

**Luton Learning and Community Partnership Limited**  
**Strategic report, directors' report and financial statements**  
**for the year ended 31 December 2021**  
**Registered number 06857362**



## **Strategic report, directors' report and financial statements for the year ended 31 December 2021**

<b>Contents</b>	<b>Page</b>
Officers and professional advisors	3
Strategic report	4
Directors' report	5
Independent auditors' report to the members of Luton Learning and Community Partnership Limited	7
Statement of comprehensive income	11
Balance sheet	12
Statement of changes in equity	13
Notes to the financial statements	14

**Directors**

K Savjani  
R Kirk

**Company secretary**

Pario Limited

**Registered Office**

Unit 18 Riversway Business Village  
Navigation Way,  
Ashton-On-Ribble,  
Preston PR2 2YP

**Independent auditors**

Goodman Jones LLP  
29/30 Fitzroy Square London  
W1T 6LQ

## Strategic report

### Company objectives

The principal activity of the company is the construction and maintenance of local infrastructure for the Council of Luton. In the year to 31 December 2021 the principal activity has focused upon the provision of facilities maintenance to certain schools in the school estate of Luton Borough Council. In total there have been 13 Construction projects since the start of the contract.

### Company strategy

To ensure that the company achieves its objectives, the strategy is to implement processes, policies and procedures to comply with the project documentation committed to at the inception of the project. This includes minimising performance and availability deductions, cash monitoring and maintenance of good working relationships between all stakeholders.

### Principal risks and uncertainties

The principal risks and uncertainties are construction progress and operational performance of facilities maintenance and ICT services. The construction progress is carefully monitored by external technical advisors tasked with reviewing and signing off on construction progress, along with the monitoring of construction costs against budget. The operational performance is monitored closely, through regular operational meetings with the client and sub-contractors, along with monitoring of performance and availability deductions.

### Key performance indicators

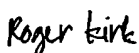
The level of performance and availability deductions arising from failures to achieve specified levels of contract service is a key performance indicator. Another key indicator is the operational cash flow, the monthly management accounts include a 12 month cashflow forecast, in addition 5 year cashflow forecasts are reviewed on an annual basis.

### Development and performance of the business.

The Company has made a profit before taxation of £22k for the financial year (2020: £16k) on a turnover of £3,256k. (2020: £2,977k).

At 31 December 2021 the Company had net assets of £146k (2020 : £128k). The directors have reviewed the Company's cash flow projections and profit projections over the next 12 months. The forecasts demonstrate that the Company is able to meet its liabilities for the foreseeable future. The directors believe it is appropriate for the financial statements to be prepared on a going concern basis.

Approved by the Board of Directors  
and signed on behalf of the Board



Director – Roger Kirk

27-06-22

## **Directors' report**

The directors present their report and the audited financial statements for the year ended 31 December 2021.

This report has been prepared in accordance with the special provisions relating to small companies within part 15 of the Companies Act 2006.

### **Proposed dividend**

The Directors paid an interim dividend of £nil in 2021 (2020: £nil).

### **Directors**

The directors holding office during the year and up to the date of this report are set out below. Directors were in office for the entire year unless otherwise stated:

K Savjani  
R Kirk

During the year an indemnity provision was in force for one or more of the directors of the company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

### **Financial Instruments**

The company does not hold any financial instruments that involve financial risk management (including price risk, credit risk, liquidity risk and cash flow risk) or any instrument that requires a hedge accounting policy.

### **Contributions for charitable and political purposes**

The company made no political or charitable donations during the year (2020: nil).

### **Disclosure of information to auditors**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

## **Directors' report (continued)**

### **Independent auditors**

The auditors Goodman Jones LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

### ***Directors' Responsibilities Statement***

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 Section 1A, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 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.

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.

### ***Covid-19 pandemic***

In the annual review of the Company's going concern, the Directors have considered the long term impact of the Covid-19 pandemic. The Company has entered into long-term contracts with both the client and suppliers, and after careful review of these contracts the Directors are confident that the Company can operate as normal for the next twelve months. The Directors have committed to carrying out regular review of the Company's cash flows to monitor the ongoing situation.

Approved by the Board of Directors  
and signed on behalf of the Board

*Roger Kirk*

Director – Roger Kirk

27-06-22

## ***Independent auditors' report to the members of Luton Learning and Community Partnership Limited***

### **Report on the audit of the financial statements**

#### **Opinion**

We have audited the financial statements of Luton Learning and Community Partnership Limited (the 'Company') for the year ended 31 December 2021, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2021 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.

#### **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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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 director's 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.

## **Other information**

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' Report thereon. 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

We have nothing to report in this regard.

