

Burleigh House Properties Limited

**Directors' report and financial
statements**

Registered number 2264927

31 December 2010



Contents

	Page
Company information	1
Directors' report	2
Statement of directors' responsibilities in respect of the directors' report and the financial statements	3
Independent auditor's report to the members of Burleigh House Properties Limited	4
Profit and loss account	6
Reconciliation of movements in equity shareholders' funds	6
Balance sheet	7
Notes	8

Company information

Directors	Michael Parsons David Duncan Jon Hather
Secretary	Jon Hather
Auditors	KPMG LLP Plym House 3 Longbridge Road Marsh Mills Plymouth PL6 8LT
Bankers	Royal Bank of Scotland London Corporate Services 2½ Devonshire Square London EC2M 4XJ
Solicitors	Berwin Leighton Paisner Adelaide House London Bridge London EC4R 9HA
Registered office	Suite 201 The Chambers Chelsea Harbour London SW10 0XF
Registered number	2264927

Directors' report

The directors present their directors' report and the audited financial statements for the year ended 31 December 2010

Principal activities

Burleigh House Properties Limited ("the company") did not trade during the current or previous year. The company has no intention to recommence trading.

Business review

The company is consolidated as part of the Barchester Healthcare Limited group. As the company did not trade, the group's Business review and risks and uncertainties can be found in the Barchester Healthcare Limited consolidated financial statements.

Dividends

Dividends of £nil were paid during the year (2009 £888,000)

Donations

The company made no political or charitable donations during the year (2009 £nil)

Directors

The directors who held office during the year were as follows

D Duncan
M Parsons
J Hather

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each 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 ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board



J Hather
Director

Suite 201
The Chambers
Chelsea Harbour
London
SW10 0XF

30 June 2011

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



KPMG LLP

Plym House
3 Longbridge Road
Plymouth
PL6 8LT
United Kingdom

Independent auditor's report to the members of Burleigh House Properties Limited

We have audited the financial statements of Burleigh House Properties Limited for the year ended 31 December 2010 set out on pages 6 to 12. 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 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

A description of the scope of an audit of financial statements is provided on the APB'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 December 2010 and of its result 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

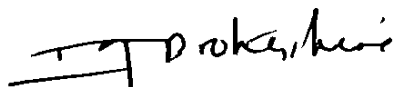
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of Burleigh House Properties 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.



I J Brokenshire (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
Plym House
3 Longbridge Road
Plymouth
PL6 8LT

7 July 2011

Profit and loss account
for the year ended 31 December 2010

	<i>Note</i>	2010 £000	2009 £000
Turnover	<i>1</i>	-	-
Cost of sales		-	-
		<hr/>	<hr/>
Gross profit		-	-
Administrative expenses		-	-
		<hr/>	<hr/>
Operating profit		-	-
		<hr/>	<hr/>
Profit on ordinary activities before interest and taxation		-	-
Interest payable and similar charges		-	-
		<hr/>	<hr/>
Profit on ordinary activities before taxation	<i>2</i>	-	-
Tax on profit on ordinary activities	<i>4</i>	33	57
		<hr/>	<hr/>
Profit for the financial year	<i>9</i>	33	57
		<hr/>	<hr/>

There was no acquisitions or discontinued activities in either the current or preceding years

There is no difference between the results as stated above and the results on a historical cost basis

There were no recognised gains and losses other than those shown in the profit and loss account for the current and preceding financial years

Reconciliation of movements in equity shareholders' funds
for the year ended 31 December 2010

	<i>Note</i>	2010 £000	2009 £000
Profit for the financial year		33	57
Dividends on shares classified in shareholders' funds	<i>5</i>	-	(888)
		<hr/>	<hr/>
Retained profit/(loss)		33	(831)
Opening shareholders' funds		57	888
		<hr/>	<hr/>
Closing equity shareholder's funds		90	57
		<hr/>	<hr/>

Balance sheet
at 31 December 2010

	Notes	2010 £000	2009 £000
Current assets			
Debtors	6	5,913	5,975
Cash at bank and in hand		1	-
		<u>5,914</u>	<u>5,975</u>
Creditors: amounts falling due within one year	7	<u>(5,824)</u>	<u>(5,918)</u>
Net current assets		<u>90</u>	<u>57</u>
Total assets less current liabilities		<u>90</u>	<u>57</u>
Net assets		<u>90</u>	<u>57</u>
Capital and reserves			
Called up share capital	8	-	-
Profit and loss account	9	90	57
Equity shareholder's funds		<u>90</u>	<u>57</u>

These financial statements were approved by the board of directors on 30 June 2011 and were signed on its behalf by



