

**SOUTH HAMPSHIRE COLLEGE GROUP  
LIMITED**

**FINANCIAL STATEMENTS**

**FOR THE YEAR TO**

**31 JULY 2024**

*Registered No 02912213*

**SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

**REGISTERED NUMBER:** 02912213

**INCORPORATION DATE:** 24 March 1994

**DIRECTORS:**

Andrew Kaye  
Peter Joddrell  
Sandra Prail (appointed 1<sup>st</sup> April 2024)  
Georgina Flood  
Natalie Wigman (resigned 1<sup>st</sup> April 2024)

**BANKERS:**

Barclays Bank Plc  
P.O. Box 612  
Ocean Way  
Ocean Village  
Southampton  
Hants  
SO14 2ZP

**AUDITORS:**

RSM UK Audit LLP  
Highfield Court  
Tollgate  
Chandlers Ford  
Eastleigh  
Hampshire  
SO53 3TY

**SOLICITORS:**

Womble Bond Dickinson  
Oceana House  
39-49 Commercial Road  
Southampton  
Hants  
SO15 1GA

**REGISTERED OFFICE:**

Chestnut Avenue  
Eastleigh  
Hampshire  
SO50 5FS

## **SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

### **DIRECTORS' REPORT**

The Directors present their report and accounts for the year to 31 July 2024.

#### **Results and dividends**

The accounts show a loss for the year of £186 (2022/23: profit £2,801), which has been covenanted to South Hampshire College Group.

#### **Review of the business**

The Company was incorporated on 24 March 1994 and its principal business activity is to conduct motor vehicle MOT tests. The company has not traded in the year.

On 1 August 2023, Eastleigh College transferred its activities, assets and liabilities to South Hampshire College Group (SHCG) under a Type B merger. On the same date, the share capital in South Hampshire College Group Limited was transferred to SHCG. On 1<sup>st</sup> August 2023 the company changed its name from Eastleigh College Limited to South Hampshire College Group Limited.

During the year under review, the Company was a wholly owned subsidiary of South Hampshire College Group, a corporation formed under the Further and Higher Education Act 1992 and for which group accounts are prepared. Copies of the financial statements can be obtained from South Hampshire College Group, Bishopsfield Road, Fareham, Hampshire, PO14 1NH and are published on the Group website.

#### **Directors and their interests**

None of the Directors as listed on Page 1 had any interest in the issued share capital of the Company at 31 July 2024. The Directors who served in the year are listed on Page 1.

#### **Third party indemnity provision**

Qualifying third party indemnity provision for the benefit of one or more director of the company was in force during the financial period.

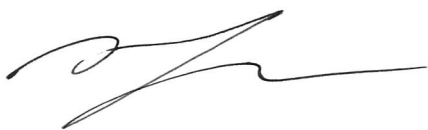
#### **Going concern**

At the time of approving these financial statements the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future due to the ongoing support of South Hampshire College Group. Thus, the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

#### **Auditors**

RSM were appointed as auditors on 1 August 2023.

Approved by order of the Board of Directors on 10 December 2024 and signed on its behalf by:



Andrew Kaye

Director

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS**

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 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 year.

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; and
- 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.

In so far as the directors are, individually, aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all 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 auditor is aware of that information.

This report has been prepared in accordance with the provisions applicable to companies, subject to the small companies' exemption.

By order of the Board



Andrew Kaye, Director

Date: 10 December 2024

## **SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE CORPORATION OF SOUTH HAMPSHIRE COLLEGE LIMITED**

#### **Opinion**

We have audited the financial statements of South Hampshire College Group Limited (the 'company') for the year ended 31 July 2024 which comprise statement of comprehensive income, statement of financial position 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 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 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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.

## **SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

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

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page 3, 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.

### **The extent to which the audit was considered capable of detecting irregularities, including fraud**

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk 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.

## **SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that the company operates in and how the company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures, inspecting correspondence with local tax authorities and evaluating advice received from external tax advisors.

