

Company Registration No. 09268120 (England and Wales)

**INSPIRED EUROPE HOLDINGS LTD**  
**UNAUDITED ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 AUGUST 2021**

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# INSPIRED EUROPE HOLDINGS LTD

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# INSPIRED EUROPE HOLDINGS LTD

## COMPANY INFORMATION

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<b>Directors</b>	Mr Nadim Nsouli Mr Alexander Clement Mr Robert Rostas
<b>Company Number</b>	09268120
<b>Registered Office</b>	Sixth Floor 3 Burlington Gardens London W1S 3EP United Kingdom
<b>Bank</b>	Barclays Bank 1 Churchill Place London E14 5HP United Kingdom
<b>Secretary</b>	Intertrust (UK) Limited 1 Bartholomew Lane London EC2N 2AX United Kingdom

# INSPIRED EUROPE HOLDINGS LTD

## STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2021

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### PRINCIPAL ACTIVITIES

The principal activity of Inspired Europe Holdings Limited ("the Company") is that of an intermediate holding company.

### BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The profit and loss account is set out on page 9.

The directors consider the underlying performance of the Company to be satisfactory. It is the intention of the Company to continue in its principal activity for the foreseeable future.

The Company's net assets at 31 August 2021 were £166.5 million (2020: £147.2 million).

### KEY PERFORMANCE INDICATORS

The Board uses a range of key performance indicators (KPI's) to monitor performance and progress towards strategic objectives. The principal KPI is profit or loss for the year.

	2021	2020	
Profit for the year	£20,612,106	£74,135	Profit for 2021 is largely a result of dividend income from subsidiaries

### PRINCIPAL RISKS AND UNCERTAINTIES

The Company's operations expose it to a variety of financial risks that include liquidity, interest rate, foreign exchange and market risks. The Company has mechanisms in place that seek to limit the impact of the adverse effects of these risks on the financial performance of the Company.

#### Liquidity risk

The Company actively manages its finances to ensure that the Company has sufficient funds available for its operations.

#### Interest rate risk

The Company has both interest bearing assets and liabilities. The interest bearing assets and liabilities are cash balances and amounts owed to/from group undertakings, subject to fixed interest rates. The directors keep the interest rate risk under constant review.

#### Foreign exchange risk

The Company does not currently use financial instruments to manage the risk of fluctuating exchange rates and as such no hedge accounting is applied. The directors keep these measures under constant review.

#### Market risk

The Company actively looks to maintain and improve product quality and customer offerings, which together with established strong customer relationships combine to mitigate market risks.

As part of the Company's disaster recovery planning, the Company has introduced a number of remote learning solutions to mitigate against the potential impact of any unforeseen closure of school premises, as was experienced as part of the COVID-19 pandemic. The provision of such solutions allows the Company's subsidiaries to continue to deliver their primary principal activity of delivering education services

# INSPIRED EUROPE HOLDINGS LTD

## STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2021

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### STATEMENT BY THE DIRECTORS IN PERFORMANCE OF THEIR STATUTORY DUTIES IN ACCORDANCE WITH S172(1) COMPANIES ACT 2006

As part of a Group, a number of the decisions and policies affecting employees, the environment, suppliers and other stakeholders are made or set at a group (parent entity) level, with the directors of the Company ensuring when applying those policies that they are meeting their duties to the Company.

Information on the Group's strategy and other decisions made by the directors of the Group are outlined in the Strategic Report of Inspired Education Holdings Limited, being the Company's parent company. The consolidated financial statements of Inspired Education Holdings Limited are available from its registered office at Sixth Floor, 3 Burlington Gardens, London, United Kingdom W1S 3EP.

Decisions made by the Directors of the Company are made to have a long-term beneficial impact on the Company and to contribute to the Group's success in delivering a better quality education for its students. Our decisions take into account the impact of the company's operations on the community and environment, and our wider societal responsibilities.

