

WESTONBIRT SCHOOLS LIMITED

England & Wales · Charity number 311715

Details

Other names	WESTON BIRT SCHOOL LIMITED, WESTONBIRT SCHOOL LIMITED, WESTONBIRT SCHOOL SCHOLARSHIP, BURSARY AND PRIZE FUND
Status	Registered
Legal form	Charitable company
Company number	00230224
Registered	1964-02-03
Register	View on the Charity Commission register

Contact

Address	3 Avenue Gardens Teddington Middlesex TW11 0BH
Phone	02089773066
Email	SARAH.GOUGH@BLUEYONDER.CO.UK

Activities

Objects: The objects ("Objects") for which the Company is established are to advance education for the public benefit by:3.1 The provision of bursaries, scholarships or grants for boys or girls attending Westonbirt School or any other School in England or Wales which shall provide education in accordance with the Protestant principles of the Church of England.3.2 The support of the provision of education in accordance with the aforesaid principles at Schools, Colleges or Universities in England and Wales.

Activities: The principal charitable objective was to establish and maintain a school within the Protestant Principles of the Church of England. The school was sold and the charity is reviewing the possibility of making grants to other charities with similar objects.

Classification

- **How:** Makes Grants To Organisations, Other Charitable Activities
- **What:** Education/training
- **Who:** Children/young People

Geography

- **Area of benefit:** ENGLAND AND WALES
- Gloucestershire
- Wiltshire

Finances

Period end	Income	Expenditure	Assets	Employees
2024-11-30	£20,449	£324,227	-	-
2023-05-31	£843,995	£799,335	£3,656,511	1
2022-05-31	£148,391	£36,199	-	-
2021-05-31	£148,734	£44,472	-	-
2020-05-31	£148,744	£37,683	-	-

Trustees

Name	Role	Appointed
Rev Patrick John Whitworth	Chair	2021-01-04
JOHN RUSSELL BROWN		2020-10-30
James Gresford Brodrick Birdwood		2020-10-30
Richard Alan Portlock		2020-10-30
Sarah Parthina Gough		2024-02-16

Linked charities

- WESTON BIRT SCHOOL APPEAL FUND (311715-1)
- CANON HOWARD MEMORIAL FUND (311715-2)
- WESTONBIRT SCHOOL SCHOLARSHIP, BURSARY AND PRIZE FUND (311715-3)

WESTONBIRT SCHOOLS LIMITED

England & Wales - Charity number 311715

Accounts

WESTONBIRT SCHOOLS LIMITED (Limited by Guarantee)

Financial Statements for the year ended 31 May 2023

Together with Directors' and Auditor's Reports

Company Registration No. 230224

Registered Charity No. 311715

WESTONBIRT SCHOOLS LIMITED

DIRECTORS AND OFFICERS

Directors	JCB Birdwood JR Brown RA Portlock Reverend PJ Whitworth (Chair)
Company Secretary	MBM Porter
Registered Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Principal Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Solicitors	Charles Russell Speechlys LLP Compass House Lypiatt Rd Cheltenham GL50 2QJ
Independent Auditors	Saffery LLP 71 Queen Victoria Street London EC4V 4BE
Bankers	Barclays Bank Plc Wytham Court 11 West Way Oxford OX2 0JB
Investment Managers	CCLA Investment Management Limited One Angel Lane London EC4R 3AB Brewin Dolphin The Paragon Building 32 Counterslip Bristol BS1 6BX

WESTONBIRT SCHOOLS LIMITED

DIRECTORS'/TRUSTEES' REPORT

Financial Statements

The Directors of Westonbirt Schools Limited, who are also trustees of the charity for the purposes of Charity Law and the Directors of the Company for the purposes of Company law (and will be referred to throughout these accounts as the "Directors"), present their annual report and the audited financial statements of the Company for the year ended 31 May 2023.

Statement of Directors' Responsibilities

The Directors, who are trustees of the charity, are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charitable Company and of the incoming resources and application of resources, including the income and expenditure, of the Charitable Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements 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;
- 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 Charitable 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 Charitable Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware:

- there is no relevant audit information of which the Charitable Company's auditor is unaware; and
- Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Governance

The Directors are responsible for the overall management and control of Westonbirt Schools Limited and meet as often as necessary, but at least twice annually.

The Company's governing document is the Memorandum and Articles of Association as most recently amended and adopted by Special Resolution on 6 October 2020. The Company's Articles empower it to invest and deal with the moneys of the Company not immediately required as it thinks fit.

From 31 May 2018 the day to day running of the charity was delegated to the General Manager of Allied Schools Agency Limited who is also Company Secretary and who maintains regular contact with the Directors. There are no fulltime employees; the Company pays an agreed monthly fee to Allied Schools

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Agency Limited for the work of the General Manager and accounting services, and the General Manager is remunerated as Company Secretary.

New Directors are appointed by the Martyrs Memorial and Church of England Trust (MMT) and care is taken to ensure that all necessary skills and experience are represented.

Each new Director is provided a comprehensive briefing on the Company, its history and the current relationship with Westonbirt Limited and its parent company and is expected to attend one of the regularly available training courses for new charity trustees if needed.

Constitution

The Company is limited by guarantee and each of its members, being appointed by the Martyrs Memorial and Church of England Trust, has undertaken to contribute an amount not exceeding £1 (one pound) towards the assets of the Company in the event of the same being wound up and the assets being insufficient to cover the Company's debts and liabilities. The Company is a registered charity.

The Company's governing document is its Articles of Association, as most recently amended on 6 October 2020 by Special Resolution. Westonbirt Schools Limited is a member of the Allied Schools Group of educational charities, all of which were founded or acquired by the Martyrs Memorial and Church of England Trust (MMT). On 26 September 2013 the Allied Schools signed a management agreement with MMT by which the members of the group agreed to the appointment of the Allied Schools Agency to oversee the performance of the charities and to monitor their adherence to the foundational religious principles on behalf of MMT.

Objectives and Activities

The Company's principal charitable objective was to establish and maintain a school at Westonbirt in Gloucestershire at which girls and boys are educated according to the Protestant principles of the Church of England.

Following a restructure in 2018, the Company leased the premises to Westonbirt Limited, a subsidiary of Wishford Schools (Group) Limited, which now operates Westonbirt School and Westonbirt Prep on the estate. At the time of the restructure the Company granted options for the purchase of the estate and fixed assets of the charity, including Rose Cottage, which was formerly the Headteacher's house. In June 2022, formal notice of exercise of the Options, in accordance with the terms of the relevant agreements, was received from Wishford Schools (Group) Limited. The sales of the properties were completed on 23 September 2022.

During the period of the lease, prior to exercise of the Options, the Directors' principal objective was to ensure that the estate at Westonbirt continued to provide a suitable location for the operation of a school, which educates over 700 children. Under the terms of the Business Transfer Agreement (BTA), between the Company and Westonbirt Limited, the schools operated by Westonbirt Limited will continue to educate children in accordance with the Protestant traditions of the Church of England.

The disposal of the properties in September 2022 is included in the statement of financial activities. As part of this transaction a donation was made to MMT of £750,000, which is included in expenditure in the statement of financial activities.

WESTONBIRT SCHOOLS LIMITED

DIRECTORS'/TRUSTEES' REPORT

Public Benefit

The Directors have given careful consideration to the Charity Commission's general guidance on Public Benefit and will continue, as they have in the past, to award bursaries to pupils who could not otherwise afford to attend an independent school. The Directors are reviewing the possibility of making grants to other charities which have similar charitable objects as that of the Company, being the provision of education in accordance with the Protestant Principles of the Church of England.

Estates

In 2018 the Directors entered into an arrangement with a firm of professional surveyors whose remit was to evaluate the priority areas of the buildings and estate for investment by the tenant and to ensure that the spending commitment by Westonbirt Limited was met over the period of the lease.

During the year to 31 August 2022 Westonbirt Limited spent £966,150 on qualifying works, bringing the total since the start of the lease to over £1.7 Million. Other expenditure on capital projects which enhance the site and improve the educational provision for pupils of the schools amounts to a further £2.2M. The Directors are satisfied that Westonbirt Limited and its parent company Wishford Schools (Group) Limited fulfilled their obligations under the lease.

Financial Review

Total income for the year was £843,995 (2022: £148,391), which included £295,881 gain on the disposal of the property. Total income for the period includes the release of the balance of deferred income, as explained in Notes 8 and 9 to the accounts.

Total expenditure for the year was £799,335 (2022: (£11,261)). This increase was primarily due to a donation of £750,000 having been paid to MMT as part of the property transaction.

The overall net movement in funds is a surplus of £148,804 for the year (2022: surplus of £146,641), resulting in total funds at 31 May 2023 of £3,656,511 (2022: £3,507,707). Of these total funds £164,444 is restricted (2022: £173,504).

Investment Policy

The investment funds at the Company's disposal consisted of a Scholarships, Bursaries and Prizes fund. The investment policy agreed by the Directors is to obtain a balanced return from income and capital growth, with no more than a medium level of risk. The Scholarships, Bursaries and Prizes fund is held within a portfolio managed on this basis by Brewin Dolphin.

The directors invited Brewin Dolphin and CCLA, a well-respected investment manager that manages funds for charities, especially those with a connection to the Church of England, to submit proposals for investment of the funds from the property sales. After receiving proposals from these two firms, £3.115M was invested in CBF Church of England Investment Fund Accumulation Shares and £250,000 was deposited with CBF Church of England Deposit Fund, both of which are managed by CCLA.

The Directors have evaluated the performance of the investments in the year against their stated objectives and consider the performance satisfactory.

WESTONBIRT SCHOOLS LIMITED

DIRECTORS'/TRUSTEES' REPORT

Reserves and financial viability

The charity's reserves policy is to maintain unrestricted cash reserves to enable it to meet its short-term financial obligations.

Following the completion of the property sale in September 2022 the charity has high cash and investment balances and minimal overhead costs. The charity does not have any full time employees.

The Directors are satisfied that the charity has sufficient funds to meet its obligations for the foreseeable future.

Principal Risks and Uncertainties

The Board of Directors is responsible for the management of risks faced by Westonbirt Schools Limited, and puts in place measures for their mitigation as part of an annual process.

Prior to the sale of the estate to Westonbirt Properties Limited, a subsidiary of Wishford Schools (Group) Limited, the principal risk and uncertainty was the continued success of Westonbirt Limited in operating schools at Westonbirt during the Coronavirus pandemic. Westonbirt Limited continues to thrive with prep and senior schools educating record numbers. Recently, Westonbirt School received the accolade of being named the Co-educational Independent School of the Year. Following the sale of the properties Directors now consider the principal risk to the charity would be a poor or unsuccessful investment policy.

Directors have taken reasonable steps to avoid triggering the potential liability which would be crystallised if the charity withdraws from the TPT Retirement Solutions Growth Series pension scheme. They have taken advice from consulting actuaries, and are confident that there are sufficient funds to meet the liability if it is triggered by the withdrawal of the part time employee from the scheme. Directors anticipate receiving a report from TPT Retirement Solutions during the current year, which will determine the cessation charge if they confirm withdrawal from the scheme.

Looking Forward

The Directors will continue to award Bursaries for pupils at Westonbirt School and over the coming period will consider how to apply the funds now available to further the Company's charitable objects. Directors will consider the recommendation of the Head of Westonbirt School in making awards to deserving pupils who need financial support.

MMT will supervise the schools' maintenance of and commitment to the Protestant principles of the Church of England by maintaining contact with the chaplain and by visiting the schools.

Directors

The following Directors held office during the year ended 31 May 2023:

JCB Birdwood

JR Brown

RA Portlock

Reverend PJ Whitworth (Chair)

The current Directors, who are also the charity trustees and constitute the Board of Directors, are appointed by the Martyrs Memorial and Church of England Trust (MMT). None of the Directors who

**WESTONBIRT SCHOOLS LIMITED
DIRECTORS'/TRUSTEES' REPORT**

served during the year had a beneficial interest in any contract to which the Company was a party during the year.

This report was prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 23 November 2023 and signed on its behalf by:

A handwritten signature in black ink, appearing to read 'P.J. Whitworth', with a stylized flourish at the end.

Reverend PJ Whitworth
Chair of the Trustees

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2023

Opinion

We have audited the financial statements of Westonbirt Schools Limited for the year ended 31 May 2023 which comprise the statement of financial activities, balance sheet, the statement of cashflows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the charitable company's state of affairs as at 31 May 2023 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact.

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2023

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' Annual Report which includes the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Trustees' Annual Report which includes the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Annual Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and to take advantage of the small companies exemption in preparing the Trustees' Annual Report and the Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the trustees (who are also directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees 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 trustees are responsible for assessing the charitable 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 trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditors under the Companies Act 2006 and report in accordance with regulations made under that Act.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2023

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

Identifying and assessing risks related to irregularities:

We assessed the susceptibility of the charitable company's financial statements to material misstatement and how fraud might occur, including through discussions with the trustees, discussions within our audit team planning meeting, updating our record of internal controls and ensuring these controls operated as intended. We evaluated possible incentives and opportunities for fraudulent manipulation of the financial statements. We identified laws and regulations that are of significance in the context of the charitable company by discussions with trustees and updating our understanding of the sector in which the charitable company operates.

Laws and regulations of direct significance in the context of the charitable company include The Companies Act 2006, and guidance issued by the Charity Commission for England and Wales .

Audit response to risks identified:

We considered the extent of compliance with these laws and regulations as part of our audit procedures on the related financial statement items including a review of financial statement disclosures. We reviewed the charitable company's records of breaches of laws and regulations, minutes of meetings and correspondence with relevant authorities to identify potential material misstatements arising. We discussed the charitable company's policies and procedures for compliance with laws and regulations with members of management responsible for compliance.

During the planning meeting with the audit team, the engagement partner drew attention to the key areas which might involve non-compliance with laws and regulations or fraud. We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or knowledge of any actual, suspected or alleged fraud. We addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and identifying any significant transactions that were unusual or outside the normal course of business. We assessed whether judgements made in making accounting estimates gave rise to a possible indication of management bias. At the completion stage of the audit, the engagement partner's review included ensuring that the team had approached their work with appropriate professional scepticism and thus the capacity to identify non-compliance with laws and regulations and fraud.

There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2023

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



.....
Cara Turtington (Senior Statutory Auditor)
For and on behalf of

Saffery LLP
Chartered Accountants
Statutory Auditors
71 Queen Victoria Street
London
EC4V 4BE

Date: *28 November 2023*

Saffery LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

WESTONBIRT SCHOOLS LIMITED
STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 MAY 2023

	Notes	Unrestricted 2023 £	Restricted 2023 £	Total Year 31 May 2023 £	Total Year 31 May 2022 £
Income from:					
Investments					
Rents receivable		535,929	-	535,929	144,327
Investment income		7,514	4,671	12,185	4,064
Gain on disposal of property (option)	4	295,881	-	295,881	-
Total income		839,324	4,671	843,995	148,391
Expenditure on:					
Raising funds					
Finance costs		1,200	1,583	2,783	3,227
Charitable activities					
Support of provision of education		41,552	5,000	46,552	(14,488)
Donation to MMT		750,000	-	750,000	-
Total expenditure	2	792,752	6,583	799,335	(11,261)
Net gains/(losses) on investments	5	111,000	(7,148)	103,852	(13,599)
Net income / (expenditure)		157,572	(9,060)	148,512	146,053
Other recognised gains/(losses)					
Actuarial gains on defined benefit pension scheme		292	-	292	588
Net Movement in Funds		157,864	(9,060)	148,804	146,641
Fund balance brought forward at 1 June 2022		3,334,203	173,504	3,507,707	3,361,066
Fund balance carried forward at 31 May 2023	11	3,492,067	164,444	3,656,511	3,507,707

All activities relate to continuing operations.

The comparative statement of financial activities is shown in the final note to these financial statements.

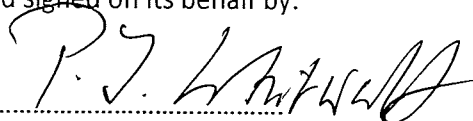
The accompanying notes are an integral part of these financial statements.

