



VISION WORKFORCE SKILLS LIMITED

Report and Financial Statements for the period ended 31 July 2015

**VISION WORKFORCE SKILLS LIMITED
ANNUAL REPORT
FOR THE PERIOD ENDED 31 JULY 2015**

	Page
Directors' report	3-4
Statement of directors' responsibilities in respect of the Directors' report and the financial statements	5
Independent auditor's report to the members of Vision Workforce Skills Limited	6-7
Profit and loss account	8
Balance sheet	9
Notes to the financial statements	10-14

Directors' report

The directors present their report and the audited financial statements for the period ended 31 July 2015.

Principal activity

The company is a private company limited by shares and is a wholly owned subsidiary of West Nottinghamshire College and was incorporated on the 4th February 2013. The principal activity of the company was the provision of education and training to learners and employers throughout England. The company is now conducting an orderly wind down of its affairs, which will take some time, the accounts therefore have an unusual appearance as many entries are the result of the completion of transactions where previously only estimates were available.

Change in Gift Aid Rules

The company has previously paid over all of its taxable profits, which would otherwise be liable to corporation tax, to West Nottinghamshire College under the Gift Aid scheme. In accordance with the accounting policies note, the directors now consider that the company is required to have distributable profits to make gift aid payments to the parent undertaking.

Review of business and future developments

The profit on ordinary activities before taxation and dividends for the period ended 31 July 2015 amounted to £400,000 (2014: loss of £5,091,000). No payments were made under deed of covenant for the period (2014: £Nil).

Dividends

The directors do not recommend the payment of any future dividends

The company made no political contributions during the period

Directors, directors' interests and membership

The directors of the company who served during the period were:

A Martin

R I Baggaley

M W Price – resigned 06 November 2014

T C Luker – resigned 06 November 2014

G Howe – resigned 19 December 2014

Throughout the period the company has maintained a directors' and officers' liability insurance policy.

Directors' report (continued)

Disclosure of information to auditors

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

Auditors

In accordance with Section 495 and 496 of the Companies Act 2006, a resolution for the re-appointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by order of the Board of directors on 17 December 2015 and signed on its behalf by:



A Martin
Director

17 December 2015

Registered office
Derby Road
Mansfield
Nottinghamshire
NG18 5BH

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' report and 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 financial statements with UK Accounting Standards.

The financial statements are required by law to 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 estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

KPMG LLP
One Snow Hill
Snow Hill Queensway
Birmingham
B4 6GH

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VISION APPRENTICES LIMITED

We have audited the financial statements of Vision Workforce Skills Limited for the period ended 31 July 2015 set out on pages 7 to 12. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with sections 495 and 496 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 July 2015 and of its loss for the period then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

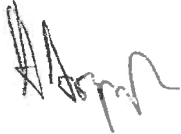
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



A Argyle (Senior Statutory Auditor)
For and on behalf of KPMG LLP
Statutory Auditor

Chartered Accountants
One Snowhill
Snow Hill Queensway
Birmingham
B4 6GH

Date: 21/12/15

Profit and loss account for the period ended 31 July 2015

		Period ended 31 July 2015	Period ended 31 July 2014
	Notes	£000	£000
Turnover	1	(20)	4,620
Cost of sales		382	(4,300)
Gross profit		<u>362</u>	<u>320</u>
Administrative expenses		38	(5,417)
Operating profit		<u>400</u>	<u>(5,097)</u>
Other interest receivable and similar income		0	6
Profit/(loss) on ordinary activities before taxation	3	400	(5,091)
Tax on profit on ordinary activities		(-)	(-)
Profit/(loss) on ordinary activities before and after taxation		400	(5,091)

All results related to continuing operations.

There are no other recognised gains and losses other than as shown in the profit and loss account.

The notes on pages 10 to 14 form part of these financial statements.

Balance sheet at 31 July 2015
Company Registration Number: 08387265

		2015 £000	2014 £000
Fixed assets	Notes		
Tangible assets	5	-	-
Current assets			
Debtors	6	538	950
Cash at bank		241	484
		<u>779</u>	<u>1,434</u>
Creditors: amounts falling due within one year	7	(5,445)	(6,525)
Net current assets/(liabilities)		<u>(4,666)</u>	<u>(5,091)</u>
Total assets less current assets/(liabilities)		<u>(4,666)</u>	<u>(5,091)</u>
Capital and Reserves			
Called up share capital	8	25	0
Profit and loss account	10	(4,691)	(5,091)
Shareholders' funds	11	<u>(4,666)</u>	<u>(5,091)</u>

The notes on pages 10 to 14 form part of these financial statements.

These financial statements were approved by the board of directors on 17 December 2015 and were signed on its behalf by:



A Martin
Director

Notes to the financial statements for the period ended 31 July 2015

1. Principal accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered to be material in relation to the company's financial statements.

Basis of accounting

The financial statements are prepared in accordance with applicable accounting standards, and under the historic cost convention.

Going Concern

The parent undertaking, West Nottinghamshire College has confirmed that it will continue to provide financial support for the company for a period of at least twelve months following the date of signature of these financial statements.

Turnover

Turnover which excludes value added tax and trade discounts, represents the value of goods and services invoiced to customers during the year.

Cash flow statement

The company is exempt from the requirements of FRS 1 (revised) to prepare a cash flow statement as the financial statements of the parent undertaking include a consolidated cash flow statement.

