

101434/20

01/11/14

**Report of the Directors and**  
**Unaudited Financial Statements for the Year Ended 31 December 2014**  
**for**  
**Active Learning Childcare (Guernsey)**  
**Limited**

FRIDAY



\*A4F85EFV\*

A32

04/09/2015

#84

COMPANIES HOUSE

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Contents of the Financial Statements  
for the Year Ended 31 December 2014**

	<b>Page</b>
<b>Company Information</b>	<b>1</b>
<b>Report of the Directors</b>	<b>2</b>
<b>Profit and Loss Account</b>	<b>3</b>
<b>Balance Sheet</b>	<b>4</b>
<b>Notes to the Financial Statements</b>	<b>5</b>
<b>Trading and Profit and Loss Account</b>	<b>12</b>

**Active Learning Childcare (Guernsey)  
Limited**

**Company Information  
for the Year Ended 31 December 2014**

**DIRECTORS:**

E Cahn  
N Botterill  
D Pears  
A Johnson

**SECRETARY:**

First Names Secretaries (Guernsey) Limited

**REGISTERED OFFICE:**

Anson Court  
La Route des Camps  
St Martin  
Guernsey  
GY4 6AD

**ACCOUNTANTS:**

Grunberg & Co Limited  
Chartered Accountants  
10-14 Accommodation Road  
Golders Green  
London  
NW11 8ED

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Report of the Directors  
for the Year Ended 31 December 2014**

The directors present their report with the financial statements of the company for the year ended 31 December 2014

**PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of nursery education

**DIVIDENDS**

No dividends will be distributed for the year ended 31 December 2014

**DIRECTORS**


The directors shown below have held office during the whole of the period from 1 January 2014 to the date of this report

E Cahn  
N Botterill  
D Pears  
A Johnson

**AUDIT**

The company was incorporated in Guernsey and is registered in that country. Under Guernsey law, the directors have passed a resolution exempting the company from undertaking an audit of the financial statements

**ON BEHALF OF THE BOARD:**

✓  ✓

N Botterill - Director

✓  ✓

E Cahn - Director

19 June 2015

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Profit and Loss Account  
for the Year Ended 31 December 2014**

	Notes	2014 £	2013 £
<b>TURNOVER</b>		11,121,180	9,369,173
Cost of sales		<u>6,480,538</u>	<u>5,305,445</u>
<b>GROSS PROFIT</b>		4,640,642	4,063,728
Administrative expenses		<u>3,124,090</u>	<u>2,752,963</u>
<b>OPERATING PROFIT</b>	3	1,516,552	1,310,765
Exceptional items	4	<u>-</u>	<u>99,287</u>
		1,516,552	1,211,478
Interest receivable and similar income		<u>4,922</u>	<u>1,902</u>
		1,521,474	1,213,380
Interest payable and similar charges	5	<u>553,340</u>	<u>453,041</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		968,134	760,339
Tax on profit on ordinary activities	6	<u>161,487</u>	<u>380</u>
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<u><u>806,647</u></u>	<u><u>759,959</u></u>

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous year

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current year or previous year

The notes form part of these financial statements

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Balance Sheet  
31 December 2014**

	Notes	2014 £	2013 £
<b>FIXED ASSETS</b>			
Intangible assets	8	38,746	66,096
Tangible assets	9	10,189,281	10,375,095
Investments	10	2	2
		<u>10,228,029</u>	<u>10,441,193</u>
<b>CURRENT ASSETS</b>			
Debtors	11	327,136	313,728
Cash at bank		2,089,952	1,074,969
		<u>2,417,088</u>	<u>1,388,697</u>
<b>CREDITORS</b>			
Amounts falling due within one year	12	12,855,066	1,522,757
<b>NET CURRENT LIABILITIES</b>		<u>(10,437,978)</u>	<u>(134,060)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>(209,949)</u>	<u>10,307,133</u>
<b>CREDITORS</b>			
Amounts falling due after more than one year	13	-	(11,482,432)
<b>PROVISIONS FOR LIABILITIES</b>	17	(160,503)	-
<b>NET LIABILITIES</b>		<u><u>(370,452)</u></u>	<u><u>(1,175,299)</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	18	658,200	660,000
Profit and loss account	19	(1,028,652)	(1,835,299)
<b>SHAREHOLDERS' FUNDS</b>	22	<u><u>(370,452)</u></u>	<u><u>(1,175,299)</u></u>

