

**THE OLD STATION NURSERY LIMITED**

**CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED  
31 DECEMBER 2020**

**The MGroup Partnership  
Registered Auditor  
Cranbrook House  
287-291 Banbury Road, Oxford  
OX2 7JQ**



**Company Registration Number: 04430168**

**THE OLD STATION NURSERY LIMITED**

**CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

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<b>CONTENTS</b>	<b>PAGES</b>
Company information	1
Strategic report	2 to 3
Directors' report	4 to 7
Independent auditor's report	8 to 12
Profit and loss account	13
Balance sheets	14 to 15
Statement of cash flows	16
Notes to the financial statements	17 to 34

**THE OLD STATION NURSERY LIMITED**

**COMPANY INFORMATION  
FOR THE YEAR ENDED 31 DECEMBER 2020**

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**DIRECTORS**

S J Steel  
S Forestier

**SECRETARY**

Higgs Secretarial Limited (appointed 28 May 2020)

**REGISTERED OFFICE**

The Old Railway Station  
7 Park Road  
Faringdon  
Oxfordshire  
SN7 7BP

**COMPANY REGISTRATION NUMBER**

04430168 England and Wales

**AUDITOR**

The MGroup Partnership  
Registered Auditor  
Cranbrook House  
287-291 Banbury Road  
Oxford  
OX2 7JQ

# THE OLD STATION NURSERY LIMITED

## GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

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The directors present their strategic report of the group and the parent company for the year ended 31 December 2020.

### RESULTS AND APPROPRIATIONS

The results of the year's trading, the financial position of the group and the parent company and the transfer to reserves are shown in the annexed financial statements.

The directors recommend the payment of a dividend for the year under review of £NIL (2019 - £10,000).

### BUSINESS REVIEW AND FUTURE DEVELOPMENTS

Revenue for the 12 months to 31 December 2020 increased against the prior year driven by full year effect of the acquisitions of Sandhills Ltd and Premier Nurseries Ltd made in 2019 and the partial year revenues of the acquisitions of Small Friends Ltd and Sunhill Daycare (Europe) Ltd made in 2020. This offset the impact of the COVID-19 pandemic, which caused a temporary halt to the provision of services during the period. All nurseries were closed from March to May 2020 but then later reopened in late May / early June.

During the period of the pandemic in 2020, the Group was able to partially offset the impact of the closure since they continued to receive government grant funding, making use of the government furlough scheme and they received a rates holiday from the government.

Following the closure, the nurseries were initially reopened to children of key workers before being reopened to all parents. In order to protect staff and children, the Group introduced "bubbles" to limit numbers in the rooms and mixing across the nurseries, as well as enhanced cleaning procedures. There were further lockdowns during the year but the nurseries remained open. The Group continued to make use of the furlough scheme during this time to help offset the impact of lower occupancy as required.

The Group adapted its marketing strategies, including introducing virtual tours. It also continued to invest in their nurseries with various improvements across the estate. They also ensured that the staff were supported during the pandemic, with regular virtual meetings and protecting our vulnerable members of staff.

The Group's gross profit margin decreased from prior year due to the impact of the pandemic but also due to the different mix of nurseries in the Group. EBITDA margin increased against the prior year due to cost savings implemented in response to the pandemic. Net profit margin decreased vs the prior due to an increase in amortisation compared to 2020 as a result of the acquisitions made in 2019 and 2020.

### KEY PERFORMANCE INDICATORS (KPIs)

The progress of the group is monitored by reference to the following KPIs:

	2020	2019
Annual growth in sales	81.8%	129.4%
Gross profit margin	15.6%	20.2%
EBITDA margin	3.0%	1.5%
Net profit margin	-42.4%	-7.4%

## THE OLD STATION NURSERY LIMITED

### GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

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#### PRINCIPAL RISKS AND UNCERTAINTIES

The COVID-19 pandemic poses a potential risk to the trade of the group. Whilst during the first lockdown, the nurseries are closed, the Directors note that further closures have not taken place. The Directors have reviewed the Group's ability to continue to trade during the pandemic and are confident that it has the correct policies and processes to deal with any issues and it will continue as a going concern. The Directors will continue to review the position to ensure that it is prepared to deal with issues as they arise.

#### FINANCIAL INSTRUMENTS

The group and the parent company have a normal level of exposure to price, credit, liquidity and cash flow risks arising from trading activities which are only conducted in sterling. The group and the parent company does not enter into any hedging transactions.

#### BY ORDER OF THE BOARD



.....  
S J Steel  
Director

Date approved by the board: 23 Dec 21

## **THE OLD STATION NURSERY LIMITED**

### **GROUP DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2020**

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The directors present their report with the financial statements of the group and the parent company for the year ended 31 December 2020.

#### **PRINCIPAL ACTIVITY**

The principal activity of the parent company and all of its subsidiaries in the year under review was providing education and daycare services for children.

