

COMPANIES HOUSE COPY

**THE AGA KHAN UNIVERSITY (INTERNATIONAL)
IN THE UNITED KINGDOM**

A COMPANY LIMITED BY GUARANTEE

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
(A COMPANY LIMITED BY GUARANTEE)**

COMPANY INFORMATION

Board of Directors	The Aga Khan University (in Pakistan) Aga Khan Education Services S.A.
Secretary	Razia Raghavji
Company Number	04448389
Registered Office	3 Bedford Square London WC1B 3RA
Principal Office	3 Bedford Square London WC1B 3RA
Auditors	UHY Hacker Young St Alphage House 2 Fore Street London EC2Y 5DH
Bankers	Lloyds TSB Pall Mall 8-10 Waterloo Place London SW1Y 4BE

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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REPORT OF THE BOARD OF DIRECTORS

The Board of Directors is pleased to submit its report and financial statements for the year ended 31 December 2004.

Legal Status and Principal Activities

The Aga Khan University (International) in the United Kingdom ("the University") was incorporated on 27 May 2002 under the Companies Act 1985 of England and Wales as a company limited by guarantee. The University is an academic unit of the Aga Khan University, which is a statutory body corporate in Pakistan by virtue of its Charter granted in 1983 as Pakistan's first private international university.

The objective of the University is education through the provision of instruction, training and teaching in any branches of learning. Currently, the company is focusing on strengthening research and education for the purpose of enhancing knowledge of the heritage of Muslim civilizations.

Results for the Year

Financial Statements:

The results for the year and the University's financial position at the end of the year are shown in the attached financial statements.

Sources of Funding:

At the inception of the University, Aga Khan University Foundation, Geneva underwrote a US \$10.4 million grant to be released at different periods to fund the University's operational requirements as and when it is necessary. Of this grant £2,883,997 has been received as at 31 December 2004.

The University also received contributions from the Aga Khan University (in Pakistan) for central support costs and the total amount contributed since inception to 31 December 2004 is £403,555.

Deferred Income:

As at 31 December 2004, grant received in excess of expenditure for the year was £265,261 (2003: £208,809). Accordingly this sum has not been recognised during the year then ended. This is carried in the balance sheet as deferred income and not taken to the income and expenditure account as income for the year. This accounting treatment is adopted on the basis that the conditions attached to the grant are that any grants received in an accounting period which are in excess of the total amounts required to cover the expenses for that period are to be carried in the next accounting period to cover the expenses for that period.

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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REPORT OF THE BOARD OF DIRECTORS

Board of Directors

The Board of Directors who served the University during the year are as follows:

1. The Aga Khan University (in Pakistan)
2. Aga Khan Education Services S.A.

The Directors are also the sole members of the University. The limit of the guarantees given by the members amounts to £2 and can be found within members' funds in the balance sheet.

Review and the way forward

The objective during the year ended 31 December 2004 was to continue with the development of the administrative infrastructure and the recruitment of faculty and support staff.

Over the next few years as the University expands in size and scope, faculty members will continue to focus on educational activities, the primary objective being to disseminate knowledge on Muslim civilisations through work in the following three inter related areas:

1. Educational Programmes;
2. Research and Publications; and
3. The Annotated Bibliography Project.

Auditors

A resolution to re-appoint UHY Hacker Young as auditors for the ensuing year will be proposed at the Board of Directors meeting in accordance with section 385 of the Companies Act 1985.

On behalf of the Board of Directors

The Aga Khan University (in Pakistan), Director
per:



Nurallah Merchant
Director General, University Administration

Date May 25, 2005

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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STATEMENT OF THE BOARD OF DIRECTORS' RESPONSIBILITIES

In accordance with the Memorandum and Articles of Association, the Board of Directors of the Aga Khan University (International) in the United Kingdom ("the University") is responsible for the administration and management of the affairs of the University and is required to present audited financial statements for each financial year.

Company law requires the Board of Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the University and of the results of the University for that year.

The Board of Directors is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the University and to enable it to ensure that the financial statements are prepared in accordance with the Statement of Recommended Practice and relevant accounting standards.

In causing the financial statements to be prepared, the Board of Directors has to ensure that:

- *suitable accounting policies are selected and applied consistently;*
- judgements and estimates are made that are reasonable and prudent;
- applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- financial statements are prepared on a going concern basis unless it is inappropriate to presume that the University will continue to be in operation.

