



Financial statements Stafford House Companies Limited

For the Year Ended 31 August 2009



Company No. 06355650

Officers and professional advisers

Company registration number 06355650

Registered office 3rd Floor
Sidney House
Sussex Street
CAMBRIDGE
CB1 1PE

Directors F Brownlee
M Stanton

Secretary M Stanton

Auditor Grant Thornton UK LLP
Chartered Accountants
Registered Auditors
Byron House
Cambridge Business Park
Cowley Road
CAMBRIDGE
CB4 0WZ

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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 2009

Principal activities

The principal activity of the company during the period was the holding of shares as an investment company

Directors

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

F Brownlee
M Stanton

Directors' responsibilities

The directors are responsible for preparing the Annual 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 financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments 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 proper accounting records that 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 auditors are 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 auditors are aware of that information

Auditor

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with section 487(2) of the Companies Act 2006 unless the company receives notice under section 488(1) of the Companies Act 2006

BY ORDER OF THE BOARD

A handwritten signature in black ink, consisting of a stylized 'M' followed by a large, loopy 'S' that ends in a horizontal stroke.

M Stanton
Secretary



Report of the independent auditor to the members of Stafford House Companies Limited

We have audited the financial statements of Stafford House Companies Limited for the year ended 31 August 2009 which comprise the profit and loss account, the balance sheet and the related notes 1 to 11. 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 Sections 495 and 496 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 page 3, 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 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/UKNP.

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 2009 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.



Report of the independent auditor to the members of Stafford House Companies 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

Grant Thornton UK LLP

Alison Seekings
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
CAMBRIDGE

15 February 2010

Accounting policies

Basis of accounting

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

Consolidation

The financial statements contain information about Stafford House Companies Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent, Cambridge Education Group Limited, a company registered in England and Wales.

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 small.

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

		Year to 31 Aug 09 £	Period from 29 Aug 07 to 31 Aug 08 £
	Note		
Turnover		—	—
Operating profit		—	—
Profit on sale of investment		—	151,154
Income from shares in group undertakings	2	<u>700,000</u>	<u>80,978</u>
Profit on ordinary activities before taxation		<u>700,000</u>	<u>232,132</u>
Tax on profit on ordinary activities		—	—
Profit for the financial year	9	<u><u>700,000</u></u>	<u><u>232,132</u></u>

All of the activities of the company are classed as continuing

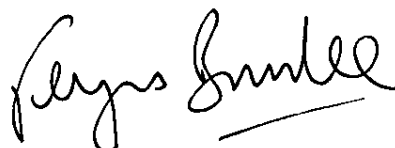
The company has no recognised gains or losses other than the results for the year as set out above

Balance sheet

	Note	2009 £	2008 £
Fixed assets			
Investments	4	<u>485,265</u>	<u>485,265</u>
Current assets			
Debtors	5	2	151,256
Creditors: amounts falling due within one year	6	<u>485,167</u>	<u>485,267</u>
Net current liabilities		<u>(485,165)</u>	<u>(334,011)</u>
Total assets less current liabilities		<u>100</u>	<u>151,254</u>
Capital and reserves			
Called-up equity share capital	8	100	100
Profit and loss account	9	—	151,154
Shareholders' funds	10	<u>100</u>	<u>151,254</u>

These financial statements were approved by the directors and authorised for issue on 12 Feb 10, and are signed on their behalf by

F Brownlee
 Director



Notes to the financial statements

1 Other operating charges

Auditor's fees and director's remuneration are borne by other group companies

2 Income from shares in group undertakings

	Year to 31 Aug 09 £	Period from 29 Aug 07 to 31 Aug 08 £
Dividends received from group undertakings	<u>700,000</u>	<u>80,978</u>

3 Dividends

Dividends on shares classed as equity

	Year to 31 Aug 09 £	Period from 29 Aug 07 to 31 Aug 08 £
Paid during the year		
Dividends on equity shares	<u>851,154</u>	<u>80,978</u>

4 Investments

	Shares in group companies £
Cost at 1 September 2008 and 31 August 2009	<u>1,117,324</u>
Amounts provided	
At 1 September 2008 and 31 August 2009	<u>632,059</u>
Net book value	
At 1 September 2008 and 31 August 2009	<u>485,265</u>

4 Investments (continued)

At 31 August 2009 the company held 20% or more of the allotted ordinary share capital of the following

	Country of incorporation	Proportion held	Nature of business
Stafford House Study Holidays Limited	England	100%	Education
Stafford House School Of English Limited	England	100%	Education
Study Holidays Limited	England	100%	Dormant

5 Debtors

	2009	2008
	£	£
Amounts owed by group undertakings	—	151,256
Other debtors	2	—
	<u>2</u>	<u>151,256</u>

6 Creditors: amounts falling due within one year

	2009	2008
	£	£
Amounts owed to group undertakings	<u>485,167</u>	<u>485,267</u>

7 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 consolidated group accounts are publicly available from Companies House

8 Share capital

Authorised share capital

	2009	2008
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted, called up and fully paid

	2009		2008	
	No	£	No	£
Ordinary shares of £1 each	100	100	100	100

100 ordinary shares were issued at par on incorporation

9 Profit and loss account

	2009	2008
	£	£
Balance brought forward	151,154	–
Profit for the financial year	700,000	232,132
Equity dividends	(851,154)	(80,978)
Balance carried forward	<u>–</u>	<u>151,154</u>

10 Reconciliation of movements in shareholders' funds

	2009	2008
	£	£
Profit for the financial year	700,000	232,132
New ordinary share capital subscribed	–	100
Equity dividends	(851,154)	(80,978)
Net (reduction)/addition to shareholders' funds	<u>(151,154)</u>	<u>151,254</u>
Opening shareholders' funds	151,254	–
Closing shareholders' funds	<u>100</u>	<u>151,254</u>

11 Ultimate parent company

The immediate parent company is CEG Administrative Services Limited

The ultimate parent undertaking is Cambridge Education Group Limited, a company incorporated in England and Wales