

GREEN OAK LIVING SOLUTIONS LIMITED

FINANCIAL STATEMENTS

31 MARCH 2016



Glenholme
Group

GREEN OAK LIVING SOLUTIONS LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

CONTENTS	PAGE
Officers and professional advisers	1
Strategic Report	2
Directors' report	3-4
Independent auditor's report to the shareholders	5
Statement of income and retained earnings	6
Statement of financial position	7
Notes to the financial statements	8-13

GREEN OAK LIVING SOLUTIONS LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

THE BOARD OF DIRECTORS

K W Phippen
D M Serratt
G P Macalister
S J McLaughlan

COMPANY SECRETARY

S A Hurrell

REGISTERED OFFICE

79 High Street
Eton
Windsor
Berkshire
SL4 6AF

AUDITOR

Menzies LLP
Chartered Accountants
Midas House
62 Goldsworth Road
Woking
Surrey
GU21 6LQ

GREEN OAK LIVING SOLUTIONS LIMITED

STRATEGIC REPORT

YEAR ENDED 31 MARCH 2016

The directors have pleasure in presenting their strategic review for the year to 31 March 2016.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was the provision of supported care to clients with mental health, learning and physical disabilities in their own homes. The company operates out of two facilities, one in Hemel Hempstead and the other in Stevenage.

After the strategic review last period, the company has continued on a "no change basis":

KEY PERFORMANCE INDICATORS

The group monitors its performance against strategic objectives by means of key performance indicators. The main KPIs it uses are orientated around gross profit margin and turnover. These are summarised thus:

	2016	2015
	£	£
Turnover	1,052,347	759,720
Gross profit %	17%	25%
Operating profit	67,883	112,881
Number of employees	34	21
Net assets	367,396	309,074

Non-financial KPIs are not produced here because, given the nature of the business, the group'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 entity.

PRINCIPAL RISKS AND UNCERTAINTIES

The principal risks and uncertainties that are facing the company are common for a group of this size are:

- (a) Maintaining working capital during periods of growth
- (b) The inherent risk attached to the acquisition of new companies and businesses
- (c) Retention and recruitment of staff with appropriate skills
- (d) Maintaining and improving customer satisfaction
- (e) Maintaining and improving quality standards with the Care Commission

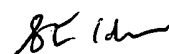
The group has successfully controlled and managed these risks by:

- (a) Regular cash flow forecasts and cash collection
- (b) Board level due diligence teams for acquisitions
- (c) Maintaining profitability
- (d) Monitoring occupancy levels
- (e) Staff training and development program
- (f) Staff exit interviews

FUTURE DEVELOPMENTS

The company expects to improve its financial performance by a policy of controlled growth.

Approved by the directors on 30 September 2016 and signed on their behalf by:



S A Hurrell
Company Secretary

GREEN OAK LIVING SOLUTIONS LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 MARCH 2016

The directors present their report and the financial statements of the company for the year ended 31 March 2016.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of supported care to clients with mental health, learning and physical disabilities in their own homes.

DIRECTORS

The directors who served the company during the period were as follows:

K W Phippen
D M Serratt
G P Macalister

S J McLaughlan was appointed post year end on 15 June 2016

GOING CONCERN

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

DIRECTORS RESPONSIBILITIES

The directors are responsible for preparing the Directors Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the director has 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 he is 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 year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements 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 him 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.

STRATEGIC REPORT

The group has chosen in accordance with Section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 to set out within the company's Strategic Report the Company's Strategic Report Information Required by Schedule 7 of the Large and Medium Sized Companies and Groups (Accounts and Reports) Regulation 2008. This includes information that would have been included in the business review and details of the principal risks and uncertainties.

GREEN OAK LIVING SOLUTIONS LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 MARCH 2016

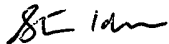
AUDITOR

Menzies LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

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

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all 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 auditor is aware of that information.

