

REGISTERED NUMBER: 03611735 (England and Wales)

**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2019
FOR
UCK LIMITED**

Mehta & Tengra
Chartered Accountants
Registered Auditors
24 Bedford Row
London
WC1R 4TQ

UCK LIMITED (REGISTERED NUMBER: 03611735)

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FOR THE YEAR ENDED 31 AUGUST 2019

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UCK LIMITED

**COMPANY INFORMATION
FOR THE YEAR ENDED 31 AUGUST 2019**

DIRECTORS:	J Rose Dr T F Frank M T Yousif A Janbey Dr A Rojeab
SECRETARY:	Dr A B Matczak
REGISTERED OFFICE:	24 Bedford Row London WC1R 4TQ
BUSINESS ADDRESS:	The London College Meadowbank 680 Bath Road Hounslow TW5 9QX
REGISTERED NUMBER:	03611735 (England and Wales)
AUDITORS:	Mehta & Tengra Chartered Accountants Registered Auditors 24 Bedford Row London WC1R 4TQ

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 AUGUST 2019**

The directors present their report with the financial statements of the company for the year ended 31 August 2019.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of UCK Ltd, trading as "The London College" is an independent college of higher education specialising in business & hospitality management, electrical/electronic & civil engineering, healthcare practice and computer games development. The London College currently offers HNC/HND programmes validated by Pearson Education and BA/BSc (Hons) degrees in partnership with the University of Derby

The articles of association were revised in 2010 as follows:

"The income and the property of the Company shall be applied solely towards the promotion of its objects set forth in this Memorandum of the Company and no proportion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise how so ever by way of profit, to the members of the Company and hence the Company is not for profit making".

REVIEW OF BUSINESS

The results for the year and the financial position of the company are as shown in the annexed financial statements.

The London College (thereafter 'the College') is a not-for-profit, independent Higher Education Institution (HEI), based in Cranford, West London.

The Directors of the Company are pleased to report that in the year ended 31 August 2019 the College had made excellent progress towards achieving its vision of becoming an institution of opportunity, renowned for its creativity and innovation, well governed, accountable and sustainable. The College supported its students in reaching out for academic and vocational excellence by delivering high-quality programmes and ensuring it remains employability focused and well-connected with its local communities.

The College supports its students in their academic, personal and professional development. The College believes that by working in partnership with its students, and by fostering this partnership, it can help all students to maximise their potential and achieve their personal best.

In 2018-2019, the College made remarkable progress in achieving excellent student outcomes. Students expressed an overall satisfaction rate with the College of 95% (NSS 2018-19). High levels of student satisfaction were also achieved for teaching, learning opportunities and academic support (NSS 2018-19). The College is extremely delighted with these outcomes, which are well above relevant benchmarks.

The College, as per its vision, remained employability focused. 97% of full-time students and 100% of part-time students were in employment or further study. Furthermore, over 90% of the College's BAME students were in employment or further study. The average annual earnings for the College's graduates were between £20,000 and £25,000. Over 30% of the College's graduates were earning between £25,000 and £50,000. (DLHE 2016-17).

The College has funded its students to become members of their relevant professional bodies, e.g. the Institution of Civil Engineers (ICE), Institution of Engineering & Technology (IET), and Institute of Hospitality (IOH). The College also worked with community groups and employers to raise awareness of the benefits of Higher Education to individuals, industry and the local economy.

The College has widening participation at the heart of its activities. In the period under review over 50% of the College's students are mature and coming from Black, Asian and Minority Ethnic (BAME) and widening participation backgrounds. BAME students constituted 35% of the overall student population. Over 80% of students were from deprived areas based on the National Index of Multiple Deprivation (IMD). (OfS Transparency Return, August 2019).

The College had a successful Quality Assurance Agency for Higher Education (QAA) monitoring review for Specific Course Designation (SCD), in April 2019. The review resulted in a commendable outcome.

The College maintained the Teaching Excellence Framework (TEF) rating at a Bronze level. The College was also pleased with its KPIs for 2018-2019, achieving the core TEF metric value in the top 10% of absolute performance for Teaching on its courses, Assessment and Feedback and Academic Support for its students.

The College published its Access and Participation statement and Student Protection plans on its website and will be working towards achieving the targets set within.