## **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 Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have 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 Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

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 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' exemptions in preparing the Directors' Report.

## **Responsibilities of Directors**

As explained more fully in the Directors' Responsibilities Statement on page 6, 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 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 Company or to cease operations, or have no realistic alternative but to do so.

### **Auditors' 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 Auditors' 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.

Irregularities, including fraud, are instances of non compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material

misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to industry sector regulations and unethical and prohibited business practices, and we considered the extent to which non compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006 and UK Tax Legislation. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls). Appropriate audit procedures in response to these risks were carried out. These procedures included:

- Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulation and fraud;
- Reading minutes of meetings of those charged with governance;
- Obtaining and reading correspondence from legal and regulatory bodies including HMRC;
- Identifying and testing journal entries;
- Challenging assumptions and judgements made by management in their significant accounting estimates.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members; and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditors' Report.

## Use of our report

This report is made solely to the Company's members 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 Auditors' 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 for our audit work, for this report, or for the opinions we have formed.

*Goodman Jones LLP*

Paul Bailey (Senior Statutory  
Auditor) for and on behalf of

**Goodman Jones LLP**

29/30 Fitzroy Square, London W1T 6LQ

27-06-22

**Statement of comprehensive income  
for the year ended 31 December 2021**

	Note	2021 £'000	2020 £'000
<b>Turnover</b>	2	3,256	2,977
Cost of sales		(3,130)	(2,866)
Gross profit		126	111
Administrative expenses		(108)	(106)
<b>Operating profit</b>	3	18	5
Interest payable and similar expenses	5	(32)	(32)
Interest receivable and similar income	5	36	43
<b>Profit before taxation</b>		22	16
Tax on profit	6	(4)	(3)
<b>Profit for the financial year and total comprehensive income</b>		18	13

All activities relate to continuing operations.

All turnover relates solely to continuing activities in a single class of business within the United Kingdom.

The notes on pages 14 to 23 form part of these financial statements.

## Balance sheet

### as at 31 December 2021

	Notes	2021 £'000	2020 £'000
<b>Fixed assets</b>			
Loan note receivable	7	261	261
		<u>261</u>	<u>261</u>
<b>Current assets</b>			
Debtors	8	3,864	3,224
Cash at bank and in hand		1,680	1,962
<b>Creditors: amounts falling due within one year</b>	9	<u>(5,398)</u>	<u>(5,058)</u>
<b>Net current assets</b>		146	128
<b>Total assets less current liabilities</b>		<u>407</u>	<u>389</u>
<b>Creditors: amounts falling due after more than one year</b>	9	<u>(261)</u>	<u>(261)</u>
<b>Net assets</b>		<u>146</u>	<u>128</u>
<b>Capital and reserves</b>			
Called up share capital	11	-	-
Profit and loss account		146	128
<b>Total shareholders' funds</b>		<u>146</u>	<u>128</u>

These financial statements have been prepared in accordance with the provisions of part 15 of the Companies Act 2006 relating to small companies.

The notes on pages 14 to 23 form part of these financial statements

These financial statements were approved by the Board of Directors on signed on its behalf by:

*Roger Kirk*

Director – Roger Kirk

27-06-22

Registered number : 06857362

## Statement of Changes in Equity

For the year ended 31 December 2021

	Called up Share capital £'000	Profit and loss account £'000	Total shareholders' funds £'000
Balance as at 1 January 2021	-	128	128
<b>Total comprehensive income for the year</b>			
Profit for the financial year	-	18	18
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	18	18
Dividends	-	-	-
Total contributions by and distributions to owners	-	-	-
<b>Balance at 31 December 2021</b>	-	146	146

	Called up Share capital £'000	Profit and loss account £'000	Total shareholders' funds £'000
Balance as at 1 January 2020	-	115	115
<b>Total comprehensive income for the year</b>			
Profit for the financial year	-	13	13
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	13	13
Dividends	-	-	-
Total contributions by and distributions to owners	-	-	-
<b>Balance at 31 December 2020</b>	-	128	128

## Notes to the financial statements for the year ended 31 December 2021

### 1. Principal accounting policies

Luton Learning and Community Partnership Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland ("FRS102") Section 1A and the requirements of the Companies Act 2006. The presentation currency of these financial statements is sterling and the figures are presented in £'000.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in this note.

#### Measurement convention

These financial statements are prepared on the going concern basis and under the historic cost basis.

#### Going concern

The financial statements have been prepared on the going concern basis which assumes the company will continue in operational existence for the foreseeable future. The financial statements show a profit before taxation for the year of £22k (2020: profit £16k) and an equity shareholders surplus of £146k, (2020: surplus of £128k). The directors have reviewed the cash flow and profit forecast over the next three years. The forecasts demonstrate that the company expects to meet its liabilities for the foreseeable future. The directors believe it is appropriate for the financial statements to be prepared on a going concern basis.

