

Amore Group (Holdings) Limited
Annual Report and Unaudited Financial Statements
for the Year Ended 31 December 2016
Registration number: 6628016

THURSDAY



A6FXS82J

A24

28/09/2017

#4

COMPANIES HOUSE

Amore Group (Holdings) Limited

Contents

Company Information	1
Strategic Report	2
Directors' Report	3
Statement of Directors' Responsibilities	4
Profit and Loss Account	5
Statement of Comprehensive Income	6
Balance Sheet	7
Statement of Changes in Equity	8
Notes to the Unaudited Financial Statements	9 to 16

Amore Group (Holdings) Limited

Company Information

Directors	Trevor Torrington Nigel Myers
Company secretary	David Hall
Registered office	Fifth Floor 80 Hammersmith Road London W14 8UD

Amore Group (Holdings) Limited

Strategic Report for the Year Ended 31 December 2016

The directors present their strategic report for the year ended 31 December 2016.

Fair review of the business

The results for the year are set out in the profit and loss account on page 5 and the position of the company as at the year end is set out in the balance sheet on page 7.

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business. The development, performance and position of Partnerships in Care UK 1 Limited, an intermediate parent of the company, is discussed in the group's financial statements which includes the company and does not form part of this report.

Principal risks and uncertainties

From the perspective of the company, the principal risks and uncertainties are integrated with the principal risks of the group and are not managed separately. Accordingly, the principle risks and uncertainties of Partnerships in Care UK 1 Limited, which include those of the company, are discussed in the group's financial statements which do not form part of this report.

Approved by the Board on 22 September 2017 and signed on its behalf by:



.....
David Hall
Company secretary

Amore Group (Holdings) Limited

Directors' Report for the Year Ended 31 December 2016

The directors present their report and the unaudited financial statements for the year ended 31 December 2016.

Principal activity

The principal activity of the company is to act as a holding company.

Directors' of the company

The directors, who held office during the year and up to the date of signing the financial statements were as follows:

Tom Riall (resigned 30 November 2016)

Mark Moran (resigned 1 March 2016)

Trevor Torrington (appointed 30 November 2016)

Nigel Myers (appointed 30 November 2016)

Dividends

The directors do not recommend the payment of a final dividend (2015: £nil). No dividends were paid during the year (2015: £nil).

Financial instruments

The company's operations mean that it is exposed to a variety of financial risks that include the effects of changes in credit risk, liquidity risk and interest rate risk. The directors monitor the risks in order to limit the adverse effects on the financial performance by reviewing levels of debt finance and the related finance costs, however these are integrated with the risks of the group and not managed separately. Accordingly, the financial risk management policies of Partnerships in Care UK 1 Limited, which include those of the company, are discussed in the group's financial statements which do not form part of this report.

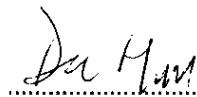
Future developments

The future developments of the company are aligned to the strategy of the UK group, headed by Partnerships in Care UK 1 Limited. The group's strategy for the future development of the business is included in the group's financial statements, which do not form part of this report.

Going concern

The intermediate parent company, Partnerships in Care UK 1 Limited, has confirmed that it will continue to provide financial support to the company for the foreseeable future and for at least twelve months from the date of approval of these financial statements. Accordingly the financial statements have been prepared on the going concern basis.

Approved by the Board on 22 September 2017 and signed on its behalf by:



David Hall
Company secretary

Amore Group (Holdings) Limited

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 Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has 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 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.

Amore Group (Holdings) Limited

Profit and Loss Account for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Turnover		-	-
Operating profit/(loss)		-	-
Other interest receivable and similar income	4	-	24,508
Interest payable and similar charges	5	-	(10,798)
Profit before tax		-	13,710
Tax on profit on ordinary activities	7	589	(2,061)
Profit for the year		589	11,649

The above results were derived from continuing operations.

The notes on pages 9 to 16 form an integral part of these financial statements.

Amore Group (Holdings) Limited

Statement of Comprehensive Income for the Year Ended 31 December 2016

	Note	2016 £ 000	2015 £ 000
Profit for the year		<u>589</u>	<u>11,649</u>
Total comprehensive income for the year		<u>589</u>	<u>11,649</u>

The notes on pages 9 to 16 form an integral part of these financial statements.

Amore Group (Holdings) Limited

(Registration number: 6628016)

Balance Sheet as at 31 December 2016

	Note	2016 £ 000	2015 £ 000
Fixed assets			
Investments	8	36,500	36,500
Current assets			
Debtors	9	357,755	357,166
Creditors: Amounts falling due within one year	10	<u>(387,936)</u>	<u>(387,936)</u>
Net current liabilities		<u>(30,181)</u>	<u>(30,770)</u>
Net assets		<u>6,319</u>	<u>5,730</u>
Capital and reserves			
Called up share capital	11	-	-
Profit and loss account		<u>6,319</u>	<u>5,730</u>
Shareholders' funds		<u>6,319</u>	<u>5,730</u>

For the financial year ending 31 December 2016 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board on 22 September 2017 and signed on its behalf by:



Nigel Myers

Director

The notes on pages 9 to 16 form an integral part of these financial statements.