The financial statements were approved by the Board of Directors on 19 June 2015 and were signed on its behalf by

✓



N Botterill - Director

✓

✓



E Cahn - Director

The notes form part of these financial statements

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements  
for the Year Ended 31 December 2014**

**1 ACCOUNTING POLICIES**

**Accounting convention**

The financial statements have been prepared under the historical cost convention

**Turnover**

Turnover represents nursery fees, excluding value added tax. Income is recognised at the point of sale

**Goodwill**

Goodwill, being the amount paid in connection with the acquisition of a business in 2006, is being amortised evenly over its estimated useful life of ten years

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold properties	- 2% on cost
Short leasehold properties	- over the period of the lease
Fixtures and fittings	- 25% on cost
Computer equipment	- 33% on cost

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

**Going concern**

The accounts have been prepared on a going concern basis, since in the opinion of the directors, it is appropriate to assume that the company will receive the continued financial support from its bankers and the creditors, for a period in excess of twelve months, from the date of approval of these financial statements

**Audit exemption**

The company is entitled to exemption from audit under section 256 of the Companies (Guernsey) Law 2008.

**2 STAFF COSTS**

	2014 £	2013 £
Wages and salaries	5,346,824	4,364,089
Social security costs	382,886	337,301
	<u>5,729,710</u>	<u>4,701,390</u>

The average monthly number of employees during the year was as follows

	2014	2013
Average number of monthly employees	<u>228</u>	<u>212</u>

**3 OPERATING PROFIT**

The operating profit is stated after charging

	2014 £	2013 £
Depreciation - owned assets	435,296	426,086
Goodwill amortisation	<u>27,350</u>	<u>27,350</u>

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2014**

**3 OPERATING PROFIT - continued**

Directors' emoluments	<u>162,195</u>	<u>104,980</u>
-----------------------	----------------	----------------

**4. EXCEPTIONAL ITEMS**

The exceptional item relates to legal and professional fees applicable to the resignation of a former director, W D Zuckerman

**5. INTEREST PAYABLE AND SIMILAR CHARGES**

	2014	2013
	£	£
Bank loan interest	118,916	109,852
Other loan interest	<u>434,424</u>	<u>343,189</u>
	<u>553,340</u>	<u>453,041</u>

**6 TAXATION**

**Analysis of the tax charge**

The tax charge on the profit on ordinary activities for the year was as follows:

	2014	2013
	£	£
Current tax:		
Corporation tax	984	380
Deferred tax	<u>160,503</u>	<u>-</u>
Tax on profit on ordinary activities	<u>161,487</u>	<u>380</u>

**7 DIVIDENDS**

As at the year end, cumulative arrears of dividends in respect of the 6% cumulative preference shares amounted to £342,331 (2013 - £303,331). These dividends will become payable as and when the company has sufficient distributable reserves

**8 INTANGIBLE FIXED ASSETS**

	Goodwill
	£
<b>COST</b>	
At 1 January 2014	
and 31 December 2014	<u>273,500</u>
<b>AMORTISATION</b>	
At 1 January 2014	207,404
Amortisation for year	<u>27,350</u>
At 31 December 2014	<u>234,754</u>
<b>NET BOOK VALUE</b>	
At 31 December 2014	<u>38,746</u>
At 31 December 2013	<u>66,096</u>



**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2014**

**9. TANGIBLE FIXED ASSETS**

	Freehold properties £	Short leasehold properties £	Fixtures and fittings £	Computer equipment £	Totals £
<b>COST</b>					
At 1 January 2014	7,215,342	4,383,972	835,000	87,242	12,521,556
Additions	35,443	38,064	170,882	5,093	249,482
At 31 December 2014	7,250,785	4,422,036	1,005,882	92,335	12,771,038
<b>DEPRECIATION</b>					
At 1 January 2014	547,215	908,148	612,081	79,017	2,146,461
Charge for year	68,827	210,132	149,210	7,127	435,296
At 31 December 2014	616,042	1,118,280	761,291	86,144	2,581,757
<b>NET BOOK VALUE</b>					
At 31 December 2014	6,634,743	3,303,756	244,591	6,191	10,189,281
At 31 December 2013	6,668,127	3,475,824	222,919	8,225	10,375,095

