

ALLIED SCHOOLS AGENCY LIMITED

England & Wales · Charity number 313158

Details

Status Registered

Legal form Charitable company

Company number [00306977](#)

Registered 1964-03-09

Register [View on the Charity Commission register](#)

Contact

Address Elmhurst
Harcourt Hill
Oxford
OX2 9AS

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Activities

Objects: THE OBJECT FOR WHICH THE COMPANY IS ESTABLISHED ("THE OBJECTS") ARE THE ADVANCEMENT OF EDUCATION AT THE SEVERAL SCHOOLS (AS DEFINED IN THE COMPANY'S ARTICLES OF ASSOCIATION).

Activities: Not Required

Classification

- **How:** Provides Human Resources, Provides Services
- **What:** General Charitable Purposes, Education/training
- **Who:** Other Charities Or Voluntary Bodies

Geography

- Worcestershire

Finances

Period end	Income	Expenditure	Assets	Employees
2025-07-31	£354,412	£282,897	-	-
2024-07-31	£296,061	£296,061	-	-
2023-07-31	£183,875	£184,082	-	-
2022-07-31	£182,623	£183,171	-	-
2021-07-31	£181,843	£181,797	-	-

Trustees

Name	Role	Appointed
Andrew John Butterworth		2024-07-31
Antony Robin Spencer		2023-03-24
Claire Anne Tao		2024-07-31
Rev John Andrew Fisher		2019-06-01
Rev Nigel James Little		2022-09-15
Richard Mark Blair Wilkinson MA, PGCE		2019-06-01

Linked charities

- WREKIN COLLEGE SCHOLARSHIP, BURSARY AND PRIZE FUND (313158-1)
- CANFORD SCHOOL SCHOLARSHIP, BURSARY AND PRIZE FUND (313158-2)
- WESTONBIRT SCHOOL SCHOLARSHIP, BURSARY AND PRIZE FUND (313158-3)
- HARROGATE LADIES' COLLEGE SCHOLARSHIP BURSARY AND PRIZE FUND (313158-4)

ALLIED SCHOOLS AGENCY LIMITED

England & Wales - Charity number 313158

Accounts

ALLIED SCHOOLS AGENCY LIMITED

Financial Statements 31 July 2025

Together with Directors' and Examiner's Reports

Registered Charity Number: 313158

Registered Company Number: 306977

Allied Schools Agency Limited

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Allied Schools Agency Limited

Trustees and company information

Directors and officers

AJ Butterworth
Prebendary JA Fisher
MK Henderson (resigned on 31 August 2025)
Reverend NJ Little
AR Spencer
CA Tao
RMB Wilkinson

Independent Examiner

Cara Turtington FCA DChA
Saffery LLP
71 Queen Victoria Street
London
EC4V 4BE

Bankers

Barclays Bank Plc
Octagon House
Gadbrook Park
Northwich
Cheshire
SW9 7RB

Registered Office

CPAS
Sovereign Court One (Unit 3)
Sir William Lyons Road
University of Warwick Science Park
Coventry
CV4 7EZ

Principal Office

Elmhurst
Harcourt Hill
Oxford
OX2 9AS

Solicitors

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

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2025

The Directors (who are also Trustees of the Allied Schools Agency Limited as defined in the Charities Act 2011) present their report and financial statements for the year ended 31 July 2025.

The financial statements comply with the Companies Act 2006, Charities Act 2011, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standards applicable in the UK and Republic of Northern Ireland (FRS102).

Directors' Duties and Responsibilities

The Directors are responsible for preparing financial statements for each financial year, which give a true and fair view of the state of affairs of the company and of the incoming resources and application of resources, including the income and expenditure, of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP (FRS102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors

The Directors of the company who served during the year are as follows:

AJ Butterworth
Prebendary JA Fisher
MK Henderson (resigned on 31 August 2025)
Reverend NJ Little
AR Spencer
CA Tao
RMB Wilkinson

None of the directors had a beneficial interest in any contract to which the company was a party during the year.

Directors regularly review the composition and skills of the board and consider potential additions to their number, and successors for directors who plan to retire at some future date. Once a potential director is identified the Chairman and one other director meet the candidate, explain the Company's purpose and its relationships with the Allied Schools and the Martyrs' Memorial and Church of England Trusts (MMT). If both parties are content he or she is put forward for election to the board with the expectation of serving at least two terms of 3 years. Upon appointment directors are provided with information about their duties as directors and charity trustees and are encouraged to attend suitable courses on areas of particular interest to them and the company.

The Directors are considered to be the key management personnel of the Company. None of the directors receive remuneration with the exception of the General Manager, whose pay is set and reviewed by the other directors in the General Manager's absence with reference to industry benchmarks.

Governance

The Company's governing document is the Memorandum and Articles of Association as most recently amended on 26 September 2013. The Directors are responsible for the overall management and control of Allied Schools Agency Limited ("the Company") and meet three times a year. Two of the directors are appointed by the Martyrs' Memorial and Church of England Trust (MMT). Responsibility for day-to-day management is delegated to the General Manager who is a Director.

Relationship with the Allied Schools Group

The secretary to the MMT founded or acquired all of the Allied Schools, including Westonbirt, on its behalf between 1920 and 1932. The Allied Schools Group currently consists of four school groups (Canford School, Harrogate Ladies' College, Stowe School, and The Wrekin Old Hall Trust, total ten schools) which have been closely associated for over 90 years. Westonbirt School and its associated prep school, previously part of the Group, was sold in May 2018. Collectively the schools are known as "the Allied Schools". A fifth member of the group is a charity, Westonbirt Schools Limited, which owned an estate at Westonbirt in Gloucestershire let from May 2018 to a third party that operates schools on the site. Westonbirt Schools Ltd intends to wind itself up via a Members Voluntary Liquidation as soon as practically possible.

An extensive review of the relationship between MMT, the Allied Schools and the Company concluded in 2013 with the appointment of the Company as the agent of MMT, with an oversight role intended to ensure the on-going prosperity and success of the Allied Schools and their adherence to the foundational religious principles. The role of the Company and its powers are set out in detail in an Agreement that was signed by the Allied Schools, the MMT and the Company on 26 September 2013.

Under the terms of the Agreement the Allied Schools, excluding Westonbirt Schools Limited, are committed to meeting the budgeted net operating costs of the Company. During the year, Westonbirt Schools Ltd made a grant to Allied Schools Agency (for the benefit of the other Allied Schools) of £200k.

Objectives and Principal Activities

The object of the Company, which is also its charitable object, is the advancement of education at the Allied Schools. Its aim is to ensure the highest standards of Governance and financial management are applied at the Allied Schools and to ensure their continued financial health. In turn, this ensures that the schools continue to fulfil their own charitable objects, being the advancement of education of boys and girls in accordance with the Protestant and Evangelical tradition and principles of the Church of England.

Public Benefit

The Company delivers charitable public benefit by providing cost-effective services and advice to the schools with which it is linked, thus assisting the Allied Schools to maximise the public benefit they themselves offer. In setting the Company's objectives, the Directors have given careful consideration to the Charity Commission's general guidance on charitable public benefit and in particular to the supplementary charitable public benefit guidance on advancing education. Amongst other indicators of performance and fulfilment of their objects, the General Manager monitors the levels of public benefit delivered by the Allied Schools, with a particular focus on the award of means-tested bursaries and offering the wider community access to the schools' facilities.

Review of the Year

The Company performed its obligations to all the Allied Schools providing advice and guidance to the Governing Bodies; the Company fulfilled its duties on behalf of MMT as the General Manager attends all meetings of the Governing Bodies of the schools and writes and presents reports on the financial performance and future prospects for each of the Allied Schools. Specific attention is paid to monitoring their performance in challenging market conditions, in which some schools are thriving whilst others may find it harder to recruit new pupils.

The schools' impressive results demonstrated that academic achievement relative to the intake of each school remains a core strength of all four schools. Stowe School merged with a third feeder Prep School during the year. Harrogate Ladies College announced that it would become a co-educational school, admitting boys into Years 7 and 12 from September 2026. From that time, it will become known as Duchy College, Harrogate.

The Allied Schools remain committed to working with the communities in which they are located and in various ways provide access to the community and work closely with local state maintained schools. Canford and Stowe have formal partnership arrangements with local secondary schools; these are with the Bourne Academy in Bournemouth and the Silverstone UTC. More details of the Allied Schools' support to their local schools can be found on the ISC sponsored website at www.schoolstogether.org.

The General Manager continues to act as a trusted adviser to the Governing Bodies of all the Allied Schools; at each of them he performs the role in ways that are adapted to the specific needs and priorities of the individual school. At any one time, the General Manager may be supporting a number of Governing Bodies on a range of other confidential issues, including mergers with other charities, recruitment of members of the leadership team, supporting reviews of Governance and ensuring that Governing Bodies understand the full range of their duties and responsibilities.

In addition to projects such as those described, the General Manager supports the Governing Bodies and management teams of the Allied Schools on an as needed basis when issues and challenges arise; on a day to day basis he advises the Chairmen of the Allied Schools on good practice in relation to Governance, Charity law and Company law.

Financial Review

The Company's total expenditure for the year of £282,897 (2024: £296,061) continues to be funded by the Allied Schools. The Company's result for the year is £71,515 (2024: break even), made up of breakeven on the unrestricted fund, with receipts from the Allied Schools taken to income to match the expenses incurred, and a surplus of £71,515 on the restricted fund.

At the year end the Company had total funds of £86,183, made up of £14,668 unrestricted funds (2024: £14,668) and £71,515 restricted funds (2024: £nil).

Reserves Policy

The Directors have reviewed the Reserves policy and, in accordance with the Allied Schools Agreement, the costs of the Allied Schools Agency Limited are met by the Allied Schools. The Company holds cash resources of roughly three months' operating expenses throughout the year. In the event that one or more of the Allied Schools failed to pay its share of the operating expenses, there are provisions for recovery of amounts owing from the remaining Allied Schools. Directors are confident that the Allied Schools will honour their obligations and that any failure to do so can be remedied quickly by recourse to the other member schools.

The Directors consider, nevertheless, that it is prudent to retain cash reserves of a minimum of two months' operating expenses, or about £30,000. At the year-end cash holdings totalled £225,900 (2024: £58,735) and net assets were £86,195 (2024: £14,680). The Directors are satisfied that the policy is being met.

Risk Management

The Directors have formally reviewed and analysed the major risks to the Company, and are satisfied that action has been taken to mitigate the risks to the extent possible. The Company will continue to monitor and re-assess the risks on a regular basis.

The application of VAT to independent school fees directly affects all Allied Schools, which have each reviewed their business plans and responded in various ways. Independent schools lose some of the benefits of charitable status and lose mandatory business rate relief and this has created a more challenging financial context for all schools.

At their meetings the Directors monitor the financial well-being and resources of all of the Allied Schools, taking note of specific risks and initiatives, and are confident of the schools' ability to continue to provide first class education through the current academic year in the face of challenges which may arise in the current economic environment. The other risks to the Company continue to be monitored at meetings of the board of Directors and these include four significant risks described below:

A key risk is the possible failure of an Allied School, which could impact the company's income. This remains of concern and is outside the direct control of Directors. However, the severity of this risk is mitigated by the Allied Schools Agreement, signed in 2013, which requires the remaining schools to cover any shortfall in the Company's income caused by the failure of one or more schools to meet its obligations for whatever reason. One of the Company's primary roles is the monitoring of the financial well-being and management of the Allied Schools; therefore the Company should have advance warning of any such threat and be able to plan accordingly.

The Company continues to monitor the TPT deficit situation, to which the Company's precise liability has still not yet been certified. The Allied Schools have committed to meet this potential liability under the terms of the 2013 Agreement.

Plans for Future Periods

The Company's continuing objective is to support the Allied Schools in achieving a high standard of Governance and to fulfil the role of Agent of the MMT. The General Manager will support confidential and special projects and recruitment processes as needed at each of the Allied Schools, including the integration from a governance perspective of the new members of the group which have merged with one of the schools. The General Manager will continue to monitor the financial position of each of the Allied Schools and work with any school that experiences a deterioration of performance to achieve a turnaround in performance. The General Manager will work with MMT nominated Governors at the Allied Schools to ensure that there is adherence to the common foundational principles that should guide the schools in all they do.

The General Manager will be responsible for the day-to-day management of Westonbirt Schools Limited and will continue to act as Secretary to the Trustees.

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 18th March 2026



AJ Butterworth
Company Secretary

**Independent examiner's report to the trustees of Allied Schools Agency Limited ('the Company')
For the year ended 31 July 2025**

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 July 2025.

Respective responsibilities of trustees and examiner

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Basis of independent examiner's report

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.

Independent examiner's statement

Since the Company's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of the Institute of Chartered Accountants in England and Wales, which is one of the listed bodies.

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Cara Turtington FCA DChA

Saffery LLP

71 Queen Victoria Street, London, EC4V 4BE

Date: 30 March 2026

Allied Schools Agency Limited

**Statement of financial activities (incorporating the income and expenditure account)
For the year ended 31 July 2025**

	Notes	Unrestricted funds	Restricted funds	Total funds	Total and unrestricted funds
		2025 £	2025 £	2025 £	2024 £
Income from					
Contributions from the Allied Schools		153,789	-	153,789	228,986
Donations		-	200,000	200,000	-
Reimbursed pension contributions		-	-	-	66,509
	2	153,789	200,000	353,789	295,495
Interest receivable		518	-	518	561
Other income		105	-	105	5
Total income		154,412	200,000	354,412	296,061
Expenditure on raising funds					
Bank charges		487	-	487	660
Charitable activities					
Provision of services and other support to schools		153,925	128,485	282,410	235,752
Pension Trust contributions		-	-	-	59,649
Total expenditure	3	154,412	128,485	282,897	296,061
Net income/(expenditure) and net movement in funds		-	71,515	71,515	-
Fund balances at 1 August		14,668	-	14,668	14,668
Fund balances at 31 July		14,668	71,515	86,183	14,668

All unrestricted operations of the company continued throughout both years and no operations were acquired or discontinued in either period under review.

The accompanying notes are an integral part of this statement of financial activities.

Allied Schools Agency Limited

**Balance sheet
As at 31 July 2025**

	Notes	Total 2025 £	Total 2024 £
Tangible fixed assets	7	1,391	2,167
Current assets			
Debtors	8	10,907	8,654
Cash at bank and in hand		225,900	58,735
		<hr/>	<hr/>
		236,807	67,389
Creditors: amounts falling due within one year	9	(113,680)	(54,876)
		<hr/>	<hr/>
Net current assets		123,127	12,513
Creditors: amounts falling due in more than one year	10	(38,323)	-
		<hr/>	<hr/>
Net assets		86,195	14,680
		<hr/> <hr/>	<hr/> <hr/>
Share capital	11	12	12
Funds			
Unrestricted funds	12	14,668	14,668
Restricted funds	12	71,515	-
		<hr/>	<hr/>
Total funds		86,195	14,680
		<hr/> <hr/>	<hr/> <hr/>

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

The financial statements on pages 7 to 16 were approved by the Board of Directors on 18th March 2026 and signed on its behalf by:



**Claire Tao
Director**



**Andrew Butterworth
Director**

Company registered number: 306977

The accompanying notes are an integral part of this balance sheet.