The Board of Directors consider that in the decisions taken during the year, they have acted in a way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, having regard to (amongst other matters):

- the likely consequences of any decision in the long term;
- the interests of the Group's employees;
- the need to foster the Company's business relationships with suppliers, customers and others;
- the impact of the Company's operations on the community and the environment; and
- the desirability of the Company maintaining a reputation for high standards of business conduct.

The Board reviews material new contracts to ensure that the appropriate level of diligence has been performed in understanding the obligations, risks and terms. This enables the Company to protect the integrity and long-term sustainability of its business, to meet its strategic objectives and to create value for its shareholder, lenders and suppliers.

Our intention is to behave responsibly and ensure that management operate the business in a responsible manner, operating within the high standards of business conduct and good governance expected for a business such as ours.

The Company does not have any employees. The employees of the Group are however fundamental to the delivery of the Company's plan. The Group aims to be a responsible employer in its approach to the pay and benefits employees receive. The health, safety and well-being of employees is one of our primary considerations in the way the Group does business. The Group also has in place an equity ownership structure for certain senior management in the Group that aligns management's remuneration to the long-term sustainable success of the Company.

We also aim to act responsibly and fairly in how we engage and co-operate with all of our other primary stakeholders - our suppliers, communities, government regulators, debt providers, and shareholder - all of whom are integral to the success of the Company.

The Board is committed to social responsibility, community engagement and environmental sustainability. It achieves this through its commitment to a culture of ensuring the safety, health and wellbeing of everyone who works in the Group; creating positive environmental and social impact; and valuing and respecting all staff.

The company's website ([www.inspirededu.com](http://www.inspirededu.com)), and social media channels provide extensive and up-to-date news on recent developments.

# INSPIRED EUROPE HOLDINGS LTD

## STRATEGIC REPORT (CONTINUED) *FOR THE YEAR ENDED 31 AUGUST 2021*

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Approved by the Board and signed on their behalf by



Mr Alexander Clement  
**Director**

Date: 11 March 2022

# **INSPIRED EUROPE HOLDINGS LTD**

## **DIRECTOR'S REPORT FOR THE YEAR ENDED 31 AUGUST 2021**

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The Directors present their annual report and the unaudited financial statements of the Company for the year ended 31 August 2021.

Future developments and principal risks and uncertainties have been included in the Strategic Report and form part of this report by cross-reference.

### **RESULTS AND DIVIDENDS**

The Company recorded a profit for the year of £20,612,106 (2020: £74,135). During the year, the Company paid dividends of £1,302,290 (2020: £nil) and the directors do not recommend the payment of a final dividend.

### **DIRECTORS**

The Directors that held office during the year and to the date of this report, unless otherwise stated, are as follows:

Mr Nadim Nsouli

Mr Alexander Clement

Mr Robert Rostas

Qualifying third-party indemnity provisions were in place during the financial year and at the date of this report for the benefit of the Company's directors as well as directors of the Company's related entities.

### **POLITICAL AND CHARITABLE DONATIONS**

The Company made no charitable or political donations, nor incurred any political expenditure during the year (2020: £nil).

### **GOING CONCERN**

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons:

The Company is reliant on financial support from Inspired Education Holdings Limited, the Company's parent undertaking. Inspired Education Holdings Limited has confirmed that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the Company. This will enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment.

The key factors in considering the ability for Inspired Education Holdings Ltd to provide funding to the Company are available cash balances; access to loan facilities; and ability to meet the covenants under the terms of loan facilities. Notwithstanding the uncertainty of the impact of the current COVID-19 pandemic, the Directors of Inspired Education Holdings Ltd consider that there are no material uncertainties that may cast significant doubt about Inspired Education Holdings Ltd's ability to continue as a going concern, and therefore to be able to provide financial support to the Company as is needed.