The principal activity of the company's subsidiary companies are as follows:

- Sandhills Limited - providing education and daycare services for children;
- Premier Nurseries Limited - providing education and daycare services for children.
- Sunhill Daycare (Europe) Limited - providing education and daycare services for children.
- Small Friends Limited - providing education and daycare services for children.

#### **DIRECTORS**

The directors holding office during the year are listed on page 1, Company Information.

The following directors had interests in the company and fellow group companies during the year and at the year end:

S J Steel  
S Forestier

There are no family interests to report.

## **THE OLD STATION NURSERY LIMITED**

### **GROUP DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2020**

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#### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations and in accordance with United Kingdom Generally Accepted Accounting Practice.

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 (Financial Reporting Standard 102). 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 group and the parent company and the profit or loss of the group and the parent company for that period.

In preparing these financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and the parent company will continue in business.

The directors are responsible for keeping proper accounting records that are sufficient to show and explain the transactions of the group and the parent company and disclose with reasonable accuracy at any time the financial position of the group and the parent 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 group and the parent company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **SIGNIFICANT EVENTS DURING THE PERIOD**

On 9th March 2020, the Group acquired 100% of the share capital of Small Friends Limited, which operates a nursery located in Leigh-on-sea, Essex.

On 5th November 2020, the Group acquired 100% of the share capital of Sunhill Daycare (Europe) Limited. The Sunhill Daycare (Europe) Limited Group operates eleven nurseries in Cambridgeshire and Hertfordshire.

#### **EVENTS AFTER THE BALANCE SHEET DATE**

On 28th January 2021, the Group acquired 100% of the share capital of Bambino Limited. The company operates three nurseries in Northampton.

On 26th March 2021, the Group acquired 100% of the assets and goodwill of the ChooChooos nurseries business, which operates three nurseries in Kent.

On 26th October 2021, the Group acquired 100% of the share capital of My First Friends Holdings Limited. The Group operates five nurseries in the West Midlands.

On 15th December 2021, the Group acquired 100% of the share capital of DR Arora Enterprises Limited, which operates three nurseries in Buckinghamshire.

On 21st December 2021, the Group acquired 100% of the share capital of another UK business, which operates a nursery in Wiltshire.

On 23rd December 2021, the Group acquired 100% of the share capital of another UK business, which operates 11 nurseries and after school clubs in the Midlands.

## **EMPLOYMENT POLICIES**

Applicants with disabilities are given full and fair consideration during recruitment processes. We are committed to supporting employees with disabilities with regard to training, career development and promotion. The Company seeks to ensure that every employee, without exception, is treated equally and fairly and that all employees are aware of their responsibilities.

Our policies and procedures fully support our disabled colleagues. We take active measures to do so via a robust reasonable adjustment process to review the needs of the employee and processes to ensure colleagues are fully supported.

The Group is responsive to the needs of its employees. As such, should any employee of the Group become disabled during their time with us, we will actively retrain that employee, if required, and make reasonable adjustments to their working environment where possible, in order to keep the employee with the Group. It is the policy of the Group that the opportunities within recruitment, training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

## **EMPLOYEE ENGAGEMENT**

We remain committed to employee involvement throughout the Group. Employees are kept well informed of the performance and strategy of the Group and other matters of concern through a variety of means including personal briefings, regular meetings and emails by the Chief Executive and other senior managers.

The Company engages with its employees on a regular basis and in a number of ways to suit their different working patterns. This includes:

- line manager briefings;
- communication forums across the Company;
- regular visits from senior managers to the nurseries, Covid restrictions permitting and
- email news alerts, including nursery newsletters and staff updates.

Details of the financial and economic factors affecting the performance of the Company are shared with all employees at the appropriate time using the methods listed.

We provide opportunities for employees to give their feedback to the Company in a number of ways, including team meetings in the nurseries.

The Company is keen to encourage greater employee involvement in the Group's performance through bonuses based on financial and operational KPIs.



**THE OLD STATION NURSERY LIMITED**

**GROUP DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2020**

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**STATEMENT OF DISCLOSURE OF INFORMATION TO THE AUDITOR**

The directors at the date of approval of this report confirm that so far as they are aware, there is no relevant audit information of which the auditor is unaware; and the directors have taken all the steps that they ought to have taken in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

**AUDITORS**

The auditor, The MGroup Partnership, have expressed their willingness to continue in office, and in accordance with section 485 of the Companies Act 2006 a resolution proposing their reappointment will be submitted at a General Meeting of the company.

**BY ORDER OF THE BOARD**



.....  
S J Steel  
Director

Date approved by the board: 23 Dec 21

## THE OLD STATION NURSERY LIMITED

### INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

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#### TO THE MEMBERS OF THE OLD STATION NURSERY LIMITED

#### OPINION

We have audited the financial statements of Old Station Nursery Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2020 which comprise the Group Profit and Loss Account, the Group and Parent Company Balance Sheets, the Group Statement of Cash Flows, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 *"The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland"*.