1. Accounting policies

a) 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 charity constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling, the functional currency of the charitable company.

b) Going concern

At the time of approving the financial statements, the Directors have a reasonable expectation, having considered the impact of global events on the economy, especially with regard to inflation, as well as the finances of the Allied Schools, that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

c) Income and Expenditure

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. Expenses are recharged to and borne by the schools known as the Allied Schools.

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis. All expenses including support costs and governance costs are allocated or apportioned to the applicable expenditure headings.

d) Financial instruments

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value. The charity has selected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

e) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation. Donations of tangible fixed assets are capitalised at their cash value or at estimated cash value if received in kind.

Depreciation is provided on tangible fixed assets so as to write off their cost, less estimated residual value, by equal instalments over the estimated useful lives of the assets concerned. The estimated useful lives are considered to be as follows:

Computer equipment	- 3 years
Furniture, fixtures and fittings	- 10 years
Office equipment	- 3 years

f) **Pensions**

Current and previous staff are members of a personal pension money purchase plan and TPT Retirement Solutions – The Growth Plan.

The Growth Plan is a multi-employer pension scheme where it is not possible on a reasonable and consistent basis to separately identify the assets and liabilities of participating employers. 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 the scheme are given in note 9.

Costs incurred in respect of the money purchase plan are charged to the SOFA as they fall due. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

g) **Funds**

Unrestricted funds are available to spend on activities that further any of the purposes of the charity.

h) **Critical accounting judgements and key sources of estimation uncertainty**

In the application of the charity's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

2. Analysis of contributions receivable from the Allied Schools

	2025 £	2024 £
Contributions from the Allied Schools	153,789	228,986
Donations	200,000	-
Reimbursed pension contributions	-	66,509
	<u>353,789</u>	<u>295,495</u>

Contributions from the Allied Schools includes £200,000 from Westonbirt Schools Limited as part of the closure of this charity. This is restricted to the provision of bursaries, scholarships and other educational support at the Allied Schools.

3. Analysis of total expenditure

	Staff costs £	Other costs £	Total 2025 £	Total 2024 £
Cost of generating funds				
Bank charges	-	487	487	660
Charitable activities				
Staff costs (note 4)	121,415	-	121,415	233,620
Grant making	-	128,485	128,485	-
Support and other costs	-	32,510	32,510	61,781
Total expenditure	<u>121,415</u>	<u>161,482</u>	<u>282,897</u>	<u>296,061</u>

	Staff costs £	Other costs £	Total 2024 £
Cost of generating funds			
Bank charges	-	660	660
Charitable activities			
Staff costs (note 4)	233,620	-	233,620
Support and other costs	-	61,781	61,781
Total expenditure	<u>233,620</u>	<u>62,441</u>	<u>296,061</u>

Breakdown of grant making:

	2025 £	2024 £
Canford School	27,000	-
Stowe School	57,485	-
Wrekin College	14,000	-
Harrogate Ladies College	30,000	-
	<u>128,485</u>	<u>-</u>

Allied Schools Agency Limited

Notes to the financial statements (continued) For the year ended 31 July 2025

Net expenditure is stated after charging:

	2025 £	2024 £
Independent examiner's remuneration (excluding VAT)		
- Independent examination/audit services	2,370	2,200
- Accountancy services	750	600
	<u>750</u>	<u>600</u>

4. Staff costs

	2025 £	2024 £
Salaries	108,289	144,395
Social security costs	13,126	15,233
Pensions		
Company contributions to TPT and money purchase pension schemes	-	14,343
Pensions Trust contributions (see note 9)	-	59,649
	<u>121,415</u>	<u>233,620</u>

5. Directors' emoluments

The remuneration of the Directors, who are considered to be the key management personnel, was as follows:

	2025 £	2024 £
Emoluments	107,436	140,415
Social security	13,113	15,233
Pension contributions	-	14,343
	<u>120,549</u>	<u>169,991</u>

None of the Directors, all of whom are considered to be key management personnel, receive any remuneration except for Mr Andrew Butterworth (from 31 July 2024, Mr Michael Porter prior to that) who, as General Manager, was authorised to receive remuneration under clause 6.1 of the Articles of Association that were adopted on 26 September 2013.

The table above includes the costs of both General Managers in 2024.

Details of directors' expenses incurred and reimbursed are set out below. These costs related to travel, accommodation and subsistence.

	2025 £	2024 £
Mr Michael Porter	-	5,142
Mr Andrew Butterworth (reimbursed expenditure prior to director appointment in 2024)	6,200	1,057
Four other directors (2024: five other directors)	1,934	2,983

6. Employees

The average number of employees of the Company during the financial year was 1 (2024: 2), who are employed in management and administration functions.

The number of employees whose emoluments exceeded £60,000 was:

	2025 Number	2024 Number
£100,001 - £110,000	1	-
£110,001 - £120,000	-	1

7. Tangible assets

	Computer equipment £	Furniture, fittings and equipment £	Total £
Cost			
At 1 August 2024	5,680	503	6,183
Additions in the year	-	-	-
At 31 July 2025	<u>5,680</u>	<u>503</u>	<u>6,183</u>
Accumulated depreciation			
At 1 August 2024	3,513	503	4,016
Charge for the year	776	-	776
At 31 July 2025	<u>4,289</u>	<u>503</u>	<u>4,792</u>
Net book value			
At 31 July 2025	<u>1,391</u>	-	<u>1,391</u>
Net book value			
At 31 July 2024	<u>2,167</u>	-	<u>2,167</u>

8. Debtors

	2025 £	2024 £
Falling due within one year:		
Trade debtors	3,657	1,440
Prepayments and accrued income	250	214
Defined benefit pension deficit from the Allied Schools	7,000	7,000
	10,907	8,654

9. Creditors: amounts falling due within one year

	2025 £	2024 £
Trade creditors	-	3,729
Taxation and social security	4,854	6,282
Accruals and deferred income	44,664	37,865
Grant creditor	57,162	-
Pension creditor (see note below)	7,000	7,000
	113,680	54,876

Deferred income at the year-end totalled £32,040 (2024: £33,802), which relates to overpayments from the Allied Schools which will be offset against future expenditure.

Pension creditor: 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, sets 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 Company gave notice to TPT Retirement Solutions of its intention to withdraw from this pension scheme. During the prior year the Company paid 90% of the exit charge (section 75 debt on withdrawal). This is shown in note 4.

The remaining 10% is included in creditors based on an estimate of £7,000

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2025

10. Creditors: amounts falling due after one year

	2025 £	2024 £
Grant creditor (due in 2-5 years)	38,323	-
	<u>38,323</u>	<u>-</u>

11. Share capital

	2025 £	2024 £
Issued share capital of £1 ordinary shares	12	12

12. Movement in funds

Current year	Brought forward £	Income £	Expenditure £	Carried forward £
Unrestricted fund	14,668	154,412	(154,412)	14,668
Restricted fund	-	200,000	(128,485)	71,515
Total funds	<u>14,668</u>	<u>354,412</u>	<u>(282,897)</u>	<u>86,183</u>
Comparative year	Brought forward £	Income £	Expenditure £	Carried forward £
Unrestricted fund	14,668	296,061	(296,061)	14,668
Restricted fund	-	-	-	-
Total funds	<u>14,668</u>	<u>296,061</u>	<u>(296,061)</u>	<u>14,668</u>

Restricted fund

The restricted fund results from £200,000 received from Westonbirt Schools Limited as part of the closure of this charity. This is restricted to the provision of bursaries, scholarships and other educational support at the Allied Schools.

Allied Schools Agency Limited

**Notes to the financial statements (continued)
For the year ended 31 July 2025**

13. Net assets by fund

Current year	Unrestricted funds £	Restricted funds £	Share capital £	Total net assets £
Fixed assets	1,391	-	-	1,391
Net current assets	13,277	109,838	12	123,127
Creditors over one year	-	(38,323)	-	(38,323)
Total net assets	14,668	71,515	12	86,195
Comparative year	Unrestricted funds £	Restricted funds £	Share capital £	Total net assets £
Fixed assets	2,167	-	-	2,167
Net current assets	12,501	-	12	12,513
Creditors over one year	-	-	-	-
Total net assets	14,668	-	12	14,680

14. Controlling party

No one party exerts significant control and therefore there is no controlling party.

15. Related party transactions

Apart from the transactions described in note 5, there were no related party transactions during the year.

ALLIED SCHOOLS AGENCY LIMITED

England & Wales - Charity number 313158

Accounts

ALLIED SCHOOLS AGENCY LIMITED

Financial Statements 31 July 2024

Together with Directors' and Examiner's Reports

Registered Charity Number: 313158

Registered Company Number: 306977

Allied Schools Agency Limited

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Allied Schools Agency Limited

Trustees and company information

Directors and officers

AJ Butterworth (appointed 31 July 2024)
NJ Durlacher CBE (Chairman, resigned 28 July 2024)
Prebendary JA Fisher
MK Henderson
Reverend NJ Little
MBM Porter (resigned 29 July 2024)
AR Spencer
CA Tao (Chairman, appointed 28 July 2024)
RMB Wilkinson

Company Secretary

MBM Porter (resigned 29 July 2024)

Independent Examiner

Cara Turtington FCA DChA
Saffery LLP
71 Queen Victoria Street
London
EC4V 4BE

Bankers

Barclays Bank Plc
Octagon House
Gadbrook Park
Northwich
Cheshire
SW9 7RB

Registered Office

CPAS
Sovereign Court One (Unit 3)
Sir William Lyons Road
University of Warwick Science Park
Coventry
CV4 7EZ

Principal Office

Elmhurst
Harcourt Hill
Oxford
OX2 9AS

Solicitors

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

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2024

The Directors (who are also Trustees of the Allied Schools Agency Limited as defined in the Charities Act 2011) present their report and financial statements for the year ended 31 July 2024.

The financial statements comply with the Companies Act 2006, Charities Act 2011, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standards applicable in the UK and Republic of Northern Ireland (FRS102).

Directors' Duties and Responsibilities

The Directors are responsible for preparing financial statements for each financial year, which give a true and fair view of the state of affairs of the company and of the incoming resources and application of resources, including the income and expenditure, of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP (FRS102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors

The Directors of the company who served during the year are as follows:

AJ Butterworth (appointed 31 July 2024)
NJ Durlacher CBE (Chairman, resigned 28 July 2024)
Prebendary JA Fisher
MK Henderson
Reverend NJ Little
MBM Porter (resigned 29 July 2024)
AR Spencer
CA Tao (Chairman, appointed 28 July 2024)
RMB Wilkinson

In accordance with the Articles of Association Reverend Nigel Little and Antony Spencer were appointed during the year and being eligible offer themselves for re-election.

None of the directors had a beneficial interest in any contract to which the company was a party during the year.

Directors regularly review the composition and skills of the board and consider potential additions to their number, and successors for directors who plan to retire at some future date. Once a potential director is identified the Chairman and one other director meet the candidate, explain the Company's purpose and its relationships with the Allied Schools and the Martyrs' Memorial and Church of England Trusts (MMT). If both parties are content he or she is put forward for election to the board with the expectation of serving at

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2024

least two terms of 3 years. Upon appointment directors are provided with information about their duties as directors and charity trustees and are encouraged to attend suitable courses on areas of particular interest to them and the company.

The Directors are considered to be the key management personnel of the Company. None of the directors receive remuneration with the exception of the General Manager, whose pay is set and reviewed by the other directors in the General Manager's absence with reference to industry benchmarks.

Governance

The Company's governing document is the Memorandum and Articles of Association as most recently amended on 26 September 2013. The Directors are responsible for the overall management and control of Allied Schools Agency Limited ("the Company") and meet three times a year. Two of the directors are appointed by the Martyrs' Memorial and Church of England Trust (MMT). Responsibility for day-to-day management is delegated to the General Manager who is a Director.

Relationship with the Allied Schools Group

The Allied Schools Group currently consists of four schools (Canford School, Harrogate Ladies' College, Stowe School, and The Wrekin Old Hall Trust) which have been closely associated for over 90 years. Westonbirt School and its associated prep school, previously part of the Group, was sold in May 2018. Collectively the schools are known as "the Allied Schools". A fifth member of the group is a charity, Westonbirt Schools Limited, which owned an estate at Westonbirt in Gloucestershire let from May 2018 to a third party that operates schools on the site. On 23 September 2022 the estate at Westonbirt was sold to the company that operates the schools at Westonbirt. The secretary to the MMT founded or acquired all of the Allied Schools, including Westonbirt, on its behalf between 1920 and 1932.

An extensive review of the relationship between MMT, the Allied Schools and the Company concluded in 2013 with the appointment of the Company as the agent of MMT, with an oversight role intended to ensure the on-going prosperity and success of the Allied Schools and their adherence to the foundational religious principles. The role of the Company and its powers are set out in detail in an Agreement that was signed by the Allied Schools, the MMT and the Company on 26 September 2013.

Under the terms of the Agreement the Allied Schools, including Westonbirt Schools Limited, are committed to meeting the budgeted net operating costs including additional pension contributions of the Company.

Objectives and Principal Activities

The object of the Company, which is also its charitable object, is the advancement of education at the Allied Schools. Its aim is to ensure the highest standards of Governance and financial management are applied at the Allied Schools and to ensure their continued financial health. In turn, this ensures that the schools continue to fulfil their own charitable objects, being the advancement of education of boys and girls in accordance with the principles of the Church of England.

Public Benefit

The Company delivers charitable public benefit by providing cost-effective services and advice to the schools with which it is linked, thus assisting the Allied Schools to maximise the public benefit they themselves offer. In setting the Company's objectives, the Directors have given careful consideration to the Charity Commission's general guidance on charitable public benefit and in particular to the supplementary charitable public benefit guidance on advancing education. Amongst other indicators of performance and

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2024

fulfilment of their objects, the General Manager monitors the levels of public benefit delivered by the Allied Schools, with a particular focus on the award of means-tested bursaries and offering the wider community access to the schools' facilities.

Review of the Year

The Company performed its obligations to all the Allied Schools providing advice and guidance to the Governing Bodies; the company fulfilled its duties on behalf of MMT as the General Manager attends all meetings of the Governing Bodies of the schools and writes and presents reports on the financial performance and future prospects for each of the Allied Schools. Specific attention is paid to monitoring their performance in challenging market conditions, in which some schools are thriving whilst others may find it harder to recruit new pupils.

During the 2023/24 operations at the Allied Schools returned to normal after the disruption caused by the Covid 19 pandemic. Pupils at the Allied Schools sat normal exams in the summer of 2024, which were marked and graded in line with pre-pandemic standards. The schools' impressive results demonstrated that academic achievement relative to the intake of each school remains a core strength of all four schools with percentages of top grades in line with or better than pre-pandemic levels. The merger of Stowe School with two of its feeder prep schools continues to be a success story with all three schools in that group reporting steady pupil numbers for the current academic year. After the year-end, it was announced that a third Prep School would be joining The Stowe Group. All the Allied Schools have consolidated their positions as leading schools in their local market, and those that rely on higher proportions of boarders from overseas have witnessed a recovery of interest from around the world.

The Allied Schools remain committed to working with the communities in which they are located and in various ways provide access to the community and work closely with local state maintained schools. Canford and Stowe have formal partnership arrangements with local secondary schools; these are with the Bourne Academy in Bournemouth and the Silverstone UTC. More details of the Allied Schools' support to their local schools can be found on the ISC sponsored website at www.schoolstogether.org.

