REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2004

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*These pages do not form part of the statutory accounts of the Company.

Company Registration Number: 788782

Registered Charity Number: 31

312079

Registered Office:

Church Street

Ewell Surrey KT17 2AW

A41 COMPANIES HOUSE

0336 03702705

EWELL CASTLE SCHOOL LIMITED A COMPANY LIMITED BY GUARANTEE

KEY PERSONNEL AND PROFESSIONAL ADVISERS

Principal: A.J. Tibble, BSc, NPQH Head of Senior School: M. Holder-Williams, MA Head of Junior School: Mrs. H.M. Crossley, MA Company Secretary: G.D. Holland, BSc, ACA Auditors: Helmores Grosvenor Gardens House 35/37 Grosvenor Gardens London SW1W OBY Bankers: Barclays Bank PLC 64, High Street Ewell Surrey **KT17 1RN** Solicitors: A.J. Lutley Springfield Rookery Hill Ashtead Park Ashtead

Surrey KT21 1HY

REPORT OF THE GOVERNORS FOR THE YEAR ENDED 31 AUGUST 2004

The Governors present their annual report and the audited financial statements of the company for the year ended 31 August 2004.

The financial statements comply with current statutory requirements, the Memorandum and Articles of Association and the Statement of Recommended Practice – Accounting and Reporting by Charities.

Activity

The principal activity of the company during the year was that of an independent school for boys and girls. There have been no changes in the company's objects or policies during the year.

Constitution

Ewell Castle School was established in 1926 and was incorporated on 22 January 1964 as a company limited by guarantee. It is governed by its Memorandum and Articles of Association. The company is a registered charity.

The company is organised with a Board of Governors, who are the trustees and members of the charity, to oversee planning, with a member of the Board being nominated as Chairman. A trustee may be appointed by invitation to become a member of the company and removed by a written request from all of the other Governors. The Principal and a small management team are responsible for the day-to-day running of the company.

The trustees are members of the charity but this entitles them only to voting rights. Members of the charity guarantee to contribute an amount not exceeding £1 to the assets of the charity in the event of a winding up. The total number of such guarantees at 31 August 2004 was 8 (2003 - 10).

Financial Review

The results of the company's activities for the year are set out on page 6. Fee income increased by 15.7% to £3.27 million as a result of higher fee levels and an increase in the number of pupils. Staff costs rose by 8.5% whilst average staff numbers rose by only 4.6%. The increase in staff costs reflects a full year of increased National Insurance costs and a 62% increase in the level of employer contributions to the Teachers' Pension scheme from April 2003. Net incoming resources for the year increased from £146,000 to £330,000. The cash flow statement on page 8 shows an increase in cash balances of £448,000 and a reduction of loans of £35,000 over the year.

Review of Activities, Development and Achievements

The number of pupils again rose in September 2003 to 511, representing a 5% increase. The figures reflect increases at the Senior School (4%) and at the Junior School (7%). Years 3 to 6 of the Junior School are now established at Glyn House with Senior School Music and the Drama Music School occupying the lower ground floor.

Record levels were again achieved in public examinations in 2004, this year at Key Stage 2 (11 years of age) and KS4 (14 years). The school was also placed sixth of all schools nationally for value added from KS3 to KS4 (16 years – GCSE). This latter statistic is a more valuable measure of achievement than the raw percentage figures and corresponding tables that reflect entry criteria as well as progress. Students were very successful in achieving the desired university placements in a variety of fields. The link with Greenacre Girls' School continues to flourish and benefits have been reaped in and outside the curriculum. A significant number of tours and trips took place to America, Europe and the UK.

REPORT OF THE GOVERNORS FOR THE YEAR ENDED 31 AUGUST 2004 (continued)

Future Developments

The initial phases of improvements at Glyn House were completed in 2003-04, including a Technology room. Planning discussions continue in relation to the proposed outdoor play area.

Our attention also turned to Chessington Lodge and internal refurbishment has incorporated new cloakroom facilities for pupils, enlarged classroom space, a designated library and improved access (new stairs) to the first floor. Work has also commenced upon an outdoor garden project.

