

Company registration No. 05156683

Care and Mobility (Midlands) Limited

Report and Financial Statements

31 December 2016

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Care and Mobility (Midlands) Limited

REPORT AND FINANCIAL STATEMENTS 2016

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Care and Mobility (Midlands) Limited

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Mrs R Abdin
Mr B D J Kent

SECRETARY

Mr J N Glover

REGISTERED OFFICE

Hambleden House
Waterloo Court
Andover
Hampshire
SP10 1LQ

BANKERS

National Westminster Bank plc
9 Bridge Street
Andover
Hampshire
SP10 1BD

SOLICITORS

Addleshaw Goddard
Milton Gate
60 Chiswell Street
London
EC1Y 4AG

INDEPENDENT AUDITOR

Rochesters Audit Services Limited
Statutory Auditors
3 Caroline Court
13 Caroline Street
St Pauls Square
Birmingham
B3 1TR

Care and Mobility (Midlands) Limited

DIRECTORS' REPORT

DIRECTORS

The directors who served during the year and up to the date of approval of these financial statements were:

Mrs R Abdin
Mr B D J Kent

SECRETARY

Mr J N Glover served as Company Secretary throughout the year and up to the date of approval of these financial statements.

PRINCIPAL ACTIVITY

The Company was a retailer of mobility products and daily living aids which help customers to lead an independent lifestyle.

The Company is a wholly owned subsidiary of Totally Active Limited ("TAL"), part of the Simplyhealth Group. On 31 July 2016 the Company sold its trading assets and liabilities together with the associated goodwill to TAL for consideration of £175,159. The Company recorded a profit of £133,507 on the transaction. The Company has not traded subsequently and will be placed into liquidation once its remaining assets have been collected and liabilities settled.

DIRECTORS' INDEMNITIES

During the year and at the time the Directors' Report was approved the Company's Directors were the beneficiaries of qualifying indemnity provisions in respect of proceedings brought by third parties (subject to the conditions set out in section 234 of the Companies Act 2006) provided by Simplyhealth Group Limited.

DISCLOSURE OF INFORMATION TO THE AUDITOR

Each of the persons who are Directors of the Company at the date when this report was approved confirms that:

- So far as the Director is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the Company's auditor is unaware; and
- The Director has taken all the steps that he or she ought to have taken as a Director to make himself or herself aware of any relevant audit information (as defined) and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

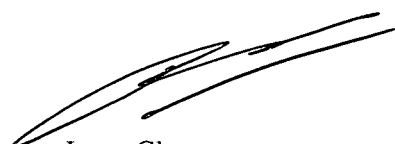
INDEPENDENT AUDITOR

Rochesters Audit Services Limited has expressed its willingness to continue in office as the Company's auditor.

In preparing this report, the directors have taken advantage of the small companies exemption in Part 15 of the Companies Act 2006.

Approved by the Board of Directors and signed on their behalf,

Hambleden House
Waterloo Court
Andover
Hampshire
SP10 1LQ



James Glover
Secretary

30 March 2017

Care and Mobility (Midlands) Limited

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) including FRS 102. 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;
- 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 that 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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMEBERS OF CARE AND MOBILITY (MIDLANDS) LIMITED

We have audited the financial statements of Care and Mobility (Midlands) Limited for the year ended 31 December 2016 on pages six to sixteen. 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 Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 a Report of the Auditors 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

As explained more fully in the Statement of Directors' Responsibilities set out on page four, 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.

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 Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

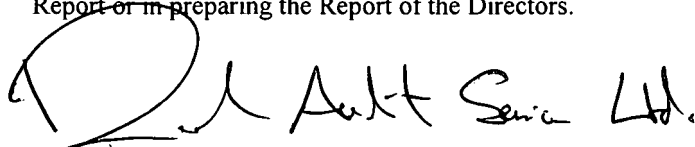
In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMEBERS OF CARE AND MOBILITY
(MIDLANDS) 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; or
- the directors were 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 Report of the Directors.



