

InspirED Education (East Dunbartonshire) Holdings Limited  
Annual report and financial statements  
for the year ended 31 March 2014

Registration number: 05368838



# **InspirED Education (East Dunbartonshire) Holdings Limited**

## **Annual report and financial statements for the year ended 31 March 2014**

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# **InspirED Education (East Dunbartonshire) Holdings Limited**

## **Directors and advisors**

<b>Directors</b>	John Graham
	Kenneth McLellan
	Alan Ritchie
	Sheila Clark
<b>Company secretary</b>	Semperian Secretariat Services Limited
<b>Registered office</b>	Third Floor
	Broad Quay House
	Prince Street
	Bristol
	BS1 4DJ
<b>Independent auditors</b>	PricewaterhouseCoopers LLP
	Chartered Accountants and Statutory Auditors
	31 Great George Street
	Bristol
	BS1 5QD

# **InspirED Education (East Dunbartonshire) Holdings Limited**

## **Strategic report for the year ended 31 March 2014**

The directors present their annual report and the audited financial statements for the year ended 31 March 2014.

### **Results, principal activities and review of business**

The company is a parent company with a single subsidiary, Inspired Education (East Dunbartonshire) Limited. The company does not engage in any commercial trading activity.

The principal activity of Inspired Education (East Dunbartonshire) Limited is the development, funding, construction and operation of six secondary schools, on behalf of East Dunbartonshire Council, under the Private Finance Initiative ('PFI').


The profit for the year is set out in the profit and loss account on page 7. The directors consider the performance of the company during the year, the financial position at the end of the year and its prospects for the future to be satisfactory.

### **Principal risks and uncertainties**

As described above Inspired Education (East Dunbartonshire) Holdings Limited acts as a holding company for its subsidiary, Inspired Education (East Dunbartonshire) Limited. As such the principal risks, financial risk management and key performance indicators adopted by Inspired Education (East Dunbartonshire) Holdings Limited are applicable to the management of its investment in Inspired Education (East Dunbartonshire) Limited, and are detailed in the Strategic Report of the financial statements for Inspired Education (East Dunbartonshire) Limited for the year ended 31 March 2014.

In addition, the holding company also takes the risk of impairment of its investment in the subsidiary. This risk is directly related to the performance of the subsidiary.

### **By order of the Board**



On behalf of Semperian Secretariat Services Limited  
Company secretary

25. Jun 2014

# **InspirED Education (East Dunbartonshire) Holdings Limited**

**Registration number: 05368838**

## **Directors' report for the year ended 31 March 2014**

The directors present their annual report and the audited financial statements for the year ended 31 March 2014.

### **Future developments**

No significant changes are expected to the company's activities, as set out in the Strategic Report, in the foreseeable future.

### **Dividends and transfers to reserves**

A dividend of £931,000 (£17.44 per ordinary share) was paid during the year, (2013: £1,015,000, £19.01 per ordinary share).

### **Financial risk management**

As described in the strategic report Inspired Education (East Dunbartonshire) Holdings Limited acts as a holding company for its subsidiary, Inspired Education (East Dunbartonshire) Limited. As such the financial risk management indicators adopted by Inspired Education (East Dunbartonshire) Holdings Limited are applicable to the management of its investment in Inspired Education (East Dunbartonshire) Limited, and are detailed in the Directors' Report of the financial statements for Inspired Education (East Dunbartonshire) Limited for the year ended 31 March 2014.

### **Directors of the company**

The directors of the company during the year, and up to the date of signing the financial statements, are set out below:

John Graham

Alan Birch (Alternate to Kenneth McLellan) (resigned 26 March 2014)

Kenneth McLellan

Matthew Edwards (resigned 19 February 2014)

Alan Ritchie

Sheila Clark (appointed 19 February 2014)

# InspirED Education (East Dunbartonshire) Holdings Limited

## Directors' report for the year ended 31 March 2014 (continued)

### Directors' responsibilities statement

The directors are responsible for preparing the Annual report and 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 prepared 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

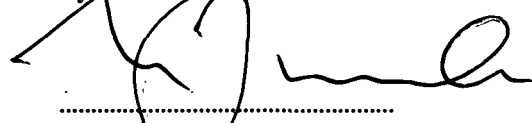
### Statement of disclosure of information to auditors

In the case of each director in office at the date the directors' report is approved, so far as the director is aware, there is no relevant audit information of which PricewaterhouseCoopers LLP ('PwC') are unaware, and the director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information, and to establish that PwC are aware of that information.