The Board of Directors has taken reasonable steps to:

- ensure that funds from the Aga Khan University Foundation, Geneva are used only for the purpose for which they have been given and in accordance with any conditions which they may prescribe;
- ensure that there are appropriate financial and management controls in place to safeguard funds;
- safeguard the assets of the University and to prevent and detect fraud; and
- *secure the economical, efficient and effective management of the resources and expenditure of the University.*

The key elements of the University's system of internal financial control, which is designed to discharge the responsibilities set out above, include the following:

- clear definitions of the responsibilities of, and the authority delegated to, heads of academic departments and administrative sections;
- a comprehensive medium and short-term planning process, supplemented by detailed annual income, expenditure, capital and cash flow budgets;
- regular reviews of academic performance and financial results involving variance reporting and updates of forecast outturns; and
- clearly defined and formalised requirements for approval and control of expenditure with investment decisions involving capital or revenue expenditure being subject to formal detailed appraisal and review according to approval levels set by the Board of Directors.

Any system of internal control can, however, only provide reasonable, but not absolute, assurance against material misstatement or loss.

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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CORPORATE GOVERNANCE STATEMENT

The following statement is provided to enable readers of the Annual Report and Accounts of the Aga Khan University (International) in the United Kingdom ("the University") to obtain a better understanding of the governance of the University.

The University is committed to high standards of corporate governance and intend to comply with the principles set out in Section 1 of the Combined Code on Corporate Governance in so far as they relate to the University and to a University of this size.

Since incorporation the Board of Directors has been primarily concerned with developing the infrastructure of the University. During this year, and in view of the nature and size of the University, there has been no substantial requirement for adherence to the recommendation of the Code. However, as the University expands and develops, formal policies and procedures, as regards to compliance with the Combined Code will be established as the Board of Directors deem appropriate.

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF THE AGA KHAN UNIVERSITY (INTERNATIONAL)
IN THE UNITED KINGDOM
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We have audited the financial statements of the Aga Khan University (International) in the United Kingdom ("the University") on pages 6 to 14 for the year ended 31 December 2004. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the University's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the University'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 responsibility to anyone other than the University and the University's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the statement of the Board of Director's responsibilities on page 3 the University's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985 and the Statement of Recommended Practice on Accounting in Further and Higher Education Institutions. We also report to you if, in our opinion, the Report of Board of Directors is not consistent with the financial statements, if the University has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the University is not disclosed.

We read the Report of Board of Directors and consider the implications of our report if we become aware of any apparent misstatements within it.

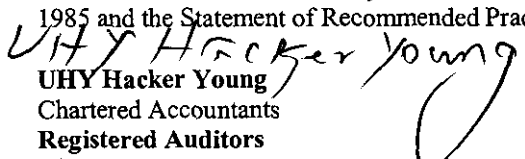
Basis of opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the University's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the University's affairs as at 31 December 2004 and of its results for the year then ended and have been properly prepared in accordance with the Companies Act 1985 and the Statement of Recommended Practice on Accounting in Further and Higher Education Institutions.


UHY Hacker Young
Chartered Accountants
Registered Auditors

18 September 2005

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2004**

	Note	2004 £	2003 £
INCOME			
Funding grant	2	1,118,115	1,010,383
Investment income	3	2,551	1,580
		<hr/>	<hr/>
Total income		1,120,666	1,011,963
		<hr/>	<hr/>
EXPENDITURE			
Staff costs	4	644,974	492,545
Other operating expenses	5	394,857	441,104
Depreciation		80,359	78,108
Bank and finance charges		476	206
		<hr/>	<hr/>
Total expenditure		1,120,666	1,011,963
		<hr/>	<hr/>
Results on operations before tax		-	-
Taxation	6	-	-
		<hr/>	<hr/>
Results on operations after tax		-	-
		<hr/>	<hr/>

The income and expenditure account is in respect of continuing activities.

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**BALANCE SHEET
AS AT 31 DECEMBER 2004**

	Note	2004 £	2003 £
Fixed assets			
Tangible assets	7	129,596	172,741
Investments	8	1	1
		<u>129,597</u>	<u>172,742</u>
Current assets			
Debtors	9	170,344	455,977
Cash at bank and in hand		215,365	38,930
		<u>385,709</u>	<u>494,907</u>
Creditors: amounts falling due within one year	10	(385,708)	(494,906)
Net current assets		<u>1</u>	<u>1</u>
Net assets		<u>129,598</u>	<u>172,743</u>
Represented by:			
Members fund	12	2	2
Deferred capital grant	13	129,596	172,741
Total		<u>129,598</u>	<u>172,743</u>

The financial statements on pages 6 to 14 were approved by the Board of Directors on May 25, 2005 and were signed on its behalf by:



Nurallah Merchant
Director General, University Administration

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

1. Accounting policies

The financial statements are prepared in accordance with applicable accounting standards, the Statement of Recommended Practice: Accounting in Further and Higher Education Institutions and the Companies Act 1985.

a) Basis of accounting

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with applicable accounting standards.

b) Group accounts

The financial statements present information about the Aga Khan University (International) in the United Kingdom ("the University") as an individual undertaking and not about the group. The University and its subsidiary undertaking comprise a small-sized group. The University has therefore taken advantage of the exemptions provided by section 248 of the Companies Act 1985 not to prepare group accounts.

c) Recognition of income

Income from grants is included to the extent of the expenditure incurred during the year, together with any related contributions towards overhead costs. Grants that have been received during the year but which relate to future expenditure are deferred to future years.

