Develop Training Limited

Annual report and financial statements

Registered number 06115331
30 September 2016

Contents

Company information

Directors	A King C Wood J Kerr S Kelsall C Wall C A Rogerson
Secretary and registered office	S Kelsall Derby Training Centre Ascot Drive Derby DE24 8GW
Company number	06115331
Auditor	KPMG LLP St Nicholas House Park Row Nottingham NG1 6FQ

Strategic report

The directors present their strategic report together with the audited financial statements for the year ended 30 September 2016.

Principal activity

The principal activity of the Company is as a provider of accredited technical, compliance and behavioural training. The Company operates principally in the UK through several regional training centres and delivers training to a broad range of clients but, in particular, to those operating in the utilities, telecommunications and facilities management sectors.

Review of business

Over this, and the preceding, financial year the Company reviewed its strategic position and subsequently followed a course of action to strengthen its operational structure and reinvigorate its commercial approach. The directors are therefore delighted to report that these actions have led to turnover growth over the year of 13.5% and improved asset and trainer utilisation. Accordingly, gross profit margins have risen from 33% to 48%, as a percentage of turnover, and the company's operating profits before interest, amortisation and depreciation have been turned from a loss of £44,000 in 2014/15 to a profit of £716,000 in 2015/16.

The directors can also report that, despite the effects over the summer of 2016 of general economic and market uncertainty provoked by the UK's referendum over membership of the European Union and proposals surrounding the introduction of an Apprenticeship Levy, underlying sales order intake has nevertheless remained robust. On a 13-week basis order input at the year-end stood at £168,000 per week, which is just 10% below the average for the year but 23% higher than its low point for the year in August 2016.

Measures of sales, profitability and order intake are considered to be the group's key performance indicators. Accordingly although the directors are mildly disappointed in the group's recent order intake, they are delighted with the turnaround in underlying sales growth and profitability. They are confident in the Company's future prospects for continued profitable growth and improved financial stability.

There is a high level of variability in demand across the sectors in which the Company operates which is influenced by, amongst other factors, the effects of seasonality and scope, access to public sector funding and the effects of Government legislation. Nevertheless the market for technical and compliance training in the UK remains strong, particularly so with regard to ensuring safe working practices and meeting the country's utility sector skills shortages. Consequently, as the UK economy grows and the group continues to invest in appropriate web-based systems, training material and its network of training centres, the directors are optimistic that the group will be in a position to trade increasingly profitably and progressively, and benefit from opportunities within the training sector.

This high level of optimism for the future is, however, countered by appropriate prudence. The directors believe that the future performance of the business may be subject to a number of key risk areas, some of which fall outside of its direct influence. These include the business failure or change in ownership of major clients, the loss of a major contract, changes to UK monetary and fiscal policy and the influence of the wider global economy on the UK's economic development.

Key performance indicators

	£000	£000
Turnover	**10,468**	9,222
Gross profit	**5,043**	3,024
Gross profit margin (%)	**48.2**	32.8
Net profit/(loss)	**146**	(1,461)

Strategic report *(continued)*

Financial risk management

The Company has an established, structured approach to risk management. The Company's activities expose it to a variety of financial risks, including the effects of market changes, credit, liquidity, cash flow and interest rates risks. The Company has adopted risk management policies that seek to mitigate these risks in an appropriate manner. Financial assets that expose the Company to financial risk consist principally of trade debtors and cash. Financial liabilities that expose the Company to financial risk consist principally of trade creditors and loans. The Company's finance department implements the policies set by the board of directors to best mitigate against these.

Exposure to Market Risk

The Company is exposed to market risk as a result of its operations, particularly relating to the demand for its services. However, the directors consider that they are close enough to the market to be able to react quickly to changes and hence the impact on the Company's performance. Further comfort is drawn from the legislative and compliance requirements that drive the need for the company's services amongst its customer base.

Credit Risk

Credit risk is the risk of loss in the value of financial assets due to counterparties failing to meet all or part of their obligations. The Company performs ongoing credit evaluation of its customers' financial condition and has implemented policies which require appropriate credit checks on potential customers before credit sales are made.

Liquidity & Cash Flow Risk

Liquidity and cash flow risk is the risk of encountering difficulty in meeting financial liabilities. The Company aims to mitigate liquidity risk by managing cash generation and applying robust cash forecasting as part of its day to day control procedures. The Company maintains sufficient cash and open committed credit lines from its bankers to meet its funding requirements.

