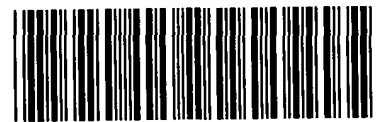


REGISTERED NUMBER: 05597217

ABBREVIATED ACCOUNTS
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016
FOR
ABICARE SERVICES LIMITED

WEDNESDAY



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**CONTENTS OF THE ABBREVIATED ACCOUNTS
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

	Page
Company Information	1
Strategic Report	2
Report of the Director	3
Report of the Independent Auditors on the Abbreviated Accounts	4
Abbreviated Profit and Loss Account	5
Statement of Total Recognised Gains and Losses	6
Abbreviated Balance Sheet	7
Notes to the Abbreviated Accounts	8

ABICARE SERVICES LIMITED

**COMPANY INFORMATION
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

DIRECTOR:

A Perry

REGISTERED OFFICE:

Abihouse Unit 1a
Brunel Road
Salisbury
Wiltshire
SP2 7PU

REGISTERED NUMBER:

05597217

AUDITORS:

Richardsons
Chartered Accountants
Statutory Auditors
30 Upper High Street
Thame
Oxfordshire
OX9 3EZ

**STRATEGIC REPORT
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

The director presents her strategic report for the period 1 August 2014 to 31 January 2016.

REVIEW OF BUSINESS

The results of the financial period are set out in these financial statements.

On the 31st January 2016 Healix International Holdings Limited purchases shares in Abigroup Holdings Limited thereby becoming the ultimate parent company. Healix is a highly successful organisation and we believe this new relationship will provide structure and give us opportunities to develop the business.

In order to align our accounts with Healix we are reporting an 18 month period in these accounts. This will be followed by a two month period before reverting to a 12 month accounting period from April to March.

Adjusting for the different period lengths turnover has increased by 32%. We are especially pleased with the growth in our Live-in business. Live-in is a major area of opportunity for the coming year.

The loss made in the year was disappointing. However, we have taken steps to restructure the company and resolve issues that we are confident will result in profitability going forward.

PRINCIPAL RISKS AND UNCERTAINTIES

The board consider that the principal risks and uncertainties faced by the company are in the following categories:

Economic risk

The continued pressure on local authority funding.

The ongoing changes to the living wage requirements.

Recruitment of quality staff particularly in the light of Brexit.

These risks are managed by close working relationships with local authorities where we focus on these issues.

Competition risk

The board manage competition risk through close attention to client service levels.

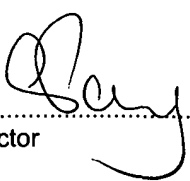
Financial Risk

The company is focused and has procedures supported by appropriate key performance indicators to manage credit, liquidity and other financial risks.

KEY PERFORMANCE INDICATORS

Following the work done this year the company's key performance indicator is profitability. We are also looking for revenue growth providing it is profit generating.

ON BEHALF OF THE BOARD:


.....
A Perry - Director

Date:

09.11.16.

**REPORT OF THE DIRECTOR
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

The director presents her report with the accounts of the company for the period 1 August 2014 to 31 January 2016.

DIVIDENDS

No dividends will be distributed for the period ended 31 January 2016.

FUTURE DEVELOPMENTS

It is the intention of the board to develop the existing activities of the company focusing on the profitability of those activities.

We will continue to review our support operation to ensure an efficient and effective infrastructure to our front line staff.

We will continue to use the knowledge of the industry gained in the 10 years since our incorporation, to provide a proven portfolio of support that reflects the challenging and changing nature of the business.

DIRECTOR

A Perry held office during the whole of the period from 1 August 2014 to the date of this report.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless she is 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 director is 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 director is 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 her to ensure that the financial statements comply with the Companies Act 2006. She is 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and she has taken all the steps that she ought to have taken as a director in order to make herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

.....
A Perry - Director

Date: 09.11.16.....

**REPORT OF THE INDEPENDENT AUDITORS TO
ABICARE SERVICES LIMITED
UNDER SECTION 449 OF THE COMPANIES ACT 2006**

We have examined the abbreviated accounts set out on pages five to fourteen, together with the full financial statements of Abicare Services Limited for the period ended 31 January 2016 prepared under Section 396 of the Companies Act 2006.

