

REGISTERED NUMBER: 04289954 (England and Wales)

**Report of the Directors and  
Audited Financial Statements for the Period 30 March 2012 to 28 March 2013  
for  
Companion Care (Charlton) Limited**

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for the Period 30 March 2012 to 28 March 2013**

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**Companion Care (Charlton) Limited**

**Company Information  
for the Period 30 March 2012 to 28 March 2013**

**DIRECTORS:**

J Balmain  
B Collins  
S Ennis

**SECRETARY:**

L Stonier

**REGISTERED OFFICE:**

Epsom Avenue  
Stanley Green Trading Estate  
Handforth  
Wilmslow  
Cheshire  
SK9 3RN

**REGISTERED NUMBER:**

04289954 (England and Wales)

**AUDITORS:**

KPMG LLP  
St James' Square  
Manchester  
M2 6DS

**Companion Care (Charlton) Limited (Registered number: 04289954)**

**Report of the Directors  
for the Period 30 March 2012 to 28 March 2013**

The directors present their annual report and the audited financial statements for the period ended 28 March 2013

**PRINCIPAL ACTIVITY**

The principal activity of the company is the operation of the veterinary surgery at Bugsby Way, Charlton

**REVIEW OF BUSINESS**

The company continues to trade satisfactorily. The profit on ordinary activities before taxation for the period to 28 March 2013 was £3,262 (29 March 2012 profit £7,159)

**DIRECTORS**

The directors shown below have held office during the whole of the period from 30 March 2012 to the date of this report

J Balmain  
B Collins  
S Ennis

Other changes in directors holding office are as follows

J Arnup - resigned 6 March 2013

J Balmain and B Collins are non-executive directors and have been appointed to the board as representatives of Companion Care (Services) Limited

At the date of this report, Companion Care (Services) Limited held 100 '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. 'B' Ordinary shareholders have a preferential right to management fees in return for services rendered

**SHARE SALES IN THE PERIOD**

On 6 March 2013 J Arnup resigned as a director and sold her 10 'A' Ordinary shares to S Ennis

**GOING CONCERN**

The directors have considered the future profitability of the Company and its ability to continue as a going concern, and have prepared profit and cash flow forecasts into the future. Based on these projections, the directors are satisfied that, for the foreseeable future, the Company can meet its projected working capital requirements. Consequently, the financial statements have been prepared on a going concern basis

**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information

**AUDITORS**

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

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

**BY ORDER OF THE BOARD:**



B Collins - Director

Date 22 Nov 2013

**Companion Care (Charlton) Limited (Registered number: 04289954)**

**Statement of Directors' Responsibilities  
for the Period 30 March 2012 to 28 March 2013**

The directors are responsible for preparing the Report of the Directors 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 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.

## **Independent Auditors' Report to the Members of Companion Care (Charlton) Limited**

We have audited the financial statements of Companion Care (Charlton) Limited for the period ended 28 March 2013 on pages five to thirteen. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 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 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 auditors**

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **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 28 March 2013 and of its profit for the period 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

### **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 Report of the Directors.



David Bills (Senior Statutory Auditor)  
for and on behalf of KPMG LLP  
St James' Square  
Manchester  
M2 6DS

Date

9 December 2013

**Companion Care (Charlton) Limited (Registered number: 04289954)**

**Profit and Loss Account  
for the Period 30 March 2012 to 28 March 2013**

		<b>Period 30.3.12 to 28.3.13 £</b>	<b>Period 1 4 11 to 29 3 12 £</b>
	Notes		
<b>TURNOVER</b>		<b>664,712</b>	661,353
Cost of sales		<b>(144,145)</b>	<b>(134,977)</b>
<b>GROSS PROFIT</b>		<b>520,567</b>	526,376
Administrative expenses		<b>(517,305)</b>	<b>(519,158)</b>
<b>OPERATING PROFIT</b>	3	<b>3,262</b>	7,218
Interest payable and similar charges		<u>-</u>	<u>(59)</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>3,262</b>	7,159
Tax on profit on ordinary activities	4	<u><b>(1,136)</b></u>	<u><b>(3,955)</b></u>
<b>PROFIT FOR THE FINANCIAL PERIOD</b>		<u><b>2,126</b></u>	<u><b>3,204</b></u>

