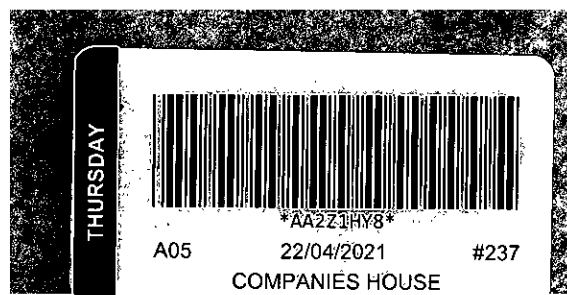


Registered number: 08404156

INTO UOG LIMITED

DIRECTORS' REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2020



INTO UOG Limited

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INTO UOG Limited

Directors and advisers

Directors

J Sykes
J Holmes
A Kawash

Registered office

One Gloucester Place
Brighton
BN1 4AA

Registered number

08404156 (England and Wales)

INTO UOG Limited

Directors' report for the year ended 31 July 2020

The directors present their report together with the financial statements of the company for the year ended 31 July 2020.

Principal activities, business review and future developments

The principal activity of the company in the year under review was that of an investment holding company. During the year the LLP in which this company invested ceased to trade, all related balances are expected to be finalised in the year ended 31 July 2021 after which the directors expect the company to become dormant.

Results and dividends

The loss for the financial year, after taxation, amounted to £597,661 (2019: £nil).

The directors do not recommend the payment of a dividend (2019: £nil)

Directors

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

J Sykes

J Latham (resigned 1 February 2021)

A Kawash

J Holmes (appointed 1 February 2021)

Directors' indemnities

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the companies Act 2006. The indemnity was in force throughout financial year and is currently in force. The company also purchased and maintained throughout the financial year directors' and officers' liability insurance in respect of itself and its directors.

The company is entitled to exemption from the audit under Section 479A of the Companies Act 2006 relating to subsidiary companies for the year ended 31 July 2020.

The directors have not required the company to obtain an audit of its financial statements for the year ended 31 July 2020 in accordance with Section 476 of the Companies Act 2006.

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

This report was approved by the Board of Directors on 20 April 2021 and signed on its behalf.



J Sykes
Director

INTO UOG Limited

Statement of directors' responsibilities for the year ended 31 July 2020

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 period. 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 then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS102, 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 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.

This report was approved by the board on 20 April 2021 and signed on its behalf.



J Sykes
Director

INTO UOG Limited

Statement of comprehensive loss for the year ended 31 July 2020

	Note	31 July 2020	31 July 2019
		£	£
Administrative exceptional expenses	1	(597,661)	-
Operating loss	2	(597,661)	-
Interest receivable and similar income		12,784	16,790
Interest payable and similar charges		(12,784)	(16,790)
Loss on ordinary activities before taxation		(597,661)	-
Tax on loss on ordinary activities	3	-	-
Total comprehensive loss		(597,661)	-

All amounts relate to discontinued operations.

There is no other comprehensive income arising in the company (2019: £nil) and therefore no separate statement of comprehensive income has been presented.

There is no material difference between the loss on ordinary activities before taxation and the loss for the current and prior financial year and their historical cost equivalents.

The notes on pages 8 to 10 form part of these financial statements

INTO UOG Limited

Balance sheet as at 31 July 2020

Registered number 08404156

	Note	31 July 2020 £	31 July 2020 £	31 July 2019 £	31 July 2019 £
Fixed assets					
Investments	4		-		150,000
Current assets					
Debtors	5	1		680,291	
		<u>1</u>		<u>680,291</u>	
Creditors: amounts falling due within one year	6	<u>(597,661)</u>		<u>(830,290)</u>	
Net current liabilities			<u>(597,661)</u>		<u>(149,999)</u>
Total assets less current liabilities			<u>(597,660)</u>		<u>1</u>
Capital and reserves					
Called up share capital	7		1		1
Reserves	8		<u>(597,661)</u>		<u>-</u>
Total shareholders' funds	9		<u>(597,660)</u>		<u>1</u>

For the year ending 31 July 2020 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

The directors have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 20 April 2021.



J Sykes
Director

The notes on pages 8 to 10 form part of these financial statements.

INTO UOG Limited

Statement of changes in equity for the year ended 31 July 2020

	Share capital £	Reserves £	Total £
As at 31 July 2018	1	-	1
Total comprehensive income	-	-	-
As at 31 July 2019	1	-	1
Total comprehensive loss	-	(597,661)	(597,661)
As at 31 July 2020	1	(597,661)	(597,660)

INTO UOG Limited

Principal accounting policies

Basis of preparation

The following accounting policies have been applied consistently in both the current and preceding years in dealing with items which are considered material in relation to the company's financial statements. These financial statements are prepared on the historical cost basis in accordance with applicable United Kingdom accounting standards, including The Financial Reporting Standard ('FRS 102'), Companies Act 2006 and the Statement of Recommended Practice (SORP).

