

All Care (GB) Limited

Registered number: 05100341

Directors' report and financial statements

For the year ended 31 December 2014

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ALL CARE (GB) LIMITED

COMPANY INFORMATION

Directors	D J Garcia L F Lobo
Company secretary	L F Lobo
Registered number	05100341
Registered office	3rd Floor Quest House 125-135 Staines Road Hounslow TW3 3JB
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor Times House Throwley Way Sutton Surrey SM1 4JQ

ALL CARE (GB) LIMITED

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ALL CARE (GB) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2014

The directors present their report and the financial statements for the year ended 31 December 2014.

Principal activity

The principal activity of the company is that of provision of home care services.

Directors

The directors who served during the year and up to the date of this report were:

R P Gonzalez (appointed 19 May 2014, resigned 30 April 2015)
S J Brown (resigned 19 May 2014)
S M Brown (resigned 19 May 2014)
L F Lobo (appointed 19 May 2014)
D J Garcia (appointed 1 May 2015)

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 judgements and accounting estimates that are reasonable and prudent;
- 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.

ALL CARE (GB) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2014

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.

Auditor

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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



B J Garcia
Director

Date: 10-12-2015

ALL CARE (GB) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALL CARE (GB) LIMITED

We have audited the financial statements of All Care (GB) Limited for the year ended 31 December 2014 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).

Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement set out on page 1, 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. 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.

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 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 December 2014 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.

Other matter

Without qualifying our opinion we draw attention to the accounting policies on page 7 to the financial statements and the fact that the comparative information in the accounts was unaudited as the company was entitled to exemption from audit.

Opinion on the 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.

ALL CARE (GB) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ALL CARE (GB) 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.

Elisabeth Maxwell

Elisabeth Maxwell (Senior Statutory Auditor)

for and on behalf of Mazars LLP

Chartered Accountants and Statutory Auditor

Times House
Throwley Way
Sutton
Surrey
SM1 4JQ

Date:

10th December 2015

ALL CARE (GB) LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2014

	Note	2014 £	Unaudited 2013 £
Turnover	1,2	3,654,308	3,129,878
Cost of sales		(2,637,660)	(2,237,204)
Gross profit		1,016,648	892,674
Administrative expenses		(1,127,910)	(757,106)
Other operating income	3	1,918	3,398
Operating (loss)/profit	4	(109,344)	138,966
Interest payable and similar charges	7	(5,041)	(1,100)
(Loss)/profit on ordinary activities before taxation		(114,385)	137,866
Tax on (loss)/profit on ordinary activities	8	20,164	(27,841)
(Loss)/profit for the financial year	15	(94,221)	110,025

All amounts relate to continuing operations.

There were no recognised gains and losses for 2014 or 2013 other than those included in the profit and loss account.

The notes on pages 7 to 13 form part of these financial statements.

ALL CARE (GB) LIMITED

Registered number: 05100341

BALANCE SHEET**AS AT 31 DECEMBER 2014**

	Note	£	2014 £	£	Unaudited 2013 £
Fixed assets					
Tangible assets	9		23,241		19,943
Current assets					
Debtors	10	623,251		514,904	
Cash at bank and in hand		150,059		322	
		<u>773,310</u>		<u>515,226</u>	
Creditors: amounts falling due within one year	11	<u>(876,892)</u>		<u>(482,335)</u>	
Net current (liabilities)/assets			<u>(103,582)</u>		<u>32,891</u>
Total assets less current liabilities			<u>(80,341)</u>		<u>52,834</u>
Creditors: amounts falling due after more than one year	12				(10,934)
Provisions for liabilities					
Deferred tax	13				(2,520)
Net (liabilities)/assets			<u>(80,341)</u>		<u>39,380</u>
Capital and reserves					
Called up share capital	14		1,000		1,000
Profit and loss account	15		(81,341)		38,380
Shareholders' (deficit)/funds	16		<u>(80,341)</u>		<u>39,380</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 10/11/15.



D J Garcia
Director

The notes on pages 7 to 13 form part of these financial statements.

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

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 comparative information in the accounts was unaudited as the company was entitled to exemption from audit in the prior year.

1.2 Going concern

The financial statements have been prepared on a going concern basis. The company has net liabilities at the year end and is dependent on its ultimate parent company, Clece S.A. for funding. Clece S.A. has confirmed to the directors its intention to continue to provide funding to enable the company to meet its liabilities as they fall due for the foreseeable future.

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 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Land and building	- 20% on cost
Plant & machinery	- 25% on reducing balance, 25% on cost

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.7 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

2. Turnover

All turnover arose within the United Kingdom.

3. Other operating income

	2014 £	Unaudited 2013 £
Other operating income	1,918	3,398

4. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

	2014 £	Unaudited 2013 £
Depreciation of tangible fixed assets: - owned by the company	9,905	10,448
Auditor's remuneration	8,500	

5. Staff costs

Staff costs, including directors' remuneration, were as follows:

	2014 £	Unaudited 2013 £
Wages and salaries	2,946,433	2,557,065
Social security costs	163,429	33,657
Other pension costs	18,206	-
	3,128,068	2,590,722

The average monthly number of employees, including the directors, during the year was as follows:

	2014 No.	Unaudited 2013 No.
	241	209

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

6. Directors' remuneration

	2014 £	Unaudited 2013 £
Remuneration	2,500	7,200

The highest paid director received remuneration of £2,500 (2013: £7,200).

