

REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2022
FOR
UCK LIMITED

Mehta & Tengra
Chartered Accountants
Statutory Auditors
9 Berners Place
London
W1T 3AD

UCK LIMITED

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FOR THE YEAR ENDED 31 JULY 2022

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UCK LIMITED

COMPANY INFORMATION
FOR THE YEAR ENDED 31 JULY 2022

DIRECTORS: J Rose
Dr T F Frank
M T Yousif
Dr A Janbey
Dr A Rojeab
Dr A B Matczak

SECRETARY: Dr A B Matczak

REGISTERED OFFICE: 9 Berners Place
London
W1T 3AD

BUSINESS ADDRESS: The London College
Meadowbank
680 Bath Road
Hounslow
TW5 9QX

REGISTERED NUMBER: 03611735 (England and Wales)

AUDITORS: Mehta & Tengra
Chartered Accountants
Statutory Auditors
9 Berners Place
London
W1T 3AD

The directors present their report with the financial statements of the company for the year ended 31 July 2022.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of UCK Ltd, trading as "The London College", an independent college of higher education specialising in business management, hospitality management, healthcare practice, electrical/electronic and civil engineering, 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 Hounslow, West London.

The Directors of the Company are pleased to report that in the period ended 31 July 2022 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.

In the financial year 2021-22, the College continued to be registered as the Higher Education Provider (HEP) with the Office for Students (OfS) under 'Approved' category.

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 2021-2022, the College continued its progress towards achieving excellent student outcomes. Students expressed an overall satisfaction rate with the College of 92% (NSS 2021-22). High levels of student satisfaction were also achieved for organisation and management, teaching, learning opportunities and academic support (NSS 2021-22). The College is extremely delighted with these outcomes, which are well above the benchmarks.

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 continued to maintain and enhance its Cranford campus following the overall refurbishment over the period 2019-2021. The College also continued to invest in digital library resources and remote teaching/learning technologies. The College will continue to enhance its Cranford campus facilities and invest in digital technologies in 2022-2023 to meet the expectations of its students and strategic partners.

In the 2021-22 academic session students returned to face-to-face on campus learning, post the COVID19 pandemic. Teaching and learning were delivered via a blended delivery model with face-to-face on campus lectures and seminars, workshops and field-based practical activities and live online tutorials and support sessions.

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 JULY 2022

The College's higher education provision includes BTEC Higher National Certificates and Diplomas in Business Management, Hospitality Management, Electrical & Electronic Engineering, Construction & the Built Environment (Civil Engineering), Games Development and Healthcare Practice. These qualifications are validated by Pearson Education.

The College's portfolio also includes BA/BSc (Hons) degrees in Business Management, International Hospitality Management, International Tourism Management, Engineering (Electrical & Electronic), Civil Engineering Practice and Health & Social Care. These degrees are delivered in partnership with the University of Derby.

The demand for the College's courses, despite the global economic downturn 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 for the academic year 2022-23.

The fees charged to students, over the past five years, remained at an average of £6,165.00 per student per year. The college projects a retention of the overall student population up to 1000 full time-equivalent (FTE) in the next five years. The College will underpin this through marketing and outreach activities, working with its university partners and awarding organisations.

The College had the following number of FTE students enrolled in the financial year

| | 2022 | 2021 |
|----------------------|-------|-------|
| Home and EU Students | 1,196 | 1,419 |
| Non-EU Students | - | - |

FINANCIAL RESULTS

The College generated a profit of £2,005,314 after tax of £468,852.

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). In 2021-22 there was one member of staff, the Head of Provider, who had a total remuneration of over £100,000 per annum. There were no payments made to the Head of Provider in lieu of pension contributions; dividends, performance-related pay, salary sacrifice arrangements or accommodation.

| | 2022 | 2021 |
|--|------|------|
| Head of Provider basic salary divided by the median salary | 7.6 | 7.5 |
| Head of Provider total remuneration divided by the median total remuneration | 7.6 | 7.5 |

STATEMENT OF CORPORATE GOVERNANCE

The College is governed by the Board of Governance (BoG) and its sub-committees. The Board of Governance 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 Board of Governance 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 Board of Governance 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.

