
Financial Statements

Assisted Living South West Group Limited

For the period ended 31 March 2013



Registered number: 07604202

Company Information

Directors	J B Douglas T Matthews S J Paddon B Scandrett P M Moss P Wilcox
Registered number	07604202
Registered office	1-3 Welland Court Brockridge Park Twynning Gloucestershire GL20 6DB
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Colmore Plaza 20 Colmore Circus Birmingham West Midlands B4 6AT

Contents

	Page
Directors' report	1 - 3
Independent auditor's report	4 - 5
Profit and loss account	6
Balance sheet	7
Notes to the financial statements	8 - 11

Directors' report

For the period ended 31 March 2013

The directors present their report and the financial statements for the period ended 31 March 2013

Principal activities

The principal activity of the company during the period was that of a holding company. The company did not trade during the period.

Business review

The directors do not consider that the presentation of KPI's is necessary for an understanding of the development, performance and position of the business.

Directors

The directors who served during the period were

J B Douglas

J D Fahy (resigned 31 October 2013)

T Matthews

S J Paddon

B Scandrett

K L Young (appointed 18 October 2012 & resigned 9 April 2013)

P M Moss (appointed 1 March 2013)

Subsequent to the year end P Wilcox was appointed as a director on 1 November 2013

Principal risks and uncertainties

The management of the business and the execution of the strategy of the group to which the company belongs are subject to a number of risks. The key business risks and uncertainties affecting the group are considered to relate to the continued provision of adequate government funding.

The company has received assurance from the ultimate controlling party that it will advance further funds to meet any third party obligations should this be necessary.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern assumption in preparing the financial statements.

Financial instruments

The company uses various financial instruments which include inter-company funding. The main purpose of these financial instruments is to raise finance for the operations of the group to which the company belongs.

The existence of these financial instruments expose the company to a number of financial risks, which are described in more detail below. The company does not use derivatives to manage the risks arising from the company's activities and no transactions of a speculative nature are undertaken.

Directors' report

For the period ended 31 March 2013

Liquidity and interest rate risk

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs. The company policy throughout the period has been to ensure continuity of funding through inter-company borrowings. Funding from other group companies is unsecured, interest free and repayable on demand.

Directors' responsibilities statement

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 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,
- 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.

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Assisted Living South West Group Limited

Directors' report

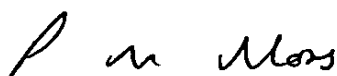
For the period ended 31 March 2013

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for deemed reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board and signed on its behalf by

P M Moss
Director



Date

29/11/13



Independent auditor's report to the members of Assisted Living South West Group Limited

We have audited the financial statements of Assisted Living South West Group Limited for the period ended 31 March 2013, which comprise the profit and loss account, the balance sheet 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).

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, 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 Auditing Practices Board'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 2013 and of its loss for the period 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 directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.



Independent auditor's report to the members of Assisted Living South West Group Limited

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

Grant Thornton UK LLP

Rebecca Eagle (senior statutory auditor)

for and on behalf of

Grant Thornton UK LLP

Chartered Accountants

Statutory Auditor

Birmingham

Date 29 November 2013

Assisted Living South West Group Limited

Profit and loss account

For the period ended 31 March 2013

		Period ended 31 March 2013 £	Period ended 30 April 2012 £
Administrative expenses		<u>(2,024)</u>	<u>-</u>
Loss on ordinary activities before taxation	2	(2,024)	-
Tax on loss on ordinary activities		<u>-</u>	<u>-</u>
Loss for the financial period	7	<u>(2,024)</u>	<u>-</u>

All amounts relate to continuing operations

There were no recognised gains and losses for 2013 or 2012 other than those included in the profit and loss account

Assisted Living South West Group Limited
Registered number 07604202

Balance sheet

As at 31 March 2013

	Note	31 March 2013 £	30 April 2012 £
Fixed assets			
Investments	4	3,203,985	3,203,985
Creditors: amounts falling due within one year	5	(3,206,009)	(3,203,985)
Net liabilities		<u>(2,024)</u>	<u>-</u>
Capital and reserves			
Profit and loss account	7	<u>(2,024)</u>	<u>-</u>
Deficit to equity shareholders' funds	8	<u>(2,024)</u>	<u>-</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by

P M Moss
 Director

Date

P M Moss
 29/11/13

The notes on pages 8 to 11 form part of these financial statements

Notes to the financial statements

For the period ended 31 March 2013

1. Accounting policies

1.1 Basis of preparation of financial statements

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

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

1.2 Going concern

The company has received assurance from the ultimate controlling party that it will advance further funds to meet any third party obligations should this be necessary.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern assumption in preparing the financial statements.

