

Company Registration No. 04511191 (England and Wales)

BLOOMSBURY INSTITUTE LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 JULY 2025



6th Floor Kings House
9-10 Haymarket
London
United Kingdom
SW1Y 4BP

BLOOMSBURY INSTITUTE LIMITED

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BLOOMSBURY INSTITUTE LIMITED

COMPANY INFORMATION

Directors	Ms S Karim	
	Mr M Levy	(Appointed 1 September 2024)
	Mr A Manning	(Appointed 27 April 2025)
	Mr M C Barnard	(Appointed 23 July 2025)
	Mr R Jonck	(Appointed 23 July 2025)
Company number	04511191	
Registered office	7 Bedford Square London WC1B 3RA	
Auditor	TC Group London Limited 6th Floor Kings House 9-10 Haymarket London United Kingdom SW1Y 4BP	

BLOOMSBURY INSTITUTE LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 JULY 2025

The directors present the strategic report and financial statements of the company and of the group for the year ended 31 July 2025.

Fair review of the business

Bloomsbury Institute Limited’s principal activities during the year continued to be that of delivering higher education courses. The group delivers full-time undergraduate degrees in Business, Accounting and Law, and full time postgraduate degrees in Business & Accounting.

The group has three student intakes each academic year and recruits domestic and international students. The courses offered by the group are validated by Wrexham University (the awarding body).

Development and performance

Turnover decreased by 30% year-on-year. This was mainly due to lower recruitment of new students in 2025-25 to each of the three intakes.

The group had net liabilities of £795k at year end, compared to the previous year net assets of £2.36m.

The loss before tax increased by £2.14m mainly as a result of the decreased turnover. As a result, the group incurred a loss before tax of (£3.15m) compared to a loss of (£1.01m) in the previous year.

Key performance indicators

The key financial and other performance indicators during the year were as follows:

	Year ended 31 July 2025	Year ended 31 July 2024	movement
	£	£	%
Turnover	8,040,983	11,464,802	(30%)
Operating (loss)	(3,214,593)	(1,353,229)	138%
(Loss) before tax	(3,150,104)	(1,013,657)	211%
Average number of employees	83	123	

Principal risks and uncertainties

Below is a description of the risk factors that the directors and management believe could affect the group’s business operations. Not all factors are within the control of the directors and management and other factors not stated could also affect the group.

Compliance and regulatory risk

Higher Education is tightly regulated within England. Legislative and policy changes could affect the group’s day-to-day business.

The group is registered with the Office for Students (OfS). The group is required to comply with the OfS Regulatory Framework, Notices and Advice. This includes compliance with the OfS Conditions of Registration (both general ongoing conditions, and two specific conditions which the OfS has applied to the group). To monitor compliance with the Conditions of Registration in 2024-25, the group maintained an OfS Master Conditions of Registration document.

Certain OfS Conditions of Registration are separately included in the group’s Corporate Risk Register. The Corporate Risk Register is reviewed every two months by the group’s Senior Management Team, Board of Directors and Audit Committee (now titled the Audit and Risk Committee).

BLOOMSBURY INSTITUTE LIMITED

STRATEGIC REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2025

Competition

The provision of degree courses within London is very competitive, but London is a study destination of choice particularly for international students. Students can choose between public universities, private universities and private providers such as Bloomsbury Institute. The group has addressed the risk of competition by maintaining high standards and quality teaching and by redesigning all its degrees with each of them having professional body accreditation (with the exception of the MSc Finance and Wealth Management). The group has always produced exceptional results in the annual National Student Survey, consistently exceeding the sector average.

Economic climate

The group is still operating in times of heightened uncertainty. The cost-of-living crisis has impacted the group, staff and students. Rising inflation, slowing economic growth, and the aftermath of the energy crisis alongside increasing interest rates, are challenges the group has had to face. The group has fixed as many costs as possible to mitigate these risks.

Credit risk

Credit risk refers to the risk that the group's students or other debtors will default and fail to make payments in accordance with the agreed terms.

This risk has increased as the number of privately paying international students increased. However, the group requires a minimum 50% deposit before privately paying students start their course or, in the case of international students, are issued with a Confirmation of Acceptance for Studies (CAS) that is required before they can apply for a student visa. The group instructs debt collectors, if required, to manage any residual risk.

Liquidity and solvency risk

The group has incurred another financial loss in the year.

Any further liquidity and solvency risk is mitigated by ongoing parent company support.

Financial sustainability of the sector

The UK higher education sector has great strengths and has successfully grown domestic and international student numbers during the period 2017-18 and 2022-23. However, higher education providers generally are experiencing financial challenges due to a real-terms decreasing unit of funding for domestic students. In England, fees for domestic students have been capped at £9,250 since 2017. The government's latest announcement to increase domestic fees from September 2025 is welcome news to the sector.

On behalf of the board

Signed by:


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Mr A Manning

Director

13-Jan-2026

BLOOMSBURY INSTITUTE LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 JULY 2025

The directors present their annual report and financial statements of the group and the parent company for the year ended 31 July 2025.

Principal activities

The principal activity of the company continued to be that of the provision of higher education services.

Results and dividends

The results for the year are set out on page 14.

No ordinary dividends were paid. The directors do not recommend payment of a further dividend.

No preference dividends were paid. The directors do not recommend payment of a final dividend.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr J Fairhurst	(Resigned 5 June 2025)
Ms C A Cook	(Resigned 17 April 2025)
Ms S Karim	
Mr A Pisavadi	(Resigned 30 June 2025)
Ms M Fellowes	(Resigned 31 October 2025)
Mr M Levy	(Appointed 1 September 2024)
Mr A Manning	(Appointed 27 April 2025)
Mr M C Barnard	(Appointed 23 July 2025)
Mr R Jonck	(Appointed 23 July 2025)

Financial instruments

The group's principal financial instruments comprise bank balances, trade creditors, trade debtors and property leases. The main purpose of these instruments is to raise funds and to finance the group's operations.