Amore Group (Holdings) Limited

Statement of Changes in Equity for the Year Ended 31 December 2016

	Share capital £ 000	Share premium £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2016	-	-	5,730	5,730
Profit for the year	-	-	589	589
Total comprehensive income	-	-	589	589
At 31 December 2016	-	-	6,319	6,319

	Share capital £ 000	Share premium £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2015	1,159	114,768	32,151	148,078
Profit for the year	-	-	11,649	11,649
Total comprehensive income	-	-	11,649	11,649
Dividends	-	-	(153,997)	(153,997)
Other capital redemption reserve movements	(1,159)	(114,768)	115,927	-
At 31 December 2015	-	-	5,730	5,730

The notes on pages 9 to 16 form an integral part of these financial statements.

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016

1 General information

The company is a private company limited by share capital incorporated and domiciled in United Kingdom.

The address of its registered office is:

Fifth Floor
80 Hammersmith Road
London
W14 8UD
United Kingdom

These financial statements were authorised for issue by the Board on 22 September 2017.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework.

The financial statements are presented in sterling, rounded to the nearest thousand.

Summary of disclosure exemptions

FRS 101 sets out a reduced disclosure framework for a "qualifying entity" as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The Company is a qualifying entity for the purposes of FRS 101. Note 12 gives details of the Company's ultimate parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

The principle disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- Statement of cash flows;
- IFRS 7 financial instrument disclosures;
- IAS 1 information on management of capital;
- IAS 8 disclosures in respect of new standards and interpretations that have been issued but which are not yet effective;
- IAS 24 disclosure of key management personnel compensation;
- IAS 24 disclosures in respect of related party transactions entered into between fellow group companies (the company had no other related party transactions); and
- Roll-forward reconciliations in respect of share capital (IAS 1).

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

Going concern

The financial statements have been prepared on a going concern basis. The intermediate parent company, Partnerships in Care UK 1 Limited, has confirmed that it will continue to provide financial support to the company for the foreseeable future and for at least 12 months from the date of approval of these financial statements. Accordingly the financial statements have been prepared on the going concern basis.

Exemption from preparing group accounts

The financial statements contain information about Amore Group (Holdings) Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Partnerships in Care UK 1 Limited, a company incorporated in United Kingdom.

Changes in accounting policy

None of the standards, interpretations and amendments effective for the first time from 1 January 2016 have had a material effect on the financial statements.

Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

Payment is generally made for group relief at the current tax rate at the time of first estimating the tax provision. To the extent that amendments are subsequently made to the group relief plan, there is generally no payment or receipt in respect of the change.

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

Investments

Investments in securities are classified on initial recognition as available-for-sale and are carried at fair value, except where their fair value cannot be measured reliably, in which case they are carried at cost, less any impairment.

Unrealised holding gains and losses other than impairments are recognised in other comprehensive income. On maturity or disposal, net gains and losses previously deferred in accumulated other comprehensive income are recognised in income.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividends

Dividend distribution to the company's shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

3 Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period then ended. Management bases its estimates on historical experience and various other assumptions that are considered to be reasonable in the particular circumstances. Actual results may differ from these estimates.

Estimates are used in accounting for allowances for uncollected receivables, depreciation, taxes and contingencies. Estimates and assumptions are reviewed periodically and the effects of the revision are reflected in the financial statements in the period that an adjustment is determined to be required.

Significant accounting judgements have been applied with respect to the valuation of deferred tax assets. Deferred tax assets and liabilities require management judgement in determining the amounts to be recognised. In particular, judgement is used when assessing the extent to which deferred tax assets should be recognised with consideration given to the timing and level of future taxable income.

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

4 Other interest receivable and similar income

	2016 £ 000	2015 £ 000
Other finance income	-	24,508

5 Interest payable and similar charges

	2016 £ 000	2015 £ 000
Interest expense on other financing liabilities	-	10,798

6 Directors' remuneration

The costs relating to the directors' services have been borne by Priory Central Services Limited, a fellow group company. No amounts (2015: £nil) have been recharged to the company in respect of the directors' services and the directors do not believe that it is practical to allocate these costs between group companies. The company has no employees (2015: nil).

7 Income tax

Tax charged/(credited) in the profit and loss account

	2016 £ 000	2015 £ 000
Current taxation		
UK corporation tax	(589)	1,952
Deferred taxation		
Arising from origination and reversal of temporary differences	-	109
Tax (receipt)/expense in the profit and loss account	(589)	2,061

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2015 - lower than the standard rate of corporation tax in the UK of 20% (2015 - 20.25%).

