

Engage Health Holdings Limited

Directors' report and financial statements

Registered number 7112411

Year ended 31 December 2012

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Directors' report

The Directors present their report and financial statements for the year ended 31 December 2012

Principal activity

The principal activity of the company is a holding company for Engage Mutual Health. The company is not a trading company and has therefore not received any income or expenditure. Consequently, the company made neither a profit nor a loss during 2012 (2011: £nil).

Going Concern

The parent company of Engage Health Holdings Limited (EHHL) is Homeowners Friendly Society Limited (HFSL). HFSL has prepared a business plan for itself and its subsidiaries and has projected the future working capital requirements of EHHL. The Directors have presented the accounts on a going concern basis as HFSL has confirmed, as part of the business plan, its commitment to funding the future working capital requirements of the company for at least a period of twelve months from the date of the signing of the accounts.

Proposed dividend

The Directors do not recommend the payment of a dividend for the year.

Directors

The Directors who held office during the year and subsequently were as follows:

D Robinson (Chairman)
P J Burrows
K J D Elliott
A T Gosling
A S Haigh (resigned 24 December 2012)
C M McComb
P W Mason (resigned 31 January 2013)

Political and charitable donations

The company made no charitable donations (2011: £nil) and incurred no political expenditure during the year (2011: £nil).

Disclosure of information to auditors

The Directors who held office at the date of the approval of this Directors' report confirm that, as far as they are aware, there is no relevant audit information of which the Company's auditors are unaware, and each Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

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

Directors' report (cont'd)

Auditor

The Directors will place a resolution before a General Meeting to reappoint KPMG Audit Plc as auditors of the company, at a remuneration to be agreed by the Directors

By order of the board


A J Horsley
Secretary

Hornbeam Park Avenue
Harrogate
HG2 8XE

25 March 2013

Directors' responsibilities statement in respect of the Directors' 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). 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,
- 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 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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Engage Mutual Health

We have audited the financial statements of Engage Health Holdings Limited for the year ended 31 December 2012 set out of pages 8 to 10. 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 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 set out on page 5, 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 Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 2012 and of its loss 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 auditors' report to the members of engage Mutual Administration 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



Jonathan Holt (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants
St James Square
Manchester
M2 6DS

25 March 2013

**Profit & Loss Account
 for the year ending 31 December 2012**

During the year ended 31 December 2012 the company did not trade and received no income and incurred no expenditure or recognise any other income or expenditure and consequently there is neither a profit nor a loss

**Balance Sheet
 at 31 December 2012**

	Notes	2012 £	2011 £
Fixed Assets			
Investments	2	1,000,001	1
		<hr/>	<hr/>
Total assets less current liabilities		1,000,001	1
		<hr/>	<hr/>
Capital and Reserves			
Called up share capital	3	1,000,001	1
		<hr/>	<hr/>
Equity Shareholders' Funds	4	1,000,001	1
		<hr/>	<hr/>

The financial statements were approved by the Board of Directors on 25 March 2012 and signed on its behalf by



P J Burrows
 Director

Company Number 7112411

Notes to the financial statements

1 Accounting policies

Going concern

The Directors have reviewed the business and have confirmed the accounts should be prepared on a going concern basis. Details of the uncertainties that the Directors have considered are set out in the Directors' report.

Basis of preparation

The financial statements have been prepared in accordance with United Kingdom Law and applicable accounting standards, and under historic cost accounting rules.

The financial statements present information about the company as an individual undertaking and not about its Group. The company is exempt from preparing Group accounts as it is a wholly owned subsidiary undertaking of HFSL, a company incorporated in the United Kingdom, and in the consolidated accounts of that company.

2. Investments

Investments consist of an equity investment in Engage Mutual Health, a wholly owned subsidiary incorporated in the United Kingdom, which was acquired on 30 September 2010 and is valued at book cost.

3 Share capital

	2012 £	2011 £
Authorised		
1,000,001 ordinary shares of £1 each	1,000,001	1
	<hr/>	<hr/>
Allotted, issued and fully paid		
1,000,001 ordinary shares of £1 each	1,000,001	1
	<hr/>	<hr/>

4 Reconciliation of movement in equity shareholders' funds

	Share capital £	Profit and loss account £	Total £
Share issued on incorporation	1	-	1
	<hr/>	<hr/>	<hr/>
At 1 January 2012	1	-	1
	<hr/>	<hr/>	<hr/>
Issue of share capital on 24 December 2012	1,000,000	-	1,000,000
	<hr/>	<hr/>	<hr/>
At 31 December 2012	1,000,001	-	1,000,001
	<hr/>	<hr/>	<hr/>

Notes to the financial statements

4. Reconciliation of movement in equity shareholders' funds (cont.)

One ordinary share of £1 was purchased by HFSL on 18 August 2010 for consideration of £1. On 24 December 2012, the Society subscribed for 1,000,000 ordinary £1 shares in Engage Health Holdings Limited for a consideration of £1,000,000. On 24 December 2012, Engage Health Holdings Limited subscribed for 1,000,000 ordinary £1 shares in Engage Mutual Health for a consideration of £1,000,000.

5. Audit fees

Audit fees amounting to £1,714 (2011: £1,843) have been paid by Engage Mutual Health, a wholly owned subsidiary, on the company's behalf.

6. Post balance sheet event

On 15 March 2013, the Society subscribed for 3,000,000 ordinary shares in Engage Health Holdings Limited for a consideration of £3,000,000. On 15 March 2013, Engage Health Holdings Limited subscribed for 3,000,000 ordinary shares in Engage Mutual Health for a consideration of £3,000,000.

7. Ultimate parent company

The consolidated financial statements of Homeowners Friendly Society Limited, the company's immediate and ultimate parent and the smallest and largest entity within which the company is included, can be obtained from Homeowners Friendly Society Limited, Hornbeam Park Avenue, Harrogate, HG2 8XE.