By order of the board

S Kelsall
Director

C Wood
Director

Dated: 24/11/16

Directors' report

The directors present their report together with the audited financial statements for the year ended 30 September 2016.

Results and dividends

The profit for the year is shown in the attached profit and loss account.

The directors do not recommend the payment of a dividend *(2015: £nil)*.

Directors

The directors who served during the year and to the date of this report are as follows:

A King	
C Wood	
J Kerr	
S Kelsall	(appointed 1 October 2015)
C Wall	(appointed 25 May 2016)
C A Rogerson	(appointed 25 May 2016)

Political contributions

The Company made no political donations or incurred any political expenditure during the year.

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board

S. S. Kelsall

S Kelsall
Director

C Wood
Director

Registered office

Derby Training Centre
Ascot Drive
Derby
DE24 8GW

Dated: 24/11/16.

Statement of directors' responsibilities in respect of the Strategic Report, the Directors' Report and the financial statements

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent ;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

KPMG

Independent auditor's report to the members of Develop Training Limited

We have audited the financial statements of Develop Training Limited for the year ended 30 September 2016 set out on pages 7 to 20. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

This report is made solely to the 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 company's members those matters we are required to state to them in an auditors' 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 company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' and Strategic Reports for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

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 directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Craig Parkin *(Senior Statutory Auditor)*
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
St Nicholas House
Park Row
Nottingham
NG1 6FQ

Dated: 24th November 2016

Profit and loss account
for the year ended 30 September 2016

	Note	2016 £000	2015 £000
Turnover	2	**10,468**	9,222
Cost of sales		**(5,425)**	(6,198)
Gross profit		**5,043**	3,024
Administrative expenses		**(4,919)**	(3,701)
Operating profit/(loss)	3	**124**	(677)
Interest payable and similar charges	6	**(70)**	(785)
Profit/(loss) on ordinary activities before taxation		**54**	(1,462)
Taxation on profit/(loss) on ordinary activities	7	**92**	1
Profit/(loss) on ordinary activities after taxation		**146**	(1,461)

All amounts relate to continuing activities.

All recognised gains and losses in the current and prior year are included in the profit and loss account.

The accompanying notes on pages 10 to 20 are an integral part of the financial statements.

Balance sheet
for the year ended 30 September 2016

	Note	2016 £000	2016 £000	2015 £000	2015 £000
Fixed assets					
Intangible assets	*8*		**4,752**		5,200
Tangible assets	*9*		**273**		322
			5,025		5,522
Current assets					
Debtors	*11*	**2,036**		1,950	
Cash at bank and in hand		**-**		10	
		2,036		1,960	
Creditors: amounts falling due within one year	*12*	**(2,092)**		(2,325)	
Net current liabilities			**(56)**		(365)
Total assets less current liabilities			**4,969**		5,157
Creditors: amounts falling due after more than one year	*13*		**(7,012)**		(7,346)
Net liabilities			**(2,043)**		(2,189)
Capital and reserves					
Called up share capital	*15*		**1,027**		1,027
Other reserves			**1,932**		1,932
Profit and loss account			**(5,002)**		(5,148)
Shareholders' deficit			**(2,043)**		(2,189)

The financial statements were approved by the board of directors and authorised for issue on 24 November 2016

The accompanying notes on pages 10 to 20 are an integral part of the financial statements.

S Kelsall
Director

C Wood
Director

Company registration number : 06115331

Statement of changes in equity

	Called up share capital £000	Other reserves £000	Profit and loss account £000	Total equity £000
Balance at 1 October 2014	1,027	1,932	(3,687)	(728)
Total comprehensive income for the period				
Loss for the year	-	-	(1,461)	(1,461)
Other comprehensive income	-	-	-	-
Balance at 30 September 2015	**1,027**	**1,932**	**(5,148)**	**(2,189)**
Balance at 1 October 2015	1,027	1,932	(5,148)	(2,189)
Total comprehensive income for the period				
Profit for the year	-	-	146	146
Other comprehensive income	-	-	-	-
Balance at 30 September 2016	**1,027**	**1,932**	**(5,002)**	**(2,043)**

Notes
(forming part of the financial statements)

1 Accounting policies

Develop Training Limited (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland (*"FRS 102"*) as issued in August 2014. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

In the transition to FRS 102 from old UK GAAP, the Company has made no measurement and recognition adjustments.

