

COMPANY REGISTRATION NUMBER 06294700

WYNDHAM COURT LIMITED

FINANCIAL STATEMENTS

29 FEBRUARY 2016



CHUHAN & SINGH PARTNERSHIP LIMITED

Chartered Accountants & Statutory Auditor

81 Borough Road

Middlesbrough

TS1 3AA

WYNDHAM COURT LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 29 FEBRUARY 2016

| CONTENTS | PAGE |
|---|-------------|
| Directors' report | 1 |
| Independent auditor's report to the shareholders | 3 |
| Profit and loss account | 5 |
| Balance sheet | 6 |
| Notes to the financial statements | 7 |
| The following pages do not form part of the financial statements | |
| Detailed profit and loss account | 14 |
| Notes to the detailed profit and loss account | 15 |

WYNDHAM COURT LIMITED

DIRECTORS' REPORT

YEAR ENDED 29 FEBRUARY 2016

The directors present their report and the financial statements of the company for the year ended 29 February 2016.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was residential care for the elderly and disabled.

DIRECTORS

The directors who served the company during the year were as follows:

Mr R Pattinson
Mr SL Pattinson

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 year.

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;
- 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.

AUDITOR

Chuhan & Singh Partnership Limited are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

WYNDHAM COURT LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 29 FEBRUARY 2016

Each of the persons who is a director at the date of approval of this report confirm that:

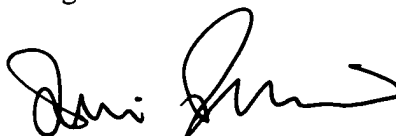
- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Registered office:
Wyndham Court Limited
Lion House
400 Durham Road
Birtley
DH3 1LS

Signed on behalf of the directors



Mr SL Pattinson

Director

Approved by the directors on 16 November 2016

WYNDHAM COURT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF WYNDHAM COURT LIMITED

YEAR ENDED 29 FEBRUARY 2016

We have audited the financial statements of Wyndham Court Limited for the year ended 29 February 2016 which comprise the Profit and Loss Account, Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective January 2015) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders 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 1, 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 annual 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 FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 29 February 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

WYNDHAM COURT LIMITED

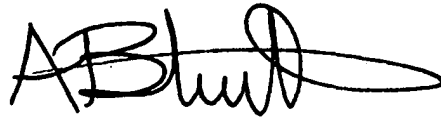
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF WYNDHAM COURT LIMITED *(continued)*

YEAR ENDED 29 FEBRUARY 2016

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 in preparing the directors' report and take advantage of the small companies exemptions from the requirement to prepare a strategic report.



MR ANTHONY BLUEITT (Senior
Statutory Auditor)
For and on behalf of
CHUHAN & SINGH PARTNERSHIP
LIMITED
Chartered Accountants
& Statutory Auditor

81 Borough Road
Middlesbrough
TS1 3AA

16 November 2016

WYNDHAM COURT LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 29 FEBRUARY 2016

| | Note | 2016 £ | 2015 £ |
|---|----------|------------------|------------------|
| TURNOVER | | 1,307,263 | 1,399,264 |
| Cost of sales | | <u>1,081,889</u> | <u>1,018,172</u> |
| GROSS PROFIT | | 225,374 | 381,092 |
| Administrative expenses | | <u>193,016</u> | <u>167,539</u> |
| OPERATING PROFIT | 2 | 32,358 | 213,553 |
| Interest receivable | | 10 | 32 |
| Interest payable and similar charges | | <u>(73,404)</u> | <u>(71,217)</u> |
| (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | | (41,036) | 142,368 |
| Tax on (loss)/profit on ordinary activities | 3 | <u>16,496</u> | <u>28,509</u> |
| (LOSS)/PROFIT FOR THE FINANCIAL YEAR | | (57,532) | 113,859 |
| Balance brought forward | | <u>(36,528)</u> | <u>(150,387)</u> |
| Balance carried forward | | <u>(94,060)</u> | <u>(36,528)</u> |

The notes on pages 7 to 12 form part of these financial statements.

