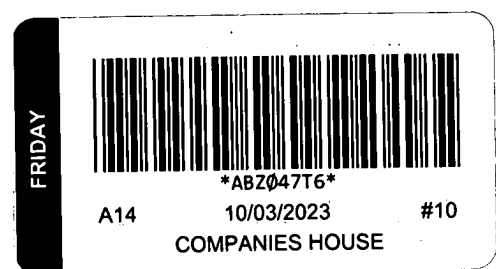


**HEADINGTON SCHOOL SERVICES LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 JULY 2022**



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## HEADINGTON SCHOOL SERVICES LIMITED

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### COMPANY INFORMATION

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<b>Directors</b>	R S Shipperley (resigned 26 April 2022) C M Ringham T S Montgomery (appointed 26 April 2022)
<b>Company secretary</b>	R C Couzens
<b>Registered number</b>	02677494
<b>Registered office</b>	The Bursary Headington School Headington Road Oxford OX3 0BL
<b>Independent auditor</b>	Crowe U.K. LLP Fourth Floor St James House St James Square Cheltenham GL50 3PR

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## HEADINGTON SCHOOL SERVICES LIMITED

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<b>Notes to the Financial Statements</b>	9 - 12

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## HEADINGTON SCHOOL SERVICES LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 2022

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The directors present their report and the financial statements for the year ended 31 July 2022.

#### 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 judgements 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.

#### Directors

The directors who served during the year were:

R S Shipperley (resigned 26 April 2022)  
C M Ringham  
T S Montgomery (appointed 26 April 2022)

#### 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.

#### Auditor

The auditor, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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**HEADINGTON SCHOOL SERVICES LIMITED**

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**DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 JULY 2022**

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**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 on *8<sup>th</sup> December 2022* and signed on its behalf.



**C M Ringham**  
Director

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## HEADINGTON SCHOOL SERVICES LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF HEADINGTON SCHOOL SERVICES LIMITED

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#### Opinion

We have audited the financial statements of Headington School Services Limited (the 'Company') for the year ended 31 July 2022, which comprise the Statement of Income and Retained Earnings, the Balance Sheet and the related notes, 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 Financial Reporting Standard 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 2022 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 United Kingdom, including the Financial Reporting Council'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.

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## HEADINGTON SCHOOL SERVICES LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF HEADINGTON SCHOOL SERVICES LIMITED (CONTINUED)

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#### 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.

We have nothing to report in this regard.

#### Opinion 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
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

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## HEADINGTON SCHOOL SERVICES LIMITED

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### INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF HEADINGTON SCHOOL SERVICES LIMITED (CONTINUED)

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#### 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 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory frameworks within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management. Our audit procedures to respond to these risks included enquiries of management about their own identification and assessment of the risks of irregularities, sample testing on the posting of journals and reviewing accounting estimates for biases.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

These inherent limitations are particularly significant in the case of misstatement resulting from fraud as this may involve sophisticated schemes designed to avoid detection, including deliberate failure to record transactions, collusion or the provision of intentional misrepresentation.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's Report.



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**HEADINGTON SCHOOL SERVICES LIMITED**

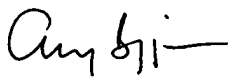
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**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDER OF HEADINGTON SCHOOL SERVICES  
LIMITED (CONTINUED)**

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**Use of our report**

This report is made solely to the Company's member 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 member 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 member for our audit work, for this report, or for the opinions we have formed.



Guy Biggin  
for and on behalf of  
**Crowe U.K. LLP**  
Statutory Auditor  
Fourth Floor  
St James House  
St James Square  
Cheltenham  
GL50 3PR  
Date: 02 March 2023

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**HEADINGTON SCHOOL SERVICES LIMITED**

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**STATEMENT OF INCOME AND RETAINED EARNINGS  
FOR THE YEAR ENDED 31 JULY 2022**

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	<b>2022 £</b>	<b>2021 £</b>
Turnover	<b>212,032</b>	<b>455</b>
<b>Gross profit</b>	<b>212,032</b>	<b>455</b>
Administrative expenses	<b>(73,077)</b>	<b>(11,446)</b>
<b>Operating profit/(loss) before tax</b>	<b>138,955</b>	<b>(10,991)</b>
<b>Profit/(loss) after tax</b>	<b>138,955</b>	<b>(10,991)</b>
Retained earnings at the beginning of the year	<b>(2,688)</b>	<b>8,303</b>
	<b>(2,688)</b>	<b>8,303</b>
Profit/(loss) for the year	<b>138,955</b>	<b>(10,991)</b>
<b>Retained earnings at the end of the year</b>	<b>136,267</b>	<b>(2,688)</b>

The notes on pages 9 to 12 form part of these financial statements.

**HEADINGTON SCHOOL SERVICES LIMITED**  
**REGISTERED NUMBER: 02677494**

**BALANCE SHEET**  
**AS AT 31 JULY 2022**

	Note	2022 £	2022 £	2021 £	2021 £
<b>Current assets</b>					
Stocks		805		-	
Debtors	7	132,198		-	
Cash at bank and in hand		86,698		31,567	
		<u>219,701</u>		<u>31,567</u>	
Creditors: amounts falling due within one year	8	(83,430)		(34,251)	
<b>Net current assets/(liabilities)</b>			<b>136,271</b>		<b>(2,684)</b>
<b>Total assets less current liabilities</b>			<b>136,271</b>		<b>(2,684)</b>
<b>Net assets/(liabilities)</b>			<b>136,271</b>		<b>(2,684)</b>
<b>Capital and reserves</b>					
Called up share capital			4		4
Profit and loss account			136,267		(2,688)
			<u>136,271</u>		<u>(2,684)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 08 December 2022.



**C M Ringham**  
Director

The notes on pages 9 to 12 form part of these financial statements.

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## HEADINGTON SCHOOL SERVICES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2022

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#### 1. General information

Headington School Services Limited is a private company limited by shares, incorporated and domiciled in England & Wales. The address of its registered office is The Bursary, Headington School, Headington Road, Oxford, OX3 0BL, United Kingdom. The company is registered at Companies House England and Wales. Its registered number is 02677494.

#### 2. Accounting policies

##### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

##### 2.2 Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue its activities for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements as outlined in the Statement of Directors' Responsibilities on page 1.

##### 2.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

##### 2.4 Tangible fixed assets and depreciation

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Fixtures & fittings	- 10-25% straight line or reducing balance
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The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

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## HEADINGTON SCHOOL SERVICES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2022

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#### 2. Accounting policies (continued)

##### 2.5 Stocks

Stocks are stated at the lower of cost and net realisable value after making due allowance for obsolete and slow moving stocks.

##### 2.6 Debtors

Short term debtors are measured at transaction price, less any impairment.

##### 2.7 Cash and cash equivalents

Cash and cash equivalents is represented by cash in hand and deposits with financial institutions.

##### 2.8 Creditors

Short term creditors are measured at the transaction price.

##### 2.9 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

#### 3. Auditor's remuneration

	2022 £	2021 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	<u>5,530</u>	<u>4,250</u>

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

#### 4. Employees

The average monthly number of employees, including directors, during the year was 2 (2021 - 2).

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## HEADINGTON SCHOOL SERVICES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2022

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#### 5. Taxation

##### Factors affecting tax charge for the year

On the basis of these financial statements no provision has been made for corporation tax, as all taxable profit will be gift aided to the parent charity Headington School Oxford Limited within 9 months of the year end.

##### Factors that may affect future tax charges

There were no factors that may affect future tax charges.

#### 6. Tangible fixed assets

	Fixtures and fittings £
<b>Cost</b>	
At 1 August 2021	1,343
At 31 July 2022	1,343
<b>Depreciation</b>	
At 1 August 2021	1,343
At 31 July 2022	1,343
<b>Net book value</b>	
At 31 July 2022	-
At 31 July 2021	-

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## HEADINGTON SCHOOL SERVICES LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2022

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#### 7. Debtors

	2022 £	2021 £
Trade debtors	1,659	-
Prepayments and accrued income	130,539	-
	<u>132,198</u>	<u>-</u>

#### 8. Creditors: Amounts falling due within one year

	2022 £	2021 £
Trade creditors	1,115	-
Amounts owed to group undertakings	35,000	30,000
Accruals	47,315	4,251
	<u>83,430</u>	<u>34,251</u>

#### 9. Related party transactions

The company undertook the following transactions with its immediate parent company Headington School Oxford Limited during the year. Administrative expenses includes other costs of £5,000 (2021: £5,000).

At the year end the company owed its immediate parent company Headington School Oxford Limited £35,000 (2021: £30,000).

#### 10. Controlling party and immediate parent undertaking

The directors regard Headington School Oxford Limited (registered charity number 309678, registered company number 00141076) as the immediate parent undertaking and controlling party.

The largest and smallest group in which the results of the company are consolidated is headed by the immediate parent undertaking, Headington School Oxford Limited. A copy of the immediate parent's consolidated financial statements may be obtained from Headington School Oxford Limited, Headington Road, Oxford, OX3 0BL.