Peter Hewston (Senior Statutory Auditor)
for and on behalf of Rochesters Audit Services Limited
Statutory Auditors
No 3 Caroline Court
13 Caroline Street
St Pauls Square
Birmingham
West Midlands
B3 1TR

Date: 30 March 2017

Care and Mobility (Midlands) Limited

STATEMENT OF COMPREHENSIVE INCOME Year ended 31 December 2016

	Notes	Discontinued Operations 2016 £	Discontinued Operations 2015 £
Turnover		245,355	398,128
Cost of sales		(143,628)	(257,959)
Gross profit		101,727	140,169
Administrative expenses	2,3	(30,016)	(67,951)
Profit on ordinary activities before taxation and disposals	2	71,711	72,218
Profit on disposal of operations		133,507	-
Profit on ordinary activities before taxation	2	205,218	72,218
Tax on profit on ordinary activities	4	(14,404)	(4,306)
Profit for the financial year		190,814	67,912

The Company has no recognised items of other comprehensive income other than those included above, and therefore no separate statement of other comprehensive income has been presented.

The amounts shown above are in respect of discontinued operations.

The accounting policies and notes on pages 9 to 16 form an integral part of these financial statements.

Care and Mobility (Midlands) Limited

Company number: 05156683

STATEMENT OF FINANCIAL POSITION As at 31 December 2016

	Notes	31 December 2016		31 December 2015	
		£	£	£	£
Fixed assets					
Tangible assets	6	-			3,087
Current assets					
Stock	7	-		36,841	
Debtors	8	118,525		219,927	
Cash at bank and in hand		427		26,577	
		<u>118,952</u>		<u>283,345</u>	
Creditors					
Amounts falling due within one year	9	<u>(14,960)</u>		<u>(22,698)</u>	
Net current assets			103,992		260,647
Deferred taxation	10		-		(556)
Net assets			<u>103,992</u>		<u>263,178</u>
Capital and reserves					
Called up share capital	11		1,000		1,000
Profit and loss account			<u>102,992</u>		<u>262,178</u>
Shareholders' funds			<u>103,992</u>		<u>263,178</u>

The accounting policies and notes on pages 9 to 16 form an integral part of these financial statements.

These financial statements were approved by the Board and authorised for issue on 30 March 2017.



Romana Abdin, Chief Executive



Ben Kent, Chief Financial Officer

Care and Mobility (Midlands) Limited

STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2016

	Called-up share capital £	Profit and loss account £	Total £
At 1 January 2015	1,000	194,266	195,266
Total comprehensive income for the year	-	67,912	67,912
At 31 December 2015	1,000	262,178	263,178
At 1 January 2016	1,000	262,178	263,178
Total comprehensive income for the year	-	190,814	190,814
Dividend payable (note 5)	-	(350,000)	(350,000)
At 31 December 2016	1,000	102,992	103,992

The accounting policies and notes on pages 9 to 16 form an integral part of these financial statements.

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2016

1. ACCOUNTING POLICIES

The Company is limited by shares and incorporated in the United Kingdom under the Companies Act, registration number 05156683. The address of the registered office is detailed on page 1. The nature of the Company's operations and its principal activities are set out in the Directors' Report.

The principal accounting policies are summarised below.

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with FRS 102.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in relation to presentation of a cash flow statement and remuneration of key management personnel in its financial statements.

Going concern

The Directors have considered in detail the Company's forecast performance, as well as its capital and liquidity resources. On 31 July 2016 the Company sold its trading assets and liabilities together with the associated goodwill to TAL. The Company has not traded subsequently and will be placed into liquidation once its remaining assets have been collected and liabilities settled. There is no material impact on the carrying values within the balance sheet and no adjustments to the historic cost convention are required. Accordingly the Directors have adopted the going concern basis in preparing these financial statements.

Pension costs and other employee benefits

The Company participates in a defined contribution pension scheme operated by Simplyhealth People Limited. Payments to the scheme are charged as an expense as they fall due. Differences between amounts due in the year and amounts actually paid are shown as either accruals or prepayments in the balance sheet.

Tangible fixed assets and depreciation

Tangible fixed assets are stated at historical purchase cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is provided at rates calculated to write off the cost or valuation of each asset on a straight-line basis over its expected useful life, as follows:

Fixtures, fittings and office equipment 3 years

Motor vehicles 4 years

The expected useful lives of the assets to the business are reassessed periodically in the light of experience.

Carrying values of fixed assets are reviewed for impairment on an annual basis.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in the statement of comprehensive income.