Due to the nature of the financial instruments used by the group, there is no exposure to price risk. The group's approach to managing other risks applicable to the financial instruments is shown below.

In respect of bank balances, the liquidity risk is managed by always maintaining a positive balance. The group makes use of bank deposit account facilities where funds are available.

The group is a lessee in respect of leased properties. The liquidity risk in respect of this is managed in the same way as loans.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to students and the regular monitoring of amounts outstanding for both time and credit limits.

Trade creditors' liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

Future developments

As detailed in the Strategic Report, the company continued its business with current (continuing) students and the recruitment of new students, both domestic and international.

BLOOMSBURY INSTITUTE LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2025

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 group and company, and of the profit or loss of the group 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 accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Strategic Report

The group has chosen in accordance with the Companies Act 2006, s. 414C(11) to set out in the company's strategic report information required by medium-sized Companies (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the directors' report. It has done so in respect of: review of the business, development and performance, key performance indicators, compliance and regulatory risks.

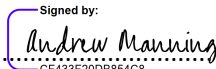
Auditor

The auditor TC Group are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

On behalf of the board

Signed by:

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Mr A Manning

Director

Date: 13-Jan-2026

BLOOMSBURY INSTITUTE LIMITED**STATEMENT OF GOVERNANCE AND INTERNAL CONTROL****FOR THE YEAR ENDED 31 JULY 2025**

Bloomsbury Institute Limited was established as a higher education institution in 2002. It has offered undergraduate and postgraduate degrees since 2008. The Institute is registered with the Office for Students under the approved fee cap category.

The Institute is a private company limited by shares and the sole activity of the company is the provision of higher education services. As a private company limited by shares, the Institute has to comply with the Companies Act 2006. Its immediate and ultimate parent company is Goldwait Limited, a holding company incorporated in England and Wales with a sole shareholder and director.

Governance

The Articles of Association (Articles) is the company's key governing document. The other significant governing document is the company's Corporate and Academic Governance Framework (CAGF). The CAGF is adopted and approved by way of special resolution of the Board of Directors; the Academic Committee must be consulted in respect of any changes to the academic governance arrangements set out within the CAGF.

The Board of Directors has overall responsibility for ensuring that the Institute operates effectively and efficiently and takes all final decisions on matters of fundamental concern within its remit. Its responsibilities are set out in the Articles and the CAGF, and it is supported in the discharge of its responsibilities by five committees:

- Academic Committee
- Audit and Risk Committee
- Nominations and Governance Committee
- Remuneration Committee, and
- Equality, Diversity and Inclusion Committee

The Board of Directors comprises a minimum of three directors, of which at least one shall be an independent director and at least one shall be an investor director. Staff and student representatives attend its meetings but do not have full membership rights. The Board of Directors met eight times during the financial year ended 31 July 2025.

The Academic Committee combines the responsibilities of an external advisory panel with those assigned to an academic board. The Academic Committee oversees academic standards and quality at the Institute. Reporting to the Board of Directors, it is responsible for ensuring that policies, principles, and procedures are in place to establish, monitor and review academic standards and the quality of learning opportunities. The Academic Committee met four times during the financial year ended 31 July 2025.

The Remuneration Committee is chaired by an independent non-executive director (who is not the Chair of the Board of Directors) and is comprised entirely of non-executive directors. It is responsible for determining the remuneration of the executive directors, all other members of the Strategic Leadership Team, the non-executive directors and co-opted members of the Board of Directors and its committees and external academic advisors to the Academic Committee. The Committee meets at least once per year.

Board composition and appointment of Directors

At the end of the financial year, the Board of Directors had six members; one executive director, two investor directors and three independent non-executive directors. At the date of signing of the annual report and accounts, the Board had five members: one executive director, two investor directors and two independent non-executive directors. The investor directors are appointed by ordinary resolution and may be a shareholder or a former shareholder of the Institute. The majority of the members of the Board of Directors are non-executive directors, including independent non-executive directors who bring a range of expertise including experience of higher education leadership and senior experience in industry.

BLOOMSBURY INSTITUTE LIMITED**STATEMENT OF GOVERNANCE AND INTERNAL CONTROL****FOR THE YEAR ENDED 31 JULY 2025**

Appointment responsibilities are delegated by the Board to the Nominations and Governance Committee to ensure both openness and transparency, and with explicit consideration given to equality and diversity. The Nominations and Governance Committee makes its recommendation for the nomination of directors to the Board of Directors. The maximum period of office of an independent non-executive director is four years, subject to the period being extended by a decision of the directors, acting on a recommendation of the Nominations and Governance Committee, for one further period of no more than four years. In exceptional circumstances (to be recommended by the Nominations and Governance Committee and subject to the approval of (i) the directors and (ii) the Company by way of ordinary resolution), the directors may extend the period of office for a third term not exceeding four years, subject to the right of the directors to terminate the third term at any time should the directors deem that the exceptional circumstances no longer exist.

Principal and Chief Executive Officer, and Accountable Officer

Until 4 April 2025 John Fairhurst held the office of Principal and Chief Executive Officer. He was the head of the Institute and responsible to the Board of Directors for the overall management, direction and organisation of the Institute. The Principal and Chief Executive Officer also led the academic community and had responsibility for assuring standards and the quality of the students' academic experience. The Principal and Chief Executive Officer was also the Institute's Accountable Officer as defined by the Office for Students.

