

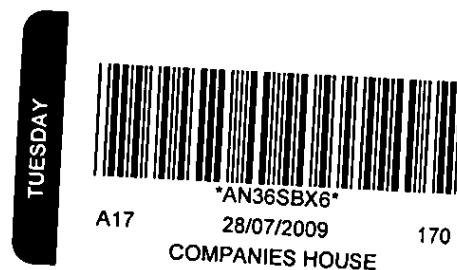
Craegmoor Guaranteeco Limited

(Limited by guarantee)

Annual Report and financial statements

for the 26 week period ended 31 December 2008

Registered number: 6633646



# **Craegmoor Guaranteeco Limited**

## **Annual report and financial statements for the 26 week period ended 31 December 2008**

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# **Craegmoor Guaranteeco Limited**

## **Directors and advisors**

### **Executive Directors**

Humphrey Battcock  
Thomas Allen  
Ted Smith  
David Manson

### **Secretary**

Scott Morrison  
Craegmoor House  
Perdiswell Park  
Worcester  
WR3 7NW

### **Registered Auditors**

PricewaterhouseCoopers LLP  
Cornwall Court  
19 Cornwall Street  
Birmingham  
B3 2DT

### **Solicitors**

Barlow Lyde & Gilbert  
Beaufort House  
15 St Botolph Street  
London EC3A 7NJ

Pinsent Masons  
3 Colmore Circus  
Birmingham B4 6BH

DLA Piper (UK) Solicitors LLP  
3 Noble Street  
London EC2V 7EE

### **Registered Office**

Craegmoor House  
Perdiswell Park  
Worcester  
WR3 7NW

### **Bankers**

Barclays Bank  
1 Churchill Place  
London  
E14 5HP

# **Craegmoor Guaranteeco Limited**

## **Directors' report for the 26 week period ended 31 December 2008**

The Directors present their report and the audited financial statements for the period ended 31 December 2008.

### **Principal activity**

The principal activity of the Company is as an intermediate holding company.

### **Review of business**

The company was incorporated on 30 June 2008 as Miro Guaranteeco Limited. The name was changed to Craegmoor Guaranteeco Limited on 28 July 2008.

The company is a wholly owned subsidiary of Craegmoor Topco Limited.

On 18 July 2008, the group of companies owned by Craegmoor Topco Limited acquired the entire share capital of Craegmoor Limited; hence Craegmoor Topco Limited is now the ultimate parent company in the United Kingdom.

### **Results and dividends**

The company has generated neither a profit nor a loss. As a result no profit and loss account has been presented for the year.

The Directors do not recommend the payment of a dividend for the period ended 31 December 2008.

### **Principal risks and uncertainties**

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of Craegmoor Topco Limited, its ultimate parent company, and are not managed separately. Accordingly, the principal risks and uncertainties of the Craegmoor Topco Limited Group, which include those of the Company, are discussed in the Directors' Report of Craegmoor Topco Limited which does not form part of this report.

### **Key Performance Indicators ("KPIs")**

The Directors of Craegmoor Topco Limited manage the group's operations on a group-wide basis. For this reason, the Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The development, performance and position of the Craegmoor Topco Limited Group, which includes the Company, are discussed in the Directors' Report of Craegmoor Topco Limited which does not form part of this report.

### **Directors**

The following directors have held office for the whole period and at the date of this report unless otherwise stated:

Humphrey Battcock	Appointed 18 July 2008
Thomas Allen	Appointed 18 July 2008
Ted Smith	Appointed 28 May 2009
David Manson	Appointed 28 May 2009
WG&M Nominees Limited	Resigned 2 July 2008
Janet Hennessy	Resigned 18 July 2008
Michael Ristaino	Resigned 18 July 2008

### **Financial instruments**

The Company's financial instruments comprise creditors with other group companies arising directly from its operations. No trading in financial instruments has been undertaken.