Negotiations continue with the Landlord and it is hoped that an agreement will be reached regarding the longer lease. The major developments being considered at The Castle are dependent upon the outcome of lease negotiations.

The areas that remain under review at The Castle are in the Quad and behind the Sports Hall. Nevertheless we moved into the new Study Centre in September 2003 – an area previously occupied by the Music department. The Art Department accommodation has been increased and the play area in the Basin also enlarged. The cricket net area has been upgraded and new watering facilities on the Field have made an immediate impact.

Drama courses were introduced in September 2003 at GCSE and AS levels. A support course was also introduced at GCSE. Preparations are under way for introducing an applied GCSE in Business Studies in September 2004.

Public Benefit

Ewell Castle is pleased to record continued public benefit offered in many respects beyond means tested bursaries. Some of these activities can be summarised as follows.

The school has an established partnership with Kingston University, NESCOT and SWELTEC which offer our services as a 'training' school for Initial Teacher Training (ITT).

Significant charitable works are undertaken by staff and pupils including support at the charity shop, developing links with a Special needs School and fund raising activities for local, national and international charitable organisations.

Investment Policy

There are no restrictions on the company's absolute powers of investment. The Board's policy continues to be to put any retained funds in higher-yielding deposit accounts.

Reserves Policy

The charity requires free reserves (that is those funds not tied up in fixed assets and restricted funds) in order to provide:

- an adequate level of working capital;
- a financial buffer to cover risks to which the charity is exposed;
- funds to enable the school to continue to invest to enhance the educational facilities it provides.

Free reserves at 31 August 2004 amounted to £291,000. The Board has determined that the appropriate level of free reserves should fall within the range of £400,000 to £600,000. The charity intends to retain future surpluses in order to establish the appropriate level of free reserves.

The Board will review the reserves policy on an annual basis.

Risk Management

The Board has a policy of continually reviewing major risks to which the company is exposed and the adequacy of systems in place to mitigate those risks.

REPORT OF THE GOVERNORS FOR THE YEAR ENDED 31 AUGUST 2004 (continued)

Governors

The Governors who served during the year were as follows:

D.C.M. Hill, Esq. (Chairman) J.E.D. Cattermole, Esq. (Resigned 20 April 2004) A.J. Askew, Esq. T.R. Drake, Esq. Dr. H.H.B. Perkins P.A. Laughton, B.A.
Prof. J.F. Levy, B.Sc., D.Sc, F.I.C.
(Resigned 26 April 2004)
C.E. Moyle, Esq.
G. Tobin, F.R.I.C.S.
P.M. Holland, Esq.

Auditors

The auditors, Helmores, have indicated their willingness to continue in office, and a resolution will be proposed at the Annual General Meeting for their re-appointment.

Statement of Governors Responsibilities

The Governors are required by law to prepare the financial statements for each financial year, which give a true and fair view of the state of affairs of the company and of its financial activities for that period. In preparing those financial statements, they are required to select suitable accounting policies and then apply them consistently, make judgements and estimates that are reasonable and prudent, state whether applicable accounting standards have been followed, and prepare the financial statements on a going concern basis where appropriate. The Governors are also responsible for maintaining adequate accounting records, safeguarding the assets of the company, and for the prevention of fraud and other irregularities.

Approved by the Board of Governors on 1206 January 2005. and signed on its behalf by

By Order of the Board D.C.M. Hill - Chairman

EWELL CASTLE SCHOOL LIMITED A COMPANY LIMITED BY GUARANTEE

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EWELL CASTLE SCHOOL LIMITED

We have audited the financial statements of Ewell Castle School Limited for the year ended 31 August 2004, which comprise the Statement of Financial Activities, the Balance Sheet, the Cash Flow Statement and the related notes. These financial statements have been prepared under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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.

Respective Responsibilities of Governors and Auditors

The governors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out in the Statement of Governors' Responsibilities on page 4. Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Governors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding governors' remuneration and transactions with the company is not disclosed.