The governance arrangements of the College aim to meet the expectations of the UK Higher Education sector, in the core values and primary elements of governance as set out in the Higher Education Code of Governance, published by the Committee of University Chairs (CUC).

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:

- " the adequacy and effectiveness of the college's systems of internal control
- " the College's approach to identifying, controlling and managing risk
- " the adequacy and effectiveness of the college's approach to risk management
- " the maintenance and updating of the Company's Risk Register
- " arrangements for assessing value for money
- " approach to promoting best corporate governance practice
- " the appointment, reappointment, dismissal and remuneration of the financial statements' auditor
- " the scope and objectives of the work of the financial statements' auditor
- " the audit strategy
- " 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:

- " monitoring, within an agreed timescale, the implementation of agreed recommendations relating to audit reports, and Financial Statements Auditor's management
- " 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

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 JULY 2022

" 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

" ensuring that all allegations of fraud and irregularity are immediately and properly followed up and investigated

" 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:

" monitoring the policies and practices used to control the operations of the Company and the College

" the integrity of the Company's annual financial statements, corporate governance statements and compliance with accounting standards

" the selection, performance and independence of the Company's contracts for Financial Statements Audit (external auditors)

" 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.

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 20 October 2022 re-approved the form and content of the College's Risk Register, and mandated the Chair 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 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 employs external auditors whose remit includes, inter alia, commenting and making judgement where appropriate upon the College's internal control.

SIGNIFICANT INTERNAL CONTROL ISSUES DURING THE YEAR UNDER REVIEW

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

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 JULY 2022

DIRECTORS

The directors shown below have held office during the whole of the period from 1 August 2021 to the date of this report.

J Rose
Dr T F Frank
M T Yousif
Dr A Janbey
Dr A Rojeab
Dr A B Matczak

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 period ended 31 July 2022.

FIXED ASSETS

The changes in fixed assets are shown in note 10 and 11 to the financial statements.

POST BALANCE SHEET EVENTS

There were no significant events to report.

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 19 to the financial statements.

TAXATION STATUS

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

COVID 19

The pandemic is no longer a threat to the continuation of the college.

Nevertheless, should another wave of the infectious virus spread in the near future, the directors are confident that the college will be in a position to adapt and that it would be appropriate to adopt the going concern basis in preparing these financial statements.

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;
- 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.

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 or she ought to have taken as a director in order to make himself or herself 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:



Al Janbey (Jan 4, 2023 17:36 GMT)

Dr A Janbey - Director

3 January 2023

Opinion

We have audited the financial statements of UCK Limited (the 'company') for the year ended 31 July 2022 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 July 2022 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.
- the requirements of the Office for Students (OfS) accounts direction have been met.

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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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 this gives rise to a material misstatement in the financial statements themselves. 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.

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.

We are also required by the Accounts Direction of the Office for Students (OfS) to report to you where the results of our audit work indicate that the College's grant and fee income, as disclosed in note 3 to the financial statements has been materially misstated. We have nothing to report in this respect.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page seven, 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Extent to which the audit was considered capable of detecting irregularities, including fraud

We identify and assess the risks of material misstatements of the financial statements, whether due to fraud or error, and then design and perform audit procedures to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

Identifying and assessing potential risks related to irregularities

In identifying and assessing risks of material misstatements in respect of irregularities, including fraud and non-compliance and regulations, we considered the following:

- the nature of the industry and sector, control environment and business performance including the design of company's remuneration policies, key drivers for directors' remuneration, bonus levels and performance targets.
- results of our enquiries of management about their own identification and assessment of the risks and irregularities;
- any matters we identified having obtained and reviewed the company's documentation of their policies and procedures relating to:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
 - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified that greatest potential for fraud is revenue recognition. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.


We also obtained an understanding of the legal and regulatory framework that the company operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context include the UK Companies Act, pension legislation and tax legislation.

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.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
UCK LIMITED

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.