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued)

Year ended 31 December 2016

1. ACCOUNTING POLICIES (continued)

Impairment of assets (continued)

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Cash at bank and in hand

Cash at bank and in hand consists of cash balances and deposits held at call with banks with less than 90 days maturity from date of deposit.

Taxation

The Company is liable to taxation on its profit or loss on ordinary activities. Current tax is provided at amounts expected to be paid or recovered using the tax rate and laws that have been enacted or substantively enacted by the reporting date.

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

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position 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 that 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.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, 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 is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Deferred tax assets and liabilities are not discounted.

Stock

Stock is stated at the lower of cost and estimated selling price less costs to sell, which is equivalent to the net realisable value. Cost represents all expenses incurred in bringing each product to its present location and condition. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and delivery. Provision is made for obsolete, slow-moving or defective items where appropriate.

Leases

Payments in respect of operating leases are charged to the profit and loss account on a straight-line basis, over the term of the lease, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

Turnover

Turnover represents net invoiced sales of services and goods, excluding value added tax, and is recognised on the date of despatch or delivery of service.

Turnover has been generated wholly from the UK.

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) Year ended 31 December 2016

2. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

Profit on ordinary activities before taxation is stated after charging:

	Year ended 31 December 2016 £	Year ended 31 December 2015 £
Depreciation - owned assets	3,087	4,332
Fees payable to the Company's auditors for the audit of the Company's annual accounts	-	-
Operating leases – buildings	16,000	24,000

The fees payable, £3,750 (2015: £5,000 paid by the Company), to the Company's auditors are to be paid by Totally Active Limited. The fees payable, £1,540 (2015: £1,500 paid by the Company) to the auditors of the Simplyhealth Group are to be paid by Totally Active Limited.

On 31 July 2016 the Company sold its trading assets and liabilities together with the associated goodwill to TAL for consideration of £175,159. The Company recorded a profit of £133,507 on the transaction.

3. STAFF COSTS

Staff costs comprise the following:	Year ended 31 December 2016 £	Year ended 31 December 2015 £
Wages and salaries	-	8,255
Social security costs	-	446
Other pension costs	-	-
	-	8,701

There were no outstanding pension contributions as at 31 December 2016 (31 December 2015: £nil).

Following acquisition by Totally Active Limited on 2 March 2015 all people are employed by Simplyhealth People Limited, a fellow subsidiary of the ultimate parent company, Simplyhealth Group Limited and from that date all their costs are borne by Care and Mobility UK Limited, a fellow subsidiary of Totally Active Limited.

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) Year ended 31 December 2016

3. STAFF COSTS (continued)

	Year ended 31 December 2016 No	Year ended 31 December 2015 No
Average number of employees during the year was as follows:		
Operations	-	1
	<u>-</u>	<u>1</u>

Directors' remuneration

Following the acquisition by Totally Active Limited on 2 March 2015 all Directors are employed by and receive emoluments from Simplyhealth People Limited and consider that their services to the Company are incidental to their other duties. Accordingly no remuneration, fees or other benefits were paid to the current Directors by the Company in the current or prior year.

The current Directors are Directors of Simplyhealth Group Limited. The Directors' emoluments, which relate to their services to the Simplyhealth Group as a whole, are disclosed in the financial statements of that Company.

Amounts paid to the former Director in each year were as follows:

	Year ended 31 December 2016 £	Year ended 31 December 2015 £
Remuneration for services	-	1,050
	<u>-</u>	<u>1,050</u>

4. TAX CHARGE ON PROFIT ON ORDINARY ACTIVITIES

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows:

	Year ended 31 December 2016 £	Year ended 31 December 2015 £
UK corporation tax at 20% (2015: 20.25%)	14,960	5,000
Current tax adjustment in respect of prior years	-	250
Total current tax	14,960	5,250
Current year deferred tax	(617)	(928)
Effect of change in tax rate	61	(16)
Tax charge on profit on ordinary activities	14,404	4,306

The corporation tax charge for the year is lower (2015: lower) than the standard rate of corporation tax for small profits in the UK of 20% (2015: 20.25%) on the accounting profit.