FRS 102 grants certain first-time adoption exemptions from the full requirements of FRS 102. The following exemptions have been taken in these financial statements:

- Lease arrangements – in order to determine whether an arrangement contains a lease, the Company has analysed facts and circumstances existing at 1 October 2014 rather than commencement date of the arrangement.
- Lease incentives – for leases commenced before 1 October 2014 the Company continued to account for lease incentives under previous UK GAAP.

The Company's ultimate parent undertaking, Develop Training Group Limited includes the Company in its consolidated financial statements. The consolidated financial statements of Develop Training Group Limited are available to the public and may be obtained from Companies House. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Develop Training Group Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

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

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 20.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis.

Notes *(continued)*

1 Accounting policies *(continued)*

1.2 Going concern

The performance of the Company has improved materially during 2016 over 2015. The market outlook is strong and the Company is well placed to benefit from this. At 30 September 2016, the Company has reported a profit after taxation for the year amounting to £146,000 *(2015: loss of £1,461,000)* and at the balance sheet date the company has reported net current liabilities of £56,000 *(2015: net current liabilities of £365,000).*

The Company is reliant upon the continued support of its bank through the facilities provided and its ultimate parent undertaking Develop Training Group Limited. During 2016, the business renewed its facilities with its bank. The projections for the business show continued growth and on-going compliance under its banking facilities. Develop Training Group Limited has confirmed in writing that it is not their intention to recall the amounts owed to group undertakings of £7,012,000 within twelve months of signing these financial statements.

Therefore the Company's directors have a reasonable expectation that the Group is sufficiently capitalised to continue in operational existence for the foreseeable future. As such, the Company's directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Basic financial instruments

Trade and other debtors / creditors

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1.4 Goodwill

Goodwill arising on an acquisition is the difference between the fair value of the consideration paid and the fair value of the assets and liabilities acquired. Positive goodwill is capitalised and amortised through the profit and loss account over the director' estimate of its useful economic life being 20 years. Impairment tests on the carrying value of goodwill are undertaken at the end of the first full accounting year following acquisition; and in other periods if event or changes in circumstances indicate that the carrying value may not be recoverable.

Notes *(continued)*

1 Accounting policies *(continued)*

1.5 Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. The Company assesses at each reporting date whether tangible fixed assets are impaired.

Depreciation is provided to write off the cost of all tangible fixed assets, over their useful economic lives. It is calculated at the following rates:

Leasehold property	- over the period of the lease
Plant, machinery and equipment	- over 4 to 5 years
Fixtures and fittings	- over 5 to 10 years
Office equipment	- over 5 to 10 years
Computer equipment	- over 4 to 5 years

Depreciation methods, useful lives and residual values are reviewed if there is an indication of a significant change since last annual reporting date in the pattern by which the company expects to consume an asset's future economic benefits.

1.6 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries, to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that is it probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

1.7 Turnover

Turnover represents sales to external customers at invoiced amounts less value added tax. Turnover is recognised when the risks and rewards of the service has passed to the customer which is generally on delivery of courses.

1.8 Leased assets

Operating lease rentals are charged to the profit and loss account on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit and loss over the term of the lease as an integral part of the total lease expense.

1.9 Pension costs

Contributions to the defined contribution pension scheme are charged to the profit and loss account in the period during which services are rendered by employees.

Notes *(continued)*

1 Accounting policies *(continued)*

1.10 Related party disclosures

The company is a wholly owned subsidiary of Develop Training Group Limited and has taken advantage of the exemption conferred by FRS102.33.1A not to disclose transactions with Develop Training Limited or other wholly owned subsidiaries within the group.

2 Turnover

Turnover is wholly attributable to the principal activity of the group and arises solely within the United Kingdom.

3 Operating profit/(loss)

	2016 £000	2015 £000
This is arrived at after charging/(crediting):		
Depreciation of tangible fixed assets	**144**	185
Amortisation of positive goodwill	**448**	448
Operating leases - hire of plant and machinery	**189**	212
- hire of other assets	**420**	500
BUIL monitoring fee write off (note 18)	**(100)**	-
Auditor's remuneration:		
Fees payable to the company's auditor or an associate for the auditing of the company's annual financial statements	**24**	23

During the year, the Directors re-assessed the allocation of costs between Administrative Expenses and Cost of Sales. As a result, £741,000 of costs previously treated as Cost of Sales are now reported in Administrative expenses. Overall, there is no impact on the reported Operating Profit. The 2015 reported Profit and Loss has not been restated.