Perosha Tengra (J. 05, 2023 12:57 GMT)

P Tengra (Senior Statutory Auditor)
for and on behalf of Mehta & Tengra
Chartered Accountants
Statutory Auditors
9 Berners Place
London
W1T 3AD

3 January 2023

UCK LIMITED

INCOME STATEMENT
FOR THE YEAR ENDED 31 JULY 2022

| | Notes | 2022 £ | 2021 £ |
|--|-------|-------------------------|-------------------------|
| TURNOVER | 3 | 7,363,595 | 8,870,995 |
| Cost of sales | | <u>(2,741,642)</u> | <u>(2,614,203)</u> |
| GROSS PROFIT | | 4,621,953 | 6,256,792 |
| Administrative expenses | | <u>(2,144,476)</u> | <u>(2,266,377)</u> |
| OPERATING PROFIT | 5 | 2,477,477 | 3,990,415 |
| Interest receivable and similar income | | <u>5,494</u> | <u>3,922</u> |
| | | 2,482,971 | 3,994,337 |
| Amounts written off investments | | <u>-</u> | <u>(561,681)</u> |
| | | 2,482,971 | 3,432,656 |
| Interest payable and similar expenses | 6 | <u>(8,805)</u> | <u>(5,594)</u> |
| PROFIT BEFORE TAXATION | | 2,474,166 | 3,427,062 |
| Tax on profit | 7 | <u>(468,852)</u> | <u>(758,256)</u> |
| PROFIT FOR THE FINANCIAL YEAR | | <u><u>2,005,314</u></u> | <u><u>2,668,806</u></u> |

The notes form part of these financial statements

UCK LIMITED

OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 JULY 2022

| | Notes | 2022 £ | 2021 £ |
|--|-------|-------------------------|-------------------------|
| PROFIT FOR THE YEAR | | 2,005,314 | 2,668,806 |
| OTHER COMPREHENSIVE INCOME | | <u>-</u> | <u>-</u> |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | <u><u>2,005,314</u></u> | <u><u>2,668,806</u></u> |

The notes form part of these financial statements

BALANCE SHEET
31 JULY 2022

| | Notes | 2022 £ | 2021 £ |
|--|-------|--------------------------|--------------------------|
| FIXED ASSETS | | | |
| Tangible assets | 10 | 134,796 | 105,616 |
| Investments | 11 | 1 | 1 |
| | | <u>134,797</u> | <u>105,617</u> |
| CURRENT ASSETS | | | |
| Debtors | 12 | 1,220,806 | 1,710,843 |
| Cash at bank and in hand | | 12,821,470 | 10,682,482 |
| | | <u>14,042,276</u> | <u>12,393,325</u> |
| CREDITORS | | | |
| Amounts falling due within one year | 13 | (780,055) | (1,109,829) |
| | | <u>13,262,221</u> | <u>11,283,496</u> |
| NET CURRENT ASSETS | | | |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | <u>13,397,018</u> | <u>11,389,113</u> |
| PROVISIONS FOR LIABILITIES | 15 | (19,209) | (16,618) |
| NET ASSETS | | <u><u>13,377,809</u></u> | <u><u>11,372,495</u></u> |
| CAPITAL AND RESERVES | | | |
| Called up share capital | 16 | 1,000 | 1,000 |
| Retained earnings | 17 | 13,376,809 | 11,371,495 |
| SHAREHOLDERS' FUNDS | | <u><u>13,377,809</u></u> | <u><u>11,372,495</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 and authorised for issue on 3 January 2023 and were signed on its behalf by:


[Al Janbey \(Jan 4, 2023 17:56 GMT\)](#)

Dr A Janbey - Director

The notes form part of these financial statements

UCK LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JULY 2022

| | Called up share capital £ | Retained earnings £ | Total equity £ |
|----------------------------|------------------------------------|---------------------------|--------------------------|
| Balance at 1 August 2020 | 1,000 | 8,702,689 | 8,703,689 |
| Changes in equity | | | |
| Total comprehensive income | - | 2,668,806 | 2,668,806 |
| Balance at 31 July 2021 | <u>1,000</u> | <u>11,371,495</u> | <u>11,372,495</u> |
| Changes in equity | | | |
| Total comprehensive income | - | 2,005,314 | 2,005,314 |
| Balance at 31 July 2022 | <u><u>1,000</u></u> | <u><u>13,376,809</u></u> | <u><u>13,377,809</u></u> |

