

# Growing Older With Learning Disability Limited

## REPORT AND FINANCIAL STATEMENTS

31 March 2008



Company Registration No. 05148271

# Growing Older With Learning Disability Limited

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# Growing Older With Learning Disability Limited

## DIRECTORS AND ADVISORS

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### DIRECTORS

KA Willis (resigned 31 July 2007)  
SL Willis (resigned 31 July 2007)  
KL Tunncliffe (resigned 31 July 2007)  
Dr T Tait (resigned 31 July 2007)  
Mrs C Tait (resigned 31 July 2007)  
D Whittaker (appointed 31 July 2007)  
EAD Haddon (appointed 31 July 2007 and resigned 11 June 2008)  
Ms MA Cork (appointed 2 June 2008)

### SECRETARY

KA Willis

### REGISTERED OFFICE

C/o Keith Willis Associates  
Gothic House  
Barker Gate  
Nottingham  
Nottinghamshire  
NG1 1JU

### AUDITORS

Baker Tilly UK Audit LLP  
Chartered Accountants  
Festival Way  
Stoke-on-Trent  
Staffordshire  
ST1 5BB

# Growing Older With Learning Disability Limited

## DIRECTORS' REPORT

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The directors present their report and the audited financial statements for the year ended 31 March 2008.

### PRINCIPAL ACTIVITIES

The principal activity of the company is the provision of nursing care.

### RESULTS AND DIVIDENDS

The results for the year are shown in the profit and loss account on page 7. The directors consider the performance of the company to be satisfactory.

No dividend has been paid in the year (2007: £nil).

### BUSINESS REVIEW

The company was acquired on 31 July 2007 by Lighthouse Healthcare Ltd. The company has continued to operate profitably during the year.

### KEY PERFORMANCE INDICATORS

- a) Financial; The company continues to monitor profitability very closely together with bed occupancy. At the year end occupancy had increased to 75% which management consider is reasonable.
- b) Non-Financial; Staff turnover is monitored to ensure that a high level of care is provided to our patients. Staff turnover continues to be low through the investment in training and development of our staff.

### RISKS AND UNCERTAINTIES

The main risk faced by the company is pressure from NHS purchasers to reduce prices which could affect profitability.

### FUTURE DEVELOPMENTS

The directors are confident the current level of performance will be maintained in the future.

### FINANCIAL INSTRUMENTS

The company operates its business using bank and cash balances, and continues to be supported by its parent company, Lighthouse Healthcare Limited. As such all financial matters are dealt with at a Group level. The company does not hold any financial derivative instruments.

### DIFFERENCES BETWEEN MARKET AND BALANCE SHEET VALUE OF LAND

In the opinion of the directors, the difference between the market value and balance sheet value of land is not significant.

# Growing Older With Learning Disability Limited

## DIRECTORS' REPORT (continued)

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### DIRECTORS

The directors who held office during the year are shown on page 1.

### AUDITORS

Baker Tilly UK audit LLP were appointed as auditors in the year to fill a casual vacancy. A resolution to reappoint Baker Tilly UK Audit LLP as auditors will be proposed at the annual general meeting.

### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. Each of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

By order of the board



**K Willis**  
Company Secretary

30<sup>th</sup> Jan 2009

# Growing Older With Learning Disability Limited

## DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

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The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 those financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and 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 directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the requirements of the Companies Act 1985. 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 AUDITORS' REPORT TO THE MEMBERS OF GROWING OLDER WITH LEARNING DISABILITY LIMITED

We have audited the financial statements on pages 7 to 16. The company was exempt from audit in the year ended 31 March 2007 and consequently the corresponding figures are unaudited.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditors**

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition, we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

### **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

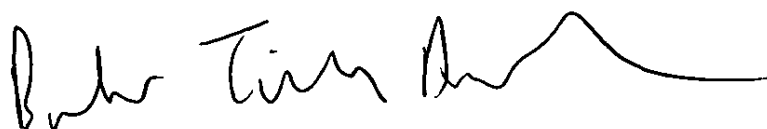
We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GROWING OLDER  
WITH LEARNING DISABILITY LIMITED (continued)

**Opinion**

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs at 31 March 2008 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.



**BAKER TILLY UK AUDIT LLP**

Registered Auditor  
Chartered Accountants  
Festival Way  
Stoke-on-Trent  
Staffordshire  
ST1 5BB

30 January 2009



# Growing Older With Learning Disability Limited

## PROFIT AND LOSS ACCOUNT for the year ended 31 March 2008

	Notes	2008 £	2007 £
TURNOVER		689,326	317,614
Cost of sales		(422,155)	(197,300)
		<hr/>	<hr/>
GROSS PROFIT		267,171	120,314
Administrative expenses		(209,212)	(154,798)
Other operating income		786	685
		<hr/>	<hr/>
OPERATING PROFIT/(LOSS)		58,745	(33,799)
Interest payable and similar charges	3	(18,403)	(36,923)
		<hr/>	<hr/>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION	1-2	40,342	(70,722)
Taxation	4	-	-
		<hr/>	<hr/>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	12	40,342	(70,722)
		<hr/>	<hr/>

The operating profit for the year arises from the company's continuing operations.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account.

