

Registered number 05480764 (England and Wales)

**ABC Teachers Limited**  
**Report and financial statements**  
**for the year ended 31 August 2017**



ABC Teachers Limited  
Report and financial statements  
for the year ended 31 August 2017  
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# **ABC Teachers Limited**

## **Directors and advisers**

### **Directors**

Mr L Jackson  
Mr R Grimshaw  
Mr N Runnicles

### **Company Secretary**

Mr N Runnicles

### **Registered Number**

05480764

### **Registered Office**

26 Red Lion Square  
London  
WC1R 4HQ  
United Kingdom

### **Independent Auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
1 Embankment Place  
London  
WC2N 6RH

# ABC Teachers Limited

## Strategic report

The directors present the strategic report and financial statement for the year ended 31 August 2017.

### Business review

The principal activity of the Company is the provision of teachers to schools on a supply basis, and the revenue from this increased by 21% to £14.0m (2016: £11.6m) during the year ended 31 August 2017.

The education sector is highly competitive and there has been increased pressure on school budgets. These factors made it a challenging year in the supply market, but the Company continued to grow due to the experience of its employees and understanding of the industry.

This growth was also aided by continued investment in information technology and training employees to deliver an excellent and tailored service.

During the year the Company generated an operating profit of £2.0m (2016: £1.6m), an increase of £0.4m over the prior year due to revenue driven growth. The Company made a profit for the financial year of £1.7m for the year ended 31 August 2017 (2016: £1.3m).

The Directors do not recommend the payment of a dividend (2016: £3.4m). The financial performance of the Group as a whole for the year ended 31 August 2017 is included in the consolidated financial statements of TES Global Holdings Direct Limited.

The financial position of the Company is presented in the balance sheet. Net assets at 31 August 2017 was £2.4m (2016: £0.8m).

In response to the business risk resulting from the uncertain economic climate, the directors aim to modify marketing strategies to reflect any changes in market conditions.

### Principal risks and uncertainties

The principal risks and uncertainties, including financial risks, facing the business are set out below:

#### *Market risk*

The demand for supply teachers influences the Company's revenue and therefore future performance may be affected by changes in demand. The Company performs periodic market reviews to identify any underlying changes in the level of demand.

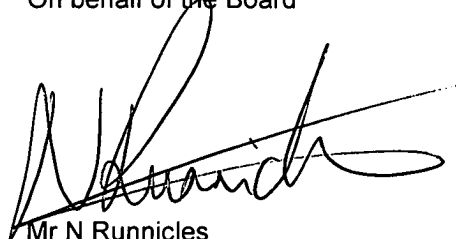
#### *Competitive risk*

The main competitive threats facing the Company are from current competitors and potential new entrants into the market. In the opinion of the directors, the Company has sufficiently well-established positions in the local markets within which it operates to defend against potential threats.

#### *Cash flow / liquidity risk*

The Company has sufficient funds to cover liabilities as they fall due. A £20m credit facility is available to the Company if required.

On behalf of the Board



Mr N Runnicles

**Director**

15 December 2017

# ABC Teachers Limited

## Directors' report

The directors present their report and the audited financial statements of the Company for the year ended 31 August 2017.

### Principal activities

The principal activity of the Company is of a supply teacher recruitment agency.

### Future development

No significant changes are expected in the coming year.

### Dividends

The Directors do not recommend the payment of a dividend (2016: £3.4m). The financial performance of the Group as a whole for the year ended 31 August 2017 is included in the consolidated financial statements of TES Global Holdings Direct Limited.

### Principal risks and uncertainties

The principal risks and uncertainties, including financial risks, facing the business are set out in the strategic report.

### Directors

The directors during the year and up to the date of signing the financial statements, unless otherwise noted, were as follows:

Mr L Jackson

Mr R Grimshaw

Mr N Runnicles

### Directors' and officers' indemnity

The Company maintains liability insurance for its directors and officers and had this in place throughout the year and up to the date of signing the financial statements.

### Going concern

The directors, having reviewed the Company's liquid resources and access to borrowings facilities, and the Company's future cash flow forecasts, have a reasonable expectation that the Company has adequate resources to continue as a going concern. Therefore these financial statements have been prepared on this basis.

### Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

# ABC Teachers Limited

## Directors' report (continued)

### Statement of directors' responsibilities in respect of the financial statements (continued)

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.