The notes on pages 7 to 13 form part of these financial statements

**Companion Care (Charlton) Limited (Registered number: 04289954)**

**Balance Sheet  
28 March 2013**

	Notes	<b>28.3.13</b> £	29 3 12 £
<b>FIXED ASSETS</b>			
Intangible assets	6	-	-
Tangible assets	7	<u>24,876</u>	<u>21,453</u>
		<u>24,876</u>	<u>21,453</u>
<b>CURRENT ASSETS</b>			
Stocks	8	9,102	10,321
Debtors	9	25,599	37,922
Cash at bank and in hand		<u>50,031</u>	<u>48,037</u>
		<u>84,732</u>	96,280
<b>CREDITORS</b>			
Amounts falling due within one year	10	<u>(51,310)</u>	<u>(40,561)</u>
<b>NET CURRENT ASSETS</b>		<u>33,422</u>	<u>55,719</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>58,298</u>	<u>77,172</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	12	200	200
Profit and loss account	13	<u>58,098</u>	<u>76,972</u>
<b>SHAREHOLDERS' FUNDS</b>		<u>58,298</u>	<u>77,172</u>

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved by the Board of Directors on 22 NOV 2013 and were signed on its behalf by



B Collins - Director



**Notes to the Financial Statements  
for the Period 30 March 2012 to 28 March 2013**

**1 ACCOUNTING POLICIES**

**Accounting policies**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements

**Basis of preparation**

The financial statements have been prepared under the going concern basis

**Accounting convention**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

**Turnover**

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

**Goodwill**

Purchased goodwill (representing the excess of the fair value of the consideration given over the fair value of the separable net assets acquired) arising on business combinations in respect of acquisitions is capitalised. Positive goodwill is amortised to nil by equal annual instalments over its estimated useful life

**Fixed assets and depreciation**

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 (fixtures and fittings)	-	10 years
Leasehold improvements (buildings)	-	life of lease

**Stocks**

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

**Taxation**

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

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 otherwise required by FRS 19

**Pension costs**

Employees who meet the criteria are entitled to make contributions into the Companion Care (Services) Limited pension scheme. The scheme is a group stakeholder pension scheme and all costs are charged to the profit and loss account when they fall due

**Going concern**

The directors have considered the future profitability of the Company and its ability to continue as a going concern, and have prepared profit and cash flow forecasts into the future. Based on these projections, the directors are satisfied that, for the foreseeable future, the Company can meet its projected working capital requirements. Consequently, the financial statements have been prepared on a going concern basis

**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 30 March 2012 to 28 March 2013

1 ACCOUNTING POLICIES - continued

**Classification of financial instruments issued by the company**

Following the adoption of FRS 25, 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

2 DIRECTORS' EMOLUMENTS

	Period 30.3.12 to 28.3.13 £	Period 1 4 11 to 29 3 12 £
Directors' remuneration	39,930	53,992
Directors' pension contributions to money purchase schemes	<u>2,600</u>	<u>3,480</u>

The number of directors to whom retirement benefits were accruing was as follows

Money purchase schemes	<u>1</u>	<u>2</u>
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3 OPERATING PROFIT

The operating profit is stated after charging

	Period 30.3.12 to 28.3.13 £	Period 1 4 11 to 29.3.12 £
Depreciation - owned assets	4,429	7,780
Depreciation - assets on hire purchase contracts or finance leases	-	2,939
Loss on disposal of fixed assets	187	7
Goodwill amortisation	-	9,937
Pension costs	<u>4,272</u>	<u>4,946</u>

Auditor's remuneration of £863 (2012 £906) and amounts receivable by auditors in respect of tax services of £450 (2012 £450) have been borne by Companion Care (Services) Limited and recharged to the company by way of a management fee

Notes to the Financial Statements - continued  
for the Period 30 March 2012 to 28 March 2013

4 TAXATION

**Analysis of the tax charge**

The tax charge on the profit on ordinary activities for the period was as follows

	<b>Period 30.3.12 to 28.3.13 £</b>	Period 1 4 11 to 29 3 12 £
Current tax		
UK corporation tax	<b>38</b>	5,028
Deferred tax	<b><u>1,098</u></b>	<b><u>(1,073)</u></b>
Tax on profit on ordinary activities	<b><u>1,136</u></b>	<b><u>3,955</u></b>

