

Company Registration No. 9333453

WARREN PARK (CHAPELTOWN) LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 APRIL 2017

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COMPANIES HOUSE

WARREN PARK (CHAPELTOWN) LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS Dr M B Jackson (appointed 8 August 2016)

REGISTERED OFFICE 133 Station Road
Sidcup
Kent
England
DA15 7AA

AUDITORS RSM UK Audit LLP
Chartered Accountants
St Philips Point
Temple Row
Birmingham
B2 5AF

WARREN PARK (CHAPELTOWN) LIMITED

DIRECTORS' REPORT

The director presents his report and the financial statements for the year ended 30 April 2017. The comparative accounting period was 14 months long.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was the operation of a care home. The care home was closed in December 2016 and was sold on 20 July 2017 for £770,000. The company has not traded since the disposal of the care home and there are no plans for it to recommence trading in the foreseeable future.

DIRECTORS

The following directors held office during the year:

Dr M B Jackson (appointed 8 August 2016)
PJ Milner (resigned 8 August 2016)

THIRD PARTY INDEMNITY PROVISION FOR DIRECTORS

Qualifying third party indemnity provision is in place for the benefit of all directors and officers of the company.

AUDITOR


The auditor, RSM UK Audit LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

STATEMENT OF DISCLOSURE TO AUDITORS

So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the director has taken all the necessary steps that he ought to have taken as director in order to make himself aware of all relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

By order of the Board



Dr MB Jackson
Director

Date: 25 January 2018

WARREN PARK (CHAPELTOWN) LIMITED

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

The director is responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director 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 those financial statements, the directors is required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and accounting estimates that are reasonable and prudent;
- c. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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. He is 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 WARREN PARK (CHAPELTOWN) LIMITED

Opinion on financial statements

We have audited the financial statements on pages 6 to 15. 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".

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 April 2017 and of its loss 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.

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 <http://www.frc.org.uk/auditscopeukprivate>

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 and, based on the work undertaken in the course of our audit, the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' Report.

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;
- the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report or in preparing the directors' report.

Respective responsibilities of directors and auditor

As more fully explained in the Directors' Responsibilities Statement set out on page 3, the director is 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WARREN PARK (CHAPELTOWN) LIMITED

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.

RSM UK Audit LLP

GARY MORETON (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
St Philips Point
Temple Row
Birmingham
B2 5AF
Date

25/01/18

WARREN PARK (CHAPELTOWN) LIMITED
INCOME STATEMENT
For the year ended 30 April 2017

		Year ended 30 April 2017 £	14 mths ended 30 April 2016 £
	Notes		
TURNOVER		357,591	677,772
Cost of sales		(557,582)	(1,460,760)
Gross loss		(199,991)	(782,988)
Administration expenses		(5,240)	(6,949)
OPERATING LOSS		(205,231)	(789,937)
Interest payable and similar expenses		(127,458)	(121,810)
LOSS BEFORE TAXATION	3	(332,689)	(911,747)
Tax on loss	5	0	0
LOSS AFTER TAXATION AND LOSS FOR THE FINANCIAL YEAR	11	(332,689)	(911,747)

The results above all relate to a discontinued operation.

WARREN PARK (CHAPELTOWN) LIMITED
STATEMENT OF FINANCIAL POSITION
At 30 April 2017

Company registration no: 9333453

	Notes	30 April 2017 £	30 April 2016 £
FIXED ASSETS			
Tangible assets	6	740,823	605,054
CURRENT ASSETS			
Debtors	7	3,611	101,570
Cash at bank and in hand		0	19,303
		<u>3,611</u>	<u>120,873</u>
CREDITORS:			
Amounts falling due within one year	8	695,579	471,841
NET CURRENT LIABILITIES		<u>(691,968)</u>	<u>(350,968)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		48,855	254,086
CREDITORS:			
Amounts falling due after more than one year	9	(1,293,290)	(1,165,832)
NET LIABILITIES		<u>(1,244,435)</u>	<u>(911,746)</u>
CAPITAL AND RESERVES			
Called up share capital	10	1	1
Profit and loss account	11	(1,244,436)	(911,747)
SHAREHOLDERS' FUNDS		<u>(1,244,435)</u>	<u>(911,746)</u>

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 25 January 2018 and are signed on its behalf by:



Dr M B Jackson
Director

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

1 ACCOUNTING POLICIES

GENERAL INFORMATION

Warren Park (Chapelton) Limited is a private company limited by shares incorporated in England.

The registered office address of the Company is 133 Station Road, Sidcup, Kent, England, DA15 7AA.

BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ("FRS 102"), the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime, and under the historical cost convention. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

GOING CONCERN

The business operated by the company was sold on 20 July 2017 for £770,000 and since that date the company has not traded. At the time of approving the financial statements all external liabilities have been cleared with support from the group. The only remaining liabilities at the date of signing the financial statements are amounts owed to group undertakings. The director continues to adopt the going concern basis of accounting in preparing the financial statements based on loan facilities within the group and transactional activity since the year end. The director has a reasonable expectation that the company will continue in existence for the foreseeable future, however, he is aware of certain material uncertainties which may cause doubt on the company's ability to continue as a going concern. The company currently has net liabilities and is dependent upon the support of its parent company.

TURNOVER

Turnover is recognised at the fair value of the consideration received or receivable for the sale of goods and services to external customers in the ordinary nature of the business. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Turnover is recognised in relation to separately identifiable components of a single transaction when necessary to understand the commercial effect.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration and the nominal amount received is recognised as interest income.

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

INTANGIBLE FIXED ASSETS – GOODWILL

Any amounts indicated as goodwill on the acquisition of care homes has been written off due to the performance in the year.

TANGIBLE FIXED ASSETS

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses. Depreciation is provided on all tangible fixed assets, other than freehold land and investment properties, at rates calculated to write off cost or valuation of each asset to its estimated residual value on a straight line basis over its expected useful life, as follows:

Freehold Buildings	1% straight line
Fixtures & Fittings	10% straight line
Computer Equipment	25% straight line

Residual value is calculated on prices prevailing at the reporting date, after estimated costs of disposal, for the asset as if it were at the age and in the condition expected at the end of its useful life.

IMPAIRMENT OF FIXED ASSETS

At each reporting end date, the company reviews the carrying amount of its tangible and intangible assets to determine whether there is an indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount of the asset (or cash-generating unit) it is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried in at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

FINANCIAL ASSETS

The company has elected to apply the provisions of Section 11 "Basic Financial Instruments" and Section 12 "Other Financial Instruments Issues" of FRS102 to all its financial instruments.

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets are classified into specified categories. The classification depends on the nature and purpose of the financial assets and is determined at the time of recognition.

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. The company's financial assets are all basic.

IMPAIRMENT OF FINANCIAL ASSETS

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. The impairment loss is recognised in profit or loss.

DERECOGNITION OF FINANCIAL ASSETS

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

FINANCIAL LIABILITIES

Basic financial liabilities are initially measured at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. The company's financial liabilities are all basic.

DERECOGNITION OF FINANCIAL LIABILITIES

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

EQUITY INSTRUMENTS

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

TAXATION

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited in profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other years. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different years from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income or expenses from subsidiaries, associates, branches and interests in jointly controlled entities, that will be assessed to or allow for tax in a future year except where the Company is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination and the amounts that can be deducted or assessed for tax. The deferred tax recognised is adjusted against goodwill.

PROVISIONS

Provisions are recognised when the company has a legal or constructive present obligation as a result of a past event, it is probable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value the unwinding of the discount is recognised as a finance cost in profit or loss in the year it arises.

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

EMPLOYEE BENEFITS

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of fixed assets.

The cost of any unused holiday entitlement is recognised in the year in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

RETIREMENT BENEFITS

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

2 EMPLOYEES

	2017	2016
The average number of persons employed in the reporting year was:	30	34

3 LOSS BEFORE TAXATION

	2017 £	2016 £
Operating loss is stated after charging/(crediting):		
Fees payable to the company's auditors	4,000	6,000
Depreciation of owned tangible fixed assets	24,804	23,866
Impairment of tangible assets	0	474,262
Write back impairment of tangible assets	(159,681)	0
Interest payable to group entities	127,458	121,810
Write off of goodwill on acquisition of care homes	0	6

4 DIRECTORS' REMUNERATION

No remuneration was paid by the company to its directors.

5 TAX ON LOSS ON ORDINARY ACTIVITIES

	2017 £	2016 £
Current tax:		
UK corporation tax on losses of current year	0	0
Total current tax	0	0
Deferred tax:		
Origination and reversal of timing differences	0	0
Total deferred tax	0	0
Tax on loss on ordinary activities	0	0

The company has an operating loss which will be carried forward to offset against future profits, no deferred tax is provided for on the basis of uncertainty of future profits.