WESTONBIRT SCHOOLS LIMITED
BALANCE SHEET
AS AT 31 MAY 2023

	Notes	2023 £	2022 £
Tangible Fixed Assets	4	-	3,900,000
Investments			
Other Investments	5	3,646,184	173,744
		<u>3,646,184</u>	<u>173,744</u>
Current Assets			
Debtors	6	2,234	959
Cash at bank and in hand		38,766	12,828
		<u>41,000</u>	<u>13,787</u>
Creditors: amounts falling due within one year	7	(17,548)	(118,669)
Net Current Assets/(Liabilities)		<u>23,452</u>	<u>(104,882)</u>
Total Assets less Current Liabilities		<u>3,669,636</u>	<u>3,968,862</u>
Creditors: amounts falling due after more than one year	8	(506)	(440,785)
Provisions	12	(12,619)	(20,370)
Net Assets		<u>3,656,511</u>	<u>3,507,707</u>
Funds	10		
Restricted funds		164,444	173,504
Unrestricted funds		3,492,067	3,334,203
Total funds		<u>3,656,511</u>	<u>3,507,707</u>

These financial statements have been prepared in accordance with the provisions applicable to small companies.

The financial statements on pages 10 to 24 were approved by the board of Directors on 23 November 2023 and signed on its behalf by:



Reverend PJ Whitworth
Chair

Company number: 230224 (England and Wales)

The accompanying notes are an integral part of these financial statements.

WESTONBIRT SCHOOLS LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MAY 2023

	2023	2022
	£	£
Cash flows from operating activities (see below)	(813,540)	(5,853)
Cash flows from investing		
Investment income	12,185	4,064
Purchase of investments	(3,126,643)	(35,951)
Disposal of investments	13,039	37,937
Cash received on disposal of property	4,352,506	-
Cash costs of disposal of property	(156,625)	-
	1,094,462	6,050
Change in cash and cash equivalents	280,922	197
Cash and cash equivalents at period start	16,908	16,711
Cash and cash equivalents at period end	297,830	16,908
	2023	2022
	£	£
Reconciliation of net income to cash flow from operating activities:		
Net income	148,512	146,053
Adjustments for:		
(Gains)/losses on investments	(103,852)	13,599
Investment income	(12,185)	(4,064)
(Increase)/decrease in debtors	(1,275)	301
Increase/(decrease) in creditors under one year	(101,121)	(5,000)
Increase/(decrease) in creditors over one year	(440,279)	(84,828)
Increase/(decrease) in provisions	(7,751)	(72,502)
Actuarial movement on defined benefit pension scheme	292	588
(Gain) on disposal of property	(295,881)	-
	(813,540)	(5,853)
	2023	2022
	£	£
Cash at bank and in hand	38,766	12,828
Cash at investment manager	259,064	4,080
	297,830	16,908

1 Accounting Policies

1.1 Basis of Accounting

The financial statements have been drawn up on the historical cost basis of accounting. The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (second edition), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Charities Act 2011 and the Companies Act 2006.

The Company meets the definition of a public benefit entity under FRS 102.

The accounts are prepared in sterling which is the functional currency of the Company.

1.2 Going Concern

In preparing these financial statements the Directors have reviewed future expenditure and income and consider that there are adequate resources and reserves to allow the Company to continue to operate for the foreseeable future. For this reason, they continue to adopt the going concern basis of accounting.

1.3 Income and Expenditure

Income and expenditure is included in the financial statements on an accruals basis.

Income is recognised when the charity is entitled to it, the amount can be reliably measured and receipt is probable.

Expenditure is allocated to expense headings either on a direct cost basis, or apportioned according to management estimates on an appropriate basis.

Support costs are administration and other support costs incurred in supporting the charitable activities. Governance costs are those incurred in complying with statutory requirements and governance matters.

1.4 Tangible Fixed Assets (freehold property)

Expenditure relating to fixed assets is capitalised at cost and depreciated across the expected useful life of the asset.

The charity's fixed assets solely related to freehold land and buildings. The residual interests in these buildings were all disposed of in the year as explained further in note 4. On this basis there is no current year depreciation charged.

1 Accounting Policies (continued)

1.5 Pensions

The charity's employee is a member of TPT Retirement Solutions' Growth Plan. The Growth Plan is a multi-employer defined benefit pension scheme. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme. The Company has a commitment to fund the deficit in the scheme at a fixed rate, in accordance with an agreed schedule of contributions. This commitment is accounted for at the point the charity is notified of the amount payable and is discounted to its net present value. More details of this scheme are given in Note 12.

1.6 Investments

The investments are stated at market value, less any provision for permanent diminution in value. Market value is taken to be the mid-market price ruling at the balance sheet date.

1.7 Financial instruments

Excluding investments, the Company only has financial assets and liabilities of a kind that qualify as basic financial instruments (i.e. debtors and creditors).

1.8 Critical estimates and judgements

Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In making these estimates the charity makes assumptions concerning the future. The Directors do not believe that there is a significant risk of a material adjustment being made to the carrying amounts of assets and liabilities included in these financial statements within the next financial year.

Key estimates include the assumptions made by the actuary in valuing the pension liability (see note 12 for further details).

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

2 Analysis of total resources expended

Current year	Unrestricted funds £	Restricted funds £	31 May 2023 Total £
Raising funds			
Finance costs	1,200	1,583	2,783
	1,200	1,583	2,783
Charitable activities			
Bursary awards	-	5,000	5,000
Support costs	29,396	-	29,396
Amendment to pension contribution schedule	-	-	-
Governance costs	12,156	-	12,156
Donation	750,000	-	750,000
	791,552	5,000	796,552
Total expenditure	792,752	6,583	799,335

A donation of £750,000 was made to the Martyrs Memorial and Church of England Trust to fund future bursaries.

Comparative year	Unrestricted funds £	Restricted funds £	31 May 2022 Total £
Raising funds			
Finance costs	1,430	1,797	3,227
	1,430	1,797	3,227
Charitable activities			
Bursary awards	-	5,000	5,000
Support costs	22,379	-	22,379
Amendment to pension contribution schedule	(50,687)	-	(50,687)
Governance costs	8,820	-	8,820
	(19,488)	5,000	(14,488)
Total expenditure	(18,058)	6,797	(11,261)

Expenditure includes:

	31 May 2023 £	31 May 2022 £
Auditors' remuneration (excluding VAT) for:		
Audit services – current year	10,968	5,350
Other services	1,188	500

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

3 Staff Costs

	31 May 2023	31 May 2022
	£	£
Total staff costs comprised:		
Wages and salaries	502	500
Social security costs	-	-
Pensions cost	462	2,618
Amendment to pension contribution schedule	-	(50,687)
	<u>964</u>	<u>(47,569)</u>
The average numbers of employees in the period were:	2023	2022
	Number	Number
Management & administration	1	1
	<u>1</u>	<u>1</u>

There are no employees whose emoluments exceeded £60,000 on a pro rata basis (2022: none).

	31 May 2023	31 May 2022
	£	£
Aggregate employment benefits of key management personnel	<u>502</u>	<u>500</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

4 Tangible fixed assets

	Freehold property	Total
	£	£
Cost		
At 1 June 2022	5,823,282	5,823,282
Eliminated on disposal	(5,823,282)	(5,823,282)
At 31 May 2023	-	-
Depreciation		
At 1 June 2022	1,923,282	1,923,282
Eliminated on disposal	(1,923,282)	(1,923,282)
At 31 May 2023	-	-
Net Book Value		
At 1 June 2022	3,900,000	3,900,000
At 31 May 2023	-	-

The Company held freehold interests in the properties on the Westonbirt site.

During the year two underlying Option Agreements were exercised and the properties disposed of.

The gain on disposal of the properties is included in the statement of financial activities.

5 Investments

	2023	2022
	£	£
Balance brought forward	173,744	190,113
Purchases	3,126,643	35,951
Proceeds from disposals	(13,039)	(37,937)
Net gains/(losses)	103,852	(13,599)
Movement on investment cash	254,984	(784)
Balance carried forward	3,646,184	173,744

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

Investments are made up as follows:

	2023	2022
	£	£
UK Equities	3,253,992	36,594
UK Bonds	4,970	5,617
Overseas Bonds and Equities	80,035	118,017
Property and other	48,123	9,435
Cash	259,064	4,080
	<u>3,646,184</u>	<u>173,744</u>

One holding is considered material in the context of the portfolio, being £3,226,000 held in CBF Church of England Investment Fund Accumulation Shares.

6 Debtors

	2023	2022
	£	£
Other debtors	1,708	-
Prepayments and accrued income	526	959
	<u>2,234</u>	<u>959</u>

7 Creditors: Amounts falling due within one year

	2023	2022
	£	£
Accruals and deferred income	17,548	118,669
	<u>17,548</u>	<u>118,669</u>

8 Creditors: Amounts falling due after more than one year

	2023	2022
	£	£
Deferred rental income (note 9)	-	435,365
Accruals	506	5,420
	<u>506</u>	<u>440,785</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

9 Deferred income

	2023	2022
	£	£
At 1 June 2022	518,292	601,219
Released to income in the year	<u>(518,292)</u>	<u>(82,927)</u>
At 31 May 2023	<u>-</u>	<u>518,292</u>

The deferred income is expected to be recognised as follows:

	2023	2022
	£	£
Within 1 year	-	82,927
Within 1 to 2 years	-	82,927
Within 2 to 5 years	-	248,781
After more than five years	-	103,657
	<u>-</u>	<u>518,292</u>

Following disposal of the properties all remaining income relating to the lease premium was released.

10 Funds

Current year	Brought forward at 1 June 2022	Income	Expenditure	Gains/ (losses)	Transfers	Balance carried forward at 31 May 2023
	£	£	£	£	£	£
Unrestricted funds						
General funds	3,354,573	839,324	(792,290)	111,000	(7,921)	3,504,686
Pension fund reserve	(20,370)	-	(462)	292	7,921	(12,619)
	<u>3,334,203</u>	<u>839,324</u>	<u>(792,752)</u>	<u>111,292</u>	<u>-</u>	<u>3,492,067</u>
Restricted funds						
SBP	173,504	4,671	(6,583)	(7,148)	-	164,444
	<u>173,504</u>	<u>4,671</u>	<u>(6,583)</u>	<u>(7,148)</u>	<u>-</u>	<u>164,444</u>
Total	<u>3,507,707</u>	<u>843,995</u>	<u>(799,335)</u>	<u>104,144</u>	<u>-</u>	<u>3,656,511</u>

Designated funds

Within general funds is a pension scheme reserve with a deficit of £12,619 (2022: £20,370) relating to a defined benefit scheme provision (see note 12).

The transfers shown above reflect contributions paid to reduce the liability in the year. The comparative figures include the amendment to the contribution schedule.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

Restricted funds

The Scholarship, Bursary and Prizes fund (SBP) consists of funds that were originally raised by the Westonbirt Association, Westonbirt's old girls' association, to give financial support to the children of former pupils or their husbands who had lost their lives in the Second World War; over the years these funds have been supplemented by donations from former pupils and the restriction on the recipients of awards was changed to reflect the absence of any qualifying potential beneficiaries. The awards are made to deserving pupils, normally in the Sixth Form, who need financial support to complete their education at Westonbirt, having given consideration to the recommendation of the Head of Westonbirt School.

Comparative year	Brought forward at 1 June 2021	Income	Expenditure	Gains/ (losses)	Transfers	Balance carried forward at 31 May 2022
	£	£	£	£	£	£
Unrestricted funds						
General funds	3,264,102	144,327	18,558	-	(72,414)	3,354,573
Pension fund reserve	(92,872)	-	(500)	588	72,414	(20,370)
	<u>3,171,230</u>	<u>144,327</u>	<u>18,058</u>	<u>588</u>	<u>-</u>	<u>3,334,203</u>
Restricted funds						
SBP	189,836	4,064	(6,797)	(13,599)	-	173,504
	<u>189,836</u>	<u>4,064</u>	<u>(6,797)</u>	<u>(13,599)</u>	<u>-</u>	<u>173,504</u>
Total	<u>3,361,066</u>	<u>148,391</u>	<u>11,261</u>	<u>(13,011)</u>	<u>-</u>	<u>3,507,707</u>

11 Analysis of net assets between funds at 31 May

Current year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	-	-	-
Investments	3,481,495	164,689	3,646,184
Net current assets/(liabilities)	23,697	(245)	23,452
Long term liabilities and provisions	(13,125)	-	(13,125)
Total	<u>3,492,067</u>	<u>164,444</u>	<u>3,656,511</u>
Comparative year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	173,744	173,744
Net current liabilities	(104,642)	(240)	(104,882)
Long term liabilities and provisions	(461,155)	-	(461,155)
Total	<u>3,334,203</u>	<u>173,504</u>	<u>3,507,707</u>

Included within restricted funds is a revaluation deficit of £3,439 (2022: £5,325) in relation to the Brewin Dolphin investments.

Included within unrestricted funds is a revaluation reserve of £111,000 (2022: £nil) in relation to the CCLA investments.

12 Pensions: TPT Retirement Solutions – The Growth Plan

The Company participates in the scheme, a multi-employer scheme which provides benefits to some 638 non-associated participating employers. The scheme is a defined benefit scheme in the UK. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme.

The scheme is subject to the funding legislation outlined in the Pensions Act 2004 which came into force on 30 December 2005. This, together with documents issued by the Pensions Regulator and Technical Actuarial Standards issued by the Financial Reporting Council, set out the framework for funding defined benefit occupational pension schemes in the UK.

The scheme is classified as a 'last-man standing arrangement'. Therefore the Company is potentially liable for other participating employers' obligations if those employers are unable to meet their share of the scheme deficit following withdrawal from the scheme. Participating employers are legally required to meet their share of the scheme deficit on an annuity purchase basis on withdrawal from the scheme.

On 31 March 2023, the charity gave notice to TPT Retirement Solutions of its intention to withdraw from this pension scheme. Information has not yet been received estimating the exit charge. These accounts therefore continue to be prepared based on the FRS 102 valuation at 31 May 2023.

A full actuarial valuation for the scheme was carried out at 30 September 2020. This valuation showed assets of £800.3m, liabilities of £831.9m and a deficit of £31.6m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2023 to 31 January 2025:	£3,312,000 per annum	(payable monthly)
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Unless a concession has been agreed with the Trustee the term to 31 January 2025 applies.

Note that the scheme's previous valuation was carried out with an effective date of 30 September 2017. This valuation showed assets of £794.9m, liabilities of £926.4m and a deficit of £131.5m. To eliminate this funding shortfall, the Trustee had asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2019 to 30 September 2025:	£11,243,000 per annum	(payable monthly and increasing by 3% each on 1st April)
---	-----------------------	--

The recovery plan contributions are allocated to each participating employer in line with their estimated share of the Series 1 and Series 2 scheme liabilities.

Where the scheme is in deficit and where the Company has agreed to a deficit funding arrangement the Company recognises a liability for this obligation. The amount recognised is the net present value of the deficit reduction contributions payable under the agreement that

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

relates to the deficit. The present value is calculated using the discount rate detailed in these disclosures. The unwinding of the discount rate is recognised as a cost.

Present values of provision

	31 May 2023 (£s)	31 May 2022 (£s)	31 May 2021 (£s)
Present value of provision	12,619	20,370	92,872

Reconciliation of opening and closing provisions

	Year Ending 31 May 2023 (£s)	Year Ending 31 May 2022 (£s)
Provision at the start of the period	20,370	92,872
Unwinding of the discount factor (interest expense)	462	500
Deficit contribution paid	(7,921)	(21,727)
Remeasurements – impact of any change in assumptions	(292)	(588)
Remeasurements – amendments to the contribution schedule	-	(50,687)
	<u>12,619</u>	<u>20,370</u>

Income and expenditure impact

	Year Ending 31 May 2023 (£s)	Year Ending 31 May 2022 (£s)
Interest expense	462	500
Remeasurements – impact of any change in assumptions	(292)	(588)
Remeasurements – amendments to the contribution schedule	-	(50,687)

Assumptions

	31 May 2023 % per annum	31 May 2022 % per annum	31 May 2021 % per annum
Rate of discount	5.93	2.87	0.61

The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

13 Related party transactions

The Directors did not receive any remuneration or payment for services during the year nor did they receive reimbursement for expenses (2022: £nil).