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2020 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice - Financial Reporting Standard 102; and
- have been properly 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 Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group 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.

## **THE OLD STATION NURSERY LIMITED**

### **INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2020**

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#### **OTHER INFORMATION**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 course of 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.

#### **OPINION 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 strategic and directors' reports for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic and directors' reports 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 group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic and directors' reports.

We have nothing to report in respect of the following matters in relation to which 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 parent company 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.

## THE OLD STATION NURSERY LIMITED

### INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

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#### RESPONSIBILITIES OF THE DIRECTORS

As explained more fully in the directors' responsibilities statement set out on page 4 and 5, 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 is 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

#### AUDITOR'S 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 an auditor's report 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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's or the parent company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group or the parent company to cease to continue as a going concern.

**INDEPENDENT AUDITOR'S REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2020**

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**AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (Continued)**

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

**THE EXTENT TO WHICH THE AUDIT WAS CONSIDERED CAPABLE OF DETECTING IRREGULARITIES INCLUDING FRAUD**

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and research into the relevant supply sector;
- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including Companies Act 2006, taxation and employment, legislation;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and if needed inspecting legal correspondence; and
- we reviewed the latest Ofsted reports for all nurseries within the group for indications of non-compliance or other matters.
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;
- tested journal entries to identify unusual transactions;
- investigated the rationale behind significant or unusual transactions.

**THE OLD STATION NURSERY LIMITED**

**INDEPENDENT AUDITOR'S REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2020**

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**THE EXTENT TO WHICH THE AUDIT WAS CONSIDERED CAPABLE OF DETECTING IRREGULARITIES  
INCLUDING FRAUD (Continued)**

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- requesting and reading the minutes of meetings of those charged with governance;
- enquiring of management as to actual and potential litigation and claims.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any. Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

**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 an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume any 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 opinion we have formed.

P. D. Smith

30<sup>th</sup> December 2021.

P D Smith (Senior Statutory Auditor)

For and on behalf of

The MGroup Partnership

STATUTORY AUDITOR

Cranbrook House

287-291 Banbury Road

Oxford

OX2 7JQ

**THE OLD STATION NURSERY LIMITED**

**CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Notes	2020	2019
		£	£
<b>TURNOVER</b>	4	8,202,870	4,510,863
Cost of sales		6,924,111	3,597,998
<b>GROSS PROFIT</b>		1,278,759	912,865
Administrative expenses		5,122,327	1,173,346
		(3,843,568)	(260,481)
Other operating income		1,172,519	9,883
<b>OPERATING (LOSS)</b>	5	(2,671,049)	(250,598)
Income from other fixed asset investments		8,278	-
Other interest receivable and similar income		393	1,964
		(2,662,378)	(248,634)
Interest payable and similar charges	8	811,746	85,220
<b>(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(3,474,124)	(333,854)
Taxation on ordinary activities	9	(110,940)	21,121
<b>(LOSS) FOR THE FINANCIAL YEAR</b>	22	(3,363,184)	(354,975)
Retained (loss) brought forward		(366,204)	(1,229)
		(3,729,388)	(356,204)
Dividends	10	-	10,000
<b>RETAINED (LOSS) CARRIED FORWARD</b>		(3,729,388)	(366,204)

As permitted by section 408 of the Companies Act 2006, a separate profit and loss account for the company has not been included in these financial statements. Of the group profit attributable to ordinary shareholders, a loss after taxation of £1,364,977 has been dealt with in the profit and loss account of the company.

There were two acquisitions in the year and no discontinued operations in either of the periods. The Old Station Nursery Limited acquired Small Friends Limited on 9 March 2020 and Sunhill Day-care (Europe) Limited on 5 November 2020. Both acquisitions registered offices are The Old Railway Station, 7 Park Road, Faringdon, Oxfordshire, SN7 7BP.

The only recognised gains or losses for both periods are the losses reported above.

THE OLD STATION NURSERY LIMITED

BALANCE SHEETS  
AS AT 31 DECEMBER 2020

		Group		Company	
	Notes	2020 £	2019 £	2020 £	2019 £
<b>FIXED ASSETS</b>					
Intangible assets	11	20,757,211	10,311,217	-	-
Tangible assets	12	1,374,481	390,648	425,452	291,409
Investments	13	-	-	27,699,938	11,622,649
		<u>22,131,692</u>	<u>10,701,865</u>	<u>28,125,390</u>	<u>11,914,058</u>
<b>CURRENT ASSETS</b>					
Debtors	14	822,629	397,349	688,279	285,934
Cash at bank and in hand		2,642,619	328,786	1,225,780	81,832
		<u>3,465,248</u>	<u>726,135</u>	<u>1,914,059</u>	<u>367,766</u>
<b>CREDITORS: Amounts falling due within one year</b>	15	4,490,563	1,330,411	6,563,550	1,907,622
<b>NET CURRENT ASSETS / (LIABILITIES)</b>		<u>(1,025,315)</u>	<u>(604,276)</u>	<u>(4,649,491)</u>	<u>(1,539,856)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		21,106,377	10,097,589	23,475,899	10,374,202
<b>CREDITORS: Amounts falling due after more than one year</b>	16	24,727,875	10,386,639	24,727,875	10,386,639
Provisions for liabilities and charges	17	74,900	44,164	50,614	23,692
<b>NET LIABILITIES</b>		<u>(3,696,398)</u>	<u>(333,214)</u>	<u>(1,302,590)</u>	<u>(36,129)</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	20	6	6	6	6
Share premium account	21	32,984	32,984	32,984	32,984
Profit and loss account	22	(3,729,388)	(366,204)	(1,335,580)	(69,119)
		<u>(3,696,398)</u>	<u>(333,214)</u>	<u>(1,302,590)</u>	<u>(36,129)</u>