Grants received in respect of the acquisition of fixed assets are treated as deferred capital grants and amortised in line with depreciation over the life of the assets.

Donations and other income are recognised in the income and expenditure account in the year to which they relate.

Income from short term deposits is credited to the income and expenditure account in the period in which it is earned.

d) Foreign currencies

Transactions in foreign currencies are translated at rates prevailing at the date of the transaction. Monetary assets and liabilities in foreign currencies are translated into sterling either at the rate of exchange prevailing at the year end or where there are related forward foreign exchange contracts, at contract rates.

The resulting exchange differences are dealt with in the determination of income and expenditure for the year.

e) Pensions

Payments to the University's defined contribution pension scheme are charged to the income and expenditure account as they become payable.

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

1. Accounting policies (continued)

f) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation and permanent diminutions in value. Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life as follows:

Leasehold improvements	33.3% straight line
Computer equipment	33.3% straight line
Office and other equipment	25% straight line
Library books	Nil (see below)

Library books are accounted for on a 'stock' accounting basis. Any books purchased are capitalised at cost and as they become obsolete or out of date or unusable, they are scrapped and the original cost is written off to the income and expenditure account in full. The books held therefore, maintain high residual values in relation to costs and due to this, they are not depreciated. The University maintains an appropriate register of books in order to apply this accounting policy.

g) Investments

Fixed asset investments are carried at historic cost less any provision for impairment in value.

h) Cash flow statement

The University has taken advantage of the exemption permitted by FRS1, whereby a cash flow statement need not be prepared by a small company as defined in the Companies Act 1985.

2. Funding Grant

	2004 £	2003 £
a) Aga Khan University Foundation (AKUF), Geneva		
Deferred income brought forward	208,809	33,821
Amount received during the year (excluding deferred capital grant)	998,809	799,106
Grant due from Aga Khan University Foundation, Geneva (see note 9)	-	308,157
Release of deferred capital grant	80,359	78,108
Income deferred to future periods (deferred income closing balance)	(265,261)	(208,809)
Adjustment in respect of prior year (see note 9 and 14)	(20,918)	-
	1,001,798	1,010,383
b) The Aga Khan University (in Pakistan)		
Contribution for central support costs (see note 14)	116,317	-
	1,118,115	1,010,383

3. Investment income

	£	£
Interest receivable	2,551	1,580
	2,551	1,580

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

4. Staff costs

The average monthly number of persons (including senior post-holders) employed by the University during the year was:

	2004 Number	2003 Number
Faculty	4	3
Support services	9	8
	<u>13</u>	<u>11</u>

Staff costs for the above persons:

	£	£
Wages and salaries	550,008	411,412
Social security costs	54,239	46,288
Other pension costs	39,335	28,070
Other staff costs	1,392	6,775
	<u>644,974</u>	<u>492,545</u>

5. Other operating expenses

	£	£
Hotel expenses	9,083	20,984
Gratuities	-	118
Honorarium	6,054	7,099
Subsistence	4,007	6,135
Travel	23,025	35,604
Recruitment costs	16,459	27,785
Consultancy fees	2,966	5,263
Rent and service charge	114,439	112,302
Rates	7,290	6,735
Telephone and fax	11,764	11,310
Repairs and maintenance	25,325	35,078
Legal and professional	22,644	8,987
Insurance	5,637	2,792
Office supplies	9,222	10,491
Office cleaning and maintenance	12,845	12,111
Sundry	301	1,566
Central support costs (note 14)	116,317	120,000
Promotional	7,479	4,348
New premises	-	12,396
	<u>394,857</u>	<u>441,104</u>

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

5. Other operating expenses (continued)

	2004	2003
	£	£
Other operating expenses include:		
Auditors' remuneration (included in legal and professional)	5,588	7,500

6. Taxation

The University was established to undertake its activities on a non-commercial basis, funded by grants. On this basis no taxation has been provided for in these accounts.

7. Tangible fixed assets

	Leasehold improvements	Computer equipment	Office and Other equipment	Library books	Total Cost
	£	£	£	£	£
Brought forward	107,643	38,205	117,969	30,759	294,576
Additions	-	5,488	1,688	30,038	37,214
	<u>107,643</u>	<u>43,693</u>	<u>119,657</u>	<u>60,797</u>	<u>331,790</u>
Depreciation					
Brought forward	56,725	18,920	46,190	-	121,835
Charge for year	35,881	14,564	29,914	-	80,359
	<u>92,606</u>	<u>33,484</u>	<u>76,104</u>	<u>-</u>	<u>202,194</u>
Net book value					
At 31 December 2004	<u>15,037</u>	<u>10,209</u>	<u>43,553</u>	<u>60,797</u>	<u>129,596</u>
At 31 December 2003	<u>50,918</u>	<u>19,285</u>	<u>71,779</u>	<u>30,759</u>	<u>172,741</u>

(a) The life of the lease is 5 years from 20 March 2002 with a 3 year break clause.