UK corporation tax has been charged at 20% (2012 - 20 01%)

**Factors affecting the tax charge**

The tax assessed for the period is lower than the standard rate of corporation tax in the UK The difference is explained below

	<b>Period 30.3.12 to 28.3.13 £</b>	Period 1 4 11 to 29 3 12 £
Profit on ordinary activities before tax	<b><u>3,262</u></b>	<b><u>7,159</u></b>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20% (2012 - 20%)	<b>652</b>	1,432
Effects of		
Expenses not deductible for tax purposes	<b>483</b>	2,522
Capital allowances in excess of depreciation	<b>(1,487)</b>	-
Depreciation in excess of capital allowances	-	952
Adjustments to tax charge in respect of previous periods	<b>(169)</b>	-
Other short term timing differences	<b><u>559</u></b>	<b><u>122</u></b>
Current tax charge	<b><u>38</u></b>	<b><u>5,028</u></b>

5 DIVIDENDS

	<b>Period 30.3.12 to 28.3.13 £</b>	Period 1 4 11 to 29 3 12 £
'A' Ordinary shares of £1 each		
Final	<b>11,000</b>	10,000
Interim	<b><u>10,000</u></b>	<u>-</u>
	<b><u>21,000</u></b>	<b><u>10,000</u></b>

£10,000 has been paid during the period and the remaining £11,000 has been paid immediately after the financial year end to the members of the company whose names appeared on the register as at 28 March 2013 as holders of the 'A' shares The dividend creditor is classed within creditors due within one year

Notes to the Financial Statements - continued  
for the Period 30 March 2012 to 28 March 2013

6 INTANGIBLE FIXED ASSETS

	Goodwill £
<b>COST</b>	
At 30 March 2012 and 28 March 2013	<u>100,000</u>
<b>AMORTISATION</b>	
At 30 March 2012 and 28 March 2013	<u>100,000</u>
<b>NET BOOK VALUE</b>	
At 28 March 2013	<u>-</u>
At 29 March 2012	<u>-</u>

The goodwill acquired relates to the acquisition of the veterinary surgery from Companion Care (Services) Limited in Charlton. The directors consider each acquisition separately for the purpose of determining the amortisation period of any goodwill that arises. The goodwill arising on the acquisition of the surgery has been amortised to nil by equal annual instalments over its estimated useful life.

7 TANGIBLE FIXED ASSETS

	Plant and machinery etc £
<b>COST</b>	
At 30 March 2012	117,199
Additions	8,039
Disposals	<u>(347)</u>
At 28 March 2013	<u>124,891</u>
<b>DEPRECIATION</b>	
At 30 March 2012	95,746
Charge for period	4,429
Eliminated on disposal	<u>(160)</u>
At 28 March 2013	<u>100,015</u>
<b>NET BOOK VALUE</b>	
At 28 March 2013	<u>24,876</u>
At 29 March 2012	<u>21,453</u>

The heading "Plant and Machinery etc" includes all of the fixed assets categories as listed in Note 1 Accounting Policies.

Notes to the Financial Statements - continued  
for the Period 30 March 2012 to 28 March 2013

7 TANGIBLE FIXED ASSETS - continued

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

	<b>Plant and machinery etc £</b>
<b>COST</b>	
At 30 March 2012	<b>16,340</b>
Transfer to ownership	<b>(16,340)</b>
At 28 March 2013	-
<b>DEPRECIATION</b>	
At 30 March 2012	<b>16,340</b>
Transfer to ownership	<b>(16,340)</b>
At 28 March 2013	-
<b>NET BOOK VALUE</b>	
At 28 March 2013	-
At 29 March 2012	-

The heading "Plant and Machinery etc" includes all of the fixed assets categories as listed in Note 1 Accounting Policies

8 STOCKS

	<b>28.3.13</b>	29 3 12
	£	£
Consumables	<u><b>9,102</b></u>	<u>10,321</u>

9 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	<b>28.3.13</b>	29 3 12
	£	£
Trade debtors	<b>12,716</b>	23,782
Other debtors	<b>10,697</b>	12,052
Deferred tax asset	<b>990</b>	2,088
Prepayments	<u><b>1,196</b></u>	-
	<u><b>25,599</b></u>	<u>37,922</u>