The directors 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 the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

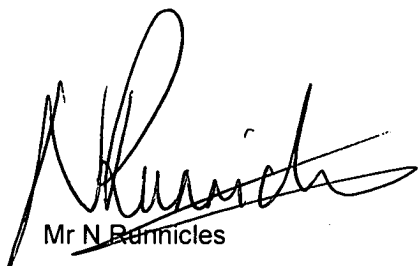
### Disclosure of information to auditors

Each of the persons who is a director at the date of approval of this report confirms that:

1. so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware;
2. each director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

The confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

On behalf of the Board



Mr N Burnicles

**Director**

15 December 2017

# ***Independent auditors' report to the members of ABC Teachers Limited***

## **Report on the audit of the financial statements**

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### **Opinion**

In our opinion, ABC Teachers Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Report and financial statements (the "Annual Report"), which comprise: the Balance sheet; the Income Statement, the Statement of comprehensive income, the Statement of changes in equity for the year ended 31 August 2017; and the notes to the financial statements for the year ended 31 August 2017, which include a description of the significant accounting policies.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

## *Strategic Report and Directors' Report*

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 August 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

## **Responsibilities for the financial statements and the audit**

### *Responsibilities of the directors for the financial statements*

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements set out on pages 3 and 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

### *Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

### *Use of this report*

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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## **Other required reporting**

### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Brian Henderson (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
15 December 2017



# ABC Teachers Limited

## Income statement

		Year ended 31 August	
	Note	2017 £'000	2016 £'000
Revenue		13,973	11,600
Cost of sales		(9,637)	(8,133)
<b>Gross profit</b>		<b>4,336</b>	<b>3,467</b>
Administrative expenses		(2,314)	(1,836)
<b>Operating profit</b>	2	<b>2,022</b>	<b>1,631</b>
Finance income		36	1
Finance expense		(1)	-
<b>Profit before income tax</b>		<b>2,057</b>	<b>1,632</b>
Income tax expense	4	(403)	(329)
<b>Profit for the financial year</b>		<b>1,654</b>	<b>1,303</b>

The notes on pages 11 to 19 are an integral part of these financial statements.

# ABC Teachers Limited

## Statement of comprehensive income

	Year ended 31 August	
	2017	2016
	£'000	£'000
Profit for the financial year	1,654	1,303
<b>Total comprehensive income for the year</b>	<b>1,654</b>	<b>1,303</b>

The notes on pages 11 to 19 are an integral part of these financial statements.

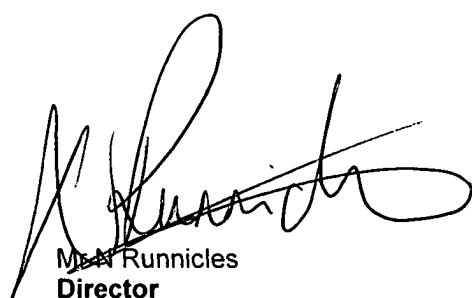
# ABC Teachers Limited

## Balance sheet

		As at 31 August	
	Note	2017 £'000	2016 £'000
<b>Non-current assets</b>			
Tangible assets	5	45	48
		<b>45</b>	<b>48</b>
<b>Current assets</b>			
Cash at bank and in hand		1,331	1,463
Trade and other receivables	6	1,896	702
		<b>3,227</b>	<b>2,165</b>
<b>Current liabilities</b>			
Trade and other payables	7	(651)	(1,104)
Current income tax liabilities	4	(189)	(330)
		<b>(840)</b>	<b>(1,434)</b>
<b>Net current assets</b>		<b>2,387</b>	<b>731</b>
<b>Non-current liabilities</b>			
Deferred tax	8	(9)	(10)
<b>Net assets</b>		<b>2,423</b>	<b>769</b>
<b>Equity</b>			
Called up share capital	9	1	1
Retained earnings		2,422	768
<b>Total equity</b>		<b>2,423</b>	<b>769</b>

The notes on pages 11 to 19 are an integral part of these financial statements.

