



**UNIVERSITY  
ACADEMY 92**  
MANCHESTER

**University Academy 92 Limited  
Annual Report and Financial Statements  
Year ended 31<sup>st</sup> July 2025**

**Company number: 11064939**

# University Academy 92 Limited

## Reference and Administrative Details

### Board of Directors

G Neville:	Shareholder Representative
S Randall-Paley:	Shareholder Representative (Appointed 1 <sup>st</sup> September 2025)
C Oglesby:	Shareholder Representative
S Bradley:	Shareholder Representative (Appointed 1 <sup>st</sup> September 2024)
M Millard:	Non-Executive Chair
S Prowse:	Chief Executive Officer
G Wilson:	Non-Executive
A Saxton:	Non-Executive (Appointed 1 <sup>st</sup> July 2025)

### Senior Leadership Team serving at the date the accounts were approved:

S Prowse:	Chief Executive Officer (CEO) and Chief Accountable Officer (CAO)
M Rimmer:	Chief Financial Officer (CFO)
G Smith:	Chief of Strategy and Student Experience (CSO)
K Koall:	Executive Dean

### Registered Office:

University House, Bailrigg, Lancaster, England LA1 4YW

### Principal place of business:

UA92 Campus, Brian Statham way, Old Trafford, Stretford, Manchester M16 0PU

### Professional advisors

Financial statement auditors	BDO LLP, Manchester
Solicitors	Kuits Solicitors, Manchester
Bankers	NatWest (Manchester) and HSBC (Lancaster)

# University Academy 92 Limited

## Chair's Statement

This period has been one of significant progress and transition, marking a pivotal moment in our Institution's journey as we transition from a start-up phase to a self-funding, sustainable model.

We have achieved continued growth in our student numbers with a 30% increase meaning we taught 1217 students across the year. Our primary mission is to drive social mobility, with 41% of our UK student population coming from POLAR Quintile 1 and 2, which compares to 28% across the wider Higher Education sector. We equip our students with the skills and knowledge needed for the workplace as we seek to meet the skills gaps in the Greater Manchester economy, so we are particularly proud to say that 91% of our graduates enter employment following their studies. This compares to 89% across the Higher Education sector.

Our commitment to educational excellence and student satisfaction has been recognized with market-leading National Student Survey (NSS) scores. We also hold an overall 'Silver' rating in the Teaching Excellence Framework (TEF). Both measures position us amongst the top Institutions in Greater Manchester and provide external assurance that we are firmly moving in the right direction in both scale and quality of provision.

Financially, we have seen continued strong revenue growth with a 26% increase on the prior year. This growth, coupled with continued focus on operational efficiency, has led to an improvement in financial performance of over £1m and we achieved our first year of positive EBITDA performance, delivering £0.2m. This is a crucial milestone that underpins our financial resilience and future sustainability.

Like many in the sector, the International recruitment market continues to be a challenge and a drag on our growth ambitions. However, we are now actively managing this headwind by focusing our unique proposition on our UK-based students. This means a return to our core mission whilst also driving sector-leading efficiency as we look to deliver for our students and our industry partners.

Our outlook is positive with continued growth ensuring our financial performance continues to improve. We expect to return a further improvement in EBITDA over the next 12 months and anticipate moving to a phase of modest cashflow generation. This transition marks the successful evolution from our start-up phase to a self-funding model, providing a strong foundation for future growth and investment.

None of these achievements would be possible without the unwavering support and dedication of our stakeholders. I would like to express my sincere gratitude for the continued efforts of our shareholders, colleagues, and industry partners in driving the Institution forward and getting us to this critical juncture.

# Strategic and Directors' report

## Legal status

University Academy 92 Limited ('UA92') is a Limited Company established under the Companies Act 2006 and is registered with the Office for Students (in the approved fee cap category) and Companies House (England and Wales). UA92 is a public benefit entity.

## Objectives and Strategy

The Directors present their annual report and the audited financial statements of University Academy 92 Limited (the 'Institution' or 'UA92') for the year ended 31<sup>st</sup> July 2025.