#### Investments

Investments in equity are recognised at cost less provision for impairment and loans are recognised at amortised cost using effective interest.

## **Notes to the financial statements**

### **for the year ended 31 December 2021 (continued)**

#### **Basic financial instruments**

##### **Trade and other debtors / creditors**

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

##### **Interest-bearing borrowings classified as basic financial instruments**

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

##### **Cash and cash equivalents**

Cash and cash equivalents comprise cash balances and call deposits.

Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### **Other financial instruments**

Financial instruments not considered to be basic financial instruments (other financial instruments)

Other financial instruments not meeting the definition of Basic Financial Instruments are recognised initially at fair value. Subsequent to initial recognition other financial instruments are measured at fair value with changes recognised in profit or loss.

#### **Debt issue costs**

Costs arising in connection with the arrangement of loan finance are offset against the carrying value of the loan and are amortised through the profit and loss account over the term of the loan.

#### **Taxation**

The charge for taxation is based on the result for the financial year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date. The tax rate used is the tax rate enacted or substantively enacted at the reporting date.

## **Notes to the financial statements**

### **for the year ended 31 December 2021 (continued)**

#### **Turnover**

Turnover is recognised to the extent that the company obtains the right to consideration in exchange for its performance. Turnover is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty.

##### *Turnover from construction services*

Turnover from construction services is recognised by reference to costs incurred in the period that are directly attributable to the construction of the asset. No attributable profit is recognised on the construction of the asset.

##### *Turnover from operating services*

Turnover from the provision of the operating services is recognised as contract activity progresses at a mark-up on related costs to reflect the value of work performed. Any consideration received which is not recognised as turnover, is deferred to deferred income on the balance sheet, and recognised as turnover as contract activity progresses.

#### **Accounting estimates and judgements**

The preparation of financial statements in conformity with FRS102 requires management to make judgements, estimates and assumptions that affect the application of application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based upon historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily available from other sources. Actual results may differ from these estimates. The 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 revision and future periods if the revision affects both current and future periods.

There are no estimates or judgements that are deemed significant in the context of these financial statements.



## Notes to the financial statements

### for the year ended 31 December 2021 (continued)

#### 2. Turnover

	2021 £'000	2020 £'000
Operating revenue – facilities management services in the UK	<u>3,256</u>	<u>2,977</u>

#### 3. Operating profit

	2021 £'000	2020 £'000
Operating profit is stated after charging: Auditors' remuneration for: Audit of these financial statements	<u>4</u>	<u>4</u>

#### 4. Staff numbers and costs

The company had no employees during the year (2020: none). Amounts paid in respect of directors' services totalled £9k (2020: £9k).

#### 5. Net interest receivable

	2021 £'000	2020 £'000
Amount payable on bank and other loans	<u>(32)</u>	<u>(32)</u>
Interest payable and similar expenses	<u>(32)</u>	<u>(32)</u>
Interest receivable on loan notes	32	32
Bank Interest receivable	<u>4</u>	<u>11</u>
Interest receivable and similar income	<u>36</u>	<u>43</u>

## Notes to the financial statements

### for the year ended 31 December 2021 (continued)

#### 6. Tax on Profit

The current tax charge for the year ended 31 December 2021 is £4k (2020: £3k).

The tax assessed for the year is the same (2020: the same as) as the standard rate of corporation tax in the UK of 19%, (2020: 19%) as shown below.

	2021 £'000	2020 £'000
<b>Profit before taxation</b>	22	16
Profit multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	(4)	(3)
Affected by: Income not chargeable for tax	-	-
<b>Total tax charge</b>	(4)	(3)

There is a corporation tax liability of £4k (2020: £3k) as per note 9

## Notes to the financial statements

### for the year ended 31 December 2021 (continued)

#### 7. Fixed asset investment in joint venture undertaking

	2021 £'000	2020 £'000
Loan to joint venture undertaking	261	261

The subordinated loan interest rate was 4.25% per annum until completion of the construction of the first school on 31 December 2010, when the interest rate increased to 12.25% per annum and the sub-debt loan is unsecured and is repayable by instalments between 30 September 2011 and 31 December 2035.

The company also holds the following equity investment at a cost of £1.

Associated undertakings – joint ventures	Country of incorporation	Principal activity	Percentage of shares held
QED Luton (Challney) Holdings Limited (*)	UK	Holding Company	10%

The registered office of this investment is:  
Unit 18 Riversway Business Village  
Navigation Way, Ashton-On-Ribble, Preston,  
PR2 2YP

The consolidated net assets of the group headed by QED Luton (Challney) Holdings Limited at 31 December 2021 amounted to £(5,396) (2020: £(6,305) and the profit for the year amount to £586k (2020: £586).