The financial statements on pages 7 to 19 were approved by the Board of Directors on 15 December 2017 and signed on its behalf by:



Mr N Runnicles  
Director

# ABC Teachers Limited

## Statement of changes in equity for the year ended 31 August 2017

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
<b>Balance as at 1 September 2015</b>	<b>1</b>	<b>3,024</b>	<b>3,025</b>
<b>Comprehensive income</b>			
Profit for the financial year	-	1,303	1,303
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>1,303</b>	<b>1,303</b>
Dividend payments	-	(3,439)	(3,439)
Share buy back	-	(120)	(120)
<b>Balance as at 31 August 2016</b>	<b>1</b>	<b>768</b>	<b>769</b>
<b>Comprehensive income</b>			
Profit for the financial year	-	1,654	1,654
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>1,654</b>	<b>1,654</b>
<b>Balance at 31 August 2017</b>	<b>1</b>	<b>2,422</b>	<b>2,423</b>

The notes on pages 11 to 19 are an integral part of these financial statements.

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017

### 1 Significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been applied consistently to all years presented, unless otherwise stated.

#### 1.1 Basis of preparation

The financial statements of ABC Teachers Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). ABC Teachers Limited is a private limited liability company incorporated and domiciled in the United Kingdom. The Company is a wholly-owned subsidiary of TES Global Holdings Direct Limited and is included in the consolidated financial statements of TES Global Holdings Direct Limited which are publicly available. The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 as applicable to companies using FRS 101. The financial statements have been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IAS 7, 'Statement of cash flows';
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group;
- Management of financial risk disclosures including management of credit, liquidity, and market risk and interest rate sensitivity analysis;
- Disclosures around categories of financial instruments; and
- Disclosure of new accounting standards and interpretation but not yet effective.

#### 1.2 Going concern

The directors confirm that having reviewed the Company's cash requirements for the next 12 months, they have a reasonable expectation that the Company has adequate resources to continue in operational existence and meet its liabilities as and when they fall due for the foreseeable future. For this reason they have adopted the going concern basis in preparing these financial statements.

#### 1.3 New accounting standards

Up to the date of issue of our consolidated financial statements, the IASB has issued a number of amendments, new standards and interpretations which are not yet effective for the year ended 31 August 2017 and which have not been adopted in our consolidated financial statements. These include the following which may be relevant to us.

	Effective for accounting periods beginning on or after
IFRS 15, Revenue from Contracts with Customers	January 1, 2018
IFRS 9, Financial instruments	July 1, 2018
IFRS 16, Leases	January 1, 2019

For those amendments effective beginning on or after 1 September 2017, we will adopt them when they become effective. For those new standards with effective date beginning on or after January 1, 2018, we are in the process of making an assessment of what the impact of these amendments, new standards and interpretations is expected to be in the period of initial application. So far we have concluded that the adoption of them is unlikely to have a significant impact on our results of operations and financial position.

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 1 Significant accounting policies (continued)

#### 1.4 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for intended use.

Assets are depreciated over their expected useful lives less estimated residual value. The principal rates, using the straight-line basis, are as follows:

Category	Rate of depreciation
Fixtures and fittings	25% reducing balance

#### 1.5 Trade and other receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. When a trade receivable is uncollectable, it is written off. Subsequent recoveries of amounts previously written off are credited to the income statement.

#### 1.6 Share capital

All ordinary shares are classified as equity and carry the same voting and dividend rights.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

#### 1.7 Trade and other payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

#### 1.8 Current and deferred income tax

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the statement of financial position date.

Deferred income tax is provided, using the liability method, on temporary differences between the tax bases of assets and liabilities and their carrying amounts, in the financial statements at the statement of financial position date. Deferred income tax assets relating to the carry-forward of unused tax losses are recognised to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

#### 1.9 Revenue recognition

Revenue represents net invoiced sale of services, excluding value added tax, and is recognised when the service to the customer has been completed. Revenue is only recognised when the amounts are fixed or determinable and collectability is reasonably assured.

Specifically, revenue in respect of temporary teacher placements is recognised immediately on the completion of the short-term assignment. Permanent teacher placements are recognised immediately on the commencement of the placement.

#### 1.10 Cost of sales

Cost of sales includes costs paid to the supply teachers and any other costs associated directly with the revenue generating activities of the Company.

# **ABC Teachers Limited**

## **Notes to the financial statements for the year ended 31 August 2017 (continued)**

### **1 Significant accounting policies (continued)**

#### **1.11 Finance income**

Finance income is recognised using the effective interest method. When a loan and receivable is impaired, the company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income.