The General Manager continues to act as a trusted adviser to the Governing Bodies of all the Allied Schools; at each of them he performs the role in ways that are adapted to the specific needs and priorities of the individual school. At any one time, the General Manager may be supporting a number of Governing Bodies on a range of other confidential issues, including mergers with other charities, recruitment of members of the leadership team, supporting reviews of Governance and ensuring that Governing Bodies understand the full range of their duties and responsibilities.

In addition to projects such as those described, the General Manager supports the Governing Bodies and management teams of the Allied Schools on an as needed basis when issues and challenges arise; on a day to day basis he advises the Chairmen of the Allied Schools on good practice in relation to Governance, Charity law and Company law. A new General Manager was recruited during the year and after a successful three month handover period, the predecessor retired at the end of the financial year.

Financial Review

The Company's total expenditure for the year of £296,061 (2023: £184,082) continues to be funded by the Allied Schools. The Company's result for the year is break even (2023: break even) with receipts from the Allied Schools taken to income to match the expenses incurred.

The Company has participated in the TPT Retirement Solutions (TPT) Growth Series pension scheme, a multi-employer pension defined benefit scheme; previously employees of the Company were enrolled in a number of defined benefit schemes provided by TPT on which a deficit has been identified and calculated. The Company formally withdrew from the scheme with effect from 31st March 2024 and crystallised its

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2024

Section 75 Debt on Withdrawal liabilities. However, the pension trustee's actuary has not yet been able to certify the amount of the debt (which remains subject to a High Court case being heard in 2025). A provision of £7,000 (2023: £10,616) continues to be held on the Balance Sheet of the Company for the balance of the debt. The Allied Schools have each agreed to fund their share of the deficit and a debtor is therefore recognised for the full deficit. There is no effect on the result for the year or the total reserves. (Further details are given in Note 13 to the Financial Statements). Scheme members include former employees of Lowther College and Felixstowe College, both of which were members of the Allied Schools Group, which have now closed.

Reserves Policy

The Directors have reviewed the Reserves policy and, in accordance with the Allied Schools Agreement, the costs of the Allied Schools Agency Limited are met by the Allied Schools. The Company holds cash resources of roughly three months' operating expenses throughout the year. In the event that one or more of the Allied Schools failed to pay its share of the operating expenses, there are provisions for recovery of amounts owing from the remaining Allied Schools. Directors are confident that the Allied Schools will honour their obligations and that any failure to do so can be remedied quickly by recourse to the other member schools.

The Directors consider, nevertheless, that it is prudent to retain cash reserves of a minimum of two months' operating expenses, or about £30,000. At the year-end cash holdings totalled £58,735 (2023: £81,656) and net assets were £14,680 (2023: £14,680). The Directors are satisfied that the policy is being met.

Risk Management

The Directors have formally reviewed and analysed the major risks to the Company, and are satisfied that action has been taken to mitigate the risks to the extent possible. The Company will continue to monitor and re-assess the risks on a regular basis.

The announcement by the new UK Government that VAT will be applied to independent school fees directly affects all Allied Schools, which are each reviewing their business plans and responding in various ways. Independent schools lose some of the benefits of charitable status and lose mandatory business rate relief.

At their meetings the Directors monitor the financial well-being and resources of all of the Allied Schools, taking note of specific risks and initiatives, and are confident of the schools' ability to continue to provide first class education through the current academic year in the face of challenges which may arise in the current economic environment. The other risks to the Company continue to be monitored at meetings of the board of Directors and these include four significant risks described below:

A key risk is the possible failure of an Allied School, which could impact the company's income. This remains of concern and is outside the direct control of Directors. However the severity of this risk is mitigated by the Allied Schools Agreement, signed in 2013, which requires the remaining schools to cover any shortfall in the Company's income caused by the failure of one or more schools to meet its obligations for whatever reason. One of the Company's primary roles is the monitoring of the financial well-being and management of the Allied Schools; therefore the Company should have advance warning of any such threat and be able to plan accordingly.

The Company continues to monitor the TPT deficit situation, to which the Company's precise liability has not yet been certified. The Allied Schools have committed to meet this potential liability under the terms of the 2013 Agreement.

Plans for Future Periods

Allied Schools Agency Limited

**Trustees' Annual Report
For the year ended 31 July 2024**

The Company's continuing objective is to support the Allied Schools in achieving a high standard of Governance and to fulfil the role of Agent of the MMT. The General Manager will support confidential and special projects and recruitment processes as needed at each of the Allied Schools, including the integration from a governance perspective of the new members of the group which have merged with one of the schools. The General Manager will continue to monitor the financial position of each of the Allied Schools and work with any school that experiences a deterioration of performance to achieve a turnaround in performance. The General Manager will work with MMT nominated Governors at the Allied Schools to ensure that there is adherence to the common foundational principles that should guide the schools in all they do.

The General Manager will be responsible for the day-to-day management of Westonbirt Schools Limited and will continue to act as Secretary to the Trustees.

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 27th March 2025

**AJ Butterworth
Company Secretary**

Independent examiner's report to the trustees of Allied Schools Agency Limited ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 July 2024.

Respective responsibilities of trustees and examiner

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Basis of independent examiner's report

My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.

Independent examiner's statement

Since the Company's gross income exceeded £250,000 your examiner must be a member of a body listed in section 145 of the 2011 Act. I confirm that I am qualified to undertake the examination because I am a member of the Institute of Chartered Accountants in England and Wales, which is one of the listed bodies. I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.

Cara Turlington FCA DChA

Saffery LLP

71 Queen Victoria Street, London, EC4V 4BE

Date: 24th Apr 2025

Allied Schools Agency Limited**Statement of financial activities (incorporating the income and expenditure account)
For the year ended 31 July 2024**

	Notes	Total 2024 £	Total 2023 £
Income from			
Contributions from the Allied Schools		228,986	172,994
Reimbursed pension contributions		66,509	10,404
	2	<u>295,495</u>	<u>183,398</u>
Interest receivable		561	477
Other income		5	-
		<u>296,061</u>	<u>183,875</u>
Total income		<u><u>296,061</u></u>	<u><u>183,875</u></u>
Expenditure on raising funds			
Bank charges		660	806
Charitable activities			
Provision of services and other support to schools		235,752	172,669
Pension Trust contributions		59,649	10,607
		<u>296,061</u>	<u>184,082</u>
Total expenditure	3	<u><u>296,061</u></u>	<u><u>184,082</u></u>
Net (deficit)/income for the year before other gains and losses		-	(207)
Actuarial gains on pension scheme deficit	13	-	203
Cancellation of shares	10	-	4
		<u>-</u>	<u>-</u>
Net movement in funds		<u><u>-</u></u>	<u><u>-</u></u>
Fund balances at 1 August		14,668	14,668
		<u>14,668</u>	<u>14,668</u>
Fund balances at 31 July		<u><u>14,668</u></u>	<u><u>14,668</u></u>

All unrestricted operations of the company continued throughout both years and no operations were acquired or discontinued in either period under review.

The accompanying notes are an integral part of this statement of financial activities.

Allied Schools Agency Limited

**Balance sheet
As at 31 July 2024**

	Notes	Total 2024 £	Total 2023 £
Tangible fixed assets	7	2,167	-
Debtor for pension due from Schools	8	7,000	10,616
Current assets			
Debtors	8	1,654	1,146
Cash at bank and in hand		58,735	81,656
		<hr/>	<hr/>
		60,389	82,802
Creditors: amounts falling due within one year	9	(54,876)	(68,122)
		<hr/>	<hr/>
Total assets less current liabilities excluding pension liability		14,680	25,296
Defined benefit pension scheme liability	13	-	(10,616)
		<hr/>	<hr/>
Net assets		14,680	14,680
		<hr/>	<hr/>
Share capital	10	12	12
Unrestricted fund			
Retained income	11	14,668	14,668
		<hr/>	<hr/>
Total funds		14,680	14,680
		<hr/>	<hr/>

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

The financial statements on pages 8 to 17 were approved by the Board of Directors on 27th March 2025 and signed on its behalf by:

Claire Tao
Director

Andrew Butterworth
Director

Company registered number: 306977

The accompanying notes are an integral part of this balance sheet.

1. Accounting policies

a) 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 charity constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling, the functional currency of the charitable company.

b) Going concern

At the time of approving the financial statements, the Directors have a reasonable expectation, having considered the impact of the war in Ukraine on the economy, especially with regard to inflation, as well as the finances of the Allied Schools, that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

c) Income and Expenditure

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. Expenses are recharged to and borne by the schools known as the Allied Schools.

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis. All expenses including support costs and governance costs are allocated or apportioned to the applicable expenditure headings.

d) Financial instruments

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value. The charity has selected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

e) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation. Donations of tangible fixed assets are capitalised at their cash value or at estimated cash value if received in kind.

Depreciation is provided on tangible fixed assets so as to write off their cost, less estimated residual value, by equal instalments over the estimated useful lives of the assets concerned. The estimated useful lives are considered to be as follows:

Computer equipment	- 3 years
Furniture, fixtures and fittings	- 10 years
Office equipment	- 3 years

f) **Pensions**

Current and previous staff are members of a personal pension money purchase plan and TPT Retirement Solutions – The Growth Plan.

The Growth Plan is a multi-employer pension scheme where it is not possible on a reasonable and consistent basis to separately identify the assets and liabilities of participating employers. 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 the scheme are given in note 13.

Costs incurred in respect of the money purchase plan are charged to the SOFA as they fall due. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

g) **Funds**

Unrestricted funds are available to spend on activities that further any of the purposes of the charity.

h) **Critical accounting judgements and key sources of estimation uncertainty**

In the application of the charity's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

2. Analysis of contributions receivable from the Allied Schools

	2024 £	2023 £
Contributions towards current year operating costs	228,986	172,994
Reimbursed pension contributions	<u>66,509</u>	<u>10,404</u>
	<u>295,495</u>	<u>183,398</u>

The Allied Schools have each agreed to fund their share of the Company's pension deficit (see note 13 for further details).

3. Analysis of total expenditure

	Staff costs £	Other costs £	Total 2024 £	Total 2023 £
Cost of generating funds				
Bank charges	-	660	660	806
Charitable activities				
Staff costs (note 4)	233,620	-	233,620	151,663
Support and other costs	<u>-</u>	<u>61,781</u>	<u>61,781</u>	<u>31,613</u>
Total expenditure	<u>233,620</u>	<u>62,441</u>	<u>296,061</u>	<u>184,082</u>

	Staff costs £	Other costs £	Total 2023 £
Cost of generating funds			
Bank charges	-	806	806
Charitable activities			
Staff costs (note 4)	151,663	-	151,663
Support and other costs	<u>-</u>	<u>31,613</u>	<u>31,613</u>
Total expenditure	<u>151,663</u>	<u>32,419</u>	<u>184,082</u>

Net expenditure is stated after charging:

Independent examiner's remuneration (excluding VAT)		
- Independent examination/audit services	2,200	2,200
- Accountancy services	<u>600</u>	<u>600</u>

4. Staff costs

	2024	2023
	£	£
Salaries	144,395	120,625
Social security costs	15,233	6,629
Other benefits	-	-
Pensions		
Company contributions to TPT and money purchase pension schemes	14,343	13,802
Pensions Trust contributions (see note 13)	59,649	10,607
	<u>233,620</u>	<u>151,663</u>

5. Directors' emoluments

The remuneration of the Directors, who are considered to be the key management personnel, was as follows:

	2024	2023
	£	£
Emoluments	140,415	111,360
Other benefits	-	-
Company contributions to TPT and money purchase pension schemes	14,343	13,802
	<u>154,758</u>	<u>125,162</u>

None of the Directors, all of whom are considered to be key management personnel, receive any remuneration except for Mr Michael Porter who, as General Manager, was authorised to receive remuneration under clause 6.1 of the Articles of Association that were adopted on 26 September 2013.

On 13 May 2024, Mr Andrew Butterworth was appointed as the next General Manager. He was appointed as a director on 31 July 2024.

The table above includes the costs of both General Managers in 2024.

Details of directors' expenses incurred and reimbursed are set out below. These costs related to travel, accommodation and subsistence.

	2024	2023
	£	£
Mr Michael Porter	5,142	3,203
Mr Andrew Butterworth (reimbursed expenditure prior to director appointment)	1,057	-
Five other directors (2023: six other directors)	2,983	4,345

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2024

6. Employees

The average number of employees of the Company during the financial year was 2 (2023: 2), who are employed in management and administration functions.

The number of employees whose emoluments exceeded £60,000 was:

	2024 Number	2023 Number
£110,001 - £120,000	1	1

7. Tangible assets

	Computer equipment £	Furniture, fittings and equipment £	Total £
Cost			
At 1 August 2023	3,351	503	3,854
Additions in the year	2,329	-	2,329
At 31 July 2024	5,680	503	6,183
Accumulated depreciation			
At 1 August 2023	3,351	503	3,854
Charge for the year	162	-	162
At 31 July 2024	3,513	503	4,016
Net book value			
At 31 July 2024	2,167	-	2,167
Net book value			
At 31 July 2023	-	-	-

8. Debtors

	2024 £	2023 £
Debtor for pension due from Schools:		
Defined benefit pension deficit from the Allied Schools	7,000	10,616
	<u>7,000</u>	<u>10,616</u>
Falling due within one year:		
Trade debtors	1,440	805
Other debtors	-	-
Prepayments and accrued income	214	341
	<u>1,654</u>	<u>1,146</u>

9. Creditors: amounts falling due within one year

	2024 £	2023 £
Trade creditors	3,729	5,731
Taxation and social security	6,282	2,132
Accruals and deferred income	37,866	60,259
Pension creditor	7,000	-
	<u>54,876</u>	<u>68,122</u>

Deferred income at the year-end totalled £33,802 (2023: £50,332), which relates to overpayments from the Allied Schools which will be offset against future expenditure.

10. Share capital

	2024 £	2023 £
Issued share capital of £1 ordinary shares		
Brought forward	12	16
Cancelled in the year	-	(4)
Carried forward	<u>12</u>	<u>12</u>

11. Unrestricted fund

	Retained Income £
At 1 August 2023	14,668
Result for the year	-
	<hr/>
At 31 July 2024	14,668
	<hr/> <hr/>

12. Net funds

	Net assets £	Total £
Unrestricted fund:		
Retained income	<hr/> 14,668	<hr/> 14,668

13. 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, sets 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 Company gave notice to TPT Retirement Solutions of its intention to withdraw from this pension scheme.

During the year the Company paid 90% of the exit charge (section 75 debt on withdrawal). This is shown in note 4.

The remaining 10% is included in creditors in note 9 based on an estimate of £7,000.

14. Controlling party

No one party exerts significant control and therefore there is no controlling party.

15. Related party transactions

Apart from the transactions described in note 5, there were no related party transactions during the year.

ALLIED SCHOOLS AGENCY LIMITED

England & Wales - Charity number 313158

Accounts

ALLIED SCHOOLS AGENCY LIMITED

Financial Statements 31 July 2023

Together with Directors' and Examiner's Reports

Registered Charity Number: 313158

Registered Company Number: 306977

Allied Schools Agency Limited

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Allied Schools Agency Limited

Trustees and company information

Directors and officers	NJ Durlacher CBE (Chairman) Prebendary JA Fisher MK Henderson Reverend NJ Little (appointed 15 September 2022) MBM Porter AR Spencer (appointed 24 March 2023) RMB Wilkinson
Company Secretary	MBM Porter
Independent Examiner	Cara Turlington FCA DChA Saffery LLP 71 Queen Victoria Street London EC4V 4BE
Bankers	Barclays Bank Plc Octagon House Gadbrook Park Northwich Cheshire SW9 7RB
Registered Office	CPAS Sovereign Court One (Unit 3) Sir William Lyons Road University of Warwick Science Park Coventry CV4 7EZ
Principal Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Solicitors	Charles Russell Speechlys LLP Compass House Lypiatt Rd Cheltenham GL50 2QJ

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2023

The Directors (who are also Trustees of the Allied Schools Agency Limited as defined in the Charities Act 2011) present their report and financial statements for the year ended 31 July 2023.