We read the report of the Governors and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

Basis of Audit Opinion

We conducted our audit in accordance with United Kingdom 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 financial statements. It also includes an assessment of the significant estimates and judgments made by the Governors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, 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 financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 August 2004 and of its net incoming resources and cash flows for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Helmores

Chartered Accountants and Registered Auditors

Grosvenor Gardens House 35/37 Grosvenor Gardens London SW1W 0BY

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STATEMENT OF FINANCIAL ACTIVITIES FOR THE YEAR ENDED 31 AUGUST 2004

Notes INCOMING RESOURCES £	05
Activities in Furtherance of the Charity's Objects: Fees Receivable 3,275,169 - 3,275,169 2,831,3 School Lunches 111,349 - 111,349 93,4	05
Fees Receivable 3,275,169 - 3,275,169 2,831,3 School Lunches 111,349 - 111,349 93,4	
School Lunches 111,349 - 111,349 93,4	
	- 86
Appeals and Donations - 16,924 16,924	-
Other Activities to Generate Funds:	
Hire of Facilities and Accommodation Income 23,808 - 23,808 20,5	
Registration Fees and Other Income 29,214 - 29,214 24,3	58
Investment Income:	
Bank Interest 29,122 - 29,122 13,2	:64
Total Incoming Resources 3,468,662 16,924 3,485,586 2,983,0	12
RESOURCES EXPENDED	
Charitable Expenditure in Furtherance of the Charity's Objects:	
Education 2 3,122,035 16,684 3,138,719 2,820,4	-09
Management and Administration 3 16,440 - 16,440 16,3	47
Total Resources Expended 3,138,475 16,684 3,155,159 2,836,7	56
Net Incoming Resources before transfers 330,187 240 330,427 146,2	256
Transfers between Funds 10 10,771 (10,771) -	
Net Movement in Funds for the year 340,958 (10,531) 330,427 146,2	256
Fund balances at beginning of year 1,550,867 78,983 1,629,850 1,483,5	594
Fund balances at end of year 1,891,825 68,452 1,960,277 1,629,8	

All amounts relate to continuing activities.

The company made no recognised gains or losses in this or the preceding financial year other than the net incoming resources for the year.

The net incoming resources for the year are not materially different from those that would appear in an Income and Expenditure Account; therefore a separate statement has not been prepared.

The notes on pages 9 to 13 form a part of these accounts.

BALANCE SHEET AT 31 AUGUST 2004

A1 01 A0 000 1 2004		2	2004		03
	Notes	£	£	£	£
Fixed Assets					
Tangible Assets	6		2,352,979		2,455,503
Current Assets					
Stocks Debtors Cash at Bank and in Hand	7	3,466 65,035 687,066 755,567	- -	3,419 71,853 238,667 313,939	
Creditors: Amounts falling due within one year					
Bank Loan Fees Received in Advance Other Creditors Accruals and Deferred Income		37,811 189,298 204,253 33,006 464,368	-	35,444 202,119 148,259 32,165 417,987	
Net Current Assets / (Liabilities)		_	291,199		(104,048)
Total Assets less Current Liabilities			2,644,178		2,351,455
Creditors: Amounts falling due after one year	8		(683,901)		(721,605)
Total Net Assets			1,960,277		1,629,850
Represented by:					
Restricted Funds Unrestricted Funds	10		68,452 1,891,825		78,983 1,550,867
Total Funds			1,960,277		1,629,850

Approved by the Board on 24 January 2005 and signed on its behalf by D.C.M. Hill - Chairman

The notes on pages 9 to 13 form a part of these accounts.

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 AUGUST 2004

		20	004	200	3
	Notes	£	£	£	£
Net cash inflow from operating activities	1		547,270		407,199
Returns on Investments and Servicing of Finance Interest Received		29,122		13,264	
Interest Paid	_	(46,511)	(17,389)	(49,615)	(36,351)
Capital Expenditure Payments to acquire tangible fixed assets			(46,145) 483,736	_	(113,135) 257,713
Financing Bank Loan			(35,337)		(43,320)
Increase (Decrease) in Cash	2		448,399	=	214,393
Reconciliation of net incoming resources to net cash inflow from operating activities	•				
			2004 £		2003 £
Net incoming resources Interest Receivable Interest Payable			330,427 (29,122) 46,511		146,256 (13,264) 49,615
Depreciation charges Movement in stocks			148,669 (47)		155,521 741
Movement in debtors Movement in creditors			6,818 44,014		(33,515) 101,845
Net cash inflow from operating activities			547,270	- =	407,199
2. Analysis of changes in net debt					
			At Beginning of Year £	Cash Flows £	At End of Year £
Cash at Bank Bank Loan:			238,667	448,399	687,066
Due wihin 1 year Due after 1 year			(35,444) (721,605)	(2,367) 37,704	(37,811) (683,901)
TOTAL			(518,382)	483,736	(34,646)

