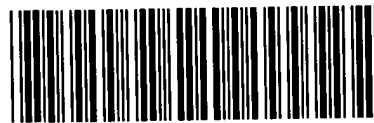


Company Registration No. 07883196 (England and Wales)

PANSOPHIC LEARNING UK LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019
PAGES FOR FILING WITH REGISTRAR

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PANSOPHIC LEARNING UK LIMITED

COMPANY INFORMATION

Directors	M A Szalay R Packard
Secretary	Ms M Burnige
Company number	07883196
Registered office	Glenleigh Park Primary Academy Gunters Lane Bexhill-on-Sea East Sussex TN39 4ED
Auditor	UHY Hacker Young Quadrant House 4 Thomas More Square London E1W 1YW

PANSOPHIC LEARNING UK LIMITED

CONTENTS

	Page
Balance sheet	1
Statement of changes in equity	2
Notes to the financial statements	3 - 7

PANSOPHIC LEARNING UK LIMITED

BALANCE SHEET

AS AT 30 JUNE 2019

	Notes	2019 £	£	2018 £	£
Current assets					
Debtors	3	57,966		38,645	
Cash at bank and in hand		61,829		4,185	
		<u>119,795</u>		<u>42,830</u>	
Creditors: amounts falling due within one year	4	<u>(247,503)</u>		<u>(91,351)</u>	
Net current liabilities			<u>(127,708)</u>		<u>(48,521)</u>
Capital and reserves					
Called up share capital	5		1		1
Profit and loss reserves			<u>(127,709)</u>		<u>(48,522)</u>
Total equity			<u>(127,708)</u>		<u>(48,521)</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 19 May 2020 and are signed on its behalf by:



R Packard
Director

Company Registration No. 07883196

PANSOPHIC LEARNING UK LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2019**

	Share capital	Profit and loss reserves	Total
	£	£	£
Balance at 1 July 2017	1	(15,122)	(15,121)
Year ended 30 June 2018:			
Loss and total comprehensive income for the year	-	(33,400)	(33,400)
	<hr/>	<hr/>	<hr/>
Balance at 30 June 2018	1	(48,522)	(48,521)
Year ended 30 June 2019:			
Loss and total comprehensive income for the year	-	(79,187)	(79,187)
	<hr/>	<hr/>	<hr/>
Balance at 30 June 2019	1	(127,709)	(127,708)
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

PANSOPHIC LEARNING UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2019

1 Accounting policies

Company information

Pansophic Learning UK Limited is a private company limited by shares incorporated in England and Wales. The registered office is Glenleigh Park Primary Academy, Gunters Lane, Bexhill-on-Sea, East Sussex, TN39 4ED.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

The financial statements have been prepared on going concern basis, notwithstanding the net liabilities of £127,708 which the directors believe to be appropriate because the company has the support of its parent company, Pansophic Learning Limited.

1.3 Turnover

Turnover represents amounts receivable for services relating to Paragon license and development fees charged per agreement together with staff support costs.

1.4 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.5 Financial Instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

settle on a net basis or to realize the asset and settle the liability simultaneously.
When there is a legally enforceable right to set off the recognized amounts and there is an intention to
financial assets and liabilities are offset with the net amounts presented in the financial statements
to the contractual provisions of the instrument.
Financial instruments are recognized in the company's balance sheet upon the company becomes party.

Section 12. Other financial instruments issued, of HK\$ 103 to all of its financial instruments.

The company has elected to apply the provisions of Section 11. Basic Financial Instruments, and

1.2 Financial instruments

bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.
With banks, other short-term liquid investments with original maturities of three months or less and
cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call
1.4 Cash and cash equivalents

charged for agreement together with staff support costs.

Travel represents amounts receivable for services relating to foreign license and development fees.

1.3 Travel

support of its parent company, Pantheon Learning Limited.
liabilities of £153,308 which the directors believe to be appropriate because the company has the
The financial statements have been prepared on going concern basis, not withdrawing the net

1.3 Going concern

accounting policies adopted are set out below.

The financial statements have been prepared under the historical cost convention. The principal

Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements are prepared in sterling, which is the functional currency of the company.

disclosure is required to show a true and fair view.

disclosure requirements of section 14 of HK\$ 103 have been applied other than where additional
Companies Act 2006 as applicable to companies subject to the small companies regime. The
Standard applicable in the UK and Republic of Ireland. (HK\$ 103.) and the requirements of the
These financial statements have been prepared in accordance with HK\$ 103. The Financial Reporting

1.4 Accounting convention

2020, 2019 and

Notes. The registered office is Clarendon Park Primary Academy, Clarendon Road, Bexhill-on-Sea, East
Pantheon Learning UK Limited is a private company limited by shares incorporated in England and
Company information

1 Accounting policies

FOR THE YEAR ENDED 30 JUNE 2020

NOTES TO THE FINANCIAL STATEMENTS

PANTHONIC LEARNING UK LIMITED

PANSOPHIC LEARNING UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2019

1 Accounting policies

(Continued)

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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 company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.6 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.7 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

PANSOPHIC LEARNING UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2019

1 Accounting policies

(Continued)

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.9 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

PANSOPHIC LEARNING UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2019

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2019 Number	2018 Number
Total	<u>3</u>	<u>3</u>

3 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Trade debtors	<u>57,966</u>	<u>38,645</u>

4 Creditors: amounts falling due within one year

	2019 £	2018 £
Amounts owed to group undertakings	242,103	80,551
Accruals and deferred income	<u>5,400</u>	<u>10,800</u>
	<u>247,503</u>	<u>91,351</u>

5 Called up share capital

	2019 £	2018 £
Ordinary share capital		
Issued and fully paid		
1 Ordinary share of £1 each	<u>1</u>	<u>1</u>

6 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Marc Waterman.

The auditor was UHY Hacker Young.

The original was (JHA) Joseph J. Jones.
The original was (JHA) Joseph J. Jones.
The original was (JHA) Joseph J. Jones.

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proceedings with a view to the (JHA) Joseph J. Jones.
proceedings with a view to the (JHA) Joseph J. Jones.

4. Other relevant information

1. Original, signed by (JHA) Joseph J. Jones.
2. Original, signed by (JHA) Joseph J. Jones.
3. Original, signed by (JHA) Joseph J. Jones.

2. Other relevant information

Accounts and relevant information
Accounts and relevant information
Accounts and relevant information

4. Other relevant information

1. Original, signed by (JHA) Joseph J. Jones.
2. Original, signed by (JHA) Joseph J. Jones.
3. Original, signed by (JHA) Joseph J. Jones.

3. Other relevant information

1971

Number	Number
2010	2018

The original was (JHA) Joseph J. Jones.
The original was (JHA) Joseph J. Jones.
The original was (JHA) Joseph J. Jones.

3. Other relevant information

FOR THE YEAR ENDED 30 JUNE 2018

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

INVESTMENT TRADING UK LIMITED

PANSOPHIC LEARNING UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2019

7 Parent company

The ultimate parent company is Pansophic Learning Limited, a company registered in Cayman Islands.

Pansophic Learning Limited prepares group financial statements and copies can be obtained from PO Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands.