

EMTEC Colleges Limited

Registered number: 06893846

Directors' report and financial statements

For the year ended 31 July 2017

EMTEC COLLEGES LIMITED

COMPANY INFORMATION

Directors	Y Y Mellor (appointed 17 July 2017) A W Moore J G Whybrow (appointed 24 January 2018) M J Cowgill (resigned 11 January 2017) S Zhang (resigned 11 January 2017)
Registered number	06893846
Registered office	Central College Nottingham Mere Way Ruddington Fields Business Park Ruddington Nottingham NG11 6JS
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor Park View House 58 The Ropewalk Nottingham NG1 5DW

EMTEC COLLEGES LIMITED

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EMTEC COLLEGES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 2017

The directors present their report and the financial statements for the year ended 31 July 2017.

Principal activity

During the year, the principal activity of the company continued to be the provision of education and training.

Directors

The directors who served during the year were:

Y Y Mellor (appointed 17 July 2017)

A W Moore

M J Cowgill (resigned 11 January 2017)

S Zhang (resigned 11 January 2017)

Directors' responsibilities statement

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgments 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 to 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.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

EMTEC COLLEGES LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 JULY 2017

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Mazars therefore continue in office.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

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


.....
J G Whypro
Director

Date: 19.4.18

EMTEC COLLEGES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EMTEC COLLEGES LIMITED

Opinion

We have audited the financial statements of EMTEC Colleges Limited (the 'company') for the year ended 31 July 2017 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 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 2017 and of its profit 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.

Use of the audit 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.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors' have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

EMTEC COLLEGES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EMTEC COLLEGES LIMITED

Other Information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Directors' Report, other than the financial statements and our auditor's report thereon. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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 the 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.

Matters on which we are required to report by exception

In 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 directors' remuneration specific by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

EMTEC COLLEGES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EMTEC COLLEGES LIMITED

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 1, 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 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

David Hoose (Senior statutory auditor)

for and on behalf of

Mazars LLP

Chartered Accountants and Statutory Auditor

Park View House
58 The Ropewalk
Nottingham
NG1 5DW

Date:

EMTEC COLLEGES LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 JULY 2017

	Note	2017 £	2016 £
Turnover		321,643	149,624
Cost of sales		(250,000)	(86,752)
Gross profit		71,643	62,872
Administrative expenses		(15,988)	(5,108)
Profit before tax		55,655	57,764
Tax on profit	6	-	-
Profit and total comprehensive income for the financial year		55,655	57,764

There were no recognised gains and losses for 2017 or 2016 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2017 (2016:£NIL).

The notes on pages 9 to 16 form part of these financial statements.

EMTEC COLLEGES LIMITED
REGISTERED NUMBER: 06893846

BALANCE SHEET
AS AT 31 JULY 2017

	Note	2017 £	2016 £
Fixed assets			
Investments	7	110,934	5,000
Current assets			
Debtors: amounts falling due within one year	8	121,061	170,654
Cash at bank and in hand	9	24,540	64,888
		<u>145,601</u>	<u>235,542</u>
Creditors: amounts falling due within one year	10	<u>(436,200)</u>	<u>(475,862)</u>
Net current liabilities		(290,599)	(240,320)
Net liabilities		(179,665)	(235,320)
Capital and reserves			
Called up share capital	11	900	900
Profit and loss account	12	<u>(180,565)</u>	<u>(236,220)</u>
		<u>(179,665)</u>	<u>(235,320)</u>

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


.....
J G Whybrow
Director

Date: 19.4.18

The notes on pages 9 to 16 form part of these financial statements.

EMTEC COLLEGES LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JULY 2017**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 August 2015	900	(293,984)	(293,084)
Comprehensive Income for the year			
Profit for the year	-	57,764	57,764
At 1 August 2016	900	(236,220)	(235,320)
Comprehensive Income for the year			
Profit for the year	-	55,655	55,655
At 31 July 2017	900	(180,565)	(179,665)

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

1. General information

EMTEC Colleges Limited is a private company, limited by shares and registered in England and Wales. The registered number is 06893846 and the registered address is Nottingham College, Mere Way, Ruddington, Fields Business Park, Ruddington, Nottingham. NG11 6JS.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 "FRS 102", the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Nottingham College as at 31 July 2017 and these financial statements may be obtained from www.nottinghamcollege.ac.uk.