8. Investments

	£	£
Subsidiary company	<u>1</u>	<u>1</u>

The University owns 100% of the issued ordinary £1 shares of The Institute For The Study Of Muslim Civilisations Limited, a company incorporated in England and Wales with one issued share. The subsidiary has been dormant since its acquisition.

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

9. Debtors

	2004 £	2003 £
Refundable rent deposit	100,000	100,000
Other debtors (note 14)	29,181	308,157
Prepayments	41,163	47,820
	<u>170,344</u>	<u>455,977</u>

Other debtors include an amount of £nil (2003:£308,157) due from Aga Khan University Foundation, Geneva. Of the brought forward balance of £308,157, central support costs charged up to 2003 of £287,238, which were financed by Aga Khan University Foundation, Geneva, were transferred to the Aga Khan University (in Pakistan) by mutual agreement of all parties concerned. The remaining balance receivable of £20,918 was reversed and is shown within note 2(a) as an adjustment in respect of prior years (see note 14). Also included within other debtors is an amount of £28,905 (2003: £nil) due from the Aga Khan University (in Pakistan).

The refundable rent deposit is repayable at the end of the lease term, the earliest date being March 2007.

10. Creditors: amounts falling due within one year

	£	£
Creditors for services	15,911	6,743
Amounts owed to subsidiary undertaking	1	1
Taxation and social security	20,723	15,082
Other creditors (note 14)	464	255,371
Deferred income	265,261	208,809
Accruals	83,348	8,900
	<u>385,708</u>	<u>494,906</u>

Deferred income is made up of grant funding received during the year from Aga Khan University Foundation, Geneva that has been provided to fund expenditure in future years.

11. Financial Commitments

At 31 December the University had annual commitments under operating leases as follows:

	Land and Buildings £	£
Expiry date:		
Between 2 and 5 years	100,000	100,000

12. Control

The limit of the total guarantees of the members of the University amounted to £2 at the beginning and end of the year. These are held 50% by the Aga Khan University (in Pakistan) and 50% by Aga Khan Education Services S.A.

**THE AGA KHAN UNIVERSITY (INTERNATIONAL) IN THE UNITED KINGDOM
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

13. Deferred capital grant

	2004 £	2003 £
At 1 January	172,741	221,956
Grant utilised during the year for the purchase of fixed assets (note 7)	37,214	28,893
Released to income and expenditure account	(80,359)	(78,108)
	<u>129,596</u>	<u>172,741</u>
At 31 December	<u>129,596</u>	<u>172,741</u>

14. Related party transactions

Parties related to the University are the Aga Khan University (in Pakistan), Aga Khan Education Services S.A and Aga Khan University Foundation, Geneva.

Included within other debtors at the year end is a balance due from the Aga Khan University (in Pakistan) of £28,905 (2003: £255,370 payable). This balance is made up as follows:

	£	£
Balance at 1 January	(255,370)	(114,452)
Central support costs (see note below)	287,238	(120,000)
Other expenses included within the appropriate expense headings (within note 5)	(2,963)	(20,918)
	<u>28,905</u>	<u>(255,370)</u>
Balance at 31 December	<u>28,905</u>	<u>(255,370)</u>

Central support costs represent the allocation of senior management's time and related overhead costs.

The Board of Trustees of the Aga Khan University (in Pakistan) decided in 2004 that central support costs would not be recovered from the underwritten grant of Aga Khan University Foundation, Geneva. Accordingly, £287,238 charged from inception up to 2003 has been reversed in the current year and transferred to the Aga Khan University (in Pakistan) account by mutual consent of all parties. The central support cost for 2004 of £116,317 has been shown as a contribution by the Aga Khan University (in Pakistan) (see note 2b).

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2004**

14. Related party transactions (continued)

Included within other debtors at the end of 2003 is a balance due from Aga Khan University Foundation, Geneva of £308,157. This balance is made up as follows:

	2004 £	2003 £
Balance at 1 January	308,157	-
<i>Amounts recognised as:</i>		
Funding grant (note 2)	-	799,106
Capital grant (note 13)	-	28,893
Central support costs and other expenses (note 9)	-	308,157
Central support costs transferred to the Aga Khan University. (in Pakistan) (note 9)	(287,238)	-
Adjustment in respect of prior years (note 9)	(20,918)	-
Cash received	-	(827,999)
	<hr/>	<hr/>
Balance at 31 December	<hr/> -	<hr/> 308,157 <hr/>