The financial statements comply with the Companies Act 2006, Charities Act 2011, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standards applicable in the UK and Republic of Northern Ireland (FRS102).

Directors' Duties and Responsibilities

The Directors are responsible for preparing financial statements for each financial year, which give a true and fair view of the state of affairs of the company and of the incoming resources and application of resources, including the income and expenditure, of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP (FRS102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors

The Directors of the company who served during the year are as follows:

NJ Durlacher CBE (Chairman)
MK Bewes (resigned 24 March 2023)
Prebendary JA Fisher
MK Henderson
Reverend NJ Little (appointed 15 September 2022)
MBM Porter
AR Spencer (appointed 24 March 2023)
RMB Wilkinson

In accordance with the Articles of Association Reverend Nigel Little and Antony Spencer were appointed during the year and being eligible offer themselves for re-election.

None of the directors had a beneficial interest in any contract to which the company was a party during the year.

Directors regularly review the composition and skills of the board and consider potential additions to their number, and successors for directors who plan to retire at some future date. Once a potential director is identified the Chairman and one other director meet the candidate, explain the Company's purpose and its relationships with the Allied Schools and the Martyrs' Memorial and Church of England Trusts (MMT). If both parties are content he or she is put forward for election to the board with the expectation of serving at least

two terms of 3 years. Upon appointment directors are provided with information about their duties as directors and charity trustees and are encouraged to attend suitable courses on areas of particular interest to them and the company.

The Directors are considered to be the key management personnel of the Company. None of the directors receive remuneration with the exception of the General Manager, whose pay is set and reviewed by the other directors in the General Manager's absence with reference to industry benchmarks.

Governance

The Company's governing document is the Memorandum and Articles of Association as most recently amended on 26 September 2013. The Directors are responsible for the overall management and control of Allied Schools Agency Limited ("the Company") and meet three times a year. Two of the directors are appointed by the Martyrs' Memorial and Church of England Trust (MMT). Responsibility for day-to-day management is delegated to the General Manager who is a Director.

Relationship with the Allied Schools Group

The Allied Schools Group currently consists of four schools (Canford School, Harrogate Ladies' College, Stowe School, and The Wrekin Old Hall Trust) which have been closely associated for over 90 years. Westonbirt School and its associated prep school, previously part of the Group, was sold in May 2018. Collectively the schools are known as "the Allied Schools". A fifth member of the group is a charity, Westonbirt Schools Limited, which owned an estate at Westonbirt in Gloucestershire let from May 2018 to a third party that operates schools on the site. On 23 September 2022 the estate at Westonbirt was sold to the company that operates the schools at Westonbirt. The secretary to the MMT founded or acquired all of the Allied Schools, including Westonbirt, on its behalf between 1920 and 1932.

An extensive review of the relationship between MMT, the Allied Schools and the Company concluded in 2013 with the appointment of the Company as the agent of MMT, with an oversight role intended to ensure the on-going prosperity and success of the Allied Schools and their adherence to the foundational religious principles. The role of the Company and its powers are set out in detail in an Agreement that was signed by the Allied Schools, the MMT and the Company on 26 September 2013.

Under the terms of the Agreement the Allied Schools, including Westonbirt Schools Limited, are committed to meeting the budgeted net operating costs including additional pension contributions of the Company.

Objectives and Principal Activities

The object of the Company, which is also its charitable object, is the advancement of education at the Allied Schools. Its aim is to ensure the highest standards of Governance and financial management are applied at the Allied Schools and to ensure their continued financial health. In turn, this ensures that the schools continue to fulfil their own charitable objects, being the advancement of education of boys and girls in accordance with the principles of the Church of England.

Public Benefit

The Company delivers charitable public benefit by providing cost-effective services and advice to the schools with which it is linked, thus assisting the Allied Schools to maximise the public benefit they themselves offer. In setting the Company's objectives, the Directors have given careful consideration to the Charity Commission's general guidance on charitable public benefit and in particular to the supplementary charitable public benefit guidance on advancing education. Amongst other indicators of performance and fulfilment of

their objects, the General Manager monitors the levels of public benefit delivered by the Allied Schools, with a particular focus on the award of means-tested bursaries and offering the wider community access to the schools' facilities.

Review of the Year

The Company performed its obligations to all the Allied Schools providing advice and guidance to the Governing Bodies; the company fulfilled its duties on behalf of MMT as the General Manager attends all meetings of the Governing Bodies of the schools and writes and presents reports on the financial performance and future prospects for each of the Allied Schools. Specific attention is paid to monitoring their performance in challenging market conditions, in which some schools are thriving whilst others may find it harder to recruit new pupils.

During the 2022/23 operations at the Allied Schools returned to normal after the disruption caused by the Covid 19 pandemic. Pupils at the Allied Schools sat normal exams in the summer of 2023, which were marked and graded in line with pre-pandemic standards. The schools' impressive results demonstrated that academic achievement relative to the intake of each school remains a core strength of all four schools with percentages of top grades in line with or better than pre-pandemic levels. The merger of Stowe School with two of its feeder prep schools continues to be a success story with all three schools in that group reporting steady pupil numbers for the current academic year. All the Allied Schools have consolidated their positions as leading schools in their local market, and those that rely on higher proportions of boarders from overseas have witnessed a recovery of interest from around the world.

The Allied Schools remain committed to working with the communities in which they are located and in various ways provide access to the community and work closely with local state maintained schools. Canford and Stowe have formal partnership arrangements with local secondary schools; these are with the Bourne Academy in Bournemouth and the Silverstone UTC. More details of the Allied Schools' support to their local schools can be found on the ISC sponsored website at www.schoolstogether.org.

The General Manager continues to act as a trusted adviser to the Governing Bodies of all the Allied Schools; at each of them he performs the role in ways that are adapted to the specific needs and priorities of the individual school. At any one time, the General Manager may be supporting a number of Governing Bodies on a range of other confidential issues, including mergers with other charities, recruitment of members of the leadership team, supporting reviews of Governance and ensuring that Governing Bodies understand the full range of their duties and responsibilities. Over the past year the General Manager has supported processes of recruitment and Governance review at the Allied Schools.

In addition to projects such as those described, the General Manager supports the Governing Bodies and management teams of the Allied Schools on an as needed basis when issues and challenges arise; on a day to day basis he advises the Chairmen of the Allied Schools on good practice in relation to Governance, Charity law and Company law. The General Manager has indicated his intention to retire at the end of the current financial year and a process to recruit his successor is underway.

Financial Review

The Company's total expenditure for the year of £184,082 (2022: £183,171) continues to be funded by the Allied Schools. The Company's result for the year is break even (2022: break even) with receipts from the Allied Schools taken to income to match the expenses incurred.

The Company participates in the TPT Retirement Solutions (TPT) Growth Series pension scheme, a multi-employer pension defined benefit scheme; previously employees of the Company were enrolled in a number of defined benefit schemes provided by TPT on which a deficit has been identified and calculated. There is a recovery plan in place and the Company is making regular contributions to reduce the deficit. As a

consequence there is a liability of £10,616 (2022: £17,758) which has been recognised on the Balance Sheet of the Company. The Allied Schools have each agreed to fund their share of the deficit and a debtor is therefore recognised for the full deficit. There is no effect on the result for the year or the total reserves. (Further details are given in Note 13 to the Financial Statements). Scheme members include former employees of Lowther College and Felixstowe College, both of which were members of the Allied Schools Group, which have now closed.

Reserves Policy

The Directors have reviewed the Reserves policy and, in accordance with the Allied Schools Agreement, the costs of the Allied Schools Agency Limited are met by the Allied Schools. The Company holds cash resources of roughly three months' operating expenses throughout the year. In the event that one or more of the Allied Schools failed to pay its share of the operating expenses, there are provisions for recovery of amounts owing from the remaining Allied Schools. Directors are confident that the Allied Schools will honour their obligations and that any failure to do so can be remedied quickly by recourse to the other member schools.

The Directors consider, nevertheless, that it is prudent to retain cash reserves of a minimum of two months' operating expenses, or about £30,000. At the year-end cash holdings totalled £81,656 (2022: £60,355) and net assets were £14,680 (2022: £14,684). The Directors are satisfied that the policy is being met.

Risk Management

The Directors have formally reviewed and analysed the major risks to the Company, and are satisfied that action has been taken to mitigate the risks to the extent possible. The Company will continue to monitor and re-assess the risks on a regular basis.

The war in Ukraine has affected some independent schools directly, through the loss of small numbers of pupils, and all indirectly due to the impact on the global economy and inflation. The Allied Schools all have strong balance sheets and were considered going concerns at their most recent audit.

At their meetings the Directors monitor the financial well-being and resources of all of the Allied Schools, taking note of specific risks and initiatives, and are confident of the schools' ability to continue to provide first class education through the current academic year in the face of challenges which may arise in the current economic environment. The other risks to the Company continue to be monitored at meetings of the board of Directors and these include four significant risks described below:

Prior to the appointment of an adviser to the Company, the General Manager was a single point of failure in his relationship with, and understanding of, each of the Allied Schools. From October 2020 the adviser has been retained as an employee to ensure this risk continues to be mitigated. The adviser has a good level of understanding of the Allied Schools and has attended board meetings for several years. In the event of the General Manager being unable to fulfil his duties the adviser would stand in for him on a temporary basis.

A key risk is the possible failure of an Allied School, which could impact the company's income. This remains of concern and is outside the direct control of Directors, however the severity of this risk is mitigated by the Allied Schools Agreement, signed in 2013, which requires the remaining schools to cover any shortfall in the Company's income caused by the failure of one or more schools to meet its obligations for whatever reason. One of the Company's primary roles is the monitoring of the financial well-being and management of the Allied Schools; therefore the Company should have advance warning of any such threat and be able to plan accordingly.

The Company continues to monitor the TPT deficit situation, which represents a significant potential liability to the Company. The Allied Schools have committed to meet this potential liability under the terms of the 2013 Agreement. Additional contributions to TPT, which it is intended will eliminate the deficit in 2025, are being paid by the Company and reimbursed by the Allied Schools. The Company has asked TPT Retirement

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2023

Solutions for a valuation of the debt on withdrawal and expects during the current financial year to make a decision, having taken advice from consulting actuaries, on whether to confirm its intention to pay the cessation charge to limit the financial risks associated with last man standing multi-employer pension schemes.

The Company is aware of political and social factors that from time to time prompt public debate about the charitable status of Independent Schools. Any change to the status of the Allied Schools would impact the Company but would be beyond its control. It now appears likely that independent schools would lose some of the benefits of charitable status and that under a Labour government VAT may be charged on fees. In addition, independent schools may lose mandatory business rate relief. The combined effect of these measures would be challenging for all independent schools. The Directors continue to review the situation annually and would work closely with the Allied Schools in crafting a response to change if it occurs.

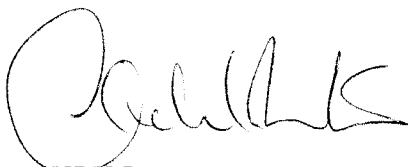
Plans for Future Periods

The Company's continuing objective is to support the Allied Schools in achieving a high standard of Governance and to fulfil the role of Agent of the MMT. The General Manager will support confidential and special projects and recruitment processes as needed at each of the Allied Schools, including the integration from a governance perspective of the new members of the group which have merged with one of the schools. The General Manager will continue to monitor the financial position of each of the Allied Schools and work with any school that experiences a deterioration of performance to achieve a turnaround in performance. The General Manager will work with MMT nominated Governors at the Allied Schools to ensure that there is adherence to the common foundational principles that should guide the schools in all they do.

The General Manager will be responsible for the day-to-day management of Westonbirt Schools Limited and will continue to act as Secretary to the Trustees.

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 22 November 2023.



MBM Porter

Company Secretary

**Independent examiner's report to the members of Allied Schools Agency Limited
For the year ended 31 July 2023**

Independent examiner's report to the trustees of Allied Schools Agency Limited ('the Company')

I report to the charity trustees on my examination of the accounts of the Company for the year ended 31 July 2023.

Respective responsibilities of trustees and examiner

As the charity's trustees of the Company (and also its directors for the purposes of company law) you are responsible for the preparation of the accounts in accordance with the requirements of the Companies Act 2006 ('the 2006 Act').

Having satisfied myself that the accounts of the Company are not required to be audited under Part 16 of the 2006 Act and are eligible for independent examination, I report in respect of my examination of your charity's accounts as carried out under section 145 of the Charities Act 2011 ('the 2011 Act'). In carrying out my examination I have followed the Directions given by the Charity Commission under section 145(5) (b) of the 2011 Act.

Basis of independent examiner's report

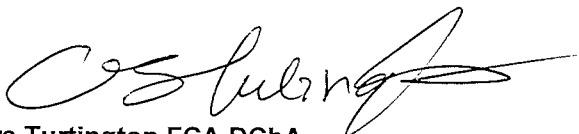
My examination was carried out in accordance with the general Directions given by the Charity Commission. An examination includes a review of the accounting records kept by the charity and a comparison of the accounts presented with those records. It also includes consideration of any unusual items or disclosures in the accounts, and seeking explanations from you as trustees concerning any such matters. The procedures undertaken do not provide all the evidence that would be required in an audit and consequently no opinion is given as to whether the accounts present a 'true and fair view' and the report is limited to those matters set out in the statement below.

Independent examiner's statement

I have completed my examination. I confirm that no matters have come to my attention in connection with the examination giving me cause to believe:

1. accounting records were not kept in respect of the Company as required by section 386 of the 2006 Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the accounting requirements of section 396 of the 2006 Act other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination; or
4. the accounts have not been prepared in accordance with the methods and principles of the Statement of Recommended Practice for accounting and reporting by charities applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102).

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Cara Turtington FCA DChA
Saffery LLP, Chartered Accountants
71 Queen Victoria Street, London, EC4V 4BE

Date: 22 November 2023

Allied Schools Agency Limited

Statement of financial activities (incorporating the income and expenditure account)
For the year ended 31 July 2023

	Notes	Total 2023 £	Total 2022 £
Income from			
Contributions from the Allied Schools		172,994	160,665
Reimbursed pension contributions		10,404	21,126
	2	<u>183,398</u>	<u>181,791</u>
Interest receivable		477	727
Other income		-	105
		<u>183,875</u>	<u>182,623</u>
Total income			
Expenditure on raising funds			
Bank charges		806	774
Charitable activities			
Provision of services and other support to schools		172,669	160,721
Pension Trust contributions		10,607	21,676
	3	<u>184,082</u>	<u>183,171</u>
Total expenditure			
Net (deficit)/income for the year before other gains and losses		(207)	(548)
Actuarial gains on pension scheme deficit	13	203	548
Cancellation of shares	10	4	-
		<u>-</u>	<u>-</u>
Net movement in funds			
Fund balances at 1 August		14,668	14,668
		<u>14,668</u>	<u>14,668</u>
Fund balances at 31 July			

All unrestricted operations of the company continued throughout both years and no operations were acquired or discontinued in either period under review.