Auditors' remuneration for non-audit services has been met by a fellow group company

4 Employees

	2016 £000	2015 £000
Staff costs (including directors) consists of:		
Wages and salaries	**3,085**	2,830
Social security costs	**299**	288
Other pension costs (note 14)	**168**	164
	3,552	3,282

The average number of employees (including directors) during the year was as follows:

	2016 Number	2015 Number
Sales	**10**	13
Training staff	**43**	43
Catering and maintenance	**9**	7
Administration and management	**41**	37
	103	100

Notes *(continued)*

5 Directors' remuneration

	2016 £000	2015 £000
Directors' emoluments	**353**	232
Amounts paid to third parties in respect of directors' services	**34**	54
Company contributions to money purchase pension schemes	**13**	8
	400	294

The total amount payable to the highest paid director in respect of emoluments was £143,274 *(2015: £143,068)* and Company pension contributions of £7,800 *(2015: £7,800)* were made to a money purchase scheme on his behalf.

Retirement benefits are accruing to five directors (2015: two directors) under money purchase schemes.

6 Interest payable and similar charges

	2016 £000	2015 £000
Banks loans and overdrafts	**-**	50
Loans from group companies	**70**	729
Interest on tax	**-**	6
	70	785

7 Taxation on profit/(loss) on ordinary activities

	2016 £000	2015 £000
UK corporation tax:		
Current tax on profit/(loss) of the year	**-**	-
Adjustments in respect of previous periods	**-**	(1)
Total current tax	**-**	(1)
Deferred tax:		
Origination and reversal of timing differences	**(117)**	-
Adjustments in respect of prior periods	**13**	-
Effect of tax rate change on opening balance	**12**	-
Tax credit on profit/(loss) on ordinary activities	**(92)**	(1)

Notes *(continued)*

7 Taxation on profit/(loss) on ordinary activities *(continued)*

The current tax for the year is lower *(2015: lower)* than the standard rate of corporation tax in the UK of 20% *(2015: 20.5%)*.

	2016 £000	2015 £000
Profit/(loss) for the year	**146**	(1,463)
Total tax credit	**92**	1
Profit/(loss) excluding tax	**54**	(1,462)
Tax charge/(credit) using the corporation tax in the UK of 20% *(2015: 20.5%)*	**11**	(300)
Effect of:		
Fixed asset differences	**94**	93
Expenses not deductible	**9**	2
Transfer pricing adjustment	**(50)**	(8)
Adjustments in respect of previous periods	**13**	(1)
Reduction in tax rate on deferred tax balances	**20**	5
Effect of tax rate change on opening deferred tax	**12**	-
Deferred tax (recognised)/not recognised	**(201)**	208
Total tax credit	**(92)**	(1)

Factors that may affect future tax charges

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly. The deferred tax asset at 30 September 2016 has been calculated based on these rates.

8 Intangible fixed assets

	Goodwill £000
Cost:	
At 1 October 2015 and 30 September 2016	8,948
Accumulated amortisation:	
At 1 October 2015	3,748
Provided for the year	448
At 30 September 2016	4,196
Net book value:	
At 30 September 2016	**4,752**
At 30 September 2015	5,200

The directors are satisfied that there is no impairment in respect of the recorded carrying value of goodwill.

Notes *(continued)*

8 Intangible fixed assets *(continued)*

Impairment

The directors have performed a net present value calculation in accordance with FRS 102 Section 27 (the relevant accounting standard) to assess whether any impairment of the carrying value of investment is required. The directors have used forecast cash flows for 2017 to 2021 (which were based on forecast sales, profits and working capital movements) as the basis for the calculation and then applied a growth rate of 0% into perpetuity and a discount rate of 8%. The forecast sales and profits show an increase from the sales and profits achieved in 2016 and working capital movements that provide support to the underlying increase in cash flows that form the basis of the calculation. The directors are aware that if these forecast sales, profits and working capital movements are not achieved then there may need to be an impairment of the carrying value of the goodwill.