During the year, the roles of Chief Executive Officer and Principal were separated. The Chief Executive Officer leads the Institute and is responsible to the Board of Directors for the overall management, direction and organisation of the Institute. The Principal leads the academic community and has responsibility for assuring standards and the quality of the students' academic experience. From 4 April 2025, Shabnam Karim held the office of Interim Chief Executive Officer and Accountable Officer. Following the end of the financial year, Joan O'Mahony was appointed as Interim Principal in August 2025 and as Principal on 6 October 2025. On 8 September 2025, Lauren Ahmar Legroun was appointed as Acting Chief Executive Officer and Accountable Officer.

Statement of Governing Body responsibilities

In addition to the responsibilities held in their capacity as Directors, by virtue of the Articles, the responsibilities of the Board of Directors are set out in the CAGF as follows:

- (i) To set and agree the purpose, strategic vision and values of the Institute with the Strategic Leadership Team.
- (ii) To agree long-term academic and business plans and key performance indicators and ensure that these meet the interests of stakeholders, especially staff, students and alumni.
- (iii) To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the Institute and its Strategic Leadership Team against the strategy, plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions.
- (iv) To delegate authority to the Principal and Chief Executive Officer for the academic, corporate, financial, estate and human resource management of the Institute, and to establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under their authority.
- (v) To ensure the establishment and monitoring of systems of control and accountability, including inter alia:
 - Financial and operational controls
 - Risk assessment and monitoring
 - Value for money arrangements
 - Procedures for handling grievances and complaints, and identifying and managing conflicts of interest.
- (vi) To establish processes to monitor and evaluate the performance and effectiveness of the Board of Directors itself.
- (vii) To conduct its business in accordance with best practice in HE corporate governance.
- (viii) To safeguard the reputation and values of the Institute.
- (ix) To appoint a Chief Executive Officer of the Institute and to put in place suitable arrangements for monitoring their performance.

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF GOVERNANCE AND INTERNAL CONTROL

FOR THE YEAR ENDED 31 JULY 2025

- (x) To appoint a Principal of the Institute and to put in place suitable arrangements for monitoring their performance.
- (xi) To appoint a secretary to the Board of Directors and to ensure that, if the person appointed has managerial responsibilities at the Institute, there is an appropriate separation in the lines of accountability.
- (xii) To be the employing authority for all staff of the Institute and to be accountable for ensuring that an appropriate human resources strategy is established and effectively implemented.
- (xiii) To be the Institute's principal financial and business authority, to ensure that proper books of account are kept, to approve the annual corporate budget and financial statements, and to have overall accountability for the Institute's assets, property and estate.
- (xiv) To be the Institute's legal authority and, as such, to ensure systems are in place for meeting all the Institute's legal obligations, including those arising from contracts and other legal commitments made in the Institute's name. This includes accountability for health, safety and security, and for equality, diversity and inclusion.
- (xv) To receive assurance that adequate provision has been made for the general welfare of students.
- (xvi) To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the Institute.
- (xvii) To ensure that the Institute's constitution is always followed, and that appropriate advice is available to enable this to happen.
- (xviii) To promote a culture which supports inclusivity and diversity across the Institute.
- (xix) To secure, promote and protect the principles of academic freedom and freedom of speech.
- (xx) To ensure that all students and staff have opportunities to engage with the governance and management of the Institute.

Review of Effectiveness

Every two years the Institute carries out an internal review and evaluation of its corporate and academic governance arrangements, co-ordinated and overseen by the Nominations and Governance Committee, to ensure there is compliance with: (i) the CUC 'The Higher Education Code of Governance' (on an "apply or explain" basis); and (ii) the Office for Students Regulatory Framework, Notices and Advice. This will include self-assessment by each body in the corporate and academic governance structure, and review of their terms of reference and membership. As part of this internal review, there is a review of the Articles of Association to ensure they remain effective and fit-for-purpose. In addition, the Institute commissions an external review and evaluation of its corporate and academic governance arrangements every four years. These review requirements are set out in our CAGF. The first external review took place in 2021, following an internal review that took place in 2020. A further external review was commissioned in 2025, with the final results to be reported in 2026.

Statement of Internal Control

The Board of Directors is responsible for the Institute's internal controls, supported by the Audit and Risk Committee and other sub-committees, as outlined above and for reviewing the effectiveness of these controls.

An external firm was appointed internal auditor to the Institute in the financial year ended 31 July 2022. The purpose of internal audit is to provide management and the Board of Directors, via the Audit and Risk Committee, with an independent and objective assessment of the risk, control and governance arrangements in place at the Institute. The Board of Directors and the Senior Management Team (SMT) at the Institute are ultimately responsible for establishing and operating a system of internal control that is appropriate for meeting the Institute's operational and regulatory needs.

To ensure that risk assessment and internal control are embedded in ongoing operations, the Corporate Risk Register is reviewed by the SMT every 2 months for recommended approval to the Board.

BLOOMSBURY INSTITUTE LIMITED

STATEMENT OF GOVERNANCE AND INTERNAL CONTROL

FOR THE YEAR ENDED 31 JULY 2025

By including all levels of operation in risk management, the Board therefore covers business, operational and compliance risk as well as financial risk at both operational and strategic levels.

The Board is also kept informed of any matters where there are known or emerging risks or issues in any areas of compliance through receipt of regular Compliance Reports. These reports include assurance on actions taken, being taken, or to be taken by way of remediation.

In addition, the internal audit firm reviews internal controls across operations in accordance with a 3-year plan. It reports to the Audit and Risk Committee that subsequently reports to the Board of Directors. The Board receives formal reports from the Audit and Risk Committee and hence receives an assurance that a sound system of internal control is being maintained, and the effectiveness of these controls are being appropriately reviewed.