### Independent auditors

The auditors, PricewaterhouseCoopers LLP, Chartered Accountants and Statutory Auditors, have signified their willingness to continue in office.

### By order of the Board



On behalf of Semperian Secretariat Services Limited  
Company secretary

25 June 2014

# **InspirED Education (East Dunbartonshire) Holdings Limited**

## **Independent auditors' report to the members of InspirED Education (East Dunbartonshire) Holdings Limited**

### **Report on the financial statements**

#### **Our opinion**

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 March 2014 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.

This opinion is to be read in the context of what we say in the remainder of this report.

#### **What we have audited**

The financial statements, which are prepared by InspirED Education (East Dunbartonshire) Holdings Limited comprise:

- the balance sheet as at 31 March 2014;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of principal accounting policies and other explanatory information.

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).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### **What an audit of financial statements involves**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual report and financial statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

## **InspirED Education (East Dunbartonshire) Holdings Limited**

### **Independent auditors' report to the members of InspirED Education (East Dunbartonshire) Holdings Limited (continued)**

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report and Strategic Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### **Other matters on which we are required to report by exception**

##### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

##### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

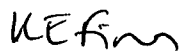
#### **Responsibilities for the financial statements and the audit**

##### **Our responsibilities and those of the directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Katharine Finn (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Bristol

2 July 2014



## InspirED Education (East Dunbartonshire) Holdings Limited

### Profit and loss account for the year ended 31 March 2014

	Note	Year ended 31 March 2014 £ '000	Year ended 31 March 2013 £ '000
Income from group undertakings		931	1,015
<b>Profit on ordinary activities before taxation</b>		<b>931</b>	<b>1,015</b>
Tax on profit on ordinary activities	3	-	-
<b>Profit for the financial year</b>	<b>8</b>	<b>931</b>	<b>1,015</b>

The company has been engaged solely in continuing activities in a single class of business within the United Kingdom.

There are no material differences between the profit for the period on ordinary activities before taxation and the profit for the financial year stated above and their historical cost equivalents.

The company has no recognised gains and losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been presented.

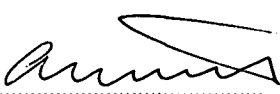
The movements on reserves are shown in note 8 to the financial statements.

# InspirED Education (East Dunbartonshire) Holdings Limited

## Balance sheet as at 31 March 2014

	Note	31 March 2014 £ '000	31 March 2013 £ '000
<b>Fixed assets</b>			
Investments	5	53	53
<b>Current assets</b>			
Cash at bank and in hand		3	3
Creditors: amounts falling due within one year	6	(3)	(3)
<b>Net current assets/(liabilities)</b>		-	-
<b>Net assets</b>		53	53
<b>Capital and reserves</b>			
Called up share capital	7	53	53
<b>Total shareholders' funds</b>	8	53	53

The financial statements on pages 7 to 12 were approved by the Board on 25 June and signed on its behalf by:



Alan Ritchie  
Director

# **InspirED Education (East Dunbartonshire) Holdings Limited**

## **Notes to the financial statements for the year ended 31 March 2014**

### **1 Principal accounting policies**

A summary of the company's principal accounting policies, which have been consistently applied, is set out below:

#### **Basis of preparation of financial statements**

The financial statements have been prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting and financial reporting standards in the United Kingdom.

The financial statements contain information about InspirED Education (East Dunbartonshire) Holdings Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt from the requirement to prepare consolidated financial statements. As permitted by Section 248 of the Companies Act 2006, the company has not prepared consolidated financial statements as the group it heads is a small sized group.

#### **Investments**

Investments in subsidiary undertakings are stated at cost less an appropriate provision to reflect any impairment in the value of the investments.

#### **Investment income**

Investment income includes dividends and interest receivable. Dividends are included in income when paid. Interest receivable is included in income on an accruals basis. Interest receivable includes the amortisation of any premium or discount on the purchase of the loan which has been spread over the life of the loan to determine a constant effective interest rate.

