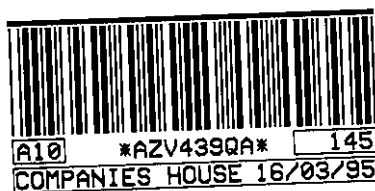


COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

Registered Charity Number: S402/6000Z4

Company Number: 961616

ABBREVIATED ACCOUNTS
for the year ended
31st August, 1994



WENN TOWNSEND
Chartered Accountants
Oxford

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

Governors:

P.S. Taylor, M.A. (Chairman)
D.R.W. Silk, M.A., J.P.
G.A. Marsh, R.I.B.A. (Resigned 29th November, 1993)
A.D. Richardson (Headmaster)
T.B.H. Brunner (Deputy Chairman)
Mrs. R.C. Richardson
G.P.F. Inge
L.M. Borwick
R.M. Bailey
J.H. Rogers (Appointed 14th March, 1994)
Cmdr. C.J. Balfour (Appointed 14th March, 1994)

Secretary and Registered Office:

R.J.W. Manning
Cothill House School,
Nr. Abingdon,
Oxon.

Auditors:

Wenn Townsend,
Chartered Accountants and Registered Auditors
30 St. Giles,
Oxford

Solicitors:

Cole and Cole
Buxton Court
3 West Way
Oxford

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

REPORT OF THE GOVERNORS

The Governors have pleasure in submitting the Annual Report and Accounts for the year ended 31st August, 1994.

Principal Activity and Business Review

The Company continues to fulfil the functions of a Preparatory School in accordance with paragraph 3 of its Memorandum of Association.

During the year the company made extensive alterations to Chandlings Manor, which will continue during 1995.

Governors

The Governing Body is made up as shown on page 1.

The members of the Board of Governors who retire by rotation are Messrs. T.B.H. Brunner, R.M. Bailey and G.P.F. Inge who being eligible, offer themselves for re-election.

Governors' Responsibilities

Company law requires the governors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the surplus or deficit of the company for that year.

In preparing those accounts the governors are required to:

Select suitable accounting policies and then apply them consistently,

Make judgements and estimates that are reasonable and prudent,

Follow applicable accounting standards, subject to any material departures disclosed and explained in the accounts,

Prepare the accounts on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The governors are responsible for keeping proper accounting records which disclose, with reasonable accuracy, at any time the financial position of the company and enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for prevention of fraud and other irregularities.

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

REPORT OF THE GOVERNORS (CONTINUED)

Fixed Assets

The governors consider that the market value of freehold land and buildings is in excess of the amount shown in the accounts, however, as these assets are used in the company's business and no disposals are envisaged, this excess has not been quantified.

Provisions

E.C. milk subsidy has been received to the value of £3,162 which has been used to reduce the cost of provisions.

Charitable Contributions

During the year the company made charitable donations of £1,102. (1993: £470).

Taxation Status

The company is a registered charity and, as such, is not liable to corporation tax.

Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Wenn Townsend be reappointed as auditors of the company will be put to the Annual General Meeting.

BY ORDER OF THE BOARD

R.J.W. Manning

R.J.W. MANNING

Company Secretary

Cothill

8th November, 1994

WENN TOWNSEND

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE
AUDITORS' REPORT TO THE GOVERNORS OF COTHILL HOUSE SCHOOL LIMITED BY GUARANTEE
(pursuant to Paragraph 24 of Schedule 8 to the Companies Act 1985)

We have examined the abbreviated accounts on pages 6 to 14 together with the full accounts of Cothill House School Limited by Guarantee, prepared under section 226 of the Companies Act 1985, for the year ended 31st August 1994.

Respective Responsibilities of Governors and Auditors

The governors are responsible for preparing abbreviated accounts in accordance with Schedule 8 to the Companies Act 1985. It is our responsibility to form an independent opinion as to the company's entitlement to the exemptions claimed in the governors' statement on page 7 and whether the abbreviated accounts have been properly prepared in accordance with that Schedule.

Basis of Opinion

We have carried out the procedures we considered necessary to confirm, by reference to the audited accounts, that the company is entitled to the exemptions and that the abbreviated accounts have been properly prepared from those audited accounts. The scope of our work for the purpose of this report does not include examining or dealing with events after the date of our report on the full accounts.

Opinion

In our opinion the company is entitled under sections 246 and 247 of the Companies Act 1985 to the exemptions conferred by Section B of part III of Schedule 8 to that Act in respect of the year ended 31st August 1994, and the abbreviated accounts on pages 6 to 14 have been properly prepared in accordance with that schedule.