The accompanying notes are an integral part of this statement of financial activities.

Allied Schools Agency Limited

Balance sheet
As at 31 July 2023

	Notes	Total 2023 £	Total 2022 £
Tangible fixed assets	7	-	-
Debtor for pension due from Schools	8	10,616	17,758
Current assets			
Debtors	8	1,146	24,764
Cash at bank and in hand		81,656	60,355
Creditors: amounts falling due within one year	9	82,802 (68,122)	85,119 (70,435)
Total assets less current liabilities excluding pension liability		25,296	32,442
Defined benefit pension scheme liability	13	(10,616)	(17,758)
Net assets		14,680	14,684
Share capital	10	12	16
Unrestricted fund			
Retained income	11	14,668	14,668
Total funds		14,680	14,684

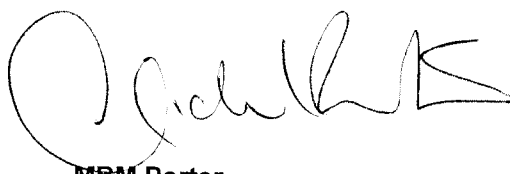
These financial statements have been prepared in accordance with the provisions applicable to small companies.

The financial statements on pages 8 to 18 were approved by the Board of Directors on 22 November 2023 and signed on its behalf by:

NJ Durlacher CBE
Director



MBM Porter
Director



Company registered number: 306977

The accompanying notes are an integral part of this balance sheet.

1. **Accounting policies**

a) **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 charity constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling, the functional currency of the charitable company.

b) **Going concern**

At the time of approving the financial statements, the Directors have a reasonable expectation, having considered the impact of the war in Ukraine on the economy, especially with regard to inflation, as well as the finances of the Allied Schools, that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

c) **Income and Expenditure**

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. Expenses are recharged to and borne by the schools known as the Allied Schools.

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis. All expenses including support costs and governance costs are allocated or apportioned to the applicable expenditure headings.

d) **Financial instruments**

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value. The charity has selected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

e) **Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost less accumulated depreciation. Donations of tangible fixed assets are capitalised at their cash value or at estimated cash value if received in kind.

Depreciation is provided on tangible fixed assets so as to write off their cost, less estimated residual value, by equal instalments over the estimated useful lives of the assets concerned. The estimated useful lives are considered to be as follows:

Computer equipment	- 3 years
Furniture, fixtures and fittings	- 10 years
Office equipment	- 3 years

f) **Pensions**

Current and previous staff are members of a personal pension money purchase plan and TPT Retirement Solutions – The Growth Plan.

The Growth Plan is a multi-employer pension scheme where it is not possible on a reasonable and consistent basis to separately identify the assets and liabilities of participating employers. 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 the scheme are given in note 13.

Costs incurred in respect of the money purchase plan are charged to the SOFA as they fall due. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

g) **Funds**

Unrestricted funds are available to spend on activities that further any of the purposes of the charity.

h) **Critical accounting judgements and key sources of estimation uncertainty**

In the application of the charity's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

2. Analysis of contributions receivable from the Allied Schools

	2023 £	2022 £
Contributions towards current year operating costs	172,994	160,665
Reimbursed pension contributions	10,404	21,126
	<u>183,398</u>	<u>181,791</u>

The Allied Schools have each agreed to fund their share of the Company's pension deficit (see note 13 for further details).

3. Analysis of total expenditure

	Staff costs £	Other costs £	Total 2023 £	Total 2022 £
Cost of generating funds				
Bank charges	-	806	806	774
Charitable activities				
Staff costs (note 4)	151,663	-	151,663	157,158
Support and other costs	-	31,613	31,613	25,239
Total expenditure	<u>151,663</u>	<u>32,419</u>	<u>184,082</u>	<u>183,171</u>

	Staff costs £	Other costs £	Total 2022 £
Cost of generating funds			
Bank charges	-	774	774
Charitable activities			
Staff costs (note 4)	157,158	-	157,158
Support and other costs	-	25,239	25,239
Total expenditure	<u>157,158</u>	<u>26,013</u>	<u>183,171</u>

Net expenditure is stated after charging:

Independent examiner's remuneration (excluding VAT)		
- Independent examination/audit services	2,200	5,800
- Accountancy services	600	500
	<u>2,800</u>	<u>6,300</u>

4. Staff costs

	2023 £	2022 £
Salaries	120,625	115,586
Social security costs	6,629	6,442
Other benefits	-	261
Pensions		
Company contributions to TPT and money purchase pension schemes	13,802	13,193
Pensions Trust contributions	10,607	21,676
	<u>151,663</u>	<u>157,158</u>

5. Directors' emoluments

The remuneration of the Directors, who are considered to be the key management personnel, was as follows:

	2023 £	2022 £
Emoluments	111,360	106,448
Other benefits	-	261
Company contributions to TPT and money purchase pension schemes	13,802	13,193
	<u>125,162</u>	<u>119,902</u>

None of the Directors, all of whom are considered to be key management personnel, receive any remuneration except for Mr M Porter who, as General Manager, was authorised to receive remuneration under clause 6.1 of the Articles of Association that were adopted on 26 September 2013.

Mr M Porter incurred and was reimbursed expenses of £3,203 (2022: £2,259). Six other Directors incurred and were reimbursed expenses totalling £4,345 (2022: £1,336). These costs related to travel, accommodation and subsistence.

6. Employees

The average number of employees of the Company during the financial year was 2 (2022: 2), who are employed in management and administration functions.

The number of employees whose emoluments exceeded £60,000 was:

	2023 Number	2022 Number
£100,001 - £110,000	-	1
£110,001 - £120,000	1	-

7. Tangible assets

	Computer equipment £	Furniture, fittings and equipment £	Total £
Cost			
At 1 August 2022	3,351	503	3,854
Additions in the year	-	-	-
At 31 July 2023	<u>3,351</u>	<u>503</u>	<u>3,854</u>
Accumulated depreciation			
At 1 August 2022	3,351	503	3,854
Charge for the year	-	-	-
At 31 July 2023	<u>3,351</u>	<u>503</u>	<u>3,854</u>
Net book value			
At 31 July 2023	<u>-</u>	<u>-</u>	<u>-</u>
Net book value			
At 31 July 2022	<u>-</u>	<u>-</u>	<u>-</u>

8. Debtors

	2023 £	2022 £
Debtor for pension due from Schools:		
Defined benefit pension deficit from the Allied Schools	10,616	17,758
	<u>10,616</u>	<u>17,758</u>
Falling due within one year:		
Trade debtors	805	898
Other debtors	-	23,404
Prepayments and accrued income	341	462
	<u>1,146</u>	<u>24,764</u>

9. Creditors: amounts falling due within one year

	2023 £	2022 £
Trade creditors	5,731	9,148
Taxation and social security	2,132	1,851
Accruals and deferred income	60,259	59,436
	<u>68,122</u>	<u>70,435</u>

Deferred income at the year-end totalled £50,332 (2022: £51,656), which relates to overpayments from the Allied Schools which will be offset against future expenditure.

10. Share capital

	2023 £	2022 £
Issued share capital of £1 ordinary shares		
Brought forward	16	16
Cancelled in the year	(4)	-
Carried forward	<u>12</u>	<u>16</u>

11. Unrestricted fund

	Retained Income £
At 1 August 2022	14,668
Result for the year	-
	<hr/>
At 31 July 2023	14,668
	<hr/> <hr/>

12. Net funds

	Net assets £	Total £
Unrestricted fund:		
Retained income	<u>14,668</u>	<u>14,668</u>

13. 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, sets 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 Company 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 July 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 2022 to 31 January 2025: £3,312,000 per annum

13. Pensions

(continued)

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.

	31 July 2023 £	31 July 2022 £	31 July 2021 £
Present value of provision	10,616	17,758	86,753

Present values of provision

	Period ending 31 July 2023 £	Period ending 31 July 2022 £
Reconciliation of opening and closing provisions		
Provision at start of period	17,758	86,753
Unwinding of the discount factor (interest expense)	434	442
Deficit contribution paid	(7,373)	(18,381)
Re-measurements – impact of any change in assumptions	(203)	(548)
Re-measurements – amendments to the contribution schedule	-	(50,508)
	<u>10,616</u>	<u>17,758</u>

13.	Pensions	(continued)	
	Income and expenditure impact		
	Charged/(credited) to charitable expenditure		
	Interest expense	434	442
	Re-measurements – amendments to the contribution schedule	-	(50,508)
		434	(50,066)
	Recognised as actuarial losses/ (gains)		
	Re-measurements – impact of any change in assumptions	(203)	(548)
	Net charge/(credit) recognised in the Statement of Financial Activities	231	(50,614)

Assumptions

	31 July 2023 % per annum	31 July 2022 % per annum	31 July 2021 % per annum
Rate of discount	5.98%	3.15	0.57

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.

14. Controlling party

No one party exerts significant control and therefore there is no controlling party.

15. Related party transactions

Apart from the transactions described in note 5, there were no related party transactions during the year.

ALLIED SCHOOLS AGENCY LIMITED

England & Wales - Charity number 313158

Accounts

ALLIED SCHOOLS AGENCY LIMITED

Financial Statements 31 July 2022

Together with Directors' and Auditors' Reports

Registered Charity Number: 313158

Registered Company Number: 306977

Allied Schools Agency Limited

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Allied Schools Agency Limited

Trustees and company information

Directors and officers	NJ Durlacher CBE (Chairman) MK Bewes Prebendary JA Fisher MK Henderson Reverend NJ Little (appointed 15 September 2022) MBM Porter RMB Wilkinson
Company Secretary	MBM Porter
Independent Auditors	Saffery Champness LLP 71 Queen Victoria Street London EC4V 4BE
Bankers	Barclays Bank Plc Octagon House Gadbrook Park Northwich Cheshire SW9 7RB
Registered Office	CPAS Sovereign Court One (Unit 3) Sir William Lyons Road University of Warwick Science Park Coventry CV4 7EZ
Principal Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Solicitors	Charles Russell Speechlys LLP Compass House Lypiatt Rd Cheltenham GL50 2QJ

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2022

The Directors (who are also Trustees of the Allied Schools Agency Limited as defined in the Charities Act 2011) present their report and audited financial statements for the year ended 31 July 2022.

The financial statements comply with the Companies Act 2006, Charities Act 2011, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standards applicable in the UK and Republic of Northern Ireland (FRS102).

Directors' Duties and Responsibilities

The Directors are responsible for preparing financial statements for each financial year, which give a true and fair view of the state of affairs of the company and of the incoming resources and application of resources, including the income and expenditure, of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP (FRS102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware there is no relevant audit information of which the company's auditor is unaware; and the 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.

Directors

The Directors of the company who served during the year are as follows:

NJ Durlacher CBE (Chairman)
MK Bewes
Prebendary JA Fisher
MK Henderson
MBM Porter
RMB Wilkinson

In accordance with the Articles of Association Mr Nicholas Durlacher and Mr Michael Porter retire by rotation, but being eligible offer themselves for re-election.

None of the directors had a beneficial interest in any contract to which the company was a party during the year.

Directors regularly review the composition and skills of the board and consider potential additions to their number, and successors for directors who plan to retire at some future date. Once a potential director is identified the Chairman and one other director meet the candidate, explain the Company's purpose and its relationships with the Allied Schools and the Martyrs' Memorial and Church of England Trusts (MMT). If both

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2022

parties are content he or she is put forward for election to the board with the expectation of serving at least two terms of 3 years. Upon appointment directors are provided with information about their duties as directors and charity trustees and are encouraged to attend suitable courses on areas of particular interest to them and the company.

The Directors are considered to be the key management personnel of the Company. None of the directors receive remuneration with the exception of the General Manager, whose pay is set and reviewed by the other directors in the General Manager's absence with reference to industry benchmarks.

Governance

The Company's governing document is the Memorandum and Articles of Association as most recently amended on 26 September 2013. The Directors are responsible for the overall management and control of Allied Schools Agency Limited ("the Company") and meet three times a year. Two of the directors are appointed by the Martyrs' Memorial and Church of England Trust (MMT). Responsibility for day-to-day management is delegated to the General Manager who is a Director.

Relationship with the Allied Schools Group

The Allied Schools Group currently consists of four schools (Canford School, Harrogate Ladies' College, Stowe School, and The Wrekin Old Hall Trust) which have been closely associated for over 80 years. Westonbirt School and its associated prep school, previously part of the Group, was sold in May 2018. Collectively the schools are known as "the Allied Schools". A fifth member of the group is a charity, Westonbirt Schools Limited, which owned an estate at Westonbirt in Gloucestershire let from May 2018 to a third party that operates schools on the site. On 23 September 2022 the estate at Westonbirt was sold to the company that operates the schools at Westonbirt. The secretary to the MMT founded or acquired all of the Allied Schools, including Westonbirt, on its behalf between 1923 and 1932.

An extensive review of the relationship between MMT, the Allied Schools and the Company concluded in 2013 with the appointment of the Company as the agent of MMT, with an oversight role intended to ensure the on-going prosperity and success of the Allied Schools and their adherence to the foundational religious principles. The role of the Company and its powers are set out in detail in an Agreement that was signed by the Allied Schools, the MMT and the Company on 26 September 2013.

Under the terms of the Agreement the Allied Schools, including Westonbirt Schools Limited, are committed to meeting the budgeted net operating costs including additional pension contributions of the Company.

Objectives and Principal Activities

The object of the Company, which is also its charitable object, is the advancement of education at the Allied Schools. Its aim is to ensure the highest standards of Governance and financial management are applied at the Allied Schools and to ensure their continued financial health. In turn, this ensures that the schools continue to fulfil their own charitable objects, being the advancement of education of boys and girls in accordance with the principles of the Church of England.

Public Benefit

The Company delivers charitable public benefit by providing cost-effective services and advice to the schools with which it is linked, thus assisting the Allied Schools to maximise the public benefit they themselves offer. In setting the Company's objectives, the Directors have given careful consideration to the Charity Commission's general guidance on charitable public benefit and in particular to the supplementary charitable

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2022

public benefit guidance on advancing education. Amongst other indicators of performance and fulfilment of their objects, the General Manager monitors the levels of public benefit delivered by the Allied Schools, with a particular focus on the award of means-tested bursaries and offering the wider community access to the schools' facilities.

Review of the Year

The Company performed its obligations to all the Allied Schools providing advice and guidance to the Governing Bodies; the company fulfilled its duties on behalf of MMT as the General Manager attends all meetings of the Governing Bodies of the schools and writes and presents reports on the financial performance and future prospects for each of the Allied Schools. Specific attention is paid to monitoring their performance in challenging market conditions, in which some schools are thriving whilst others may find it harder to recruit new pupils.

During the 2021/22 academic year some further disruption to the independent education sector was caused by the pandemic but operations are now returned to some semblance of normality. For the first time in two years pupils at the Allied Schools sat public exams in the conventional way, and the results at all the Schools were exceptionally good, with historically high levels of students successfully achieving top grades in A levels, BTECs and GCSEs. Schools have continued to practice some social distancing and educational opportunities such as trips and expeditions were affected during the year. Nevertheless, the Allied Schools continued to provide first class educational experiences to their pupils, as evidenced by achievements in the award of top grades. The merger of one of the Allied Schools with two of its feeder prep schools has gone very well with all three schools in that group reporting increased pupil numbers for the current academic year. All the Allied Schools have consolidated their positions as leading schools in their local market, while some continue to experience shortfalls in boarders from overseas. International boarders are an important segment for some schools and after reductions in numbers during the pandemic, they are now showing signs of recovery.