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' 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, for our work, for this report, or for the opinions we have formed.

Respective responsibilities of director and auditors

The director is responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section and to report our opinion to you.

Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section.

Simon Husband (Senior Statutory Auditor)
for and on behalf of Richardsons
Chartered Accountants
Statutory Auditors
30 Upper High Street
Thame
Oxfordshire
OX9 3EZ

Date: 9 November 2016

ABICARE SERVICES LIMITED (REGISTERED NUMBER: 05597217)**ABBREVIATED PROFIT AND LOSS ACCOUNT
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

	Notes	Period 1/8/14 to 31/1/16		Year Ended 31/7/14 as restated	
		£	£	£	£
TURNOVER			14,921,968		7,524,124
Cost of sales			(12,634,211)		(6,392,005)
			<u>2,287,757</u>		<u>1,132,119</u>
Administrative expenses			2,683,122		1,472,124
OPERATING LOSS	3		(395,365)		(340,005)
Interest receivable and similar income			<u>24</u>		<u>-</u>
			(395,341)		(340,005)
Interest payable and similar charges	4		<u>6,262</u>		<u>20,973</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION			(401,603)		(360,978)
Tax on loss on ordinary activities	5		<u>-</u>		<u>-</u>
LOSS FOR THE FINANCIAL PERIOD			(401,603)		(360,978)
Deficit brought forward:					
As previously reported		(1,021,237)		(564,539)	
Prior year adjustment	6	<u>-</u>		<u>(95,720)</u>	
As restated			<u>(1,021,237)</u>		<u>(660,259)</u>
DEFICIT CARRIED FORWARD			<u>(1,422,840)</u>		<u>(1,021,237)</u>

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current period or previous year.

The notes form part of these abbreviated accounts

**STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

	Period 1/8/14 to 31/1/16 £	Year Ended 31/7/14 as restated £
LOSS FOR THE FINANCIAL PERIOD	(401,603)	(360,978)
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE PERIOD	<u>(401,603)</u>	<u>(360,978)</u>
Prior year adjustment		<u>(95,720)</u>
TOTAL GAINS AND LOSSES RECOGNISED SINCE LAST ANNUAL REPORT		<u><u>(456,698)</u></u>

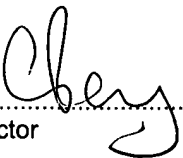
The notes form part of these abbreviated accounts

ABICARE SERVICES LIMITED (REGISTERED NUMBER: 05597217)**ABBREVIATED BALANCE SHEET
31 JANUARY 2016**

		2016		2014 as restated	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	7		-		-
Tangible assets	8		34,465		43,565
			<u>34,465</u>		<u>43,565</u>
CURRENT ASSETS					
Debtors	9	1,089,499		1,396,926	
Cash at bank		130,213		25,175	
		<u>1,219,712</u>		<u>1,422,101</u>	
CREDITORS					
Amounts falling due within one year	10	1,250,201		2,446,957	
NET CURRENT LIABILITIES			<u>(30,489)</u>		<u>(1,024,856)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			3,976		(981,291)
CREDITORS					
Amounts falling due after more than one year	11		-		39,942
NET ASSETS/(LIABILITIES)			<u>3,976</u>		<u>(1,021,233)</u>
CAPITAL AND RESERVES					
Called up share capital	15		1,326,819		4
Share premium	16		99,997		-
Profit and loss account			<u>(1,422,840)</u>		<u>(1,021,237)</u>
SHAREHOLDERS' FUNDS	21		<u>3,976</u>		<u>(1,021,233)</u>

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to medium-sized companies.

The financial statements were approved by the director on 09.11.16 and were signed by:


A Perry - Director

The notes form part of these abbreviated accounts

**NOTES TO THE ABBREVIATED ACCOUNTS
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

1. ACCOUNTING POLICIES

Accounting convention

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

Financial Reporting Standard number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 8 Related Party Disclosures, not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Turnover represents the fair value of consideration receivable, excluding Value Added Tax, in the ordinary course of business for goods and services provided.