There are no significant risks arising directly from the Company's financial instruments. However, the Company is reliant on the ongoing support of the Craegmoor Topco Group, which has long term financing and overdraft facilities in place. The board of Craegmoor Topco Limited, the ultimate UK parent undertaking, has reviewed and agreed the policies for managing the risks related to these facilities as set out below:

# **Craegmoor Guaranteeco Limited**

## **Directors' report for the 26 week period ended 31 December 2008 (continued)**

### **Financial instruments (continued)**

#### *Liquidity risk:*

The Group has secured long term financing and overdraft facilities with financial institutions, which have high credit ratings that are designed to ensure the Group has sufficient available funds for operations. The majority of the £216,682,000 of debt held by the Group, in the form of loan notes and bank loans (but excluding preference shares and finance leases), is repayable in July 2018

#### *Interest rate and cash flow risk:*

The Group has entered into interest rate swaps to ensure certainty over future interest cash flows. As a consequence, 77% of the Group's borrowings are at fixed rates of interest.

#### *Credit risk:*

A fellow subsidiary company, Craegmoor Facilities Company Limited, bears the credit risk for the Company.

### **Statement of Directors' responsibilities in respect of the Annual Report and the financial statements**

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). The financial statements are required by law to 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:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records that 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 1985. 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.

# **Craegmoor Guaranteeco Limited**

## **Directors' report for the 26 week period ended 31 December 2008 (continued)**

### **Statement of disclosure of information to auditors**

In the case of each of the persons who are directors at the time when the report is approved the following applies:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- he or she has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

### **Auditors**

The Company has elected, in accordance with section 386 of the Companies Act 1985, to dispense with the obligation to appoint auditors annually.

By order of the Board:

A handwritten signature in black ink, appearing to read 'D. Manson', with a horizontal line extending to the right.

**David Manson**  
Director  
1 June 2009

## **Independent auditors' report to the members of Craegmoor Guaranteeco Limited**

We have audited the financial statements of Craegmoor Guaranteeco Limited for the period ended 31 December 2008 which comprise the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

### **Respective responsibilities of directors and auditors**

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Directors' Report and all of the other information listed on the contents page. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

### **Basis of audit opinion**

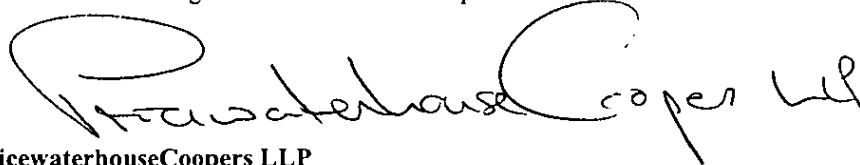
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

### **Opinion**

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2008;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.



**PricewaterhouseCoopers LLP**  
Chartered Accountants and Registered Auditors  
Birmingham  
1 June 2009

# Craegmoor Guaranteeco Limited

## Balance sheet as at 31 December 2008

	Note	2008 £'000
<b>Fixed assets</b>		
Investments	6	1,200
<b>Total assets</b>		<b>1,200</b>
<b>Creditors: amounts falling due after more than one year</b>	7	<b>(1,200)</b>
<b>Net current liabilities</b>		<b>(1,200)</b>
<b>Net assets</b>		<b>-</b>
<b>Capital and reserves</b>		
Called up share capital	8	-
<b>Total shareholders' funds</b>	9	<b>-</b>

The financial statements on pages 6 to 11 were approved by the Board of Directors on 1 June 2009 and signed on its behalf by:



**David Manson**  
Director



# **Craegmoor Guaranteeco Limited**

## **Notes to the financial statements for the 26 week period ended 31 December 2008**

### **1 Principal accounting policies**

The financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards in the United Kingdom. A summary of the principal accounting policies, which have been consistently applied, is set out below:

#### **Fixed asset investments**

The carrying value of fixed asset investments is based on historic cost less provisions for impairment where necessary in accordance with FRS 11. Any provisions for impairment in the carrying value of fixed assets to below cost are charged to the profit and loss account.

#### **Consolidation**

The Company has taken advantage of the exemption under section 228(j) of the Companies Act, not to prepare and file consolidated accounts. The results of the Company are included within the group accounts of Craegmoor Topco Limited, its immediate parent undertaking, which is incorporated in the United Kingdom. In accordance with section 228(ii), the Company will deliver to the registrar, copies of these group accounts.