The College was registered with the Office for Students (OfS), an independent regulator of higher education in England, as an 'Approved' Higher Education Provider (HEP) in February 2019.

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 AUGUST 2019**

Over the past five years, the College operated within the Student Number Control (SNC) allocation of around 440 FTE. The SNC remained in place in the 2018-19 financial year. The fees charged to students, over the past five years, remained at an average of £6,000.00 per student per year. The SNC naturally limited the growth of the College's income. The College will not be subject to the SNC from the academic year 2019-2020. This will offer scope for a proportionate growth of the student population up to 1200 full time-equivalent (FTE).

The College will underpin this growth through working with its university partners and awarding organisations. The College will also continue to enhance its Cranford campus facilities to meet the expectations of its students and strategic partners.

The College's higher education provision includes fourteen BTEC Higher National Certificates and Diplomas in Business Management, Hospitality & Tourism Management, Electrical & Electronic Engineering, Construction & Civil Engineering, Healthcare and Games Development; validated by Pearson Education.

The College's portfolio also includes six BA/BSc (Hons) and six BA/BSc (Hons) Top-Up degree programmes in Business Management, Hospitality Management & International Tourism, Electrical & Electronic Engineering, Civil Engineering Practice and Health & Social Care, all delivered in partnership with the University of Derby.

The demand for the College's courses has remained strong from UK domiciled students from a wide range of backgrounds. At present, the College has no students from outside the EEA, and has no plans to recruit non-EEA students. The College had the following number of students enrolled in the financial year:

	2019	2018
Home and EU Students	958	897
Non-EU Students	-	-

FINANCIAL RESULTS

The College generated a profit of £1,650,715 after tax of £387,304.

KEY FINANCIAL INDICATORS

Revenue of the College is influenced by the number of students registered within the College, the fees per student, the dropout rate and the timing of the dropout and internal progression of students to further study on BA/BSc (Hons) Top-Up degree programmes.

SENIOR STAFF PAY

The Office for Students requires registered HEPs to have regard to the Higher Education Senior Staff Remuneration Code (the Remuneration Code) published by the Committee of University Chairs (CUC) along with the Regulatory advice 9: Accounts direction, which came into force on the 1st of August 2019. In 2018-2019 and 2019-2020 there was one member of staff, the Chief Executive Officer (CEO), who had a basic salary of £253,500. There were no payments made to the CEO in lieu of pension contributions; dividends, performance-related pay, salary sacrifice arrangements or accommodation. The CEO pay is £259,479 for the year ended 31.08.2019 which includes pension contribution of £5,979.

STATEMENT OF CORPORATE GOVERNANCE

The College had an external review of the effectiveness of its governance arrangements in 2018-2019 to ensure it continues to meet public interest in governance principles and other regulatory and sector expectations. The Directors ensure that the College governance framework and governing documents uphold the public interest governance principles. The College re-structured and strengthened its governance arrangements by establishing a new Board of Governance (BoG), with a substantial increase of independent members, making changes to membership and terms of reference of the governing body and its committees. The College also modified its governing documents.

The BoG has the overall responsibility for overseeing the College's activities, determining its future vision and fostering an environment in which the institutional mission is achieved, and the potential of all students is maximised. The BoG ensures compliance with the statutes, ordinances and other provisions regulating the College and its framework of governance and, subject to these, it takes all substantive decisions on matters of fundamental concern to the College.

The BoG determines strategic direction, as well as vision and mission. The BoG also oversees and provides approval of the College's quality strategy. The BoG receives reports from the Planning and Resource Committee and Audit Committee assisting thereby in underpinning and ensuring the financial stability of the College.

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 AUGUST 2019**

STATEMENT OF INTERNAL CONTROL

The College has in place robust arrangements for the prevention and detection of corruption, fraud, bribery and other irregularities, thus providing its shareholders, external partners and stakeholders and relevant regulatory authorities with the assurance they require that the College is well able to prevent and detect fraud and other irregularities; these extend well beyond financial matters and cover the entire business operations of the College and its parent company.

Under its governance arrangements the Board of Governance acts as the senior decision-making body of the College, giving consideration to and making decisions upon all matters of strategic significance to the College's operations. These include (but are not limited to):

" setting and monitoring key performance indicators, including financial performance indicators and annual budgets.