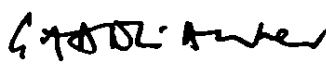
# Growing Older With Learning Disability Limited

## BALANCE SHEET

At 31 March 2008

	Notes	2008		2007	
		£	£	£	£
<b>FIXED ASSETS</b>					
Tangible assets	6		1,099,382		1,037,439
<b>CURRENT ASSETS</b>					
Debtors	7	43,023		50,677	
Cash at bank and in hand		168,471		708	
		<u>211,494</u>		<u>51,385</u>	
<b>CREDITORS: Amounts falling due within one year</b>	8	<u>(1,303,854)</u>		<u>(715,191)</u>	
<b>NET CURRENT LIABILITIES</b>			<u>(1,092,360)</u>		<u>(663,806)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>(82,978)</u>		<u>373,633</u>
<b>CREDITORS: Amounts falling due after more than one year</b>	9		<u>(1,130)</u>		<u>(498,083)</u>
<b>NET LIABILITIES</b>			<u>(84,108)</u>		<u>(124,450)</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	11		150		150
Profit and loss account	12		<u>(84,258)</u>		<u>(124,600)</u>
<b>SHAREHOLDERS' DEFICIT</b>			<u>(84,108)</u>		<u>(124,450)</u>

The financial statements on pages 7 to 16 were approved by the board and authorised for issue on 30 January 2009 and are signed on its behalf by:

  
**D Whittaker**  
 Director

**Growing Older With Learning Disability Limited**  
**RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**  
**for the year ended 31 March 2008**

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	2008 £	2007 £
PROFIT/(LOSS)FOR THE FINANCIAL YEAR	40,342	(70,722)
Net reduction/(increase) in shareholders' deficit	40,342	(70,722)
Opening shareholders' deficit	(124,450)	(53,728)
CLOSING SHAREHOLDERS' DEFICIT	(84,108)	(124,450)

# Growing Older With Learning Disability Limited

## ACCOUNTING POLICIES

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

### BASIS OF PREPARATION

The financial statements have been prepared under the historical cost convention.

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements.

The company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the Lighthouse Health Care Limited group.

### TANGIBLE FIXED ASSETS

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets over their estimated useful economic lives as follows:

Land and buildings	-	2% straight line
Plant and machinery	-	20% straight line
Fixtures, fittings and equipment	-	25% straight line
Motor vehicles	-	25% straight line

### LEASED ASSETS AND OBLIGATIONS

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a 'finance lease'. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated over its estimated useful life. Future instalments under such leases, net of finance charges, are included within creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account, and the capital element which reduces the outstanding obligation for future instalments.

All other leases are accounted for as 'operating leases' and the rental charges are charged to the profit and loss account on a straight line basis over the life of the lease.

### RETIREMENT BENEFITS

The company operates a defined contribution scheme. The amount charged to the profit and loss account in respect of pension costs and other post retirement benefits 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 in the balance sheet.

### DEFERRED TAXATION

Deferred tax is recognised in respect of timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

The directors only recognise any deferred tax asset after consideration of the potential recoverability of the asset in the foreseeable future. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

### TURNOVER

Turnover represents the amounts derived from the provision of nursing care services to customers during the year.

# Growing Older With Learning Disability Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2008

### 1 PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION

	2008 £	2007 £
Profit/(loss) on ordinary activities before taxation is stated after charging:		
Auditors' remuneration – audit services	4,406	-
Depreciation and other amounts written off tangible fixed assets:		
Charge for the year:		
- Owned assets	26,089	48,850
- Leased assets	2,768	2,768

### 2 EMPLOYEES

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows:

	2008 Number	2007 Number
Management and administration	2	2
Nursing and other staff	25	17
	<u>27</u>	<u>19</u>

The aggregate payroll costs of these persons were as follows:

	2008 £	2007 £
Wages and salaries	387,971	213,178
Social security costs	32,065	17,483
	<u>420,036</u>	<u>230,661</u>

# Growing Older With Learning Disability Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2008

### 2 EMPLOYEES (continued)

#### DIRECTORS' REMUNERATION

	2008 £	2007 £
Directors' emoluments	8,013	8,489

	2008 Number	2007 Number
Retirement benefits are accruing to the following number of directors under:		

Money purchase pension schemes	-	-
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### 3 INTEREST PAYABLE AND SIMILAR CHARGES

	2008 £	2007 £
On bank loans and overdrafts	18,015	36,646
Finance charges payable in respect of finance leases and hire purchase contracts	388	277
	18,403	36,923

### 4 TAXATION

a) Analysis of charge in the year:	2008 £	2007 £
UK corporation tax on income for year	-	-
Adjustments in respect of prior years	-	-
Total current tax	-	-
Deferred taxation:		
Origination and reversal of timing differences	-	-
Tax on profit/(loss) on ordinary activities	-	-