#### **Cash flow statement**

The Company is a wholly owned subsidiary of Craegmoor Topco Limited, and the cash flows of the Company are included in the consolidated group cash flow statement of that company. Consequently, the Company is exempt under the terms of Financial Reporting Standard No. 1 (Revised) from publishing a cash flow statement.

### **2 Related party transactions**

The Company has taken advantage of the exemption granted under paragraph 3(c) of FRS 8 and not disclosed any transactions with other group companies where they are more than 90% owned by a common parent.

### **3 Directors' emoluments**

The emoluments of the Directors were paid by Craegmoor Healthcare Company Limited, a fellow subsidiary of Craegmoor Topco Limited. The Directors were also directors of a number of other fellow subsidiaries during the year ended 31 December 2008 and 31 December 2007 and it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly, the emoluments of the Directors are disclosed within the accounts of Craegmoor Healthcare Company Limited.

### **4 Employee information**

The Company has no employees other than the Directors.

### **5 Profit and loss account**

The audit fee in respect of the Company for the period ended 31 December 2008 of £5,000 has been borne by a fellow subsidiary company.

The company has generated neither a profit nor a loss. As a result no profit and loss account has been presented for the year.

# Craegmoor Guaranteeco Limited

## Notes to the financial statements for the 26 week period ended 31 December 2008 (continued)

### 6 Fixed asset investments

	Shares in subsidiary undertakings £'000
At incorporation	-
Acquired	1,200
<b>Cost and net book value at 31 December 2008</b>	<b>1,200</b>

#### Interests in group undertakings

A list of the Company's principal interests in group undertakings is included in note 11

### 7 Creditors: amounts falling due after more than one year

	2008 £'000
Amounts owed to group undertakings	1,200

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand. However, the relevant group undertaking has confirmed to the Directors of the Company that it will not seek any repayments of this loan within 12 months after the year-end.

### 8 Share capital

The company is limited by Guarantee and has no share capital. Members, of which there is only one, are required to contribute up to £100.

### 9 Reconciliation of movement in total shareholders' funds

	2008 £'000
Total shareholders' funds at formation and 31 December 2008	-

### 10 Parent undertakings

The Directors regard Craegmoor Topco Limited, a company registered in England and Wales, as the immediate parent company of Craegmoor Guaranteeco Limited, and Craegmoor Topco Limited, a company registered in England and Wales, as the ultimate parent company in the United Kingdom. The ultimate controlling party is Advent Miro (Cayman) Limited.

Craegmoor Topco Limited is the parent company of the largest and smallest group in which Craegmoor Guaranteeco Limited is consolidated. Copies of Craegmoor Topco Limited's consolidated financial statements may be obtained from its registered office; Craegmoor House, Perdiswell Park, Worcester, WR3 7NW.

