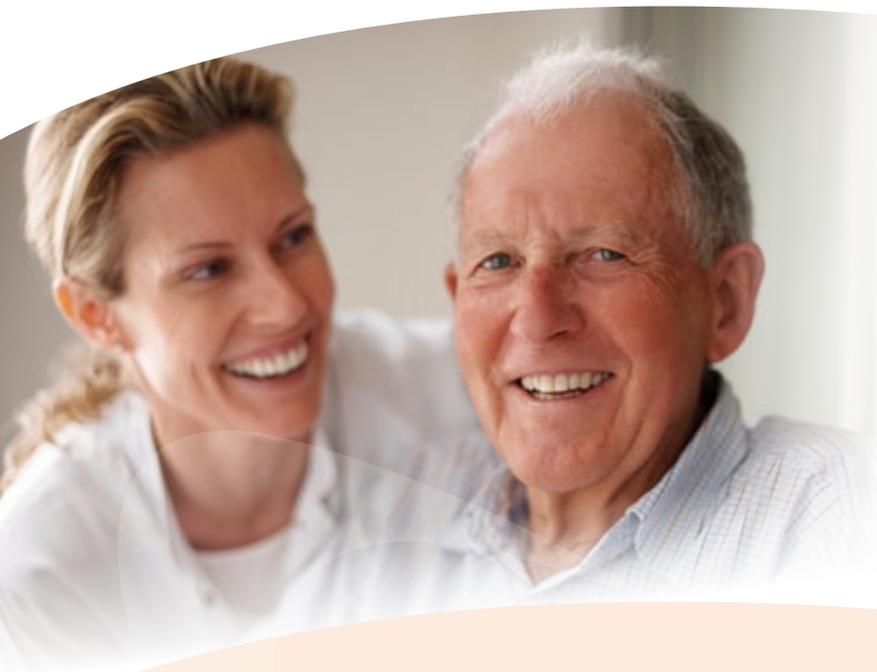


Franchise Prospectus

Personal Message

We are Delighted to Introduce the Everycare Franchise Opportunity.



For over twenty five years we have invested our lives in making Everycare the success it has become. We are justly proud of the excellent reputation we have built together with our dedicated franchise owners. We all enjoy the fruits of success and are looking to expand the Everycare network to enable others to share in that success.

Yes, it has certainly been hard work, but along with that there has been immense satisfaction in knowing that we have changed the lives of our customers, franchise owners and our staff in very positive ways.

This prospectus will give you some insight into the nature of our business and how you can become involved. We hope you will discern the unique corporate culture that has contributed to our success in a 'person centred' business.

I sincerely hope that you will become one of our successful franchise owners.

Mary Cottrell MBA
Chief Executive Officer

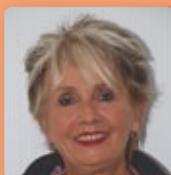
The Everycare Vision

The Everycare vision is to be a world class provider of person centred, highest quality, domiciliary health and social care services. We will achieve this by establishing national networks of franchised businesses operating in line with our corporate culture and practice.

The following mission statement gives the complete picture of the mission of the organisation.

The Company Directors

Mary Cottrell MBA, CEO and Director



Mary has over 30 years professional experience in delivering care services. She served for 7 years as a member of the Care Council for Wales as well as participating on the councils of various other professional bodies. She is a highly respected professional in the care industry.

Her concerns focus not only on profit but the delivery of excellent services and the continuing development of people's abilities.

Robert Cottrell B.Ed., Director



Rob Cottrell has extensive experience in delivering high calibre training and has worked with Mary in the business since it began. He has been responsible for the development of the company's policies & procedures and many of its operating systems.

Our Mission Statement

Franchise Owners Business

Everycare franchise owners seek to significantly improve the quality of life for people with health and social care needs in all environments through the provision of a diverse range of nursing and domiciliary care support services.

Everycare looks to ensure our services are of the highest quality and that they are person centred and outcome based.

Everycare looks to effectively meet the needs of our customers, by arranging individually designed nursing and social care programmes for every service user or organisation whilst regularly monitoring outcomes and customer satisfaction.

Everycare delivers services using nursing and social care staff directly employed by Everycare and who are appropriately qualified, trained, supervised and fully conversant with current medical and social care practice.

Everycare implements total quality concepts, and continuous improvement practices throughout the organisation.

Everycare facilitates continuous professional development for all staff, and undertake regular programmes of staff training, supervision and appraisal.

Everycare UK regularly reviews its services and systems in line with ISO 9001:2008.

Introduction



The Company History and Market Overview

Everycare is a well established franchise network of domiciliary care and nursing provider businesses founded in 1993. It operates in a huge market, currently estimated to be worth in the region of £18billion per annum in the UK alone, which historically has been largely unaffected by economic swings.