The Company's key management personnel are the General Manager of the Allied Schools Agency ('the Agency') together with the Directors. The aggregate employment benefits of key management personnel are set out in note 3.

The General Manager of the Agency is also a trustee of the Agency. During the year, £8,359 (2022: £8,111) was paid to the Agency for services provided by the Agency. Expenditure in the year also includes loan interest of £324 (2022: £697), and accountancy services (covering management accounts and bookkeeping) of £1,875 (2022: £1,800).

During the year a donation of £750,000 was made to Martyrs Memorial and Church of England Trust (MMT) as part of the settlement with Wishford Schools. MMT is considered a related party because it can appoint all of the Company's directors.

There were no other related party transactions in the year.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2023

14 Comparative information

	Unrestricted 2022 £	Restricted 2022 £	Total 2022 £
Income from:			
Investments			
Rents receivable	144,327	-	144,327
Investment income	-	4,064	4,064
Total	144,327	4,064	148,391
Expenditure on:			
Raising funds			
Finance costs	1,430	1,797	3,227
Charitable activities			
Support of provision of education	(19,488)	5,000	(14,488)
Total	(18,058)	6,797	(11,261)
Net gains/(losses) on investments	-	(13,599)	(13,599)
Net income/(expenditure)	162,385	(16,332)	146,053
Other recognised gains/(losses)			
Actuarial losses on defined benefit pension scheme	588	-	588
Net movement on funds	162,973	(16,332)	146,641
Fund balance brought forward at 1 June 2021	3,171,230	189,836	3,361,066
Fund balance carried forward at 31 May 2022	3,334,203	173,504	3,507,707

WESTONBIRT SCHOOLS LIMITED

England & Wales - Charity number 311715

Accounts

WESTONBIRT SCHOOLS LIMITED (Limited by Guarantee)

Financial Statements for the year ended 31 May 2022

Together with Directors' and Auditor's Reports

Company Registration No. 230224

Registered Charity No. 311715

WESTONBIRT SCHOOLS LIMITED

DIRECTORS AND OFFICERS

Directors	JCB Birdwood JR Brown RA Portlock Reverend PJ Whitworth (Chair)
Company Secretary	MBM Porter
Registered Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Principal Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Solicitors	Charles Russell Speechlys LLP Compass House Lypiatt Rd Cheltenham GL50 2QJ
Independent Auditors	Saffery Champness LLP 71 Queen Victoria Street London EC4V 4BE
Bankers	Barclays Bank Plc Wytham Court 11 West Way Oxford OX2 0JB
Investment Managers	Brewin Dolphin The Paragon Building 32 Counterslip Bristol BS1 6BX

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Financial Statements

The Directors of Westonbirt Schools Limited, who are also trustees of the charity for the purposes of Charity Law and the Directors of the Company for the purposes of Company law (and will be referred to throughout these accounts as the "Directors"), present their annual report and the audited financial statements of the Company for the year ended 31 May 2022.

Statement of Directors' Responsibilities

The Directors, who are trustees of the charity, are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charitable Company and of the incoming resources and application of resources, including the income and expenditure, of the Charitable Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements 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;
- 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 Charitable 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 Charitable Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware:

- there is no relevant audit information of which the Charitable Company's auditor is unaware; and
- Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Governance

The Directors are responsible for the overall management and control of Westonbirt Schools Limited and meet as often as necessary, but at least twice annually.

The Company's governing document is the Memorandum and Articles of Association as most recently amended and adopted by Special Resolution on 6 October 2020. The Company's Articles empower it to invest and deal with the moneys of the Company not immediately required as it thinks fit.

From 31 May 2018 the day to day running of the charity was delegated to the General Manager of Allied Schools Agency Limited who is also Company Secretary and who maintains regular contact with the Directors. There are no fulltime employees; the Company pays an agreed monthly fee to Allied Schools

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Agency Limited for the work of the General Manager and accounting services, and the General Manager is remunerated as Company Secretary.

New Directors are appointed by the Martyrs Memorial and Church of England Trust (MMT) and care is taken to ensure that all necessary skills and experience are represented.

Each new Director is provided a comprehensive briefing on the Company, its history and the current relationship with Westonbirt Limited and its parent company and is expected to attend one of the regularly available training courses for new charity trustees if needed.

Constitution

The Company is limited by guarantee and each of its members, being appointed by the Martyrs Memorial and Church of England Trust, has undertaken to contribute an amount not exceeding £1 (one pound) towards the assets of the Company in the event of the same being wound up and the assets being insufficient to cover the Company's debts and liabilities. The Company is a registered charity.

The Company's governing document is its Articles of Association, as most recently amended on 6 October 2020 by Special Resolution. Westonbirt Schools Limited is a member of the Allied Schools Group of educational charities, all of which were founded or acquired by the Martyrs Memorial and Church of England Trust (MMT). On 26 September 2013 the Allied Schools signed a management agreement with MMT by which the members of the group agreed to the appointment of the Allied Schools Agency to oversee the performance of the charities and to monitor their adherence to the foundational religious principles on behalf of MMT.

Objectives and Activities

The Company's principal charitable objective was to establish and maintain a school at Westonbirt in Gloucestershire at which girls and boys are educated according to the Protestant principles of the Church of England.

Following a restructure in 2018, the Company leased the premises to Westonbirt Limited, a subsidiary of Wishford Schools (Group) Limited, which now operates Westonbirt School and Westonbirt Prep on the estate. At the time of the restructure the Company granted options for the purchase of the estate and fixed assets of the charity, including Rose Cottage, which was formerly the Headteacher's house. In June 2022, formal notice of exercise of the Options, in accordance with the terms of the relevant agreements, was received from Wishford Schools (Group) Limited. The sales of the properties were completed on 23 September 2022.

A separate Charitable Trust, The Holfords of Westonbirt Trust (Registered Charity 1124066), (HoWT) was established in 2006 to restore, repair and conserve the historical aspects of the original Holford buildings and the gardens, and is also a great support to the Company. In 2010 HoWT was granted a 99 year lease of the relevant grounds; the schools in turn have the guaranteed use of the grounds for normal school purposes during term time. HoWT continues to invest in the restoration of the buildings and gardens and collaborates closely with the tenants. During the period of the lease, prior to exercise of the Options, the Directors' principal objective has been to ensure that the estate at Westonbirt continued to provide a suitable location for the operation of a school, which educates over 700 children. Under the terms of the Business Transfer Agreement (BTA), between the Company and Westonbirt Limited, the schools operated by Westonbirt Limited will continue to educate children in accordance with the Protestant traditions of the Church of England.

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Public Benefit

The Directors have given careful consideration to the Charity Commission's general guidance on Public Benefit and will continue, as they have in the past, to award bursaries to pupils who could not otherwise afford to attend an independent school.

Estates

In 2018, the Directors entered into an arrangement with a firm of professional surveyors whose remit was to evaluate the priority areas of the buildings and estate for investment by the tenant and to ensure that the spending commitment by Westonbirt Limited was met over the period of the lease.

During the year to 31 August 2022 Westonbirt Limited spent £966,150 on qualifying works, bringing the total since the start of the lease to over £1.7 Million. Other expenditure on capital projects which enhance the site and improve the educational provision for pupils of the schools amounts to a further £2.2M. The Directors are satisfied that Westonbirt Limited and its parent company Wishford Schools (Group) Limited fulfilled their obligations under the lease.

Financial Review

Total income for the year was £148,391 (2021: £148,734).

The overall net movement in funds is a surplus of £146,641 for the year (2021: surplus of £131,120), leaving total funds at 31 May 2022 of £3,507,707 (2021: £3,361,066). Of these total funds £173,504 are restricted (2021: £189,836).

Investment Policy

The investment funds at the Company's disposal consisted of a Scholarships, Bursaries and Prizes fund. The investment policy agreed by the Directors is to obtain a balanced return from income and capital growth, with no more than a medium level of risk. The Scholarships, Bursaries and Prizes fund is held within a portfolio managed on this basis by Brewin Dolphin.

The Directors have evaluated the performance of the investments in the year against their stated objectives and consider the performance satisfactory.

Reserves and financial viability

The charity's reserves policy is to maintain unrestricted cash reserves to enable it to meet its short-term financial obligations.

Following the completion of the property sale in September 2022 the charity has high cash and investment balances and minimal overhead costs. The charity does not have any full time employees.

The Directors are satisfied that the charity has sufficient funds to meet its obligations for the foreseeable future.

Principal Risks and Uncertainties

The Board of Directors is responsible for the management of risks faced by Westonbirt Schools Limited, and puts in place measures for their mitigation as part of an annual process.

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

During the year the principal risk and uncertainty was considered the continued success of Westonbirt Limited in operating schools at Westonbirt during the Coronavirus pandemic. Westonbirt Limited continues to thrive with prep and senior schools educating record numbers.

Directors have taken reasonable steps to avoid triggering the potential liability which would be crystallised if the charity withdraws from the TPT Retirement Solutions Growth Series pension scheme. They have taken advice from consulting actuaries, and are confident that there are sufficient funds to meet the liability if is triggered by the withdrawal of the part time employee from the scheme.

Looking Forward

The Directors will continue to award Bursaries for pupils at Westonbirt School and over the coming period will consider how to apply the funds now available to further the Company's charitable objects. Directors will follow the recommendation of the Westonbirt Association in making awards to deserving pupils who need financial support from those candidates put forward by the school's Head teacher.

MMT will supervise the schools' maintenance of and commitment to the Protestant principles of the Church of England by maintaining contact with the chaplain and by visiting the schools.

Directors

The following Directors held office during the year ended 31 May 2022:

JCB Birdwood

JR Brown

RA Portlock

Reverend PJ Whitworth (Chair)

The current Directors, who are also the charity trustees and constitute the Board of Directors, are appointed by the Martyrs Memorial and Church of England Trust (MMT). None of the Directors who served during the year had a beneficial interest in any contract to which the Company was a party during the year.

This report was prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 21 March 2023 and signed on its behalf by:

 21. 03. 2023.

Reverend PJ Whitworth
Chair of the Trustees

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2022

Opinion

We have audited the financial statements of Westonbirt Schools Limited for the year ended 31 May 2022 which comprise the statement of financial activities, balance sheet and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the charitable company's state of affairs as at 31 May 2022 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2022**

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' Annual Report which includes the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Trustees' Annual Report which includes the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Annual Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and to take advantage of the small companies exemption in preparing the Trustees' Annual Report and the Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the trustees (who are also directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees 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 trustees are responsible for assessing the charitable 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 trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditors under the Companies Act 2006 and report in accordance with regulations made under that Act.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2022

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

Identifying and assessing risks related to irregularities:

We assessed the susceptibility of the charitable company's financial statements to material misstatement and how fraud might occur, including through discussions with the trustees, discussions within our audit team planning meeting, updating our record of internal controls and ensuring these controls operated as intended. We evaluated possible incentives and opportunities for fraudulent manipulation of the financial statements. We identified laws and regulations that are of significance in the context of the charitable company by discussions with trustees and updating our understanding of the sector in which the charitable company operates.

Laws and regulations of direct significance in the context of the charitable company include The Companies Act 2006, and guidance issued by the Charity Commission for England and Wales .

Audit response to risks identified:

We considered the extent of compliance with these laws and regulations as part of our audit procedures on the related financial statement items including a review of financial statement disclosures. We reviewed the charitable company's records of breaches of laws and regulations, minutes of meetings and correspondence with relevant authorities to identify potential material misstatements arising. We discussed the charitable company's policies and procedures for compliance with laws and regulations with members of management responsible for compliance.

During the planning meeting with the audit team, the engagement partner drew attention to the key areas which might involve non-compliance with laws and regulations or fraud. We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or knowledge of any actual, suspected or alleged fraud. We addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and identifying any significant transactions that were unusual or outside the normal course of business. We assessed whether judgements made in making accounting estimates gave rise to a possible indication of management bias. At the completion stage of the audit, the engagement partner's review included ensuring that the team had approached their work with appropriate professional scepticism and thus the capacity to identify non-compliance with laws and regulations and fraud.

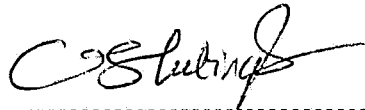
There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2022**

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Cara Turlington (Senior Statutory Auditor)
For and on behalf of

Saffery Champness LLP
Chartered Accountants
Statutory Auditors
71 Queen Victoria Street
London
EC4V 4BE

Date: 27 March 2023

Saffery Champness LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

WESTONBIRT SCHOOLS LIMITED
STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 MAY 2022

	Notes	Unrestricted 2022 £	Restricted 2022 £	Total Year 31 May 2022 £	Total Year 31 May 2021 £
Income from:					
Investments					
Rents receivable		144,327	-	144,327	144,327
Investment income		-	4,064	4,064	4,407
Total income		144,327	4,064	148,391	148,734
Expenditure on:					
Raising funds					
Finance costs		1,430	1,797	3,227	3,059
Charitable activities					
Support of provision of education		(19,488)	5,000	(14,488)	41,413
Total expenditure	2	(18,058)	6,797	(11,261)	44,472
Net gains/(losses) on investments	5	-	(13,599)	(13,599)	27,904
Net income / (expenditure)		162,385	(16,332)	146,053	132,166
Other recognised gains/(losses)					
Actuarial gains /(losses) on defined benefit pension scheme		588	-	588	(1,046)
Net Movement in Funds		162,973	(16,332)	146,641	131,120
Fund balance brought forward at 1 June 2021		3,171,230	189,836	3,361,066	3,229,946
Fund balance carried forward at 31 May 2022	11	3,334,203	173,504	3,507,707	3,361,066

All activities relate to continuing operations.

The accompanying notes are an integral part of these financial statements.

WESTONBIRT SCHOOLS LIMITED
BALANCE SHEET
AS AT 31 MAY 2022

	Notes	2022 £	2021 £
Tangible Fixed Assets	4	3,900,000	3,900,000
Investments			
Other Investments	5	173,744	190,113
		<u>173,744</u>	<u>190,113</u>
Current Assets			
Debtors	6	959	1,260
Cash at bank and in hand		12,828	11,853
		<u>13,787</u>	<u>13,113</u>
Creditors: amounts falling due within one year	7	(118,669)	(123,676)
Net Current Liabilities		<u>(104,882)</u>	<u>(110,563)</u>
Total Assets less Current Liabilities		<u>3,968,862</u>	<u>3,979,550</u>
Creditors: amounts falling due after more than one year	8	(440,785)	(525,612)
Provisions	12	(20,370)	(92,872)
Net Assets		<u>3,507,707</u>	<u>3,361,066</u>
Funds	10		
Restricted funds		173,504	189,836
Unrestricted funds		3,334,203	3,171,230
Total funds		<u>3,507,707</u>	<u>3,361,066</u>

These financial statements have been prepared in accordance with the provisions applicable to small companies.

The financial statements on pages 9 to 22 were approved by the board of Directors on 21 March 2023 and signed on its behalf by:



.....
 Reverend PJ Whitworth
 Chair

Company number: 230224 (England and Wales)

The accompanying notes are an integral part of these financial statements.

1 Accounting Policies

1.1 Basis of Accounting

The financial statements have been drawn up on the historical cost basis of accounting. The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (second edition), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Charities Act 2011 and the Companies Act 2006.

The Company meets the definition of a public benefit entity under FRS 102.

The accounts are prepared in sterling which is the functional currency of the Company.

1.2 Going Concern

In preparing these financial statements the Directors have reviewed future expenditure and income and consider that there are adequate resources and reserves to allow the Company to continue to operate for the foreseeable future. For this reason, they continue to adopt the going concern basis of accounting.

1.3 Income and Expenditure

Income and expenditure is included in the financial statements on an accruals basis.

Income is recognised when the charity is entitled to it, the amount can be reliably measured and receipt is probable.

Expenditure is allocated to expense headings either on a direct cost basis, or apportioned according to management estimates on an appropriate basis.

Support costs are administration and other support costs incurred in supporting the charitable activities. Governance costs are those incurred in complying with statutory requirements and governance matters.

1.4 Tangible Fixed Assets (freehold property)

Expenditure relating to fixed assets is capitalised at cost and depreciated across the expected useful life of the asset.

At present the charity's assets solely relate to freehold land and buildings. The residual value of the buildings is considered to be at least equal to the carrying value at this time (as explained further in note 4). On this basis there is no current year depreciation charge.

This is reviewed annually by the Directors.

No depreciation is charged on Freehold Land.

1 Accounting Policies (continued)

1.5 Pensions

The charity's employee is a member of TPT Retirement Solutions' Growth Plan. The Growth Plan is a multi-employer defined benefit pension scheme. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme. The Company has a commitment to fund the deficit in the scheme at a fixed rate, in accordance with an agreed schedule of contributions. This commitment is accounted for at the point the charity is notified of the amount payable and is discounted to its net present value. More details of this scheme are given in Note 12.

1.6 Investments

The investments are stated at market value, less any provision for permanent diminution in value. Market value is taken to be the mid-market price ruling at the balance sheet date.

1.7 Financial instruments

Excluding investments, the Company only has financial assets and liabilities of a kind that qualify as basic financial instruments (i.e. debtors and creditors).

1.8 Critical estimates and judgements

Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In making these estimates the charity makes assumptions concerning the future. The Directors do not believe that there is a significant risk of a material adjustment being made to the carrying amounts of assets and liabilities included in these financial statements within the next financial year.

Key estimates include the assumptions made by the actuary in valuing the pension liability (see note 12 for further details).

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

2 Analysis of total resources expended

Current year	Unrestricted funds £	Restricted funds £	31 May 2022 Total £
Raising funds			
Finance costs	1,430	1,797	3,227
	1,430	1,797	3,227
Charitable activities			
Bursary awards	-	5,000	5,000
Support costs	22,379	-	22,379
Amendment to pension contribution schedule	(50,687)	-	(50,687)
Governance costs	8,820		8,820
	(19,488)	5,000	(14,488)
Total expenditure	(18,058)	6,797	(11,261)

Comparative year	Unrestricted funds £	Restricted funds £	31 May 2021 Total £
Raising funds			
Finance costs	1,317	1,742	3,059
	1,317	1,742	3,059
Charitable activities			
Bursary awards	-	14,000	14,000
Support costs	21,413	-	21,413
Governance costs	6,000	-	6,000
	27,413	14,000	41,413
Total expenditure	28,730	15,742	44,472

Expenditure includes:

	31 May 2022 £	31 May 2021 £
Auditors' remuneration (excluding VAT) for:		
Audit services – current year	5,350	5,000
Other services	500	-

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

3 Staff Costs

	31 May 2022	31 May 2021
	£	£
Total staff costs comprised:		
Wages and salaries	500	440
Social security costs	-	-
Pensions cost	2,618	1,259
Amendment to pension contribution schedule	(50,687)	-
	<u>(47,569)</u>	<u>1,699</u>

The average numbers of employees in the period were:

	2022	2021
	Number	Number
Management & administration	1	1
	<u>1</u>	<u>1</u>

There are no employees whose emoluments exceeded £60,000 on a pro rata basis (2021: none).

	31 May 2022	31 May 2021
	£	£
Aggregate employment benefits of key management personnel	<u>500</u>	<u>440</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

4 Tangible fixed assets

	Freehold property	Total
	£	£
Cost		
At 1 June 2021 and 31 May 2022	5,823,282	5,823,282
Depreciation		
At 1 June 2021 and 31 May 2022	1,923,282	1,923,282
Net Book Value		
At 1 June 2021 and 31 May 2022	3,900,000	3,900,000

The Company continues to hold freehold interests in the properties on the Westonbirt site. Following the completion of the transfer in 2018 the Directors reviewed the remaining book value of the freehold property. They considered its value in use to have reduced significantly as the nature of its usage had changed. They therefore recorded an impairment of £1,886,750 in the financial statements for the period ended 31 May 2018, reducing the net book value of the site to £3,900,000.

As part of the restructure process of the business, the Directors also commissioned a Qualified Surveyors' Report from Aitchison Rafferty which confirmed that, after considering the terms of the Business Transfer Agreement (BTA) and terms of the lease, the valuation after impairment represented fair value of the Company's assets. Aitchison Rafferty confirmed also that these were the best terms that were likely to be obtained at the time of the restructure. The Directors consider the Aitchison Rafferty 2018 valuation to be a reliable basis for current valuation of the fixed assets because it is underpinned by an Option Agreement.

After the year end the underlying Option Agreement was exercised and the properties disposed of.

5 Investments

	2022	2021
	£	£
Balance brought forward	190,113	173,524
Proceeds from disposals	(37,937)	(37,718)
Purchases	35,951	28,412
Net gains/(losses)	(13,599)	27,904
Movement on investment cash	(785)	(2,009)
Balance carried forward	173,743	190,113

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

Investments are made up as follows:

	2022	2021
	£	£
UK Equities	36,594	46,258
UK Bonds	5,617	7,225
Overseas Bonds and Equities	118,017	118,904
Property and other	9,435	12,868
Cash	4,080	4,858
	<u>173,743</u>	<u>190,113</u>
6 Debtors	2022	2021
	£	£
Prepayments and accrued income	959	1,260
	<u>959</u>	<u>1,260</u>
7 Creditors: Amounts falling due within one year	2022	2021
	£	£
Accruals and deferred income	118,669	123,676
	<u>118,669</u>	<u>123,676</u>
8 Creditors: Amounts falling due after more than one year	2022	2021
	£	£
Deferred rental income (note 9)	435,365	518,292
Accruals	5,420	7,320
	<u>440,785</u>	<u>525,612</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

9 Deferred income

	2022	2021
	£	£
At 1 June 2021	601,219	684,146
Released to income in the year	<u>(82,927)</u>	<u>(82,927)</u>
At 31 May 2022	<u>518,292</u>	<u>601,219</u>

The deferred income is expected to be recognised as follows:

	2022	2021
	£	£
Within 1 year	82,927	82,927
Within 1 to 2 years	82,927	82,927
Within 2 to 5 years	248,781	248,781
After more than five years	103,657	186,584
	<u>518,292</u>	<u>601,219</u>

10 Funds

Current year	Brought forward at 1 June 2021	Income	Expenditure	Gains/ (losses)	Transfers	Balance carried forward at 31 May 2022
	£	£	£	£	£	£
Unrestricted funds						
General funds	3,264,102	144,327	18,558	-	(72,414)	3,354,573
Pension fund reserve	(92,872)	-	(500)	588	72,414	(20,370)
	<u>3,171,230</u>	<u>144,327</u>	<u>18,058</u>	<u>588</u>	<u>-</u>	<u>3,334,203</u>
Restricted funds						
SBP	189,836	4,064	(6,797)	(13,599)	-	173,504
	<u>189,836</u>	<u>4,064</u>	<u>(6,797)</u>	<u>(13,599)</u>	<u>-</u>	<u>173,504</u>
Total	<u>3,361,066</u>	<u>148,391</u>	<u>11,261</u>	<u>(13,011)</u>	<u>-</u>	<u>3,507,707</u>

Designated funds

Within general funds is a pension scheme reserve with a deficit of £20,370 (2021: £92,872) relating to a defined benefit scheme provision (see note 12).

The transfers shown above reflect contributions paid to reduce the liability in the year as well as the amendment to the contribution schedule.

Restricted funds

The Scholarship, Bursary and Prizes fund consists of funds that were originally raised by the Westonbirt Association, Westonbirt's old girls' association, to give financial support to the children of former pupils or their husbands who had lost their lives in the Second World War; over the years these funds have been supplemented by donations from former pupils and the

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

restriction on the recipients of awards was changed to reflect the absence of any qualifying potential beneficiaries. The Association's Executive Committee now recommends that awards be made to deserving girls who need financial support for their education in the Sixth Form at Westonbirt and the Trustees normally follow the recommendation.

Comparative year	Brought forward at 1 June 2020	Income	Expenditure	Gains/(losses)	Transfers	Balance carried forward at 31 May 2021
	£	£	£	£	£	£
Unrestricted funds						
General funds	3,171,139	144,327	(27,471)	-	(23,893)	3,264,102
Pension fund reserve	(114,460)	-	(1,259)	(1,046)	23,893	(92,872)
	<u>3,056,679</u>	<u>144,327</u>	<u>(28,730)</u>	<u>(1,046)</u>	<u>-</u>	<u>3,171,230</u>
Restricted funds						
SBP	173,267	4,407	(15,742)	27,904	-	189,836
	<u>173,267</u>	<u>4,407</u>	<u>(15,742)</u>	<u>27,904</u>	<u>-</u>	<u>189,836</u>
Total	<u>3,229,946</u>	<u>148,734</u>	<u>(44,472)</u>	<u>26,858</u>	<u>-</u>	<u>3,361,066</u>

11 Analysis of net assets between funds at 31 May

Current year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	173,744	173,744
Net current (liabilities)/assets	(104,642)	(240)	(104,882)
Long term liabilities and provisions	(461,155)	-	(461,155)
Total	<u>3,334,203</u>	<u>173,504</u>	<u>3,507,707</u>
Comparative year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	190,113	190,113
Net current (liabilities)/assets	(110,286)	(277)	(110,563)
Long term liabilities and provisions	(618,484)	-	(618,484)
Total	<u>3,171,230</u>	<u>189,836</u>	<u>3,361,066</u>

Included within restricted funds is a revaluation reserve of £5,325 (2021: £24,428).

12 Pensions

The Company participates in the Pensions Trust scheme, a multi-employer scheme which provides benefits to some 638 non-associated participating employers. The scheme is a defined benefit scheme in the UK. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme.

The scheme is subject to the funding legislation outlined in the Pensions Act 2004 which came into force on 30 December 2005. This, together with documents issued by the Pensions Regulator and Technical Actuarial Standards issued by the Financial Reporting Council, set out the framework for funding defined benefit occupational pension schemes in the UK.

The scheme is classified as a 'last-man standing arrangement'. Therefore the Company is potentially liable for other participating employers' obligations if those employers are unable to meet their share of the scheme deficit following withdrawal from the scheme. Participating employers are legally required to meet their share of the scheme deficit on an annuity purchase basis on withdrawal from the scheme.

A full actuarial valuation for the scheme was carried out at 30 September 2020. This valuation showed assets of £800.3m, liabilities of £831.9m and a deficit of £31.6m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2022 to 31 January 2025:	£3,312,000 per annum	(payable monthly)
---------------------------------------	----------------------	-------------------

Unless a concession has been agreed with the Trustee the term to 31 January 2025 applies.

Note that the scheme's previous valuation was carried out with an effective date of 30 September 2017. This valuation showed assets of £794.9m, liabilities of £926.4m and a deficit of £131.5m. To eliminate this funding shortfall, the Trustee had asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2019 to 30 September 2025:	£11,243,000 per annum	(payable monthly and increasing by 3% each on 1st April)
---	-----------------------	--

The recovery plan contributions are allocated to each participating employer in line with their estimated share of the Series 1 and Series 2 scheme liabilities.

Where the scheme is in deficit and where the Company has agreed to a deficit funding arrangement the Company recognises a liability for this obligation. The amount recognised is the net present value of the deficit reduction contributions payable under the agreement that relates to the deficit. The present value is calculated using the discount rate detailed in these disclosures. The unwinding of the discount rate is recognised as a cost.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

Present values of provision

	31 May 2022 (£s)	31 May 2021 (£s)	31 May 2020 (£s)
Present value of provision	20,370	92,872	114,460

Reconciliation of opening and closing provisions

	Period Ending 31 May 2022 (£s)	Period Ending 31 May 2021 (£s)
Provision at the start of the period	92,872	114,460
Unwinding of the discount factor (interest expense)	500	1,259
Deficit contribution paid	(21,727)	(23,893)
Remeasurements – impact of any change in assumptions	(588)	1,046
Remeasurements – amendments to the contribution schedule	(50,687)	-
	<u>20,370</u>	<u>92,872</u>

Income and expenditure impact

	Period Ending 31 May 2022 (£s)	Period Ending 31 May 2021 (£s)
Interest expense	500	1,259
Remeasurements – impact of any change in assumptions	(588)	1,046
Remeasurements – amendments to the contribution schedule	(50,687)	-

Assumptions

	31 May 2022 % per annum	31 May 2021 % per annum	31 May 2020 % per annum
Rate of discount	2.87	0.61	1.24

The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

13 Related party transactions

The Directors did not receive any remuneration or payment for services during the year nor did they receive reimbursement for expenses (2021: £nil).

The Company's key management personnel are the General Manager of the Allied Schools Agency ('the Agency') together with the Directors. The aggregate employment benefits of key management personnel are set out in note 3.

The General Manager of the Agency is also a trustee of the Agency. During the year, £8,111 (2021:£7,921) was paid to the Agency for services provided by the Agency. Expenditure in the year also includes loan interest of £697 (2021: £743), and accountancy services (covering management accounts and bookkeeping) of £1,800 (2021: £1,200).

There were no other related party transactions in the year.

14 Post balance sheet event

Since the year end, Wishford Schools (Group) Limited exercised the options to purchase the freehold of the buildings owned by Westonbirt Schools Limited. The sale of the properties was completed on 23 September 2022, in conformance with the requirements of the Option Agreements dated May 2018. The land and buildings were transferred to the ownership of Westonbirt Property Limited a subsidiary of Wishford Schools (Group) Ltd. The sale of the properties realised £4,196,609, net of costs, a sum which included £750,000 that was transferred as a donation to MMT.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MAY 2022

15 Comparative information

	Unrestricted 2021 £	Restricted 2021 £	Total 2021 £
Income from:			
Investments			
Rents receivable	144,327	-	144,327
Investment income	-	4,407	4,407
Total	144,327	4,407	148,734
Expenditure on:			
Raising funds			
Finance costs	1,317	1,742	3,059
Charitable activities			
Provision of education	27,413	14,000	41,413
Total	28,730	15,742	44,472
Net gains/(losses) on investments	-	27,904	27,904
Net income/(expenditure)	115,597	16,569	132,166
Transfers between funds			
Other recognised gains/(losses)			
Actuarial losses on defined benefit pension scheme	(1,046)	-	(1,046)
Net movement on funds	114,551	16,569	131,120
Fund balance brought forward at 1 June 2020	3,056,679	173,267	3,229,946
Fund balance carried forward at 31 May 2021	3,171,230	189,836	3,361,066

WESTONBIRT SCHOOLS LIMITED

England & Wales - Charity number 311715

Accounts

WESTONBIRT SCHOOLS LIMITED (Limited by Guarantee)

Financial Statements for the year ended 31 May 2021

Together with Directors' and Auditor's Reports

Company Registration No. 230224

Registered Charity No. 311715

WESTONBIRT SCHOOLS LIMITED

DIRECTORS AND OFFICERS

Directors

JGB Birdwood	(appointed 29 October 2020)
JR Brown	(appointed 30 October 2020)
RA Portlock	(appointed 30 October 2020)
The Reverend Canon PJ Whitworth (Chair)	(appointed 4 January 2021)

Company Secretary

MBM Porter

Registered Office

Stable Cottage
Eckington Road
Birlingham
Pershore
Worcestershire
WR10 3DA

Principal Office

Stable Cottage
Eckington Road
Birlingham
Pershore
Worcestershire
WR10 3DA

Solicitors

Charles Russell Speechlys LLP
Compass House
Lypiatt Rd
Cheltenham
GL50 2QJ

Independent Auditors

Saffery Champness LLP
71 Queen Victoria Street
London
EC4V 4BE

Bankers

Barclays Bank Plc
Wytham Court
11 West Way
Oxford
OX2 0JB

Investment Managers

Brewin Dolphin
The Paragon Building
32 Counterslip
Bristol
BS1 6BX

WESTONBIRT SCHOOLS LIMITED

DIRECTORS'/TRUSTEES' REPORT

Financial Statements

The Directors of Westonbirt Schools Limited, who are also trustees of the charity for the purposes of Charity Law and the Directors of the Company for the purposes of Company law (and will be referred to throughout these accounts as the "Directors"), present their annual report and the audited financial statements of the Company for the year ended 31 May 2021.