# Craegmoor Guaranteeco Limited

## Notes to the financial statements for the 26 week period ended 31 December 2008 (continued)

### 11 Interests in group undertakings

Name of undertaking	Country of incorporation or registration	Description of shares held	Proportion of nominal value of issued shares held %
*Alphabet Childrens (Fostering) Services Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Alphabet Childrens Services Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
*Apdale Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
Autism TASC Services Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
*Boughton Manor Nursing Homes Limited <sup>6</sup>	England & Wales	Ordinary £1 shares	20.38
Challenge Care Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
*Comfort Services Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
*Concept Care Limited <sup>6</sup>	England & Wales	Ordinary £1 shares	20.38
*Conquest Care Homes (March) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Conquest Care Homes (Norfolk) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Conquest Care Homes (Peterborough) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Conquest Care Homes (Soham) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Cotswold Care Services Ltd <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Acquisitions Ltd <sup>17</sup>	England & Wales	Ordinary £0.01 shares	20.38
Craegmoor Facilities Company Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Facilities Company No.2 Limited <sup>9</sup>	England & Wales	Ordinary £1 shares	20.38
*Craegmoor Finance (No. 2) PLC <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
*Craegmoor Finance PLC <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
*Craegmoor Funding PLC <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Funding (No.2) Limited <sup>5</sup>	Cayman Islands	Ordinary £1 shares	20.38
Craegmoor Group Limited <sup>10</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Healthcare Company Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Holdings Limited <sup>7</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Homes Limited <sup>9</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Investments Limited <sup>9</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Limited <sup>18</sup>	England & Wales	Ordinary £1 shares	20.38
		Ordinary Class A £0.10 shares	20.38
Craegmoor Mezz Cleanco Limited	England & Wales	Ordinary £0.01 shares	26.00
Craegmoor Mezzco Limited <sup>19</sup>	England & Wales	Ordinary £0.01 shares	20.38
*Craegmoor Service Company No. 2 Limited <sup>9</sup>	England & Wales	Ordinary £1 shares	20.38
Craegmoor Supporting You Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
Cranley Limited <sup>9</sup>	England & Wales	Ordinary £1 shares	20.38
Ferguson Care Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Greymount Properties Ltd <sup>11</sup>	England & Wales	Ordinary £1 shares	20.38
Grovedraft Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
*GWS Claremont Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
Health & Care Services (NW) Limited <sup>1</sup>	England & Wales	Ordinary £1 shares	20.38
Health & Care Services (UK) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Health & Care Services Humbs. Limited <sup>1</sup>	England & Wales	Ordinary £1 shares	20.38
Health & Care Services Yorks. Limited <sup>1</sup>	England & Wales	Ordinary £1 shares	20.38
Heddfan Care Limited <sup>15</sup>	England & Wales	Ordinary £1 shares	20.38
Highway (Burnley) Limited <sup>11</sup>	England & Wales	Ordinary £1 shares	20.38
Hometrack Ltd. <sup>9</sup>	England & Wales	Ordinary £1 shares	20.38

# Craegmoor Guaranteeco Limited

## Notes to the financial statements for the 26 week period ended 31 December 2008 (continued)

### 11 Interests in group undertakings (continued)

Name of undertaking	Country of incorporation or registration	Description of shares held	Proportion of nominal value of issued shares held %
Independent Community Living (Holdings) Limited <sup>13</sup>	England & Wales	Ordinary £1 shares	20.38
Independent Community Living Limited <sup>8</sup>	England & Wales	Ordinary £1 shares	20.38
*Innova Health Care Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Inputrelate Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
Irvine Care Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
J C Care Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
Johnston Care Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
La Pierre Care Homes Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
Lansdowne Road Limited <sup>15</sup>	England & Wales	Ordinary £1 shares	20.38
London Parkcare Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Lothlorien Community Limited <sup>15</sup>	England & Wales	Ordinary £1 shares	20.38
		Ordinary £100 shares	20.38
Parkcare Homes (No.2) Limited <sup>12</sup>	England & Wales	Ordinary £1 shares	20.38
Parkcare Homes Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
R.J. Homes Limited <sup>15</sup>	England & Wales	Ordinary £1 shares	20.38
Sapphire Care Services Limited <sup>12</sup>	England & Wales	Ordinary 'A' £1 shares	20.38
		Ordinary 'B' £1 shares	20.38
*Southbank Private Nursing Home Limited <sup>6</sup>	England & Wales	Ordinary £1 shares	20.38
Specialised Courses Offering Purposeful Education Limited <sup>2</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (Addison Court) Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (Care Homes) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
*Speciality Care (Cedar Grove) Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (EMI) PLC <sup>3</sup>	England & Wales	10p ordinary shares	20.38
		10p convertible preference - shares	
Speciality Care (Learning Disabilities) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (Medicare) Limited <sup>14</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (Rehab) Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (REIT Homes) Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (Rest Care) Limited <sup>6</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (Rest Homes) Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care (UK Lease Homes) Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Care Limited <sup>9</sup>	England & Wales	10p ordinary shares	20.38
		£1 cumulative redeemable preference shares	20.38
Speciality Equestrian Centre Limited <sup>3</sup>	England & Wales	Ordinary £1 shares	20.38
Speciality Healthcare Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38
*Spring Crescent Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38