Approved by the directors on 30 September 2016 and signed on their behalf by:



S A Hurrell
Company Secretary

Registered office:
79 High Street
Eton
Windsor
Berkshire
SL4 6AF

GREEN OAK LIVING SOLUTIONS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GREEN OAK LIVING SOLUTIONS LIMITED

YEAR ENDED 31 MARCH 2016

We have audited the financial statements of Green Oak Living Solutions Limited for the year ended 31 March 2016 which comprise the statement of income and retained earnings, statement of financial position and the related notes. 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), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders 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

A description of the scope of an audit of financial statements is provided on the FRC'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 March 2016 and of its result 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

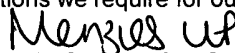
In our opinion the information given in the strategic report and the directors report for the financial year for which the financial statements are prepared is consistent with the financial statements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Midas House
62 Goldsworth Road
Woking
Surrey
GU21 6LQ


AMY ASKEW ACA (Senior Statutory Auditor)
For and on behalf of
MENZIES LLP
Chartered Accountants
& Statutory Auditor

3 October - 2016

Glenholme
Group

GREEN OAK LIVING SOLUTIONS LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS

YEAR ENDED 31 MARCH 2016

	Notes	2016 £	2015 £
TURNOVER		1,052,347	759,720
Cost of sales		(878,287)	(570,036)
GROSS PROFIT		174,060	189,684
Administrative expenses		(106,177)	(76,803)
OPERATING PROFIT	3	67,883	112,881
Interest payable and similar charges	5	(125)	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		67,758	112,881
Tax on profit on ordinary activities	6	(9,436)	(24,194)
PROFIT FOR THE FINANCIAL YEAR AND TOTAL COMPREHENSIVE INCOME		58,322	88,687
RETAINED EARNINGS AT THE START OF THE YEAR		208,973	120,286
RETAINED EARNINGS AT THE END OF THE YEAR		267,295	208,973

Turnover arose from the principal activity.

All the activities of the company are from continuing operations.

The notes on pages 8 to 13 form part of these financial statements.

Glenholme
Group

GREEN OAK LIVING SOLUTIONS LIMITED

STATEMENT OF FINANCIAL POSITION

31 MARCH 2016

	Notes	£	2016 £	£	2015 £
FIXED ASSETS					
Tangible assets	7		12,252		18,173
CURRENT ASSETS					
Debtors	8	405,220		387,852	
Cash at bank		19,989		152	
		<u>425,209</u>		<u>388,004</u>	
CREDITORS: Amounts falling due within one year	9	<u>(69,557)</u>		<u>(97,103)</u>	
NET CURRENT ASSETS			<u>355,652</u>		<u>290,901</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>367,904</u>		<u>309,074</u>
Deferred taxation	10		<u>(508)</u>		-
NET ASSETS			<u><u>367,396</u></u>		<u><u>309,074</u></u>
CAPITAL AND RESERVES					
Called-up equity share capital	11		113		113
Share premium account	12		99,988		99,988
Profit and loss account	13		<u>267,295</u>		<u>208,973</u>
SHAREHOLDERS' FUNDS			<u><u>367,396</u></u>		<u><u>309,074</u></u>

These accounts were approved by the directors and authorised for issue on 16 September 2016, and are signed on their behalf by:



S J McLaughlan

Company Registration Number: 06875899

The notes on pages 8 to 13 form part of these financial statements.

Glenholme
Group

GREEN OAK LIVING SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

1. STATEMENT OF COMPLIANCE AND COMPANY INFORMATION

These financial statements have been prepared in compliance with FRS102. 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

Green Oak Living Solutions Limited is a limited company incorporated and domiciled in the United Kingdom. The address of its registered office and principal place of business are disclosed on page 1.

2. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost basis,

The financial statements are prepared in sterling, which is the functional currency of the entity.

Transition to FRS 102

The entity transitioned from previous UK GAAP to FRS 102 as at 1 April 2014. There are no changes to accounting policies as a result of the transition.

Disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of The Glenholme Healthcare Group Limited which can be obtained from Companies House. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- (a) No cash flow statement has been presented for the company.
- (b) Disclosures in respect of financial instruments have not been presented.
- (c) No disclosure has been given for the aggregate remuneration of key management personnel.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant judgements

There are no significant judgements (apart from those involving estimations) that management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements:

Key sources of estimation uncertainty

Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. There are no key assumptions and other sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Revenue Recognition

Turnover represents care services receivable during the year in the normal course of business.

GREEN OAK LIVING SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

2 ACCOUNTING POLICIES *(continued)*

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Plant and machinery	3 years to 5 years on cost
Fixtures and fittings	5 years on cost

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

GREEN OAK LIVING SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

3 OPERATING PROFIT

Operating profit is stated after charging:

	2016 £	2015 £
Depreciation of owned fixed assets	5,921	6,280
Auditor's fees	<u>2,394</u>	<u>2,475</u>

4 STAFF COSTS

The average number of persons employed by the company during the year, including the directors, amounted to:

	2016 No	2015 No
Care staff	<u>31</u>	<u>21</u>

No Director who is not also a Director of the holding company received any remuneration.