**THE OLD STATION NURSERY LIMITED**

**BALANCE SHEETS  
AS AT 31 DECEMBER 2020**

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These accounts were approved by the board on 23 Dec 21 and signed on its behalf by the following:



.....  
S J Steel  
Director

THE OLD STATION NURSERY LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2020

CASH FLOWS FROM OPERATING ACTIVITIES

	Notes	2020 £	2019 £
Operating profit/profit		(2,671,049)	(250,598)
Adjustments for:			
Depreciation		189,111	64,915
Amortisation		2,730,097	253,269
Loss / (profit) on sale of fixed assets		550	6,053
Stock movement		-	91
Debtors movement		(93,736)	644,777
Creditors movement		17,098,076	10,228,878
Cash from operations		17,253,049	10,947,385
Income taxes refunded / (paid)		(351,543)	(45,663)
Net cash flow generated by operating activities		16,901,506	10,901,722
Cash flows from financing activities	24	(811,746)	(95,220)
Cash flows from investing activities	25	(16,707,309)	(11,723,555)
Net increase in cash and cash equivalents		(617,549)	(917,053)
Cash and cash equivalents at the beginning of the year		328,786	22,428
Cash acquired on acquisition of subsidiaries		2,907,218	1,223,411
Cash and cash equivalents at the end of the year		2,618,455	328,786
Cash and bank balances		2,642,619	328,786
Bank overdrafts		(24,164)	-
		2,618,455	328,786

## THE OLD STATION NURSERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

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#### 1 GENERAL INFORMATION

The Old Station Nursery Limited is a private limited company by shares and incorporated in England and Wales and has its registered office at The Old Railway Station, 7 Park Road, Faringdon, Oxfordshire, SN7 7BP.

#### 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

##### Accounting convention

These financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - "The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland (FRS 102)", and with the Companies Act 2006.

The financial statements are presented in Sterling, which is the functional currency of the group.

The following is a summary of the significant accounting policies adopted by the group in the preparation of the consolidated financial statements.

##### Going concern

The accounts have been drawn up on the going concern basis, which is due for repayment in 2026. The company is dependent on the continued support of the parent company, who have confirmed their financial support. As a result, the directors have considered the going concern of the company and concluded that there is no material uncertainty.

If the going concern basis was not appropriate, adjustments would have to be made to reduce the value of assets to their recoverable amounts, to provide for additional liabilities that might arise and to reclassify fixed assets as current assets.

##### Basis of consolidation

The consolidated financial statements incorporate the financial statements of The Old Station Nursery Limited and its subsidiary undertakings, Premier Nurseries Limited, Sandhills Limited, Sunhill Daycare (Europe) Limited and Small Friends Limited. The Old Station Nursery Limited also acquired a sub-subsidiary Emric Limited through the acquisition of Sandhills Limited. The company uses the acquisition method of accounting to consolidate the results of its subsidiary undertakings.

##### Revenue recognition

Revenue represents children's day-care services as soon as there is a right to consideration and is determined by reference to the value of the work performed.

The company recognises revenue when the amount of revenue can be measured reliably and when it is probable that future economic benefits will flow to the entity.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

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**2 STATEMENT OF ACCOUNTING POLICIES - continued**

**Grant income**

Grant income has been recognised under the accrual model, where income is recognised on a systematic basis over the periods in which the entity recognises the related costs for which the grant is intended to compensate.

Grant income of £475,889 (2019 - £0) was recognised during the year, received from the governments Job Retention Scheme. This was a scheme introduced due to the COVID-19 pandemic, where employers are able to claim grants of up to 80% of furloughed employees wages costs which is shown in other operating income.

The company received grant income of £985,813 (2020 - £832,298) which related to EYEE for children ages 2 to 4 years old which is shown within turnover for the company.

The company received grant income of £2,441 (2020 - £Nil) which related to SEN for special education needs which is shown within turnover for the company.

The company received capital grant income of £549 (2020 - £549) which related to an asset purchased in a previous year which is shown within other operating income.

**Taxation**

Taxation expense represents the aggregate amount of current tax and deferred tax recognised in the reporting period.