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) Year ended 31 December 2016

4. TAX CHARGE ON PROFIT ON ORDINARY ACTIVITIES (continued)

Analysis of the tax charge (continued)

The differences are explained as follows:

	Year ended 31 December 2016 £	Year ended 31 December 2015 £
Profit on ordinary activities before tax	205,218	72,218
Tax charge on profit at UK rate of 20% (2015: 20.25%)	41,044	14,622
Effects of:		
Non-taxable income	(26,701)	-
Group relief received for no payment	-	(10,437)
Current tax adjustment in respect of prior years	-	250
Effect of change to small companies rate	61	(129)
Tax charge on profit on ordinary activities	14,404	4,306

5. DIVIDENDS

	Year ended 31 December 2016 £	Year ended 31 December 2015 £
Interim dividend for the year ended 31 December 2016 payable to the parent under taking	350,000	-

The company does not propose to pay a final dividend (2015 £nil).

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) Year ended 31 December 2016

6. TANGIBLE FIXED ASSETS

	Motor vehicles £	Fixtures and fittings £	Total £
Cost			
At 1 January 2016	12,350	35,723	48,073
Eliminated on disposal	(12,350)	(35,723)	(48,073)
At 31 December 2016	-	-	-
Depreciation			
At 1 January 2016	9,525	35,461	44,986
Charge for the year	2,825	262	3,087
Eliminated on disposal	(12,350)	(35,723)	(48,073)
At 31 December 2016	-	-	-
Net book value			
At 31 December 2016	-	-	-
At 31 December 2015	2,825	262	3,087

7. STOCK

	31 December 2016 £	31 December 2015 £
Finished goods and goods for resale	-	36,841

8. DEBTORS

	31 December 2016 £	31 December 2015 £
Trade debtors	-	1,010
Amounts due from group undertakings	118,525	207,748
Other debtors	-	9,608
Prepayments and accrued income	-	1,561
	118,525	219,927

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) Year ended 31 December 2016

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 December 2016	31 December 2015
	£	£
Trade creditors	-	5,348
Amounts due to group undertakings	14,960	5,000
Accruals and deferred income	-	6,910
Other creditors	-	5,440
	<u>14,960</u>	<u>22,698</u>

10. DEFERRED TAXATION

The Company's deferred tax liability calculated in accordance with FRS 102 was as follows:

	31 December 2016	31 December 2015
	£	£
Liability relating to accelerated capital allowances	-	556
Deferred tax liability	<u>-</u>	<u>556</u>

The movement in the deferred tax liability during the year was as follows:

	31 December 2016	31 December 2015
	£	£
At 1 January	556	1,500
Accelerated capital allowances	(617)	(928)
Effect of change in tax rates	61	(16)
At 31 December	<u>-</u>	<u>556</u>

The Finance Act 2016, which was enacted on 15 September 2016, included provisions to reduce the rate of corporation tax to 17% with effect from 1 April 2020. As this legislation was enacted by 31 December 2016, the impact of the anticipated rate change is reflected in the tax provisions reported in these accounts.

11. CALLED UP SHARE CAPITAL

The allotted, called up and fully paid share capital of the Company is:

	31 December 2016	31 December 2015
	£	£
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

None of the above classes of the Company's shares carries a right to fixed income.

Care and Mobility (Midlands) Limited

NOTES TO THE FINANCIAL STATEMENTS (continued) Year ended 31 December 2016

12. FINANCIAL COMMITMENTS

Total future minimum lease payments under non-cancellable operating leases are as follows:

	31 December 2016	31 December 2015
	£	£
Operating leases which expire:		
Within one year	-	24,000
Within two to five years	-	28,129
	<hr/>	<hr/>
	-	52,129
	<hr/>	<hr/>

All of the above operating leases relate to buildings.

13. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption in FRS 102 not to disclose details of transactions with:

- Simplyhealth Group Limited and its subsidiary undertakings, 100% of whose voting rights are controlled within the group, that are included in the consolidated financial statements of Simplyhealth Group Limited, and
- Key management personnel.

14. ULTIMATE PARENT AND CONTROLLING PARTY

The Company's ultimate parent company is Simplyhealth Group Limited, a company registered in the United Kingdom and limited by guarantee.

Simplyhealth Group Limited is the parent of the largest and smallest group for which consolidated accounts are prepared of which the Company is a member. The financial statements of this company can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.