Other Information

On 8th November 1994 we reported, as auditors of Cothill House School Limited by Guarantee, to the members of the company on the accounts, prepared under section 226 of the Companies Act 1985, for the year ended 31st August 1994 and our audit report was as follows:

"REPORT OF THE AUDITORS TO THE MEMBERS OF COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

We have audited the accounts on pages 5 to 14, which have been prepared under the historical cost convention (as modified by the revaluation of certain fixed assets) and the accounting policies set out on page 8.

Respective Responsibilities of Governors and Auditors

As described on page 2, the governors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Basis of Opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the governors in the preparation of the accounts, and whether the accounting policies are appropriate to the circumstances of the company, consistently applied and adequately disclosed. We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material mis-statement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of the information in the accounts.

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

Opinion

As explained in note 17, the information concerning the governors' remuneration has not been disclosed in accordance with paragraph 22 schedule 5 of the Companies Act 1985.

In our opinion the accounts give a true and fair view of the state of the company's affairs at 31st August, 1994 and of its surplus for the year then ended and, except for the omission of disclosure of governors' remuneration referred to above, have been properly prepared in accordance with the provisions of the Companies Act 1985."


WENN TOWNSEND

Chartered Accountants and Registered Auditors

8th November, 1994

Oxford

WENN TOWNSEND

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

PROFIT AND LOSS ACCOUNT

for the year ended 31st August, 1994

1993

Note

Gross profit		1,358,347	1,133,395
Administrative expenses		(1,131,109)	(1,074,663)
		<hr/>	<hr/>
Operating surplus	2	227,238	58,732
Interest receivable		-	512
Investment income		-	708
Interest payable		(207,157)	(128,282)
		<hr/>	<hr/>
Surplus/(deficit) for the year		£ 20,081	£ (68,330)
		<hr/>	<hr/>

Total Recognised Gains and Losses

The company made no recognised gains or losses other than the surplus and deficit for the above two financial years.

Continuing Operation

None of the company's activities was acquired or discontinued during the above two financial years.

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

B A L A N C E S H E E T

31st August, 1994

1993

	<u>Note</u>		
<u>FIXED ASSETS</u>			
Tangible assets	3	4,214,789	4,153,609
Investments	4	25,590	11,269
		<hr/>	<hr/>
		4,240,379	4,164,878
<u>CURRENT ASSETS</u>			
Stocks - consumables	1	8,580	11,750
Debtors	5	49,977	50,123
Cash at bank and in hand		2,981	341
		<hr/>	<hr/>
		61,538	62,214
<u>CREDITORS:</u> due within one year	6	(1,024,124)	(1,056,749)
		<hr/>	<hr/>
<u>NET CURRENT LIABILITIES</u>		(962,586)	(994,535)
		<hr/>	<hr/>
<u>TOTAL ASSETS LESS CURRENT LIABILITIES</u>		3,277,793	3,170,343
<u>CREDITORS:</u> due after more than			
one year	7	(2,266,110)	(2,179,864)
		<hr/>	<hr/>
		£1,011,683	£ 990,479
		<hr/>	<hr/>
<u>CAPITAL AND RESERVES</u>			
Revaluation reserve	13	221,021	225,532
Other reserves - appeal fund	14	264,011	262,888
Accumulated funds	15	526,651	502,059
		<hr/>	<hr/>
		£1,011,683	£ 990,479
		<hr/>	<hr/>

The governors have taken advantage of the exemption conferred by Section B of Part III of Schedule 8 to the Companies Act 1985 and have done so on the basis that the company is entitled to the benefit of those exemptions as a medium sized company.

These accounts were approved by the Governors on 8th November, 1994.

P.S. TAYLOR)
) Governors
A.D. RICHARDSON)

P.S. Taylor
A.D. Richardson

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

CASH FLOW STATEMENT

for the year ended 31st August, 1994

1993

Net Cash Flow from Operating Activities:

Operating surplus	20,081	11,031
Depreciation	130,886	54,034
Decrease/(increase) in stocks	3,170	(3,570)
Increase in debtors	(14,175)	(13,033)
Increase in creditors	198,414	173,167
Profit on disposal of investments	-	(708)
	<u>338,376</u>	<u>220,921</u>

Net Cash Flow from Other Sources:

Covenants received by appeal fund	1,123	4,237
Proceeds of sale of investments	-	1,508