9 Tangible fixed assets

	Leasehold land and buildings £000	Plant and machinery £000	Fixtures and fittings £000	Other fixed assets £000	Total £000
Cost:					
At 1 October 2015	102	1,520	245	222	2,089
Additions	43	9	21	22	95
At 30 September 2016	145	1,529	266	244	2,184
Accumulated depreciation:					
At 1 October 2015	87	1,278	218	184	1,767
Provided in the year	12	93	13	26	144
At 30 September 2016	99	1,371	231	210	1,911
Net book value:					
At 30 September 2016	**46**	**158**	**35**	**34**	**273**
At 30 September 2015	15	242	27	38	322

Notes *(continued)*

10 Fixed asset investments

Subsidiary undertakings, associated undertakings and other investments

The principal undertakings in which the company's interest at the year end is 20% or more are as follows:

Subsidiary	Proportion of voting rights and ordinary share capital held	Nature of business
Develop Solutions Limited	100%	Dormant

11 Debtors

	2016 £000	2015 £000
Amounts falling due within one year:		
Trade debtors	**1,283**	1,353
Corporation tax recoverable	**-**	10
Prepayments and accrued income	**571**	491
Other debtors	**-**	6
Deferred taxation (see below)	**182**	90
	2,036	1,950

	Deferred Taxation £000
At 1 October 2015	90
Credited to the profit and loss account	92
At 30 September 2016	182

	2016 £000	2015 £000
The amount of deferred tax provided is as follows:		
Accelerated capital allowances	**30**	20
Short timing differences	**14**	15
Tax losses carried forward and other deductions	**138**	55
	182	90

There are £nil *(2015: £1,007,177)* unrecognised losses for which a deferred tax asset of £nil *(2015: £201,435)* has not been recognised.

Notes *(continued)*

12 **Creditors:** amounts falling due within one year

	2016	2015
	£000	£000
Overdraft	**207**	-
Trade creditors	**1,018**	1,320
Taxation and social security	**334**	275
Accruals and deferred income	**533**	730
	2,092	2,325

The overdraft is secured by a fixed charge over the assets of the company.

13 **Creditors:** amounts falling due after more than one year

	2016	2015
	£000	£000
Amounts owed to group undertakings	**7,012**	7,346

14 Pensions

The group operates two defined contribution pension schemes. The assets of the schemes are held separately from those of the group in independently administered funds. The pension charge amounted to £168,000 *(2015: £164,176)*. Contributions amounting to £13,156 *(2015: £13,816)* were payable to the fund and are included in creditors.

15 Share capital

	2016	2015
	£000	£000
Allotted, called up and fully paid:		
10,266,550 ordinary shares of 10p each	**1,027**	1,027

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Notes *(continued)*

16 Financial instruments

Carrying amount of financial instruments

The carrying amounts of the financial assets and liabilities include:

	2016	2015
	£000	£000
Assets measured at amortised cost	1,283	1,363
Liabilities measured at amortised cost	8,237	8,666

17 Commitments under operating leases

Non-cancellable operating lease rentals are payable as follows:

	Land and buildings		Other	
	2016	2015	2016	2015
	£000	£000	£000	£000
Less than one year	349	419	187	150
Between one and five years	1,281	1,581	291	143
More than five years	825	1,169	-	-
	2,455	3,169	478	293

During the year £609,000 was recognised as an expense in the profit and loss account in respect of operating leases *(2015: £712,000)*.

18 Related party disclosures

Transactions with related parties

Barclays Unquoted Investments Limited ('BUIL') has a majority shareholding in Develop Training Group Limited, the immediate parent company. The monitoring fee incurred to date of £100,000 issued by BUIL has been waived during the year.

ACK Management Limited

During the year ended 30 September 2016, the company made purchases from ACK Management Limited of £34,141 *(2015: £54,337)* and owed ACK Management Limited £2,415 *(2015: £11,760)*.

Anthony King is a director of ACK Management Limited. During the year, £34,141 *(2015: £54,337)* was charged by ACK Management Limited in respect of management consultancy services and the Non-executive director services of Anthony King. At the year end a total of £2,415 *(2015: £11,760)* was owed to ACK Management Limited.

Notes *(continued)*

19 Ultimate parent company and parent undertaking of larger group

The company is a subsidiary of Develop Training Group Limited which is the ultimate parent company incorporated in England and Wales.

The largest and smallest group in which the results of the company are consolidated is that headed by Develop Training Group Limited, incorporated in England and Wales. The consolidated financial statements of this company are available to the public and may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ. No other group financial statements include the results of the company.

20 Accounting estimates and judgements

Key sources of estimation uncertainty
The Directors believe that the only accounting estimate made in preparing the balance sheet is the carrying value of Goodwill. In making an assessment of the value of Goodwill, the directors have considered the future growth prospects of the business and the cashflow generated by this. The key assumptions made are detailed in note 8 to these accounts. The directors believe that on the basis of the assumptions used, the carrying value of Goodwill is appropriate.