The notes form part of these financial statements

UCK LIMITED

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 JULY 2022

| | Notes | 2022 £ | 2021 £ |
|--|-------|--------------------------|--------------------------|
| Cash flows from operating activities | | | |
| Cash generated from operations | 1 | 2,924,238 | 2,789,504 |
| Interest paid | | (8,805) | (5,594) |
| Tax paid | | (734,469) | (791,797) |
| Net cash from operating activities | | <u>2,180,964</u> | <u>1,992,113</u> |
| Cash flows from investing activities | | | |
| Purchase of tangible fixed assets | | (59,115) | (19,577) |
| Purchase of fixed asset investments | | - | (3,500) |
| Sale of tangible fixed assets | | 11,645 | - |
| Amounts W/off investments | | - | 561,681 |
| Interest received | | 5,494 | 3,922 |
| Net cash from investing activities | | <u>(41,976)</u> | <u>542,526</u> |
| Increase in cash and cash equivalents | | | |
| Cash and cash equivalents at beginning of year | 2 | 10,682,482 | 8,147,843 |
| Cash and cash equivalents at end of year | 2 | <u><u>12,821,470</u></u> | <u><u>10,682,482</u></u> |

The notes form part of these financial statements

NOTES TO THE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 JULY 2022

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

| | 2022 | 2021 |
|--|------------------|------------------|
| | £ | £ |
| Profit before taxation | 2,474,166 | 3,427,062 |
| Depreciation charges | 21,839 | 25,942 |
| Profit on disposal of fixed assets | (3,549) | - |
| Finance costs | 8,805 | 5,594 |
| Finance income | (5,494) | (3,922) |
| | <u>2,495,767</u> | <u>3,454,676</u> |
| Decrease/(increase) in trade and other debtors | 490,037 | (433,430) |
| Decrease in trade and other creditors | (61,566) | (231,742) |
| | <u>2,924,238</u> | <u>2,789,504</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 July 2022

| | 31.7.22 | 1.8.21 |
|---------------------------|-------------------|-------------------|
| | £ | £ |
| Cash and cash equivalents | <u>12,821,470</u> | <u>10,682,482</u> |

Year ended 31 July 2021

| | 31.7.21 | 1.8.20 |
|---------------------------|-------------------|------------------|
| | £ | £ |
| Cash and cash equivalents | <u>10,682,482</u> | <u>8,147,843</u> |

3. ANALYSIS OF CHANGES IN NET FUNDS

| | At 1.8.21 | Cash flow | At 31.7.22 |
|--------------------------|-------------------|------------------|-------------------|
| | £ | £ | £ |
| Net cash | | | |
| Cash at bank and in hand | 10,682,482 | 2,138,988 | 12,821,470 |
| | <u>10,682,482</u> | <u>2,138,988</u> | <u>12,821,470</u> |
| Total | <u>10,682,482</u> | <u>2,138,988</u> | <u>12,821,470</u> |

The notes form part of these financial statements

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 teaching 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, Fixture & fittings | - 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.

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.

Taxation

Taxation for the year comprises current and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

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"

2. ACCOUNTING POLICIES - continued

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.

Trade and other creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as creditors falling due within one year if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as creditors falling due after one year.

Trade creditors are recognised at the undiscounted amount owed to the supplier, which is normally the invoice price.

Trade and other debtors

Trade debtors are amounts due from students for educational services provided in the ordinary course of business. Trade debtors are recognised at the undiscounted amount of cash receivable, which is normally the invoice price, less any allowances for doubtful debts.

Provisions

Provisions are recognised when the company has a present legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligations and a reliable estimate can be made.

