

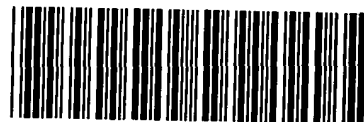
Registration number: 06099679

Agincare UK Limited

Directors' Report and Abbreviated Financial Statements

for the Period from 27 July 2013 to 25 July 2014

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Agincare UK Limited

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Agincare UK Limited

Company Information

Directors	Mr D E Luckhurst Mrs R M Taylor-Summerson Ms S L Leskinen-Keel
Registered office	Agincare House Admiralty Buildings Castletown Portland Dorset DT5 1BB
Auditors	Inspire Audit Ltd 37 Commercial Road Poole Dorset BH14 0HU

Agincare UK Limited

Strategic Report for the Year Ended 25 July 2014

The directors present their strategic report for the period from 27 July 2013 to 25 July 2014.

Business review

Fair review of the business

The principal activity of the company was the provision of domiciliary care to Local Authorities, Primary Care Trusts/CCGs and private individuals.

The Agincare Group Board remains reasonably pleased with the performance of the business in continuing challenging sector conditions. Turnover increased 14% in the year and net profit increased by 479%. The focus on a more cautious model of service delivery put Agincare in a better position to tender for high volumes of delivery but only at sustainable fee rates.

Towards the end of the financial year Agincare won a significant contract in Nottinghamshire, and while its impact was not material in this financial year, it will be significant going forward.

Agincare continues to look to broadening its offering to the industry, and prides itself in being at the forefront of service innovation. We work closely with commissioners tailoring our offering to ensure that the best value for money is achieved for the public purse. The ongoing cuisine operation in a sister company was absorbed into the business for the start of the new financial year.

The aging population is making and will continue to make increasing demands of the care sector and Agincare with its sister companies offer an almost unique pathway of care in the sector. The differentiation of Agincare as a long term provider of multi-skilled delivery along the pathway with high standards of compliancy, at reasonable cost is of paramount importance. The future is, even in these challenging conditions, positive.

Principal risks and uncertainties

The principal risk factors remain as highlighted in previous years: loss of revenue and profits from contracts with Local Authorities; increased localised competition and personalisation agenda; public sector funding cuts; pension and other workforce impacts.

Levels of pay in the industry and zero hour contracts reflect of the commissioning environment that most health care businesses work within. In common with other providers staff recruitment and retention remains a risk. Agincare pays above the national minimum rate, and endeavours to offer a living wage and contracted hours where the local contract conditions permit. Auto-enrolment for employee pensions has been introduced in line with the national roll out.

Future Developments

Agincare UK Limited will continue with the current strategy of consolidating and underpinning its presence across the South and undertaking continuous critical review of type, scope and cost of service delivery. Our long term vision remains to have a national presence but pricing pressures in the North may preclude this move in the short term.

We will continue to identify and pursue appropriate opportunities that present themselves in the sector. We continually review our current workload in light of changing demographics, social and health care demands and will address the commercial issues threatening the sustainability of geographical operations. Further diversification of service provision and partnerships with others will also be pursued.

We will capitalise on our excellent range of service provision, accepting the increased limitations of the traditional core business and with a priority of continuing to protect it, maintain as much of the presence as possible and have another year ahead in which efforts can be more about positive, safe growth from a far more stable and responsive platform. It is also recognised that investment may be better served in other areas of the group where higher returns can be made.

Agincare UK Limited

Strategic Report for the Year Ended 25 July 2014

Employee Involvement

The Group's policy is to consult and discuss with employees (through formal and informal meetings, regular contact and Group publications) matters likely to affect employees' interests. Information on matters of interest and possible concern to employees is given through bulletins which seek to achieve common awareness on the part of all employees of factors affecting the Group and their roles.

Employment of disabled persons

Applications for employment by disabled persons are always fully considered bearing in mind the aptitude of the applicant concerned and the physical nature of the care service delivered to the client. Where appropriate, all necessary assistance is given with initial training and once employed a career plan is developed so as to ensure suitable opportunities for each individual.

Approved by the Board on16/1/15..... and signed on its behalf by:



Mr D E Luckhurst
Director

Agincare UK Limited

Directors' Report for the Period from 27 July 2013 to 25 July 2014

The directors present their report and the financial statements for the period from 27 July 2013 to 25 July 2014.

Principal activity

The principal activity of the company is supplying domiciliary, personal care and other associated support activities to individuals in their own homes.

Directors of the company

The directors who held office during the period were as follows:

Mr D E Luckhurst

Mrs R M Taylor-Summerson

Ms S L Leskinen-Keel

Financial risk management objectives and policies

In accordance with section 414C(11) items required under schedule 7 are included within the company's strategic report on page 2.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of.