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

6 TANGIBLE FIXED ASSETS

	Land & Buildings	Fixtures, Fittings & Equipment	Computer Equipment	Total
	£	£	£	£
Cost				
1 May 2016	972,970	123,773	6,439	1,103,182
Additions	0	892	0	892
30 April 2017	972,970	124,665	6,439	1,104,074
Depreciation				
1 May 2016	484,465	12,277	1,386	498,128
Charge for the year	9,906	13,288	1,610	24,804
Write back impairment	(159,681)	0	0	(159,681)
30 April 2017	334,690	25,565	2,996	363,251
Net book value				
30 April 2017	638,280	99,100	3,443	740,823
30 April 2016	488,505	111,496	5,053	605,054

At the date of authorising the prior year financial statements the care home operated by the company had been closed and was being marketed for disposal and valued at £600,000. An impairment of £474,262 was charged against profits. Subsequently the tangible assets have been sold for a gross value of £770,000 and £159,681 of the impairment has been written back in the current year. This reflects the net proceeds received from the disposal on 20 July 2017.

7 DEBTORS

	2017	2016
	£	£
Trade debtors	2,041	82,334
Prepayments	1,569	1,315
Other debtors	1	17,921
	3,611	101,570

8 CREDITORS: Amounts due within one year

	2017	2016
	£	£
Overdraft	21,601	0
Trade creditors	39,413	119,885
Accruals and deferred Income	4,553	123,919
Other taxation and social security	(1,564)	33,987
Amounts owed by group undertakings	629,947	192,937
Other creditors	1,629	1,113
	695,579	471,841

9 CREDITORS: Amounts falling due after more than one year

	2017	2016
	£	£
Amounts owed to group undertakings	1,293,290	1,165,832
	1,293,290	1,165,832

Interest is charged on these balances at 6.5% plus LIBOR plus 4%, and there are no fixed repayment terms.

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

10 CALLED UP SHARE CAPITAL

	2017 £	2016 £
Allotted, called up and fully paid 1 ordinary shares of £1 each	1	1
	<u>1</u>	<u>1</u>

11 RESERVES

	Profit and loss account £
1 May 2016	(911,747)
Loss for the financial year	(332,689)
30 April 2017	<u>(1,244,436)</u>

12 CAPITAL COMMITMENTS

	2017 £	2016 £
Capital expenditure on tangible fixed assets contracted for but not provided in the financial statements	0	0

13 CONSOLIDATED ACCOUNTS

There is an unlimited guarantee between the company and the fellow subsidiaries of Astonbrook Care Holdings Limited, listed below, in respect of the bank overdraft. The value of this at 30 April 2017 was nil. On 5 January 2018 Castle Meadows (Dudley) Limited was removed from this guarantee.

Astonbrook Care Ltd
 Byron Lodge (West Melton) Ltd
 Birchlands (Haxby) Ltd
 Castle Meadows (Dudley) Ltd
 Dunniwood Lodge (Doncaster) Ltd
 Headingley Care Centre (Edlington) Ltd
 Mahogany House (Newtown) Ltd
 Moorlands (Strensall) Ltd
 Nethercrest Care Centre (Dudley) Ltd
 Sandhall Park (Goole) Ltd
 The Abbeys (Rawmarsh) Ltd
 The Poplars (Thornaby) Ltd
 The Willows (Codsall) Ltd
 Valley Park Care Centre (Wombwell) Ltd
 Warren Park (Chapel Town) Ltd
 White Ash Brook (Accrington) Ltd

The company's assets have been pledged as security under the following loan agreements with group companies:

Astonbrook Care Holdings facility from Octopus Administrative Services (£429,458 outstanding at the balance sheet date).

Astonbrook Care Limited facility from Fern Trading Limited (£20,075,661 outstanding at the balance sheet date).

WARREN PARK (CHAPELTOWN) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 30 April 2017

14 ULTIMATE CONTROLLING INTEREST

The company is a subsidiary undertaking of Astonbrook Care Limited, which is a subsidiary of Astonbrook Care Holdings Limited. Astonbrook Care Holdings Limited prepares consolidated accounts which include the results of the company, and the address of Astonbrook Care Holdings Limited is the same as that of the company disclosed in the Officers and Professional Advisors information. There is no controlling interest in Astonbrook Care Holdings Limited.

15 POST BALANCE SHEET EVENT

The care home operated by the company was closed in December 2016 and was sold on 20 July 2017. At the date of authorising the prior year financial statements the care home had been closed and was being marketed for disposal and valued at £600,000. An impairment of £474,262 was charged against profits. Subsequently the tangible assets have been sold for a gross value of £770,000 and £159,681 of the impairment has been written back in the current year. This reflects the net proceeds received from the disposal on 20 July 2017.