3. TURNOVER

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

Details of grant and fee income:

| | 2021 | 2021 |
|---|-----------|-----------|
| Grant income from the OfS | 0 | 0 |
| Grant income from other bodies | 0 | 0 |
| Fee income for taught awards (exclusive of VAT) | 7,356,164 | 8,829,084 |
| Fee income for research awards (exclusive of VAT) | 0 | 0 |
| Fee income from non-qualifying courses (exclusive of VAT) | 0 | 0 |
| Other income | 7,431 | 41,911 |
| Total grant and fee income | 7,363,595 | 8,870,995 |

4. EMPLOYEES AND DIRECTORS

| | 2022 | 2021 |
|-----------------------|------------------|------------------|
| | £ | £ |
| Wages and salaries | 1,423,348 | 1,184,506 |
| Social security costs | 146,291 | 117,090 |
| Other pension costs | 37,887 | 30,733 |
| | <u>1,607,526</u> | <u>1,332,329</u> |

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

| | 2022 | 2021 |
|--------------------------|-----------|-----------|
| Sales and administration | <u>46</u> | <u>43</u> |

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

| | 2022 | 2021 |
|------------------------|------|------|
| Basic salary per annum | | |
| £270,000 to £275,000 | | 1 |
| £300,000 to 305,000 | 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.

| | 2022 | 2021 |
|--|---------------|---------------|
| | £ | £ |
| Directors' remuneration | 412,336 | 381,698 |
| Directors' pension contributions to money purchase schemes | <u>10,998</u> | <u>10,178</u> |

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

| | | |
|------------------------|----------|----------|
| Money purchase schemes | <u>2</u> | <u>2</u> |
|------------------------|----------|----------|

Information regarding the highest paid director is as follows:

| | 2022 | 2021 |
|---|--------------|--------------|
| | £ | £ |
| Emoluments etc | 304,500 | 274,750 |
| Pension contributions to money purchase schemes | <u>8,948</u> | <u>8,055</u> |

Emoluments above includes basic pay only.
20/21 Basic Pay £274,750, pension £8,055.
21/22 Basic pay £304,500, pension £8,948.

The directors do not considers 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 7:6.

5. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

| | 2022 | 2021 |
|------------------------------------|----------------|----------------|
| | £ | £ |
| Hire of plant and machinery | 5,025 | 4,920 |
| Other operating leases | 547,200 | 547,200 |
| Depreciation - owned assets | 21,839 | 25,942 |
| Profit on disposal of fixed assets | (3,549) | - |
| Auditors' remuneration | 12,000 | 12,000 |
| | <u>582,415</u> | <u>110,062</u> |

6. INTEREST PAYABLE AND SIMILAR EXPENSES

| | 2022 | 2021 |
|----------------|--------------|--------------|
| | £ | £ |
| Other interest | 8,805 | 5,594 |
| | <u>8,805</u> | <u>5,594</u> |

7. TAXATION

Analysis of the tax charge

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

| | 2022 | 2021 |
|--------------------|----------------|----------------|
| | £ | £ |
| Current tax: | | |
| UK corporation tax | 466,261 | 758,946 |
| Deferred tax | 2,591 | (690) |
| Tax on profit | <u>468,852</u> | <u>758,256</u> |

Reconciliation of total tax charge included in profit and loss

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

| | 2022 | 2021 |
|---|------------------|------------------|
| | £ | £ |
| Profit before tax | <u>2,474,166</u> | <u>3,427,062</u> |
| Profit multiplied by the standard rate of corporation tax in the UK of 19% (2021 - 19%) | 470,092 | 651,142 |
| Effects of: | | |
| Expenses not deductible for tax purposes | (250) | 106,949 |
| Capital allowances in excess of depreciation | (3,581) | - |
| Depreciation in excess of capital allowances | - | 855 |
| corporation tax | | |
| Deferred tax | 2,591 | (690) |
| Total tax charge | <u>468,852</u> | <u>758,256</u> |

8. TURNOVER

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

9. ACCESS AND PARTICIPATION EXPENDITURE

There were no access and participation expenditure during the year ended 31.07.2022.