Reappointment of auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Inspire Audit Ltd as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board on16/11/15..... and signed on its behalf by:



Mr D E Luckhurst
Director

Agincare UK Limited

Statement of Directors' Responsibilities

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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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 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.

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of.

Independent Auditor's Report to the Members of Agincare UK Limited

We have audited the financial statements of Agincare UK Limited for the period from 27 July 2013 to 25 July 2014, set out on pages 8 to 23. 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).

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.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of Directors' Responsibilities (set out on page 5), 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 (APB'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 Strategic Report and Directors' Report 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 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 25 July 2014 and of its profit for the period 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

**Independent Auditor's Report to the Members of
Agincare UK 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.

Inspire Audit Ltd
.....
Mr Andrew John Singleton FCCA
(Senior Statutory Auditor)
For and on behalf of Inspire Audit Ltd,
Statutory Auditors

37 Commercial Road
Poole
Dorset
BH14 0HU

Date: *2/2/15*

Agincare UK Limited**Profit and Loss Account for the Period from 27 July 2013 to 25 July 2014**

	Note	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Turnover		17,030,801	14,956,807
Cost of sales		<u>(11,403,573)</u>	<u>(10,211,800)</u>
Gross profit		5,627,228	4,745,007
Administrative expenses		(4,889,405)	(4,294,420)
Other operating income		<u>295,000</u>	<u>-</u>
Operating profit	2	1,032,823	450,587
Costs of reorganisation and restructuring	3	-	(155,775)
Other interest receivable and similar income	6	1	-
Interest payable and similar charges	7	<u>(157)</u>	<u>(809)</u>
Profit on ordinary activities before taxation		1,032,667	294,003
Tax on profit on ordinary activities	8	<u>(269,453)</u>	<u>(162,241)</u>
Profit for the financial period	19	<u><u>763,214</u></u>	<u><u>131,762</u></u>

Turnover and operating profit derive wholly from continuing operations.

The company has no recognised gains or losses for the period other than the results above.

Agincare UK Limited (Registration number: 06099679)

Balance Sheet at 25 July 2014

		25 July 2014		26 July 2013	
	Note	£	£	£	£
Fixed assets					
Intangible fixed assets	9		2,906,945		3,130,556
Tangible fixed assets	10		172,785		74,928
Investments	11		258,273		100
			<u>3,338,003</u>		<u>3,205,584</u>
Current assets					
Stocks	12	7,722		-	
Debtors	13	2,707,712		3,523,196	
Cash at bank and in hand		<u>47,493</u>		<u>349,897</u>	
		2,762,927		3,873,093	
Creditors: Amounts falling due within one year	14	<u>(1,465,337)</u>		<u>(945,855)</u>	
Net current assets			<u>1,297,590</u>		<u>2,927,238</u>
Total assets less current liabilities			4,635,593		6,132,822
Creditors: Amounts falling due after more than one year	15		-		(320,202)
Provisions for liabilities	16		-		(241)
Net assets			<u>4,635,593</u>		<u>5,812,379</u>
Capital and reserves					
Called up share capital	17	4,350,000		4,350,000	
Profit and loss account	19	<u>285,593</u>		<u>1,462,379</u>	
Shareholders' funds	20		<u>4,635,593</u>		<u>5,812,379</u>

Approved and authorised for issue by the Board on 16/11/15 and signed on its behalf by:



Mr D E Luckhurst
Director

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

1 Accounting policies

Basis of preparation

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

The company is exempt from preparing a cash flow statement as 90% or more of the voting rights are held within the group.

Exemption from preparing group accounts

The company has taken exemption from preparing group accounts as it is included in consolidated accounts for a larger group which are drawn up as full consolidated audited accounts which are filed at Companies House.

Turnover

Turnover represents amounts chargeable, net of value added tax, in respect of the sale of goods and services to customers.

Goodwill

Positive goodwill is capitalised, classified as an asset on the balance sheet and amortised on a straight line basis over its useful economic life. It is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

Amortisation

Amortisation is provided on intangible fixed assets so as to write off the cost, less any estimated residual value, over their expected useful economic life as follows:

Goodwill	Over 18 years on a straight line basis
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Depreciation

Depreciation is provided on tangible fixed assets so as to write off the cost or valuation, less any estimated residual value, over their expected useful economic life as follows:

Leasehold property	Straight line over the life of the lease
Computer equipment	25% straight line basis
Fixtures and fittings	15% straight line basis
Motor vehicles	25% reducing balance basis

Fixed asset investments

Fixed asset investments are stated at historical cost less provision for any diminution in value.