" establishing and monitoring systems of control and accountability, including financial and operational controls and risk assessment.

" receiving and considering the minutes of the Planning & Resources Committee, the Academic Board and the Quality & Standards Committee.

" advising the Directors of the company on new and changing risks insofar as those impact on academic life at the College.

" keeping under review the regulatory environment in which the College operates and advising the Directors of any issues and risks arising.

" ensuring that the College's procedures and protocols are aligned with the guidance in the Higher Education Code of Governance.

The Board of Governance is composed of external as well as internal members, but must always be chaired by an external, independent member who must be neither an employee of the College nor of its subsidiary company.

An Audit Committee reports to the Directors of UCK Ltd.

The Audit Committee advises the Directors on the following matters:

- o the adequacy and effectiveness of the college's systems of internal control
- o the College's approach to identifying, controlling and managing risk
- o the adequacy and effectiveness of the college's approach to risk management
- o the maintenance and updating of the Company's Risk Register
- o arrangements for assessing value for money
- o approach to promoting best corporate governance practice
- o the appointment, reappointment, dismissal and remuneration of the financial statements' auditor
- o the scope and objectives of the work of the financial statements' auditor
- o the audit strategy
- o relevant reports issued by the Department for Education (DfE), the Office for Students (OfS), their successors and other relevant funding and regulatory bodies, and where appropriate, management's response to these

The Committee is also tasked with the following matters of detail:

- o monitoring, within an agreed timescale, the implementation of agreed recommendations relating to audit reports, and Financial Statements Auditor's management
- o establishing relevant annual performance measures and indicators, to monitor the effectiveness of the financial statements' auditors through these and decide, based on this review, whether a competition for price and quality of the audit service is appropriate
- o producing an annual report for the Directors and the College's Board of Governance, which should include the committee's advice on the effectiveness of the college's risk management, control and governance processes, and any significant matters arising from the work of the audit service
- o ensuring that all allegations of fraud and irregularity are immediately and properly followed up and investigated
- o reviewing the appropriateness of all additional services undertaken by the college's appointed audit service.

The Committee is also required to ensure that its advice to the Directors is both independent and objective, and includes:

- o monitoring the policies and practices used to control the operations of the Company and the College
- o the integrity of the Company's annual financial statements, corporate governance statements and compliance with accounting standards
- o the selection, performance and independence of the Company's contracts for Financial Statements Audit (external auditors)
- o oversight of the College's regulatory compliance, Code of Ethics, and whistle-blowing arrangements

The Committee must ensure that all its work is conducted in a timely and efficient manner for the proper discharge of the Company's corporate responsibilities, meeting all relevant regulatory requirements.

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 AUGUST 2019**

The Audit Committee is composed of four (4) members appointed by the Directors on the recommendation of the Board of Governance, provided that one member ('the Independent Member') shall be neither a Director nor an employee of the Company or the College or be a student of the College, but who shall have relevant experience in corporate governance, risk management, accounting and finance. The CEO of the Company, the Chair of the College's Board of Governance and the Company's professional advisers are excluded from membership of the Audit Committee, but the CEO of the Company and the Chair of the Board of Governance are normally in attendance at Audit Committee meetings.

INTERNAL CONTROL DYNAMICS

The Board of Governance is responsible for ensuring a sound system of internal control to support the College's policies and objectives. It is responsible for safeguarding the public and other funds available to the College. Internal control is designed to manage rather than eliminate the risk of failing to achieve business objectives. It can only provide reasonable, not absolute, assurance against material misstatement or loss. It is also designed to prevent and detect fraud and other irregularities.

The system of internal control is informed by a continuous process to identify, evaluate and manage the College's significant risks, linked to the achievement of institutional objectives. This process covers business, operational and compliance as well as financial risk, and has been in place up to the date of approving these financial statements. The effectiveness of the system of internal control is assessed in the following ways:

" The Board, at its meeting on 24 November 2019 approved the form and content of the College's Risk Register, and mandated the Provost to co-ordinate relevant statements of Mitigation for its further approval.

" The Board will receive regular progress reports on Risk Management and confirms meanwhile that there is a clear policy and plan of risk management, which has been communicated to the Directors of the parent company.

" The Risk Register is updated throughout the year and identifies the main risk owners and risk-mitigating actions. Risks are scored by likelihood and impact and are ranked accordingly.