### **POST BALANCE SHEET EVENTS**

In January 2022, as part of the internal restructuring of the Group, the Company sold to Inspired Finco Holdings Limited all the shares held in SLS S.p.a. and in International School of Europe S.p.a. for a total consideration of £187,788,102. The investments in SLS S.p.a. and International School of Europe S.p.a. with net book values of £21,695,430 and £57,582,332 respectively were disposed of, resulting in a total gain on sale of subsidiaries of £108,510,340.

# INSPIRED EUROPE HOLDINGS LTD

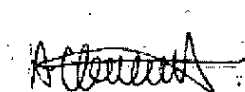
## **DIRECTOR'S REPORT (CONTINUED)** **FOR THE YEAR ENDED 31 AUGUST 2021**

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### **APPROVAL OF REDUCED DISCLOSURES**

The Company, as a qualifying entity, has taken advantage of the disclosure exemptions available under FRS 101 in relation to financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash flow statement, standards not yet effective, impairment of assets and related party transactions.

Approved by the Board and signed on their behalf by



Mr Alexander Clement  
**Director**

Date: 11 March 2022

Company Registration No. 09268120



# **INSPIRED EUROPE HOLDINGS LTD**

## **DIRECTOR'S RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 AUGUST 2021**

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The directors are responsible for preparing the Strategic Report, 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 "Reduced Disclosure Framework". 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 and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

# INSPIRED EUROPE HOLDINGS LTD

## PROFIT AND LOSS ACCOUNT YEAR ENDED 31 AUGUST 2021

		2021	2020
	Notes	£	£
Turnover		-	-
Operating expenses		(284,155)	(294,132)
<b>Operating loss</b>		(284,155)	(294,132)
Foreign exchange (loss) / gain		(897,347)	167,449
Dividend income from subsidiaries		20,282,627	-
Finance income	3	2,467,593	1,009,150
Finance costs	3	(956,612)	(808,332)
<b>Profit before taxation</b>	2	20,612,106	74,135
Tax	4	-	-
<b>Profit for the year</b>		20,612,106	74,135

The notes on pages 11 to 19 form part of these financial statements.

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account and on this basis no separate statement of comprehensive income has been prepared.

# INSPIRED EUROPE HOLDINGS LTD

## BALANCE SHEET

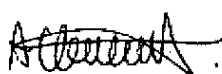
AS AT 31 AUGUST 2021

	Notes	2021 £	2021 £	2020 £	2020 £
<b>Fixed Assets</b>					
Investments	5		129,379,434		129,379,434
<b>Current assets</b>					
Debtors	6	52,634,688		36,314,007	
Prepayments		5,594		417	
Cash at bank and in hand		165,941		1,375,177	
		<u>52,806,223</u>		<u>37,689,601</u>	
<b>Creditors: amounts falling due within one year</b>	7	<u>(15,722,599)</u>		<u>(19,915,794)</u>	
<b>Net current assets</b>			37,083,624		17,773,807
<b>Total assets less current liabilities</b>			<u>166,463,058</u>		<u>147,153,241</u>
<b>Net assets</b>			<u>166,463,058</u>		<u>147,153,241</u>
<b>Capital and reserves</b>					
Called-up share capital	8		11,133,053		11,133,053
Share premium account			129,223,402		129,223,402
Profit and loss account			26,106,603		6,796,786
<b>Shareholders' funds</b>			<u>166,463,058</u>		<u>147,153,241</u>

The notes on pages 11 to 19 form part of these financial statements.