The Allied Schools remain committed to working with the communities in which they are located and in various ways provide access to the community and work closely with local state maintained schools. Canford and Stowe have formal partnership arrangements with local secondary schools; these are with the Bourne Academy in Bournemouth and the Silverstone UTC. More details of the Allied Schools' support to their local schools can be found on the ISC sponsored website at www.schoolstogether.org.

The General Manager continues to act as a trusted adviser to the Governing Bodies of all the Allied Schools; at each of them he performs the role in ways that are adapted to the specific needs and priorities of the individual school. At any one time, the General Manager may be supporting a number of Governing Bodies on a range of other confidential issues, including mergers with other charities, recruitment of members of the leadership team, supporting reviews of Governance and ensuring that Governing Bodies understand the full range of their duties and responsibilities. Over the past year the General Manager has supported processes of recruitment and Governance review at the Allied Schools.

In addition to projects such as those described, the General Manager supports the Governing Bodies and management teams of the Allied Schools on an as needed basis when issues and challenges arise; on a day to day basis he advises the Chairmen of the Allied Schools on good practice in relation to Governance, Charity law and Company law.

Financial Review

The Company's total expenditure for the year of £183,171 (2021: £181,797) continues to be funded by the Allied Schools. The Company's result for the year is breakeven (2021: break even) with receipts from the Allied Schools taken to income to match the expenses incurred.

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2022

A key risk is the possible failure of an Allied School, which could impact the company's income. This remains of concern and is outside the direct control of Directors, however the severity of this risk is mitigated by the Allied Schools Agreement, signed in 2013, which requires the remaining schools to cover any shortfall in the Company's income caused by the failure of one or more schools to meet its obligations for whatever reason. One of the Company's primary roles is the monitoring of the financial well-being and management of the Allied Schools; therefore the Company should have advance warning of any such threat and be able to plan accordingly.

The Company continues to monitor the TPT deficit situation, which represents a significant potential liability to the Company. The Allied Schools have committed to meet this potential liability under the terms of the 2013 Agreement. Additional contributions to TPT, which it is intended will eliminate the deficit in 2025, are being paid by the Company and reimbursed by the Allied Schools. The Company has commissioned a review of its participation in the TPT and will consider whether it is an appropriate time to exit the scheme.

The Company is aware of political and social factors that from time to time prompt public debate about the charitable status of Independent Schools. Any change to the status of the Allied Schools would impact the Company but would be beyond its control. The Directors continue to review the situation annually and would work closely with the Allied Schools in crafting a response to change if it occurs.

Plans for Future Periods

The Company's continuing objective is to support the Allied Schools in achieving a high standard of Governance and to fulfil the role of Agent of the Martyr's Memorial Trust. The General Manager will support confidential and special projects and recruitment processes as needed at each of the Allied Schools, including the integration from a Governance perspective of the new members of the Group which have merged with one of the schools. The General Manager will continue to monitor the financial position of each of the Allied Schools and work with any school that experiences a deterioration of performance to achieve a turnaround in performance. The General Manager will work with MMT nominated Governors at the Allied Schools to ensure that there is adherence to the common foundational principles that should guide the schools in all they do.

The General Manager will be responsible for the day-to-day management of Westonbirt Schools Limited and will continue to act as Secretary to the Trustees.

Auditors

Saffery Champness LLP have expressed their willingness to continue as auditors.

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 29 November 2022.



MBM Porter
Company Secretary

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2022

The Company participates in the TPT Retirement Solutions (TPT) Growth Series pension scheme, a multi-employer pension defined benefit scheme; previously employees of the Company were enrolled in a number of defined benefit schemes provided by TPT on which a deficit has been identified and calculated. There is a recovery plan in place and the Company is making regular contributions to reduce the deficit. As a consequence there is a liability of £17,758 (2021: £86,753) which has been recognised on the Balance Sheet of the Company. The Allied Schools have each agreed to fund their share of the deficit and a debtor is therefore recognised for the full deficit. There is no effect on the result for the year or the total reserves. (Further details are given in Note 13 to the Financial Statements). Scheme members include former employees of Lowther College and Felixstowe College, both of which were members of the Allied Schools Group, which have now closed.

Reserves Policy

The Directors have reviewed the Reserves Policy and, in accordance with the Allied Schools Agreement, the costs of the Allied Schools Agency Limited are met by the Allied Schools. The Company holds cash resources of roughly three months' operating expenses throughout the year. In the event that one or more of the Allied Schools failed to pay its share of the operating expenses, there are provisions for recovery of amounts owing from the remaining Allied Schools. Directors are confident that the Allied Schools will honour their obligations and that any failure to do so can be remedied quickly by recourse to the other member schools.

The Directors consider, nevertheless, that it is prudent to retain cash reserves of a minimum of two months' operating expenses, or about £30,000. At the year-end cash holdings totalled £60,355 (2021: £48,141) and net assets were £14,684 (2021: £14,684). The Directors are satisfied that the policy is being met.

Risk Management

The Directors have formally reviewed and analysed the major risks to the Company, and are satisfied that action has been taken to mitigate the risks to the extent possible. The Company will continue to monitor and re-assess the risks on a regular basis.

The global pandemic has continued to impact the Allied Schools but the level of risk to each of the Allied Schools has now been reduced, although they continue to monitor the situation closely. As reported previously, each of the Allied Schools responded uniquely to the pandemic and they demonstrated resilience, innovation and agility. Each of the Allied Schools has continued to receive fulsome and well-deserved praise from parents who saw at first-hand what they had achieved.

The war in Ukraine has affected some independent schools directly, through the loss of small numbers of pupils, and all indirectly due to the impact on the global economy and inflation. All of the Allied Schools started the new academic year with pupil numbers in line with their budgets, however the impact of greatly increased energy costs is likely to result in a shortfall in operating surpluses. The Allied Schools all have strong balance sheets and were considered going concerns at their most recent audit.

At their meetings the Directors monitor the financial well-being and resources of all of the Allied Schools, taking note of specific risks and initiatives, and are confident of the schools' ability to continue to provide first class education through the current academic year in the face of challenges which may be posed if a global recession occurs. The other risks to the Company continue to be monitored at meetings of the board of Directors and these include four significant risks described below:

Prior to the appointment of an adviser to the Company, the General Manager was a single point of failure in his relationship with, and understanding of, each of the Allied Schools. From October 2020 the adviser has been retained as an employee to ensure this risk continues to be mitigated. The adviser has a good level of understanding of the Allied Schools and has attended board meetings for several years. In the event of the General Manager being unable to fulfil his duties the adviser would stand in for him on a temporary basis.

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited For the year ended 31 July 2022

Opinion

We have audited the financial statements of Allied Schools Agency Limited for the year ended 31 July 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 July 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.

We have nothing to report in this regard.

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited (continued) For the year ended 31 July 2022

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 2, 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.

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

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited (continued) For the year ended 31 July 2022

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.

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited (continued)
For the year ended 31 July 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

21 December 2022
Saffery Champness LLP is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

Allied Schools Agency Limited

Statement of financial activities (incorporating the income and expenditure account)
For the year ended 31 July 2022

	Notes	Total 2022 £	Total 2021 £
Income from			
Contributions from the Allied Schools		160,665	157,679
Reimbursed pension contributions		21,126	23,421
	2	<u>181,791</u>	<u>181,100</u>
Interest receivable		727	743
Other income		105	-
Total income		<u>182,623</u>	<u>181,843</u>
Expenditure on raising funds			
Bank charges		774	742
Charitable activities			
Provision of services and other support to schools		160,721	157,679
Pension Trust contributions		21,676	23,376
Total expenditure	3	<u>183,171</u>	<u>181,797</u>
Net (deficit)/income for the year before other gains and losses		(548)	46
Actuarial gains/(losses) on pension scheme deficit	13	548	(46)
Net movement in funds		-	-
Fund balances at 1 August		14,668	14,668
Fund balances at 31 July		<u>14,668</u>	<u>14,668</u>

All unrestricted operations of the company continued throughout both years and no operations were acquired or discontinued in either period under review.

The accompanying notes are an integral part of this statement of financial activities.

Allied Schools Agency Limited

Balance sheet
As at 31 July 2022

	Notes	Total 2022 £	Total 2021 £
Tangible fixed assets	7	-	464
Debtors due after more than one year	8	17,758	86,753
Current assets			
Debtors	8	24,764	24,111
Cash at bank and in hand		60,355	48,141
		85,119	72,252
Creditors: amounts falling due within one year	9	(70,435)	(58,032)
Total assets less current liabilities excluding pension liability		32,442	101,437
Defined benefit pension scheme liability	13	(17,758)	(86,753)
Net assets		14,684	14,684
Share capital	10	16	16
Unrestricted fund			
Retained income	11	14,668	14,668
Total funds		14,684	14,684

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

The financial statements on pages 11 to 21 were approved by the Board of Directors on 29 November 2022 and signed on its behalf by:


NJ Durlacher CBE
Director


MBM Porter
Director

Company registered number: 306977

The accompanying notes are an integral part of this balance sheet.

1. **Accounting policies**

a) **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 charity constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling, the functional currency of the charitable company.

b) **Going concern**

At the time of approving the financial statements, the Directors have a reasonable expectation, having paid due regard to the on going global pandemic, and the impact of the war in Ukraine on the economy, especially with regard to inflation, as well as the finances of the Allied Schools, that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

c) **Income and Expenditure**

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. Expenses are recharged to and borne by the several schools known as the Allied Schools.

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis. All expenses including support costs and governance costs are allocated or apportioned to the applicable expenditure headings.

d) **Financial instruments**

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value. The charity has selected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

e) **Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost less accumulated depreciation. Donations of tangible fixed assets are capitalised at their cash value or at estimated cash value if received in kind.

Depreciation is provided on tangible fixed assets so as to write off their cost, less estimated residual value, by equal instalments over the estimated useful lives of the assets concerned. The estimated useful lives are considered to be as follows:

Computer equipment	- 3 years
Furniture, fixtures and fittings	- 10 years
Office equipment	- 3 years

f) Pensions

Current and previous staff are members of a personal pension money purchase plan and The Pensions Trust Growth Plan.

The Growth Plan is a multi-employer pension scheme where it is not possible on a reasonable and consistent basis to separately identify the assets and liabilities of participating employers. 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 the scheme are given in note 13.

Costs incurred in respect of the money purchase plan are charged to the SOFA as they fall due. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

g) Funds

Unrestricted funds are available to spend on activities that further any of the purposes of the charity.

h) Critical accounting judgements and key sources of estimation uncertainty

In the application of the charity's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2022

2. Analysis of contributions receivable from the Allied Schools

	2022 £	2021 £
Contributions towards current year operating costs	160,665	157,679
Reimbursed pension contributions	<u>21,126</u>	<u>23,421</u>
	<u>181,791</u>	<u>181,100</u>

The Allied Schools have each agreed to fund their share of the Company's pension deficit (see note 13 for further details).

3. Analysis of total expenditure

	Staff costs £	Other costs £	Total 2022 £	Total 2021 £
Cost of generating funds				
Bank charges	-	774	774	743
Charitable activities				
Staff costs (note 4)	157,158	-	157,158	159,020
Support and other costs	<u>-</u>	<u>25,239</u>	<u>25,239</u>	<u>22,034</u>
Total expenditure	<u>207,666</u>	<u>26,013</u>	<u>183,171</u>	<u>181,797</u>

Net expenditure is stated after charging:

Auditors' remuneration (excluding VAT)				
- Audit services			5,800	5,250
- Accountancy services			<u>500</u>	<u>-</u>

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2022

4. Staff costs

	2022 £	2021 £
Salaries	115,586	116,900
Social security costs	6,442	3,823
Other benefits	261	1,933
Pensions		
Company contributions to TPT and money purchase pension schemes	13,193	12,988
Pensions Trust contributions	21,676	23,376
	<u>157,158</u>	<u>159,020</u>

5. Directors' emoluments

The remuneration of the Directors, who are considered to be the key management personnel, was as follows:

	2022 £	2021 £
Emoluments	106,448	109,400
Other benefits	261	1,933
Company contributions to TPT and money purchase pension schemes	13,193	12,988
	<u>119,902</u>	<u>124,321</u>

Retirement benefits amounting to £nil (2021: £nil) were paid in respect of past Directors.

None of the Directors, all of whom are considered to be key management personnel, receive any remuneration except for Mr M Porter who, as General Manager, was authorised to receive remuneration under clause 6.1 of the Articles of Association that were adopted on 26 September 2013.

Mr M Porter was reimbursed expenses of £2,259 (2021: £321). Four other Directors were reimbursed expenses totalling £1,336 (2021: £nil). These costs related to travel and subsistence.

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2022

6. Employees

The average number of employees of the Company during the financial year was 2 (2021: 1), who are employed in management and administration functions.

The number of employees whose emoluments exceeded £60,000 was:

	2022 Number	2021 Number
£100,001 - £110,000	1	1

7. Tangible assets

	Computer equipment £	Furniture, fittings and equipment £	Total £
Cost			
At 1 August 2021	3,351	503	3,854
Additions in the year	-	-	-
At 31 July 2022	<u>3,351</u>	<u>503</u>	<u>3,854</u>
Accumulated depreciation			
At 1 August 2021	2,888	503	3,391
Charge for the year	463	-	463
At 31 July 2022	<u>3,351</u>	<u>503</u>	<u>3,854</u>
Net book value			
At 31 July 2022	<u>-</u>	<u>-</u>	<u>-</u>
Net book value			
At 31 July 2021	<u>463</u>	<u>-</u>	<u>463</u>

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2022

8. Debtors

	2022 £	2021 £
Falling due after more than one year:		
Defined benefit pension deficit from the Allied Schools	17,758	86,753
	<u>17,758</u>	<u>86,753</u>
Falling due within one year:		
Trade debtors	898	522
Other debtors	23,404	22,676
Prepayments and accrued income	462	913
	<u>24,764</u>	<u>24,111</u>

9. Creditors: amounts falling due within one year

	2022 £	2021 £
Trade creditors	9,148	3,201
Taxation and social security	1,851	1,886
Accruals and deferred income	59,436	52,945
	<u>70,435</u>	<u>58,032</u>

Deferred income at the year-end totalled £51,656 (2021: £45,121), which relates to overpayments from the Allied Schools which will be offset against future expenditure.

10. Share capital

	2022 £	2021 £
Issued share capital:		
£1 Ordinary shares	16	16
	<u>16</u>	<u>16</u>

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2022

11. Unrestricted fund

	Retained Income £
At 1 August 2021	14,668
Result for the year	-
	<hr/>
At 31 July 2022	14,668
	<hr/>

12. Net funds

	Net assets £	Total £
Unrestricted fund:		
Retained income	<u>14,668</u>	<u>14,668</u>

13. Pensions

The Company participates in The Pensions Trust Growth Plan, 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 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

13. Pensions

(continued)

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.