The audit engagement team identified the risk of management override of controls as the area where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://www.frc.org.uk/auditorsresponsibilities> 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.

*Frances Millar*

Frances Millar (Senior Statutory Auditor)  
For and on behalf of RSM UK Audit LLP, Statutory Auditor  
Chartered Accountants  
Highfield Court  
Tollgate  
Chandlers Ford  
Eastleigh  
Hampshire  
SO53 3TY

Date: 18/12/24

## SOUTH HAMPSHIRE COLLEGE GROUP LIMITED

### Statement of Comprehensive Income for the year to 31 July 2024

	Note	2024 £	2023 £
Turnover	2	-	2,810
Cost of Sales		(59)	-
Gross Profit		(59)	2,810
Administrative Expenses		(135)	(12)
Operating Profit		(194)	2,798
Other Interest Receivable and Similar Income	3	8	3
<b>Profit on Ordinary Activities before Taxation</b>		(186)	2,801
Taxation on Profit on Ordinary Activities	4	-	-
<b>Profit / (loss) on Ordinary Activities after Taxation</b>		(186)	2,801
Profit/ (loss) Covenanted to South Hampshire College Group		186	(2,801)
<b>Profit for the Financial Year</b>		-	-
<b>Total Comprehensive Income</b>		-	-



**SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

Company Number 02912213

**Statement of Financial Position at 31 July 2024**

	Note	2024 £	2023 £
<b>Current Assets</b>			
Cash at bank and in hand		362	453
		362	453
<b>Creditors:</b> amounts falling due within one year	5	(262)	(353)
<b>Net Assets</b>		100	100
<b>Capital and Reserves</b>			
Called up share capital		100	100
<b>Total Equity</b>		100	100

The notes on Pages 9 to 10 form part of these financial statements.

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

The financial statements were approved by the Board and authorised for issue on 10 December 2024.



Andrew Kaye, Director

Date: 10 December 2024

## **SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

### **NOTES TO THE ACCOUNTS**

#### **1. ACCOUNTING POLICIES**

##### **Company information**

South Hampshire College Group Limited is a private company limited by shares incorporated in England and Wales. The registered office is Chestnut Avenue, Eastleigh, Hampshire, SO50 5FS.

##### **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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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.

##### **Going concern**

At the time of approving these financial statements the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future due to the ongoing support of South Hampshire College Group. Thus, the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

#### **2. TURNOVER**

Income is recognised when services have been provided to customers.

#### **3. OTHER INTEREST RECEIVABLE**

	<b>2024</b>	<b>2023</b>
	<b>£</b>	<b>£</b>
Bank interest received	8	3
	<u>8</u>	<u>3</u>

#### **4. TAXATION ON PROFIT ON ORDINARY ACTIVITIES**

The Company did not incur any corporation tax charges during the year (2022/23: £nil).

The Company covenants all taxable profits to its parent entity and, therefore, there is no liability for deferred tax required in these accounts.

## **SOUTH HAMPSHIRE COLLEGE GROUP LIMITED**

### **NOTES TO THE ACCOUNTS (continued)**

#### **5. CREDITORS: Amounts falling due within one year**

	<b>2024</b>	<b>2023</b>
	<b>£</b>	<b>£</b>
Amounts due to parent undertaking	262	353
	<hr/>	<hr/>
	<b>262</b>	<b>353</b>
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#### **6. ULTIMATE PARENT UNDERTAKING**

On 1 August 2023, Eastleigh College transferred its activities, assets and liabilities to South Hampshire College Group (SHCG) under a Type B merger. On the same date, the share capital in Eastleigh College Limited was transferred to SHCG.

During the year under review, the Company was a wholly owned subsidiary of South Hampshire College Group, a corporation formed under the Further and Higher Education Act 1992 and for which group accounts are prepared. Copies of the financial statements can be obtained from South Hampshire College Group, Bishopsfield Road, Fareham, Hampshire, PO14 1NH and are published on the Group website.