2.3 Going concern

The company has net liabilities and net current liabilities at the year end, however, the company's parent undertaking has signified their willingness to support the continuation of the company for the foreseeable future. Therefore, the financial statements are prepared on a going concern basis.

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

2. Accounting policies (continued)

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 Exemption from preparing consolidated financial statements

The Company is a parent Company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under the law of an EEA state and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

2.6 Valuation of Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

2. Accounting policies (continued)

2.9 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, and loans to related parties.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

2.10 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.11 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

2.12 Taxation

Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, management is required to make judgments, estimates and assumptions about the carrying values of assets and liabilities that are not readily apparent from other sources. The estimates and underlying 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 if the revision affects only that period, or in the period of revision and future periods if the revision affects both current and future periods.

The key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements are described below.

For judgements made around the bad debt provision see note 2.7. No further judgmental items are noted within the financial statements

4. Operating profit

The operating profit is stated after charging:

	2017	2016
	£	£
Auditors' remuneration - non-audit	1,000	-
Fees payable to the Company's auditor for the audit of the Company's annual financial statements	2,500	11,200
Exchange differences	-	(6,629)
	<u> </u>	<u> </u>

5. Employees

The average monthly number of employees, including the directors, during the year was as follows:

	2017	2016
	No.	No.
Management	2	2
	<u> </u>	<u> </u>

Included within cost of sales is £208,985 (2016 - £68,181) of staffing resource supplied by the Company's parent which were recharged at cost. The Company does not employ any staff directly.

Directors' and officers' liability insurance has been paid by the Company's parent on behalf of the directors.

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

6. Taxation

	2017 £	2016 £
Total current tax	-	-

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2016 - lower than) the standard rate of corporation tax in the UK of 19.67% (2016 - 20%). The differences are explained below:

	2017 £	2016 £
Profit on ordinary activities before tax	55,655	57,764
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.67% (2016 - 20%)	10,947	11,553
Effects of:		
Tax losses brought forward	(10,947)	(11,553)
Total tax charge for the year	-	-

Factors that may affect future tax charges

The company has tax losses of approximately £154,000 (2016 - £209,000) to utilise against future trading profits.

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

7. Fixed asset investments

	Investment in subsidiary company £
Cost or valuation	
At 1 August 2016	5,000
Additions	105,934
At 31 July 2017	<u>110,934</u>
 Net book value	
At 31 July 2017	<u>110,934</u>
At 31 July 2016	<u>5,000</u>

Subsidiary undertaking

The following were subsidiary undertakings of the Company:

Name	Country of Incorporation	Class of shares	Holding	Principal activity
EMTEC Consulting (Shanghai) Limited	China	Ordinary	100 %	Consultancy

The aggregate of the share capital and reserves as at 31 July 2017 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

	Aggregate of share capital and reserves £	Profit/(loss) £
EMTEC Consulting (Shanghai) Limited	<u>90,661</u>	<u>52,297</u>

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

8. Debtors

	2017 £	2016 £
Amounts owed by group undertakings	103,896	170,654
Prepayments and accrued income	17,165	-
	<u>121,061</u>	<u>170,654</u>

9. Cash and cash equivalents

	2017 £	2016 £
Cash at bank and in hand	24,540	64,888
	<u>24,540</u>	<u>64,888</u>

10. Creditors: Amounts falling due within one year

	2017 £	2016 £
Amounts owed to group undertakings	354,095	325,098
Other creditors	82,105	150,764
	<u>436,200</u>	<u>475,862</u>

11. Share capital

	2017 £	2016 £
Allotted, called up and fully paid 900 Ordinary shares of £1 each	900	900
	<u>900</u>	<u>900</u>

The company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

12. Reserves

Profit & loss account

The reserve includes all current and prior period retained profits and losses.

EMTEC COLLEGES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2017

13. Related party transactions

The company has taken advantage of the exemption available under the relevant FRS 102 framework not to disclose transactions with group entities, on the grounds that the exemption is available as the company is a 100% owned subsidiary of Nottingham College.

14. Controlling party

The company considers Nottingham College to be the Ultimate Parent Undertaking and controlling party, by virtue of its ownership of 100% of the issued share capital of the company. Copies of the consolidated financial statements are publically available.

