company did not trade during the current or preceding financial year. There is no immediate intention to recommence trading.

Dividends

The directors do not recommend the payment of a dividend (2009 £nil)

Directors and directors' interests

The directors who held office during the period were as follows

David Duncan
Michael Parsons

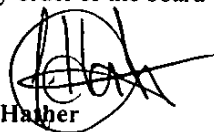
Disclosure of information to auditors

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

Auditors

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

By order of the board


J Hather
Secretary

Suite 201
The Chambers
Chelsea Harbour
London
SW10 0XF

30 June 2011

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).

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 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.



KPMG LLP

Plym House
3 Longbridge Road
Plymouth
PL6 8LT
United Kingdom

Independent auditor's report to the members of Barchester DevCo Limited

We have audited the financial statements of Barchester DevCo Limited for the year ended 31 December 2010 set out on pages 6 to 8. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2010 and of its result 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.

Opinion on other matter prescribed by the Companies Act 2006

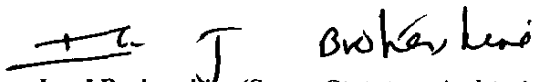
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of Barchester DevCo (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

 Ian J Brokenshire

Ian J Brokenshire (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
3 Longbridge Road
Plymouth
PL6 8LT

7 July 2011

Profit and loss account

for the year ended 31 December 2010

During the current and previous year the company did not trade and received no income and incurred no expenditure

Consequently, during these years the company made neither a profit nor a loss

Reconciliation of movements in equity shareholders' funds

for the year ended 31 December 2010

| | 2010 £ | 2009 £ |
|-----------------------------------|-----------|-----------|
| Result for the year | - | - |
| Opening shareholders' fund | 1 | 1 |
| | <hr/> | <hr/> |
| Closing equity shareholders' fund | 1 | 1 |
| | <hr/> | <hr/> |

Balance sheet

As at 31 December 2010

| | Note | 2010 £ | 2009 £ |
|----------------------------------|------|-----------|-----------|
| Current assets | | | |
| Debtors | 2 | 1 | 1 |
| | | <hr/> | <hr/> |
| Net asset | | 1 | 1 |
| | | <hr/> | <hr/> |
| Capital and reserves | | | |
| Called up share capital | 3 | 1 | 1 |
| Profit and loss account | | - | - |
| | | <hr/> | <hr/> |
| Equity shareholders' fund | | 1 | 1 |
| | | <hr/> | <hr/> |

These financial statements were approved by the board of directors on 30 June 2011 and were signed on its behalf by



D Duncan

Director

Company Number 05844015

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 financial statements, except as noted below

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

The Company is exempt from the requirement of FRS 1 (revised 1996) to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of Barchester Healthcare Limited and its cash flows are included within the consolidated cash flow statement of that company

As the Company is a wholly owned subsidiary of Grove Limited the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group

Going Concern

The company has long term support from Group and as a consequence, the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements

2 Debtors

| | 2010 £ | 2009 £ |
|---|-----------|-----------|
| Due within one year: | | |
| Amounts owed by group undertakings-unpaid share capital | 1 | 1 |
| | <u>1</u> | <u>1</u> |

3 Called up share capital

| | 2010 £ | 2009 £ |
|-----------------------------|-----------|-----------|
| Allotted and issued | | |
| 1 ordinary share of £1 each | 1 | 1 |
| | <u>1</u> | <u>1</u> |

The £1 ordinary share is unpaid and has been included within the debtors balance for the company

Notes (continued)

4 Ultimate parent company and parent undertaking of larger group of which the company is a member

The Company is a wholly owned subsidiary undertaking of Barchester Healthcare Limited, a company incorporated in Great Britain and registered in England and Wales

The Company's ultimate parent undertaking is Grove Limited, a company incorporated and registered in Jersey

The consolidated accounts of Barchester Healthcare Limited are available to the public and may be obtained from

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Chelsea Harbour
London
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