In their annual audit work on the financial statements, the company’s external independent auditors also assess the adequacy of the company’s internal controls such that they might detect and respond to significant risks of material misstatement to the financial statements.

No significant internal control weaknesses were identified during the year.

This statement of corporate governance and internal control relates to the period 1 August 2024 to 31 July 2025 and includes the period up to the approval of the financial statements.

Approved by the Board of Directors, and signed on behalf of the Board by

Signed by:

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Mr A Manning

Director
13-Jan-2026
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BLOOMSBURY INSTITUTE LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED

Opinion

We have audited the financial statements of Bloomsbury Institute Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 July 2025 which comprise the group statement of comprehensive income, the group statement of financial position, the company statement of financial position, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows, the company statement of cash flows 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 state of the group's and the parent company's affairs as at 31 July 2025 and of the group's loss 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 requirements of 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 group and parent 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 directors' 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 group's and parent 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 directors with respect to going concern are described in the relevant sections of this report.

BLOOMSBURY INSTITUTE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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 our audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have 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 group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Opinion on other matters required by the Office for Students (OfS)

In our opinion in all material respects;

- Funds from the OfS for specific purposes have been properly applied to those purposes and managed in accordance with relevant legislation.
- Funds provided by the OfS have been applied in accordance with the Terms and Conditions of Funding and any other terms and conditions attached to them.
- The requirement of the OfS's Accounts direction have been met.

We have nothing to report in respect of the following matters in relation to which the OfS requires us to report to you if, in our opinion:

- The Institute's grant and fee income as disclosed in the note to the accounts has been materially misstated.
- The Institute's expenditure on access and participation activities for the financial year has been materially misstated.

BLOOMSBURY INSTITUTE LIMITED**INDEPENDENT AUDITOR'S REPORT (CONTINUED)****TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED**

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors 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 directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Extent to which the audit was considered capable of detecting irregularities, including fraud

The objectives of our audit, in respect to fraud, are: to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses; and to respond appropriately to fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and its management.

Our approach was as follows:

- We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the directors and other management (as required by auditing standards), and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations;
- We considered the legal and regulatory frameworks directly applicable to the financial statements reporting framework (FRS 102 and the Companies Act 2006), the relevant tax compliance regulations in the UK and the requirements of OfS's Accounts direction;
- We considered the nature of the industry, the control environment and business performance, including the key drivers for management's remuneration;
- We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit;
- We considered the procedures and controls that the company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls.

BLOOMSBURY INSTITUTE LIMITED**INDEPENDENT AUDITOR'S REPORT (CONTINUED)****TO THE MEMBERS OF BLOOMSBURY INSTITUTE LIMITED**

Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included: testing manual journals; reviewing the financial statement disclosures and testing to supporting documentation; performing analytical procedures; and enquiring of management, and were designed to provide reasonable assurance that the financial statements were free from fraud or error.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

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

Use of our report

This report is made solely to the 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 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 company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Signed by:

 0A746D889BE24FA...

Philip Clark FCCA (Senior Statutory Auditor)

For and on behalf of TC Group

Statutory Auditor

13-Jan-2026

Date:

Office: London

BLOOMSBURY INSTITUTE LIMITED**GROUP STATEMENT OF COMPREHENSIVE INCOME****FOR THE YEAR ENDED 31 JULY 2025**

	Notes	2025 £	2024 £
Turnover	3	8,040,983	11,464,802
Cost of sales		(4,191,298)	(5,451,565)
Gross profit		3,849,685	6,013,237
Administrative expenses		(7,159,214)	(7,721,439)
Other operating income		94,936	354,973
Operating loss	5	(3,214,593)	(1,353,229)
Interest receivable and similar income	10	2,712	10,078
Interest payable and similar expenses	11	(266)	(53)
Fair value gains on investments	12	62,043	329,547
Loss before taxation		(3,150,104)	(1,013,657)
Tax on loss	14	-	(4,763)
Loss for the financial year		(3,150,104)	(1,018,420)
Other comprehensive income		-	-
Total comprehensive loss for the year		(3,150,104)	(1,018,420)

Loss for the financial year is all attributable to the owners of the parent company.

Total comprehensive income for the year is all attributable to the owners of the parent company.

BLOOMSBURY INSTITUTE LIMITED**GROUP STATEMENT OF FINANCIAL POSITION****AS AT 31 JULY 2025**

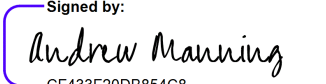
	Notes	2025		2024	
		£	£	£	£
Fixed assets					
Tangible assets	15		397,037		579,223
Investments	16		617,115		1,852,361
			<u>1,014,152</u>		<u>2,431,584</u>
Current assets					
Debtors	18	3,818,304		1,434,152	
Cash at bank and in hand		4,756,765		1,269,420	
		<u>8,575,069</u>		<u>2,703,572</u>	
Creditors: amounts falling due within one year	19	(10,383,965)		(2,779,749)	
Net current liabilities			<u>(1,808,896)</u>		<u>(76,177)</u>
Total assets less current liabilities			<u>(794,744)</u>		<u>2,355,407</u>
Provisions for liabilities					
Deferred tax liability	21	46		93	
		<u>(46)</u>		<u>(93)</u>	
Net (liabilities)/assets			<u>(794,790)</u>		<u>2,355,314</u>
Capital and reserves					
Called up share capital	22		9,815,409		9,815,409
Profit and loss reserves			(10,610,199)		(7,460,095)
Total equity			<u>(794,790)</u>		<u>2,355,314</u>

These financial statements have been prepared in accordance with the provisions relating to medium-sized groups.