#### **1.12 Cash and cash equivalents**

Cash and cash equivalents comprises cash on hand and time, call and current balances with banks and similar institutions, which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

#### **1.13 Critical accounting estimates and judgements**

The preparation of the Company's financial statements in accordance with FRS 101 requires decisions and estimates for some items, which might have an effect on their recognition and measurement in the balance sheet and income statement. The actual amounts realised may differ from these estimates.

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 2 Operating profit

	2017 £'000	2016 £'000
Depreciation	14	15
Auditors' remuneration	5	4
Contributions to money purchase pension scheme	-	40

### 3 Employee benefit expense

	2017 £'000	2016 £'000
Wages and salaries	1,547	1,145
Social security costs	170	120
Other pension costs (note 14)	-	40
	1,717	1,305

The average number of persons employed by the company in the year was 42 (2016: 36).

Directors' remuneration	2017 £'000	2016 £'000
Directors' remuneration	96	68
Directors' pension contributions to money purchase schemes	-	40
	96	108

#### Directors' advances, credits and guarantees

The following advances and credits to a director took place during the years ended 31 August 2017 and 31 August 2016:

	2017 £'000	2016 £'000
<b>L Jackson</b>		
Balance outstanding at start of year	-	505
Amounts advanced	-	81
Amounts repaid	-	(586)
<b>Balance outstanding</b>	-	-



# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 4 Income tax expense

	2017 £'000	2016 £'000
<b>Current tax</b>		
Current tax on profits for the year	404	330
<b>Total current tax</b>	<b>404</b>	<b>330</b>
<b>Deferred tax (note 8)</b>		
Origination and reversal of temporary differences	(1)	(1)
<b>Total deferred tax</b>	<b>(1)</b>	<b>(1)</b>
<b>Income tax charge</b>	<b>403</b>	<b>329</b>

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

The main rate of UK corporation tax was 20% throughout the year ending 31 August 2016 and fell to 19% with effect from 1 April 2017.

The tax charge in the income statement is equal to (2016: higher than) the standard rate of corporation tax in the UK of 19.58% (2016: 20%). A reconciliation of the tax charge for the year to the profit for the year multiplied by the applicable UK tax rate is shown below:

	2017 £'000	2016 £'000
<b>Profit before income tax</b>	<b>2,057</b>	<b>1,632</b>
Tax calculated at the standard rate of corporation tax in the UK of 19.58% (2016: 20%)	403	326
Tax effects of:		
Expenditure not deductible for tax purposes	-	3
Depreciation in excess of capital allowances	1	1
Origination and reversal of temporary differences	(1)	(1)
<b>Income tax charge</b>	<b>403</b>	<b>329</b>

At 31 August 2017, income tax of £189k is payable to HM Revenue and Customs which is included within current liabilities in the balance sheet (2016: £330k).

Finance No.2 Bill 2015 became substantively enacted in October 2015, reducing the main rate of corporation tax from 20% to 19% from 1 April 2017, and Finance Bill 2016 became substantively enacted in September 2016 further reducing the rate to 17% from 1 April 2020.

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 5 Tangible assets

	Fixtures and fittings £'000	Total £'000
<b>Cost</b>		
At 1 September 2015	114	114
Additions	8	8
<b>At 31 August 2016</b>	<b>122</b>	<b>122</b>
<b>Accumulated depreciation</b>		
At 1 September 2015	59	59
Depreciation charge in the year	15	15
<b>At 31 August 2016</b>	<b>74</b>	<b>74</b>
<b>Net book value</b>		
<b>At 31 August 2016</b>	<b>48</b>	<b>48</b>
At 31 August 2015	55	55

	Fixtures and fittings £'000	Total £'000
<b>Cost</b>		
At 1 September 2016	122	122
Additions	11	11
<b>At 31 August 2017</b>	<b>133</b>	<b>133</b>
<b>Accumulated depreciation</b>		
At 1 September 2016	74	74
Depreciation charge in the year	14	14
<b>At 31 August 2017</b>	<b>88</b>	<b>88</b>
<b>Net book value</b>		
<b>At 31 August 2017</b>	<b>45</b>	<b>45</b>
At 31 August 2016	48	48

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 6 Trade and other receivables

	2017 £'000	2016 £'000
Trade receivables	794	572
Amounts owed from group undertakings	1,042	-
Social security and other taxes	11	112
Prepayments	49	18
<b>Total trade and other receivables</b>	<b>1,896</b>	<b>702</b>

Amounts owed by group undertakings are unsecured, repayable on demand and bear interest at a rate of 8% per annum (2016: 8%).

