

Company registration number 04511191 (England and Wales)

BLOOMSBURY INSTITUTE LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 JULY 2023

Approved for and signed on behalf of the Board of Directors

6th Floor Kings House
9-10 Haymarket
London
United Kingdom
SW1Y 4BP

BLOOMSBURY INSTITUTE LIMITED

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BLOOMSBURY INSTITUTE LIMITED

COMPANY INFORMATION

Directors	Mr J Fairhurst Ms C A Cook Ms S Karim Mr A Pisavadi Ms M Fellowes	(Appointed 1 November 2022)
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Secretary	M Jackson
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Company number	04511191
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Registered office	7 Bedford Square London WC1B 3RA
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Auditor	TC Group 6th Floor Kings House 9-10 Haymarket London United Kingdom SW1Y 4BP
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BLOOMSBURY INSTITUTE LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 JULY 2023

The directors present the strategic report for the year ended 31 July 2023.

Fair review of the business

Bloomsbury Institute Limited's principal activities during the year continued to be that of delivering higher education courses. The company delivers full-time undergraduate degrees in Business, Accounting and Law, and full time postgraduate degrees in Business & Accounting.

The company has three student intakes each academic year and recruits domestic and international students. The company's first significant recruitment of international students was to its June 2022 intake. This coincided with the launch of its new degrees, that have been designed by the company and validated by Wrexham University (the awarding body).

In 2022-23 the company recruited students to each of its three intakes for the first time.

Development and performance

Turnover increased by 153% year on year. This was mainly due to a full year of recruitment of new students in 2022-23 to each of the company's three intakes.

The company's net asset position at year end improved to an asset of £3.4m from a liability of £985k in the previous year. This is as a result of the decision of the Board of Directors to convert the company's shareholder loan to equity.

The loss before tax decreased by £715k mainly as a result of a full year of recruitment and associated costs. As a result, the company incurred a loss before tax of (£2.2m) compared to a loss of (£2.9m) in the previous year.

Key performance indicators

The key financial and other performance indicators during the year were as follows:

	Year ended 31 July 2023	Year ended 31 July 2022	Change
	£	£	%
Turnover	15,016,946	5,931,623	153%
Operating profit/ (loss)	(2,028,087)	(2,749,691)	(26%)
Profit/ (Loss) before tax	(2,188,254)	(2,903,071)	(25%)
Average number of employees	123	102	

Principal risks and uncertainties

Below is a description of the risk factors that the directors and management believe could affect the company's business operations. Not all factors are within the control of the directors and management and other factors not stated could also affect the company.

Compliance and regulatory risk

Higher Education is tightly regulated within England. Legislative and policy changes affect the company's day-to-day business.

The company is registered with the Office for Students (OfS). The company is required to comply with the OfS Regulatory Framework, Notices and Advice. This includes compliance with the OfS Conditions of Registration (both general ongoing conditions, and two specific conditions which the OfS has applied to the company). To monitor compliance with the Conditions of Registration in 2022-23, the company maintained an OfS Master Conditions of Registration document.

BLOOMSBURY INSTITUTE LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

Certain OfS Conditions of Registration are separately included in the company's Corporate Risk Register. The Corporate Risk Register is reviewed every two months by the company's Senior Management Team, Board of Directors and Audit Committee (now titled the Audit and Risk Committee).

Competition

The provision of degree courses within London is very competitive, but London is a study destination of choice particularly for international students. Students can choose between public universities, private universities and private providers such as Bloomsbury Institute. The company has addressed the risk of competition by always maintaining high standards and quality teaching and by redesigning all its degrees with each of them having professional body accreditation (with the exception of the MSc Finance and Wealth Management). The company has always produced exceptional results in the annual National Student Survey, consistently exceeding the sector average.

Economic climate

The company is still operating in times of heightened uncertainty. The cost-of-living crisis has impacted the company, staff and students. Rising inflation, slowing economic growth, and the aftermath of the energy crisis alongside increasing interest rates, are challenges the company has had to face. The company has fixed as many costs as possible to mitigate these risks.

Credit risk

Credit risk refers to the risk that the company's students or other debtors will default and fail to make payments in accordance with the agreed terms.

This risk has increased as the number of privately paying international students increased. However, the company requires a minimum 50% deposit before privately paying students start their course or, in the case of international students, are issued with a Confirmation of Acceptance for Studies (CAS) that is required before they can apply for a Student visa. The company instructs debt collectors, if required, to manage any residual risk.

Liquidity and solvency risk

The company has incurred another large financial loss in the current year. In order to maintain solvency, the Board of Directors capitalised into equity the loan with its parent company valued at £6.5m.

Any further liquidity and solvency risk is mitigated by ongoing parent company support.

Financial sustainability of the sector

The UK higher education sector has great strengths and has successfully grown domestic and international student numbers during the period 2017-18 and 2022-23. However, higher education providers generally are experiencing financial challenges due to a real-terms decreasing unit of funding for domestic students. In England, fees for domestic students have been capped at £9,250 since 2017. This means funding per student is at its lowest level in over 25 years. Higher education providers are also experiencing a decrease in grant funding, coupled with an increase in costs. While international fee income has grown by an average of 12% a year since 2017-18, providing a short-term boost to the sector's financial sustainability, higher education providers remain under pressure.

On behalf of the board

Mr J Fairhurst

Director

17 April 2024

BLOOMSBURY INSTITUTE LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 JULY 2023

The directors present their annual report and financial statements for the year ended 31 July 2023.

Principal activities

The principal activity of the company continued to be that of the provision of higher education services.

Results and dividends

The results for the year are set out on page 12.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

No preference dividends were paid.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr J Fairhurst	
Ms C A Cook	
Ms S Karim	
Mr A Pisavadi	
Ms M Fellowes	(Appointed 1 November 2022)
Mr T J Bolton	(Resigned 31 December 2023)
Mr K M Bartlett	(Resigned 15 November 2023)
Ms V Holbrook	(Appointed 1 February 2023 and resigned 29 November 2023)

Financial instruments

The company's principal financial instruments comprise bank balances, trade creditors, trade debtors and property leases. The main purpose of these instruments is to raise funds and to finance the company's operations.

Due to the nature of the financial instruments used by the company, there is no exposure to price risk. The company's approach to managing other risks applicable to the financial instruments is shown below.

In respect of bank balances, the liquidity risk is managed by always maintaining a positive balance by using the loan from the parent company, if necessary. The company makes use of bank deposit account facilities where funds are available.

The company is a lessee in respect of leased properties. The liquidity risk in respect of this is managed in the same way as loans.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to students and the regular monitoring of amounts outstanding for both time and credit limits.

Trade creditors' liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

Future developments

As detailed in the Strategic Report, the company continued its business with current (continuing) students and the recruitment of new students, both domestic and international.

BLOOMSBURY INSTITUTE LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

Statement of 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 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;
- make judgements and accounting 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 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.

Strategic Report

The company has chosen in accordance with the Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by medium-sized Companies (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of: review of the business, development and performance, key performance indicators, compliance and regulatory risks.

Auditor

The auditor, TC Group, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

Mr J Fairhurst
Director

17 April 2024

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF GOVERNANCE AND INTERNAL CONTROL

FOR THE YEAR ENDED 31 JULY 2023

Bloomsbury Institute Limited was established as a higher education institution in 2002. It has offered undergraduate and postgraduate degrees since 2008. The Institute is registered with the Office for Students under the approved fee cap category.

The Institute is a private company limited by shares and the sole activity of the company is the provision of higher education services. As a private company limited by shares, the Institute has to comply with the Companies Act 2006. Its immediate and ultimate parent company is Goldwait Limited, a holding company incorporated in England and Wales with a sole shareholder and director.

Governance

The Articles of Association (Articles) is the company's key governing document. The other significant governing document is the company's Corporate and Academic Governance Framework (CAGF); Regulation 139 of the Articles requires the Board of Directors to adopt the CAGF and the academic governance arrangements set out within the CAGF have to be ratified by the company's Academic Committee.

The Board of Directors has overall responsibility for ensuring that the Institute operates effectively and efficiently and takes all final decisions on matters of fundamental concern within its remit. Its responsibilities are set out in the Articles and the CAGF, and it is supported in the discharge of its responsibilities by five committees:

- Academic Committee
- Audit and Risk Committee
- Nominations and Governance Committee
- Remuneration Committee, and
- Equality, Diversity and Inclusion Committee

The Board of Directors comprises two executive directors and three non-executive directors. Staff and student representatives attend its meetings but do not have full membership rights. The Board of Directors met six times during the financial year ended 31 July 2023.

The Academic Committee combines the responsibilities of an external advisory panel with those assigned to an academic board. The Academic Committee oversees academic standards and quality at the Institute. Reporting to the Board of Directors, it is responsible for ensuring that policies, principles, and procedures are in place to establish, monitor and review academic standards and the quality of learning opportunities. The Academic Committee met five times during the financial year ended 31 July 2023.

The Remuneration Committee is chaired by an independent non-executive director (who is not the Chair of the Board of Directors) and is comprised entirely of independent non-executive directors. It is responsible for determining the remuneration of the executive directors, all other members of the Strategic Leadership Team, the non-executive directors and co-opted members of the Board of Directors and its committees and external academic advisors to the Academic Committee. The Committee meets at least once per year.

Appointment of Directors

The Board of Directors has five members; two are executive directors and three are independent non-executive directors. The majority of the members are independent non-executive directors, as required by Regulation 7 of the Articles. These independent non-executive directors bring a range of expertise including experience of higher education leadership and senior experience in industry.

Appointment responsibilities are delegated by the Board to the Nominations and Governance Committee to ensure both openness and transparency, and with explicit consideration given to equality and diversity. The Nominations and Governance Committee makes its recommendation for the nomination of directors to the Board of Directors. The maximum period of office of an independent non-executive director is four years, subject to the period being extended by a decision of the directors, acting on a recommendation of the Nominations and Governance Committee, for one further period of no more than four years.

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF GOVERNANCE AND INTERNAL CONTROL

FOR THE YEAR ENDED 31 JULY 2023

Principal and Chief Executive Officer, and Accountable Officer

John Fairhurst holds the office of Principal and Chief Executive Officer. He is the head of the Institute and responsible to the Board of Directors for the overall management, direction and organisation of the Institute. The Principal and Chief Executive Officer also leads the academic community and has responsibility for assuring standards and the quality of the students' academic experience. The Principal and Chief Executive Officer is also the Institute's Accountable Officer as defined by the Office for Students. He is supported by the Strategic Leadership Team and the Senior Management Team that meet formally every two months.

Statement of Governing Body responsibilities

In addition to the responsibilities held in their capacity as Directors, by virtue of the Articles, the responsibilities of the Board of Directors are set out in the CAGF as follows:

- (i) To set and agree the purpose, strategic vision and values of the Institute with the Strategic Leadership Team.
- (ii) To agree long-term academic and business plans and key performance indicators and ensure that these meet the interests of stakeholders, especially staff, students and alumni.
- (iii) To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the Institute and its Strategic Leadership Team against the strategy, plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions.
- (iv) To delegate authority to the Principal and Chief Executive Officer for the academic, corporate, financial, estate and human resource management of the Institute, and to establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under their authority.
- (v) To ensure the establishment and monitoring of systems of control and accountability, including inter alia:
 - Financial and operational controls
 - Risk assessment and monitoring
 - Value for money arrangements
 - Procedures for handling grievances and complaints, and identifying and managing conflicts of interest.
- (vi) To establish processes to monitor and evaluate the performance and effectiveness of the Board of Directors itself.
- (vii) To conduct its business in accordance with best practice in HE corporate governance and with the principles of public life drawn up by the Nolan Committee on Standards in Public Life.
- (viii) To safeguard the reputation and values of the Institute.
- (ix) To appoint a Chief Executive Officer of the Institute, who shall also be appointed to the role of Principal, and to put in place suitable arrangements for monitoring their performance.
- (x) To appoint a secretary to the Board of Directors and to ensure that, if the person appointed has managerial responsibilities at the Institute, there is an appropriate separation in the lines of accountability.
- (xi) To be the employing authority for all staff of the Institute and to be accountable for ensuring that an appropriate human resources strategy is established and effectively implemented.
- (xii) To be the Institute's principal financial and business authority, to ensure that proper books of account are kept, to approve the annual corporate budget and financial statements, and to have overall accountability for the Institute's assets, property and estate.
- (xiii) To be the Institute's legal authority and, as such, to ensure systems are in place for meeting all the Institute's legal obligations, including those arising from contracts and other legal commitments made in the Institute's name. This includes accountability for health, safety and security and for equality, diversity and inclusion.
- (xiv) To receive assurance that adequate provision has been made for the general welfare of students.
- (xv) To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the Institute.
- (xvi) To ensure that the Institute's constitution is always followed, and that appropriate advice is available to enable this to happen.
- (xvii) To promote a culture which supports inclusivity and diversity across the Institute.
- (xviii) To secure, promote and protect the principles of academic freedom and freedom of speech.
- (xix) To ensure that all students and staff have opportunities to engage with the governance and management of the Institute.

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF GOVERNANCE AND INTERNAL CONTROL

FOR THE YEAR ENDED 31 JULY 2023

Review of Effectiveness

Every two years the Institute carries out an internal review and evaluation of its corporate and academic governance arrangements, co-ordinated and overseen by the Nominations and Governance Committee, to ensure there is compliance with: (i) the CUC 'The Higher Education Code of Governance' (on an "apply or explain" basis); and (ii) the Office for Students Regulatory Framework, Notices and Advice. This will include self-assessment by each body in the corporate and academic governance structure, and review of their terms of reference and membership. As part of this internal review there is a review of the Articles of Association to ensure they remain effective and fit-for-purpose. In addition, the Institute commissions an external review and evaluation of its corporate and academic governance arrangements every four years. These review requirements are set out in our CAGF. The first external review took place in 2021, following an internal review that took place in 2020.

Statement of Internal Control

The Board of Directors is responsible for the Institute's internal controls, supported by the Audit and Risk Committee and other sub-committees, as outlined above and for reviewing the effectiveness of these controls.

An external firm was appointed internal auditor to the Institute in the financial year ended 31 July 2022. The purpose of internal audit is to provide management and the Board of Directors, via the Audit and Risk Committee, with an independent and objective assessment of the risk, control and governance arrangements in place at the Institute. The Board of Directors and the Senior Management Team (SMT) at the Institute are ultimately responsible for establishing and operating a system of internal control that is appropriate for meeting the Institute's operational and regulatory needs.

To ensure that risk assessment and internal control are embedded in ongoing operations, the Corporate Risk Register is reviewed by the SMT every 2 months for recommended approval to the Board.

By including all levels of operation in risk management, the Board therefore covers business, operational and compliance risk as well as financial risk at both operational and strategic levels.

The Board is also kept informed of any matters where there are known or emerging risks or issues in any areas of compliance through receipt of regular Compliance Reports. These reports include assurance on actions taken, being taken or to be taken by way of remediation.

In addition, the internal audit firm reviews internal controls across operations in accordance with a 3-year plan. It reports to the Audit and Risk Committee that subsequently reports to the Board of Directors. The Board receives formal reports from the Audit and Risk Committee, and hence receives an assurance that a sound system of internal control is being maintained and the effectiveness of these controls are being appropriately reviewed.

In their annual audit work on the financial statements, the company's external independent auditors also assess the adequacy of the company's internal controls such that they might detect and respond to significant risks of material misstatement to the financial statements.

No significant internal control weaknesses were identified during the year.

This statement of corporate governance and internal control relates to the period 1 August 2022 to 31 July 2023 and includes the period up to the approval of the financial statements.

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

Mr J Fairhurst
Director
17 April 2024

BLOOMSBURY INSTITUTE LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED

Opinion

We have audited the financial statements of Bloomsbury Institute Limited (the 'company') for the year ended 31 July 2023 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including 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 July 2023 and of its loss 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 *Auditor's 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 UK, including the FRC'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 directors' 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 other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our 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.

BLOOMSBURY INSTITUTE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED

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 remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Opinion on other matters required by the Office for Students (OfS)

In our opinion in all material respects:

- Funds from the OfS for specific purposes have been properly applied to those purposes and managed in accordance with relevant legislation.
- Funds provided by the OfS have been applied in accordance with the Terms and Conditions of Funding and any other terms and conditions attached to them.
- The requirement of the OfS's Accounts direction have been met.

We have nothing to report in respect of the following matters in relation to which the OfS requires us to report to you if, in our opinion:

- The Institute's grant and fee income as disclosed in the note to the accounts has been materially misstated.
- The Institute's expenditure on access and participation activities for the financial year has been materially misstated.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

Auditor's 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 auditor's 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. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Extent to which the audit was considered capable of detecting irregularities, including fraud

The objectives of our audit, in respect to fraud, are: to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses; and to respond appropriately to fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and its management.

BLOOMSBURY INSTITUTE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED

Our approach was as follows:

- We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the directors and other management (as required by auditing standards), and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations;
- We considered the legal and regulatory frameworks directly applicable to the financial statements reporting framework (FRS 102 and the Companies Act 2006), the relevant tax compliance regulations in the UK and the requirements of OfS's Accounts direction;
- We considered the nature of the industry, the control environment and business performance, including the key drivers for management's remuneration;
- We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit;
- We considered the procedures and controls that the company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls.

Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included: testing manual journals; reviewing the financial statement disclosures and testing to supporting documentation; performing analytical procedures; and enquiring of management, and were designed to provide reasonable assurance that the financial statements were free from fraud or error.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, 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 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.

Philip Clark FCCA (Senior Statutory Auditor)
For and on behalf of TC Group

Statutory Auditor

29 April 2024

Office: London

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 JULY 2023

	Notes	2023 £	2022 £
Turnover	3	15,016,946	5,931,623
Cost of sales		(6,370,694)	(3,222,248)
Gross profit		8,646,252	2,709,375
Administrative expenses		(11,070,721)	(5,766,476)
Other operating income		396,382	307,410
Operating loss	5	(2,028,087)	(2,749,691)
Interest payable and similar expenses	9	(160,167)	(153,380)
Loss before taxation		(2,188,254)	(2,903,071)
Tax on loss	11	-	-
Loss for the financial year		(2,188,254)	(2,903,071)
Other comprehensive income		-	-
Total comprehensive loss for the year		(2,188,254)	(2,903,071)

The income statement has been prepared on the basis that all operations are continuing operations.

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 JULY 2023

	Notes	2023 £	£	2022 £	£
Fixed assets					
Tangible assets	12		722,614		339,312
Investments	13		3,513,808		2,245,791
			<u>4,236,422</u>		<u>2,585,103</u>
Current assets					
Debtors	15	3,365,165		5,165,338	
Cash at bank and in hand		3,952,759		4,785,071	
		<u>7,317,924</u>		<u>9,950,409</u>	
Creditors: amounts falling due within one year	16	<u>(8,187,498)</u>		<u>(7,355,117)</u>	
Net current (liabilities)/assets			<u>(869,574)</u>		<u>2,595,292</u>
Total assets less current liabilities			<u>3,366,848</u>		<u>5,180,395</u>
Creditors: amounts falling due after more than one year	17		-		(6,165,673)
Net assets/(liabilities)			<u><u>3,366,848</u></u>		<u><u>(985,278)</u></u>
Capital and reserves					
Called up share capital	21		9,815,409		3,275,029
Profit and loss reserves			<u>(6,448,561)</u>		<u>(4,260,307)</u>
Total equity			<u><u>3,366,848</u></u>		<u><u>(985,278)</u></u>

The financial statements were approved by the board of directors and authorised for issue on 17 April 2024 and are signed on its behalf by:

Mr J Fairhurst
Director

Ms C A Cook
Director

Company Registration No. 04511191

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JULY 2023

		Share capital	Profit and loss reserves	Total
	Notes	£	£	£
Balance at 1 August 2021		3,275,029	(1,357,236)	1,917,793
Year ended 31 July 2022:				
Loss and total comprehensive income for the year		-	(2,903,071)	(2,903,071)
Balance at 31 July 2022		3,275,029	(4,260,307)	(985,278)
Year ended 31 July 2023:				
Loss and total comprehensive income for the year		-	(2,188,254)	(2,188,254)
Issue of share capital	21	6,540,380	-	6,540,380
Balance at 31 July 2023		9,815,409	(6,448,561)	3,366,848

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 JULY 2023

	Notes	2023 £	£	2022 £	£
Cash flows from operating activities					
Cash generated from operations	25	737,318		809,590	
Interest paid		(160,167)		(153,380)	
Net cash inflow from operating activities		577,151		656,210	
Investing activities					
Purchase of tangible fixed assets		(516,153)		(54,871)	
Investment in subsidiaries		(1,072)		-	
Movements on fixed asset investments		(1,266,945)		1,686,184	
Net cash (used in)/generated from investing activities		(1,784,170)		1,631,313	
Financing activities					
Proceeds from issue of shares		6,540,380		-	
Repayment of borrowings		(6,165,673)		(82,359)	
Net cash generated from/(used in) financing activities		374,707		(82,359)	
Net (decrease)/increase in cash and cash equivalents		(832,312)		2,205,164	
Cash and cash equivalents at beginning of year		4,785,071		2,579,907	
Cash and cash equivalents at end of year		3,952,759		4,785,071	

The notes on pages 16 to 28 form part of these financial statements

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2023

1 Accounting policies

Company information

Bloomsbury Institute Limited is a private company limited by shares incorporated in England and Wales. The registered office is 7 Bedford Square, London, WC1B 3RA.

The principal activity of the company continued to be the provision of higher education services.

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.

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.

The company has taken advantage of the exemption under section 401 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Bloomsbury Institute Limited is a wholly owned subsidiary of Goldwait Limited. The financial statements of the company are consolidated in the financial statements of Goldwait Limited. These consolidated financial statements are available from its registered office: 6th Floor Kings House, 9-10 Haymarket, London, SW1Y 4BP.

1.2 Going concern

During the year the company incurred a loss before tax of £2,188k and at the balance sheet date had net assets of £3,367k, following capitalisation of the loan of £6,540k due to its parent company, Goldwait Limited.

The company depends on its parent company's financial support and has received an undertaking that this support will remain available for at least 24 months from the date of signing these financial statements.

Based on this, the directors have concluded that the company has adequate resources to continue in its operational existence. The company therefore continues to adopt the going concern basis in preparing its financial statements.

1.3 Turnover

Turnover from the provision of education services, fee income is recognised when the services has been provided, over the period in which students are studying, when the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

Turnover of fee income is stated gross of any expenditure which is not a discount. Scholarships are accounted for gross as expenditure and not deducted from fee income.

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

1 Accounting policies

(Continued)

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold land and buildings	Over the remaining lease term
Plant and machinery	Between 2 and 6 years straight line
Motor vehicles	4 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.5 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

1.6 Cash and cash equivalents

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.7 Financial instruments

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

Financial instruments are recognised in the company's statement of financial position 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.

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.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

1 Accounting policies

(Continued)

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

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 loans from fellow group companies 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.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

1 Accounting policies

(Continued)

1.8 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.

1.9 Taxation

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

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement 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 income statement, 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.

1.10 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.

1.11 Retirement benefits

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

1.12 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.13 Grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

1 Accounting policies

(Continued)

Other grant income, including any grants for the purchase of fixed assets are recognised in the statement of Comprehensive Income in the year in which they are receivable.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

2 Judgements and key sources of estimation uncertainty

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 period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Income recognition

Estimation is applied in determining the value and timing of certain income for tuition fees to be recognised in the financial statements. This includes determining the tuition fee income received for courses that have not been fully completed at the balance sheet date.

Specifically income for tuition fees received in advance, for students commencing courses pre year end and continuing courses post year end. The estimation relates to how many students have paid for 2 or 3 terms in advance. The assumption made is undergraduates advanced payments are for 2 terms and post graduate advanced payments are for 3 terms.

In the opinion of the directors there are no other significant judgements or areas of estimation uncertainty.

3 Turnover and other revenue

	2023	2022
	£	£
Turnover analysed by class of business		
Provision of tuition fees	15,016,946	5,931,623
	<u> </u>	<u> </u>
	2023	2022
	£	£
Turnover analysed by geographical market		
United Kingdom	15,016,946	5,931,623
	<u> </u>	<u> </u>

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

3 Turnover and other revenue (Continued)

	2023	2022
	£	£
Other revenue		
Grants received	393,161	297,882
	<u>393,161</u>	<u>297,882</u>

4 Grant Income

	2023	2022
	£	£
Grant income from the Office for Students	393,161	291,272
Grant income from other bodies	-	6,610
Total Grant Income	<u>393,161</u>	<u>297,882</u>

5 Operating loss

	2023	2022
	£	£
Operating loss for the year is stated after charging/(crediting):		
Government grants	(393,161)	(297,882)
Fees payable to the company's auditor for the audit of the company's financial statements	33,760	20,160
Depreciation of owned tangible fixed assets	132,851	111,199
Operating lease charges	725,815	504,623
	<u>725,815</u>	<u>504,623</u>

6 Employees

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

	2023	2022
	Number	Number
Teaching and support	54	42
Office and administration (incl. directors)	69	60
Total	<u>123</u>	<u>102</u>

Their aggregate remuneration comprised:

	2023	2022
	£	£
Wages and salaries	4,591,673	3,768,122
Social security costs	524,282	369,515
Pension costs	70,962	55,122
	<u>5,186,917</u>	<u>4,192,759</u>

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

7 Directors' remuneration

	2023 £	2022 £
Remuneration for qualifying services	526,083	416,500
Company pension contributions to defined contribution schemes	2,642	2,642
	<u>528,725</u>	<u>419,142</u>

Remuneration disclosed above include the following amounts paid to the highest paid director:

	2023 £	2022 £
Remuneration for qualifying services	260,833	240,000
	<u>260,833</u>	<u>240,000</u>

8 Remuneration of higher paid staff

The total remuneration package for the head of provider is as follows:

	2023 £	2022 £
Basic salary	260,833	240,000
	<u>260,833</u>	<u>240,000</u>

The head of provider undergoes an annual performance review with the Chair of the Board of Directors in accordance with the Institute's Annual Appraisal Scheme. As a result of this, combined with any changes to the job role and responsibilities, the Chair makes a recommendation to the Remuneration Committee with regards to the Principal and CEO remuneration package. The Remuneration Committee is chaired by a Non-executive director of which the Principal and CEO is not a member. The Remuneration Committee then considers this recommendation and makes a final decision on the remuneration package. The Remuneration Committee is confident that the Principal and CEO provides appropriate value to the Institute and the total remuneration package is appropriate and reasonable when compared to remuneration provided for similar roles in other providers and in terms of its relation to the median pay of the Institute's staff.

The head of the provider's basic salary is 4.9 (2022: 5.0) times the median pay of staff, where median pay is calculated on a full-time equivalent basis for the salaries paid by the provider to its staff. The Office for Students accounts directive have a threshold of 8.1 times.

The number of staff who received an annual basic salary greater than £100,000 in the following ranges was:

	2023 Number	2022 Number
Basic salary per annum		
£130,000 - £134,999	1	-
£240,000 - £249,999	-	1
£260,000 - £269,999	1	-

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

9 Interest payable and similar expenses

	2023	2022
	£	£
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	-	50
Interest payable to group undertakings	160,167	153,330
	<u>160,167</u>	<u>153,380</u>

10 Access and participation investment

	2023	2022
	£	£
Access and participation investment		
Access investment	58,245	16,325
Financial support investment	381,778	132,998
Research and evaluation investment	34,800	22,707
Support for disabled students	47,172	41,800
	<u>521,995</u>	<u>213,830</u>

Included in the figures above are staff costs of £43,830 (2022 - £41,400) which are already included in Note 6 to the financial statements.

Our approved access and participation plan can be found at:
<https://www.bil.ac.uk/access-and-participation-plan-2020-21-to-2024-25/>

11 Taxation

The actual charge for the year can be reconciled to the expected credit for the year based on the profit or loss and the standard rate of tax as follows:

	2023	2022
	£	£
Loss before taxation	<u>(2,188,254)</u>	<u>(2,903,071)</u>
Expected tax credit based on the standard rate of corporation tax in the UK of 21.01% (2022: 19.00%)	(459,752)	(551,583)
Tax effect of expenses that are not deductible in determining taxable profit	39,193	35,952
Depreciation added back	27,906	21,128
Capital allowances	(68,632)	(12,688)
Tax losses arising	461,285	507,191
	<u>-</u>	<u>-</u>
Taxation charge for the year	<u>-</u>	<u>-</u>

At 1st April 2023 the corporation tax rate changed from 19% to 25%.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

12 Tangible fixed assets

	Leasehold land and buildings	Plant and machinery	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 August 2022	256,227	1,099,242	-	1,355,469
Additions	219,564	246,452	50,137	516,153
At 31 July 2023	475,791	1,345,694	50,137	1,871,622
Depreciation and impairment				
At 1 August 2022	135,907	880,250	-	1,016,157
Depreciation charged in the year	34,596	98,255	-	132,851
At 31 July 2023	170,503	978,505	-	1,149,008
Carrying amount				
At 31 July 2023	305,288	367,189	50,137	722,614
At 31 July 2022	120,320	218,992	-	339,312

13 Fixed asset investments

	Notes	2023 £	2022 £
Investments in subsidiaries	14	1,072	-
Listed investments		3,512,736	2,245,791
		3,513,808	2,245,791

Movements in fixed asset investments

	Shares in subsidiaries £	Other investments £	Total £
Cost or valuation			
At 1 August 2022	-	2,245,791	2,245,791
Additions	1,072	1,000,000	1,001,072
Valuation changes	-	266,945	266,945
At 31 July 2023	1,072	3,512,736	3,513,808
Carrying amount			
At 31 July 2023	1,072	3,512,736	3,513,808
At 31 July 2022	-	2,245,791	2,245,791

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

14 Subsidiaries

Details of the company's subsidiaries at 31 July 2023 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Bloomsbury Institute India Private Limited	NO.379 FF 9TH MAIN JHCS LAYOUT 1ST STAGE TURAHALLI SUBRAMANYAPURA POST BANGALORE Bangalore KA 560061	Ordinary Shares	100.00

15 Debtors

	2023 £	2022 £
Amounts falling due within one year:		
Trade debtors	995,461	2,507,672
Other debtors	188,184	114,000
Prepayments and deferred costs	2,181,520	2,543,666
	<u>3,365,165</u>	<u>5,165,338</u>

16 Creditors: amounts falling due within one year

	Notes	2023 £	2022 £
Trade creditors		2,034,382	3,556,917
Taxation and social security		167,235	137,009
Deferred income	19	4,829,274	3,022,228
Other creditors		15,997	16,738
Accruals and deferred income		1,140,610	622,225
		<u>8,187,498</u>	<u>7,355,117</u>

17 Creditors: amounts falling due after more than one year

	Notes	2023 £	2022 £
Other borrowings	18	-	6,165,673
		<u>-</u>	<u>6,165,673</u>

18 Loans and overdrafts

	2023 £	2022 £
Other loans	-	6,165,673
	<u>-</u>	<u>6,165,673</u>
Payable after one year	-	6,165,673
	<u>-</u>	<u>6,165,673</u>

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

19 Deferred income

	2023 £	2022 £
Other deferred income	4,829,274	3,022,228

20 Retirement benefit schemes

	2023 £	2022 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	70,962	55,122

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

21 Share capital

	2023 Number	2022 Number	2023 £	2022 £
Ordinary share capital Issued and fully paid				
Ordinary shares of £1 each	100	100	3,275,029	3,275,029
Preference share capital Issued and fully paid				
Preference shares of £1 each	6,540,380	-	6,540,380	-
Preference shares classified as equity			6,540,380	-
Total equity share capital			9,815,409	3,275,029

On 31 July 2023 the company issued 6,540,380 £1 Redeemable Preference shares. All of the shares were called up and fully paid.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

22 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2023 £	2022 £
Within one year	1,177,549	1,134,199
Between two and five years	4,259,117	4,554,579
In over five years	2,448,820	3,243,032
	<u>7,885,486</u>	<u>8,931,810</u>

23 Related party transactions

Transactions with related parties

Other information

During the year, the company paid expenses of £52,404 (2022: £49,506) on behalf of its immediate parent company, Goldwait Limited.

The company has a long term loan with Goldwait Limited and was charged interest of £160,167 (2022: £153,330) on the balance outstanding.

As per the terms of the loan, the valuation changes on the investments are reflected in the loan account. Profit or loss on disposal of the fixed asset investments are reflected in Goldwait Limited.

On 31 July 2023 Goldwait Limited acquired 6,540,380 £1 Redeemable Preference shares in the company.

The balance due to Goldwait Limited as at 31 July 2023 was £nil (2022: £6,165,673) following the capitalisation of the debt.

24 Ultimate controlling party

The ultimate parent company is Goldwait Limited, a company registered in England and Wales. Goldwait Limited prepares group financial statements and copies can be obtained from 6th Floor King's House, 9-10 Haymarket, London, SW1Y 4BP.

The ultimate controlling party is M Barnard.

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2023

25 Cash generated from operations

	2023 £	2022 £
Loss for the year after tax	(2,188,254)	(2,903,071)
Adjustments for:		
Finance costs	160,167	153,380
Depreciation and impairment of tangible fixed assets	132,851	111,199
Movements in working capital:		
Decrease/(increase) in debtors	1,800,173	(3,357,709)
(Decrease)/increase in creditors	(974,665)	3,783,563
Increase in deferred income	1,807,046	3,022,228
Cash generated from operations	737,318	809,590

26 Analysis of changes in net funds/(debt)

	1 August 2022 £	Cash flows £	31 July 2023 £
Cash at bank and in hand	4,785,071	(832,312)	3,952,759
Borrowings excluding overdrafts	(6,165,673)	6,165,673	-
	(1,380,602)	5,333,361	3,952,759

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.