

REGISTERED NUMBER: 08314919 (England and Wales)

**Directors' Report and
Financial Statements for the Period 31 March 2017 to 29 March 2018
for
Companion Care (Ipswich Martlesham)
Limited**

**Companion Care (Ipswich Martlesham)
Limited**

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for the Period 31 March 2017 to 29 March 2018**

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**Companion Care (Ipswich Martlesham)
Limited**

**Company Information
for the Period 31 March 2017 to 29 March 2018**

DIRECTORS:

J C L Oberholzer
Companion Care (Services) Limited
Vets4Pets (Services) Limited
B L Hussey

SECRETARY:

Companion Care (Services) Limited

REGISTERED OFFICE:

Epsom Avenue
Stanley Green Trading Estate
Handforth
Cheshire
SK9 3RN

REGISTERED NUMBER:

08314919 (England and Wales)

AUDITOR:

KPMG LLP, Statutory Auditor
Chartered Accountants
Arlington Business Park,
Theale
Reading
RG7 4SD

**Companion Care (Ipswich Martlesham)
Limited**

**Directors' Report
for the Period 31 March 2017 to 29 March 2018**

The directors present their annual report and audited financial statements for the period ended 29 March 2018. Accounts are prepared on a 52 week period resulting in a fluctuating year end between the 25th and 31st March.

PRINCIPAL ACTIVITY

The principal activity of the company is the operation of the veterinary surgery at Beardmore Park, Martlesham, Ipswich.

REVIEW OF BUSINESS

The business made a profit in the period and the directors remain positive about future trading. The profit before taxation for the period to 29 March 2018 was £23,034 (30 March 2017: loss £(38,534)).

DIRECTORS

The directors shown below have held office during the whole of the period from 31 March 2017 to the date of this report.

J C L Oberholzer
Companion Care (Services) Limited
Vets4Pets (Services) Limited

Other changes in directors holding office are as follows:

J F Nell - resigned 22 September 2017
B L Hussey - appointed 22 September 2017

At the date of this report, Companion Care (Services) Limited held 60 'B' Ordinary shares in the company.

Under the terms of the joint venture agreement these shares are not entitled to any profits or dividends, or any surplus on winding up or disposal.

GOING CONCERN

Notwithstanding net liabilities of £265,075 as at 29 March 2018, the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, the company will have sufficient funds, through funding from its Joint Venture investor company, Companion Care (Services) Limited, to meet its liabilities as they fall due for that period.

Those forecasts are dependent on Companion Care (Services) Limited providing additional financial support during that period. Companion Care (Services) Limited has indicated its intention to continue to make available such funds as are needed by the company for the period covered by the forecasts. As with any company placing reliance on other related entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and consequently have prepared the financial statements on a going concern basis.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditor is unaware, and each director has taken all the 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 auditor is aware of that information.

AUDITOR

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

**Companion Care (Ipswich Martlesham)
Limited**

**Directors' Report
for the Period 31 March 2017 to 29 March 2018**

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:



HARVEY ATINLEY

Companion Care (Services) Limited - Director

20 December 2018

**Companion Care (Ipswich Martlesham)
Limited**

**Directors' Responsibilities Statement
for the Period 31 March 2017 to 29 March 2018**

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 they have elected to prepare the financial statements in accordance with applicable law and Section 1A of FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

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 estimates that are reasonable and prudent; and
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent Auditor's Reporting to the Members of Companion Care (Ipswich Martlesham) Limited

Opinion

We have audited the financial statements of Companion Care (Ipswich Martlesham) Limited ("the company") for the year ended 29 March 2018, which comprise the income statement, balance sheet, statement of changes in equity and related notes, including the accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 29 March 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards applicable to smaller entities, including Section 1A of FRS 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' Report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 3, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Independent Auditor's Reporting to the Members of Companion Care (Ipswich Martlesham) Limited

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Terri Coughlan (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory
Auditor

Chartered Accountants
Arlington Business Park,
Theale
Reading
RG7 4SD

Date: 21.12.18

**Companion Care (Ipswich Martlesham)
Limited**

**Income Statement
for the Period 31 March 2017 to 29 March 2018**

	Notes	Period 31.3.17 to 29.3.18 £	Period 1.4.16 to 30.3.17 £
TURNOVER		705,462	556,608
Cost of sales		(157,284)	(111,544)
GROSS PROFIT		548,178	445,064
Administrative expenses		(513,931)	(471,061)
OPERATING PROFIT/(LOSS)	5	34,247	(25,997)
Interest receivable and similar income		3	-
Interest payable and similar expenses	6	(11,216)	(12,537)
PROFIT/(LOSS) BEFORE TAXATION		23,034	(38,534)
Tax on profit/(loss)	7	(1)	(39,789)
PROFIT/(LOSS) FOR THE FINANCIAL PERIOD		23,033	(78,323)