For the year ending 31 August 2021, the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies. The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board and authorised for issue on 11 March 2022



Mr Alexander Clement  
Director

Company Registration No. 09268120

# INSPIRED EUROPE HOLDINGS LTD

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 AUGUST 2021

	Notes	Share capital £	Share premium account £	Profit and loss account £	Total £
<b>Balance at 1 September 2019</b>		11,133,053	129,223,402	6,722,651	147,079,107
Profit for the year		-	-	74,135	74,135
<b>Total comprehensive income for the year</b>		-	-	74,135	74,135
<b>Balance at 31 August 2020</b>		11,133,053	129,223,402	6,796,787	147,153,242
Profit for the year		-	-	20,612,106	20,612,106
<b>Total comprehensive income for the year</b>		-	-	20,612,106	20,612,106
Dividend paid				(1,302,290)	(1,302,290)
<b>Balance at 31 August 2021</b>		11,133,053	129,223,402	26,106,603	166,463,058

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

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### 1 Accounting policies

Inspired Europe Holdings Ltd is a private company limited by shares, incorporated in England and Wales under the Companies Act. The registered office address is included in the 'Company Information' section of this report.

The Company is exempt from the preparation of consolidated financial statements, because it is included in the consolidated group accounts of Inspired Education Holdings Limited. The group accounts of Inspired Education Holdings Limited, the Company's controlling entity and ultimate parent, are available to the public and can be obtained as set out in note 9. These financial statements present information about the Company as an individual undertaking and not about its group.

The Company has applied Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101) issued by the Financial Reporting Council (FRC) incorporating the Amendments to FRS 101 issued by the FRC in July 2015 and the amendments to Company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 that are effective for accounting periods beginning on or after 1 January 2016.

The Company does not have any employees other than the directors. No director received any remuneration for their services to this Company.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to business combinations, financial instruments, presentation of a cash-flow statement, standards not yet effective and related party transactions (including compensation of key management personnel). Where relevant, equivalent disclosures have been given in the group accounts named above.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

#### 1.2 Going concern

The financial statements have been prepared on the going concern basis, which the directors believe to be appropriate for the following reasons:

The Company is reliant on financial support from Inspired Education Holdings Limited, the Company's parent undertaking. Inspired Education Holdings Limited has confirmed that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the Company. This will enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment.

The key factors in considering the ability for Inspired Education Holdings Ltd to provide funding to the Company are available cash balances; access to loan facilities; and ability to meet the covenants under the terms of loan facilities.

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

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### 1.2 Going concern (continued)

Notwithstanding the uncertainty of the impact of the current COVID-19 pandemic, the Directors of Inspired Education Holdings Ltd consider that there are no material uncertainties that may cast significant doubt about Inspired Education Holdings Ltd's ability to continue as a going concern, and therefore to be able to provide financial support to the Company as is needed.

### 1.3 Investments in subsidiaries

Investments in subsidiaries are accounted for at cost less, where appropriate, provisions for impairment.

### 1.4 Borrowing costs

Borrowing costs are recognised in profit or loss in the period in which they are incurred.

### 1.5 Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full on timing differences, which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

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### 1.6 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

#### (i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

- (a) The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.
- (b) The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.
- (c) The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).
- (d) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- (e) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.
- (f) Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

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### 1.6 Financial instruments (continued)

With the exception of some hedging instruments, other debt instruments not meeting these conditions are measured at fair value through profit or loss.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires

### 1.7 Interest receivable/payable

All interest receivable/payable is recognised on an accruals basis.

### 1.8 Dividend income

Dividend income is recognised when the right to receive payment is established.

### 1.9 Critical accounting judgements

In the course of preparing the financial statements, no judgements have been made in the process of applying the Group's accounting policies, other than those involving estimations (listed below), that have had a significant effect on the amounts recognised in the financial statements.

### 1.10 Key sources of estimation uncertainty

In the application of the company's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The key sources of estimation uncertainty at the reporting period, that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

#### *Carrying value of investments*

The Company tests annually whether investments have suffered any impairment. The recoverable amounts of cash-generating units have been determined based on value in use calculations. The value in use calculation requires the Directors to estimate the future cash flows expected to arise from each investment and a suitable discount rate in order to calculate present value. Central costs are not allocated to individual investments.