Stock

Stock is valued at the lower of cost and net realisable value, after due regard for obsolete and slow moving stocks. Net realisable value is based on selling price less anticipated costs to completion and selling costs.

Deferred tax

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as required by FRS19.

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse, based on the tax rates and law enacted at the balance sheet date.

Operating leases

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term.

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

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.

Pensions

The company operates a defined contribution pension scheme. Contributions are recognised in the profit and loss account in the period in which they become payable in accordance with the rules of the scheme.

2 Operating profit

Operating profit is stated after charging:

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Operating leases - other assets	186,086	206,152
Auditor's remuneration	6,600	6,930
Loss on sale of tangible fixed assets	1,706	569
Depreciation of owned assets	58,324	41,937
Amortisation	223,611	223,611

3 Exceptional items

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Write-off of inter-company loan	-	155,775

The above exceptional item relates to the write-off of the loan owing from Agincare UK Leominster Limited, a 100% owned subsidiary of Agincare UK Limited.

Agincare UK Limited**Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014***..... continued*

4 Particulars of employees

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

	27 July 2013 to 25 July 2014 No.	28 July 2012 to 26 July 2013 No.
Employees	<u>1,081</u>	<u>901</u>

The aggregate payroll costs were as follows:

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Wages and salaries	12,706,726	11,224,307
Social security costs	722,682	666,811
Staff pensions	<u>34,948</u>	<u>1,264</u>
	<u>13,464,356</u>	<u>11,892,382</u>

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

5 Directors' remuneration

The directors' remuneration for the period was as follows:

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Remuneration (including benefits in kind)	166,374	163,422
Company contributions paid to money purchase schemes	326	-

The directors' remuneration is paid through Agincare Group Limited and recharged to Agincare UK Limited via a management charge.

Included in the above directors' remuneration is £50,282 (2013 - £31,071) in respect of remuneration relating to a director of Agincare Cuisine Limited, however he is not a director in Agincare UK Limited.

During the period the number of directors who were receiving benefits and share incentives was as follows:

	27 July 2013 to 25 July 2014 No.	28 July 2012 to 26 July 2013 No.
Accruing benefits under money purchase pension scheme	1	-

6 Other interest receivable and similar income

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Bank interest receivable	1	-

7 Interest payable and similar charges

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Other interest payable	157	809
	157	809

Agincare UK Limited**Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014***..... continued***8 Taxation****Tax on profit on ordinary activities**

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Current tax		
Corporation tax charge	270,538	162,000
Adjustments in respect of previous years	(844)	-
UK Corporation tax	269,694	162,000
Deferred tax		
Origination and reversal of timing differences	(241)	241
Total tax on profit on ordinary activities	269,453	162,241

Agincare UK Limited**Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014***..... continued***Factors affecting current tax charge for the period**

Tax on profit on ordinary activities for the year is higher than (2013 - higher than) the standard rate of corporation tax in the UK of 21% (2013 - 23%).

The differences are reconciled below:

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Profit on ordinary activities before taxation	1,032,667	294,003
Corporation tax at standard rate	216,860	67,621
Capital allowances for period in excess of depreciation	(14,015)	380
Under provision in previous year	(844)	-
Expenses not deductible for tax purposes (including goods)	4,250	37,950
Amortisation	46,958	51,431
Change in Corporation tax rate	16,485	4,618
Total current tax	269,694	162,000

9 Intangible fixed assets

	Goodwill £	Total £
Cost		
At 27 July 2013	4,025,000	4,025,000
At 25 July 2014	4,025,000	4,025,000
Amortisation		
At 27 July 2013	894,444	894,444
Charge for the period	223,611	223,611
At 25 July 2014	1,118,055	1,118,055
Net book value		
At 25 July 2014	2,906,945	2,906,945
At 26 July 2013	3,130,556	3,130,556

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

10 Tangible fixed assets

	Leasehold property £	Computer equipment £	Fixtures and fittings £	Motor vehicles £	Total £
Cost or valuation					
At 27 July 2013	47,720	158,158	27,496	-	233,374
Additions	-	119,051	1,214	37,499	157,764
Disposals	-	(33,210)	-	-	(33,210)
At 25 July 2014	47,720	243,999	28,710	37,499	357,928
Depreciation					
At 27 July 2013	12,472	123,411	22,563	-	158,446
Charge for the period	2,169	43,627	3,153	9,375	58,324
Eliminated on disposals	-	(31,627)	-	-	(31,627)
At 25 July 2014	14,641	135,411	25,716	9,375	185,143
Net book value					
At 25 July 2014	33,079	108,588	2,994	28,124	172,785
At 26 July 2013	35,248	34,747	4,933	-	74,928

