

Registration number: 07604202

ASSISTED LIVING SOUTH WEST GROUP LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014



ASSISTED LIVING SOUTH WEST GROUP LIMITED
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ASSISTED LIVING SOUTH WEST GROUP LIMITED
COMPANY INFORMATION

Directors	A G Lennox P M Moss S J Paddon
Registered office	1 - 3 Welland Court Brockridge Park Twynning Gloucestershire GL20 6DB
Auditors	Hazlewoods LLP Windsor House Bayshill Road Cheltenham Gloucestershire GL50 3AT

ASSISTED LIVING SOUTH WEST GROUP LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 MARCH 2014

The directors present their report and the financial statements for the year ended 31 March 2014. The comparative period is 1 May 2012 to 31 March 2013.

Directors of the company

The directors who held office during the year were as follows:

A G Lennox (appointed 07 February 2014)

P M Moss

S J Paddon

J B Douglas (resigned 31 December 2013)

J D Fahy (resigned 31 October 2013)

T Matthews (resigned 19 June 2014)

K L Young (resigned 09 April 2013)

P Wilcox (appointed 01 November 2013 and resigned 01 April 2014)

Disclosure of information to the auditor

Each director has taken the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of.

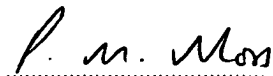
Appointment of auditors

Hazlewoods LLP were appointed as auditors during the year following the resignation of Grant Thornton UK LLP and have expressed their willingness to continue in office.

Small company provisions

This report has been prepared in accordance with the small companies regime under the Companies Act 2006.

Approved by the Board on 29/7/14 and signed on its behalf by:



P M Moss
Director

ASSISTED LIVING SOUTH WEST GROUP LIMITED
STATEMENT OF 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 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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.

**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 year ended 31 March 2014, set out on pages 6 to 11. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 Statement of Directors' Responsibilities (set out on page 3), 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on the 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 2014 and of its results for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

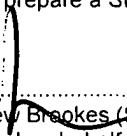
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**INDEPENDENT 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; or
- the directors were not entitled to prepare the financial statements and the Directors' Report in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a Strategic Report.

.....

Andrew Brookes (Senior Statutory Auditor)
For and on behalf of Hazlewoods LLP, Statutory Auditors

Windsor House
Bayshill Road
Cheltenham
GL50 3AT

Date:

29/2/14

ASSISTED LIVING SOUTH WEST GROUP LIMITED
 PROFIT AND LOSS ACCOUNT
 FOR THE YEAR ENDED 31 MARCH 2014

		2014	Period ended 31 March 2013
	Note	£	£
Turnover		-	-
Administrative expenses		-	(2,024)
Operating loss	2	-	(2,024)
Loss on ordinary activities before taxation		-	(2,024)
Loss for the financial year	7	-	(2,024)

ASSISTED LIVING SOUTH WEST GROUP LIMITED
 (REGISTRATION NUMBER: 07604202)
BALANCE SHEET
 AS AT 31 MARCH 2014

	Note	2014 £	2013 £
Fixed assets			
Investments	3	3,203,985	3,203,985
Creditors: Amounts falling due within one year	4	-	(3,206,009)
Total assets less current liabilities		3,203,985	(2,024)
Creditors: Amounts falling due after more than one year	5	(3,206,009)	-
Net liabilities		<u>(2,024)</u>	<u>(2,024)</u>
Capital and reserves			
Called up share capital	6	-	-
Profit and loss account	7	<u>(2,024)</u>	<u>(2,024)</u>
		<u>(2,024)</u>	<u>(2,024)</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved by the Board and authorised for issue on 29/7/14 and signed on its behalf by:

P. M. Moss

P M Moss
 Director

ASSISTED LIVING SOUTH WEST GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014

1 Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Going concern

The company has received confirmation of continuing financial support from the ultimate controlling party, Sovereign Capital Partners LLP, which confirms that it will provide sufficient funds for the company to meet its financial obligations for a period of at least twelve months from the date of approving these financial statements. Accordingly the financial statements have been prepared on a going concern basis.

