INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED)

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 1995

Registered number 3037559



INSTITUTE AND FACULTY EDUCATION LIMITED

ANNUAL REPORT FOR THE PERIOD ENDED 31 DECEMBER 1995

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INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED DIRECTORS' REPORT FOR THE PERIOD ENDED 31 DECEMBER 1995

The directors submit their report together with the audited financial statements of the company for the period from incorporation to 31 December 1995.

The company was incorporated on 24 March 1995 in the name of Precis (1338) Limited. On 24 July 1995 the company changed its name by special resolution to Institute and Faculty Education Limited.

Results and dividends

The profit and loss account for the period is set out on page 6.

Principal activity

The principal activity of the company is the provision of training and educational services for students taking the professional examinations of the Institute of Actuaries and the Faculty of Actuaries.

Future developments

The company is satisfied with its performance during the period and expects 1996 to be equally satisfactory.

Share Capital

The authorised share capital of the company consists of 100 ordinary shares of £1 each. As of 31 December 1995 10 ordinary shares have been issued and paid for.

Directors and their interests

The directors who served during the period were:

| JF Hylands (Chairman) | appointed 24 July 1995 |
|-----------------------|--|
| GK Aslet | appointed 24 July 1995 |
| NJ Dumbreck | appointed 24 July 1995 |
| RAS Carswell | appointed 24 July 1995 |
| MR Kipling | appointed 24 July 1995 |
| JEM Dillon | appointed 24 March 1995, resigned 24 July 1995 |
| L Neal | appointed 24 March 1995, resigned 24 July 1995 |

Secretary

Swift Incorporations Limited were appointed as secretary on incorporation. They resigned on 24 July 1995 and GD Smith was appointed in their place.

Auditors

The directors appointed Coopers & Lybrand as auditors to fill the initial vacancy. A resolution to reappoint Coopers & Lybrand as auditors will be put to the members at the annual general meeting.

By order of the Board

JF HYLANDS Chairman

J.J. Mylands

9 May 1996

INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED) STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial period which 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 those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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 taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS' REPORT

TO THE MEMBERS OF INSTITUTE AND FACULTY EDUCATION LIMITED

We have audited the financial statements on pages 6 to 9.

Respective responsibilities of directors and auditors

As described on page 4 the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those financial statements 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 financial statements. It also includes an assessment of the significant estimates and judgements made by the directors 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 affairs of the company at 31 December 1995 and of its profit and total recognised gains for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

COOPERS & LYBRAND

Copies Lybrand

Chartered Accountants and Registered Auditors London

13 May 1996

INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED) PROFIT AND LOSS ACCOUNT

FOR THE PERIOD FROM INCORPORATION TO 31 DECEMBER 1995

| | Notes | From incorporation to 31 December 1995 |
|--|-------|--|
| Turnover | 2 | 818,689 |
| Administrative expenses | 2 | (818,689) |
| Profit on ordinary activities bef taxation | ore | 0 |

Continuing operations and historical cost equivalents

There are no recognised gains or losses in the period ended 31 December 1995 and therefore no separate statement of total recognised gains and losses has been presented.

All activities are continuing operations and there is no difference between the profit on ordinary activities before taxation and the retained profit for the year stated above and their historical cost equivalents.

The notes on pages 8 and 9 form an integral part of these financial statements.

INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED) BALANCE SHEET

AT 31 DECEMBER 1995

| | | 1995 | |
|-------------------------------------|-------------------|---------------------------------|-------------|
| | Notes | £ | £ |
| CURRENT ASSETS | | | |
| Debtors | 4 | 1,050,039 | |
| Cash at bank and in hand | • | 106,634 | |
| | | | |
| | | 1,156,673 | |
| CREDITORS: amounts falling | | • | |
| due within one year | 5 | (1,156,663) | |
| | | | |
| NET CURRENT ASSETS | | | 10 |
| | | | |
| | | | |
| CADIMAL AND DECEDAING | | | |
| CAPITAL AND RESERVES | 6 | | 10 |
| Called up share capital | O | | 10 |
| TOTAL SHAREHOLDERS | | | |
| FUNDS | 7 | | 10 |
| 101125 | , | | |
| | | | |
| | | | |
| The financial statements on pages 6 | to 9 were approve | ed by the board of directors on | 9 May 1996 |
| and were signed on their behalf by: | | - | / |

J. Lyrane

JF HYLANDS Chairman

The notes on pages 8 and 9 form an integral part of these financial statements

INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED) NOTES TO THE ACCOUNTS

1. Accounting policies

(a) Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable Accounting Standards in the United Kingdom.

2. Turnover and administrative costs

Turnover represents the invoiced amount of materials and services provided during the period, stated net of value added tax. Amounts invoiced but unearned at the period end are treated as deferred revenue.

Sales of materials are recognised when the materials are shipped. Sales of marking and tutorial services are recognised as the services are provided. Administrative costs are matched to services provided.

Turnover is attributable to one continuing activity, the provision of actuarial training.

The company has appointed Actuarial Education Company Limited to provide this activity and the costs so arising are dealt with as administrative costs.

Turnover from outside the United Kingdom is as follows:

| | £ |
|----------------|--------|
| European Union | 42,849 |
| Africa | 23,210 |
| Other | 24,453 |

3. Directors and employees

| | Number |
|--|-------------|
| The average number of employees during the period was: | <u>nil</u> |
| Directors' remuneration | <u>£nil</u> |

The emoluments of the chairman and all directors were £nil.

4. Debtors

| | 1995 |
|----------------------|------------------|
| | £ |
| Deferred expenditure | 552,928 |
| Trade debtors | 497,111 |
| | 1,050,039 |
| | ===== |

INSTITUTE AND FACULTY EDUCATION LIMITED (FORMERLY KNOWN AS PRECIS (1338) LIMITED) NOTES TO THE ACCOUNTS

5. Creditors: amounts falling due within one year

| 1995 |
|-----------|
| £ |
| 3,216 |
| 552,928 |
| 600,519 |
| 1,156,663 |
| |

6. Share capital

| | Authorised £1 ordinary shares | Allotted, issued and fully paid ordinary shares | |
|---|-------------------------------------|---|--|
| | Number | £ | |
| On incorporation Increase in issued share capital | 100 | 2 8 | |
| At 31 December 1995 | 100 | 10 | |

On 24 March 1995, the date the company was incorporated, the authorised share capital was 100 ordinary shares of £1 each and the issued share capital was 2 ordinary shares of £1 each.

On 24 July 1995 8 ordinary shares of £1 were issued at nominal value to the Institute of Actuaries.

7. Reconciliation of shareholders' funds and movements on reserves

| | Share capital £ | Profit & loss account £ | Total £ |
|---------------------|-----------------------|-------------------------|------------|
| On incorporation | - | - | |
| Shares issued | 10 | | |
| At 31 December 1995 | 10 | 0 | 10 |

8. Parent undertaking

Institute and Faculty Education Limited is a subsidiary undertaking of The Institute of Actuaries which is a body incorporated by Royal Charter.