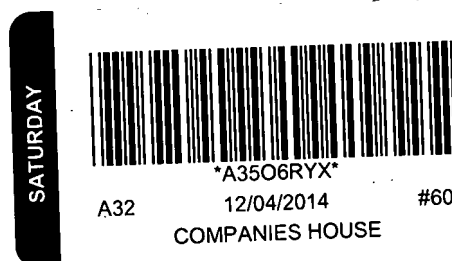


Financial statements CATS Retail Limited

For the Year Ended 31 August 2013



Officers and professional advisers

Company registration number

06355643

Registered office

Kett House
Station Road
CAMBRIDGE
CB1 2JH

Directors

F Brownlee
M Stanton

Secretary

Mark Stanton

Auditor

Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
101 Cambridge Science Park
Milton Road
CAMBRIDGE
CB4 0FY

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Report of the directors

The directors present their report and the financial statements of the company for the year ended 31 August 2013.

Principal activities and business review

The principal activity of the company during the previous period was the provision of a café and shop for students within the group's Cambridge colleges.

The company ceased to trade during 2012.

Directors

The directors who served the company during the year were as follows:

F Brownlee
M Stanton

Post balance sheet event

On 18 December 2013 the entire share capital of the parent undertaking Cambridge Education Holding 1 (Jersey) Limited was acquired by Bridgepoint a major private equity group.

Directors' responsibilities

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). 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 those 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;
- 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.

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditor

Grant Thornton UK LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

BY ORDER OF THE BOARD

A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke at the end.

Mark Stanton

Secretary

7 April 2014



Independent auditor's report to the members of CATS Retail Limited

We have audited the financial statements of CATS Retail Limited for the year ended 31 August 2013 which comprise the accounting policies, profit and loss account, balance sheet 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).

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 responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on pages 3-4, 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2013 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the report of the directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of CATS Retail Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the report of the directors.

Grant Thornton UK LLP

ALISON SEEKINGS (Senior Statutory Auditor)

For and on behalf of

GRANT THORNTON UK LLP

STATUTORY AUDITOR

CHARTERED ACCOUNTANTS

CAMBRIDGE

11 April 2014

Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards.

The directors consider that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Turnover

The turnover shown in the profit and loss account represents amounts receivable in respect of the sale of supplies during the year.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

Profit and loss account

		2013	2012
	Note	£	£
Turnover		-	42,853
Cost of sales		-	(24,838)
Gross profit		<u>-</u>	<u>18,015</u>
Profit on ordinary activities before taxation		<u>-</u>	<u>18,015</u>
Tax on profit on ordinary activities	1	-	4,533
Profit for the financial year	6	<u>-</u>	<u>13,482</u>

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the year as set out above

The accompanying accounting policies and notes form part of these financial statements.

Balance sheet

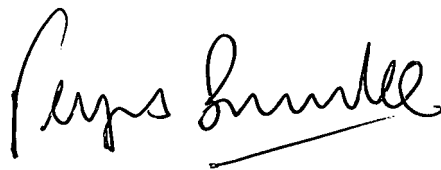
		2013	2012
	Note	£	£
Current assets			
Debtors	2	43,527	38,993
Cash at bank		50	50
		<u>43,577</u>	<u>39,043</u>
Creditors: amounts falling due within one year	3	<u>11,560</u>	<u>7,026</u>
Net current assets		<u>32,017</u>	<u>32,017</u>
Total assets less current liabilities		<u>32,017</u>	<u>32,017</u>
Capital and reserves			
Called-up equity share capital	5	100	100
Profit and loss account	6	<u>31,917</u>	<u>31,917</u>
Shareholders' funds	7	<u>32,017</u>	<u>32,017</u>

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

These financial statements were approved by the directors and authorised for issue on 7 April 2014, and are signed on their behalf by:

F Brownlee

Director



Company Registration Number: 06355643

The accompanying accounting policies and notes form part of these financial statements.

Notes to the financial statements

1 Taxation on ordinary activities

(a) Analysis of charge in the year

	2013 £	2012 £
Current tax:		
UK Corporation tax based on the results for the year at 23.58% (2012 - 25.16%)	-	4,533
Total current tax	<u>-</u>	<u>4,533</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is the same as the standard rate of corporation tax in the UK of 23.58% (2012 - 25.16%).

	2013 £	2012 £
Profit on ordinary activities before taxation	<u>-</u>	<u>18,015</u>
Profit on ordinary activities by rate of tax	-	4,533
Group relief claimed before payment	-	(4,533)
Payment for group relief	-	4,533
Total current tax (note 2(a))	<u>-</u>	<u>4,533</u>

2 Debtors

	2013 £	2012 £
Amounts owed by group undertakings	<u>43,527</u>	<u>38,993</u>
	<u>43,527</u>	<u>38,993</u>

3 Creditors: amounts falling due within one year

	2013	2012
	£	£
Amounts owed to group undertakings	<u>11,560</u>	<u>7,026</u>

4 Related party transactions

As a wholly-owned subsidiary of Cambridge Education Group Limited, the company is exempt from the requirements of FRS 8 to disclose transactions with other members of the group on the grounds that accounts are publicly available from Companies House.

5 Share capital

Authorised share capital:

	2013	2012
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted, called up and fully paid:

	No	2013 £	No	2012 £
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

6 Profit and loss account

	2013 £	2012 £
Balance brought forward	31,917	18,435
Profit for the financial year	-	13,482
Balance carried forward	<u>31,917</u>	<u>31,917</u>

7 Reconciliation of movements in shareholders' funds

	2013 £	2012 £
Profit for the financial year	-	13,482
Opening shareholders' funds	<u>32,017</u>	<u>18,535</u>
Closing shareholders' funds	<u>32,017</u>	<u>32,017</u>

8 Ultimate controlling party

The immediate parent company is CEG Colleges Limited.

At year end the ultimate parent undertaking was Cambridge Education Holding 1 (Jersey) Limited, a company incorporated in Jersey and the ultimate controlling party was considered to be Palamon Capital Partners LP by virtue of its shareholding in Cambridge Education Holding 1 (Jersey) Limited.

The intermediate parent company, Cambridge Education Group Limited, incorporated in England and Wales, is the parent undertaking of the largest group which prepares publicly available consolidated financial statements. Copies of the consolidated financial statements may be obtained from Companies House.

The ultimate controlling party, Palamon Capital Partners LP, sold the entire share capital of Cambridge Education Holding 1 (Jersey) Limited on 18 December 2013. Bridgepoint Europe IV Fund is now the ultimate controlling party and Bridgepoint Advisers Limited is the ultimate parent company.