The Institution is a joint venture between Lancaster University and several individual shareholders drawn from former Manchester United footballers' the 'Class of 92' and their associates. The Institution provides education services and awards Lancaster University degrees. The Institution focuses on the provision of academic development that has been shaped with business partners input, which meets the skills gaps that are being flagged by Greater Manchester businesses. As a result of this industry engagement, our courses focus on the areas of Sport, Media, Digital and Business.

Our overall strategic objective is defined by our mission statement:

***“The mission of UA92 is to change lives by making Higher Education accessible to all and to meet the skills and talent needs of industry.”***

## Business Update

The year has seen continued strong student growth against a challenging sector backdrop with 1217 students representing a 30% increase on the prior year. This student growth has driven a corresponding increase in revenues to £14.8m (2024: £11.8m) and we are now seeing the benefit of our early-stage investment with a positive EBITDA position of £0.2m which is an improvement of £1.1m year on year.

We also measure our success based on non-financial measures. These include social value impact, quality of provision and industry impact. We are delighted to see strong progress in each of these areas and the Board now believe that UA92 is in a strong position to scale further and maximise our impact in Greater Manchester.

## Social Value Impact:

UA92 is not just about growth, success against our mission is measured by ensuring that we target students who would not typically consider University education and ensuring they are in a strong position to enter the workforce and improve their life chances.

Our efforts are focussed in our local area with 79% of our Home students drawn from the Northwest. 41% of our UK student population come from POLAR Quintile 1 and 2 - the lowest participation demographics. This compares to 28% across the wider Higher Education sector. Our ambition is to move this participation to 50%.

Our continued growth has allowed us to invest £0.9m (2024: £0.6m) against our access and participation objectives. This represents a 39% increase across the year. This investment includes our ground-breaking bursary schemes which allow our students to enter Higher Education, maximise their chances of completion and, ultimately enter and thrive in the Greater Manchester workforce. We believe that these investments literally change the lives of our students.

Ultimately, our success is driven by student outcomes, and we are delighted to say that our early cohorts are showing 91% positive outcomes (entering further work or study) compared to a national average of 89%. Crucially, and in line with our mission objective, our graduates are forming a crucial part of the regional talent pipeline with 79% of students progressing to roles in the Northwest.

## Quality of Provision:

Our degrees are awarded by Lancaster University which is one of the top universities in the United Kingdom. This relationship has always ensured the high quality of our undergraduate offer.

As a relatively new Institution, we have also focussed on supplementing the quality of the Lancaster degree with our own points of difference:

- **No exams:** We do not use exams as our primary assessment. Exams can often be a barrier to entry for many of our students.
- **Personalised approach:** In-person teaching and small class sizes (<30 students). This means we can provide quality and personalised support to our students where and when it is needed.
- **AM/PM timetable:** Students study a consistent timetable which allows them to supplement their studies with part-time work or allow space for other personal commitments.
- **Character and Personal Development:** 20% of the UA92 degree relates to personal development and character – critical for success in the modern workplace.
- **Accelerated Courses:** Students can reduce the debt-burden and accelerate earnings potential by studying a full degree in two years.

This focus on quality has led to UA92 becoming the youngest Institution to receive Silver status in the Teaching Excellence Framework (TEF). This puts us in the same company as many of our Greater Manchester competitors.

Our personalised approach is also now being recognised in student feedback with the National Student Survey (NSS) confirming UA92 as “the most supportive Institution in Greater Manchester.” UA92 scored higher than all Greater Manchester Universities for Academic Support (91.4%) and Mental Health Support services (Over 90%).

The quality and impact of our offer is also being recognised externally as we have seen multiple award nominations across the year. We are particularly proud to have been awarded NEON Institution of the Year Award (2024) and the Edufuturist Award for University of the Year (2024). Both awards recognise the progress we are making in increasing access and participation across Greater Manchester.

Our objective is to maintain our quality and student satisfaction levels as we continue to build scale in Greater Manchester.