EXTERNAL AUDIT

As a condition of its registration with the Registrar of Companies, the College's parent company employs external auditors whose remit includes, inter alia, commenting and making judgement where appropriate upon the College's internal control environment and its performance in the delivery of value for money.

Significant Internal Control Issues During The Year Under Review

There were no significant internal control issues during the year under review.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 September 2018 to the date of this report.

J Rose
Dr T F Frank
M T Yousif
A Janbey

Other changes in directors holding office are as follows:

Prof W Talebaoui - resigned 21 December 2018
Dr A Rojeab - appointed 26 January 2019

FINANCIAL INSTRUMENTS

The company's principal financial instruments comprise bank balances and trade creditors.

The main purpose of these instruments is to provide finance for its day to day operations.

The trade creditors liquidity risks are managed by ensuring sufficient funds are available to meet the amounts due.

DIVIDENDS

No dividends will be distributed for the year ended 31 August 2019.

**REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 AUGUST 2019**

FIXED ASSETS

The changes in fixed assets are shown in note 9 to the financial statements.

RELATED PARTY TRANSACTIONS

None of the directors had any other material interests at any time during the year in any contract of significance in relation to the business of the company other than that stated in note 18 to the financial statements.

TAXATION STATUS

The company is a close company within the provision of the Income and Corporation Taxes Act 2010.

DIRECTORS' RESPONSIBILITIES STATEMENT

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;

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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

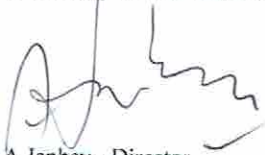
So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Mehta & Tengra, will be proposed for re-appointment at the forthcoming Annual General Meeting.

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:



A Janbey - Director

27 February 2020

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF UCK LIMITED

Opinion

We have audited the financial statements of UCK Limited (the 'company') for the year ended 31 August 2019 which comprise the Income Statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and Notes to the Cash Flow Statement, Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2019 and of its profit for the year 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- 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; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF UCK LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

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 from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page six, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

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 a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

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 a Report of the Auditors 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.

P Tengra (Senior Statutory Auditor)
for and on behalf of Mehta & Tengra
Chartered Accountants
Registered Auditors
24 Bedford Row
London
WC1R 4TQ

27 February 2020

**INCOME STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2019**

	Notes	2019 £	2018 £
TURNOVER	3	5,859,514	5,038,843
Cost of sales		<u>(2,054,078)</u>	<u>(1,854,276)</u>
GROSS PROFIT		3,805,436	3,184,567
Administrative expenses		<u>(1,781,714)</u>	<u>(2,023,920)</u>
OPERATING PROFIT	5	2,023,722	1,160,647
Interest receivable and similar income		<u>14,976</u>	<u>4,628</u>
		2,038,698	1,165,275
Interest payable and similar expenses	6	<u>(679)</u>	<u>(523)</u>
PROFIT BEFORE TAXATION		2,038,019	1,164,752
Tax on profit	7	<u>(387,304)</u>	<u>(223,009)</u>
PROFIT FOR THE FINANCIAL YEAR		<u>1,650,715</u>	<u>941,743</u>

The notes form part of these financial statements

UCK LIMITED (REGISTERED NUMBER: 03611735)

**OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 AUGUST 2019**

	Notes	2019 £	2018 £
PROFIT FOR THE YEAR		1,650,715	941,743
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>1,650,715</u>	<u>941,743</u>

The notes form part of these financial statements

BALANCE SHEET
31 AUGUST 2019

	Notes	2019 £	2018 £
FIXED ASSETS			
Tangible assets	9	126,567	108,532
Investments	10	604,719	760,052
		<u>731,286</u>	<u>868,584</u>
CURRENT ASSETS			
Debtors	11	1,018,180	777,053
Cash at bank and in hand		5,350,404	3,398,194
		<u>6,368,584</u>	<u>4,175,247</u>
CREDITORS			
Amounts falling due within one year	12	(744,241)	(343,745)
NET CURRENT ASSETS		<u>5,624,343</u>	<u>3,831,502</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>6,355,629</u>	<u>4,700,086</u>
PROVISIONS FOR LIABILITIES	14	(19,877)	(15,949)
NET ASSETS		<u><u>6,335,752</u></u>	<u><u>4,684,137</u></u>
CAPITAL AND RESERVES			
Called up share capital	15	1,000	100
Retained earnings	16	6,334,752	4,684,037
SHAREHOLDERS' FUNDS	20	<u><u>6,335,752</u></u>	<u><u>4,684,137</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors on 17 February 2020 and were signed on its behalf by:



A Janbey - Director

The notes form part of these financial statements

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 AUGUST 2019

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 September 2017	100	3,742,294	3,742,394
Changes in equity			
Total comprehensive income	-	941,743	941,743
Balance at 31 August 2018	100	4,684,037	4,684,137
Changes in equity			
Issue of share capital	900	-	900
Total comprehensive income	-	1,650,715	1,650,715
Balance at 31 August 2019	1,000	6,334,752	6,335,752

The notes form part of these financial statements

**CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2019**

	Notes	2019 £	2018 £
Cash flows from operating activities			
Cash generated from operations	1	2,065,318	1,094,792
Interest paid		(679)	(523)
Tax paid		(224,438)	(147,331)
Net cash from operating activities		<u>1,840,201</u>	<u>946,938</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		(59,200)	(27,152)
Purchase of fixed asset investments		155,333	(176,333)
Interest received		14,976	4,628
Net cash from investing activities		<u>111,109</u>	<u>(198,857)</u>
Cash flows from financing activities			
Loan repayments in year		-	(8,132)
Share issue		900	-
Net cash from financing activities		<u>900</u>	<u>(8,132)</u>
Increase in cash and cash equivalents		<u>1,952,210</u>	<u>739,949</u>
Cash and cash equivalents at beginning of year	2	<u>3,398,194</u>	<u>2,658,245</u>
Cash and cash equivalents at end of year	2	<u><u>5,350,404</u></u>	<u><u>3,398,194</u></u>

The notes form part of these financial statements

NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 AUGUST 2019

1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2019	2018
	£	£
Profit before taxation	2,038,019	1,164,752
Depreciation charges	41,165	46,681
Finance costs	679	523
Finance income	(14,976)	(4,628)
	<u>2,064,887</u>	<u>1,207,328</u>
(Increase)/decrease in trade and other debtors	(241,127)	139,525
Increase/(decrease) in trade and other creditors	241,558	(252,061)
	<u>2,065,318</u>	<u>1,094,792</u>
Cash generated from operations	<u><u>2,065,318</u></u>	<u><u>1,094,792</u></u>

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 August 2019

	31.8.19	1.9.18
	£	£
Cash and cash equivalents	<u>5,350,404</u>	<u>3,398,194</u>

Year ended 31 August 2018

	31.8.18	1.9.17
	£	£
Cash and cash equivalents	3,398,194	2,715,299
Bank overdrafts	-	(57,054)
	<u>3,398,194</u>	<u>2,658,245</u>

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2019

1. STATUTORY INFORMATION

UCK 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. ACCOUNTING POLICIES

Basis of preparing the financial statements

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

Preparation of consolidated financial statements

The financial statements contain information about UCK Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 399(2A) of the Companies Act 2006 from the requirements to prepare consolidated financial statements.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Turnover represents the amount derived from the provision of services within the company's ordinary activities.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Furniture	- 10% on reducing balance
Plant and machinery	- 10% on reducing balance
Motor vehicles	- 15% on reducing balance
Computer and laboratory equipment	- 33% on reducing balance

The company's policy on fixed assets is to only capitalise expenditure in excess of £750.

Impairment of assets

At each reporting date fixed assets are reviewed to determine whether there is any indication that those asset have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carry amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

**NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019**

2. ACCOUNTING POLICIES - continued

Deferred tax

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

If and when all conditions for retaining tax allowances for the cost of a fixed asset have been met, the deferred tax is reversed.

Deferred tax is recognised when income or expenses from an associate have been recognised, and will be assessed for tax in a future period, except where:

- it is probable that the timing difference will not reverse in the foreseeable future.

A deferred tax liability or asset is recognised for the additional tax that will be paid or avoided in respect of assets and liabilities that are recognised in a business combination. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax is calculated using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

With the exception of changes arising on the initial recognition of a business combination, the tax expense (income) is presented either in profit or loss, other comprehensive income or equity depending on the transaction that resulted in the tax expense (income).