10 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	<b>28.3.13</b>	29 3 12
	£	£
Trade creditors	<b>36,837</b>	19,196
Corporation tax	<b>205</b>	5,028
Proposed dividends	<b>11,000</b>	10,000
Other creditors	<u><b>3,268</b></u>	<u>6,337</u>
	<u><b>51,310</b></u>	<u>40,561</u>

**Companion Care (Charlton) Limited (Registered number: 04289954)**

**Notes to the Financial Statements - continued  
for the Period 30 March 2012 to 28 March 2013**

**11 DEFERRED TAX**

	<b>£</b>
Balance at 30 March 2012	<b>(2,088)</b>
Charge to profit and loss account during period	<b><u>1,098</u></b>
Balance at 28 March 2013	<b><u>(990)</u></b>

Deferred taxation is calculated using the rate substantively enacted at the reporting date, 20% (2012 20%)

The elements of deferred taxation are as follows

	<b>28.3.13</b>	29 3 12
	<b>£</b>	<b>£</b>
Difference between accumulated depreciation and amortisation and capital allowances	<b>62</b>	(1,425)
Other timing differences	<b><u>(1,052)</u></b>	<b><u>(663)</u></b>
Deferred tax asset	<b><u>(990)</u></b>	<b><u>(2,088)</u></b>

**12. CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid			<b>28.3.13</b>	29 3 12
Number	Class	Nominal value	<b>£</b>	<b>£</b>
100	'A' Ordinary	£1	<b>100</b>	100
100	'B' Ordinary	£1	<b><u>100</u></b>	<b><u>100</u></b>
			<b><u>200</u></b>	<b><u>200</u></b>

**13 RESERVES**

	<b>Profit and loss account</b>
	<b>£</b>
At 30 March 2012	<b>76,972</b>
Profit for the period	<b>2,126</b>
Dividends	<b><u>(21,000)</u></b>
At 28 March 2013	<b><u>58,098</u></b>

**Companion Care (Charlton) Limited (Registered number: 04289954)**

**Notes to the Financial Statements - continued  
for the Period 30 March 2012 to 28 March 2013**

**14 RELATED PARTY DISCLOSURES**

The following transactions and balances with related parties arose during the period and were outstanding at the period end

**Companion Care (Services) Limited**

Transactions during the period arose	<b>28.3.13</b>	29 3 12
	<b>£</b>	£
Purchases made from Companion Care (Services) Limited for the supply of management services	<b>105,507</b>	104,612
	<b>28.3.13</b>	29 3 12
	<b>£</b>	£
Amount due to related party at the balance sheet date	<b><u>36,836</u></b>	<u>19,196</u>

Companion Care (Services) Limited are owners of the 'B' Ordinary shares. No rights to participate in the company's profits or dividends accrue to 'B' shareholders although they are entitled to appoint directors to the board and carry the same voting rights as 'A' shareholders.

**Pets at Home Limited**

Transactions during the period arose	<b>28.3.13</b>	29 3 12
	<b>£</b>	£
Payments to Pets at Home Limited for the use of commercial property	<b>62,333</b>	61,537

Pets at Home Limited is the parent company of Companion Care (Services) Limited and are considered to be a related party by virtue of Companion Care (Services) Limited's ownership of the 'B' Ordinary shares.

**A Shareholders**

Transactions during the period arose	<b>28.3.13</b>	29 3 12
	<b>£</b>	£
Paid remuneration to 'A' Shareholders totalling	<b>39,930</b>	53,992
Dividends declared to 'A' Shareholders totalling	<b>21,000</b>	10,000
	<b>28.3.13</b>	29 3 12
	<b>£</b>	£
Amount due to related party at the balance sheet date	<b><u>11,000</u></b>	<u>10,000</u>

The 'A' Ordinary shareholders of Companion Care (Charlton) Limited are entitled to participate in the company's profits and dividends. 'A' Ordinary shares carry the same voting rights as the 'B' Ordinary shares.

**15 PENSION SCHEME**

The company contributes to a defined contribution pension scheme.

The pension cost charge for the period represents contributions payable by the company to the scheme and amounted to £4,272 (2012 £4,946).

Contributions amounting to £nil (2012 £nil) were payable to the scheme and are included in creditors.