The 1993 Community Care Act in the UK signalled a major change in the way care services were provided. Instead of the reliance on residential care facilities, funds were available for services to be provided in the clients' own homes. This was extremely popular and allowed people to retain a much greater degree of independence and control over their lives. It also created a whole new market for community care services which is currently serviced by over 4000 independent operators in the UK, providing approximately 300 million hours of care.

Similar trends have and are continuing to develop worldwide with significant moves away from the provision of long term continuing care in institutional settings. This is creating rapidly expanding new markets for the provision of highly cost effective health and social care services at home. This cost effectiveness is of interest not only to individuals paying for services directly, but also to Governments and Insurance companies who may have an obligation to fund such services.

The first Everycare business in Cardiff achieved a turnover of £20,000 per week by the end of the first year and continues to operate successfully.

New businesses have been established in various locations and the network has a reputation for providing exceptionally high quality services. Some of the franchised offices have now exceeded the turnover and profit of the Cardiff office.

Everycare has not confined its interests to the domiciliary social care market but has added a range of live-in care and nursing services to its portfolio and new franchise owners can choose to operate one or other or all types of these services. Everycare has a long track record of providing qualified nurses to hospitals, clinics, surgeries and nursing homes.

Demographics indicate that there will continue to be an increasing demand for our services in the future. Existing franchise owners continue to demonstrate that the business is profitable, enjoyable and satisfying and provides a rapid return on investment.

Expressions of Interest

If after reading this prospectus you would like further information please call Everycare UK on 02920 455300 or e-mail info@everycare.co.uk.

Let us know which part of the country you are interested in operating your business from and we will then arrange for you to be contacted.

You may also wish to visit the company Head Office in Cardiff where you will be provided with any additional information you may require.

Once you have decided to proceed you will need to complete an application form; agree and reserve your franchise territory and place an initial deposit of £5000 + VAT. (The cleared balance is payable at the time of signing the 'Franchise Licence Agreement'. Further funding options can be discussed with the Head Office in Cardiff. We will apply for references along with a DBS (Disclosure and Barring Service) check for all relevant parties. At this time a business plan will also be agreed with you to include a proposed opening date for your offices and for your training.

Our Business Proposal To You

Everycare is now looking to expand its existing operations through new strategic franchise partnerships.



We are looking to award our franchises to entrepreneurial leaders with a strong demonstrable track record of success, who can recognise an exceptional business opportunity and who have the degree of talent required to drive dynamic business growth.

The Everycare business opportunity has the potential to generate an excellent level of profits that are sustainable in the long term making this an opportunity to build a business and income stream for life.

Benefits

The benefits of being an Everycare Franchise Owner

- Proven business management systems, in the form of a complete domiciliary care concept, which enable a quick and easy start up, are highly cost effective and have been proved to meet all the needs of the business
- Full knowledge and support of an experienced franchisor team from HQ
- Protected intellectual and commercial property rights
- Entry to the growing health and social care market that is relatively recession proof
- A unique dual support system through Head Office and a Premier franchisee to give every new business the very best chance of success
- Systems that make full use of the latest web based technology in business organisation including a time monitoring facility
- Being part of a network of like-minded professionals who have a unique family ethos and excellent relations both with the franchisor and each other
- Being part of a business that does not require excessive capital injection initially yet should yield a good profit even in the first few years
- Working with a franchisor who considers the profitability of the franchisee very seriously
- Low ongoing fees that are also capped
- An opportunity of the additional market in the provision of professional nursing and live-in care services which is not normally offered by similar care franchise companies
- Franchise owners conferences to discuss current issues with like-minded people
- A franchise territory which is likely to be considerably larger than that offered by any similar franchisor, enabling the business to grow without the additional cost of buying further territories
- A ten year franchise agreement, renewable without a new license fee, and on broadly the same terms

Franchise Package



What's Included?

We provide a comprehensive training course which will cover all aspects of the business operation. This will include the running and the development of the franchise. Training will be delivered in our head office in the UK and partly in the new franchise owner's location.

A branded desk-top or lap-top computer loaded with the leading internet based time monitoring staff and business management software, all the Everycare policies, procedures, operational manuals, staff manuals, SAGE accounts and payroll package, Microsoft Office and the latest operating system, together with training in all aspects of the application and implementation of all our systems for as many operators as required by the franchisee in one sitting.

- Hosted email service and home page on the Everycare UK website
- Complete business marketing and stationery package
- A structured staff training program which is required to meet Central Government standards and the demands of the Local Authorities
- Full assistance with accreditation with local purchasers and registration with the relevant regulatory authorities
- One year's membership of the UKHCA professional care association
- Assistance with the recruitment of the senior key personnel (e.g. registered manager)
- Advice on the sourcing and locating of office premises.
- Uniforms for the first ten operational staff
- The licensing rights to use the Everycare systems in the franchisees exclusive territory of 300,000 people including both care and professional nursing services
- A ten year franchise agreement which can be renewed without further cost at the end of each subsequent ten year period, subject to certain conditions



Frequently Asked Questions

What other costs will I incur?