#### **Cash flow statement**

Under Financial Reporting Standard 1 (revised 1996) the company is exempt from the requirement to prepare a cash flow statement as the company qualifies as a small entity as defined in Section 382 of the Companies Act 2006.

### **2 Operating loss**

The company had no employees, other than the directors, during the year (2013: none). The emoluments of the directors are paid by the controlling parties. The directors services to this company and to a number of fellow group companies are primarily of a non executive nature and their emoluments are deemed to be wholly attributable to the controlling parties. The controlling parties charged £nil (2013: £nil) to the company in respect of these services.

The audit fee, of £2,000 (year ended 31 March 2013: £2,000), in respect of the company has been borne by the company's subsidiary InspirED Education (East Dunbartonshire) Limited and no recharge was made (year ended 31 March 2013: £nil).

# InspirED Education (East Dunbartonshire) Holdings Limited

## Notes to the financial statements for the year ended 31 March 2014 (continued)

### 3 Tax on profit on ordinary activities

#### (a) Analysis of tax charge for the year

	Year ended 31 March 2014 £ '000	Year ended 31 March 2013 £ '000
<b>Current tax:</b>		
Total current tax	-	-
<b>Tax (credit)/charge on profit on ordinary activities</b>	<b>-</b>	<b>-</b>

#### (b) Factors affecting current tax charge

The tax assessed for the year is lower (2013: lower) than the standard rate of corporation tax in the UK of 23% (2013: 24%). The differences are explained below:

	Year ended 31 March 2014 £ '000	Year ended 31 March 2013 £ '000
Profit on ordinary activities before taxation	931	1,015
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 23% (2013: 24%)	214	244
Effects of:		
Non-taxable income	(214)	(244)
Current tax (credit)/charge for the year (note 3(a))	-	-

#### (c) Factors that may affect future tax charges

In 2012 the main rate of UK corporation tax was reduced to 23% effective from 1 April 2013 and applicable to accounts with year ended 31 March 2014. Legislation was included in Finance Act 2013 to reduce the corporation tax rate from 23% to 21% effective from 1 April 2014 and from 21% to 20% effective from 1 April 2015.

# InspirED Education (East Dunbartonshire) Holdings Limited

## Notes to the financial statements for the year ended 31 March 2014 (continued)

### 4 Dividends

	Year ended 31 March 2014 £ '000	Year ended 31 March 2013 £ '000
Dividends paid - £17.44 per share (2013: £19.01 per share)	931	1,015

### 5 Investments

	31 March 2014 £ '000	31 March 2013 £ '000
At beginning and end of the year	53	53

The company's investment represents its 100% shareholding in InspirED Education (East Dunbartonshire) Limited. The principal activity of the subsidiary is the development, funding, construction and operation of six secondary schools, on behalf of East Dunbartonshire Council. The subsidiary is incorporated in England & Wales.

The directors believe that the carrying value of the investments is supported by their underlying assets.

### 6 Creditors: amounts falling due within one year

	31 March 2014 £ '000	31 March 2013 £ '000
Amounts owed to group undertakings	3	3

### 7 Called up share capital

	31 March 2014 £ '000	31 March 2013 £ '000
<b>Allotted and fully paid</b>		
53,400 Ordinary shares of £1 each	53	53

## InspirED Education (East Dunbartonshire) Holdings Limited

### Notes to the financial statements for the year ended 31 March 2014 (continued)

#### 8 Reconciliation of movements in total shareholders' funds and reserves

	Share capital £ '000	Profit and loss account £ '000	Total Shareholders' funds £ '000
At 1 April 2012	53	-	53
Profit for the financial year	-	1,015	1,015
Dividends paid (note 4)	-	(1,015)	(1,015)
At 1 April 2013	53	-	53
Profit for the financial year	-	931	931
Dividends paid (note 4)	-	(931)	(931)
At 31 March 2014	53	-	53

#### 9 Ultimate parent undertaking and controlling party

Semperian PPP Holdings Limited and Innisfree group of funds, both registered in England and Wales, hold equal shares in InspirED Education (East Dunbartonshire) Holdings Limited.

In the directors' opinion, the company has no ultimate controlling party.

#### 10 Related party transactions

There have been no related party transactions during the year (2013: £nil).