A current tax liability is recognised for the tax payable on the taxable profit of the current and past periods based on current tax rates and laws. A current tax asset is recognised in respect of a tax loss that can be carried back to recover tax paid in a previous period.

Deferred tax is recognised in respect of all timing differences between the recognition of income and expenses in the financial statements and their inclusion in tax assessments. Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other taxable profits.

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

Current and deferred tax assets and liabilities are not discounted.

## THE OLD STATION NURSERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

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#### 2 STATEMENT OF ACCOUNTING POLICIES - continued

##### Tangible fixed assets

Fixed assets are stated at cost, less accumulated depreciation and less amounts recognised in respect of impairment.

Depreciation has been provided at the following rates so as to write off the cost less residual value of the assets over their estimated useful lives.

Leasehold improvements	Straight line basis at 4%, 5%, 10%, 12.5% and over the remaining lease per annum and reducing balance basis at 15% per annum
Plant and office equipment	Straight line basis at 33% and 50% per annum and reducing balance basis at 15% per annum
Furniture and fittings	Straight line basis at 20% and 12.5% per annum and Reducing balance basis at 15% and 25% per annum
Computer software	Reducing balance basis at 20% and 25% per annum and Straight line basis at 33% per annum

On disposal, the difference between the net disposal proceeds and the carrying amount of the item sold is recognised in the profit and loss account, and included within cost of sales or administrative expenses.

##### Impairment of non-financial assets

At each reporting date non-financial assets not carried at fair value, like goodwill and plant, property and equipment, are reviewed to determine whether there is an indication that an asset may be impaired. If there is an indication of possible impairment, the recoverable amount of any asset or group of related assets (which is the higher of value in use and the fair value less cost to sell) is estimated and compared with its carrying amount. If the recoverable amount is lower, the carrying amount of the asset is reduced to its recoverable amount and an impairment loss is recognised immediately in the profit and loss account.

If an impairment loss subsequently reverses, the carrying 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 the profit and loss account.

##### Investments

Investments in subsidiaries are shown at cost less accumulated impairment losses.

##### Trade and other debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost less any impairment.

**2 STATEMENT OF ACCOUNTING POLICIES - continued**

**Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the balance sheet, bank overdrafts are shown within borrowings or current liabilities.

**Trade and other creditors**

Short term trade creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost.

**Leases**

Leases are classified as finance leases when they transfer substantially all the risks and rewards of ownership of the leased assets to the group. Other leases that do not transfer substantially all the risks and rewards of ownership of the leased assets to the group are classified as operating leases.

Assets held under finance leases are recognised in accordance with the group's policy for tangible fixed assets. The corresponding obligations to lessors under finance leases are treated in the balance sheet as a liability. The assets and liabilities under finance leases are recognised at amounts equal to the fair value of the assets, or if lower, the present value of minimum lease payments, determined at the inception of the lease.

Minimum lease payments are apportioned between finance charges and the reduction in the outstanding liabilities. The finance charge is allocated to each period during the lease so as to produce a constant rate of interest on the remaining balance of the liabilities. Finance charges are recognised in the profit and loss account.

Payments applicable to operating leases are charged against profit on a straight line basis over the lease term.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

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**2 STATEMENT OF ACCOUNTING POLICIES - continued**

**Financial instruments**

The group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets are measured at cost and are assessed at the end of each reporting period for objective evidence of impairment. Where objective evidence of impairment is found, an impairment loss is recognised in the profit and loss account.

The impairment loss for financial assets measured at cost is measured as the difference between an asset's carrying amount and the best estimate, which is an approximation, of the amount that the group would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is an enforceable right to set off the recognised amount and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

**Pensions**

The group operates a defined contribution pension scheme. The amount charged to the profit and loss account in respect of pension costs and other post-retirement benefits is the amount payable in the year. Differences between contributions payable and contributions actually paid in the year are shown as either accruals or prepayments in the balance sheet.

**Provisions**

Provisions are recognised when the group has a present legal or constructive obligation as a result of a past event, it is probable that the group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

**3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS**

In the application of the group's accounting policies, which are described in note 2, management are required to make judgements, estimates and assumptions about amortising goodwill. The directors have decided to amortise the goodwill additions in the year over 5 years.

These estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

**THE OLD STATION NURSERY LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

**4 TURNOVER**

None of the group's turnover is attributable to geographical markets outside the United Kingdom.