1.3 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.4 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

1.5 Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

A financial liability exists where there is a contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets or financial liabilities under potentially unfavourable conditions. In addition, contracts which result in the entity delivering a variable number of its own equity instruments are financial liabilities. Shares containing such obligations are classified as financial liabilities.

Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. The carrying amount of the liability is increased by the finance cost and reduced by payments made in respect of that liability. Finance costs are calculated so as to produce a constant rate of charge on the outstanding liability.

An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Dividends and distributions relating to equity instruments are debited directly to reserves.

Notes to the financial statements

For the period ended 31 March 2013

2. Loss on ordinary activities before taxation

The loss is stated after charging

	Period ended 31 March 2013 £	Period ended 30 April 2012 £
Auditor's remuneration	1,500	-

Auditor's remuneration was borne by another group company for the prior period

3. Staff costs

The company has no employees other than the directors, who did not receive any remuneration (2012 £Nil)

4. Fixed asset investments

	Investments in subsidiary companies £
Cost and net book value	
At 1 May 2012 and 31 March 2013	3,203,985

Subsidiary undertakings

The following were subsidiary undertakings of the company

Name	Class of shares	Holding
Assisted Living South West Limited	Ordinary	100%
Assisted Living South West (Propco) Limited	Ordinary	100%
Networking Care Partnerships (South West) Limited	Ordinary	100%
Networking Care Properties Limited	Ordinary	100%
Principle Care Limited*	Ordinary	100%
Atlas Healthcare (South West) Limited *	Ordinary	100%

* = indirectly held

Notes to the financial statements

For the period ended 31 March 2013

5. Creditors:

Amounts falling due within one year

	31 March 2013	30 April 2012
	£	£
Amounts owed to group undertakings	2,990,076	2,989,552
Other creditors	214,433	214,433
Accruals and deferred income	1,500	-
	<u>3,206,009</u>	<u>3,203,985</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand

6. Share capital

	31 March 2013	30 April 2012
	£	£
Allotted, called up and fully paid		
1 Ordinary share of £0.01	<u>0.01</u>	<u>0.01</u>

7. Reserves

	Profit and loss account £
Loss for the period	(2,024)
At 31 March 2013	<u>(2,024)</u>

8. Reconciliation of movement in equity shareholders' funds/(deficit to equity shareholders' funds)

	31 March 2013	30 April 2012
	£	£
Opening equity shareholders' funds	-	-
Loss for the financial period	(2,024)	-
Closing deficit to equity shareholders' funds	<u>(2,024)</u>	<u>-</u>

Notes to the financial statements

For the period ended 31 March 2013

9. Contingent liabilities

The company is party to cross guarantees in relation to borrowings of other group undertakings provided by Sovereign Capital Partners LLP

10. Related party transactions

The company has taken advantage of the exemption under FRS 8 not to disclose transactions with other wholly owned group companies

At 31 March 2013, other creditors includes an amount of £84,000 (2012 £84,000) relating to recharges owed to Inclusion Care Limited, a company of which J B Douglas, B Scandrett, T Matthews and P M Moss are directors and which is controlled by funds managed by Sovereign Capital Partners LLP

At 31 March 2013, other creditors includes an amount of £87,765 (2012 £87,765) relating to recharges owed to Select Living Properties Limited, a company of which J B Douglas, B Scandrett and P M Moss are directors and which is controlled by funds managed by Sovereign Capital Partners LLP

At 31 March 2013, other creditors includes an amount of £42,668 (2012 £42,668) relating to recharges owed to Assisted Living Solutions Limited, a company of which J B Douglas, B Scandrett and P M Moss are directors and which is controlled by funds managed by Sovereign Capital Partners LLP

11. Ultimate parent undertaking and controlling party

The immediate and ultimate parent company is Assisted Living South West Holdings Limited, which is registered in England and Wales. Its group accounts are available to the public on payment of the appropriate fee from Companies House, Crown Way, Mandy, Cardiff, CF4 3UZ

The ultimate controlling party is Sovereign Capital Partners LLP