10. TANGIBLE FIXED ASSETS

| | Furniture, Fixture & fittings £ | Plant and machinery £ | Motor vehicles £ | Computer and laboratory equipment £ | Totals £ |
|------------------------|---------------------------------------|-----------------------------|------------------------|---|----------------|
| COST | | | | | |
| At 1 August 2021 | 36,893 | 54,914 | 20,300 | 544,380 | 656,487 |
| Additions | 19,899 | 8,028 | 29,916 | 1,272 | 59,115 |
| Disposals | - | - | (22,300) | - | (22,300) |
| At 31 July 2022 | <u>56,792</u> | <u>62,942</u> | <u>27,916</u> | <u>545,652</u> | <u>693,302</u> |
| DEPRECIATION | | | | | |
| At 1 August 2021 | 11,730 | 16,756 | 14,204 | 508,181 | 550,871 |
| Charge for year | 4,506 | 4,619 | 349 | 12,365 | 21,839 |
| Eliminated on disposal | - | - | (14,204) | - | (14,204) |
| At 31 July 2022 | <u>16,236</u> | <u>21,375</u> | <u>349</u> | <u>520,546</u> | <u>558,506</u> |
| NET BOOK VALUE | | | | | |
| At 31 July 2022 | <u>40,556</u> | <u>41,567</u> | <u>27,567</u> | <u>25,106</u> | <u>134,796</u> |
| At 31 July 2021 | <u>25,163</u> | <u>38,158</u> | <u>6,096</u> | <u>36,199</u> | <u>105,616</u> |

11. FIXED ASSET INVESTMENTS

| | Shares in group undertakings £ |
|--------------------------------------|---|
| COST | |
| At 1 August 2021 and 31 July 2022 | <u>1</u> |
| NET BOOK VALUE | |
| At 31 July 2022 | <u>1</u> |
| At 31 July 2021 | <u>1</u> |

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2022 | 2021 |
|---------------|------------------|------------------|
| | £ | £ |
| Trade debtors | 965,622 | 1,444,111 |
| Other debtor | 6,100 | 6,100 |
| Prepayments | 249,084 | 260,632 |
| | <u>1,220,806</u> | <u>1,710,843</u> |

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2022 | 2021 |
|------------------------------------|----------------|------------------|
| | £ | £ |
| Trade creditors | 239,322 | 415,753 |
| Amounts owed to group undertakings | 1,788 | - |
| Corporation tax | 256,854 | 525,062 |
| Social security and other taxes | 42,629 | 36,582 |
| Other creditors | 43,057 | 12,740 |
| Net wages due | 89,311 | 74,323 |
| Accruals & deferred income | 107,094 | 45,369 |
| | <u>780,055</u> | <u>1,109,829</u> |

14. LEASING AGREEMENTS

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

| | 2022 | 2021 |
|-----------------|----------------|----------------|
| | £ | £ |
| Within one year | <u>547,200</u> | <u>547,200</u> |

15. PROVISIONS FOR LIABILITIES

| | 2022 | 2021 |
|--------------------------------|---------------|---------------|
| | £ | £ |
| Deferred tax | | |
| Accelerated capital allowances | <u>19,209</u> | <u>16,618</u> |

| | |
|--------------------------|---------------|
| | Deferred tax |
| | £ |
| Balance at 1 August 2021 | 16,618 |
| Provided during year | <u>2,591</u> |
| Balance at 31 July 2022 | <u>19,209</u> |

16. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

| Number: | Class: | Nominal value: | 2022 | 2021 |
|---------|----------|----------------|--------------|--------------|
| | | | £ | £ |
| 1,000 | Ordinary | 1 | <u>1,000</u> | <u>1,000</u> |

17. RESERVES

| | Retained earnings £ |
|---------------------|---------------------------|
| At 1 August 2021 | 11,371,495 |
| Profit for the year | 2,005,314 |
| At 31 July 2022 | 13,376,809 |

18. 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 £37,887(2021:£30,733).

The amounts outstanding at the balance sheet date was £42,803 (2021:£12,740).

19. 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.


20. ULTIMATE CONTROLLING PARTY

The controlling party is Dr A Janbey.

21. CHAIR OF THE BOARD OF GOVERNANCE

As per the requirements of the Office for Students (OfS), the financial statements have also been signed by:

Prof Geoffrey Alderman.
Chair of the Board of Governance.


G. Alderman (Jan 5, 2023 12:34 GMT)

.....
3 January 2023