# Craegmoor Guaranteeco Limited

## Notes to the financial statements for the 26 week period ended 31 December 2008 (continued)

### 11 Interests in group undertakings (continued)

Name of undertaking	Country of incorporation or registration	Description of shares held	Proportion of nominal value of issued shares held %
Strathmore Care Services Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
Strathmore College Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
Treehome Limited <sup>16</sup>	England & Wales	Ordinary £1 shares	20.38
*Ty-Craig Nursing Home Limited <sup>6</sup>	England & Wales	Ordinary £1 shares	20.38
*Yorkshire Care Homes Limited <sup>4</sup>	England & Wales	Ordinary £1 shares	20.38
Yorkshire Parkcare Company Limited <sup>5</sup>	England & Wales	Ordinary £1 shares	20.38

<sup>1</sup> Owned by Health & Care Services (UK) Limited

<sup>9</sup> Owned by Craegmoor Group Limited

<sup>2</sup> Owned by Speciality Care (Medicare) Limited

<sup>10</sup> Owned by Craegmoor No. 2 Limited

<sup>3</sup> Owned by Speciality Care Limited

<sup>11</sup> Owned by Cranley Limited

<sup>4</sup> Owned by Yorkshire Parkcare Company Limited

<sup>12</sup> Owned by Craegmoor Investments Limited

<sup>5</sup> Owned by Craegmoor Holdings Limited

<sup>13</sup> Owned by Inputrelate Limited

<sup>6</sup> Owned by Parkcare Homes Limited

<sup>14</sup> Owned by Strathmore Collège Limited

<sup>7</sup> Owned by Craegmoor Healthcare Company Limited

<sup>15</sup> Owned by J C Care Limited

<sup>8</sup> Owned by Independent Community Living (Holdings) Limited

<sup>16</sup> Owned by Parkcare Homes (No.2) Limited

<sup>17</sup> Owned by Craegmoor Mezzco limited

<sup>18</sup> Owned by Craegmoor Acquisitions Limited

<sup>19</sup> Owned by Craegmoor Mezz Cleanco Limited

\* Struck off 5 May 2009

All the above companies operated in their country of incorporation or registration with the exception of Craegmoor Funding (No.2) Limited, which was operated in England and Wales.

With the exception of Craegmoor Acquisitions Limited, Craegmoor Facilities Company Limited, Craegmoor Facilities Company No.2 Limited, Craegmoor Finance (No.2) PLC, Craegmoor Finance PLC, Craegmoor Funding PLC, Craegmoor Funding (No.2) Limited, Craegmoor Group Limited, Craegmoor Healthcare Company Limited, Craegmoor Holdings Limited, Craegmoor Investments Limited, Craegmoor Mezz Cleanco Limited, Craegmoor Mezzco limited, Craegmoor Service Company No. 2 Limited, Cranley Limited, Independent Community Living (Holdings) Limited, Inputrelate Limited, Speciality Care (Medicare) Limited and Speciality Care Limited, the principal activity of all subsidiary undertakings is care delivery.

The principal activity of Craegmoor Acquisitions Limited, Craegmoor Finance (No.2) PLC, Craegmoor Finance PLC, Craegmoor Funding PLC, Craegmoor Funding (No.2) Limited and Craegmoor Group Limited is the provision of funds to other Craegmoor Group companies.

The principal activity of Craegmoor Holdings Limited, Craegmoor Investments Limited, Craegmoor Limited, Craegmoor Mezz Cleanco Limited, Craegmoor Mezzco limited, Cranley Limited, Independent Community Living (Holdings) Limited, Inputrelate Limited, Speciality Care (Medicare) Limited and Speciality Care Limited is that of an intermediate holding company.

The principal activity of Craegmoor Facilities Company Limited, Craegmoor Facilities Company No.2 Limited and Craegmoor Service Company No. 2 Limited is the procurement and supply of services, facilities and other supplies to other Craegmoor Group companies.

The principal activity of Craegmoor Healthcare Company Limited is the provision of administrative and operational support to companies within the Craegmoor Limited Group.