

Edexcel Limited

Registered number

04496750

Directors Report and Financial Statements

For the year ended

31 December 2014

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29/09/2015

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COMPANIES HOUSE

Edexcel Limited

REPORT OF THE DIRECTORS

The directors present their report together with the financial statements for Edexcel Limited (the "company") for the year ended 31 December 2014

The company has taken exemption from preparing a strategic report in accordance with section 414B of the Companies Act 2006 relating to small companies

The company has not traded during the year

Directors

The directors who held office during the year and up to the date of signing the financial statement are given below,
S Johnson
V Lockie

Financial risk management

From the perspective of the company, financial risk management is integrated with the financial risk management of the consolidated financial statements of Pearson plc (the 'group') and is not managed separately. Accordingly, the financial risk management of Pearson plc, which includes that of the company, is discussed in detail in the group's annual report which does not form part of this report

Results and dividends

The profit for the year was £436,000 (2013 £439,000). The company paid a dividend of £93,045,000 (2013 £nil)

Qualifying third party indemnity provisions

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The company also purchased and maintained, throughout the financial year, Directors' and Officers' liability insurance in respect of itself, its directors and its officers

Directors' responsibilities for the financial statements

The directors are responsible for preparing the Annual 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 financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). 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 its profit or loss for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently
- make judgments 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 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

ON BEHALF OF THE BOARD



S Johnson
Director

Date 25 September 2015

Company number
05342448

Edexcel Limited

PROFIT AND LOSS ACCOUNT

For the year ended

31 December 2014

		2014	2013
		£'000	£'000
Continuing operations	Note		
Profit/(Loss) on ordinary activities before interest and taxation		0	0
Interest receivable and similar income	3	556	565
Profit/(Loss) on ordinary activities before taxation		556	565
Tax on profit on ordinary activities	4	(120)	(126)
Profit/(Loss) for the financial year	8	436	439

There are no material differences between the profit/(loss) on ordinary activities before taxation and the profit/(loss) for the financial year stated above and their historical cost equivalents

The company has no recognised gains and losses other than those included in the profit above and, therefore, no statement of total recognised gains and losses has been presented

Edexcel Limited**BALANCE SHEET**

As at

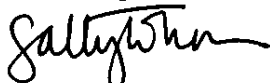
31 December 2014

		2014	2013
	Note	£'000	£'000
Current assets			
Debtors	5	36	94
Cash at bank and in hand		20,880	113,311
		20,916	113,405
Creditors - amounts falling due within one year	6	(885)	(765)
Net assets		20,031	112,640
Capital and reserves			
Called up share capital	7	1	1
Share premium account	8	19,999	19,999
Profit and loss account	8	31	92,640
Total shareholders' funds	9	20,031	112,640

For the year ended 31 December 2014

- The Directors confirm that the Company is entitled to take exemption from the requirement to obtain an audit under section 479A of the Companies Act 2006,
- The members have not required the Company to obtain an audit of its accounts in accordance with section 476 of the Companies Act 2006, and
- The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts

The financial statements on pages 3 to 15 were approved by the board of directors on 25/9/15
and were signed on its behalf by



Sally Johnson
Director

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS

For the year ended

31 December 2014

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Accounting policies

Basis of accounting

The financial statements have been prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended:

31 December 2014

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Cash flow statement and related party disclosure

The company is a wholly-owned subsidiary of Pearson plc and is included in the consolidated financial statements of Pearson plc, which are publicly available. Consequently, the company has taken exemption from preparing a cash flow statement under the terms of FRS 1 "Cash flow statements (revised 1996)". The company is also exempt under the terms of FRS 8 "related party disclosures" from disclosing related party transactions with Pearson plc and its wholly owned subsidiaries.

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended

31 December 2014

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Net interest

	2014	2013
	£'000	£'000
Bank interest receivable	556	565
Interest receivable and similar income	556	565
Net interest receivable	556	565

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended

31 December 2014

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Tax on profit on ordinary activities

	2014	2013
	£'000	£'000
Current tax .		
UK corporation tax	120	131
Adjustments in respect of prior years	0	(5)
	120	126
Total current tax	120	126
Tax charge / (credit) on profit / (loss) on ordinary activities	120	126
UK standard effective rate of corporation tax (%)	21.5	23 25

	2014	2013
	£'000	£'000
Profit / (loss) on ordinary activities before taxation	556	565
Profit / (loss) on ordinary activities before taxation multiplied by UK standard effective rate	120	131
Effects of		
Adjustments in respect of prior years	0	(5)
Total current tax charge for the year	120	126

The standard rate of corporation tax in the UK changed from 23% to 21% with effect from 1 April 2014. Accordingly, the company's profits for this accounting period are taxed at an effective rate of 21.5%.

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended

31 December 2014

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Debtors

	2014	2013
	£'000	£'000
Amounts falling due within one year		
Other debtors	36	94
	36	94

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended

31 December 2014

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Creditors - amounts falling due within one year:

	2014	2013
	£'000	£'000
Amounts owed to group undertakings	548	548
Corporation tax	337	217
	885	765

Amounts owed to group undertakings are unsecured, interest free and are repayable on demand

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended:

31 December 2014

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Called up share capital

	2014	2013
	£'000	£'000
Total share capital	1	1

	2014	2013	2014	2013
	Number	Number	£'000	£'000
Ordinary share £1 each				
Allotted and fully paid	1,000	1,000	1	1

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended.

31 December 2014

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Reserves

	Share premium account	Profit and loss account	Total
	£'000	£'000	£'000
At 31 December 2013	19,999	92,640	112,640
Profit / (loss) for the financial year	0	436	436
Dividend paid	0	(93,045)	(93,045)
At 31 December 2014	19,999	31	20,031

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued
For the year ended
31 December 2014

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Reconciliation of movements in shareholders' funds

	2014	2013
	£'000	£'000
Profit/(loss) for the financial year	436	439
Dividends paid	(93,045)	0
	(92,609)	439
Opening shareholders' funds	112,640	112,201
Closing shareholders' funds	20,031	112,640

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended

31 December 2014

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Contingent liabilities

Bank guarantees

The Company participates in an arrangement with HSBC Bank plc whereby the financial statements of Pearson plc and 34 of its subsidiaries, 'the guarantors', are combined, with cleared debit and credit balances being offset for interest calculation purposes. In order to comply with banking regulations, each guarantor to this arrangement has provided a multilateral guarantee in respect of the overdraft obligations (but no other debts due to the bank) of each of the other participants. Under this arrangement the net cash position as at 31 December 2014 was £4,242,473 (2013 net cash position £7,538,075). The maximum amount of this guarantee is limited to a net overdraft of £50,000,000.

	2014	2013
	£'000	£'000
Potential liability arising from these guarantee arrangements :		
Parent undertaking and fellow subsidiary undertakings	50,000	50,000

Edexcel Limited

NOTES TO THE FINANCIAL STATEMENTS continued

For the year ended.

31 December 2014

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Ultimate parent undertaking and controlling party

The immediate and ultimate parent undertaking and controlling party is Pearson plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Pearson plc's consolidated financial statements can be obtained from the Company Secretary at Pearson plc, 80 Strand, London WC2R 0RL.