The differences are reconciled below:

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

7 Income tax (continued)

	2016 £ 000	2015 £ 000
Profit before tax	-	13,710
Corporation tax at standard rate	-	2,776
Increase (decrease) from effect of expenses not deductible in determining taxable profit (tax loss)	(78)	-
Increase (decrease) from transfer pricing adjustments	(511)	(745)
Deferred tax expense (credit) relating to changes in tax rates or laws	-	30
Total tax (credit)/charge	(589)	2,061

The standard rate of corporation tax in the UK changed from 21% to 20% with effect from 1 April 2015. Accordingly, the company's profits for this accounting year are taxed at an effective rate of 20.00% (2015: 20.25%).

8 Investments

Subsidiaries	£ 000
Cost or valuation	
At 1 January 2016	36,500
At 31 December 2016	36,500
Carrying amount	
At 31 December 2016	36,500
At 31 December 2015	36,500

Details of the subsidiaries as at 31 December 2016 are as follows:

Name of subsidiary	Principal activity	Country of incorporation and principal place of business	Proportion of ownership interest and voting rights held	
			2016	2015
Amore Care (Holdings) Limited*	Holding company	United Kingdom	100%	100%
Amore (Prestwick) Limited	Care delivery	United Kingdom	100%	100%
Amore Elderly Care Holdings Limited	Care delivery	United Kingdom	100%	100%
Amore Elderly Care (Wednesfield) Limited	Care delivery	United Kingdom	100%	100%
Amore (Ben Madigan) Limited	Care delivery	United Kingdom	100%	100%

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

8 Investments (continued)

Name of subsidiary	Principal activity	Country of incorporation and principal place of business	Proportion of ownership interest and voting rights held	
			2016	2015
Amore (Warrenpoint) Limited	Care delivery	United Kingdom	100%	100%
Amore (Watton) Limited	Care delivery	United Kingdom	100%	100%
Amore Care Limited	Care delivery	United Kingdom	100%	100%
Speciality Healthcare Limited	Care delivery	United Kingdom	100%	100%
Health & Care Services (NW) Limited	Care delivery	United Kingdom	100%	100%
Speciality Care (Addison Court) Limited	Care delivery	United Kingdom	100%	100%
Speciality Care (EMI) Limited	Care delivery	United Kingdom	100%	100%
Amore Elderly Care Limited	Care delivery	United Kingdom	100%	100%
Speciality Care (UK Lease Homes) Limited	Care delivery	United Kingdom	100%	100%
Parkcare Homes Limited	Care delivery	United Kingdom	100%	100%
Health & Care Services (UK) Limited	Care delivery	United Kingdom	100%	100%
Amore (Coventry) Limited	Care delivery	Isle of Man	100%	100%
Yorkshire Parkcare Company Limited	Care delivery	United Kingdom	100%	100%

* indicates directly held subsidiary

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

9 Trade and other debtors

	2016 £ 000	2015 £ 000
Income tax asset	589	-
Debtors from related parties	357,166	357,166
Total current trade and other debtors	<u>357,755</u>	<u>357,166</u>

Debtors from related parties relates to a loan of £357,166,000 (2015: £357,166,000) which is unsecured and carried interest at a rate of 9.85% per annum until 30 September 2015 when interest ceased. The loan is repayable on the earlier of the termination date of the loan, which is 18 July 2018, or on written demand of the lender. All other amounts are unsecured, interest free and repayable upon demand.

10 Creditors: amounts falling due within one year

	2016 £ 000	2015 £ 000
Amounts due to group undertakings	387,936	385,984
Income tax liability	-	1,952
	<u>387,936</u>	<u>387,936</u>

Amounts due to group undertakings includes a loan of £202,620,000 (2015: £202,620,000) which accrued interest at 7.125% per annum until 30 September 2015 when interest ceased. The loan is unsecured and has no fixed date of repayment. The remaining balance due to group undertakings is unsecured, interest free and repayable upon demand.

11 Share capital

Allotted, called up and fully paid shares

	No. 000	2016 £ 000	No. 000	2015 £ 000
Ordinary shares of £0.01 (2015 - £0.10) each	-	-	-	-

Amore Group (Holdings) Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 December 2016 (continued)

12 Parent and ultimate parent undertaking

The company's immediate parent is Craegmoor Group (No.3) Limited.

The ultimate parent is Acadia Healthcare Company Inc..

The parent of the largest group in which these financial statements are consolidated is Acadia Healthcare Company Inc., incorporated in the United States of America. The address of Acadia Healthcare Company Inc. is 830 Crescent Centre Drive, Suite 610, Franklin, TN 37067, United States of America.

The parent of the smallest group in which these financial statements are consolidated is Partnerships in Care UK 1 Limited, incorporated in the United Kingdom. The address of Partnerships in Care UK 1 Limited is Fifth Floor, 80 Hammersmith Road, London, W14 8UD, United Kingdom.