In respect of contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced based upon hours booked to individual clients.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset.

Trademarks and patents are amortised on a straight line basis over 5 years.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Plant and machinery	- 20% straight line basis
Motor vehicles	- 25% straight line basis
Computer equipment	- 33% straight line basis

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

Going concern

In assessing the going concern basis of preparation of the financial statements, the director has taken into consideration future cash flow requirements of the business and the continuing support provided by its parent company. As a result the director considers it appropriate to prepare the financial statements on a going concern basis.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

NOTES TO THE ABBREVIATED ACCOUNTS - continued
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016

2. STAFF COSTS

	Period 1/8/14 to 31/1/16	Year Ended 31/7/14 as restated
	£	£
Wages and salaries	11,647,902	5,731,765
Social security costs	642,414	347,168
Other pension costs	89,038	12,212
	<u>12,379,354</u>	<u>6,091,145</u>

The average monthly number of employees during the period was as follows:

	Period 1/8/14 to 31/1/16	Year Ended 31/7/14 as restated
Carers	536	433
Administrative	50	41
	<u>586</u>	<u>474</u>

3. OPERATING LOSS

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

	Period 1/8/14 to 31/1/16	Year Ended 31/7/14 as restated
	£	£
Depreciation - owned assets	24,297	17,695
(Profit)/loss on disposal of fixed assets	(1,501)	2,760
Auditors' remuneration	13,500	15,000
	<u>16,667</u>	<u>42,638</u>

NOTES TO THE ABBREVIATED ACCOUNTS - continued
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016

4. INTEREST PAYABLE AND SIMILAR CHARGES

	Period 1/8/14 to 31/1/16	Year Ended 31/7/14 as restated £
Bank loan interest	£ 6,062	14,958
Interest and penalties on late payment	200	5,409
Hire purchase	-	606
	<u>6,262</u>	<u>20,973</u>

5. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the period ended 31 January 2016 nor for the year ended 31 July 2014.

6. PRIOR YEAR ADJUSTMENT

The director identified a number of prepayments that did not meet the recognition criteria of an asset and should have been recognised as an expense in the year ended 31 July 2013. The error was corrected last year as a prior year adjustment.

The effect of this was to decrease the value of prepayments at 31 July 2013 by £95,720 and to increase expenses by the same amount. The effect in the year ended 31 July 2014 was to increase the deficit on opening reserves by £95,720 and to decrease expenses by the same amount.

7. INTANGIBLE FIXED ASSETS

	Patents and licences £
COST	
At 1 August 2014 and 31 January 2016	<u>28,982</u>
AMORTISATION	
At 1 August 2014 and 31 January 2016	<u>28,982</u>
NET BOOK VALUE	
At 31 January 2016	<u>-</u>
At 31 July 2014	<u>-</u>

NOTES TO THE ABBREVIATED ACCOUNTS - continued
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016

8. TANGIBLE FIXED ASSETS

	Plant and machinery £	Motor vehicles £	Computer equipment £	Totals £
COST				
At 1 August 2014	92,341	45,657	12,079	150,077
Additions	12,396	4,000	-	16,396
Disposals	-	(10,255)	-	(10,255)
At 31 January 2016	<u>104,737</u>	<u>39,402</u>	<u>12,079</u>	<u>156,218</u>
DEPRECIATION				
At 1 August 2014	59,084	43,401	4,027	106,512
Charge for period	19,332	2,147	2,818	24,297
Eliminated on disposal	-	(9,056)	-	(9,056)
At 31 January 2016	<u>78,416</u>	<u>36,492</u>	<u>6,845</u>	<u>121,753</u>
NET BOOK VALUE				
At 31 January 2016	<u>26,321</u>	<u>2,910</u>	<u>5,234</u>	<u>34,465</u>
At 31 July 2014	<u>33,257</u>	<u>2,256</u>	<u>8,052</u>	<u>43,565</u>

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2016 £	2014 as restated £
Trade debtors	731,391	997,755
Other debtors	358,108	399,171
	<u>1,089,499</u>	<u>1,396,926</u>