The financial statements were approved by the board of directors and authorised for issue on 13-Jan-2026 and are signed on its behalf by:

Signed by:

9538DB08A23F443.....
 Mr M Levy
 Director

Signed by:

CF433FE20DB854C8.....
 Mr A Manning
 Director

Company registration number 04511191 (England and Wales)

BLOOMSBURY INSTITUTE LIMITED**COMPANY STATEMENT OF FINANCIAL POSITION****AS AT 31 JULY 2025**

	Notes	2025 £	£	2024 £	£
Fixed assets					
Tangible assets	15		395,878		577,440
Investments	16		618,187		1,853,433
			<u>1,014,065</u>		<u>2,430,873</u>
Current assets					
Debtors	18	3,796,332		1,417,421	
Cash at bank and in hand		4,737,727		1,258,370	
		<u>8,534,059</u>		<u>2,675,791</u>	
Creditors: amounts falling due within one year	19	(10,374,313)		(2,770,696)	
Net current liabilities			<u>(1,840,254)</u>		<u>(94,905)</u>
Net (liabilities)/assets			<u>(826,189)</u>		<u>2,335,968</u>
Capital and reserves					
Called up share capital	22	9,815,409		9,815,409	
Profit and loss reserves		(10,641,598)		(7,479,441)	
Total equity			<u>(826,189)</u>		<u>2,335,968</u>

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the year was £3,162,157 (2024 - £1,030,880 loss).

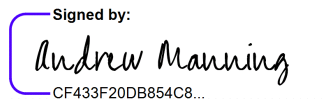
These financial statements have been prepared in accordance with the provisions relating to medium-sized companies.

12-Jan-2026

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Signed by:

 0638DB00A29F440.....
 Mr M Levy
 Director

Signed by:

 CF433F20DB854C8.....
 Mr A Manning
 Director

Company registration number 04511191 (England and Wales)

BLOOMSBURY INSTITUTE LIMITED**GROUP STATEMENT OF CHANGES IN EQUITY****FOR THE YEAR ENDED 31 JULY 2025**

	Share capital	Profit and loss reserves	Total
	£	£	£
Balance at 1 August 2023	9,815,409	(6,441,675)	3,373,734
Year ended 31 July 2024:			
Loss and total comprehensive income	-	(1,018,420)	(1,018,420)
Balance at 31 July 2024	9,815,409	(7,460,095)	2,355,314
Year ended 31 July 2025:			
Loss and total comprehensive income	-	(3,150,104)	(3,150,104)
Balance at 31 July 2025	9,815,409	(10,610,199)	(794,790)

BLOOMSBURY INSTITUTE LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 JULY 2025

	Share capital	Profit and loss reserves	Total
	£	£	£
Balance at 1 August 2023	9,815,409	(6,448,561)	3,366,848
Year ended 31 July 2024:			
Loss and total comprehensive income for the year	-	(1,030,880)	(1,030,880)
Balance at 31 July 2024	9,815,409	(7,479,441)	2,335,968
Year ended 31 July 2025:			
Profit and total comprehensive income	-	(3,162,157)	(3,162,157)
Balance at 31 July 2025	9,815,409	(10,641,598)	(826,189)

BLOOMSBURY INSTITUTE LIMITED**GROUP STATEMENT OF CASH FLOWS****FOR THE YEAR ENDED 31 JULY 2025**

	Notes	2025 £	£	2024 £	£
Cash flows from operating activities					
Cash generated from/(absorbed by) operations	26		2,203,026		(4,589,733)
Interest paid			(266)		(53)
Income taxes paid			(47)		(4,026)
Net cash inflow/(outflow) from operating activities			2,202,713		(4,593,812)
Investing activities					
Purchase of tangible fixed assets		(15,369)		(97,941)	
Proceeds from disposal of investments		1,300,001		2,000,000	
Net cash generated from investing activities			1,284,632		1,902,059
Net increase/(decrease) in cash and cash equivalents			3,487,345		(2,691,753)
Cash and cash equivalents at beginning of year			1,269,420		3,961,173
Cash and cash equivalents at end of year			4,756,765		1,269,420

BLOOMSBURY INSTITUTE LIMITED**COMPANY STATEMENT OF CASH FLOWS****FOR THE YEAR ENDED 31 JULY 2025**

		2025		2024	
	Notes	£	£	£	£
Cash flows from operating activities					
Cash generated from/(absorbed by) operations	27		2,194,965	(4,598,287)	
Interest paid			(240)	-	
			<u> </u>	<u> </u>	
Net cash inflow/(outflow) from operating activities			2,194,725	(4,598,287)	
Investing activities					
Purchase of tangible fixed assets		(15,369)		(96,102)	
Proceeds from disposal of investments		1,300,001		2,000,000	
		<u> </u>	<u> </u>	<u> </u>	
Net cash generated from investing activities			1,284,632	1,903,898	
			<u> </u>	<u> </u>	
Net increase/(decrease) in cash and cash equivalents			3,479,357	(2,694,389)	
Cash and cash equivalents at beginning of year			1,258,370	3,952,759	
			<u> </u>	<u> </u>	
Cash and cash equivalents at end of year			<u><u>4,737,727</u></u>	<u><u>1,258,370</u></u>	

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2025

1 Accounting policies

Company information

Bloomsbury Institute Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is 7 Bedford Square, London, WC1B 3RA.

The group consists of Bloomsbury Institute Limited and all of its subsidiaries.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, the principal accounting policies adopted are set out below.