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

11 Investments held as fixed assets

	25 July 2014 £	26 July 2013 £
Shares in group undertakings and participating interests	<u>258,273</u>	<u>100</u>
Shares in group undertakings and participating interests		
	Subsidiary undertakings £	Total £
Cost		
At 27 July 2013	100	100
Additions	<u>258,173</u>	<u>258,173</u>
At 25 July 2014	<u>258,273</u>	<u>258,273</u>
Net book value		
At 25 July 2014	<u>258,273</u>	<u>258,273</u>
At 26 July 2013	<u>100</u>	<u>100</u>

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Holding	Proportion of voting rights and shares held	Principal activity
Subsidiary undertakings			
Agincare UK Leominster Limited	Ordinary	100%	Dormant
Priority Homecare Limited	Ordinary	100%	Care assistant services

The profit for the financial period of Agincare UK Leominster Limited was £nil and the aggregate amount of capital and reserves at the end of the period was £100.

The financial period end of Priority Homecare Limited is 1 June. The loss for the financial period of Priority Homecare Limited was £136,789 and the aggregate amount of capital and reserves at the end of the period was £197,503.

Agincare UK Leominster Limited was dissolved on 29 July 2014.

Agincare UK Limited**Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014***..... continued***12 Stocks**

	25 July 2014 £	26 July 2013 £
Stocks	<u>7,722</u>	<u>-</u>

13 Debtors

	25 July 2014 £	26 July 2013 £
Trade debtors	838,174	983,372
Amounts owed by group undertakings	335,980	1,654,220
Other debtors	83,551	5,444
Prepayments and accrued income	<u>1,450,007</u>	<u>880,160</u>
	<u>2,707,712</u>	<u>3,523,196</u>

Debtors includes £335,980 (2013 - £1,654,220) receivable after more than one year.

This can be analysed as follows:

	25 July 2014 £	26 July 2013 £
Amounts owed by group undertakings	<u>335,980</u>	<u>1,654,220</u>

Agincare UK Limited**Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014***..... continued***14 Creditors: Amounts falling due within one year**

	25 July 2014 £	26 July 2013 £
Trade creditors	317,980	198,939
Amounts owed to participating interests	72,251	100
Corporation tax	145,289	87,885
Other taxes and social security	133,033	117,679
Other creditors	105,528	8,572
Accruals and deferred income	691,256	532,680
	<u>1,465,337</u>	<u>945,855</u>

15 Creditors: Amounts falling due after more than one year

	25 July 2014 £	26 July 2013 £
Directors' current accounts	<u>-</u>	<u>320,202</u>

16 Provisions

	Deferred tax £	Total £
At 27 July 2013	241	241
Utilised during the period	<u>(241)</u>	<u>(241)</u>
At 25 July 2014	<u>-</u>	<u>-</u>

Analysis of deferred tax

	25 July 2014 £	26 July 2013 £
Difference between accumulated depreciation and amortisation and capital allowances	<u>-</u>	<u>241</u>

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

17 Share capital

Allotted, called up and fully paid shares

	25 July 2014		26 July 2013	
	No.	£	No.	£
Ordinary shares of £1 each	<u>4,350,000</u>	<u>4,350,000</u>	<u>4,350,000</u>	<u>4,350,000</u>

18 Dividends

	25 July 2014 £	26 July 2013 £
Dividends paid		
Current period interim dividend paid	<u>1,940,000</u>	<u>-</u>

19 Reserves

	Profit and loss account £	Total £
At 27 July 2013	1,462,379	1,462,379
Profit for the period	763,214	763,214
Dividends	<u>(1,940,000)</u>	<u>(1,940,000)</u>
At 25 July 2014	<u>285,593</u>	<u>285,593</u>

20 Reconciliation of movement in shareholders' funds

	27 July 2013 to 25 July 2014 £	28 July 2012 to 26 July 2013 £
Profit attributable to the members of the company	763,214	131,762
Dividends	<u>(1,940,000)</u>	<u>-</u>
Net (reduction)/addition to shareholders' funds	<u>(1,176,786)</u>	<u>131,762</u>
Shareholders' funds at start of period	<u>5,812,379</u>	<u>5,680,617</u>
Shareholders' funds at end of period	<u>4,635,593</u>	<u>5,812,379</u>

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

21 Pension schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme for the benefit of its employees. The pension cost charge for the period represents contributions payable by the company to the scheme and amounted to £34,948 (2013 - £1,264).

