

LIBRA GUARANTEECO LIMITED

**Annual Report and Unaudited Financial Statements
For the year ended 30 September 2017**

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LIBRA GUARANTEECO LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2017

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LIBRA GUARANTEECO LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30
SEPTEMBER 2017**

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Mr J Hutchens (appointed 21 September 2017)
Dr C Patel (resigned 22 September 2017)
Mr D Smith

REGISTERED OFFICE

Southgate House
Archer Street
Darlington
County Durham
DL3 6AH

LIBRA GUARANTEECO LIMITED

DIRECTORS' REPORT

The Directors have pleasure in presenting their annual report and the unaudited financial statements for the year ended 30 September 2017.

PRINCIPAL ACTIVITY

The principal activity of the Company is to act as a holding company. In previous years, the Company was a dormant company, as defined in Section 1169 of the Companies Act 2006. The Company is a dormant company for the current and preceding year.

The principal activity of the Company's parent undertaking, FC Skyfall Upper Midco Limited and its subsidiaries (the "Group"), is the management and running of care homes principally for the elderly. The Group also owns the freeholds of care homes which are leased to the operating subsidiaries (HC-One Limited, Meridian Healthcare Limited and HC-One Beamish Limited) and a small number of third party operators.

SHARE CAPITAL

The Company was incorporated as a private company limited by guarantee without a share capital.

DIRECTORS

The Directors who served during the year were as follows:

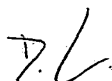
Mr J Hutchens (appointed 21 September 2017)
Dr C Patel (resigned 22 September 2017)
Mr D Smith

The current Directors of the Company are detailed on page 1.

THIRD-PARTY INDEMNITY PROVISIONS

The Company has made qualifying third-party indemnity provisions for the benefit of its Directors, which were made during the year and remain in force to the date of this report.

Approved by the Board and signed on its behalf by:



Mr D Smith
Director
Date: 21 February 2018
Southgate House
Archer Street
Darlington
County Durham DL3 6AH

LIBRA GUARANTEECO LIMITED

BALANCE SHEET
As at 30 September 2017

			2017	2016
	Notes	£	£	£
CURRENT ASSETS				
Debtors	4	<u>58,216</u>	<u>58,216</u>	<u>58,216</u>
CREDITORS: amounts falling due within one year	5	<u>(493)</u>	<u>(493)</u>	
NET CURRENT ASSETS			<u>57,723</u>	<u>57,723</u>
NET ASSETS			<u><u>57,723</u></u>	<u><u>57,723</u></u>
CAPITAL AND RESERVES				
Profit and loss account	6		<u>57,723</u>	<u>57,723</u>
RESERVES			<u><u>57,723</u></u>	<u><u>57,723</u></u>

Libra GuaranteeCo Limited (registered number 05324564) did not trade during the current period and has neither profit or loss, nor any other items of comprehensive income. Libra GuaranteeCo Limited is a dormant company as defined by the Companies Act 2006, and has therefore elected to retain its accounting policies for reported assets, liabilities and equity at the date of transition to FRS 102 in accordance with the transition provisions in paragraph 35.10 in FRS 102.

For the year ending 30 September 2017 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements on pages 3 to 5 were approved and authorised for issue by the Board of Directors on 21 February 2018.

Signed on behalf of the Board of Directors



Mr D Smith
Director
21 February 2018

LIBRA GUARANTEECO LIMITED

NOTES TO THE ACCOUNTS

For the year ended 30 September 2017

1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards. They have been applied consistently throughout the current and preceding year.

Libra GuaranteeCo Limited was incorporated in Great Britain and registered in England and Wales on 5 January 2005. The address of the registered office is on page 1. The Company is dormant.

The Company is limited by guarantee and as such has no share capital. The liability of each member, in the event of winding up shall not exceed £1. At 30 September 2017, the Company only has one member.

2. PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the Company has not received income, incurred expenditure or recognised any other items of comprehensive income during either the current or preceding financial year. There have been no movements in shareholders' funds during the current or preceding financial year and therefore no statement of changes in equity has been included.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The Company had no employees during the current or preceding year.

None of the Directors received emoluments in relation to their services to the Company during the current or preceding year. Directors' emoluments have been borne by HC-One Limited, a group undertaking during the current and preceding year.

4. DEBTORS

	2017	2016
	£	£
Amount owed by group undertaking	58,216	58,216

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017	2016
	£	£
Amount due to group undertaking	493	493
	493	493

Amounts due to group undertakings are due on demand bearing no interest.

6. PROFIT AND LOSS ACCOUNT

	2017	2016
	£	£
At 1 October	57,723	57,723
Profit for the year	-	-
At 30 September	57,723	57,723

NOTES TO THE ACCOUNTS (Continued)
For the year ended 30 September 2017

7. SUBSEQUENT EVENTS

No subsequent events are noted between the year ended 30 September 2017 and the date of signing.

8. RELATED PARTY TRANSACTIONS

The Company has taken exemption provided under FRS 102 to not disclose intercompany transactions with other group undertakings within the FC Skyfall Upper Midco Limited group.

There are no transactions between the Company and the directors during the current year or the preceding year.

The cost of the annual return fee was borne by NHP Management Limited, a group undertaking, in the current and preceding year, without any right of reimbursement.

No other related party transaction is noted.

9. CONTINGENT LIABILITIES

The Company and its group undertakings are guarantors to a facility agreement entered into by FC Skyfall Bidco Limited, the Company's intermediate parent undertaking. The facility is secured by a fixed and floating charge over the group assets and unlimited guarantee from its group undertakings. As at 21 February 2018 the outstanding loan amount is £281.3m.

10. ULTIMATE CONTROLLING PARTY

In the opinion of the Directors, the Company's ultimate parent company and ultimate controlling party is FC Skyfall LP, a limited partnership incorporated and registered in the Cayman Islands.

The parent undertaking of both the largest and the smallest group in which includes the Company and for which group accounts are prepared is FC Skyfall Upper Midco Limited, a company incorporated in England and Wales. The registered address of FC Skyfall Upper Midco Limited is 40 Bank Street, Level 29, London, E14 5DS.

Copies of FC Skyfall Upper Midco Limited consolidated financial statements for the year ended 30 September 2017 are available from Companies House at Crown Way, Cardiff, Wales, CF14 3UZ.

The immediate parent undertaking is Libra CareCo Investments 2 Limited, a company incorporated in Great Britain and registered in England and Wales.