#### 8. Debtors

	2021 £'000	2020 £'000
<b>Amounts falling due within one year:</b>		
Trade debtors	1	1
VAT recoverable	62	22
Prepayments and accrued income	202	201
Other financial assets	3,600	3,000
	<hr/> 3,864	<hr/> 3,224

Other financial assets include amounts held within deposit accounts with a maturity greater than 3 months from initial deposit.

## Notes to the financial statements

### for the year ended 31 December 2021 (continued)

#### 9. Creditors

	2021 £'000	2020 £'000
<b>Amounts falling due within one year:</b>		
Subordinated loan	-	-
Trade creditors	227	246
Corporation Tax	4	3
Accruals and deferred income	5,167	4,809
	<u>5,398</u>	<u>5,058</u>
<b>Amounts falling due after more than one year:</b>		
Subordinated loan	<u>261</u>	<u>261</u>

## Notes to the financial statements for the year ended 31 December 2021 (continued)

### 10. Loans

#### Bank, subordinated and shareholder loan

The subordinated loan interest rate was 4.25% per annum until completion of the construction of the first school on 31 December 2010, when the interest rate increased to 12.25% per annum and the sub-debt loan is unsecured and is repayable by instalments between 30 September 2011 and 31 December 2035. There is no security on the subordinated loan.

Maturity of debt:

	2021 £'000	2020 £'000
Within one year	1	1
Between one and two years	3	3
Between two and five years	7	7
After five years	250	250
	<u>261</u>	<u>261</u>

### 11. Called up share capital

	2021 £	2020 £
<b>Authorised:</b>		
10 ordinary "A" shares of £1 each	10	10
10 ordinary "B" shares of £1 each	10	10
80 ordinary "C" shares of £1 each	80	80
	<u>100</u>	<u>100</u>
<b>Called up, allotted and fully paid:</b>		
10 ordinary "A" shares of £1 each	10	10
10 ordinary "B" shares of £1 each	10	10
80 ordinary "C" shares of £1 each	80	80
	<u>100</u>	<u>100</u>

#### Share capital

On incorporation 80 C ordinary shares were issued at par.

A further 10 A and 10 B ordinary shares were issued at par on 21 May 2009.

A, B & C shares rank pari passu in all respects but shall constitute separate classes of share.

## Notes to the financial statements for the year ended 31 December 2021 (continued)

### 12. Financial instruments

#### (a) Carrying amount of financial instruments

	2021 £'000	2020 £'000
Assets measured at amortised cost		
-Loan Notes	261	261
-Trade Debtors	-	1
-Accrued Income	190	188
	<u>451</u>	<u>450</u>
Assets measured at cost less impairment		
-Other financial asset	3,600	3,000
-Cash	1,680	1,962
	<u>5,280</u>	<u>4,962</u>
Liabilities measured at Amortised Cost		
-Trade creditors	(227)	(246)
-Accruals	(24)	(22)
-Loan Notes	(261)	(261)
	<u>(512)</u>	<u>(529)</u>

## Notes to the financial statements

### for the year ended 31 December 2021 (continued)

#### 13. Related party transactions -year ending 31 December 2021

Name of party	Purchases from related party £'000	Sales to related party £'000	Amount due / (to) related party at 31 December 2021 £'000
Luton Borough Council	-	3,149	(120)
QED Luton (Challney) Limited	-	107	261
BSFI Limited	-	-	(141)

#### Related party transactions -year ending 31 December 2020

Name of party	Purchases from related party £'000	Sales to related party £'000	Amount due / (to) related party at 31 December 2020 £'000
Luton Borough Council	-	2,872	(119)
QED Luton (Challney) Limited	-	105	261
BSFI Limited	-	-	(141)

Luton Borough Council has a 50% shareholding in Luton Learning and Community Partnership Limited. The sales to Luton Borough Council comprised Construction and Facility management services. The purchases from Luton Borough Council comprised fees associated with housing projects and lifecycle.

QED Luton (Challney) Limited is a joint venture owned 10% by Luton Learning and Community Partnership Limited. The sales to QED Luton (Challney) Limited comprised Management Services.

BSFI Limited has a 50% shareholding in Luton Learning and Community Partnership Limited.

#### 14. Ultimate parent company and controlling party

The company is a joint venture owned by Luton Borough Council (50%), Building Schools for the Future Investments LLP (50%) and is under the joint control of its 2 shareholders, and therefore there is no ultimate controlling party.

The results of the company are not consolidated into any group.