# **INSPIRED EUROPE HOLDINGS LTD**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**YEAR ENDED 31 AUGUST 2021**

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### **1.11 Adoption of new and revised Standards**

#### Adoption of IFRS standards that are mandatorily effective for the current year

In the current year, the Company has adopted all new standards issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2020. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements.

The Company has reviewed the new and revised IFRS Standards that have been issued but are not yet effective. The Directors do not expect the adoption of these Standards to have a material impact on the financial statements.

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

### 2 Profit before taxation

2021

2020

£

£

Profit before taxation is stated after charging:

Auditor's remuneration – Audit of Company annual accounts

-

-

### 3 Finance income / costs

2021

2020

£

£

Interest income on intercompany loan

2,467,593

1,009,150

Interest expense on intercompany loan

(956,612)

(808,332)

Net finance income

1,510,981

200,818

### 4 Taxation

2021

2020

£

£

Total current tax

-

-

Profit before taxation

20,612,106

74,135

Profit before taxation at the standard UK corporation tax of 19% (2020: 19%)

3,916,300

14,086

Effects of:

Non-deductible expenses

-

8,429

Non-taxable income

(3,853,699)

-

Group relief claimed

(62,601)

(22,515)

(3,916,300)

(14,086)

Current tax charge for the year

-

-

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) YEAR ENDED 31 AUGUST 2021

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### 5 Investments

*Shares in group undertakings and participating interests*

£

#### **Cost**

At 1 September 2020

129,379,434

At 31 August 2021

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129,379,434

#### **Net book value**

At 31 August 2021

129,379,434

At 31 August 2020

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129,379,434

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# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

### 5 Investments (continued)

As at 31 August 2021, the Company had investments in the following subsidiary undertakings:

Name	Country of Incorporation	Registered office	Principal activity	Description of shares held	Percentage of ordinary shares held by Company
Fulham Prep School Holdings Limited	UK	200 Greyhound Road, Fulham Prep School, London, W14 9SD, England	Holding company	A and B Ordinary £1 shares	100%
The Fulham Prep School Limited	UK	200 Greyhound Road, Fulham Prep School, London, W14 9SD, England	Education services	Ordinary £1 shares	100%
The Fulham Prep School (2002) Limited	UK	200 Greyhound Road, Fulham Prep School, London, W14 9SD, England	Education services	Ordinary £1 shares	100%
Inspired UK Holdings Limited	UK	6th Floor, 3 Burlington Gardens, Mayfair, London, W1S 3EP, England	Holding company	Ordinary £1 shares	100%*
SJS Management Services SRL	Belgium	146 Dreve Richelle Waterloo, Belgium	Management company	Ordinary €1 shares	100%*
St John's International School ASBL	Belgium	146 Dreve Richelle Waterloo, Belgium	Education services	Ordinary €1 shares	100%
SJS Property SRL	Belgium	146 Dreve Richelle Waterloo, Belgium	Property management	Ordinary €1 shares	100%
Ecole Internationale St George's SA	Switzerland	Chemin de St Georges 19, 1815 Clarens, Switzerland	Education services	Ordinary CHF 100 shares	100%*
Berkshire Property	Mauritius	10th Floor, Standard Chartered, 19 Cybercity, Ebene, Mauritius	Investment holding	Ordinary US\$1 shares	100%
Reddam Property UK Limited	Mauritius	10th Floor, Standard Chartered, 19 Cybercity, Ebene, Mauritius	Property management	Ordinary £1 shares	100%
SLS Properties S.r.l	Italy	Vicolo San Giovanni Sul Muro N.9, Milan, Italy	Property management	Ordinary €1 shares	51%
Reddam House (Berkshire) Limited	UK	Reddam House, Bearwood, Wokingham, RG41 5GB, England	Education services	Ordinary £1 shares	100%
Reddam House Events Limited	UK	Reddam House, Bearwood, Wokingham, RG51 5BG, England	Events Management	Ordinary £1 shares	100%
International School of Europe S.P.A	Italy	Via Manfredo Camperio N.14, Milano, Italy	Education services	Ordinary €1 shares	100%
International School of Italy S.r.l	Italy	Via Adda 25, Fino Mornasco, Italy	Education services	Ordinary €1 shares	100%
Bergamo International Studies S.r.l.	Italy	Via Teodoro Frizzini 19/A CAP 24121	Education services	Ordinary €1 shares	60%
International School of Ticino S.r.l	Switzerland	Via alla Campagna, Lugano, CH 6900, Switzerland	Education services	Ordinary CHF 1 shares	100%*
SLS S.P.A.	Italy	Via Cavaglia N.1, Milano, Italy	Education services	Ordinary €1 shares	100%*
Septimo Limited	UK	6th Floor, 3 Burlington Gardens, Mayfair, London, W1S 3EP, England	Holding company	Ordinary £1 shares	100%*
International School at Sotogrande SL	Spain	Avd de la Reserva s/n San Roque, Sotogrande, 11310 Cádiz Spain	Education services	Ordinary €1 shares	100%
Integral International School at Sotogrande SL	Spain	Avd de la Reserva s/n San Roque, Sotogrande, 11310 Cádiz Spain	Education services	Ordinary €1 shares	100%
Ceroal ITG, SL	Spain	Calle Serrano, 41-4º Madrid, Spain	Property management	Ordinary €1 shares	100%*
Saint Michael's College (Tenbury) Limited	UK	3 Burlington Gardens, London, United Kingdom, W1S 3EP	Education services	Ordinary £1 shares	100%