Statement of Directors' Responsibilities

The Directors, who are trustees of the charity, are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charitable Company and of the incoming resources and application of resources, including the income and expenditure, of the Charitable Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements 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;
- 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 Charitable 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 Charitable Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware:

- there is no relevant audit information of which the Charitable Company's auditor is unaware; and
- Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Governance

The Directors are responsible for the overall management and control of Westonbirt Schools Limited and meet as often as necessary, but at least twice annually.

The Company's governing document is the Memorandum and Articles of Association as most recently amended and adopted by Special Resolution on 6 October 2020. The Company's Articles empower it to invest and deal with the moneys of the Company not immediately required as it thinks fit.

From 31 May 2018 the day to day running of the charity was delegated to the General Manager of Allied Schools Agency Limited who is also Company Secretary and who maintains regular contact with the

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Directors. There are no fulltime employees; the Company pays an agreed monthly fee to Allied Schools Agency Limited for the work of the General Manager and accounting services, and the General Manager is remunerated as Company Secretary.

New Directors are appointed by the Martyrs Memorial and Church of England Trust (MMT) and care is taken to ensure that all necessary skills and experience are represented.

Each new Director is provided a comprehensive briefing on the Company, its history and the current relationship with Westonbirt Limited and its parent company and is expected to attend one of the regularly available training courses for new charity trustees if needed.

Constitution

The Company is limited by guarantee and each of its members, being appointed by the Martyrs Memorial and Church of England Trust, has undertaken to contribute an amount not exceeding £1 (one pound) towards the assets of the Company in the event of the same being wound up and the assets being insufficient to cover the Company's debts and liabilities. The Company is a registered charity.

The Company's governing document is its Articles of Association, as most recently amended on 6 October 2020 by Special Resolution. Westonbirt Schools Limited is a member of the Allied Schools Group of educational charities, all of which were founded or acquired by the Martyrs Memorial and Church of England Trust (MMT). On 26 September 2013 the Allied Schools signed a management agreement with MMT by which the members of the group agreed to the appointment of the Allied Schools Agency to oversee the performance of the charities and to monitor their adherence to the foundational religious principles on behalf of MMT.

Objectives and Activities

The Company's principal charitable objective was to establish and maintain a school at Westonbirt in Gloucestershire at which girls and boys are educated according to the Protestant principles of the Church of England.

Following a restructure in 2018, the Company leases the premises to Westonbirt Limited, a subsidiary of Wishford Schools (Group) Limited, which now operates Westonbirt School and Westonbirt Prep on the estate.

A separate Charitable Trust, The Holfords of Westonbirt Trust (Registered Charity 1124066), (HoWT) was established in 2006 to restore, repair and conserve the historical aspects of the original Holford buildings and the gardens, and is also a great support to the Company. In 2010 HoWT was granted a 99 year lease of the relevant grounds; the schools in turn have the guaranteed use of the grounds for normal school purposes during term time. HoWT continues to invest in the restoration of the buildings and gardens and collaborates closely with the tenants. The Directors' principal objective is to ensure that the estate at Westonbirt continues to provide a suitable location for the operation of a school, which currently educates over 700 children. Under the terms of the Business Transfer Agreement (BTA), between the Company and Westonbirt Limited, the schools operated by Westonbirt Limited will continue to educate children in accordance with the Protestant traditions of the Church of England. The Directors are committed to ensuring that the buildings are maintained safely and to a high standard and in line with the demands of leading independent schools.

WESTONBIRT SCHOOLS LIMITED

DIRECTORS'/TRUSTEES' REPORT

Public Benefit

The Directors have given careful consideration to the Charity Commission's general guidance on Public Benefit and will continue, as they have in the past, to award bursaries to pupils who could not otherwise afford to attend an independent school.

Estates

The Directors have entered into an arrangement with a firm of professional surveyors whose remit is to evaluate the priority areas of the buildings and estate for investment by the tenant and to ensure that the spending commitment by Westonbirt Limited is met over the period of the lease. The tenant is now catching up with planned capital expenditure, following delays caused by Covid-19, and has committed to investment of a substantial sum for the restoration of parts of the main building before the end of the summer holidays in 2022. Conservation architects and structural engineers who specialise in historic buildings and a health and safety consultant were appointed by the tenant during the year and an updated Quinquennial Review has been commissioned. Reports and advice from these professional advisers are shared with the Company's appointed surveyors. The appointments of specialists to advise the management guide the tenant and the Company in identifying and prioritising parts of the building that are in most need of restoration and preventative maintenance.

During the year Westonbirt Limited has consulted with Historic England and Cotswold District Council over its masterplan for the site. Following this consultation, planning applications have been submitted for the demolition of an old gymnasium to make way for the building of 8 new classrooms to accommodate the growing pupil roll. Further developments on the site are anticipated.

Financial Review

Total income for the year was £148,734 (2020: £148,744).

The overall net movement in funds is a surplus of £131,120 for the year (2020: surplus of £101,329), leaving total funds at 31 May 2021 of £3,361,066 (2020: £3,229,946). Of these total funds £189,836 are restricted (2020: £173,267).

Investment Policy

The investment funds at the Company's disposal consist of a Scholarships, Bursaries and Prizes fund. The investment policy agreed by the Directors is to obtain a balanced return from income and capital growth, with no more than a medium level of risk. The funds are held within a portfolio managed on this basis by Brewin Dolphin. The Directors have evaluated the performance of the investments in the year against their stated objectives and consider the performance satisfactory.

Reserves and financial viability

The charity's reserves policy is to maintain unrestricted cash reserves to enable it to meet its short-term financial obligations.

The Directors have approved a budget for the current year in which rental income exceeds committed annual expenditure.

Throughout the period of the Coronavirus pandemic Westonbirt Limited and the tenants of Rose Cottage have continued to pay rent on time and in full; the Company's income for the year was in line with budget

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

and there is no reason to believe that the income for the current year will be less than budgeted. Operating costs have also remained unaffected by the pandemic and cash flow projections for the current year remain positive. The Company does not have any full time employees and had no need to participate in any of the Government's business support schemes which were made available during the Coronavirus crisis. The operating budget for the current year shows a surplus of over 30% of income, most of which is committed to the TPT Retirement Solutions Growth Plan deficit reduction programme. Directors repaid £4,000 of the debt to Allied Schools Agency Limited after the year end and plan to pay a similar amount in July 2022 if cash balances allow. Trustees have prepared contingency plans on actions that could be taken to mitigate the impact of any shortfall in the expected annual revenue.

Principal Risks and Uncertainties

The Board of Directors is responsible for the management of risks faced by Westonbirt Schools Limited, and puts in place measures for their mitigation as part of an annual process. Directors consider that failure by the purchasers to perform their obligations under the BTA and lease is the key uncertainty for the charity.

Therefore, the principal risk and uncertainty is the continued success of Westonbirt Limited in operating schools at Westonbirt during the on-going Coronavirus pandemic. Throughout the period since the identification of Covid-19, Directors have maintained communication with both tenants and took the initiative to agree with Westonbirt Limited and their parent company a pragmatic solution to the challenge presented at Westonbirt of fulfilling their commitments on capital expenditure on the maintenance of the buildings. This had the effect of supporting Westonbirt Limited through the pandemic. Directors have been informed by Westonbirt Limited's parent company that the school at Westonbirt is operating well in the academic year commencing in September 2021, with over 700 pupils across the senior and junior parts of the school; this figure represents an increase of around 100% since May 2018 in numbers of pupils educated at Westonbirt. The transition to a Co-education model has been warmly received by parents in the catchment area, with boys representing 40% of pupils in the year groups which have transitioned to date. The school welcomed 70 new pupils into Year 7 at the start of the 2021/22 academic year, demonstrating that it is weathering the effects of the pandemic in excellent shape. Westonbirt extended the Co-educational offer into the Sixth Form from September 2020 adding further prospects of pupil number growth, as well as better prospects of retaining girls into the Sixth Form. Based on the information provided by Westonbirt Limited, Directors believe that the schools at Westonbirt will continue to operate on the estate.

Directors have taken reasonable steps to avoid triggering the potential liability which would be crystallised if the charity withdraws from the TPT Retirement Solutions Growth Series pension scheme.

Looking Forward

The Directors anticipate that they will continue to meet the charitable object of the Company in the same manner for the foreseeable future. The Martyrs Memorial Trust will supervise the schools' maintenance of and commitment to the Protestant principles of the Church of England by maintaining contact with the chaplain and by visiting the schools.

Directors will follow the recommendation of the Westonbirt Association in making awards to deserving pupils who need financial support from those candidates put forward by the school's Head teacher.

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Directors

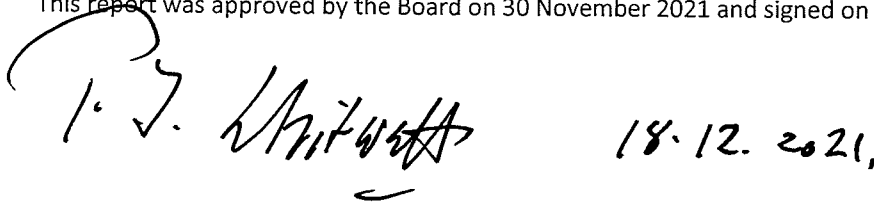
The following Directors held office during the year ended 31 May 2021:

DJ McMeekin	(resigned 21 December 2020)
JGB Birdwood	(appointed 29 October 2020)
PK Broomhead	(resigned 21 October 2020)
JR Brown	(appointed 30 October 2020)
TB Gaffney	(resigned 21 December 2020)
JD Greenwood	(resigned 21 December 2020)
PMC Leggate	(resigned 21 October 2020)
HC Metters	(resigned 21 October 2020)
RA Portlock	(appointed 30 October 2020)
Reverend PJ Whitworth (Chair from 4 January 2021)	(appointed 4 January 2021)
CJC Wyld	(resigned 21 December 2020)

The current Directors, who are also the charity trustees and constitute the Board of Directors, are appointed by the Martyrs Memorial and Church of England Trust (MMT). None of the Directors who served during the year had a beneficial interest in any contract to which the Company was a party during the year.

This report was prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 30 November 2021 and signed on its behalf by:



Canon PJ Whitworth
Chair of the Trustees

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2021**

Opinion

We have audited the financial statements of Westonbirt Schools Limited for the year ended 31 May 2021 which comprise the statement of financial activities, balance sheet and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the charitable company's state of affairs as at 31 May 2021 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the charitable company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information we are required to report that fact.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2021**

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' Annual Report which includes the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Trustees' Annual Report which includes the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the charitable company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Annual Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the trustees were not entitled to prepare the financial statements in accordance with the small companies regime and to take advantage of the small companies exemption in preparing the Trustees' Annual Report and the Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the trustees (who are also directors of the charitable company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees 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 trustees are responsible for assessing the charitable 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 trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditors under the Companies Act 2006 and report in accordance with regulations made under that Act.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2021**

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

Identifying and assessing risks related to irregularities:

We assessed the susceptibility of the charitable company's financial statements to material misstatement and how fraud might occur, including through discussions with the trustees, discussions within our audit team planning meeting, updating our record of internal controls and ensuring these controls operated as intended. We evaluated possible incentives and opportunities for fraudulent manipulation of the financial statements. We identified laws and regulations that are of significance in the context of the charitable company by discussions with trustees and updating our understanding of the sector in which the charitable company operates.

Laws and regulations of direct significance in the context of the charitable company include The Companies Act 2006, and guidance issued by the Charity Commission for England and Wales .

Audit response to risks identified:

We considered the extent of compliance with these laws and regulations as part of our audit procedures on the related financial statement items including a review of financial statement disclosures. We reviewed the charitable company's records of breaches of laws and regulations, minutes of meetings and correspondence with relevant authorities to identify potential material misstatements arising. We discussed the charitable company's policies and procedures for compliance with laws and regulations with members of management responsible for compliance.

During the planning meeting with the audit team, the engagement partner drew attention to the key areas which might involve non-compliance with laws and regulations or fraud. We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or knowledge of any actual, suspected or alleged fraud. We addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and identifying any significant transactions that were unusual or outside the normal course of business. We assessed whether judgements made in making accounting estimates gave rise to a possible indication of management bias. At the completion stage of the audit, the engagement partner's review included ensuring that the team had approached their work with appropriate professional scepticism and thus the capacity to identify non-compliance with laws and regulations and fraud.

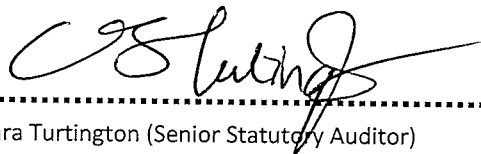
There are inherent limitations in the audit procedures described above and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2021**

Use of our report

This report is made solely to the charitable company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the charitable company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company and the charitable company's members as a body, for our audit work, for this report, or for the opinions we have formed.



.....
Cara Turlington (Senior Statutory Auditor)
For and on behalf of

Saffery Champness LLP
Chartered Accountants
Statutory Auditors
71 Queen Victoria Street
London
EC4V 4BE

Date: 23 December 2021

Saffery Champness LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

WESTONBIRT SCHOOLS LIMITED
STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 MAY 2021

	Notes	Unrestricted 2021 £	Restricted 2021 £	Total Year 31 May 2021 £	Total Year 31 May 2020 £
Income from:					
Investments					
Rents receivable		144,327	-	144,327	144,327
Investment income		-	4,407	4,407	4,417
Total income		144,327	4,407	148,734	148,744
Expenditure on:					
Raising funds					
Finance costs		1,317	1,742	3,059	3,555
Charitable activities					
Support of provision of education		27,413	14,000	41,413	34,128
Total expenditure	2	28,730	15,742	44,472	37,683
Net gains/(losses) on investments	5	-	27,904	27,904	(9,470)
Net income		115,597	16,569	132,166	101,591
Other recognised gains/(losses)					
Actuarial losses on defined benefit pension scheme		(1,046)	-	(1,046)	(262)
Net Movement in Funds		114,551	16,569	131,120	101,329
Fund balance brought forward at 1 June 2020		3,056,679	173,267	3,229,946	3,128,617
Fund balance carried forward at 31 May 2021	11	3,171,230	189,836	3,361,066	3,229,946

All activities relate to continuing operations.

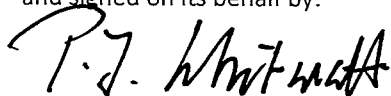
The accompanying notes are an integral part of these financial statements.

WESTONBIRT SCHOOLS LIMITED
BALANCE SHEET
AS AT 31 MAY 2021

	Notes	2021 £	2020 £
Tangible Fixed Assets	4	3,900,000	3,900,000
Investments			
Other Investments	5	190,113	173,524
		<u>190,113</u>	<u>173,524</u>
Current Assets			
Debtors	6	1,260	1,798
Cash at bank and in hand		11,853	7,439
		<u>13,113</u>	<u>9,237</u>
Creditors: amounts falling due within one year	7	(123,676)	(127,000)
Net Current Liabilities		<u>(110,563)</u>	<u>(117,763)</u>
Total Assets less Current Liabilities		<u>3,979,550</u>	<u>3,955,761</u>
Creditors: amounts falling due after more than one year	8	(525,612)	(611,355)
Provisions	12	(92,872)	(114,460)
Net Assets		<u>3,361,066</u>	<u>3,229,946</u>
Funds	10		
Restricted funds		189,836	173,267
Unrestricted funds		3,171,230	3,056,679
Total funds		<u>3,361,066</u>	<u>3,229,946</u>

These financial statements have been prepared in accordance with the provisions applicable to small companies.