Investing Activities:

Acquisition of fixed assets	(192,066)	(2,110,724)
Increase/(decrease) in cash and cash equivalents	<u>£ 147,433</u>	<u>£(1,884,058)</u>

Analysis of Cash Balances shown in the Balance Sheet:

	<u>1994</u>	<u>1993</u>	<u>Change</u>
Bank and cash balances and overdrafts	(438,900)	(520,830)	81,930
Bank loans	(2,110,061)	(2,175,564)	65,503
	<u>£(2,548,961)</u>	<u>(2,696,394)</u>	<u>£ 147,433</u>

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

NOTES TO THE ACCOUNTS

for the year ended 31st August, 1994

1. ACCOUNTING POLICIES

The following accounting policies have been used consistently in dealing with items which are considered material in relation to the company's accounts.

a) Accounting Convention

The accounts have been prepared under the historical cost convention, as modified by the revaluation of certain fixed assets.

b) Stocks

Stocks are valued at estimated cost.

c) Depreciation

Depreciation has been calculated as follows:

Furniture, Fixtures and Fittings	- 15% p.a. on reducing balance basis
Motor Vehicles	- 25% p.a. on reducing balance basis
Computer Equipment	- 25% p.a. on reducing balance basis
Leased Machinery	- 20% p.a. on straight line basis
Freehold Buildings	- 2% p.a. on straight line basis

Profits or losses on disposals of fixed assets are adjusted in the depreciation charge in the year of disposal.

d) Foreign Currencies

Assets and liabilities expressed in foreign currencies are translated to sterling at the rate of exchange ruling at the end of the financial year. Transactions during the year are translated at an average rate. Foreign exchange differences are taken to the profit and loss account.

e) Investments

Investments are stated at cost less provision for any diminution in value.

f) Pension Costs

Contributions in respect of defined contribution pension schemes are charged to the profit and loss account in the year in which they are payable to the schemes.

g) Finance Leases

Assets held under finance leases are included under fixed assets at their fair value. The assets are depreciated over their useful lives. The capital element of the future payments is treated as a liability and the interest element is charged to the profit and loss account.

h) Operating Leases

Rentals applicable to operating leases, where substantially all the benefits and risks of ownership remain with the lessor, are charged against profits as incurred.

i) Accounting Standards

The accounts have been prepared in accordance with applicable Accounting Standards.

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

NOTES TO THE ACCOUNTS (CONTINUED)
for the year ended 31st August, 1994

2. SURPLUS

The operating surplus is stated after charging/(crediting) the following:

	<u>1994</u>	<u>1993</u>
Exchange (gain)/loss on foreign currency borrowing	(1,350)	12,040
Depreciation of tangible fixed assets - Owned	119,082	48,522
- Under finance	12,202	8,202
Auditors' remuneration	16,969	18,245
(Profit) on disposal of fixed assets	(402)	(2,697)
Exceptional item (exchange loss on conversion of French Franc loan account to sterling)	-	79,361
Operating lease rentals	3,538	-
Bank and other interest payable	207,157	128,282
	<hr/>	<hr/>

3. FIXED ASSETS

	<u>Tangible Assets</u>	<u>Investments</u>
<u>Valuation/Cost</u>		
At 1st September, 1993	4,343,880	11,269
Additions	205,068	14,321
Disposals	(20,000)	-
	<hr/>	<hr/>
At 31st August, 1994	£4,528,948	£ 25,590
<u>Depreciation</u>		
At 1st September, 1993	190,271	-
Charge for the year	131,284	-
Disposals	(7,396)	-
	<hr/>	<hr/>
At 31st August, 1994	£ 314,159	-
<u>Net Book Value</u>		
31st August, 1994	£4,214,789	£ 25,590
	<hr/>	<hr/>
31st August, 1993	£4,153,609	£ 11,269
	<hr/>	<hr/>

The Company's properties in England owned at 23rd March, 1982 were revalued by Messrs. Carter Jonas, Chartered Surveyors of 15 St. Giles, Oxford on an existing use basis at that date at £350,000. Property valued at £55,000 has now been sold.

The net book value of motor vehicles includes £36,605 (1993: £24,625) in respect of vehicles held under hire purchase agreements.