The notes form part of these financial statements

**Companion Care (Ipswich Martlesham)
Limited (Registered number: 08314919)**

**Balance Sheet
29 March 2018**

	Notes	29.3.18 £	30.3.17 £
FIXED ASSETS			
Tangible assets	8	36,511	50,535
CURRENT ASSETS			
Stocks	9	11,612	8,610
Debtors	10	66,452	48,647
Cash at bank and in hand		3,471	3,461
		81,535	60,718
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	11	(200,187)	(143,229)
NET CURRENT LIABILITIES		(118,652)	(82,511)
TOTAL ASSETS LESS CURRENT LIABILITIES		(82,141)	(31,976)
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	12	(182,934)	(256,132)
NET LIABILITIES		(265,075)	(288,108)
CAPITAL AND RESERVES			
Called up share capital	15	120	120
Profit and loss account		(265,195)	(288,228)
SHAREHOLDERS' FUNDS		(265,075)	(288,108)

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the Board of Directors on 20 December 2018 and were signed on its behalf by:



HARVEY AINLEY

Companion Care (Services) Limited - Director

The notes form part of these financial statements

**Companion Care (Ipswich Martlesham)
Limited**

**Statement of Changes in Equity
for the Period 31 March 2017 to 29 March 2018**

	Called up share capital £	Profit and loss account £	Total equity £
Balance at 1 April 2016	120	(209,905)	(209,785)
Changes in equity			
Total comprehensive income	-	(78,323)	(78,323)
Balance at 30 March 2017	120	(288,228)	(288,108)
Changes in equity			
Total comprehensive income	-	23,033	23,033
Balance at 29 March 2018	120	(265,195)	(265,075)

The notes form part of these financial statements

**Companion Care (Ipswich Martlesham)
Limited**

**Notes to the Financial Statements
for the Period 31 March 2017 to 29 March 2018**

1. STATUTORY INFORMATION

Companion Care (Ipswich Martlesham) Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006.

3. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared under the historical cost convention and on a going concern basis. The presentation currency is sterling (£).

Accounts are prepared on a 52 week period resulting in a fluctuating year end between the 25th and 31st March.

Going Concern

Notwithstanding net liabilities of £265,075 as at 29 March 2018, the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, the company will have sufficient funds, through funding from its Joint Venture investor company, Companion Care (Services) Limited, to meet its liabilities as they fall due for that period.

Those forecasts are dependent on Companion Care (Services) Limited providing additional financial support during that period. Companion Care (Services) Limited has indicated its intention to continue to make available such funds as are needed by the company for the period covered by the forecasts. As with any company placing reliance on other related entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and consequently have prepared the financial statements on a going concern basis.

Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers in the UK.

Turnover is recognised at point of sale except for turnover derived from Care Plans, which is recognised on an apportioned basis relative to delivery of the service.

Tangible fixed assets

Depreciation is provided to write off the cost less estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives as follows:

Plant and equipment - 4 years
Computer equipment - 3 years
Fixtures and fittings - 7 years
Leasehold improvements (buildings) - life of lease

**Notes to the Financial Statements - continued
for the Period 31 March 2017 to 29 March 2018**

3. ACCOUNTING POLICIES - continued

Stocks

Stocks are stated at the lower of cost and net realisable value.

Leases

Assets acquired under finance leases are capitalised and the outstanding future lease obligations are shown in creditors.

Operating lease rentals are charged to the profit and loss account on a straight line basis over the period of the lease.

Taxation

Taxation for the period comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Taxation

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

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

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 profit or loss in the period to which they relate.

Dividends on shares presented within shareholders' funds

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

Dividends only become available for distribution once the terms of the Joint Venture agreement have been met.

**Notes to the Financial Statements - continued
for the Period 31 March 2017 to 29 March 2018**

3. ACCOUNTING POLICIES - continued

Classification of financial instruments issued by the company

Financial instruments issued by the Company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions:

a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and

b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reserves note.

4. EMPLOYEES AND DIRECTORS

The average number of employees during the period was 9 (2017 - 9).