\*Held directly by the Company.

# INSPIRED EUROPE HOLDINGS LTD

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

YEAR ENDED 31 AUGUST 2021

6 Debtors	2021	2020
	£	£
Amounts due from group companies	52,634,688	36,314,007

Amounts owed to/from group companies are payable on demand. Interest is charged at rates between 0% and 7.50% (2020: 0% and 7.50%)

7 Creditors: amounts falling due within one year	2021	2020
	£	£
Amounts owed to group companies	15,596,897	19,907,751
Other creditors	125,702	8,043
	<u>15,722,599</u>	<u>19,915,794</u>

Amounts owed to/from group companies are payable on demand. Interest is charged at rates between 0% and 6% (2020: 0% and 6%)

8 Share capital	2020	2019
	£	£
<b>Issued and fully paid</b>		
11,133,053 Ordinary shares of £1 (2020: 11,133,053)	<u>11,133,053</u>	<u>11,133,053</u>

The Company has one class of ordinary shares which carry no right to fixed income.

### 9 Controlling party, ultimate parent company and parent company of larger group

The Company is a subsidiary undertaking of Inspired Finco Holdings Limited, incorporated in the United Kingdom and registered at Sixth Floor, 3 Burlington Gardens, London, United Kingdom, W1S 3EP. The controlling party and ultimate parent company is Inspired Education Holdings Limited, incorporated in the United Kingdom.

The smallest and largest group in which the results of the Company are consolidated is that head by Inspired Education Holdings Limited. The consolidated financial statements of Inspired Education Holdings Limited will be available from its registered office at Sixth Floor, 3 Burlington Gardens, London, United Kingdom, W1S 3EP.

### 10 Contingent Liabilities

The company, along with its subsidiaries, have provided a guarantee to the bankers of the Group. The guarantee relates to the availability of borrowing facilities up to an amount of €880 million (2020: €800 million) in respect of the whole Group.

### 11 Post Balance Sheet Events

In January 2022, as part of the internal restructuring of the Group, the Company sold to Inspired Finco Holdings Limited all the shares held in SLS S.p.a. and in International School of Europe S.p.a. for a total consideration of £187,788,102. The investments in SLS S.p.a. and International School of Europe S.p.a. with net book values of £21,695,430 and £57,582,332 respectively were disposed of, resulting in a total gain on sale of subsidiaries of £108,510,340.