**10. FIXED ASSET INVESTMENTS**

	Shares in group undertakings £
<b>COST</b>	
At 1 January 2014 and 31 December 2014	2
<b>NET BOOK VALUE</b>	
At 31 December 2014	2
At 31 December 2013	2

The company's investments at the Balance Sheet date in the share capital of companies include the following:

**Active Learning Childcare (UK) Limited**  
Nature of business: Property rental

Class of shares:	% holding	2014 £	2013 £
Ordinary	100.00		
Aggregate capital and reserves		(2,763)	(2,408)
Loss for the year		(355)	(311)

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2014**

**10. FIXED ASSET INVESTMENTS - continued**

**Active Learning Childcare (JCCV) Limited**  
Nature of business: Dormant

Class of shares.	% holding 100 00	2014 £	2013 £
Ordinary			
Aggregate capital and reserves		(11,647)	(11,647)
Loss for the year		-	(11,648)

**11 DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2014 £	2013 £
Trade debtors	11,255	9,350
Amounts owed by group undertakings	12,520	11,105
Other debtors	450	17,746
Prepayments	302,911	275,527
	<u>327,136</u>	<u>313,728</u>

**12 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2014 £	2013 £
Bank loans and overdrafts (see note 14)	2,802,972	100,052
Other loans (see note 14)	8,401,277	-
Trade creditors	343,258	212,884
Corporation tax	984	1,280
Social security and other taxes	104,260	88,252
Other creditors	1,008,064	914,594
Accrued expenses & deferred income	194,251	205,695
	<u>12,855,066</u>	<u>1,522,757</u>

**13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2014 £	2013 £
Bank loans (see note 14)	-	2,802,972
Other loans (see note 14)	-	8,679,460
	<u>-</u>	<u>11,482,432</u>

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2014**

**14. LOANS**

An analysis of the maturity of loans is given below:

	2014 £	2013 £
Amounts falling due within one year or on demand:		
Bank overdrafts	-	4,472
Bank loans	2,802,972	95,580
Other loans	8,401,277	-
	<u>11,204,249</u>	<u>100,052</u>
 Amounts falling due between one and two years		
Bank loans due within one to two years	-	100,452
Other loans due within one to two years	-	8,679,460
	<u>-</u>	<u>8,779,912</u>
 Amounts falling due between two and five years		
Bank loans due within two to five years	-	301,356
	<u>-</u>	<u>301,356</u>
 Amounts falling due in more than five years		
Repayable by instalments		
Bank loans due after five years	-	2,401,164
	<u>-</u>	<u>2,401,164</u>

**15. OPERATING LEASE COMMITMENTS**

The following operating lease payments are committed to be paid within one year

	Land and buildings	
	2014	2013
	£	£
Expiring		
In more than five years	<u>289,540</u>	<u>290,389</u>

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2014**

**16. SECURED DEBTS**

The following secured debts are included within creditors:

	2014 £	2013 £
Bank overdraft	-	4,472
Bank loans	2,802,972	2,898,552
Other loans	8,401,277	8,679,460
	<u>11,204,249</u>	<u>11,582,484</u>

Bank loans and overdraft are secured by a first legal charge dated 12 May 2010, over specific assets of the company.

Other loans are secured by a mortgage debenture representing a fixed and floating charge dated 8 June 2006, over the assets of the company.

**17. PROVISIONS FOR LIABILITIES**

	2014 £	2013 £
Deferred tax	<u>160,503</u>	-
		Deferred tax £
Accelerated capital allowances		<u>160,503</u>
Balance at 31 December 2014		<u>160,503</u>

**18. CALLED UP SHARE CAPITAL**

Authorised Number:	Class:	Nominal value:	2014 £	2013 £
5000	'A' Ordinary	£1	5,000	5,000
5000	'B' Ordinary	£1	5,000	5,000
650000	6% Cumulative Preference	£1	650,000	650,000
			<u>660,000</u>	<u>660,000</u>
Allotted, issued and fully paid: Number:	Class:	Nominal value:	2014 £	2013 £
5,000	'A' Ordinary	£1	5,000	5,000
5,000	'B' Ordinary	£1	3,200	5,000
650,000	6% Cumulative Preference	£1	650,000	650,000
			<u>658,200</u>	<u>660,000</u>

During the year under review, the company purchased 1,800 'B' ordinary shares. Also during the year, the company issued share options over an equivalent number of shares to N Botterill and A Johnson, and these options were exercised after the year end.