WYNDHAM COURT LIMITED

BALANCE SHEET

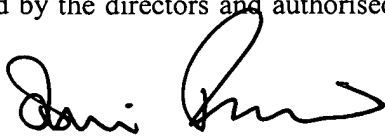
29 FEBRUARY 2016

| | Note | 2016 £ | 2015 £ |
|--|------|--------------------|--------------------|
| FIXED ASSETS | | | |
| Tangible assets | 4 | <u>3,921,621</u> | <u>3,930,054</u> |
| CURRENT ASSETS | | | |
| Stocks | | 1,375 | 642 |
| Debtors | 5 | 23,948 | 20,466 |
| Cash in hand | | <u>388</u> | <u>308</u> |
| | | 25,711 | 21,416 |
| CREDITORS: Amounts falling due within one year | 6 | <u>1,651,041</u> | <u>1,511,583</u> |
| NET CURRENT LIABILITIES | | <u>(1,625,330)</u> | <u>(1,490,167)</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | <u>2,296,291</u> | <u>2,439,887</u> |
| CREDITORS: Amounts falling due after more than one year | 7 | 2,382,375 | 2,476,315 |
| PROVISIONS FOR LIABILITIES | | | |
| Deferred taxation | 8 | <u>7,876</u> | <u>—</u> |
| | | <u>(93,960)</u> | <u>(36,428)</u> |
| CAPITAL AND RESERVES | | | |
| Called up equity share capital | 12 | 100 | 100 |
| Profit and loss account | | <u>(94,060)</u> | <u>(36,528)</u> |
| DEFICIT | | <u>(93,960)</u> | <u>(36,428)</u> |

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and with the Financial Reporting Standard for Smaller Entities (effective January 2015).

These accounts were approved by the directors and authorised for issue on 16 November 2016, and are signed on their behalf by:

Mr SL Pattinson



Company Registration Number: 06294700

The notes on pages 7 to 12 form part of these financial statements.

WYNDHAM COURT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 29 FEBRUARY 2016

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

Depreciation 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 as follows:

| | | |
|---------------------|---|----------------------|
| Fixtures & Fittings | - | 20% reducing balance |
| Equipment | - | 33% on cost |

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions:

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

WYNDHAM COURT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 29 FEBRUARY 2016

1. ACCOUNTING POLICIES *(continued)*

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. OPERATING PROFIT

Operating profit is stated after charging:

| | 2016 | 2015 |
|------------------------------------|---------------------|---------------------|
| | £ | £ |
| Directors' remuneration | — | — |
| Depreciation of owned fixed assets | 10,505 | 11,918 |
| Auditor's fees | <u>3,690</u> | <u>2,490</u> |

WYNDHAM COURT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 29 FEBRUARY 2016

3. TAXATION ON ORDINARY ACTIVITIES

Analysis of charge in the year

| | 2016 | 2015 |
|--|---------------|---------------|
| | £ | £ |
| Current tax: | | |
| In respect of the year: | | |
| UK Corporation tax based on the results for the year at 20% (2015 - 20%) | <u>2</u> | <u>7</u> |
| Total current tax | <u>2</u> | <u>7</u> |
| Deferred tax: | | |
| Origination and reversal of timing differences (note 8) | | |
| Capital allowances | <u>16,494</u> | <u>28,502</u> |
| Tax on (loss)/profit on ordinary activities | <u>16,496</u> | <u>28,509</u> |

4. TANGIBLE ASSETS

| | Freehold Property £ | Fixtures & Fittings £ | Equipment £ | Total £ |
|----------------------------|------------------------------------|--|------------------------|--------------------|
| COST | | | | |
| At 1 March 2015 | 3,879,278 | 132,684 | 739 | 4,012,701 |
| Additions | <u>–</u> | <u>2,072</u> | <u>–</u> | <u>2,072</u> |
| At 29 February 2016 | <u>3,879,278</u> | <u>134,756</u> | <u>739</u> | <u>4,014,773</u> |
| DEPRECIATION | | | | |
| At 1 March 2015 | – | 82,173 | 474 | 82,647 |
| Charge for the year | <u>–</u> | <u>10,382</u> | <u>123</u> | <u>10,505</u> |
| At 29 February 2016 | <u>–</u> | <u>92,555</u> | <u>597</u> | <u>93,152</u> |
| NET BOOK VALUE | | | | |
| At 29 February 2016 | <u>3,879,278</u> | <u>42,201</u> | <u>142</u> | <u>3,921,621</u> |
| At 28 February 2015 | <u>3,879,278</u> | <u>50,511</u> | <u>265</u> | <u>3,930,054</u> |

WYNDHAM COURT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 29 FEBRUARY 2016

5. DEBTORS

| | 2016 | 2015 |
|--------------------------------|---------------|---------------|
| | £ | £ |
| Trade debtors | 16,155 | 4,076 |
| Prepayments and accrued income | 7,793 | 7,772 |
| Deferred taxation (note 8) | — | 8,618 |
| | <u>23,948</u> | <u>20,466</u> |