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2004

ACCOUNTING POLICIES

a) Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Statement of Recommended Practice 'Accounting and Reporting by Charities', the Companies Act 1985 and applicable accounting standards.

b) Fees and similar income

Fees receivable and charges for services and use of premises are accounted for in the period in which the service is provided. Fees receivable are stated after deducting discounts and bursaries.

c) Donations and voluntary income

Donations and voluntary income received for the general purposes of the charity are included as unrestricted funds. Donations for activities restricted by the wishes of the donor are included in restricted funds.

d) Expenditure is allocated as follows:

Teaching

All expenditure directly relating to the provision of educational services, including teaching staff costs, educational materials, depreciation and related equipment.

- Premises

All expenditure incurred in the running costs and maintenance of the school buildings and grounds and depreciation of freehold buildings and leasehold improvements.

Other costs

Costs incurred directly on the objects of the school including functions such as Human Resources, Information Technology, Quality Control, School Cafeteria and Health and Safety.

- Management and administration costs

This comprises the costs of managing and administering the charity and includes related legal and professional fees, audit fees, costs of Governors' meetings and an apportionment of relevant staff costs.

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2004 (Continued)

e) School buildings and equipment

Part of the school buildings and grounds are subject to leases, which expire in December 2020. Improvements to leasehold property include the costs incurred in building the sports hall and the science laboratory. Building improvements and extensions costing more than £5,000, together with furniture and equipment costing more than £1,500 are capitalised and depreciated.

Depreciation is provided on a straight line basis so as to write off the cost of the tangible fixed assets over their estimated useful lives as follows:

Freehold Buildings
Improvements to Leasehold Property
Furniture and Equipment
Motor Vehicles

- 2% per annum- over the lease term- 15% and 25% per annum

- 25% per annum

f) Stocks

Stocks of foodstuffs and sports clothing are valued at the lower of cost and net realisable value.

g) Funds

Unrestricted funds are available for use for the general purposes of the charity. Restricted funds are subject to donor-imposed restrictions and are shown separately in the Statement of Financial Activities.

h) Pension schemes

The company contributes to the Teachers Pension Agency Pension Scheme in respect of staff who are eligible and have not opted out of the scheme. Employers' contributions, which are set by the Scheme Trustees, are currently 13.5% of pensionable earnings.

The company also runs a Stakeholder Pension Scheme for staff who are not eligible to join the Teachers Pension Agency Scheme. The company currently contributes 5% of pensionable earnings for those employees participating in the scheme.

Pension costs are charged to the Statement of Financial Activities as incurred.

i) Operating leases

The rentals payable under operating leases for equipment are charged to the Statement of Financial Activities on a straight-line basis over the lease term. Rent payable in respect of operating leases for school premises is based on a percentage of school fees receivable in the year.

1,753,312

141,453

174,402

2,069,167

one

1,648,696

125,366

133,649

1,907,711

one

EWELL CASTLE SCHOOL LIMITED

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2004 (Continued)

2.	Ed	ucation
	_~	avativii

	Staff Costs	Other Costs	Depreciation	Total 2004	Total 2003
	£	£	£	£	£
Teaching	1,776,960	97,800	50,734	1,925,494	1,800,927
Premises	84,669	586,316	96,900	767,885	630,285
Other costs	202,820	241,485	1,035	445,340	389,197
	2,064,449	925,601	148,669	3,138,719	2,820,409

Other costs include: interest on bank loan of £46,517 (2003 - £49,615) and the hire of equipment of £44,300 (2003 - £29,532).