### **Industry Engagement and 92 Programme:**

All of our programmes are underpinned by a strong emphasis on character and personal development, equipping students to achieve both in life and the workplace. This is delivered through the innovative “92 Programme,” inspired by the values and experiences of UA92’s founders.

The 92 Programme represents 20% of a student’s overall qualification and we believe this programme sets our students apart when they enter the workplace. We prepare our students with the collaborative working skills, compassionate leadership and focussed resilience which the Greater Manchester business community desperately need.

This is not just the view of UA92. We work closely with our industry partners to develop our curriculum, including the 92 Programme, to ensure we are delivering an education which delivers for both students and industry.

We now have over 35 strategic industry partners including many of the biggest organisations in the region including KPMG, Ernst and Young, Microsoft, NatWest, Lancashire Cricket Club, TalkTalk and Manchester United. All of whom support our mission and provide invaluable support in ensuring our students are prepared to thrive in the workplace upon graduation.

### **Looking Ahead:**

Strong progress has been made over the last twelve months as we have continued our strong growth trajectory whilst also building on social value, academic quality and industry impact measures. We believe that our deliberately different approach is now gathering pace in the Greater Manchester area, and our focus now is to build on this success.

We plan for continued growth and investment in the coming years as we continue to drive the mission of ensuring Higher Education is accessible to all and contributing to the needs of industry in our region.

## **Financial Update**

UA92's financial performance is on an improving trajectory as we continue to drive efficiency through continued strong student growth and with benefits now being delivered following significant early-stage capital investment.

The Financial Statements are set out on pages 26-42 and comprise the Institution Statements of Comprehensive Income, Financial Position, Changes in Reserves and the Statement of Cash Flows.

## **Student growth**

UA92's student population exceeded 1000 students during the year having taught 1217 students (2024: 934). This was driven through increased intake with 586 students choosing to study with us compared to 490 in the prior year. This represents an increase of 20% with a significant increase in our UK home mix which is now at 76% (2024: 67%). Our UK student body has grown by 36%.

UA92 continues to focus on the Greater Manchester and Northwest region with 59% of Home students from Greater Manchester and 79% in the Northwest. This amplifies our mission to serve the needs of Industry in the Greater Manchester area through the provision of a diverse, quality talent pipeline.

We are also focussed on pro-actively de-risking our dependency on International students given wider sector challenges. Our ambition is to grow to 5000 students in Greater Manchester and this will predominantly be driven by growth in UK students.

## **Revenue performance**

Student growth has driven strong revenue growth from £11.8m to £14.8m (26% growth). Our focus on Greater Manchester and the Northwest has led to an increase in home tuition fees from £5.5m to £7.7m (41% growth). International tuition fees also increased from £4.7m to £5.6m (20%) despite wider sector challenges in the International recruitment market. Our Other Income lines are flat year-on-year at £1.6m.

## **Operating costs**

As our student numbers grow, we continue to invest in staffing and other areas to ensure that we continue to maintain our personalised student experience and this has led to overall expenditure increasing to £16.5m (2024: £14.1m). This includes an increase in staff costs from £6.9m to £7.7m (11%) and an increase in other operating costs from £5.8m to £6.9m (20%).

Whilst headline costs have increased, we are becoming more efficient as we scale. The Board monitor this efficiency internally with key performance indicators considering costs as a percentage of revenue. Staff costs are now 51% of total revenue (2024: 56%) with other operating costs at 47% of total revenue (2024: 49%). This efficiency has been achieved despite inflationary headwinds across all cost lines.

Depreciation and amortisation totals £1.3m (2024: £1.2m) as we continue to depreciate the significant investments made during the early-stage set-up of Institution. This investment included set-up costs associated with our two main sites in Old Trafford and Salford. We now expect depreciation to stabilise as we now have capacity for over 2000 students using our existing sites.

Interest and Finance costs have increased to £0.5m (2024: £0.2m) as this now includes the cost of servicing our working capital requirements as well as the interest cost associated with an increased technology estate (staff and student) which we fund with finance leases.