The financial statements on pages 10 to 23 were approved by the board of Directors on 30 November 2021 and signed on its behalf by:



18.12.2021

.....
 Canon PJ Whitworth
 Chair

Company number: 230224 (England and Wales)

The accompanying notes are an integral part of these financial statements.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

1 Accounting Policies

1.1 Basis of Accounting

The financial statements have been drawn up on the historical cost basis of accounting. The financial statements have been prepared in accordance with the Statement of Recommended Practice: Accounting and Reporting by Charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (second edition), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Charities Act 2011 and the Companies Act 2006.

The Company meets the definition of a public benefit entity under FRS 102.

The accounts are prepared in sterling which is the functional currency of the Company.

1.2 Going Concern

In preparing these financial statements the Directors have reviewed future cash flow forecasts and budgets and consider that future activities of the Company will generate sufficient cash to allow the Company to continue to operate for the foreseeable future. Having carefully considered the Company's financial plans and position, including the impact of Covid-19, the Directors are confident in the Company's ability to meet its targets. For this reason, they continue to adopt the going concern basis of accounting.

1.3 Income and Expenditure

Income and expenditure is included in the financial statements on an accruals basis.

Income is recognised when the charity is entitled to it, the amount can be reliably measured and receipt is probable.

Expenditure is allocated to expense headings either on a direct cost basis, or apportioned according to management estimates on an appropriate basis.

Support costs are administration and other support costs incurred in supporting the charitable activities. Governance costs are those incurred in complying with statutory requirements and governance matters.

1.4 Tangible Fixed Assets (freehold property)

Expenditure relating to fixed assets is capitalised at cost and depreciated across the expected useful life of the asset.

At present the charity's assets solely relate to freehold land and buildings. The residual value of the buildings is considered to be at least equal to the carrying value at this time (as explained further in note 4). On this basis there is no current year depreciation charge.

This is reviewed annually by the Directors.

No depreciation is charged on Freehold Land.

1 Accounting Policies (continued)

1.5 Pensions

The charity's employee is a member of TPT Retirement Solutions' Growth Plan. The Growth Plan is a multi-employer defined benefit pension scheme. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme. The Company has a commitment to fund the deficit in the scheme at a fixed rate, in accordance with an agreed schedule of contributions. This commitment is accounted for at the point the charity is notified of the amount payable and is discounted to its net present value. More details of this scheme are given in Note 12.

1.6 Investments

The investments are stated at market value, less any provision for permanent diminution in value. Market value is taken to be the mid-market price ruling at the balance sheet date.

1.7 Financial instruments

Excluding investments, the Company only has financial assets and liabilities of a kind that qualify as basic financial instruments (i.e. debtors and creditors).

1.8 Critical estimates and judgements

Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In making these estimates the charity makes assumptions concerning the future. The Directors do not believe that there is a significant risk of a material adjustment being made to the carrying amounts of assets and liabilities included in these financial statements within the next financial year.

Key estimates include the assumptions made by the actuary in valuing the pension liability (see note 12 for further details).

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

2 Analysis of total resources expended

Current year	Unrestricted funds	Restricted funds	31 May 2021 Total
	£	£	£
Raising funds			
Finance costs	1,317	1,742	3,059
	1,317	1,742	3,059
Charitable activities			
Bursary awards	-	14,000	14,000
Support costs	21,413	-	21,413
Governance costs	6,000	-	6,000
	27,413	14,000	41,413
Total expenditure	28,730	15,742	44,472
Comparative year	Unrestricted funds	Restricted funds	31 May 2020 Total
	£	£	£
Raising funds			
Finance costs	1,547	2,008	3,555
	1,547	2,008	3,555
Charitable activities			
Bursary awards	-	6,000	6,000
Support costs	20,688	-	20,688
Governance costs	7,440	-	7,440
	28,128	6,000	34,128
Total expenditure	29,675	8,008	37,683

Expenditure includes:

	31 May 2021	31 May 2020
	£	£
Auditors' remuneration (excluding VAT) for:		
Audit services – current year	5,000	5,500
Other services	-	700

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

3 Staff Costs

	31 May 2021	31 May 2020
	£	£
Total staff costs comprised:		
Wages and salaries	440	496
Social security costs	-	-
Pensions contributions		
- Interest expense on defined benefit pension scheme	1,259	1,652
	<u>1,699</u>	<u>2,148</u>
The average numbers of employees in the period were:	2021	2020
	Number	Number
Management & administration	1	1
	<u>1</u>	<u>1</u>

There are no employees whose emoluments exceeded £60,000 on a pro rata basis (2020: none).

	31 May 2021	31 May 2020
	£	£
Aggregate employment benefits of key management personnel	<u>440</u>	<u>496</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

4 Tangible fixed assets

	Freehold property	Total
	£	£
Cost		
At 1 June 2020 and 31 May 2021	5,823,282	5,823,282
Depreciation		
At 1 June 2020 and 31 May 2021	1,923,282	1,923,282
Net Book Value		
At 1 June 2020 and 31 May 2021	3,900,000	3,900,000

The Company continues to hold freehold interests in the properties on the Westonbirt site. Following the completion of the transfer in 2018 the Directors reviewed the remaining book value of the freehold property. They considered its value in use to have reduced significantly as the nature of its usage had changed. They therefore recorded an impairment of £1,886,750 in the financial statements for the period ended 31 May 2018, reducing the net book value of the site to £3,900,000.

As part of the restructure process of the business, the Directors also commissioned a Qualified Surveyors' Report from Aitchison Rafferty which confirmed that, after considering the terms of the Business Transfer Agreement (BTA) and terms of the lease, the valuation after impairment represented fair value of the Company's assets. Aitchison Rafferty confirmed also that these were the best terms that were likely to be obtained at the time of the restructure. The Directors consider the Aitchison Rafferty 2018 valuation to be a reliable basis for current valuation of the fixed assets because it is underpinned by an Option Agreement.

The property is still considered to be an operating asset of the Company.

5 Investments

	2021	2020
	£	£
Balance brought forward	173,524	186,328
Proceeds from disposals	(37,718)	(139,147)
Purchases	28,412	131,175
Net gains/(losses)	27,904	(9,470)
Movement on investment cash	(2,009)	4,638
Balance carried forward	190,113	173,524

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

Investments are made up as follows:

	2021 £	2020 £
UK Equities	46,258	75,107
UK Bonds	7,225	55,524
Overseas Bonds and Equities	118,904	30,793
Property and other	12,868	5,332
Cash	4,858	6,768
	<u>190,113</u>	<u>173,524</u>
6 Debtors		
	2021 £	2020 £
Prepayments and accrued income	1,260	1,798
	<u>1,260</u>	<u>1,798</u>
7 Creditors: Amounts falling due within one year		
	2021 £	2020 £
Accruals and deferred income	123,676	127,000
	<u>123,676</u>	<u>127,000</u>
8 Creditors: Amounts falling due after more than one year		
	2021 £	2020 £
Deferred rental income (note 9)	518,292	601,219
Accruals	7,320	10,136
	<u>525,612</u>	<u>611,355</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

9 Deferred income

	2021	2020
	£	£
At 1 June 2020	684,146	767,073
Released to income in the year	<u>(82,927)</u>	<u>(82,927)</u>
At 31 May 2021	<u>601,219</u>	<u>684,146</u>

The deferred income is expected to be recognised as follows:

	2021	2020
	£	£
Within 1 year	82,927	82,927
Within 1 to 2 years	82,927	82,927
Within 2 to 5 years	248,781	248,781
After more than five years	186,584	269,511
	<u>601,219</u>	<u>684,146</u>

10 Funds

Current year	Brought forward at 1 June 2020	Income	Expenditure	Gains/ (losses)	Transfers	Balance carried forward at 31 May 2021
	£	£	£	£	£	£
Unrestricted funds						
General funds	3,171,139	144,327	(27,471)	-	(23,893)	3,264,102
Pension fund reserve	(114,460)	-	(1,259)	(1,046)	23,893	(92,872)
	<u>3,056,679</u>	<u>144,327</u>	<u>(28,730)</u>	<u>(1,046)</u>	<u>-</u>	<u>3,171,230</u>
Restricted funds						
SBP	173,267	4,407	(15,742)	27,904	-	189,836
	<u>173,267</u>	<u>4,407</u>	<u>(15,742)</u>	<u>27,904</u>	<u>-</u>	<u>189,836</u>
Total	<u>3,229,946</u>	<u>148,734</u>	<u>(44,472)</u>	<u>26,858</u>	<u>-</u>	<u>3,361,066</u>

Designated funds

Within general funds is a pension scheme reserve with a deficit of £92,872 (2020: £114,460) relating to a defined benefit scheme provision (see note 12).

The transfers shown above reflect contributions paid to reduce the liability in the year.

Restricted funds

The Scholarship and Bursary fund now consists of funds that were originally raised by the Westonbirt Association, Westonbirt's old girls' association, to give financial support to the children of former pupils or their husbands who had lost their lives in the Second World War; over the years these funds have been supplemented by donations from former pupils and the restriction on the recipients of awards was changed to reflect the absence of any qualifying

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

potential beneficiaries. The Association's Executive Committee now recommends that awards be made to deserving girls who need financial support for their education in the Sixth Form at Westonbirt and the Trustees normally follow the recommendation.

Comparative year	Brought forward at 1 June 2019 £	Income £	Expenditure £	Gains/ (losses) £	Transfers £	Balance carried forward at 31 May 2020 £
Unrestricted funds						
General funds	3,077,794	144,327	(31,327)	-	(19,655)	3,171,139
Pension fund reserve	(135,505)		(1,652)	(262)	19,655	(114,460)
	<u>2,942,289</u>	<u>144,327</u>	<u>(29,675)</u>	<u>(262)</u>	<u>-</u>	<u>3,056,679</u>
Restricted funds						
SBP	186,328	4,417	(8,008)	(9,470)	-	173,267
	<u>186,328</u>	<u>4,417</u>	<u>(8,008)</u>	<u>(9,470)</u>	<u>-</u>	<u>173,267</u>
Total	<u>3,128,617</u>	<u>148,744</u>	<u>(37,683)</u>	<u>(9,732)</u>	<u>-</u>	<u>3,229,946</u>

11 Analysis of net assets between funds at 31 May

Current year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	190,113	190,113
Net current assets	(110,286)	(277)	(110,563)
Long term liabilities and provisions	(618,484)	-	(618,484)
Total	<u>3,171,230</u>	<u>189,836</u>	<u>3,361,066</u>
Comparative year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	173,524	173,524
Net current assets	(117,506)	(257)	(117,763)
Long term liabilities and provisions	(725,815)	-	(725,815)
Total	<u>3,056,679</u>	<u>173,267</u>	<u>3,229,946</u>

Included within restricted funds is a revaluation reserve of £24,428 (2020: £nil).

12 Pensions

The Company participates in the Pensions Trust scheme, a multi-employer scheme which provides benefits to some 950 non-associated participating employers. The scheme is a defined benefit scheme in the UK. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme.

The scheme is subject to the funding legislation outlined in the Pensions Act 2004 which came into force on 30 December 2005. This, together with documents issued by the Pensions Regulator and Technical Actuarial Standards issued by the Financial Reporting Council, set out the framework for funding defined benefit occupational pension schemes in the UK.

The scheme is classified as a 'last-man standing arrangement'. Therefore the Company is potentially liable for other participating employers' obligations if those employers are unable to meet their share of the scheme deficit following withdrawal from the scheme. Participating employers are legally required to meet their share of the scheme deficit on an annuity purchase basis on withdrawal from the scheme.

A full actuarial valuation for the scheme was carried out at 30 September 2017. This valuation showed assets of £794.9m, liabilities of £926.4m and a deficit of £131.5m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2021 to 31 January 2025:	£11,243,000 per annum	(payable monthly and increasing by 3% each on 1st April)
---------------------------------------	-----------------------	--

Unless a concession has been agreed with the Trustee the term to 31 January 2025 applies.

Note that the scheme's previous valuation was carried out with an effective date of 30 September 2014. This valuation showed assets of £793.4m, liabilities of £969.9m and a deficit of £176.5m. To eliminate this funding shortfall, the Trustee had asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2016 to 30 September 2025:	£12,945,440 per annum	(payable monthly and increasing by 3% each on 1st April)
From 1 April 2016 to 30 September 2028:	£54,560 per annum	(payable monthly and increasing by 3% each on 1st April)

The recovery plan contributions are allocated to each participating employer in line with their estimated share of the Series 1 and Series 2 scheme liabilities.

Where the scheme is in deficit and where the Company has agreed to a deficit funding arrangement the Company recognises a liability for this obligation. The amount recognised is the net present value of the deficit reduction contributions payable under the agreement that relates to the deficit. The present value is calculated using the discount rate detailed in these disclosures. The unwinding of the discount rate is recognised as a cost.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2021

Present values of provision

	31 May 2021 (£s)	31 May 2020 (£s)	31 May 2019 (£s)
Present value of provision	92,872	114,460	135,505

Reconciliation of opening and closing provisions

	Period Ending 31 May 2021 (£s)	Period Ending 31 May 2020 (£s)
Provision at the start of the period	114,460	135,505
Unwinding of the discount factor (interest expense)	1,259	1,652
Deficit contribution paid	(23,893)	(22,959)
Remeasurements – impact of any change in assumptions	1,046	262
Remeasurements – amendments to the contribution schedule	-	-
	92,872	114,460

Income and expenditure impact

	Period Ending 31 May 2021 (£s)	Period Ending 31 May 2020 (£s)
Interest expense	1,259	1,652
Remeasurements – impact of any change in assumptions	1,046	262
Remeasurements – amendments to the contribution schedule	-	-

Assumptions

	31 May 2021 % per annum	31 May 2020 % per annum	31 May 2019 % per annum
Rate of discount	0.61	1.24	1.34

The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

13 Related party transactions

The Directors did not receive any remuneration or payment for services during the year nor did they receive reimbursement for expenses (2020: £nil).

The Company's key management personnel are the General Manager of the Allied Schools Agency ('the Agency') together with the Directors. The aggregate employment benefits of key management personnel are set out in note 3.

The General Manager of the Agency is also a trustee of the Agency. During the year, £7,921 was paid to the Agency for services provided by the Agency after a repayment of £nil relating to the previous years (2020: £3,211 paid after a repayment of £4,690). In addition, the Agency paid £nil (2020: £2,600) of expenditure relating to the Company's costs which the Company has subsequently reimbursed the Agency for.

There were no other related party transactions in the year.

WESTONBIRT SCHOOLS LIMITED
 NOTES TO THE ACCOUNTS
 AS AT 31 MAY 2021

14 Comparative information

	Unrestricted 2020 £	Restricted 2020 £	Total 2020 £
Income from:			
Investments			
Rents receivable	144,327	-	144,327
Investment income	-	4,417	4,417
Total	144,327	4,417	148,744
Expenditure on:			
Raising funds			
Finance costs	1,547	2,008	3,555
Charitable activities			
Provision of education	28,128	6,000	34,128
Total	29,675	8,008	37,683
Net gains/(losses) on investments	-	(9,470)	(9,470)
Net income/(expenditure)	114,652	(13,061)	101,591
Transfers between funds			
Other recognised gains/(losses)			
Actuarial losses on defined benefit pension scheme	(262)	-	(262)
Net movement on funds	114,390	(13,061)	101,329
Fund balance brought forward at 1 June 2019	2,942,289	186,328	3,128,617
Fund balance carried forward at 31 May 2020	3,056,679	173,267	3,229,946

WESTONBIRT SCHOOLS LIMITED

England & Wales - Charity number 311715

Accounts

WESTONBIRT SCHOOLS LIMITED (Limited by Guarantee)

Financial Statements for the year ended 31 May 2020

Together with Directors' and Auditor's Reports

Company Registration No. 230224

Registered Charity No. 311715

WESTONBIRT SCHOOLS LIMITED

DIRECTORS AND OFFICERS

Directors

Dermot James McMeekin MBA (Chair)
Patricia Karen Broomhead
Thomas Benedict Gaffney MBA
Jenefer Dawn Greenwood OBE, BSc, FRICS
Philippa Margaret Curzon Leggate BA, MEd, PGCE
Henrietta Cecily Metters BSc **
Charles John Calcraft Wyld MA (Oxon)**

** nominated by the Martyrs Memorial and Church of England Trust

Company Secretary

Michael Beauchamp Mansel Porter BA MSc

Registered Office

Stable Cottage
Eckington Road
Birlingham
Pershore
Worcestershire
WR10 3DA

Principal Office

Stable Cottage
Eckington Road
Birlingham
Pershore
Worcestershire
WR10 3DA

Solicitors

Charles Russell Speechlys LLP
Compass House
Lypiatt Rd
Cheltenham
GL50 2QJ

Independent Auditors

Saffery Champness LLP
71 Queen Victoria Street
London
EC4V 4BE

Bankers

Barclays Bank Plc
Wytham Court
11 West Way
Oxford
OX2 0JB

Investment Managers

Brewin Dolphin
The Paragon Building
32 Counterslip
Bristol
BS1 6BX

WESTONBIRT SCHOOLS LIMITED

DIRECTORS'/TRUSTEES' REPORT

Financial Statements

The Directors of Westonbirt Schools Limited, who are also trustees of the charity for the purposes of Charity Law and the Directors of the Company for the purposes of Company law (and will be referred to throughout these accounts as the "Directors"), present their annual report and the audited financial statements of the Company for the year ended 31 May 2020.