Fixed asset investments

Fixed asset investments are stated at historical cost less provision for any diminution in value.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

2 Operating profit/(loss)

Operating profit/(loss) is stated after charging:

	2014 £	2013 £
Auditor's remuneration - The audit of the company's annual accounts	-	1,500

ASSISTED LIVING SOUTH WEST GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014

3 Investments held as fixed assets

	2014 £	2013 £
Shares in group undertakings	<u>3,203,985</u>	<u>3,203,985</u>
Shares in group undertakings and participating interests		
		Subsidiary undertakings £
Cost		
At 1 April 2013		<u>3,203,985</u>
At 31 March 2014		<u>3,203,985</u>
Net book value		
At 31 March 2014		<u>3,203,985</u>
At 31 March 2013		<u>3,203,985</u>

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Holding	Proportion of voting rights and shares held	Principal activity
Subsidiary undertakings			
Assisted Living South West Limited	Ordinary	100%	Provision of domiciliary care services
Assisted Living South West (Propco) Limited	Ordinary	100%	Holding company
Networking Care Partnerships (South West) Limited	Ordinary	100%	Operation of care homes
Networking Care Properties Limited	Ordinary	100%	Rental of freehold property
Principle Care Limited	Ordinary (held indirectly)	100%	Operation of care homes
Atlas Healthcare (South West) Limited	Ordinary (held indirectly)	100%	Operation of care home

ASSISTED LIVING SOUTH WEST GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014

4 Creditors: Amounts falling due within one year

	2014 £	2013 £
Amounts owed to group undertakings	-	2,990,076
Other creditors	-	215,933
	<u>-</u>	<u>3,206,009</u>

5 Creditors: Amounts falling due after more than one year

	2014 £	2013 £
Amounts owed to group undertakings	2,991,577	-
Other creditors	214,432	-
	<u>3,206,009</u>	<u>-</u>

6 Share capital

Allotted, called up and fully paid shares

	2014		2013	
	No.	£	No.	£
1 Ordinary share of £0.01 each	<u>1</u>	<u>£0.01</u>	<u>1</u>	<u>£0.01</u>

7 Reserves

	Profit and loss account £
At 1 April 2013 and at 31 March 2014	<u>(2,024)</u>

8 Contingent liabilities

The company is bound by an intra-group cross guarantee in respect of bank loans and loan notes with other members of the group headed by Assisted Living South West Holdings Limited. The amount guaranteed as at 31 March 2014 is £3,464,901 (2013 - £3,402,918).

ASSISTED LIVING SOUTH WEST GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014

9 Related party transactions

At 31 March 2014, other creditors includes an amount of £84,000 (2013 - £84,000) relating to recharges owed to Inclusion Care Limited, a company of which A G Lennox, T Matthews and P M Moss are directors and which is controlled by funds managed by Sovereign Capital Partners LLP.

At 31 March 2014, other creditors includes an amount of £87,765 (2013 - £87,765) relating to recharges owed to Select Living Properties Limited, a company of which A G Lennox and P M Moss are directors and which is controlled by funds managed by Sovereign Capital Partners LLP.

At 31 March 2014, other creditors includes an amount of £42,667 (2013 - £42,668) relating to recharges owed to Assisted Living Solutions Limited, a company of which A G Lennox and P M Moss are directors and which is controlled by funds managed by Sovereign Capital Partners LLP.

All of the above loans are unsecured, interest free and considered due after more than one year.

The company has taken advantage of the exemption in FRS8 "Related Party Disclosures" from disclosing transactions with other members of the group.

10 Control

The immediate and ultimate parent company is Assisted Living South West Holdings Limited, a company registered in England and Wales and which is ultimately controlled by funds managed by Sovereign Capital Partners LLP, a limited liability partnership registered in England and Wales.