3. Management and Administration

	2004	2003
	£	£
Auditors Remuneration		
- as auditors	6,825	6,933
- other services	4,897	4,989
Staff costs	4,718	4,425
	16,440	16,347
4. Staff Costs		
	2004	2003
	£	£

5. Staff Particulars

Pension Costs

Wages and Salaries

Social Security Costs

£60,001 - £70,000

The average number of employees (full time equivalent) during the year was as follows:

	2004	2003
Administrative Staff	9	7
Teaching Staff	50	50
Domestic Staff	9	8
	68	65
Employees receiving emoluments in excess of £50,000 were as follows:		
£50,001 - £60,000	nil	one

The above employees are members of the Teacher's Pension Agency pension scheme.

, and an		
Pension costs for higher paid employees	£9,098	£11,965

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2004 (Continued)

6.	Tangible Fixed Assets	Freehold	Leasehold			
		Land and		Furniture and	Motor	
			Improvements	Equipment	Vehicles	Total
		£	£	£	£	£
	Cost					
	Opening Balance	1,720,563	1,364,825	526,685	72,301	3,684,374
	Additions	7,575	-	38,570	-	46,145
		1,728,138	1,364,825	565,255	72,301	3,730,519
	Depreciation					
	Opening Balance	34,408	737,863	394,701	61,899	1,228,871
	Charge for the Year	34,559	62,341	48,303	3,466	148,669
		68,967	800,204	443,004	65,365	1,377,540
	Net Book Value - 2004	1,659,171	564,621	122,251	6,936	2,352,979
	Net Book Value - 2003	1,686,155	626,962	131,984	10,402	2,455,503
	The lease on the property expires in Dece	ember 2020.				
7.	Debtors					
				2004		2003
	Fees Receivable			£ 15,246		£ 19,800
	Others			516		4,598
	Prepayments and Accrued Income			49,273		47,455
				65,035		71,853
8.	Creditors: Amounts Falling Due After One Year					
	Allei Olle Teal			2004		2003
	Ponk Lagn			£		£
	Bank Loan: Due Between Two and Five Years			170,979		166,936
	Due After Five Years			512,922		554,669
				683,901		721,605

The bank loan is secured under a Mortgage Debenture incorporating a fixed charge over the freehold property of Glyn House. The loan represents capital only and is fully repayable over 13 years to 2017. Interest is payable at 6.45% per annum fixed for 5 years from the date the loan was taken out. The proportion of the loan to the value of the asset mortgaged is 43%.

NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 AUGUST 2004 (Continued)

9. Operating Leases

, ,	2004	2003
	£	£
Rentals Charged in the Year:		
Land and Buildings	170,851	155,678
Computer Equipment	44,300	29,532
Payments under operating leases due in the next year are	as follows:	
	Land and	Computer
	Buildings	Equipment
	C	•

		-4 mbo
	£	£
Leases expiring within one year	-	11,127
Leases expiring within two to five years	-	15,638
Leases expiring after more than five years	183,000_	
	183,000	26,765

10. Restricted Funds

The restricted funds principally comprise the Appeal Fund, which was set up to raise funds for major building projects. The income of the fund is covenanted donations and tax recoverable thereon. The transfer to unrestricted funds represents a relevant proportion of the depreciation charge for the year in respect of buildings partly financed by Appeal income. The appeal fund value carried forward is represented by the net book value of leasehold improvements partly financed by Appeal income (2004 - £68,212; 2003 - £78,983).

Restricted donations of £16,924 were received in the year. Unspent restricted donations carried forward of £240 comprise a fund to provide prizes in future years.

11. Connected Parties

G Tobin is a Governor and a Partner in Andrews & Robertson, Chartered Surveyors. Andrews & Robertson received professional fees from the company totalling £3,196 during the financial year (2003: £3,753). No emoluments, reimbursed expenses or indemnity insurances were paid to or received by any of the Governors in respect of qualifying services as a governor of the company during the year.

12. Capital Commitments

Contracted for but not provided in these accounts - nil (2003 - nil) Authorised but not contracted for - £nil (2003 - nil)

13. Taxation

The School is exempt from Corporation Tax on its charitable activities.