

**UAL VENTURES LIMITED**  
**REGISTRATION NUMBER: 5564316**  
**REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 JULY 2020**

**Auditor**  
**KPMG LLP**  
**15 Canada Square, London, E14 5GL**

**UAL VENTURES LIMITED**  
**(COMPANY REGISTRATION NUMBER: 05564316)**  
**FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2020**

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## UAL VENTURES LIMITED

### OFFICERS AND ADVISERS

**Chairman:** Sir Nigel Carrington

**Secretary:** Zioge Smith

**Directors:**

Stephen Reid (resigned 26 August 2020)  
Natalie Brett  
Danielle Salvadori  
Heather Francis (appointed on 1 July 2020)

**Registered Office**

272 High Holborn  
London  
WC1V 7EY

**Auditor**

KPMG LLP  
Chartered Accountants  
15 Canada Square  
London  
E14 5GL

**Banker**

Lloyds TSB Bank plc  
39 Threadneedle Street  
London  
EC2R 8AU

**Insurer**

UM Association Limited and Hasilwood Management Services Limited  
5 St Helen's Place  
London EC3A 6AB

## UAL VENTURES LIMITED

### DIRECTORS' REPORT

The directors present their report and financial statements for the year ended 31 July 2020.

#### Business Review

The detailed results of the company are set out below.

	2020		2019	
	Turnover	Profit/(Loss)	Turnover	Profit/(Loss)
	£	£	£	£
Central Saint Martins	42,730	(11,302)	66,976	33,754
London College of Fashion	50,250	13,905	25,125	12,694
Chelsea, Camberwell & Wimbledon	-	21,222	11,000	7,910
London College of Communication	-	(206)	6,043	4,134
UAL Ventures Centre	-	(6,756)	-	(5,159)
	<u>92,980</u>	<u>16,863</u>	<u>109,144</u>	<u>53,333</u>

The company's income has reduced in the year due to a combination of a planned reduction in activity and the resulting impact of the Coronavirus pandemic. The company will continue to carry out overseas bespoke training and consultancy activities.

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 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 and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## UAL VENTURES LIMITED

### 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 they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

### Principal Activity

The principal activity of the company during the year has been the provision of training, consultancy and non-accredited short course offerings overseas.

### Dividend

The directors do not recommend payment of a dividend.

### External Auditor

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

### Directors

The directors of the company during the year are as set out on page 2. The directors held no interests in the Company during the year.

By order of the Board



Zioge Smith  
Company Secretary  
24 November 2020

272 High Holborn  
London WC1V 7EY

## UAL VENTURES LIMITED

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UAL VENTURES LIMITED

#### Opinion

We have audited the financial statements of UAL Ventures Limited ("the company") for the year ended 31 July 2020 which comprise the Profit and Loss Account, Statement of Changes in Equity and Balance Sheet and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 July 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

#### Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

#### Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

## UAL VENTURES LIMITED

### Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.

### Directors' responsibilities

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

### The purpose of our audit work and to whom we owe our responsibilities

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.



**Fleur Nieboer (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
15 Canada Square, London, E14 5GL  
27 November 2020

**UAL VENTURES LIMITED  
PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 JULY 2020**

		2020	2019
	Notes	£	£
<b>Turnover</b>	1(b)	92,980	109,144
<b>Cost of sales</b>		(58,204)	(37,554)
		<hr/>	<hr/>
<b>Gross profit</b>		34,776	71,590
Administration expenses		(18,593)	(18,826)
		<hr/>	<hr/>
<b>Profit on ordinary activities</b>	2	16,183	52,764
Interest receivable	4	680	569
		<hr/>	<hr/>
<b>Profit before taxation</b>		16,863	53,333
Taxation	8	-	-
		<hr/>	<hr/>
<b>Profit after tax</b>		16,863	53,333
		<hr/>	<hr/>

The accompanying notes form part of these financial statements.

**UAL VENTURES LIMITED  
STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 JULY 2020**

	<b>Called up Share capital £</b>	<b>Profit and loss account £</b>	<b>Total £</b>
<b>Balance at 1 August 2018</b>	2	100,695	100,697
<b>Total comprehensive income for the year</b>			
Profit for the year	-	53,333	53,333
Deed of covenant charge	-	(53,333)	(53,333)
Total comprehensive income for the year	-	-	-
<b>Balance at 31 July 2019</b>	2	100,695	100,697
<b>Total comprehensive income for the year</b>			
Profit for the year	-	16,863	16,863
Deed of covenant charge	-	(17,090)	(17,090)
Total comprehensive income for the year	-	(227)	(227)
<b>Balance at 31 July 2020</b>	2	100,469	100,471

The accompanying notes form part of these financial statements.

**UAL VENTURES LIMITED**  
**(COMPANY REGISTRATION NUMBER: 5564316)**  
**BALANCE SHEET**  
**AS AT 31 JULY 2020**

	Notes	2020 £	2019 £
<b>CURRENT ASSETS</b>			
Debtors	9	36,201	92,244
Cash at bank and in hand		<u>125,764</u>	<u>86,167</u>
		161,965	178,411
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>			
	10	<u>(61,494)</u>	<u>(77,714)</u>
<b>Net assets</b>		<b><u>100,471</u></b>	<b><u>100,697</u></b>
<b>Capital and reserves</b>			
Called up share capital	11	2	2
Profit and loss account		<u>100,469</u>	<u>100,695</u>
<b>Shareholders' equity</b>		<b><u>100,471</u></b>	<b><u>100,697</u></b>

These financial statements were approved on 24 November 2020 by the Board of Directors and signed on its behalf by:

Sir Nigel Carrington  Chairman

Heather Francis  Director

The accompanying notes form part of these financial statements.