**5 OPERATING PROFIT**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
<b>The operating profit is stated after charging:</b>		
Directors' remuneration (Note 6)	175,619	142,277
Group company contributions to employee pension schemes	107,190	52,198
Auditor's remuneration - audit fees	7,998	-
Auditor's remuneration - non audit fees	17,106	22,920
Depreciation	189,111	64,915
Amortisation	2,730,097	253,269
Loss on sale of tangible fixed assets	550	6,053
	<u>175,619</u>	<u>142,277</u>

**6 DIRECTORS' REMUNERATION**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
The remuneration of the directors was as follows:		
Emoluments	151,702	119,859
Group company contributions to employee pension schemes	13,917	11,450
Benefits in kind	10,000	10,968
	<u>175,619</u>	<u>142,277</u>

The remuneration of the highest paid director was as follows:

Emoluments	151,702	119,859
Group company contributions to employee pension schemes	13,917	11,450
Benefits in kind	10,000	10,968
	<u>175,619</u>	<u>142,277</u>

All directors are members of a pension scheme



THE OLD STATION NURSERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

**7 STAFF COSTS**

	<b>2020 Number</b>	<b>2019 Number</b>
Average number of persons employed by the group, including directors, during the year:	567	356
	<b>2020 £</b>	<b>2019 £</b>
Staff costs incurred during the year in respect of these employees were:		
Wages and salaries	6,034,007	3,134,238
Social security costs	367,380	199,685
Other benefits	36,811	8,656
Other pension costs	121,107	63,648
	<b>6,559,305</b>	<b>3,406,227</b>

**8 INTEREST PAYABLE AND SIMILAR CHARGES**

	<b>2020 £</b>	<b>2019 £</b>
Bank loan interest	-	1,027
Interest payable to group undertakings	805,760	84,193
Interest on overdue taxation	1,093	-
Other interest payable	4,893	-
	<b>811,746</b>	<b>85,220</b>

THE OLD STATION NURSERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

9 TAXATION ON ORDINARY ACTIVITIES

	2020 £	2019 £
UK Corporation tax charge	-	22,826
Corporation tax adjustment regarding prior year	(2,726)	-
Deferred taxation	(108,214)	(1,705)
	<u>(110,940)</u>	<u>21,121</u>
<b>Reconciliation of current tax charge</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Loss on ordinary activities before taxation	<u>(3,474,124)</u>	<u>(333,854)</u>
Profit on ordinary activities by rate of tax	(660,084)	(63,433)
Expenses not deductible for tax purposes	28,443	7,700
Income not allowable for tax purposes	-	(560)
Deferred taxation loss not provided for in the year	2,089	24,861
Corporation tax refund not provided for	-	2,620
Corporation tax adjustment regarding prior year	(106)	
Amortisation	518,718	47,493
Audit accruals	-	2,440
Total current tax	<u>(110,940)</u>	<u>21,121</u>

The taxation charge for the year and prior year has been calculated at 19%.

10 DIVIDENDS

	2020 £	2019 £
Dividend paid on Ordinary Class B shares	-	10,000
	<u>-</u>	<u>10,000</u>

**THE OLD STATION NURSERY LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

**11 INTANGIBLE ASSETS**

<b>GROUP</b>	<b>Goodwill £</b>
<b>Cost</b>	
At 1 January 2020	11,335,030
Acquired through purchase of subsidiaries	204,009
Additions	13,107,341
At 31 December 2020	<u>24,646,380</u>
<b>Accumulated amounts written off</b>	
At 1 January 2020	1,023,813
Acquired through purchase of subsidiaries	135,259
Charge for year	2,730,097
At 31 December 2020	<u>3,889,169</u>
<b>Net book value</b>	
At 1 January 2020	<u>10,311,217</u>
At 31 December 2020	<u>20,757,211</u>

The Old Station Nursery Limited acquired 100% of the issued share capital of Sunhill DayCare (Europe) Limited and Small Friends Limited on 5 November 2020 and 9 March 2020, respectively. Goodwill arising on acquisition totalled £13,106,571. The goodwill was amortised over its useful economic life, estimated to be 4 years.

**THE OLD STATION NURSERY LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

**11 INTANGIBLE ASSETS - continued**

<b>COMPANY</b>	<b>Goodwill £</b>
<b>Cost</b>	
At 1 January 2020	105,899
At 31 December 2020	105,899
<b>Accumulated amounts written off</b>	
At 1 January 2020	105,899
At 31 December 2020	105,899
<b>Net book value</b>	
At 1 January 2020	-
At 31 December 2020	-

Goodwill relates to the acquisition of the nursery at Filkins, which was purchased on 13 September 2007, and the nursery at Henley-on-Thames on 1 January 2013. The goodwill was amortised over its useful economic life, estimated to be 4 years.