5. OPERATING PROFIT/(LOSS)

The operating profit (2017 - operating loss) is stated after charging:

	Period 31.3.17 to 29.3.18 £	Period 1.4.16 to 30.3.17 £
Depreciation - owned assets	11,275	33,701
Depreciation - assets on hire purchase contracts	3,249	3,244
Pension costs	7,534	6,167
Rental expense	25,534	26,263

Auditor's remuneration is £1,150 (2017: £1,150).

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	Period 31.3.17 to 29.3.18 £	Period 1.4.16 to 30.3.17 £
Bank loan interest	9,028	10,071
Related party loan interest	1,542	1,547
Hire Purchase/Lease Interest	646	919
	11,216	12,537

**Companion Care (Ipswich Martlesham)
Limited**

**Notes to the Financial Statements - continued
for the Period 31 March 2017 to 29 March 2018**

7. TAXATION

Analysis of the tax charge

The tax charge on the profit for the period was as follows:

	Period 31.3.17 to 29.3.18 £	Period 1.4.16 to 30.3.17 £
Current tax:		
UK corporation tax	1	-
Deferred tax	-	39,789
Tax on profit/(loss)	1	39,789

8. TANGIBLE FIXED ASSETS

	Plant and machinery £
COST	
At 31 March 2017	206,383
Additions	500
At 29 March 2018	206,883
DEPRECIATION	
At 31 March 2017	155,848
Charge for period	14,524
At 29 March 2018	170,372
NET BOOK VALUE	
At 29 March 2018	36,511
At 30 March 2017	50,535

The heading "Plant and Machinery" includes all of the tangible fixed assets categories as listed in Note 3 Accounting Policies.

Fixed assets, included in the above, which are held under hire purchase contracts are as follows:

	Plant and machinery £
COST	
At 31 March 2017 and 29 March 2018	12,995
DEPRECIATION	
At 31 March 2017	5,997
Charge for period	3,249
At 29 March 2018	9,246
NET BOOK VALUE	
At 29 March 2018	3,749
At 30 March 2017	6,998

**Companion Care (Ipswich Martlesham)
Limited**

**Notes to the Financial Statements - continued
for the Period 31 March 2017 to 29 March 2018**

9. STOCKS

	29.3.18	30.3.17
	£	£
Consumables	11,612	8,610

10. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	29.3.18	30.3.17
	£	£
Trade debtors	16,677	10,529
Other debtors	49,775	38,118
	66,452	48,647

11. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	29.3.18	30.3.17
	£	£
Bank loans	71,259	66,612
Hire purchase contracts	2,585	3,181
Trade creditors	84,476	38,876
Corporation tax	1	-
VAT creditor	11,566	10,451
Other creditors	30,300	24,109
	200,187	143,229

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

	29.3.18	30.3.17
	£	£
Bank loans due in 1-2 years	71,260	71,260
Bank loans due in 2-5 years	17,815	89,075
Hire purchase contracts	3,859	5,797
Loans from Companion Care (Services) Limited	60,000	60,000
Loans from directors	30,000	30,000
	182,934	256,132

All bank loans are repayable by instalments falling due in the respective periods outlined above. Interest on the bank loan is charged at 3.25% over London Interbank Offered Rate for 50% of the loan with the remaining 50% fixed for 5 years at 5.4%.

There is no set date for the repayment of loans due to the Directors and Companion Care (Services) Limited. Loans due to the Directors and Companion Care (Services) Limited are repayable following the repayment of any bank loans, when the company is in a net asset position and has available cash balances.

Interest on loans due to Companion Care (Services) Limited is charged at 1.75% above Bank of England base rate.

13. SECURED DEBTS

The following secured debts are included within creditors:

	29.3.18	30.3.17
	£	£
Bank loans	160,334	226,947

The bank loan is secured via a personal loan guarantee from J F Nell and J C L Oberholzer plus a debenture over the company's assets.

**Companion Care (Ipswich Martlesham)
Limited**

**Notes to the Financial Statements - continued
for the Period 31 March 2017 to 29 March 2018**

14. IN STORE RENTAL PAYMENTS

The practice occupies space within a Pets at Home store under a licence to occupy agreement. As this is a rolling agreement, the company is committed to an annual payment of £25,534. The payments made reflect the operating lease commitments as held at the Pets at Home branch in which the practice is situated.

15. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	29.3.18	30.3.17
			£	£
60	'A' Ordinary	£1	60	60
60	'B' Ordinary	£1	60	60
			120	120