	31 July 2022 £	31 July 2021 £	31 July 2020 £
Present value of provision	17,758	86,753	109,548

Present values of provision

	Period ending 31 July 2022 £	Period ending 31 July 2021 £
Reconciliation of opening and closing provisions		
Provision at start of period	86,753	109,548
Unwinding of the discount factor (interest expense)	442	580
Deficit contribution paid	(18,381)	(23,421)
Re-measurements – impact of any change in assumptions	(548)	46
Re-measurements – amendments to the contribution schedule	(50,508)	-
	<u>17,758</u>	<u>86,753</u>

Notes to the financial statements (continued)
For the year ended 31 July 2022

13. Pensions		(continued)
Income and expenditure impact		
Charged/(credited) to charitable expenditure		
Interest expense	442	580
Re-measurements – amendments to the contribution schedule	<u>(50,508)</u>	<u>-</u>
	(50,066)	580
Recognised as actuarial losses/ (gains)		
Re-measurements – impact of any change in assumptions	<u>(548)</u>	<u>46</u>
Net charge/(credit) recognised in the Statement of Financial Activities	<u>(50,614)</u>	<u>626</u>

During the year the basis on which contributions to the pension deficit is calculated was changed by TPT to separate expenses of administrating the deficit from the value of the deficit. The effect of this on the provision at 31 July 2022 is reflected in the re-measurement adjustment of £50,508. The updated provision of £17,758 represents expected future contributions to the deficit and does not reflect future contributions to expenses. The Company is reimbursed by the Allied Schools for all costs in relation to the pension liability, both in relation to the deficit and to the expenses. Separately identified expenses of £2,457 are included in the pension figures in both income and expenditure in the year. The re-measurement adjustment of £50,508, being offset by compensating amounts due to/from the Allied Schools, has no impact on the Statement of Financial Activities.

Assumptions

	31 July 2022	31 July 2021	31 July 2020
	% per annum	% per annum	% per annum
Rate of discount	3.15	0.57	0.60

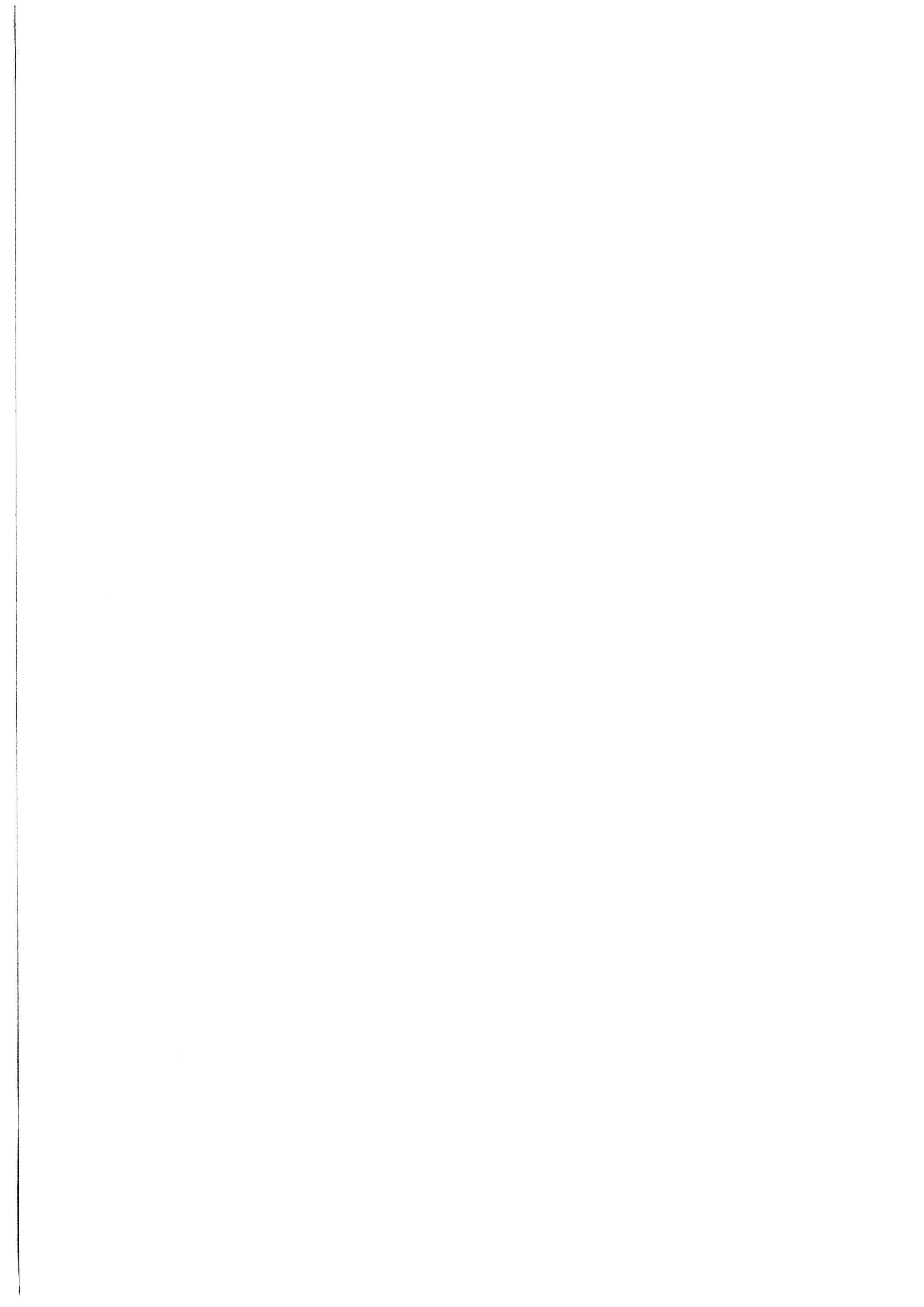
The discount rates shown above are the equivalent single discount rates which, when used to discount the future recovery plan contributions due, would give the same results as using a full AA corporate bond yield curve to discount the same recovery plan contributions.

14. Controlling party

No one party exerts significant control and therefore there is no controlling party.

15. Related party transactions

Apart from the transactions described in note 5, there were no related party transactions during the year.



ALLIED SCHOOLS AGENCY LIMITED

England & Wales - Charity number 313158

Accounts

ALLIED SCHOOLS AGENCY LIMITED

Financial Statements 31 July 2021

Together with Directors' and Auditors' Reports

Registered Charity Number: 313158

Registered Company Number: 306977

Allied Schools Agency Limited

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Allied Schools Agency Limited

Trustees and company information

Directors and officers	NJ Durlacher CBE (Chairman) MK Bewes Prebendary JA Fisher MK Henderson MBM Porter RMB Wilkinson
Company Secretary	MBM Porter
Independent Auditors	Saffery Champness LLP 71 Queen Victoria Street London EC4V 4BE
Bankers	Barclays Bank Plc Octagon House Gadbrook Park Northwich Cheshire SW9 7RB
Registered Office	CPAS Sovereign Court One (Unit 3) Sir William Lyons Road University of Warwick Science Park Coventry CV4 7EZ
Principal Office	Stable Cottage Eckington Road Birlingham Pershore Worcestershire WR10 3DA
Solicitors	Charles Russell Speechlys LLP Compass House Lypiatt Rd Cheltenham GL50 2QJ

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2021

The Directors (who are also Trustees of the Allied Schools Agency Limited as defined in the Charities Act 2011) present their report and audited financial statements for the year ended 31 July 2021.

The financial statements comply with the Companies Act 2006, Charities Act 2011, and Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with Financial Reporting Standards applicable in the UK and Republic of Northern Ireland (FRS102).

Directors' Duties and Responsibilities

The Directors are responsible for preparing financial statements for each financial year, which give a true and fair view of the state of affairs of the company and of the incoming resources and application of resources, including the income and expenditure, of the company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- observe the methods and principles in the Charities SORP (FRS102);
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the Directors are aware there is no relevant audit information of which the company's auditor is unaware; and the 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.

Directors

The Directors of the company who served during the year are as follows:

NJ Durlacher CBE (Chairman)
MK Bewes
Prebendary JA Fisher
MK Henderson
JSJ Marshall (resigned 31 March 2021)
MBM Porter
RMB Wilkinson

In accordance with the Articles of Association Prebendary John Fisher and Mr Richard Wilkinson retire by rotation, but being eligible offer themselves for re-election.

None of the directors had a beneficial interest in any contract to which the company was a party during the year.

Directors regularly review the composition and skills of the board and consider potential additions to their number, and successors for directors who plan to retire at some future date. Once a potential director is identified the Chairman and one other director meet the candidate, explain the Company's purpose and its

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2021

relationships with the Allied Schools and the Martyrs' Memorial and Church of England Trusts (MMT). If both parties are content he or she is put forward for election to the board with the expectation of serving at least two terms of 3 years. Upon appointment directors are provided with information about their duties as directors and charity trustees and are encouraged to attend suitable courses on areas of particular interest to them and the company.

The Directors are considered to be the key management personnel of the Company. None of the directors receive remuneration with the exception of the General Manager, whose pay is set and reviewed by the other directors in the General Manager's absence with reference to industry benchmarks.

Governance

The Company's governing document is the Memorandum and Articles of Association as most recently amended on 26th September 2013. The Directors are responsible for the overall management and control of Allied Schools Agency Limited ("the Company") and meet three times a year. Two of the directors are appointed by the Martyrs' Memorial and Church of England Trust (MMT). Responsibility for day-to-day management is delegated to the General Manager who is a Director.

Relationship with the Allied Schools Group

The Allied Schools Group currently consists of four schools (Canford School, Harrogate Ladies' College, Stowe School, and The Wrekin Old Hall Trust) which have been closely associated for over 80 years. Westonbirt School and its associated prep school, previously part of the Group, was sold in May 2018. Collectively the schools are known as "the Allied Schools". A fifth member of the group is a charity, Westonbirt Schools Limited, which owns an estate at Westonbirt in Gloucestershire let from May 2018 to a third party that operates schools on the site. The secretary to the MMT founded or acquired all of the Allied Schools, including Westonbirt, on its behalf between 1923 and 1932.

An extensive review of the relationship between MMT, the Allied Schools and the Company concluded in 2013 with the appointment of the Company as the agent of MMT, with an oversight role intended to ensure the on-going prosperity and success of the Allied Schools and their adherence to the foundational religious principles. The role of the Company and its powers are set out in detail in an Agreement that was signed by the Allied Schools, the MMT and the Company on 26th September 2013.

Under the terms of the Agreement the Allied Schools, including Westonbirt Schools Limited, are committed to meeting the budgeted net operating costs including additional pension contributions of the Company.

Objectives and Principal Activities

The object of the Company, which is also its charitable object, is the advancement of education at the Allied Schools. Its aim is to ensure the highest standards of Governance and financial management are applied at the Allied Schools and to ensure their continued financial health. In turn, this ensures that the schools continue to fulfil their own charitable objects, being the advancement of education of boys and girls in accordance with the principles of the Church of England.

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2021

Public Benefit

The Company delivers charitable public benefit by providing cost-effective services and advice to the schools with which it is linked, thus assisting the Allied Schools to maximise the public benefit they themselves offer. In setting the Company's objectives, the Directors have given careful consideration to the Charity Commission's general guidance on charitable public benefit and in particular to the supplementary charitable public benefit guidance on advancing education. Amongst other indicators of performance and fulfilment of their objects, the General Manager monitors the levels of public benefit delivered by the Allied Schools, with a particular focus on the award of means-tested bursaries and offering the wider community access to the schools' facilities.

Review of the Year

The Company performed its obligations to all the Allied Schools providing advice and guidance to the Governing Bodies; the company fulfilled its duties on behalf of MMT as the General Manager attends all meetings of the Governing Bodies of the schools and writes and presents reports on the financial performance and future prospects for each of the Allied Schools. Specific attention is paid to monitoring their performance in challenging market conditions, in which some schools are thriving whilst others may find it harder to recruit new pupils.

The 2020/21 academic year witnessed further disruption to the independent education sector with periods of school closure due to the Covid-19 pandemic. All schools were required to adopt and implement measures to safeguard the health of pupils and to limit the spread of the disease. Nevertheless, the Allied Schools continued, without interruption, to provide first class educational experiences to their pupils around the world during enforced closure, as evidenced by record achievements in the award of top grades to unprecedented numbers of pupils at all of the Allied Schools. During the year one of the Allied Schools merged with two of its feeder prep schools to form an enlarged school group educating pupils from age 3 to 19. All of the schools were praised for the innovative co-curricular programmes offered to pupils, with a strong emphasis on encouraging pupils to maintain their physical and mental well-being. The schools continued to offer pastoral support that was appropriate in the context of the situation..

The Allied Schools remain committed to working with the communities in which they are located and in various ways provide access to the community and work closely with local state maintained schools, although inevitably some planned community events through the 2020/21 year had to be deferred or cancelled. Two of the senior schools have formal partnership arrangements with local secondary schools; these are with the Bourne Academy in Bournemouth and the Silverstone UTC. More details of the Allied Schools' support to their local schools can be found on the ISC sponsored website at www.schoolstogether.org.

The General Manager continues to act as a trusted adviser to the Governing Bodies of all the Allied Schools; at each of them he performs the role in ways that are adapted to the specific needs and priorities of the individual school. At any one time, the General Manager may be supporting a number of Governing Bodies on a range of other confidential issues, including mergers with other charities, recruitment of members of the leadership team, supporting reviews of Governance and ensuring that Governing Bodies understand the full range of their duties and responsibilities. Over the past year, the General Manager has supported processes at schools to review Governance, to review and develop strategies that will enable the Allied Schools to thrive in a difficult market in which affordability is of growing concern for many traditional customers of the sector and to transfer best practice. All of the Allied Schools used video-conferencing for meetings of Committees and Governing Bodies for most of the year, limiting the opportunities for the General Manager to interact and support the Allied Schools; however his exposure to the approaches used in different settings to deal with and respond to the pandemic enabled him to share insight about good practice.

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2021

In addition to projects such as those described, the General Manager supports the Governing Bodies and management teams of the Allied Schools on an as needed basis when issues and challenges arise; on a day to day basis he advises the Chairmen of the Allied Schools on good practice in relation to Governance, Charity law and Company law.

Financial Review

The Company's total expenditure for the year of £181,797 (2020 as restated: £183,863) continues to be funded by the Allied Schools. The Company's result for the year is breakeven (2020: break even) with receipts from the Allied Schools taken to income to match the expenses incurred.

The Company participates in the TPT Retirement Solutions (TPT) Growth Series pension scheme, a multi-employer pension defined benefit scheme; previously employees of the company were enrolled in a number of defined benefit schemes provided by TPT on which a deficit has been identified and calculated. There is a recovery plan in place and the company is making regular contributions to reduce the deficit. As a consequence there is a liability of £86,753 (2020: £109,000) which has been recognised on the Balance Sheet of the Company. The Allied Schools have each agreed to fund their share of the deficit and a debtor is therefore recognised for the full deficit. There is no effect on the result for the year or the total reserves. (Further details are given in Note 13 to the Financial Statements). Scheme members include former employees of Lowther College and Felixstowe College, both of which were members of the Allied Schools Group, which have now closed.

Reserves Policy

The Directors have reviewed the Reserves Policy and, in accordance with the Allied Schools Agreement, the costs of the Allied Schools Agency Limited are met by the Allied Schools. The company holds cash resources of roughly three months' operating expenses throughout the year. In the event that one or more of the Allied Schools failed to pay its share of the operating expenses, there are provisions for recovery of amounts owing from the remaining Allied Schools. Directors are confident that the Allied Schools will honour their obligations and that any failure to do so can be remedied quickly by recourse to the other member schools.