D Duncan
Director

Company Number 2264927

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

Basis of preparation

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

The Company is exempt from the requirement of FRS 1 (revised 1996) to prepare a cash flow statement as it is ultimately a wholly owned subsidiary undertaking of Barchester Healthcare Limited and its cash flows are included within the consolidated cash flow statement of that company

As the Company is a wholly owned subsidiary of Grove Limited the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the Group

Going Concern

The company has long term support from Group and as a consequence, the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook

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

Turnover

Turnover represents amounts receivable for the sale of constructed nursing homes

Dividends

Equity dividends unpaid at the balance sheet date are only recognised as a liability at that date due to the extent that they are appropriately authorised and are no longer at the discretion of the company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements

Taxation

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised, without discounting, in respect of all timing differences which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS 19

Notes (continued)

2 Profit on ordinary activities before taxation

Auditor's remuneration

	2010 £000	2009 £000
Audit	1	1

The remuneration of the auditors in the current and prior financial years was borne by another group company. The amount above is management's best estimate of the proportion relating to this company.

3 Remuneration of directors

The Company had no employees other than directors. The directors received no emoluments for services to the Company during the year (2009 £nil). The directors received remuneration for services to Grove Limited of which Burleigh House Properties Limited is a subsidiary undertaking, however, the proportion attributable to their services to Burleigh House Properties Limited is not separately identifiable.

4 Tax on profit on ordinary activities

	2010 £000	2009 £000
<i>UK Corporation tax</i>		
Current tax on income for the period	-	-
Adjustment in respect of prior period	(33)	33
Prior year	(33)	33
<i>Deferred tax</i>		
Current year deferred tax	-	-
Prior year deferred tax	-	(90)
Tax credit on profit on ordinary activities	(33)	(57)

Notes (continued)

4 Tax on profit on ordinary activities (continued)

Factors affecting the tax charge for the current year

The current tax charge for the period is lower (2009 higher) than the standard rate of corporation tax in the UK 28%, (2009 28%) The differences are explained below

	2010 £000	2009 £000
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	-	-
	<hr/>	<hr/>
Current tax at 28% (2009 28%)	-	-
<i>Factors affecting charge for the year</i>		
Adjustments in respect of the prior year	(33)	33
Group relief not paid for	(2)	(10)
Transfer pricing	2	10
	<hr/>	<hr/>
Total current tax (see above)	(33)	33
	<hr/>	<hr/>

5 Dividends

The aggregate amount of dividends comprises

	2010 £000	2009 £000
Dividends in respect of the year recognised as a liability at the year end	-	888
	<hr/>	<hr/>

The aggregate amount of dividends proposed and not recognised as liabilities as at the year end is £nil (2009 £nil)

6 Debtors

	2010 £000	2009 £000
Amounts due from group undertakings	5,870	5,969
Other debtors	3	3
Other taxes and social security	40	3
	<hr/>	<hr/>
	5,913	5,975
	<hr/>	<hr/>

Amounts due from group undertakings stated above are legally due on demand and are thus recoverable within one year although it is not expected that the demand would be made or that these amounts will be received within the next year

Notes (continued)

7 Creditors: amounts falling due within one year

	2010 £000	2009 £000
Bank overdraft	-	21
Trade creditors	11	51
Amounts owed to group undertakings	5,813	5,813
Corporation tax	-	33
	<u>5,824</u>	<u>5,918</u>

The amounts owed to the group are repayable on demand and bear no interest

8 Called up share capital

	2010 £	2009 £
<i>Allotted, called up and fully paid</i>		
100 (2009 100) Ordinary shares of £1 each	<u>100</u>	<u>100</u>

9 Reserves

	Profit and loss account £000
At beginning of the year	57
Profit for the financial year	33
Dividends on shares classified in shareholders' funds	-
	<u>90</u>
At end of the year	<u>90</u>

10 Related Party Disclosures

The Company is controlled by Barchester Healthcare Limited, by which it is 100% owned. The Ultimate controlling party is Grove Limited which is the Company's ultimate parent undertaking.

The Company has taken advantage of the exemption conferred by FRS 8 and does not disclose transactions with its related parties.

Notes *(continued)*

11 Ultimate parent company and parent undertaking of larger group of which the Company is a member

The immediate parent undertaking is Westminster Investments (UK)

The Company's ultimate parent undertaking is Grove Limited, a company incorporated and registered in Jersey

The smallest group in which the results of the Company are consolidated is that headed by Barchester Healthcare Limited. The largest group in which the results of the Company are consolidated is that headed by Grove Limited. The consolidated accounts of Barchester Healthcare Limited are available to the public and may be obtained from

Suite 201
The Chambers
Chelsea Harbour
London
SW10 0XF