The financial statements are presented in Pounds Sterling (£) because that is the currency of the primary economic environment in which the company operates.

Going concern

The financial statements have been prepared on the going concern basis, which assumes that the company will continue to be able to meet its liabilities as they fall due for the foreseeable future.

The directors consider the going concern basis to be appropriate having taken into consideration that its liabilities, which are to fellow group companies, were waived in April 2021, and the company will subsequently become dormant with no further liabilities to be met.

Cash flow statement

The company, being a wholly owned subsidiary undertaking where 100% of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with Financial Reporting Standard 102, paragraph 1.12(b).

Administrative exceptional items

The company classifies certain one-off charges or credits that have a material impact on the company's results as 'exceptional items'. These are disclosed separately to provide further understanding of the financial performance of the company.

Income from investment in joint venture

The company holds a 50% interest in the capital of a Limited Liability Partnership registered in the United Kingdom. Under the terms of the Limited Liability Partnership agreement, profits of the LLP are distributed to members upon approval of such a distribution by the Members. Income from the company's investment in its joint venture is recognised when the Members of the LLP formally approve a distribution.

Fixed asset investments

Investments are stated at cost less any provision for impairment.

Critical accounting judgements and key sources of estimation

In the application of the Company's accounting policies the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. 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 year in which the estimate is revised and / or future year as applicable.

INTO UOG Limited

Notes to the financial statements

1 Administrative exceptional expenses

Due to the cessation of the company's joint venture investment after the year end the value of the investment (£150,000) and related debtors (£447,661) were written down to zero (2019: £nil)

2 Operating loss

The company has no employees, other than the directors who did not receive any remuneration from the company.

3 Tax on loss on ordinary activities

	31 July 2020 £	31 July 2019 £
Loss on ordinary activities before taxation	(597,661)	-
Loss before taxation multiplied by standard rate of corporation tax in the United Kingdom of 19.00% (2019: 19.00%)	(113,556)	-
Effects of:		
Expenses / (credits) not deductible for tax purposes	71,028	-
Group relief surrendered	42,528	-
Total tax credit for the year	-	-

There is no current tax chargeable for the year due to the availability of losses.

4 Fixed asset investments

	Investment £
At 1st August 2019	150,000
Impairment	(150,000)
At 31 July 2020	-

The investment in the Joint Venture represented the company's interest in 50% of the capital of INTO Gloucestershire LLP, a Limited Liability Partnership registered in the United Kingdom. During the year following an impairment review the directors took a decision to write the investment down to nil value.

INTO UOG Limited

Notes to the financial statements (continued)

5 Debtors

	31 July 2020	31 July 2019
	£	£
Due within one year:		
Amounts owed by joint ventures	-	680,290
Other debtors	1	1
	<u>1</u>	<u>680,291</u>

Amounts owed by joint ventures are disclosed net of a provision of £447,661 for irrecoverable debt.

6 Creditors

	31 July 2020	31 July 2019
	£	£
Amounts falling due within one year:		
Amounts owed to group undertakings	597,661	830,290
	<u>597,661</u>	<u>830,290</u>

Notes to the financial statements (continued)

7 Called up share capital

	31 July 2020	31 July 2019
	£	£
Allotted, called up and fully paid		
Ordinary shares of £1 each	<u>1</u>	<u>1</u>

INTO UOG Limited

Notes to the financial statements (continued)

8 Reserves

	£
At 1 August 2019	-
Total comprehensive loss	(597,661)
At 31 July 2020	(597,661)

9 Reconciliation of movement in shareholders' deficit

	31 July 2020	31 July 2019
	£	£
Opening shareholders' funds	1	1
Loss for the financial year	(597,661)	-
Closing shareholders' deficit	(597,660)	1

10 Ultimate controlling party and related party transactions

The company's immediate parent undertaking is INTO University Partnerships Limited, a company incorporated in the United Kingdom. The ultimate parent undertaking is Espalier Ventures Limited, a company registered in the United Kingdom. The ultimate controlling party is A J Colin.

The smallest group into which the results of the company are consolidated, as at 31 July 2020, is INTO University Partnerships Limited. These financial statements are available to the public and may be obtained from the registered office at One Gloucester Place, Brighton, BN1 4AA.

The largest group into which the results of the company are consolidated, as at 31 July 2020, is Espalier Ventures Limited. These financial statements are available to the public and may be obtained from the registered office at One Gloucester Place, Brighton, BN1 4AA.

The company has taken advantage of the exemptions available under Financial Reporting Standard 102, not to disclose any transactions or balances with entities that are 100% controlled by Espalier Ventures Limited.