Tangible fixed assets

The cost of tangible fixed assets is their purchase cost, together with any incidental cost of acquisitions.

Depreciation is calculated so as to write off the cost of tangible fixed assets, less their estimated residual values, on a straight line basis over the expected useful economic lives. The principal annual rates used for this purpose are:

- Fixtures and fittings 20%
- Computer equipment 33 $\frac{1}{3}$ %
- Motor vehicles 20%

Stocks

Work in progress is valued at the lower of cost or net realisable value. Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads

Deferred taxation

Provision is made for deferred tax, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS19.

Notes to the financial statements for the period ended 31 July 2015 (continued)

Principal accounting policies (continued)

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their useful economic lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Distributable reserves

During the year the directors have reconsidered the presentation of gift aid payments in the financial statements. Previously the directors followed the Charity Commission guidance, but now understand that legal advice has been issued contradicting this. The directors now consider the gift aid payment to be akin to a distribution rather than an expense.

Deferred taxation

Provision is made for deferred tax, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as otherwise required by FRS19.

2. Employee and director information

The company had zero (2014: 106) employees during the year measured in full time equivalents. No director received any emoluments from the company during the year. Staff costs for the year were -£88,000 (2014: £4,300,000) following a write back of provisions.

3. Profit/(loss) on ordinary activities before taxation

	2015 £000	2014 £000
Profit/(loss) before taxation is stated after charging:		
Depreciation		
Director's emoluments and other benefits etc	-	15
Auditor's remuneration – audit services	-	-
Auditor's remuneration – non audit services	3	8
	-	-

Notes to the financial statements for the period ended 31 July 2015 (continued)

4. Tax on profit/(loss) on ordinary activities

As explained in the accounting policies note, from the point that the whole of the share capital in the company was acquired by West Nottinghamshire College, no provision for deferred tax has been made on the grounds that the company transfers its taxable profits by deed of covenant to West Nottinghamshire College. Any difference between the distributable reserves and therefore the amount the company can transfer via a deed of covenant, will be covered by taxable losses incurred in 2013-14. No deferred tax asset or liability therefore will be realised in the Company.

	2015 £000	2014 £000
Profit/(loss) on ordinary activities before taxation	400	(5,091)
Profit / (loss) on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20%/21%	80	(1,069)
Effects of:		
Expenses not deductible for tax purposes	0	1,069
Gift Aid Distribution	(80)	
Bought Forward tax losses		
Current tax charge for the year	0	0

5. Tangible fixed assets

	Fixtures & Fittings £000	Leasehold £000	Computer £000	Total £000
Cost				
As at 1 Aug 2014	-	-	-	-
Additions	-	-	-	-
Assets Impaired	-	-	-	-
Disposals	-	-	-	-
As at 31 July 2015	-	-	-	-
Depreciation				
As at 1 Aug 2014	-	-	-	-
Charged in the period	-	-	-	-
Eliminated on Disposal	-	-	-	-
As at 31 July 2015	-	-	-	-
Net Book Value				
At 31 July 2015	-	-	-	-
At 31 July 2014	-	-	-	-

Notes to the financial statements for the period ended 31 July 2015 (continued)

6. Debtors

	2015 £000	2014 £000
Trade debtors	513	85
Amounts owed by group undertakings	25	0
Prepayments and accrued income	1	865
	<u>538</u>	<u>950</u>

7. Creditors: amounts falling due within one year

	2015 £000	2014 £000
Trade creditors	503	58
Amounts owed to group undertakings	3,440	1,338
Other creditors including: taxation and social security	10	1,732
Accruals and deferred income	1,492	3,397
	<u>5,445</u>	<u>6,525</u>

8. Called up share capital

	2015 £	2014 £
Authorised		
Ordinary shares of £1 each	25,000	100
Allotted, called up and fully paid		
100 ordinary shares of £1 each	<u>25,000</u>	<u>100</u>

9. Commitments and contingencies

There were no contingent liabilities or capital commitments at 31 July 2015.

10. Profit and loss account

	2015 £000	2014 £000
Balance at 1 August		
Profit/ (Loss) for the period as previously stated	(5,091)	(8)
Gift aid distribution	400	(5,091)
Repayment of Gift aid	0	0
	0	8
Balance at 31 July	<u>(4,691)</u>	<u>(5,091)</u>

Notes to the financial statements for the period ended 31 July 2015 (continued)

11. Reconciliation of movements in shareholder's funds

	2015 £000	2014 £000
Opening shareholder's surplus		
New Shares	(5,091)	(8)
Profit for the period	25	-
Reversal of Prior Year gift aid distribution	400	(5,091)
	0	8
Closing shareholder's surplus	<u>(4,666)</u>	<u>(5,091)</u>

12. Ultimate parent undertaking

The company is a wholly owned subsidiary of West Nottinghamshire College, incorporated under the Further and Higher Education Act 1992 which is also the ultimate controlling party. Copies of the parent's consolidated financial statements can be obtained from West Nottinghamshire College, Derby Road, Mansfield, Nottinghamshire, NG18 5BH.

13. Distributions

	2015 £000	2014 £000
Gift Aid Payments to West Nottinghamshire College	0	0
Reversal of Gift Aid Payments to West Nottinghamshire College	0	8

As stated in the accounting policy note Gift Aid payments were reclassified as distributions in 2014 therefore the above note is now presented.