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2016 £	2014 as restated £
Bank loans and overdrafts (see note 12)	25,845	28,195
Trade creditors	243,291	224,946
Corporation tax	3,736	3,582
Social security and other taxes	91,305	310,646
Other creditors	886,024	1,879,588
	<u>1,250,201</u>	<u>2,446,957</u>

11. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	2016 £	2014 as restated £
Bank loans (see note 12)	<u>-</u>	<u>39,942</u>

NOTES TO THE ABBREVIATED ACCOUNTS - continued
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016

12. **LOANS**

An analysis of the maturity of loans is given below:

	2016	2014 as restated
	£	£
Amounts falling due within one year or on demand:		
Bank loans	<u>25,845</u>	<u>28,195</u>
Amounts falling due between one and two years:		
Bank loans - 1-2 years	<u>-</u>	<u>39,942</u>

13. **OPERATING LEASE COMMITMENTS**

The following operating lease payments are committed to be paid within one year:

	Land and buildings 2016	2014 as restated
	£	£
Expiring:		
Within one year	27,357	47,560
Between one and five years	<u>7,800</u>	<u>47,338</u>
	<u>35,157</u>	<u>94,898</u>

14. **SECURED DEBTS**

The following secured debts are included within creditors:

	2016	2014 as restated
	£	£
Other creditors	<u>278,762</u>	<u>552,256</u>

15. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:
Number: Class:

	Nominal value:	2016	2014 as restated
		£	£
132,682,028 Ordinary	0.01	<u>1,326,819</u>	<u>4</u>

NOTES TO THE ABBREVIATED ACCOUNTS - continued
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016

15. CALLED UP SHARE CAPITAL - continued

During the year the company sub-divided its share capital converting the £1 ordinary shares into £0.01 ordinary shares.

On the same date a loan from P A R Mason of £100,000 was converted into share capital for 328 shares.

At the period end Abigroup Holdings Limited converted its loan of £1,326,813 into 132,681,300 shares.

16. RESERVES

	Share premium £
Cash share issue	99,997
At 31 January 2016	<u>99,997</u>

17. ULTIMATE PARENT COMPANY

Healix International Holdings Limited is regarded by the director as being the company's ultimate parent company.

18. DIRECTOR'S ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the period ended 31 January 2016 and the year ended 31 July 2014:

	2016 £	2014 as restated £
A Perry		
Balance outstanding at start of period	70,588	56,259
Amounts advanced	14,942	14,329
Amounts repaid	-	-
Balance outstanding at end of period	<u>85,530</u>	<u>70,588</u>

19. RELATED PARTY DISCLOSURES

A Perry

A director of the company.

At the balance sheet date a £85,531 (2014: £70,588) included within other debtors was due from A M Perry.

**NOTES TO THE ABBREVIATED ACCOUNTS - continued
FOR THE PERIOD 1 AUGUST 2014 TO 31 JANUARY 2016**

19. RELATED PARTY DISCLOSURES - continued

P A R Mason

The company's ultimate controlling party.

During the year a loan of from P A R Mason of £100,000 was converted into share capital.

Within other creditors there was a loan of £155,000 (2014: £255,000) due to P A R Mason that was transferred to Abigroup Holdings Limited the company's parent company..

Healix International Holdings Limited

The company's ultimate parent company.

During the year an interest free loan repayable on demand of £1,171,812 from Healix International Holdings Limited was transferred to Abigroup Holdings Limited the company's parent company.

At the balance sheet date £nil (2013: £506,757) was due to Healix International Holdings Limited.

Abilink Services Limited

A fellow subsidiary.

Included within other debtors is a loan with the company of £119,595 (2014: £119,587).

During the year an additional provision of £6,385 was made so the loan is now provided for in full.

20. ULTIMATE CONTROLLING PARTY

The company is controlled by the shareholders of Healix International Holdings Limited.

21. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2016	2014 as restated
	£	£
Loss for the financial period	(401,603)	(360,978)
New share capital subscribed	1,426,812	-
Net addition/(reduction) to shareholders' funds	1,025,209	(360,978)
Opening shareholders' funds	(1,021,233)	(660,255)
Closing shareholders' funds	3,976	(1,021,233)