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

NOTES TO THE ACCOUNTS (CONTINUED)
for the year ended 31st August, 1994

4. INVESTMENTS

	<u>1994</u>	<u>1993</u>
Unlisted investments, at cost	£ 25,590	£ 11,269
	<hr/>	<hr/>

5. DEBTORS

	<u>1994</u>	<u>1993</u>
Trade debtors	46,609	35,465
Other debtors	734	1,228
Prepayments	2,634	13,430
	<hr/>	<hr/>
	£ 49,977	£ 50,123
	<hr/>	<hr/>

6. CREDITORS: Amounts falling due within one year

	<u>1994</u>	<u>1993</u>
Bank overdraft and loan	507,384	586,674
Trade creditors	278,910	269,835
PAYE	12,297	10,992
Social security	11,200	9,818
Other creditors	136,065	122,655
Accruals	68,609	47,444
Hire purchase	9,659	9,331
	<hr/>	<hr/>
	£1,024,124	£1,056,749
	<hr/>	<hr/>

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

NOTES TO THE ACCOUNTS (CONTINUED)
for the year ended 31st August, 1994

7. CREDITORS: Amounts falling due after
more than one year

	<u>1994</u>	<u>1993</u>
Bank loan (Note 8)	2,110,061	2,175,564
Trade creditors	215,685	63,605
Hire purchase	5,867	6,198
	<hr/> 2,331,613	<hr/> 2,245,367
Exclude: Amounts due within one year (included in current liabilities)		
Bank loan	(65,503)	(65,503)
	<hr/> £2,266,110	<hr/> £2,179,864
Amounts due after more than five years		
Bank loan	1,307,201	1,307,201
Trade creditors	25,497	-
	<hr/> £1,332,698	<hr/> £1,307,201
	<hr/> <hr/>	<hr/> <hr/>

The long term trade creditors, due after more than one year and after more than five years, are fees received in advance.

8. BANK OVERDRAFT AND LOANS

The first bank loan is repayable in equal quarterly instalments of £16,376 over five years. The second bank loan is to be transferred to a commercial mortgage in March 1995, repayable over 15 - 20 years. Until that date interest only will be paid on this loan. Interest is charged at 2.25% above base rate on the whole of the company's borrowings.

The company's bank borrowings are secured by a fixed charge over its UK freehold property.

COTHILL HOUSE SCHOOL

LIMITED BY GUARANTEE

NOTES TO THE ACCOUNTS (CONTINUED)
for the year ended 31st August, 1994

9. CAPITAL

Cothill House School Limited is a company limited by guarantee. The liability of each member is limited to £1.

10. CAPITAL COMMITMENTS

	<u>1994</u>	<u>1993</u>
Expenditure contracted for	-	-
Expenditure authorised but not contracted for	17,234	-
	<hr/>	<hr/>
	£ 17,234	£ -
	<hr/>	<hr/>

11. CONTINGENT LIABILITIES

The company had no contingent liabilities at 31st August, 1994 or 31st August, 1993.

12. TAXATION

The company is a registered charity and is not, therefore, considered to be subject to corporation taxation.

13. REVALUATION RESERVE

	<u>1994</u>	<u>1993</u>
Balance at 1st September, 1993	225,532	225,532
Less: Depreciation on revaluation of buildings	(4,511)	-
	<hr/>	<hr/>
Balance at 31st August, 1994	£ 221,021	£ 225,532
	<hr/>	<hr/>

COTHILL HOUSE SCHOOL
LIMITED BY GUARANTEE

NOTES TO THE ACCOUNTS (CONTINUED)
for the year ended 31st August, 1994

14. APPEAL FUND - STATEMENT OF ACCOUNT

	<u>1994</u>	<u>1993</u>
<u>Income</u>		
Gifts	-	301
Covenants - Received from covenantors	842	2,952
Income tax recoverable	281	984
	<hr/>	<hr/>
Excess of income over expenditure for the year	1,123	4,237
Balance brought forward at 1st September, 1993	262,888	258,651
	<hr/>	<hr/>
Balance of Fund at 31st August, 1994	£ 264,011	£ 262,888
	<hr/> <hr/>	<hr/> <hr/>

15. ACCUMULATED FUNDS

	<u>1994</u>	<u>1993</u>
At 1st September, 1993	502,059	570,389
Surplus/(deficit) for year	20,081	(68,330)
Add: Transfer relating to depreciation on revaluation of buildings	4,511	-
	<hr/>	<hr/>
At 31st August, 1994	£ 526,651	£ 502,059
	<hr/> <hr/>	<hr/> <hr/>

16. GOVERNORS' REMUNERATION

Governors as such received no remuneration for their services. The Headmaster and his wife who are governors are remunerated for the work they carry out on behalf of the school.