THE OLD STATION NURSERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

12 TANGIBLE ASSETS

GROUP	Computer software £	Leasehold improvements £	Plant and office equipment £	Furniture and fittings £	Total £
<b>Cost</b>					
At 1 January 2020	276,590	433,385	189,618	198,453	1,098,046
Acquired through purchase of subsidiaries	23,462	771,510	276,113	341,299	1,412,384
Additions	-	486,472	35,081	108,091	629,644
Disposals	-	(302)	-	(2,790)	(3,092)
At 31 December 2020	<u>300,052</u>	<u>1,691,065</u>	<u>500,812</u>	<u>645,053</u>	<u>3,136,982</u>
<b>Accumulated depreciation</b>					
At 1 January 2020	250,347	191,675	166,040	99,336	707,398
Acquired through purchase of subsidiaries	14,150	286,593	250,540	256,211	807,494
Charge for year	8,423	102,572	61,239	76,127	248,361
Disposals	-	(302)	-	(450)	(752)
At 31 December 2020	<u>272,920</u>	<u>580,538</u>	<u>477,819</u>	<u>431,224</u>	<u>1,762,501</u>
<b>Net book value</b>					
At 1 January 2020	<u>26,243</u>	<u>241,710</u>	<u>23,578</u>	<u>99,117</u>	<u>390,648</u>
At 31 December 2020	<u>27,132</u>	<u>1,110,527</u>	<u>22,993</u>	<u>213,829</u>	<u>1,374,481</u>

The assets held under finance leases are secured against the assets to which they relate.

THE OLD STATION NURSERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

12 TANGIBLE ASSETS - continued

COMPANY	Computer software £	Leasehold improvements £	Plant and office equipment £	Furniture and fittings £	Total £
<b>Cost</b>					
At 1 January 2020	7,259	222,442	64,459	147,207	441,367
Additions	-	138,000	20,902	46,095	204,997
Disposals	-	-	-	(2,040)	(2,040)
At 31 December 2020	7,259	360,442	85,361	191,262	644,324
<b>Accumulated depreciation</b>					
At 1 January 2020	4,653	29,767	50,337	65,201	149,958
Charge for year	521	14,418	19,819	34,606	69,364
Disposals	-	-	-	(450)	(450)
At 31 December 2020	5,174	44,185	70,156	99,357	218,872
<b>Net book value</b>					
At 1 January 2020	2,606	192,675	14,122	82,006	291,409
At 31 December 2020	2,085	316,257	15,205	91,905	425,452

13 FIXED ASSET INVESTMENTS

GROUP	Listed investments £
<b>Cost</b>	
At 1 January 2020	102,926
Additions	8,278
Disposals	(111,204)
At 31 December 2020	-
<b>Net book value</b>	
At 1 January 2020	-
At 31 December 2020	-

**THE OLD STATION NURSERY LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

**13 FIXED ASSET INVESTMENTS - continued**

**COMPANY**

	Investments in subsidiaries £
<b>Cost</b>	
At 1 January 2020	11,622,649
Additions	16,077,289
At 31 December 2020	<u>27,699,938</u>
<b>Net book value</b>	
At 1 January 2020	<u>11,622,649</u>
At 31 December 2020	<u>27,699,938</u>

The company owns 100% of the ordinary share capital of the following companies:

<b>Company</b>	<b>Country of Incorporation</b>
a) Premier Nurseries Limited	England and Wales
b) Sandhills Limited	England and Wales
c) Sunhill DayCare (Europe) Limited	England and Wales
d) Small Friends Limited	England and Wales

**14 DEBTORS**

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Trade debtors	138,347	23,325	20,378	20,725
Amounts owed by parent undertakings	-	-	312,951	113,179
Other debtors	273,042	134,184	198,650	72,748
Prepayments and accrued income	411,240	239,840	156,300	79,282
	<u>822,629</u>	<u>397,349</u>	<u>688,279</u>	<u>285,934</u>

THE OLD STATION NURSERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

15 CREDITORS: amounts falling due within one year

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Bank loans and overdrafts	24,164	-	-	-
Trade creditors	92,892	120,818	204,279	108,116
Sales ledger credit balances	674,315	94,839	-	-
Taxation and social security	589,588	423,401	94,834	68,368
Amounts owed to group undertakings	-	-	3,431,511	1,296,126
Other creditors	2,631,500	194,937	2,596,216	9,034
Accruals and deferred income	478,104	496,416	236,710	425,978
	<u>4,490,563</u>	<u>1,330,411</u>	<u>6,563,550</u>	<u>1,907,622</u>

Included within trade creditors are amounts which may be the subject of retention of title clauses.

16 CREDITORS: amounts falling due after more than one year

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Amounts owed to group undertakings	24,727,875	10,386,639	24,727,875	10,386,639
	<u>24,727,875</u>	<u>10,386,639</u>	<u>24,727,875</u>	<u>10,386,639</u>

Included in the amounts falling due after more than one year are the following amounts which are due in more than five years:

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Amounts owed to group undertakings	24,727,875	3,260,217	24,727,875	3,260,217
	<u>24,727,875</u>	<u>3,260,217</u>	<u>24,727,875</u>	<u>3,260,217</u>



THE OLD STATION NURSERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020

17 PROVISIONS FOR LIABILITIES

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Deferred taxation	74,900	44,164	50,614	23,692
	<u>74,900</u>	<u>44,164</u>	<u>50,614</u>	<u>23,692</u>

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Deferred Taxation				
Accelerated capital allowances	74,900	44,164	50,614	23,692
	<u>74,900</u>	<u>44,164</u>	<u>50,614</u>	<u>23,692</u>

All deferred taxation has been fully provided.