Statement of Directors' Responsibilities

The Directors, who are trustees of the charity, are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Charitable Company and of the incoming resources and application of resources, including the income and expenditure, of the Charitable Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP;
- make judgements 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;
- 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 Charitable 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 Charitable Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware:

- there is no relevant audit information of which the Charitable Company's auditor is unaware; and
- Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Governance

The Directors are responsible for the overall management and control of Westonbirt Schools Limited and meet annually. A sub-committee, the Executive Committee, comprising the Chairman and three Directors with expertise in legal, financial and property matters oversees the conduct of the charity between meetings of the Board of Directors.

The Company's Memorandum of Association dated 4 May 1928 (altered by Special Resolution on 25 September 1951) empowers it to invest and deal with the moneys of the Company not immediately required as it thinks fit.

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

From 31 May 2019 the day to day running of the charity was delegated to the General Manager of Allied Schools Agency who is also Company Secretary and who maintains regular contact with the Directors. There are no fulltime employees; the Company pays an agreed monthly fee to Allied Schools Agency Limited for the work of the General Manager and accounting services and the General Manager is remunerated as Company Secretary.

New Directors are appointed by existing Directors, and care is taken to ensure that all necessary skills and experience are represented.

Each new Director is provided a comprehensive briefing on the Company, its history and the current relationship with Westonbirt Limited and its parent company and is expected to attend one of the regularly available training courses for new charity trustees if needed.

Constitution

The Company is limited by guarantee and each of its members, being appointed by the Martyrs Memorial and Church of England Trust, has undertaken to contribute an amount not exceeding £1 (one pound) towards the assets of the Company in the event of the same being wound up and the assets being insufficient to cover the Company's debts and liabilities. The Company is a registered charity.

The Company's governing document is its Articles of Association, as most recently amended on 6th October 2020 by Special Resolution. Westonbirt Schools Limited is a member of the Allied Schools Group of educational charities, all of which were founded or acquired by the Martyrs' Memorial and Church of England Trust (MMT). On 26 September 2013 the Allied Schools signed a management agreement with MMT by which the members of the group agreed to the appointment of the Allied Schools Agency to oversee the performance of the charities and to monitor their adherence to the foundational religious principles on behalf of MMT.

Objectives and Activities

The Company's principal charitable objective is to establish and maintain a school at Westonbirt in Gloucestershire at which girls and boys are educated according to the Protestant principles of the Church of England.

Following a restructure in 2018, the Company leases the premises to Westonbirt Limited, a subsidiary of Wishford Schools (Group) Limited, which now operates Westonbirt School and Westonbirt Prep on the estate.

A separate Charitable Trust, The Holfords of Westonbirt Trust (Registered Charity 1124066), (HoWT) was established in 2006 to restore, repair and conserve the historical aspects of the original Holford buildings and the gardens, and is also a great support to the Company. In 2010 the Trust was granted a 99 year lease of the relevant grounds; the schools in turn have the guaranteed use of the grounds for normal school purposes during term time. Over the summer of 2020 substantial works to restore and repair the lake and the Grotto, and associated works were completed; these were funded by HoWT at a cost of over £300,000.

The Directors' principal objective is to ensure that the estate at Westonbirt continues to provide a suitable location for the operation of a school, which currently educates over 450 children. Under the terms of the Business Transfer Agreement (BTA), between the Company and Westonbirt Limited, the schools operated by Westonbirt Limited will continue to educate children in accordance with the

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Protestant traditions of the Church of England. The Directors are committed to ensuring that the buildings are maintained safely and to a high standard and in line with the demands of leading independent schools.

Public Benefit

The Directors have given careful consideration to the Charity Commission's general guidance on Public Benefit and will continue, as they have in the past to award bursaries to pupils who could not otherwise afford to attend an independent school.

Estates

The Directors have entered into an arrangement with a firm of professional surveyors whose remit is to evaluate the priority areas of the buildings and estate for investment by the tenant and to ensure that the spending commitment by Westonbirt Limited is met over the period of the lease. As a consequence of the Coronavirus (Covid-19) pandemic the planned works for the year ending 31 August 2020 could not be completed due to closure of the site and difficulties with obtaining the necessary consents. The Directors therefore have agreed with Wishford Limited to reschedule the programme of approved works so that the capital expenditure improvement spending commitment is back on plan by 31 August 2022.

Financial Review

Total income for the year was £148,744 (2019: £190,216).

The overall net movement in funds is a surplus of £101,329 for the year (2019: surplus of £77,020 which related to £152,961 from continuing operations and deficit of £75,941 from discontinued operations).

In the prior year the loss on discontinued operations reflects costs incurred during the year ended 31 May 2019 to effect the transfer of school operations to Westonbirt Limited.

Investment Policy

The investment funds at the Company's disposal consist of a Scholarships, Bursaries and Prizes fund. The investment policy agreed by the Directors is to obtain a balanced return from income and capital growth, with no more than a medium level of risk. The funds are held within a portfolio managed on this basis by Brewin Dolphin. The Directors have evaluated the performance of the investments in the year against their stated objectives and, allowing for the impact of Covid-19 on market conditions, consider the performance satisfactory.

Reserves and financial viability

The charity's reserves policy is to maintain unrestricted cash reserves to enable it to meet its short-term financial obligations.

The Directors have approved a budget for the current year in which rental income exceeds committed annual expenditure.

Throughout the period of the Coronavirus pandemic Westonbirt Limited and the tenants of Rose Cottage have continued to pay rent on time and in full; the Company's income for the year was in line with budget and there is no reason to believe that the income for the current year will be less than budgeted. Operating costs have also remained unaffected by the pandemic and cash flow projections for the current year remain positive. The Company does not have any full time employees and had no

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

need to participate in any of the Government's business support schemes which were made available during the Coronavirus crisis. The operating budget for the current year shows a surplus of over 50% of income, of which a substantial part (75%) is committed to the TPT Retirement Solutions Growth Plan deficit reduction programme. Directors intend to repay part of the debt to Allied Schools Agency Limited, when cash balances allow. Trustees have prepared contingency plans on actions that could be taken to mitigate the impact of any shortfall in the expected annual revenue.

Principal Risks and Uncertainties

The Board of Directors is responsible for the management of risks faced by Westonbirt Schools Limited, and puts in place measures for their mitigation as part of an annual process. Directors consider that failure by the purchasers to perform their obligations under the BTA and lease is the key uncertainty for the charity.

Therefore, the principal risk and uncertainty is the continued success of Westonbirt Limited in operating schools at Westonbirt during the on-going Coronavirus pandemic. Throughout the period since the identification of Covid-19, Directors have maintained communication with both tenants and took the initiative to agree with Westonbirt Limited and their parent company a pragmatic solution to the challenge presented at Westonbirt of fulfilling their commitments on capital expenditure on the maintenance of the buildings. This had the effect of supporting Westonbirt Limited through the pandemic. Directors have been informed by Westonbirt Limited's parent company that the school at Westonbirt is operating well in the academic year commencing in September 2020, with over 450 pupils across the senior and junior parts of the school; this figure represents an increase of nearly 50% since May 2018 in numbers of pupils educated at Westonbirt. The transition to a Co-education model has been warmly received by parents in the catchment area, with boys representing 40% of pupils in the year groups which have transitioned to date. The school welcomed 50 new pupils into Year 7 at the start of the 2020/21 academic year, more than doubling the recent historical average, suggesting that it is weathering the effects of the pandemic in good shape. Westonbirt is extending the Co-educational offer into the Sixth Form from September 2021 adding further prospects of pupil number growth, as well as better prospects of retaining girls into the Sixth Form. Based on the information provided by Westonbirt Limited Directors believe that the schools at Westonbirt will continue to operate on the estate.

Directors have taken reasonable steps to avoid triggering the potential liability which would be crystallised if the charity withdraws from the TPT Retirement Solutions Growth Series pension scheme.

Looking Forward

The Directors anticipate that they will continue to meet the charitable object of the Company in the same manner for the foreseeable future. The Martyrs' Memorial Trust will supervise the schools' maintenance of and commitment to the Protestant principles of the Church of England by maintaining contact with the chaplain and by visiting the schools.

Directors will consider applications from the Head teacher for the award of bursaries to pupils in need of financial support.

WESTONBIRT SCHOOLS LIMITED DIRECTORS'/TRUSTEES' REPORT

Directors

The following Directors held office during the year commencing 1 June 2019:

Dermot James McMeekin MBA (Chairman)

Patricia Karen Broomhead

Thomas Benedict Gaffney MBA

Jenefer Dawn Greenwood OBE, BSc, FRICS

Philippa Margaret Curzon Leggate BA, MEd, PGCE

Henrietta Cecily Metters BSc **

Charles John Calcraft Wyld MA (Oxon) **

The Directors, who are also the charity trustees and constitute the Board of Directors, are elected by other Directors, except that two Directors shall be nominated by the Martyrs Memorial and Church of England Trust (MMT) if the total number does not exceed twelve, three if the total number exceeds twelve but does not exceed eighteen, and four if the total number exceeds eighteen (the maximum number allowable being twenty). The Directors nominated by MMT are indicated by ** in the above list. None of the Directors had a beneficial interest in any contract to which the Company was a party during the year.

This report was prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

This report was approved by the Board on 21 October 2020 and signed on its behalf by:



Dermot James McMeekin MBA
Chair of the Trustees

WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2020

Opinion

We have audited the financial statements of Westonbirt Schools Limited for the year ended 31 May 2020 which comprise the Statement of Financial Activities, Summary Income and Expenditure Account, Balance Sheet, and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the Charitable Company's state of affairs as at 31 May 2020 and of its incoming resources and application of resources, including its income and expenditure, for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the charitable company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

- the trustees' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the trustees have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Charitable 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.

Other information

The trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2020**

We have nothing to report in this regard.

Other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' Annual Report which includes the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Trustees' Annual Report which includes the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Charitable Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees' Annual Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 require us to report to you if, in our opinion:

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

Responsibilities of trustees

As explained more fully in the Statement of Trustees' Responsibilities set out on page 1, the trustees (who are also the directors of the Charitable Company for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the trustees 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 trustees are responsible for assessing the Charitable 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 trustees either intend to liquidate the charitable company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

We have been appointed as auditors under the Companies Act 2006 and report in accordance with that Act.

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

**WESTONBIRT SCHOOLS LIMITED
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS
FOR THE YEAR ENDED 31 MAY 2020**

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the Charitable Company's members and the trustees, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Charitable Company's members and trustees those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the charitable company, the charitable company's members and trustees as a body, for our audit work, for this report, or for the opinions we have formed.



.....
Cara Turlington (Senior Statutory Auditor)
For and on behalf of

Saffery Champness LLP
Chartered Accountants
Statutory Auditors
71 Queen Victoria Street
London
EC4V 4BE

Date: 3 November 2020

Saffery Champness LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

WESTONBIRT SCHOOLS LIMITED
STATEMENT OF FINANCIAL ACTIVITIES
FOR THE YEAR ENDED 31 MAY 2020

	Notes	Unrestricted 2020 £	Restricted 2020 £	Total Year 31 May 2020 £	Total Year 31 May 2019 £
Income from:					
Investments					
Rents receivable		144,327	-	144,327	144,327
Investment income		-	4,417	4,417	5,198
Donations		-	-	-	40,690
Total income		144,327	4,417	148,744	190,216
Expenditure on:					
Raising funds					
Finance costs		1,547	2,008	3,555	4,683
Charitable activities					
Provision of education		28,128	6,000	34,128	99,516
Total expenditure	2	29,675	8,008	37,683	104,199
Net (losses)/gains on investments	5	-	(9,470)	(9,470)	(7,997)
Net income/(expenditure)		114,652	(13,061)	101,591	78,020
Other recognised gains/(losses)					
Actuarial losses on defined benefit pension scheme		(262)	-	(262)	(1,000)
Net Movement in Funds		114,390	(13,061)	101,329	77,020
Fund balance brought forward at 1 June 2019		2,942,289	186,328	3,128,617	3,051,597
Fund balance carried forward at 31 May 2020	11	3,056,679	173,267	3,229,946	3,128,617

A number of activities were discontinued in previous years. Costs incurred in 2019 relating to these are presented separately on the summary income and expenditure account on page 10. The accompanying notes are an integral part of these financial statements.

WESTONBIRT SCHOOLS LIMITED
SUMMARY INCOME AND EXPENDITURE ACCOUNT
FOR THE YEAR ENDED 31 MAY 2020

	Continuing operations	Discontinued operations	Total year ended 31 May	Continuing operations	Discontinued operations	Total 9 months 31 May
	2020	2020	2020	2019	2019	2019
	£	£	£	£	£	£
Income from:						
Investments						
Rents receivable	144,327	-	144,327	144,327	-	144,327
Investment income	4,417	-	4,417	5,198	-	5,198
Grants and donations	-	-	-	40,690	-	40,690
Total	148,744	-	148,744	190,216	-	190,216
Expenditure on:						
Raising funds	3,555	-	3,555	4,683	-	4,683
Charitable activities	34,128	-	34,128	23,575	75,941	99,516
Total	37,683	-	37,683	28,258	75,941	104,199
Net gains/(losses) on investments	(9,470)	-	(9,470)	(7,997)	-	(7,997)
Actuarial gains/(losses) on defined benefit pension scheme	(262)	-	-	(1,000)	-	(1,000)
Net income/ (expenditure)	101,329	-	101,329	152,961	(75,941)	77,020

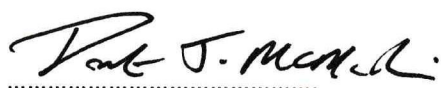
The summary income and expenditure is presented to show the effect of discontinued activities and is extracted from the information on the Statement of Financial Activities on page 9. All of the discontinued activities relate to unrestricted funds.

WESTONBIRT SCHOOLS LIMITED
BALANCE SHEET
AS AT 31 MAY 2020

	Notes	2020 £	2019 £
Tangible Fixed Assets	4	3,900,000	3,900,000
Investments			
Other Investments	5	173,524	186,328
		<u>173,524</u>	<u>186,328</u>
Current Assets			
Debtors	6	1,798	1,456
Cash at bank and in hand		7,439	11,267
		<u>9,237</u>	<u>12,723</u>
Creditors: amounts falling due within one year	7	(127,000)	(137,943)
Net Current Liabilities		<u>(117,763)</u>	<u>(125,220)</u>
Total Assets less Current Liabilities		<u>3,955,761</u>	<u>3,961,108</u>
Creditors: amounts falling due after more than one year	8	(611,355)	(696,986)
Provisions	12	(114,460)	(135,505)
Net Assets		<u>3,229,946</u>	<u>3,128,617</u>
Funds			
Restricted funds	10	173,267	186,328
Unrestricted funds:		3,056,679	2,942,289
Total funds		<u>3,229,946</u>	<u>3,128,617</u>

These financial statements have been prepared in accordance with the provisions applicable to small companies.