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors. Deferred tax asset and deferred tax liabilities are offset only if:

- the company has a legally enforceable right to set off current tax assets against current tax liabilities, and
- the deferred tax asset and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously

Revenue recognition

Revenue is recognised when invoices are raised for courses that commence within the financial year, even if they cross over into the next financial year.

Invoices raised for courses commencing after the financial year are not recognised as sales and shown in the balance sheet as payments received in advance.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Pension costs and other post-retirement benefits

The company also operates a defined contribution scheme for its staff under "auto enrolment"

Leasing and rental transactions

Where assets are financed by leasing arrangements that give rights approximate to ownership (finance leases), the assets are treated as if they had been purchased outright. The capital element of the related obligations is included in the creditors. The interest element of the rental obligation is charged to the profit and loss account over the term of the lease.

All other leases are operating leases and the annual rentals are charged to the profit and loss account on a straight line basis over the lease term.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019

3. **TURNOVER**

The turnover and profit before taxation are attributable to the one principal activity of the company.

4. **EMPLOYEES AND DIRECTORS**

	2019	2018
	£	£
Wages and salaries	1,014,777	1,131,480
Social security costs	98,784	110,192
Other pension costs	19,503	13,089
	<u>1,133,064</u>	<u>1,254,761</u>

The average number of employees during the year was as follows:

	2019	2018
Sales and administration	<u>36</u>	<u>39</u>

In the addition to the above, the College also recruit the services of 25-30 self employed teachers and other technicians.

Basic salary per annum	2019	2018
£250,000 to £255,000	1	1

No other employee or director was paid above £100,000 p.a

The Office for students (Ofs) require the providers to have regards to the 'Higher education senior staff remuneration code' published by the Committee of University Chairs (CUC),irrespective of whether the provider is a member of the CUC.

	2019	2018
	£	£
Compensation for loss of office	29,950	30,000

The compensation for loss of office was paid to 1 employee (2018:1 employee).

	2019	2018
	£	£
Directors' remuneration	305,270	330,178
Directors' pension contributions to money purchase schemes	<u>6,280</u>	<u>4,426</u>

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

Money purchase schemes	<u>2</u>	<u>1</u>
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Information regarding the highest paid director is as follows:

	2019	2018
	£	£
Emoluments etc	253,500	279,500
Pension contributions to money purchase schemes	<u>5,979</u>	<u>4,426</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019

4. EMPLOYEES AND DIRECTORS - continued

The directors do not consider the salary of the CEO to be excessive and consider it to be comparable to other officers in this position. The pay multiple between the CEO and the average salary of the other employees is 7:1.

5. OPERATING PROFIT

The operating profit is stated after charging:

	2019	2018
	£	£
Hire of plant and machinery	4,920	5,780
Other operating leases	518,400	632,448
Depreciation - owned assets	41,165	46,681
Auditors' remuneration	6,600	6,600
	<u>6,600</u>	<u>6,600</u>

6. INTEREST PAYABLE AND SIMILAR EXPENSES

	2019	2018
	£	£
Other interest	679	523
	<u>679</u>	<u>523</u>

7. TAXATION

Analysis of the tax charge

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

	2019	2018
	£	£
Current tax:		
UK corporation tax	383,376	224,438
Overprovision of Corporation tax in previous years	-	636
Total current tax	<u>383,376</u>	<u>225,074</u>
Deferred tax	3,928	(2,065)
Tax on profit	<u>387,304</u>	<u>223,009</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019

7. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2019	2018
	£	£
Profit before tax	<u>2,038,019</u>	<u>1,164,752</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2018 - 19%)	387,224	221,303
Effects of:		
Expenses not deductible for tax purposes	80	34
Capital allowances in excess of depreciation	(3,928)	-
Depreciation in excess of capital allowances	-	3,101
(Over)/Under provision of corporation tax	-	636
Deferred tax	<u>3,928</u>	<u>(2,065)</u>
Total tax charge	<u>387,304</u>	<u>223,009</u>

8. TURNOVER

Turnover and operating results derive only from the principal activities of the company.