7. Interest payable

	2014 £	Unaudited 2013 £
On bank loans and overdrafts	5,041	1,100

8. Taxation

	2014 £	Unaudited 2013 £
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on (loss)/profit for the year	7,507	28,989
Deferred tax		
Origination and reversal of timing differences	(1,296)	(1,148)
Short term timing differences	(26,375)	-
Total deferred tax (see note 13)	(27,671)	(1,148)
Tax on (loss)/profit on ordinary activities	(20,164)	27,841

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

8. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2013 - higher than) the standard rate of corporation tax in the UK of 21.49% (2013: 21%). The differences are explained below:

	2014 £	Unaudited 2013 £
(Loss)/profit on ordinary activities before tax	(114,385)	137,866
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 21.49% (2013: 21%)	(24,581)	28,952
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	14,675	-
Depreciation for year in excess of capital allowances	1,394	-
Other differences leading to an increase (decrease) in the tax charge	28,340	37
Group relief	(12,348)	-
Fixed asset differences	27	-
Current tax charge for the year (see note above)	7,507	28,989

9. Tangible fixed assets

	Land and buildings £	Plant & machinery £	Total £
Cost			
At 1 January 2014	4,019	85,792	89,811
Additions	-	13,203	13,203
At 31 December 2014	4,019	98,995	103,014
Depreciation			
At 1 January 2014	3,891	65,977	69,868
Charge for the year	128	9,777	9,905
At 31 December 2014	4,019	75,754	79,773
Net book value			
At 31 December 2014	-	23,241	23,241
At 31 December 2013	128	19,815	19,943

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

10. Debtors

	2014 £	Unaudited 2013 £
Trade debtors	342,179	497,106
Other debtors	278	-
Prepayments and accrued income	255,643	17,798
Deferred tax asset (see note 13)	25,151	-
	<u>623,251</u>	<u>514,904</u>

11. Creditors: Amounts falling due within one year

	2014 £	Unaudited 2013 £
Bank loans and overdrafts	34	-
Trade creditors	90,043	24,387
Amounts owed to group undertakings	528,974	40,307
Corporation tax	7,507	-
Other taxation and social security	115,413	58,790
Other creditors	1,011	-
Accruals and deferred income	133,910	358,851
	<u>876,892</u>	<u>482,335</u>

12. Creditors: Amounts falling due after more than one year

	2014 £	Unaudited 2013 £
Bank loans	-	10,934
	<u>-</u>	<u>10,934</u>

13. Deferred taxation

	2014 £	Unaudited 2013 £
At beginning of year	(2,520)	(3,668)
Released during year (P&L)	27,671	1,148
At end of year	<u>25,151</u>	<u>(2,520)</u>

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

13. Deferred taxation (continued)

The deferred taxation balance is made up as follows:

	2014 £	Unaudited 2013 £
Accelerated capital allowances	1,223	2,520
Short term timing differences	(26,374)	-
	<u>(25,151)</u>	<u>2,520</u>

14. Share capital

	2014 £	Unaudited 2013 £
Allotted, called up and fully paid 1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

15. Reserves

	Profit and loss account £
At 1 January 2014	38,380
Loss for the financial year	(94,221)
Dividends: Equity capital	(25,500)
At 31 December 2014	<u>(81,341)</u>

16. Reconciliation of movement in shareholders' funds

	2014 £	Unaudited 2013 £
Opening shareholders' funds	39,380	57,355
(Loss)/profit for the financial year	(94,221)	110,025
Dividends (Note 17)	(25,500)	(128,000)
Closing shareholders' (deficit)/funds	<u>(80,341)</u>	<u>39,380</u>

ALL CARE (GB) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

17. Dividends

	2014 £	Unaudited 2013 £
Final dividends paid on equity capital	25,500	128,000

18. Operating lease commitments

At 31 December 2014 the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings Unaudited		Other Unaudited	
	2014 £	2013 £	2014 £	2013 £
Expiry date:				
Within 1 year	66,570	-	33,423	-
Between 2 and 5 years	-	-	840	-

19. Related party transactions

The following advances and credits to directors subsisted during the years ended 31 December 2014 and 31 December 2013:

	2014 £	Unaudited 2013 £
Mrs J Brown and S M Brown		
Balance at the start of the year	36,288	36,288
Amount repaid	(36,012)	-
	276	36,288

The company has taken advantage of the exemption under Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent undertaking.

20. Ultimate parent undertaking and controlling party

The controlling party of the company was Mr S Brown by virtue of his shareholding in the company of 70%. The company was sold to Clece Care Services Limited on 19 May 2014. As at the 31 December 2014, Clece Care Services Limited was the immediate parent company. Clece S.A. was the ultimate parent company, a company registered in Spain. The consolidated accounts can be found at C/Quintanavides, 19 - Bloque 4, 28050, Madrid, Spain.