The financial statements on pages 9 to 23 were approved by the board of Directors on 21 October 2020 and signed on its behalf by:



.....
Dermot James McMeekin MBA
Chair

Company number: 230224 (England and Wales)

The accompanying notes are an integral part of these financial statements.

1 Accounting Policies

1.1 Basis of Accounting

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: the Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standards applicable in the UK and Republic of Ireland (FRS 102) (second edition) - (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102), the Charities Act 2011 and the Companies Act 2006.

The Company meets the definition of a public benefit entity under FRS 102.

The accounts are prepared in sterling which is the functional currency of the Company.

1.2 Going Concern

In preparing these financial statements the Directors have reviewed future cash flow forecasts and budgets and consider that future activities of the Company will generate sufficient cash to allow the Company to continue to operate for the foreseeable future. Having carefully considered the Company's financial plans and position, including the impact of Covid-19, the Directors are confident in the Company's ability to meet its targets. For this reason, they continue to adopt the going concern basis of accounting.

1.3 Income and Expenditure

Income and expenditure is included in the financial statements on an accruals basis.

Income is recognised when the charity is entitled to it, the amount can be reliably measured and receipt is probable.

Expenditure is allocated to expense headings either on a direct cost basis, or apportioned according to management estimates of time spent or space occupied, as appropriate.

Support costs are administration and other support costs incurred in supporting the charitable activities. Governance costs are those incurred in complying with statutory requirements and governance matters.

1.4 Tangible Fixed Assets (freehold property)

Expenditure relating to the acquisition of and extensions to freehold land and buildings together with the initial equipping thereof is capitalised and is stated in the financial statements at cost less depreciation and any provision for impairment.

No depreciation is charged on Freehold Land.

Land and buildings are reviewed annually for impairment.

1 Accounting Policies (continued)

1.5 Pensions

The charity's employee is a member of TPT Retirement Solutions' Growth Plan. The Growth Plan is a multi-employer defined benefit pension scheme. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme. The Company has a commitment to fund the deficit in the scheme at a fixed rate, in accordance with an agreed schedule of contributions. This commitment is accounted for at the point the charity is notified of the amount payable and is discounted to its net present value. More details of this scheme are given in Note 12.

1.6 Investments

The investments are stated at market value, less any provision for permanent diminution in value. Market value is taken to be the mid-market price ruling at the balance sheet date.

1.7 Financial instruments

Excluding investments, the Company only has financial assets and liabilities of a kind that qualify as basic financial instruments (i.e. debtors and creditors).

1.8 Critical estimates and judgements

Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In making these estimates the charity makes assumptions concerning the future. The Directors do not believe that there is a significant risk of a material adjustment being made to the carrying amounts of assets and liabilities included in these financial statements within the next financial year.

Key estimates include the assumptions made by the actuary in valuing the pension liability (see note 12 for further details).

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

2 Analysis of total resources expended

Current year	Unrestricted funds £	Restricted funds £	31 May 2020 Total £
Raising funds			
Finance costs	1,547	2,008	3,555
	1,547	2,008	3,555
Charitable activities			
Bursary awards	-	6,000	6,000
Support costs	18,088	-	18,088
Governance costs	10,040	-	10,040
	28,128	6,000	34,128
Total expenditure	29,675	8,008	37,683

Comparative year	Unrestricted funds £	Restricted funds £	31 May 2019 Total £
Raising funds			
Finance costs	2,551	2,132	4,683
	2,551	2,132	4,683
Charitable activities			
Bursary awards	-	9,000	9,000
Support costs	72,676	-	72,676
Governance costs	17,840	-	17,840
	90,516	9,000	99,516
Total expenditure	93,067	11,132	104,199

Expenditure includes:

	31 May 2020 £	31 May 2019 £
Auditors' remuneration (excluding VAT) for:		
Audit services		
- Current year	5,500	6,250
- Prior year	-	2,000
Other services	700	22,027

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

3 Staff Costs

	31 May 2020 £	31 May 2019 £
Total staff costs comprised:		
Wages and salaries	496	83
Social security costs	-	-
Pensions contributions		
- Interest expense on defined benefit pension scheme	1,652	3,000
- Net credit/ expense in relation to changes to estimated Pensions Trust pension liability (see note 12 for further details)	-	(16,000)
	<u>2,148</u>	<u>(12,917)</u>
 The average numbers of employees in the period were:		
	2020 Number	2019 Number
Management & administration	1	1
	<u>1</u>	<u>1</u>

There are no employees whose emoluments exceeded £60,000 on a pro rata basis (2019: none).

	31 May 2020 £	31 May 2019 £
Aggregate employment benefits of key management personnel	<u>496</u>	<u>83</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

4 Tangible fixed assets

	Freehold property	Total
	£	£
Cost		
At 1 June 2019 and 31 May 2020	5,823,282	5,823,282
Depreciation		
At 1 June 2019 and 31 May 2020	1,923,282	1,923,282
Net Book Value		
At 1 June 2019 and 31 May 2020	3,900,000	3,900,000

The Company continues to hold freehold interests in the properties on the Westonbirt site. Following the completion of the transfer in 2018 the Directors reviewed the remaining book value of the freehold property. They considered its value in use to have reduced significantly as the nature of its usage had changed. They therefore recorded an impairment of £1,886,750 in the financial statements for the period ended 31 May 2018, reducing the net book value of the site to £3,900,000.

As part of the restructure process of the business, the Directors also commissioned a Qualified Surveyors' Report from Aitchison Rafferty which confirmed that, after considering the terms of the Business Transfer Agreement (BTA) and terms of the lease, the valuation after impairment represented fair value of the Company's assets. Aitchison Rafferty confirmed also that these were the best terms that were likely to be obtained at the time of the restructure. The Directors consider the Aitchison Rafferty 2018 valuation to be a reliable basis for current valuation of the fixed assets because it is underpinned by an Option Agreement.

The property is still considered to be an operating asset of the Company.

5 Investments

	2020 £	2019 £
Balance brought forward	186,328	246,265
Proceeds from disposals	(139,147)	(74,768)
Purchases	131,175	66,540
Net (losses)/ gains	(9,470)	(7,997)
Movement on investment cash	4,638	(43,712)
Balance carried forward	173,524	186,328

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

Investments are made up as follows:

	2020	2019
	£	£
UK Equities	75,107	75,107
UK Bonds	55,524	40,718
Overseas Bonds and Equities	30,793	53,429
Property and other	5,332	14,584
Cash	6,768	2,490
	<u>173,524</u>	<u>186,328</u>

6 Debtors

	2020	2019
	£	£
Prepayments and accrued income	1,798	1,456
	<u>1,798</u>	<u>1,456</u>

7 Creditors: Amounts falling due within one year

	2020	2019
	£	£
Accruals and deferred income	127,000	137,943
	<u>127,000</u>	<u>137,943</u>

8 Creditors: Amounts falling due after more than one year

	2020	2019
	£	£
Deferred rental income (note 9)	601,219	684,146
Accruals	10,136	12,840
	<u>611,355</u>	<u>696,986</u>

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

9 Deferred income

	2020	2019
	£	£
At 1 June 2019	767,073	850,000
Released to income in the year	(82,927)	(82,927)
At 31 May 2020	<u>684,146</u>	<u>767,073</u>

The deferred income is expected to be recognised as follows:

	2020	2019
	£	£
Within 1 year	82,927	82,927
Within 1 to 2 years	82,927	82,927
Within 2 to 5 years	248,781	248,781
After more than five years	269,511	352,438
	<u>684,146</u>	<u>767,073</u>

10 Funds

Current year	Brought forward at 1 June 2019	Income	Expenditure	Gains/ (losses)	Transfers	Balance carried forward at 31 May 2020
	£	£	£	£	£	£
Unrestricted funds						
General funds	3,077,794	144,327	(31,327)	-	(19,655)	3,171,139
Pension fund reserve	(135,505)	-	(1,652)	(262)	19,655	(114,460)
	<u>2,942,289</u>	<u>144,327</u>	<u>(29,675)</u>	<u>(262)</u>	<u>-</u>	<u>3,056,679</u>
Restricted funds						
SBP	186,328	4,417	(8,008)	(9,470)	-	173,267
	<u>186,328</u>	<u>4,417</u>	<u>(8,008)</u>	<u>(9,470)</u>	<u>-</u>	<u>173,267</u>
Total	<u>3,128,617</u>	<u>148,744</u>	<u>(37,683)</u>	<u>(9,732)</u>	<u>-</u>	<u>3,229,946</u>

Designated funds

Within general funds is a pension scheme reserve with a deficit of £114,460 (2019: £135,505) relating to a defined benefit scheme provision (see note 12).

The transfers shown above reflect contributions paid to reduce the liability in the year.

Restricted funds

The Scholarships and Bursaries Fund ("SBP") is made up of many smaller funds, the origins of which are bequests, donations and Speech Day prizes, which were managed separately until 2002 when they were amalgamated into one fund under a Charity Commission approved scheme to make the management more efficient. The funds are to be used to further the

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

education of pupils attending Westonbirt School by the awards of scholarships, bursaries, prizes, maintenance allowances and leaving exhibitions.

Comparative year	Brought forward at 1 June 2019	Income	Expenditure	Gains/ (losses)	Transfers	Balance carried forward at 31 May 2020
	£	£	£	£	£	£
Unrestricted funds						
General funds	2,988,671	185,052	(106,067)	-	10,138	3,077,794
Pension fund reserve	(171,389)	-	13,000	(1,000)	23,884	(135,505)
	<u>2,817,282</u>	<u>185,052</u>	<u>(93,067)</u>	<u>(1,000)</u>	<u>34,022</u>	<u>2,942,289</u>
Restricted funds						
SBP	227,545	5,164	(11,132)	(7,997)	(27,252)	186,328
Other	6,770	-	-	-	(6,770)	-
	<u>234,315</u>	<u>5,164</u>	<u>(11,132)</u>	<u>(7,997)</u>	<u>(34,022)</u>	<u>186,328</u>
Total	<u>3,051,597</u>	<u>190,216</u>	<u>(104,199)</u>	<u>(8,997)</u>	<u>-</u>	<u>3,128,617</u>

11 Analysis of net assets between funds at 31 May

Current year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	173,524	173,524
Net current assets	(117,506)	(257)	(117,763)
Long term liabilities and provisions	(725,815)	-	(725,815)
Total	<u>3,056,679</u>	<u>173,267</u>	<u>3,229,946</u>
Comparative year	Unrestricted £	Restricted £	Total £
Tangible fixed assets	3,900,000	-	3,900,000
Investments	-	186,328	186,328
Net current assets	(125,220)	-	(125,220)
Long term liabilities and provisions	(832,491)	-	(832,491)
Total	<u>2,942,289</u>	<u>186,328</u>	<u>3,128,617</u>

Included within restricted funds is a revaluation reserve of £nil (2019: £38,141).

12 Pensions

The Company participates in the Pensions Trust scheme, a multi-employer scheme which provides benefits to some 950 non-associated participating employers. The scheme is a defined benefit scheme in the UK. It is not possible for the Company to obtain sufficient information to enable it to account for the scheme as a defined benefit scheme. Therefore it accounts for the scheme as a defined contribution scheme.

The scheme is subject to the funding legislation outlined in the Pensions Act 2004 which came into force on 30 December 2005. This, together with documents issued by the Pensions Regulator and Technical Actuarial Standards issued by the Financial Reporting Council, set out the framework for funding defined benefit occupational pension schemes in the UK.

The scheme is classified as a 'last-man standing arrangement'. Therefore the Company is potentially liable for other participating employers' obligations if those employers are unable to meet their share of the scheme deficit following withdrawal from the scheme. Participating employers are legally required to meet their share of the scheme deficit on an annuity purchase basis on withdrawal from the scheme.

A full actuarial valuation for the scheme was carried out at 30 September 2017. This valuation showed assets of £794.9m, liabilities of £926.4m and a deficit of £131.5m. To eliminate this funding shortfall, the Trustee has asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2020 to 31 January 2025:	£11,243,000 per annum	(payable monthly and increasing by 3% each on 1st April)
---------------------------------------	-----------------------	--

Unless a concession has been agreed with the Trustee the term to 31 January 2025 applies.

Note that the scheme's previous valuation was carried out with an effective date of 30 September 2014. This valuation showed assets of £793.4m, liabilities of £969.9m and a deficit of £176.5m. To eliminate this funding shortfall, the Trustee had asked the participating employers to pay additional contributions to the scheme as follows:

Deficit contributions

From 1 April 2016 to 30 September 2025:	£12,945,440 per annum	(payable monthly and increasing by 3% each on 1st April)
---	-----------------------	--

From 1 April 2016 to 30 September 2028:	£54,560 per annum	(payable monthly and increasing by 3% each on 1st April)
---	-------------------	--

The recovery plan contributions are allocated to each participating employer in line with their estimated share of the Series 1 and Series 2 scheme liabilities.

Where the scheme is in deficit and where the Company has agreed to a deficit funding arrangement the Company recognises a liability for this obligation. The amount recognised is the net present value of the deficit reduction contributions payable under the agreement that relates to the deficit. The present value is calculated using the discount rate detailed in these disclosures. The unwinding of the discount rate is recognised as a cost.

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

Present values of provision

	31 May 2020 (£s)	31 May 2019 (£s)	31 May 2018 (£s)
Present value of provision	114,460	135,505	171,109

Reconciliation of opening and closing provisions

	Period Ending 31 May 2020 (£s)	Period Ending 31 May 2019 (£s)
Provision at the start of the period	135,505	171,109
Unwinding of the discount factor (interest expense)	1,652	2,530
Deficit contribution paid	(22,959)	(22,510)
Remeasurements – impact of any change in assumptions	262	906
Remeasurements – amendments to the contribution schedule	-	(16,530)
	<hr/> 114,460	<hr/> 135,505

Income and expenditure impact

	Period Ending 31 May 2020 (£s)	Period Ending 31 May 2019 (£s)
Interest expense	1,652	2,530
Remeasurements – impact of any change in assumptions	262	906
Remeasurements – amendments to the contribution schedule	-	(16,530)

Assumptions

	31 May 2020 % per annum	31 May 2019 % per annum	31 August 2018 % per annum
Rate of discount	1.24	1.34	1.58

The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

13 Related party transactions

The Directors did not receive any remuneration or payment for services during the year nor did they receive reimbursement for expenses (2019: £nil).

The Company's key management personnel are the General Manager of the Allied Schools Agency ('the Agency') together with the Directors. The aggregate employment benefits of key management personnel are set out in note 3.

The General Manager of the Agency is also a trustee of the Agency. During the year, £3,211 was paid to the Agency for services provided by the Agency after a repayment of £4,690 relating to the previous years (2019: £16,384). In addition, the Agency paid £2,600 (2019: £3,750) of expenditure relating to the Company's costs which the Company has subsequently reimbursed the Agency for.

There were no other related party transactions in the year

WESTONBIRT SCHOOLS LIMITED
NOTES TO THE ACCOUNTS
AS AT 31 MAY 2020

14 Comparative information

	Unrestricted 2019 £	Restricted 2019 £	Total 2019 £
Income from:			
Investments			
Rents receivable	144,327	-	144,327
Investment income	35	5,164	5,198
Donations	40,690	-	40,690
Total	185,052	5,164	190,216
Expenditure on:			
Raising funds			
Finance costs	2,551	2,132	4,683
Charitable activities			
Provision of education	90,516	9,000	99,516
Total	93,067	11,132	104,199
Net gains/(losses) on investments	-	(7,997)	(7,997)
Net income/(expenditure)	91,985	(13,965)	78,020
Transfers between funds	34,022	(34,022)	-
Other recognised gains/(losses)			
Actuarial losses on defined benefit pension scheme	(1,000)	-	(1,000)
Net movement on funds	125,007	(47,987)	77,020
Fund balance brought forward at 1 September 2018	2,817,282	234,315	3,051,597
Fund balance carried forward at 31 May 2019	2,942,289	186,328	3,128,617