Movements on deferred taxation provision

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
Balance brought forward	44,164	25,157	23,692	25,157
Acquired through acquisition of subsidiaries	18,221	20,712	-	-
Transfer during the year (Note 9)	12,515	(1,705)	26,922	(1,465)
Balance carried forward	<u>74,900</u>	<u>44,164</u>	<u>50,614</u>	<u>23,692</u>

18 CONTINGENCIES AND COMMITMENTS

Other Commitments

Amounts falling due next year under operating leases:

	Group		Company	
	2020	2019	2020	2019
	£	£	£	£
In less than one year	841,025	783,240	175,040	164,280
In more than one but less than five years	2,893,243	2,793,753	486,503	537,765
In more than five years	5,072,609	5,381,635	642,906	763,139
	<u>8,806,877</u>	<u>8,958,628</u>	<u>1,304,449</u>	<u>1,465,184</u>

**THE OLD STATION NURSERY LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

**19 DIRECTORS' ADVANCES, CREDITS AND GUARANTEES**

The following directors' advances, credits and guarantees took place during the year

	Balance as at 1 January 2020 £	Amounts advanced £	Amounts repaid £	Balance as at 31 December 2020 £
S J Steel	-	23,048	-	23,048

Interest has been charged on this advance at the Beneficial Loan Arrangement Official Rate as prescribed by HM Revenue and Customs. The advance is repayable on demand.

**20 SHARE CAPITAL**

	Group		Company	
	2020 £	2019 £	2020 £	2019 £
<b>Allotted, called up and fully paid:</b>				
Ordinary Class A shares of £1 each	6	6	6	6
	<u>6</u>	<u>6</u>	<u>6</u>	<u>6</u>

**21 SHARE PREMIUM ACCOUNT**

	Group		Company	
	2020 £	2019 £	2020 £	2019 £
Balance brought forward	32,984	32,984	32,984	32,984
Balance carried forward	<u>32,984</u>	<u>32,984</u>	<u>32,984</u>	<u>32,984</u>

The holders of the Ordinary A shares are entitled to one vote per share at meetings of the company, receipt of dividends as declared from time to time and rank equally with regard to the company's residual assets on a winding up or other return of capital.

**THE OLD STATION NURSERY LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2020**

**22 PROFIT AND LOSS ACCOUNT**

	<b>Group</b>		<b>Company</b>	
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
Balance brought forward	(366,204)	(1,229)	(69,119)	(1,229)
Loss for the financial year	(3,363,184)	(354,975)	(1,266,461)	(57,890)
Dividends	-	(10,000)	-	(10,000)
Balance carried forward	<u>(3,729,388)</u>	<u>(366,204)</u>	<u>(1,335,580)</u>	<u>(69,119)</u>

**23 RELATED PARTY TRANSACTIONS**

The company has taken advantage of the exemption not to disclose transactions with other members of the group headed by The Old Station Nursery Limited on the grounds that 100% of the voting rights are controlled within the group and consolidated accounts are publicly available from their registered office at The Old Railway Station, 7 Park Road, Faringdon, Oxfordshire, SN7 7BP.

The company paid rent of £60,000 (2019 - £Nil) to Mr K Steel for the use of premises. Mr K Steel is a spouse of a director.

**24 CASH FLOWS FROM FINANCING ACTIVITIES**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Interest paid	(811,746)	(85,220)
Equity dividends paid	-	(10,000)
Net cash used in financing activities	<u>(811,746)</u>	<u>(95,220)</u>

**25 CASH FLOWS FROM INVESTING ACTIVITIES**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Purchase of tangible fixed assets	(629,644)	(102,870)
Purchase of intangible fixed assets	(16,078,058)	(11,622,649)
Interest received	393	1,964
Net cash used in investing activities	<u>(16,707,309)</u>	<u>(11,723,555)</u>

## THE OLD STATION NURSERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

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#### 26 ULTIMATE CONTROLLING PARTY

The ultimate company is La Maison Bleue Sas, a company incorporated in France which have 100% interest in The Old Station Nursery Limited, whose registered office is 148 - 152, Route De La Reine, 92100 Boulogne, Billancourt, France.

#### 27 POST BALANCE SHEET EVENTS

The Old Station Nursery Limited acquired further subsidiaries after the accounts year end 31 December 2020. They acquired Bambino Limited on 28 January 2021, ChooChoos nurseries business on 26 March 2021, My First Friends Holdings Limited on 26 October 2021, DR Arora Enterprises Limited on 15 December 2021 and on 21 December 2021, the Group acquired 100% of the share capital of another UK business. On the 23 December the Group acquired 100% of another UK business in the Midlands.

#### 28 GROUP ACCOUNTS

The company have claimed that the subsidiaries, Premier Nurseries Limited, Sandhills Limited, Small Friends Limited, Sunhill Daycare (Europe) Limited and Emric Limited are exempt from audit by virtue of s479A of Companies Act 2006.