There is an ongoing support service provided for the entire term of the franchise from Head Office at an ongoing fee of 4%+VAT paid quarterly in arrears. (No support fee is payable for the first six months). This fee is reduced to 3% on turnover above £640,000, 2% above £1 million and is capped at £2 million turnover. You should also consider the costs associated with the set up of your offices including rent, installation of telephone, fax and broadband lines and any staffing costs for office based staff (other than the franchisee). A small IT maintenance support fee of £52+ VAT per month is also payable.

What will the franchisees role be?

The franchisees role is predominantly a management and administrative one. You will be responsible for the recruitment of staff suitable to deliver the care services you will provide. You will then organise the workforce, deal with customers, market the business and deal with all the HR functions associated with a dispersed workforce. You will monitor quality, and be responsible for the organisation of training and staff development. You can expect your day to be interesting, challenging and very varied and you will need good organisational and interpersonal skills.

Do you need to come from a care background?

No. Our franchisees come from many different backgrounds. However it is a requirement for the registered manager of a domiciliary care or nursing agency to hold a registered managers qualification. If you need to recruit a registered manager, Everycare will help you with recruitment and selection.

Why is your franchisee agreement for ten years when most are for five?

We believe that you should have the security of knowing that you won't need to be renewing your agreement in five years and that you can trade without fearing that the terms of your franchisee agreement might change giving you time to concentrate on developing your business.

How much does it cost to renew my franchise?

There is no fee to renew your agreement and your ongoing fee will remain the same. Your success is our success.

Why is your ongoing fee so much lower than the competition?

We believe that we offer an attractive proposition to our prospective franchisees. We believe that 4% of a successful franchises business is easily sufficient to cover our ongoing costs (reducing to 2% of turnover over £1 million) and that it would be unreasonable to charge any more. To do so would represent a disproportionate share of the franchisees net profit and make competition in the local market difficult.

Why have you chosen to give franchisees such large territories?

We believe that a large territory provides each franchisee with the best initial chance of success and also the opportunity in time to expand their business without the need to purchase additional franchise territories.

Why do you deal in domiciliary care and nursing?

From the outset we have provided both these services and therefore have offered it as part of our franchise package. This provides franchisees with the opportunity to enjoy multiple income streams or concentrate on a particular service if this is what they want. It hedges against the risk of change in specific markets and makes overall success more certain. That said, franchisees may choose to operate either side of the business on a stand alone basis.

What other services does Everycare provide?

Across the Everycare network a range of services are offered by franchisees. The services offered are left to the individual franchisees to decide and can include support for children's services, adults with learning difficulties, acquired brain injury, live in care, cleaning services, alcohol management and home detox support.

Why should I take a franchise? Couldn't I do this myself?

Of course you can set up business by yourself but a franchise means that whilst you are in business for yourself you are not by yourself. With many UK businesses struggling under the burden of red tape, a franchise, which is tried and tested, provides a short cut to the market which means you can be up and running virtually immediately. The work required to produce and set up the relevant policies, procedures and systems would be extremely time consuming and therefore costly. It is doubtful that one person would have all the necessary expertise to complete all these tasks.

Do I need to register for VAT?

Nursing and personal care services are currently exempt from VAT if they are provided direct to the end user and it is therefore unlikely that the VAT registration is required. If you offer other services which are liable for VAT you may need to register depending on turnover. You should seek advice from your accountant with regard to your individual business.

What is the best way to fund the start up of the business?

There are many different alternatives, however, this will be an individual decision and you may wish to take advice from your accountant. Your Premier Franchisee will be able to discuss your funding options with you.

How much money will I need to start up?

This will vary according to how you plan to fund the business and what your initial personal drawings from the business will be. You should expect a total initial investment, including the franchisee fee, office set up costs, staff wages and cash flow requirements of approximately £100,000.

Is this the right time to open a care franchise?

As with every industry there are good and bad times. In the case of the care market this is not driven by a lack of work as there is always a demand for our service, however, recruitment of staff has traditionally been our biggest challenge.

This is why we have only chosen to actively franchise when we believe the market will give our new franchisees the very best chance of success. In these difficult times, as many businesses struggle to survive and are laying off their staff, we recognize that this is one of those times. As a result we are now actively looking for people who like us can see when the time is right!

Please note that as with any business the turnover and profitability are affected not just by the business systems and practices but by the external environment. This means that the contracting practices and policies of the Local Authorities can affect the relative success of the operation. Detailed research should be undertaken before entering into any franchise agreement.

What happens next?

Further information

If having read this prospectus you would like to discuss our opportunity further please contact Paul Manley on +44 (0) 2920 455300 (UK office hours) or e-mail info@everycare.co.uk



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