6. CREDITORS: Amounts falling due within one year

| | 2016 | 2015 |
|---|------------------|------------------|
| | £ | £ |
| Bank loans and overdrafts | 274,915 | 148,652 |
| Trade creditors | 18,682 | 10,132 |
| Amounts owed to group undertakings | 1,266,328 | 1,269,328 |
| Other creditors including taxation and social security: | | |
| Corporation tax | 2 | 7 |
| PAYE and social security | 8,228 | 6,752 |
| Accruals and deferred income | <u>82,886</u> | <u>76,712</u> |
| | <u>91,116</u> | <u>83,471</u> |
| | <u>1,651,041</u> | <u>1,511,583</u> |

7. CREDITORS: Amounts falling due after more than one year

| | 2016 | 2015 |
|---------------------------|------------------|------------------|
| | £ | £ |
| Bank loans and overdrafts | 2,084,750 | 2,219,250 |
| Other creditors | <u>297,625</u> | <u>257,065</u> |
| | <u>2,382,375</u> | <u>2,476,315</u> |

The following liabilities disclosed under creditors falling due after more than one year are secured by the company:

| | 2016 | 2015 |
|---------------------------|------------------|------------------|
| | £ | £ |
| Bank loans and overdrafts | <u>2,219,250</u> | <u>2,367,902</u> |

Included within creditors are the following secured debts:

Bank overdrafts £140,415 (2015: £14,152)

Bank loans £2,219,250 (2015: £2,353,750)

The bank loans and overdraft are secured by way of a mortgage debenture over all assets of the company.

WYNDHAM COURT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 29 FEBRUARY 2016

8. DEFERRED TAXATION

The deferred tax included in the Balance sheet is as follows:

| | 2016 £ | 2015 £ |
|------------------------------|--------------|----------------|
| Included in debtors (note 5) | - | (8,618) |
| Included in provisions | <u>7,876</u> | <u>-</u> |
| | <u>7,876</u> | <u>(8,618)</u> |

The movement in the deferred taxation account during the year was:

| | 2016 £ | 2015 £ |
|--|---------------|----------------|
| Balance brought forward | (8,618) | (37,120) |
| Profit and loss account movement arising during the year | <u>16,494</u> | <u>28,502</u> |
| Balance carried forward | <u>7,876</u> | <u>(8,618)</u> |

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of:

| | 2016 £ | 2015 £ |
|---|--------------|----------------|
| Excess of taxation allowances over depreciation on fixed assets | <u>7,876</u> | <u>(8,618)</u> |
| | <u>7,876</u> | <u>(8,618)</u> |

9. COMMITMENTS UNDER OPERATING LEASES

At 29 February 2016 the company had aggregate annual commitments under non-cancellable operating leases as set out below.

| | 2016 £ | 2015 £ |
|--------------------------------|--------------|--------------|
| Operating leases which expire: | | |
| Within 1 year | <u>1,728</u> | <u>2,160</u> |

10. ULTIMATE PARENT COMPANY

Lion Care Home Group Limited (incorporated in England and Wales) is regarded by the directors as being the company's ultimate parent company.

The consolidated financial statements are publicly available at Companies House.

WYNDHAM COURT LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 29 FEBRUARY 2016

11. RELATED PARTY TRANSACTIONS

Included within creditors due after one year is £297,625 (2015: £257,065) owed to Mr SL Pattinson, a director of the company.

Included in creditors due within one year is a balance of £1,169,328 (2015: £1,169,328) due to Arcwhiz 2000 Limited, a company controlled by Mr R Pattinson, one of the company's directors and minority shareholder of Lion Care Home Group Limited.

Included in creditors due within one year is a balance of £47,000 (2015: £100,000) due to SLP Developments Limited, a company controlled by Triplechance Holdings Limited of which one of the company's directors, Mr SL Pattinson, is a majority shareholder.

Included in creditors due within one year is a balance of £50,000 (2015: £NIL) owed to Dipton Care Home Limited, a company part of the Lion Care Home Group Limited group.

12. SHARE CAPITAL

Allotted, called up and fully paid:

| | 2016 | | 2015 | |
|----------------------------|-------------------|-------------------|-------------------|-------------------|
| | No. | £ | No. | £ |
| Ordinary shares of £1 each | <u>100</u> | <u>100</u> | <u>100</u> | <u>100</u> |

13. ULTIMATE CONTROLLING PARTY

The company is under the control of Mr SL Pattinson by virtue of his control of Lion Care Home Group Limited, the ultimate holding company.