### 7 Trade and other payables

	2017 £'000	2016 £'000
Trade payables	6	9
Amounts owed to group undertakings (note 12)	302	250
Social security and other taxes	-	761
Other payables	86	1
Accrued expenses	257	83
<b>Total trade and other payables</b>	<b>651</b>	<b>1,104</b>

Amounts owed to group undertakings are unsecured, repayable on demand and bear interest at a rate of 8% per annum (2016: 8%).

### 8 Deferred tax liability

	2017 £'000	2016 £'000
Balance at start of year	10	11
Credit to income statement	(1)	(1)
<b>Balance at end of year</b>	<b>9</b>	<b>10</b>

The deferred tax liability is a result of capital allowances in excess of depreciation rates.

Deferred tax assets and liabilities are measured at tax rates that are expected to apply when the asset is realised or the liability is settled and which have been enacted or substantively enacted by the balance sheet date.

Finance No.2 Bill 2015 became substantively enacted in October 2015, reducing the main rate of corporation tax from 20% to 19% from 1 April 2017, and Finance Bill 2016 became substantively enacted in September 2016 further reducing the rate to 17% from 1 April 2020. Deferred tax balances have been recalculated to reflect these changes.

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 9 Called up share capital

Ordinary shares of £1 each

	31 August 2016		31 August 2016	
	Authorised		Allotted, issued and fully paid	
	No of shares	Share capital £	No of shares	Share capital £
A ordinary shares	510	510	510	510
B ordinary shares	170	170	170	170
	680	680	680	680

	31 August 2017		31 August 2017	
	Authorised		Allotted, issued and fully paid	
	No of shares	Share capital £	No of shares	Share capital £
A ordinary shares	510	510	510	510
B ordinary shares	170	170	170	170
	680	680	680	680

### 10 Dividends

	2017 £'000	2016 £'000
A ordinary shares of £1 each – Final dividend	-	3,410
B and C ordinary shares of £1 each – Final dividend	-	29
	-	3,439

During the prior year, a dividend of £3,358k was paid to TES Bidco Limited at £6,584.3 per share on 510 A ordinary shares. Mr L Jackson was also paid dividends of £52k at £80.8 per share on 650 A ordinary shares, £12.5k at £416.4 per share on 30 C ordinary shares and £16.6k at £555.2 per share on 30 B ordinary.

# ABC Teachers Limited

## Notes to the financial statements for the year ended 31 August 2017 (continued)

### 11 Operating lease commitments

	2017 £'000	2016 £'000
Not later than one year	61	61
Later than one year and no later than five years	86	86
Over five years	-	-
	147	147

### 12 Related party disclosures

At the end of the year the Company had amounts due from Tes Global Limited £1,042k (2016: Nil).

In addition, at the end of the year the Company had amounts due to TES Bidco Limited of £250k (2016: £250k) and Vision for Education Limited of £52k (2016: Nil).

The key management personnel of the company are considered to be the directors. Details of their compensation is given in note 3.

### 13 Controlling parties

The immediate parent undertaking is TES Bidco Limited, a company registered in England & Wales. The Company and its immediate parent are both consolidated entities of TES Global Holdings Direct Limited, a company registered in England & Wales.

Copies of the largest parent in the group, TES Global Holdings Direct Limited consolidated financial statements, which include the Company, are available from The Company Secretary, TES Global Holdings Direct Limited, 26 Red Lion Square, London WC1R 4HQ.

Copies of the smallest parent in the group, TES Global Holdings Limited consolidated financial statements, which include the Company, are available from The Company Secretary, TES Global Holdings Direct Limited, 26 Red Lion Square, London WC1R 4HQ.

TES Global Holdings Direct Limited is wholly owned by the ultimate parent undertaking, TES Global Investments S.à.r.l, a company incorporated in Luxembourg.

The directors consider that the ultimate controlling party of the Company is TPG Capital LLP, headquartered in the US, on behalf of the funds under its management.

### 14 Pension

The Company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the income statement in the period to which they relate. Contributions payable by the Company to the fund in respect of the year ended 31 August 2017 amounted to Nil (2016: £40k).

### 15 Events after the reporting period

No material events have taken place subsequent to the reporting date.