Contributions totalling £6,990 (2013 - £590) were payable to the scheme at the end of the period and are included in creditors.

22 Contingent liabilities

Agincare UK Limited has appointed assets to an Employee Benefit Trust. Following the passing of the 2014 Finance Bill, the company may have a liability to HM Revenue & Customs in respect of these assets, which is expected to be £600,324. Any potential payment may be reclaimed from HMRC in the future depending on the outcome of HMRC's inquiries. At the date of signing the accounts HMRC had made no moves to enforce this legislation or collect these amounts. The amount guaranteed is £nil (2013 - £nil).

Included within other creditors is an amount of £92,211 which is payable in connection with the company's acquisition of Priority Homecare Limited. The amount payable depends upon the retention of a number of employees of Priority Homecare Limited as agreed in the share sales agreement. The amount guaranteed is £nil (2013 - £nil).

23 Commitments

Operating lease commitments

As at 25 July 2014 the company had annual commitments under non-cancellable operating leases as follows:

Operating leases which expire:

	25 July 2014 £	26 July 2013 £
Land and buildings		
Within one year	12,715	23,641
Within two and five years	71,378	67,097
Over five years	28,750	22,250
	<u>112,843</u>	<u>112,988</u>

Included in the above commitments is £nil (2013 - £19,981) expiring in under one year and £10,500 (2013 - £10,500), expiring within two and five years, which are in the names of Agincare Limited, a fellow subsidiary. Also included in the above commitments is £3,488, expiring within two and five years, which is in the name of Agincare Cuisine Limited and £22,250 (2013 - £22,250), expiring in over five years, in the name of the company's parent, Agincare Group Limited.

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... continued

24 Related party transactions

The company has taken advantage of the exemption in FRS8 "Related Party Disclosures" from disclosing transactions with other members of the group.

Other related party transactions

During the period the company made the following related party transactions:

Mr D E Luckhurst

(Director)

During the period a total of £734,564 was advanced to, and a total of £nil was repaid by Mr D E Luckhurst in respect of his director's current account. The balance of £414,362 was transferred into Agincare Group Limited during the year. At the balance sheet date the amount due to Mr D E Luckhurst was £nil (2013 - £320,202).

Agincourt Care Home Limited

(Under common control)

During the year, the company made sales to Agincourt Care Home Limited of £nil (2013 - £1,074). At the balance sheet date the amount due to Agincourt Care Home Limited was £nil (2013 - £nil).

Gainsborough Care Home Limited

(Under common control)

During the year, the company made sales to Gainsborough Care Home Limited of £nil (2013 - £444). At the balance sheet date the amount due to Gainsborough Care Home Limited was £nil (2013 - £nil).

Trafalgar Care Limited

(Under common control)

During the year, the company made sales to Trafalgar Care Limited of £nil (2013 - £72). At the balance sheet date the amount due to Trafalgar Care Limited was £nil (2013 - £nil).

Naseby Care Home Limited

(Under common control)

During the year, the company made sales to Naseby Care Home Limited of £6,683 (2013 - £3,073). At the balance sheet date the amount due to Naseby Care Home Limited was £nil (2013 - £nil).

Chalgrove Care Home Limited

(Under common control)

During the year, the company made sales to Chalgrove Care Home Limited of £423 (2013 - £444). At the balance sheet date the amount due to Chalgrove Care Home Limited was £nil (2013 - £nil).

Southern Electronic Services Limited

(A member of key management within Agincare UK Limited, Mr I Foggon, is also a director and shareholder of Southern Electronic Services Limited)

During the year the company made purchases of £137,282 (2013 - £65,028) from Southern Electronic Services Limited. At the balance sheet date the amount due to Southern Electronic Services Limited was £18,885 (2013 - £11,188).

Rochester Care Home Limited

(Director in common)

During the year the company made sales to Rochester Care Home Limited of £144 (2013 - £nil). At the balance sheet date the amount due to Rochester Care Home Limited was £nil (2013 - £nil).

Agincare UK Limited

Notes to the Financial Statements for the Period from 27 July 2013 to 25 July 2014

..... *continued*

25 Control

The company is controlled by Agincare Group Limited by virtue of its 100% holding in the company's issued share capital. The ultimate controlling party is Mr D E Luckhurst by virtue of his majority shareholding in the ultimate parent company Agincare Group Limited.

Consolidated financial statements are prepared by the ultimate parent company and copies are available at Companies House.

26 Accounting reference date

The company's accounting reference date is 31 July. As permitted by Section 390 of the Companies Act 2006, the company has prepared accounts to 25 July 2014 (2013 - 26 July) reflecting its use of 13 accounting periods.