1.2 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.3 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company Bloomsbury Institute Limited together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 July 2025. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****1 Accounting policies****(Continued)**

Subsidiaries are consolidated in the group's financial statements from the date that control commences until the date that control ceases.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

Investments in joint ventures and associates are carried in the group statement of financial position at cost plus post-acquisition changes in the group's share of the net assets of the entity, less any impairment in value. The carrying values of investments in joint ventures and associates include acquired goodwill.

If the group's share of losses in a joint venture or associate equals or exceeds its investment in the joint venture or associate, the group does not recognise further losses unless it has incurred obligations to do so or has made payments on behalf of the joint venture or associate.

Unrealised gains arising from transactions with joint ventures and associates are eliminated to the extent of the group's interest in the entity.

1.4 Going concern

The group incurred a loss before taxation of £3.15 million during the year and had net current liabilities of £1.80 million as at the balance sheet date.

The group depends on its immediate parent company's and ultimate owner's, financial support and has received an undertaking that this support will remain in place for at least 24 months from the date of signing these financial statements.

Based on this, the directors have concluded that the group has adequate resources to continue in its operational existence. The group therefore continues to adopt the going concern basis in preparing its financial statements.

1.5 Turnover

Turnover from the provision of education services, fee income is recognised when the services has been provided, over the period in which students are studying, when the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

Turnover of fee income is stated gross of any expenditure which is not a discount. Scholarships are accounted for gross as expenditure and not deducted from fee income.

1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****1 Accounting policies****(Continued)**

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Leasehold land and buildings	Over the remaining lease term
Fixtures and fittings	Between 2 and 6 years straight line
Motor vehicles	4 years straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the income statement.

1.7 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

Entities in which the group has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****1 Accounting policies****(Continued)****1.8 Impairment of fixed assets**

At each reporting period end date, the group reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.9 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.10 Financial instruments

The group has elected 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.

Financial instruments are recognised in the group's statement of financial position when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****1 Accounting policies****(Continued)*****Basic financial assets***

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****1 Accounting policies****(Continued)*****Basic financial liabilities***

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

1.11 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.12 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****1 Accounting policies****(Continued)*****Deferred tax***

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.13 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.14 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.15 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

1.16 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****2 Judgements and key sources of estimation uncertainty**

In the application of the group'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.

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Income recognition

Estimation is applied in determining the value and timing of certain income for tuition fees to be recognised in the financial statements. This includes determining the tuition fee income received for courses that have not been fully completed at the balance sheet date.

Specifically income for tuition fees received in advance, for students commencing courses pre year end and continuing courses post year end. The estimation relates to how many students have paid for 2 or 3 terms in advance. The assumption made is undergraduates advanced payments are for 2 terms and post graduate advanced payments are for 3 terms.

In the opinion of the directors there are no other significant judgements or areas of estimation uncertainty.

3 Turnover and other revenue

	2025	2024
	£	£
Turnover analysed by class of business		
Provision of tuition	8,040,983	11,464,802
	<u> </u>	<u> </u>
	2025	2024
	£	£
Turnover analysed by geographical market		
United Kingdom	8,040,983	11,464,802
	<u> </u>	<u> </u>
	2025	2024
	£	£
Other revenue		
Interest income	2,712	10,078
Grants received	93,474	352,860
	<u> </u>	<u> </u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****4 Grant income**

	2024	2023
	£	£
Grant income from the Office for Students	352,860	393,161
	<u> </u>	<u> </u>
Total Grant Income	352,860	393,161
	<u> </u>	<u> </u>

5 Operating loss

	2025	2024
	£	£
Operating loss for the year is stated after charging/(crediting):		
Exchange losses	11,537	5,745
Government grants	(93,474)	(352,860)
Depreciation of owned tangible fixed assets	193,185	208,862
Loss on disposal of tangible fixed assets	4,370	33,000
Operating lease charges	582,487	884,065
	<u> </u>	<u> </u>

6 Auditor's remuneration

	2025	2024
	£	£
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	25,000	29,178
Audit of the financial statements of the company's subsidiaries	968	985
	<u> </u>	<u> </u>
	25,968	30,163
	<u> </u>	<u> </u>

7 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group		Company	
	2025	2024	2025	2024
	Number	Number	Number	Number
Teaching and support	33	56	33	56
Office and administration (incl. directors)	50	67	50	58
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total	83	123	83	114
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****7 Employees****(Continued)**

Their aggregate remuneration comprised:

	Group		Company	
	2025	2024	2025	2024
	£	£	£	£
Wages and salaries	3,946,573	4,400,945	3,887,141	4,325,127
Social security costs	446,023	471,778	446,023	471,778
Pension costs	67,661	73,801	67,661	73,801
	<u>4,460,257</u>	<u>4,946,524</u>	<u>4,400,825</u>	<u>4,870,706</u>

8 Directors' remuneration

	2025	2024
	£	£
Remuneration for qualifying services	507,037	472,000
Company pension contributions to defined contribution schemes	2,532	2,642
	<u>509,569</u>	<u>474,642</u>

Remuneration disclosed above includes the following amounts paid to the highest paid director:

	2025	2024
	£	£
Remuneration for qualifying services	237,141	265,000
Benefit in kind - medical and other expenses	1,153	7,234
	<u>238,294</u>	<u>272,234</u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****9 Remuneration of higher paid staff**

The total remuneration package for the head of provider is as follows;

	2025	2024
	£	£
Basic salary	237,141	265,000
Benefit in kind - medical and other expenses	1,153	7,234
	<u> </u>	<u> </u>

The head of provider undergoes an annual performance review with the Chair of the Board of Directors in accordance with the Institute's Annual Appraisal Scheme. As a result of this, combined with any changes to the job role and responsibilities, the Chair makes a recommendation to the Remuneration Committee with regards to the Principal and CEO remuneration package. The Remuneration Committee is chaired by a Non-executive director of which the Principal and CEO is not a member. The Remuneration Committee then considers this recommendation and makes a final decision on the remuneration package. The Remuneration Committee is confident that the Principal and CEO provides appropriate value to the Institute and the total remuneration package is appropriate and reasonable when compared to remuneration provided for similar roles in other providers and in terms of its relation to the median pay of the Institute's staff.