9. TANGIBLE FIXED ASSETS

	Furniture £	Plant and machinery £	Motor vehicles £	Computer and laboratory equipment £	Totals £
COST					
At 1 September 2018	18,494	-	20,300	525,751	564,545
Additions	2,940	54,914	-	1,346	59,200
At 31 August 2019	<u>21,434</u>	<u>54,914</u>	<u>20,300</u>	<u>527,097</u>	<u>623,745</u>
DEPRECIATION					
At 1 September 2018	5,037	-	9,906	441,070	456,013
Charge for year	2,460	8,237	2,079	28,389	41,165
At 31 August 2019	<u>7,497</u>	<u>8,237</u>	<u>11,985</u>	<u>469,459</u>	<u>497,178</u>
NET BOOK VALUE					
At 31 August 2019	<u>13,937</u>	<u>46,677</u>	<u>8,315</u>	<u>57,638</u>	<u>126,567</u>
At 31 August 2018	<u>13,457</u>	<u>-</u>	<u>10,394</u>	<u>84,681</u>	<u>108,532</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019

10. FIXED ASSET INVESTMENTS

	2019	2018
	£	£
Shares in group undertakings	1	1
Loans to group undertakings	604,718	760,051
	<u>604,719</u>	<u>760,052</u>

Additional information is as follows:

	Shares in group undertakings £
COST	
At 1 September 2018 and 31 August 2019	<u>1</u>
NET BOOK VALUE	
At 31 August 2019	<u>1</u>
At 31 August 2018	<u>1</u>

The company's investments at the Balance Sheet date in the share capital of companies include the following:

London College Limited

Registered office: England and Wales
Nature of business: Property Investment

	%	31/8/19	31/8/18
	holding	£	£
Class of shares:	100.00		
Holding			
Aggregate capital and reserves		(68,054)	(18,140)
Loss for the year		<u>(49,914)</u>	<u>(18,141)</u>

The above financial information for London College Limited is for the period 01 April 2018 to 31 August 2019.

	Loans to group undertakings £
At 1 September 2018	760,051
New in year	<u>(155,333)</u>
At 31 August 2019	<u>604,718</u>

The directors have reviewed this investment and do not consider that it has suffered an impairment loss.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019

11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019	2018
	£	£
Trade debtors	741,038	577,457
Other debtor	35,795	5,200
Prepayments	241,347	194,396
	<u>1,018,180</u>	<u>777,053</u>

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019	2018
	£	£
Trade creditors	188,908	86,569
Corporation tax	383,376	224,438
Social security and other taxes	25,511	-
Other creditors	11,958	5,134
Net wages due	55,069	-
Fees received in advance	-	6,165
Accruals & deferred income	79,419	21,439
	<u>744,241</u>	<u>343,745</u>

13. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2019	2018
	£	£
Between one and five years	<u>518,400</u>	<u>632,448</u>

14. PROVISIONS FOR LIABILITIES

	2019	2018
	£	£
Deferred tax		
Accelerated capital allowances	<u>19,877</u>	<u>15,949</u>

	Deferred tax £
Balance at 1 September 2018	15,949
Provided during year	3,928
Balance at 31 August 2019	<u>19,877</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31 AUGUST 2019

15. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:		Nominal value:	2019	2018
Number:	Class:		£	£
1,000 (2018 - 100)	Ordinary	1	1,000	100

900 Ordinary shares of 1 were issued during the year for cash of £900.

16. RESERVES

	Retained earnings £
At 1 September 2018	4,684,037
Profit for the year	1,650,715
At 31 August 2019	6,334,752

17. PENSION COMMITMENTS

The company operates a defined contribution scheme (auto enrolment) for its employees, the funds of which are held separately from the company in an independently administered fund. Contributions are charged to the profit and loss account. During the year the company's contribution was £13,223 (2018: £8,663).
The amounts outstanding at the balance sheet date was £9,958 (2018:£5,134).

18. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

There are no other related party transactions to report.

19. ULTIMATE CONTROLLING PARTY

The controlling party is A Janbey.

20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2019	2018
	£	£
Profit for the financial year	1,650,715	941,743
Issue of shares	900	-
Share premium		
Net addition to shareholders' funds	1,651,615	941,743
Opening shareholders' funds	4,684,137	3,742,394
Closing shareholders' funds	6,335,752	4,684,137

21. **ORDINARY SHARES**

During the year 900 Ordinary Shares were issued to the existing shareholders.