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2014**

**19 RESERVES**

	Profit and loss account £
At 1 January 2014	(1,835,299)
Profit for the year	806,647
At 31 December 2014	<u>(1,028,652)</u>

**20. RELATED PARTY DISCLOSURES**

During the year under review, consultancy fees of £170,358 (2013 - £215,722) were paid to E Cahn and N Botterill, directors of the company. Management fees of £56,000 (2013 - £53,000) were paid to William Pears Group Limited and loan interest of £434,424 (2013 - £343,189) was paid to WPG Treasury Limited, both being entities in which D Pears has a material interest. Management fees of £2,300 (2013 - £2,000) and rent of £364,258 (2013 - £334,893) were paid to Active Learning Childcare (UK) Limited.

Amounts owed by group undertakings comprise £873 (2013 - £658) owed by Active Learning Childcare (UK) Limited and £11,647 (2013 - 10,447) owed by Active Learning Childcare (JCCV) Limited.

Other loans relate to advances received from WPG Treasury Limited.

**21. ULTIMATE CONTROLLING PARTY**

In the opinion of the directors, there is no ultimate controlling party.

**22. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	2014 £	2013 £
Profit for the financial year	806,647	759,959
Share capital cancelled	(1,800)	-
Net addition to shareholders' funds	<u>804,847</u>	<u>759,959</u>
Opening shareholders' funds	(1,175,299)	(1,935,258)
Closing shareholders' funds	<u>(370,452)</u>	<u>(1,175,299)</u>

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Trading and Profit and Loss Account  
for the Year Ended 31 December 2014**

	2014		2013	
	£	£	£	£
Sales		11,121,180		9,369,173
Cost of sales				
Drama, sports & training	280,527		178,712	
Books & equipment	73,483		60,293	
Services & supplies	217,023		212,118	
Wages	4,942,350		4,007,573	
Social security	325,797		290,240	
Food & groceries	641,358		556,509	
		6,480,538		5,305,445
<b>GROSS PROFIT</b>		4,640,642		4,063,728
Other income				
Deposit account interest		4,922		1,902
		4,645,564		4,065,630
Expenditure				
Rent & rates	1,108,505		888,420	
Insurance	38,826		45,812	
Light & heat	83,234		75,722	
Cleaning	188,052		143,539	
Directors' salaries	162,195		104,980	
Wages	242,279		251,536	
Social security	57,089		47,061	
Telephone	35,636		38,183	
Printing, postage & stationery	17,259		16,214	
Excursions, motor & travel	25,959		24,508	
Repairs & renewals	58,778		68,714	
Subscriptions	70		70	
Computer consumables	14,116		12,551	
Bookkeeping & bursary	86,285		77,502	
Staff welfare	29,418		24,598	
Sundries	228		1,613	
Recruitment	113,781		65,236	
Management fees	58,300		55,000	
Accountancy	12,526		9,240	
Legal & professional	63,725		44,558	
Consultancy	170,358		215,722	
Advertising & marketing	79,685		70,433	
Bad debts	3,758		7,903	
		2,650,062		2,289,115
		1,995,502		1,776,515
Finance costs				
Bank charges	11,383		10,412	
Bank loan interest	118,916		109,852	
Other loan interest	434,424		343,189	
		564,723		463,453
Carried forward		1,430,779		1,313,062

This page does not form part of the statutory financial statements

**Active Learning Childcare (Guernsey)  
Limited (Registered number: FC029539)**

**Trading and Profit and Loss Account  
for the Year Ended 31 December 2014**

	2014		2013	
	£	£	£	£
Brought forward		1,430,779		1,313,062
<b>Depreciation</b>				
Goodwill	27,350		27,350	
Freehold property	68,827		99,006	
Short leasehold properties	210,131		207,097	
Fixtures & fittings	149,210		106,490	
Computer equipment	7,127		13,493	
		<u>462,645</u>		<u>453,436</u>
		968,134		859,626
<b>Exceptional items</b>				
Exceptional items		-		99,287
<b>NET PROFIT</b>		<u><u>968,134</u></u>		<u><u>760,339</u></u>

This page does not form part of the statutory financial statements