The head of the provider's basic salary is 4.67 (2024: 4.9) times the median pay of staff, where median pay is calculated on a full-time equivalent basis for the salaries paid by the provider to its staff. The Office for Students accounts directive have a threshold of 8.1 times.

The number of staff who received an annual basic salary greater than £100,000 in the following ranges was:

	2025	2024
	Number	Number
Basic salary per annum		
£140,000 - £149,999	1	1
£230,000 - £239,999	1	-
£260,000 - £269,000	-	1

10 Interest receivable and similar income

	2025	2024
	£	£
Interest income		
Other interest income	2,712	10,078
	<u> </u>	<u> </u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****11 Interest payable and similar expenses**

	2025	2024
	£	£
Other finance costs:		
Interest on finance leases and hire purchase contracts	240	-
Other interest	26	53
	<u>266</u>	<u>53</u>
Total finance costs	<u>266</u>	<u>53</u>

12 Fair value gains on investments

	2025	2024
	£	£
Fair value gains on financial instruments		
Amounts written back to fair value through profit or loss	62,043	329,547
	<u>62,043</u>	<u>329,547</u>

13 Access and participation investment

	2025	2024
	£	£
Access investment	-	31,280
Financial support investment	292,783	246,431
Research and evaluation investment	18,465	24,480
Support for disabled students	54,852	52,319
	<u>366,100</u>	<u>354,510</u>
Total access and participation investment	<u>366,100</u>	<u>354,510</u>

Included in the figures above are staff costs of £51,905 (2024 - £50,280) which are already included in Note 6 to the financial statements.

Our approved access and participation plan can be found at:
<https://www.bil.ac.uk/access-and-participation-plan-2020-21-to-2024-25/>

14 Taxation

	2025	2024
	£	£
Current tax		
Foreign current tax on profits for the current period	-	4,025
	<u>-</u>	<u>4,025</u>
Deferred tax		
Origination and reversal of timing differences	-	738
	<u>-</u>	<u>738</u>
Total tax charge	<u>-</u>	<u>4,763</u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****14 Taxation****(Continued)**

The actual charge for the year can be reconciled to the expected credit for the year based on the profit or loss and the standard rate of tax as follows:

	2025	2024
	£	£
Loss before taxation	(3,150,104)	(1,013,657)
	<u> </u>	<u> </u>
Expected tax credit based on the standard rate of corporation tax in the UK of 25.00% (2024: 25.00%)	(787,526)	(253,414)
Tax effect of expenses that are not deductible in determining taxable profit	(5,039)	(78,034)
Group relief	32,273	-
Other non-reversing timing differences	27	(3,999)
Effect of overseas tax rates	-	4,025
Dividend income	(678)	(2,520)
Depreciation add back	48,140	52,069
Capital allowances	(5,484)	(23,987)
Tax losses utilised in current year	73,841	285,480
Tax losses arising	644,446	25,143
	<u> </u>	<u> </u>
Taxation charge	-	4,763
	<u> </u>	<u> </u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****15 Tangible fixed assets**

Group	Leasehold land and buildings	Fixtures and fittings	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 August 2024	498,689	1,260,859	50,137	1,809,685
Additions	-	15,369	-	15,369
Disposals	-	(8,852)	-	(8,852)
At 31 July 2025	498,689	1,267,376	50,137	1,816,202
Depreciation and impairment				
At 1 August 2024	199,416	1,018,512	12,534	1,230,462
Depreciation charged in the year	102,632	78,019	12,534	193,185
Eliminated in respect of disposals	-	(4,482)	-	(4,482)
At 31 July 2025	302,048	1,092,049	25,068	1,419,165
Carrying amount				
At 31 July 2025	196,641	175,327	25,069	397,037
At 31 July 2024	299,273	242,347	37,603	579,223

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****15 Tangible fixed assets****(Continued)**

Company	Leasehold land and buildings	Fixtures and fittings	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 August 2024	498,689	1,258,479	50,137	1,807,305
Additions	-	15,369	-	15,369
Disposals	-	(8,852)	-	(8,852)
At 31 July 2025	498,689	1,264,996	50,137	1,813,822
Depreciation and impairment				
At 1 August 2024	199,416	1,017,915	12,534	1,229,865
Depreciation charged in the year	102,632	77,395	12,534	192,561
Eliminated in respect of disposals	-	(4,482)	-	(4,482)
At 31 July 2025	302,048	1,090,828	25,068	1,417,944
Carrying amount				
At 31 July 2025	196,641	174,168	25,069	395,878
At 31 July 2024	299,273	240,564	37,603	577,440

16 Fixed asset investments

		Group		Company	
		2025	2024	2025	2024
	Notes	£	£	£	£
Investments in subsidiaries	17	-	-	1,072	1,072
Listed investments		617,115	1,852,361	617,115	1,852,361
		617,115	1,852,361	618,187	1,853,433

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025**

16	Fixed asset investments	(Continued)	
Movements in fixed asset investments		Investments	
Group		£	
Cost or valuation			
At 1 August 2024		1,852,361	
Additions		2,712	
Valuation changes		62,042	
Disposal		(1,300,000)	
At 31 July 2025		617,115	
Carrying amount			
At 31 July 2025		617,115	
At 31 July 2024		1,852,361	
Movements in fixed asset investments			
Company		Shares in	Other
		subsidiaries	investments
		£	£
Cost or valuation			Total
			£
At 1 August 2024		1,072	1,852,361
Additions		-	2,712
Valuation changes		-	62,042
Disposal		-	(1,300,000)
At 31 July 2025		1,072	617,115
Carrying amount			
At 31 July 2025		1,072	617,115
At 31 July 2024		1,072	1,852,361