The aggregate payroll costs incurred during the year, relating to the above, were:

	2016 £	2015 £
Wages and salaries	648,499	418,281
Social security costs	<u>44,331</u>	<u>29,280</u>
	<u>692,830</u>	<u>447,561</u>

5. INTEREST PAYABLE

	2016 £	2015 £
Bank loan interest	<u>125</u>	<u>-</u>

GREEN OAK LIVING SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

Major components of tax expense

	2016 £	2015 £
Current tax		
UK current tax expense	14,580	24,230
UK prior year tax adjustment	(5,686)	(2)
Deferred tax		
Origination and reversal of timing differences	542	(34)
	<u>9,436</u>	<u>24,194</u>

Reconciliation of tax expense

The tax assessed on the result on ordinary activities for the year is the same as (2015: lower than) the standard rate of corporation tax in the UK of 20% (2015: 20%).

	£	£
Profit on ordinary activities before taxation	<u>67,758</u>	<u>112,881</u>
Profit on ordinary activities by rate of tax of 20%	13,552	22,576
Effect of expenses not deductible for tax purposes	13	-
Prior year amendment	(4,129)	1,618
	<u>9,436</u>	<u>24,194</u>

7. TANGIBLE FIXED ASSETS

	Fixtures, Fittings & Equipment £
COST	
At 1 April 2015	30,224
Additions	
At 31 March 2016	<u>30,224</u>
DEPRECIATION	
At 1 April 2015	12,051
Charge for the year	5,921
At 31 March 2016	<u>17,972</u>
NET BOOK VALUE	
At 31 March 2016	<u>12,252</u>
At 31 March 2015	<u>18,173</u>

GREEN OAK LIVING SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

8. DEBTORS

	2016 £	2015 £
Trade debtors	27,618	2,798
Accrued income	5,323	-
Amounts owed by group undertakings	364,260	379,588
Other debtors	972	-
Deferred taxation (note 10)	-	34
Prepayments	7,047	5,432
	<u>405,220</u>	<u>387,852</u>

9. CREDITORS: Amounts falling due within one year

	2016 £	2015 £
Bank overdrafts	-	21,615
Corporation tax	14,580	24,230
Other taxation and social security	-	9,107
Accruals	54,977	42,151
	<u>69,557</u>	<u>97,103</u>

10. DEFERRED TAXATION

The deferred tax included in the Balance sheet is as follows:

	2016 £	2015 £
Included in creditors / (debtors note 8)	<u>508</u>	<u>(34)</u>

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

	2016 £	2015 £
Excess of depreciation over taxation allowances	<u>508</u>	<u>(34)</u>
	<u>508</u>	<u>(34)</u>

11. SHARE CAPITAL

Allotted, called up and fully paid:

	2016		2015	
	No	£	No	£
Ordinary shares of £0.25 each	<u>450</u>	<u>113</u>	<u>450</u>	<u>113</u>

12. SHARE PREMIUM ACCOUNT

There was no movement on the share premium account during the financial year.

GREEN OAK LIVING SOLUTIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

13. PROFIT AND LOSS ACCOUNT

	2016 £	2015 £
Balance brought forward	208,973	120,286
Profit for the financial year	58,322	88,687
Balance carried forward	<u>267,295</u>	<u>208,973</u>

Profit and loss account - This reserve records retained earnings and accumulated losses.

14. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption available under FRS 102 Section 33.1A not to disclose transactions with the ultimate parent undertaking and those subsidiary undertakings, where the group controls 100% of those companies' voting rights.

15. ULTIMATE PARENT COMPANY

The smallest and largest group of undertakings for which group accounts are drawn up are those headed by The Glenholme Healthcare Group Ltd. Copies of the group accounts are publicly available at Companies House.

16. PRIOR YEAR COMPARATIVES

The analysis of expenses between cost of sales and administration costs has been amended during the year to more accurately reflect the true position. The prior year has been amended to reflect these changes and there is no amendment to the profit before interest result.

17. TRANSITION TO FRS 102

These are the first financial statements that comply with FRS 102. The company transitioned to FRS 102 on 1 April 2014.

No transitional adjustments were required in equity or profit and loss for the prior year