**UAL VENTURES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 JULY 2020**

**1. ACCOUNTING POLICIES**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to these financial statements.

**(a) Basis of Preparation**

The financial statements have been prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland ("FRS 102") as re-issued in 2018. The subsequent amendments to FRS 102 have been applied.

The financial statements have been prepared on the historical cost basis.

The Company has applied the exemption available under FRS 102, to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements. It has also taken advantage of the exemption contained in FRS 102 to not disclose transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of University of the Arts London, within which this Company is included, can be obtained from University of the Arts London, 272 High Holborn, London WC1V 7EY.

There are no areas of significant judgement and the key accounting policies are set out below.

**(b) Going Concern**

On the basis of their assessment of the company's financial position and resources, the directors believe that the company is well placed to manage its business risks. The company provides training and consultancy in response to demand. The directors have considered the company's liquidity for a period of twelve months from the signing of the financial statements which indicate that, taking account of severe but plausible downsides, including changes arising from the Covid-19 pandemic, the directors are of the opinion that the company will have sufficient funds to meet its liabilities as they fall due for that period. Consequently the company continues to adopt the going concern basis in preparing its financial statements.

**(c) Turnover**

Turnover for the year is derived primarily from operations overseas. It represents short course tuition fees and the provision of other activities related to the provision of educational consultancy services. Fees are recognised when the service is provided. Income is shown net of value added tax and trade discounts.

**(d) Foreign currencies**

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account. The assets and liabilities of the overseas operations are translated at the rate of exchange prevailing at the balance sheet date. Income and expense items are translated at the average exchange rate for the period.

**UAL VENTURES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 JULY 2020**

**(e) Taxation**

Tax on the profit or loss for the year comprises the current tax charge. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

**(f) Subsequent events**

The Company has evaluated subsequent events and determined that there have been no events that have occurred since the balance sheet date would require adjustments or disclosure in the financial statements.

**2. PROFIT ON ORDINARY ACTIVITIES**

Profit on ordinary activities is stated after charging:

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Auditor's remuneration - audit services (exclusive of VAT)	2,700	2,500
Management charge payable to holding company	<u>11,157</u>	<u>13,098</u>

**3. DIRECTORS' REMUNERATION**

The Directors are engaged and remunerated by the University and do not receive additional remuneration for their services to the company (2019: nil).

**4. INTEREST RECEIVABLE**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Bank interest receivable	<u>680</u>	<u>569</u>

**UAL VENTURES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 JULY 2020**

**5. STAFF**

There were no operations and administrative staff employed during the year. Teaching staff costs were:

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Wages and salaries	35,978	24,427
Social security costs	7,871	5,269
	<u>43,849</u>	<u>29,696</u>

**6. PAYMENT UNDER DEED OF COVENANT**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Payments to University of the Arts London		
Charge relating to the prior periods	227	227
Charge relating to the year	16,863	53,106
	<u>17,090</u>	<u>53,333</u>

**7. FIXED ASSETS INVESTMENTS**

	<b>HK\$</b>	<b>£</b>
At 1 August 2019 and at 31 July 2020	<u>1</u>	<u>-</u>

<b>Subsidiary</b>	<b>Country of incorporation</b>	<b>Type of shares</b>	<b>Proportion of voting rights and shares held</b>	<b>Nature of business</b>
UAL Ventures (China) Limited	Hong Kong	Ordinary	100	Not trading

**UAL VENTURES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 JULY 2020**

**8. TAXATION**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Profit on ordinary activities before tax	16,863	53,333
Tax at 19% (2019: 19%)	3,204	10,133
Current tax charge for the year	3,204	10,133
Tax impact of Deed of Covenant	(3,204)	(10,133)
Total tax charge for the year	<u>-</u>	<u>-</u>

**9. DEBTORS**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Trade debtors	25,125	71,125
Amount due from group undertakings	-	20,355
Other taxation and social security	11,076	764
	<u>36,201</u>	<u>92,244</u>

**10. CREDITORS**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Trade creditors	22,986	-
Amount due to group undertakings	19,756	24,945
Accruals and deferred income	18,752	52,769
	<u>61,494</u>	<u>77,714</u>

**UAL VENTURES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 JULY 2020**

**11. SHARE CAPITAL**

	<b>Authorised</b>	
	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>

  

	<b>Allotted, called up and fully paid</b>			
	<b>2020</b>	<b>2019</b>	<b>2020</b>	<b>2019</b>
	<b>No.</b>	<b>No.</b>	<b>£</b>	<b>£</b>
Ordinary shares of £1 each	<u>2</u>	<u>2</u>	<u>2</u>	<u>2</u>

**12. RECONCILIATION OF NET DEBT**

	<b>2020</b>
	<b>£</b>
Net funds 1 August 2019	86,167
Movement in cash and cash equivalents	39,597
Net funds 31 July 2020	<u>125,764</u>
Change in net funds	<u>39,597</u>

**Analysis of net funds/ (debt):**

	<b>2020</b>	<b>2019</b>
	<b>£</b>	<b>£</b>
Cash and cash equivalents	<u>125,764</u>	<u>86,167</u>
Net funds	<u>125,764</u>	<u>86,167</u>

**UAL VENTURES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**  
**FOR THE YEAR ENDED 31 JULY 2020**

**13. RELATED PARTY TRANSACTIONS**

The company, as a wholly owned subsidiary of University of the Arts London, has taken advantage of the exemption granted by Financial Reporting Standard 102 from disclosures of transactions with other members of its group who qualify as related parties. There are no related party transactions with entities outside of the group.

**14. ULTIMATE HOLDING COMPANY**

The ultimate holding company is the University of the Arts London. Copies of the financial statements of the University of the Arts London may be obtained from the University of the Arts London, 272 High Holborn, London WC1V 7EY.