17 Subsidiaries

Details of the company's subsidiaries at 31 July 2025 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Bloomsbury Institute India Private Limited	BANGALORE, INDIA, KA 560061	Ordinary Shares	100.00

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****18 Debtors**

	Group 2025	2024	Company 2025	2024
Amounts falling due within one year:	£	£	£	£
Trade debtors	3,542,937	346,719	3,542,937	346,719
Other debtors	36,438	135,940	18,360	123,243
Prepayments and accrued income	238,929	951,493	235,035	947,459
	<u>3,818,304</u>	<u>1,434,152</u>	<u>3,796,332</u>	<u>1,417,421</u>

19 Creditors: amounts falling due within one year

	Group 2025	2024	Company 2025	2024
Notes	£	£	£	£
Trade creditors	4,030,044	688,209	4,026,547	684,537
Other taxation and social security	232,808	147,225	232,318	146,755
Deferred income	4,877,141	535,215	4,877,141	535,215
Other creditors	109	-	109	-
Accruals	1,243,863	1,409,100	1,238,198	1,404,189
	<u>10,383,965</u>	<u>2,779,749</u>	<u>10,374,313</u>	<u>2,770,696</u>

20 Retirement benefit schemes

	2025	2024
Defined contribution schemes	£	£
Charge to profit or loss in respect of defined contribution schemes	<u>67,661</u>	<u>73,801</u>

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

21 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the group and company, and movements thereon:

	Liabilities 2025	Liabilities 2024
Group	£	£
Tax losses	<u>46</u>	<u>93</u>

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****21 Deferred taxation****(Continued)**

The company has no deferred tax assets or liabilities.

	Group 2025 £	Company 2025 £
Movements in the year:		
Liability at 1 August 2024	93	-
Credit to profit or loss	(47)	-
Liability at 31 July 2025	46	-

22 Share capital

Group and company	2025 Number	2024 Number	2025 £	2024 £
Ordinary share capital				
Issued and fully paid				
Ordinary shares of £1 each	3,275,029	3,275,029	3,275,029	3,275,029
Preference share capital				
Issued and fully paid				
Preference shares of £1 each	6,540,380	6,540,380	6,540,380	6,540,380
Preference shares classified as equity			6,540,380	6,540,380
Total equity share capital			9,815,409	9,815,409

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****23 Operating lease commitments****Lessee**

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group		Company	
	2025	2024	2025	2024
	£	£	£	£
Within one year	1,002,478	1,166,319	1,002,478	1,166,319
Between two and five years	3,360,181	3,887,010	3,360,181	3,887,010
In over five years	860,396	1,654,608	860,396	1,654,608
	<u>5,223,055</u>	<u>6,707,937</u>	<u>5,223,055</u>	<u>6,707,937</u>

24 Related party transactions

During the year, the group paid expenses of £9,360 (2024: £9,000) on behalf of its immediate parent company, Goldwait Limited.

The balance due from Goldwait Limited as at 31 July 2025 was £18,360 (2024: £9,000).

25 Controlling party

The ultimate parent company is Goldwait Limited, a company registered in England and Wales. Goldwait Limited prepares group financial statements and copies can be obtained from 6th Floor King's House, 9-10 Haymarket, London, SW1Y 4BP.

The ultimate controlling party is M C Barnard.

BLOOMSBURY INSTITUTE LIMITED**NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 JULY 2025****26 Cash generated from/(absorbed by) group operations**

	2025	2024
	£	£
Loss for the year after tax	(3,150,104)	(1,018,420)
Adjustments for:		
Taxation charged	-	4,763
Finance costs	266	53
Investment income	(2,712)	(10,078)
Loss on disposal of tangible fixed assets	4,370	33,000
Depreciation and impairment of tangible fixed assets	193,185	208,862
Other gains and losses	(62,043)	(329,547)
Movements in working capital:		
(Increase)/decrease in debtors	(2,384,152)	1,935,719
Increase/(decrease) in creditors	3,262,290	(1,120,026)
Increase/(decrease) in deferred income	4,341,926	(4,294,059)
Cash generated from/(absorbed by) operations	2,203,026	(4,589,733)

27 Cash generated from/(absorbed by) operations - company

	2025	2024
	£	£
Loss for the year after tax	(3,162,157)	(1,030,880)
Adjustments for:		
Finance costs	240	-
Investment income	(2,712)	(10,078)
Loss on disposal of tangible fixed assets	4,370	33,000
Depreciation and impairment of tangible fixed assets	192,561	208,276
Other gains and losses	(62,043)	(329,547)
Movements in working capital:		
(Increase)/decrease in debtors	(2,378,911)	1,947,744
Increase/(decrease) in creditors	3,261,691	(1,122,743)
Increase/(decrease) in deferred income	4,341,926	(4,294,059)
Cash generated from/(absorbed by) operations	2,194,965	(4,598,287)

BLOOMSBURY INSTITUTE LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2025

28	Analysis of changes in net funds - group	1 August 2024	Cash flows	31 July 2025
		£	£	£
	Cash at bank and in hand	1,269,420	3,487,345	4,756,765
		=====	=====	=====
29	Analysis of changes in net funds - company	1 August 2024	Cash flows	31 July 2025
		£	£	£
	Cash at bank and in hand	1,258,370	3,479,357	4,737,727
		=====	=====	=====