# Growing Older With Learning Disability Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2008

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### 4 TAXATION (continued)

#### b) Factors affecting tax charge for the year

The tax assessed for the year is lower than (2007: higher than) the standard rate of corporation tax in the UK being 30%. The differences are explained below:

	2008 £	2007 £
Profit/(loss) on ordinary activities before taxation	40,342	(70,722)
Corporation tax at standard rate 30% (2007: 30%)	12,102	(21,217)
Depreciation in excess of capital allowances	6,724	12,452
Utilisation of tax losses	(18,826)	-
Tax losses carried forward	-	8,765
Current year tax charge	-	-

### 5 DIVIDENDS

There were no dividends paid during the year (2007: £nil).

# Growing Older With Learning Disability Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2008

### 6 TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Plant and machinery £	Fixtures, fittings and equipment £	Motor vehicles £	Total £
Cost					
At beginning of year	1,049,213	9,507	24,895	11,074	1,094,689
Additions	-	-	800	-	800
At end of year	1,049,213	9,507	25,695	11,074	1,095,489
Depreciation					
At beginning of year	41,969	3,260	9,253	2,768	57,250
Charge for the year	20,985	1,925	3,179	2,768	28,857
At end of year	62,954	5,185	12,432	5,536	86,107
Net book value					
At 31 March 2008	986,259	4,322	13,263	5,538	1,009,382
At 31 March 2007	1,007,244	6,247	15,642	8,306	1,037,439

The net book value of motor vehicles includes £5,538 (2007: £8,305) in respect of fixed assets held under finance leases and hire purchase contracts. Depreciation charged for the year on these assets was £2,768 (2007: £2,768).

### 7 DEBTORS

	2008 £	2007 £
Trade debtors	29,583	46,902
Amounts owed by group undertakings	9,773	-
Prepayments and accrued income	3,634	3,775
Other debtors	33	-
	<u>43,023</u>	<u>50,677</u>



# Growing Older With Learning Disability Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2008

### 8 CREDITORS: Amounts falling due within one year

	2008 £	2007 £
Trade creditors	32,502	35,125
Bank loans and overdrafts	-	162,922
Obligations under finance leases and hire purchase contracts (see note 9)	3,388	3,388
Accruals and deferred income	20,688	10,619
Other taxation and social security costs	11,771	7,308
Other creditors	32,325	495,829
Amounts owed to group undertakings	1,203,180	-
	<u>1,303,854</u>	<u>715,191</u>

### 9 CREDITORS: Amounts falling due after more than one year

	2008 £	2007 £
Bank loans and overdrafts	-	493,565
Obligations under finance leases and hire purchase contracts	1,130	4,518
	<u>1,130</u>	<u>498,083</u>

The maturity of obligations under finance leases and hire purchase contracts is as follows:

	2008 £	2007 £
Within one year	3,388	3,388
In the second to fifth years	1,130	4,518
	<u>4,518</u>	<u>7,906</u>

Obligations under finance leases and hire purchase contracts are secured against the underlying assets.

### 10 CONTINGENT LIABILITIES

The company, along with other members of the Lighthouse Healthcare Limited Group, is a guarantor in respect of the parent company loans with the Bank of Scotland. At the balance sheet date the loans outstanding amounted to £65,153,806 (2007: £nil).

The company is also a guarantor, along with other members of the Lighthouse Healthcare Limited Group, in respect of the parent company loans with Alcentra Limited. At the balance sheet date the loans outstanding amounted to £9,500,000 (2007: £nil).

The loans are also secured by a deed of accession and charge date 2 August 2007 securing the debt against all of the company's freehold property by way of legal mortgage. In terms of security the Alcentra debt ranks secondary to the Bank of Scotland senior debt.

# Growing Older With Learning Disability Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2008

### 11 CALLED UP SHARE CAPITAL

	2008 £	2007 £
Authorised:		
50,000 A ordinary shares of £1 each	50,000	50,000
50,000 B ordinary shares of £1 each	50,000	50,000
	<u>100,000</u>	<u>100,000</u>
Allotted, called up and fully paid:		
150 A ordinary shares of £1 each	<u>150</u>	<u>150</u>

### 12 PROFIT AND LOSS ACCOUNT

	£
At beginning of year	(124,600)
Profit for the financial year	40,342
	<u>(84,258)</u>

### 13 PENSION SCHEME

The company operates a defined contribution pension scheme that is administered independently to the company. There were no contributions during the year and no outstanding or prepaid contributions at the year end.

### 14 PARENT UNDERTAKING

During the year the company became a wholly owned subsidiary of Lighthouse Healthcare Limited (formerly Acorn Care Acquisitions Limited), a company incorporated and registered in the UK.

The ultimate parent company of Growing Older with Learning Disability Limited is Lighthouse Healthcare Limited (formerly Acorn Care Acquisitions Limited), a company incorporated and registered in the UK.

Copies of the group financial statements may be obtained from:

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF4 3UZ