The Directors consider nevertheless that it is prudent to retain cash reserves of a minimum of two months' operating expenses, or about £30,000. At the year-end cash holdings totalled £48,141 (2020: £42,190) and net assets were £14,684 (2020: £14,684). The Directors are satisfied that the policy is being met.

Risk Management

The Directors have formally reviewed and analysed the major risks to the Company, and are satisfied that action has been taken to mitigate the risks to the extent possible. The Company will continue to monitor and re-assess the risks on a regular basis.

The global pandemic has continued to impact the Allied Schools and the risk identified last year has not changed significantly. Each of the Allied Schools responded uniquely to the pandemic and all have continued to show resilience, innovation and agility. Each of the Allied Schools again suffered a reduction in net fee income for the Lent term due to fee concessions offered to parents during periods of closure in the first half of that term. The summer term saw the return to more normal school operations, albeit with continuing restrictions owing to prudent risk management. Each of the Allied Schools has continued to receive fulsome and well-deserved praise from parents who saw at first-hand what they had achieved.

At their meetings the Directors monitor the financial well-being and resources of all of the Schools, taking note of Covid-19 specific risks and initiatives, and are confident of the schools' ability to continue to provide first class education through the current academic year in the face of the challenges posed by the pandemic.

Allied Schools Agency Limited

Trustees' Annual Report For the year ended 31 July 2021

The other risks to the Company continue to be monitored at meetings of the board of Directors and these include four significant risks described below:

Prior to the appointment of an adviser to the Company, the General Manager was a single point of failure in his relationship with, and understanding of, each of the Allied Schools. From October 2020 the adviser has been retained as an employee to ensure this risk continues to be mitigated. The adviser has a good level of understanding of the Allied Schools and has attended board meetings for several years. In the event of the General Manager being unable to fulfil his duties the adviser would stand in for him on a temporary basis.

A key risk is the possible failure of an Allied School, which could impact the company's income. This remains of concern but is outside the direct control of Directors, however the severity of this risk is mitigated by the Allied Schools Agreement, signed in 2013, which requires the remaining schools to cover any shortfall in the Company's income caused by the failure of one or more schools to meet its obligations for whatever reason. One of the Company's primary roles is the monitoring of the financial well-being and management of the Allied Schools; therefore the Company should have advance warning of any such threat and be able to plan accordingly. Many independent schools have, to varying degrees, become reliant on fee income from international pupils. Termly reports from the General Manager include comment, when relevant on the numbers of overseas pupils attending the Allied Schools to monitor this specific risk.

The company continues to monitor the TPT deficit situation which represents a significant potential liability to the company. The Allied Schools have committed to meet this potential liability under the terms of the 2013 Agreement. Additional contributions to TPT, which it is intended will eliminate the deficit in 2025, are being paid by the company and reimbursed by the Allied Schools.

The company is aware of political and social factors that from time to time prompt public debate about the charitable status of Independent Schools. Any change to the status of the Allied Schools would impact the company but would be beyond its control. The Directors continue to review the situation annually and would work closely with the Allied Schools in crafting a response to change if it occurs.

Plans for Future Periods

The Company's continuing objective is to support the Allied Schools in achieving a high standard of Governance and to fulfil the role of Agent of the Martyr's Memorial Trust. The General Manager will support confidential and special projects and recruitment processes as needed at each of the Allied Schools, including the integration from a Governance perspective of the new members of the Group who have merged with one of the schools. The General Manager will continue to monitor the financial position of each of the Allied Schools and work with any school that experiences a deterioration of performance to achieve a turnaround in performance. The General Manager will work with MMT nominated Governors at the Allied Schools to ensure that there is adherence to the common foundational principles that should guide the schools in all they do.

The General Manager will continue to oversee the relationship between Westonbirt Schools Limited and that company's tenant and will play a role in monitoring the investment in the estate that is a requirement of the lease. The General Manager will be responsible for the day-to-day management of Westonbirt Schools Limited and will continue to act as Secretary to the Trustees.

Allied Schools Agency Limited

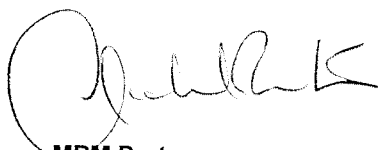
**Trustees' Annual Report
For the year ended 31 July 2021**

Auditors

Saffery Champness LLP have expressed their willingness to continue as auditors.

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 17 November 2021.

A handwritten signature in black ink, appearing to read 'MBM Porter', is written over a faint circular stamp or watermark.

MBM Porter

Company Secretary

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited For the year ended 31 July 2021

Opinion

We have audited the financial statements of Allied Schools Agency Limited for the year ended 31 July 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 July 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.

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 2, 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.

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

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited (continued) For the year ended 31 July 2021

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.

Allied Schools Agency Limited

Independent auditors report to the members of Allied Schools Agency Limited (continued)
For the year ended 31 July 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

29 November 2021

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

Allied Schools Agency Limited

Statement of financial activities (incorporating the income and expenditure account)
For the year ended 31 July 2021

	Notes	Total 2021 £	Total 2020 As restated £
Income from			
Contributions from Allied schools		157,679	161,329
Pensions Trust Additional Contributions reimbursed		23,421	22,732
	2	<u>181,100</u>	<u>184,061</u>
Interest receivable		<u>743</u>	<u>802</u>
Total income		<u>181,843</u>	<u>184,863</u>
Expenditure on raising funds			
Bank charges		742	516
Charitable activities			
Provision of services and other support to schools		157,679	161,608
Pension Trust costs		23,376	21,739
Total expenditure	3	<u>181,797</u>	<u>183,863</u>
Net income for the year before other gains and losses		46	1,000
Actuarial gains/(losses) on pension scheme deficit	13	<u>(46)</u>	<u>(1,000)</u>
Net movement in funds		<u>-</u>	<u>-</u>
Fund balances at 1 August		<u>14,668</u>	<u>14,668</u>
Fund balances at 31 July		<u>14,668</u>	<u>14,668</u>

All unrestricted operations of the company continued throughout both years and no operations were acquired or discontinued in either period under review.

The accompanying notes are an integral part of this statement of financial activities.

Allied Schools Agency Limited

Balance sheet
As at 31 July 2021

	Notes	Total 2021	Total 2020
Tangible fixed assets	7	464	925
Debtors due after more than one year	8	86,753	109,000
Current assets			
Debtors	8	24,111	26,904
Cash at bank and in hand		48,141	42,190
		<hr/>	<hr/>
Creditors: amounts falling due within one year	9	72,252 (58,032)	69,094 (55,335)
Total assets less current liabilities excluding pension liability		<hr/> 101,437	<hr/> 123,684
Defined benefit pension scheme liability	13	(86,753)	(109,000)
Net assets		<hr/> 14,684	<hr/> 14,684
Share capital	10	16	16
Unrestricted fund			
Retained income	11	14,668	14,668
Total funds		<hr/> 14,684	<hr/> 14,684

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

The financial statements on pages 12 to 22 were approved by the Board of Directors on 17 November 2021 and signed on its behalf by:

NJ Durlacher CBE
Director

MBM Porter
Director

Company registered number: 306977

The accompanying notes are an integral part of this balance sheet.

Allied Schools Agency Limited

Notes to the financial statements For the year ended 31 July 2021

1. Accounting policies

a) 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 charity constitutes a public benefit entity as defined by FRS 102.

The financial statements are presented in sterling, the functional currency of the charitable company.

As explained further in note 16, a change in the presentation of income and expenditure has resulted in a prior year adjustment. This does not impact the result for the prior year.

b) Going concern

At the time of approving the financial statements, the Directors have a reasonable expectation, having paid due regard to the unique circumstances of Covid-19 and the finances of the Allied Schools, that the charity has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

c) Income and Expenditure

All income is recognised once the charity has entitlement to the income, it is probable that the income will be received and the amount of income receivable can be measured reliably. Expenses are recharged to and borne by the several schools known as the Allied Schools.

Liabilities are recognised as expenditure as soon as there is a legal or constructive obligation committing the charity to that expenditure, it is probable that settlement will be required and the amount of the obligation can be measured reliably.

All expenditure is accounted for on an accruals basis. All expenses including support costs and governance costs are allocated or apportioned to the applicable expenditure headings.

d) Financial instruments

The charity only has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value. The charity has selected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

e) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less accumulated depreciation. Donations of tangible fixed assets are capitalised at their cash value or at estimated cash value if received in kind.

Depreciation is provided on tangible fixed assets so as to write off their cost, less estimated residual value, by equal instalments over the estimated useful lives of the assets concerned. The estimated useful lives are considered to be as follows:

Computer equipment	- 3 years
Furniture, fixtures and fittings	- 10 years
Office equipment	- 3 years

f) Pensions

Current and previous staff are members of a personal pension money purchase plan and The Pensions Trust Growth Plan.

The Growth Plan is a multi-employer pension scheme where it is not possible on a reasonable and consistent basis to separately identify the assets and liabilities of participating employers. 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 the scheme are given in note 13.

Costs incurred in respect of the money purchase plan are charged to the SOFA as they fall due. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

g) Funds

Unrestricted funds are available to spend on activities that further any of the purposes of charity.

h) Critical accounting judgements and key sources of estimation uncertainty

In the application of the charity's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2021

2. Analysis of contributions receivable from Allied Schools

	2021 £	2020 As restated £
Contributions towards current year operating costs	157,679	161,329
Reimbursed pension contributions	23,421	22,732
	<u>181,100</u>	<u>184,061</u>

The Allied Schools have each agreed to fund their share of the Company's pension deficit (see note 13 for further details).

3. Analysis of total expenditure

	Staff costs £	Other costs £	Total 2021 £	Total 2020 As restated £
Cost of generating funds				
Bank charges	-	743	743	516
Charitable activities				
Staff costs (note 4)	159,020	-	159,020	152,021
Support and other costs	-	22,034	22,034	31,326
Total expenditure	<u>159,020</u>	<u>22,777</u>	<u>181,797</u>	<u>183,863</u>

Net expenditure is stated after charging:

Auditors' remuneration for audit work (excluding VAT)				
- Audit services			5,250	5,250
Operating lease rentals			-	523
			<u>-</u>	<u>523</u>

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2021

4. Staff costs

	2021	2020
	£	As restated £
Salaries	116,900	104,639
Social security costs	3,823	12,207
Other benefits	1,933	1,450
Pensions		
Company contributions to TPT and money purchase pension schemes	12,988	11,986
Pensions Trust contributions	23,376	21,739
	<u>159,020</u>	<u>152,021</u>

5. Directors' emoluments

The remuneration of the directors, who are considered to be the key management personnel, was as follows:

	2021	2020
	£	£
Emoluments	109,400	104,639
Other benefits	1,933	1,450
Company contributions to TPT and money purchase pension schemes	12,988	11,986
	<u>124,321</u>	<u>118,075</u>

Retirement benefits amounting to £nil (2020: £nil) were paid in respect of past Directors.

None of the Directors, all of whom are considered to be key management personnel, receive any remuneration except for Mr M Porter who, as General Manager, was authorised to receive remuneration under clause 6.1 of the Articles of Association that were adopted on 26 September 2013.

Mr M Porter was reimbursed expenses of £321 (2020: £3,223). No other Directors were reimbursed expenses during the year (2020: Five directors reimbursed expenses totalling £984). These costs related to travel and subsistence.

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2021

6. Employees

The average number of employees of the company during the financial year was 2 (2020: 1), who are employed in management and administration functions.

The number of employees whose emoluments exceeded £60,000 was:

	2021 Number	2020 Number
£100,001 - £110,000	1	1

7. Tangible assets

	Computer equipment £	Furniture, fittings and equipment £	Total £
Cost			
At 1 August 2020	3,351	503	3,854
Additions in the year			
At 31 July 2021	<u>3,351</u>	<u>503</u>	<u>3,854</u>
Accumulated depreciation			
At 1 August 2020	2,426	503	2,929
Charge for the year	462	-	462
At 31 July 2021	<u>2,888</u>	<u>503</u>	<u>3,391</u>
Net book value			
At 31 July 2021	<u>463</u>	<u>-</u>	<u>463</u>
Net book value			
At 31 July 2020	<u>925</u>	<u>-</u>	<u>925</u>

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2021

8. Debtors

	2021 £	2020 £
Falling due after more than one year:		
Defined benefit pension deficit from Allied Schools	86,753	109,000
	<u>86,753</u>	<u>109,000</u>
Falling due within one year:		
Trade debtors	522	-
Other debtors	22,676	25,934
Prepayments and accrued income	913	970
	<u>24,111</u>	<u>26,904</u>

9. Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	3,201	3,222
Taxation and social security	1,886	2,810
Accruals and deferred income	52,945	49,303
	<u>58,032</u>	<u>55,335</u>

Deferred income at the year-end totalled £45,120 (2020: £40,060), which relates to overpayments from the Allied Schools which will be offset against future expenditure.

10. Share capital

	2021 £	2020 £
Issued share capital:		
£1 Ordinary shares	16	16
	<u>16</u>	<u>16</u>

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2021

11. Unrestricted fund

	Retained Income £
At 1 August 2020	14,668
Result for the year	-
	<hr/>
At 31 July 2021	14,668
	<hr/>

12. Net funds

	Net assets £	Total £
Unrestricted funds:		
Retained income	<u>14,668</u>	<u>14,668</u>

13. Pensions

The company participates in The Pensions Trust Growth Plan, 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 £795m, liabilities of £926m and a deficit of £131m. 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 2019 to 31 January 2025:

£11,243,000 per annum
(payable monthly and increasing
by 3% each on 1st April)

13. Pensions

(continued)

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.

	31 July 2021 (£'000s)	31 July 2020 (£'000s)	31 July 2019 (£'000s)
Present value of provision	87	109	130

Present values of provision

	Period ending 31 July 2021 (£'000s)	Period ending 31 July 2020 (£'000s)
Reconciliation of opening and closing provisions		
Provision at start of period	109	130
Unwinding of the discount factor (interest expense)	1	1
Deficit contribution paid	(23)	(23)
Re-measurements – impact of any change in assumptions	-	1
Re-measurements – amendments to the contribution schedule	-	-
	87	109

Allied Schools Agency Limited

Notes to the financial statements (continued)
For the year ended 31 July 2021

13. Pensions (continued)

Income and expenditure impact

Charged/credited to charitable expenditure		
Interest expense	1	1
Re-measurements – amendments to the contribution schedule	<u>-</u>	<u>-</u>
	1	1
Recognised as actuarial losses/ (gains)		
Re-measurements – impact of any change in assumptions	<u>-</u>	<u>1</u>
Net charge/(credit) recognised in the Statement of Financial Activities	<u>1</u>	<u>2</u>

Assumptions

	31 July 2021 % per annum	31 July 2020 % per annum	31 July 2019 % per annum
Rate of discount	0.57	0.60	1.00

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.

14. Controlling party

No one party exerts significant control and therefore there is no controlling party.

15. Related party transactions

Apart from the transactions described in note 5, there were no related party transactions during the year.

16. Prior year adjustment

	As previously reported £	Prior year adjustment £	As restated £
Income	163,863	21,000	184,863
Expenditure	162,863	21,000	183,863
Net income	1,000	-	1,000
Actuarial losses on pension scheme deficit	(1,000)	-	(1,000)
Net movement in funds	-	-	-

In order to more appropriately show income and expenditure the presentation of reimbursed pension contributions has been reviewed and amended. This results in a restatement of the comparative income and expenditure as shown above.

Opening funds have not been affected by this restatement.