### **EBITDA and Loss Before Tax**

As a business we use EBITDA as a key performance metric as well as considering the Statutory Loss Before Tax. EBITDA is defined as Earnings Before Interest, Tax, Depreciation and Amortisation with calculations presented on page 26. The Board consider EBITDA a key metric as it is an indicator of underlying operating cashflow performance.

Statutory Loss Before Tax has reduced from £2.3m to £1.6m with a £0.7m improvement on the prior year.

EBITDA has increased from a £0.9m loss to a £0.2m profit. This represents an underlying improvement in the operating cashflow of the business of £1.1m which is driven through increased revenues coupled with cost efficiencies as discussed above.

### **Cashflows and Liquidity**

The year-end cash position was £3.1m overdrawn with an overall net cash outflow of £1.2m (2024: £2.5m outflow).

The net cash outflow of £1.2m compares to £2.5m in the prior year with a £1.3m improvement primarily reflecting the underlying £1.1m improvement in EBITDA performance as well as a reduction in capital investment and reduced finance lease costs as we exit the early investment phase of the business. This is partially offset with increased interest costs due to increasing working capital requirements required to fund growth.

The Institution has agreed a £3.5m overdraft facility with our banking partner as well as a £1.5m asset finance facility. We also have access to short-term shareholder support if required. The Institution has therefore maintained at least 30 days liquidity during the financial year with 39 days liquidity at the year-end.

## **Reserves**

The loss for the year of £1.6m (2024: £2.3m) has been taken to reserves. The Balance Sheet shows net liabilities of £5.0m (2024: £3.3m).

## Principal Risks and Uncertainties

We closely monitor the external environment and internal performance to identify risks that could affect the achievement of our objectives. Key risks and their mitigating actions are recorded in a corporate risk register which is reviewed by the Audit and Risk Committee and attended by Board members. Any significant issues are escalated to the full Board by the Chair of the Audit and Risk Committee.

The risk register identifies the key risks, the likelihood of those risks occurring, their potential impact on UA92 and the actions being taken to reduce and mitigate the risks. Risks are prioritised using a consistent scoring system.

The key risk factors affecting UA92 are outlined below along with the action taken to minimise them. Not all the factors are within the Institution's control, and other factors besides those listed below may also adversely affect the Institution.

Risk	Potential Impact	Mitigators
The business could need working capital injections until the growth in student numbers reaches the critical mass.	Challenges in meeting obligations as they fall due.	Shareholders continue to support the business through guarantees and working capital support when needed.  Finance processes have been developed to improve forecasting accuracy and cash management. This ensures that any potential working capital requirements are identified early therefore increasing the opportunity for mitigation.
UA92 needs to continue to develop its processes and controls in line with the business's growth.	Failure of a process or control could result in delays in collecting and reporting data to the OfS or SLC.	Detailed management review counters the risk of manual data processes.  Implementation of our CRM tool has improved student data accessibility and increased efficiency through automation of lead tracking and pipeline management.

The market for talented academic staff is competitive.	Failure to recruit and retain academic staff could impinge upon delivery and growth ambitions.	Ensure we have an appropriate reward strategy for recruiting and retaining staff.  Develop and support staff to strengthen retention rates.
Student recruitment volumes could fall short of targets due to increased competition and student retention rates may decline.	Lower recruitment and retention could lead to reduced tuition income.	Tighter controls and scrutiny applied to budget assumptions, ensuring they reflect current recruitment and retention trends.  Regular internal retention meetings are in place which highlight any potential risk to retention rates.

### **Environmental sustainability**

UA92 remains committed to environmental sustainability and minimising the environmental impact of its activities and operations.

We understand that the most effective method of reducing carbon is to purchase less, re-use or re-purpose existing assets and, where purchases are necessary, to purchase high-quality, durable, and low-carbon products. With this in mind, we have assessed and selected key procurement partners who have credible experience in sustainable procurement and operationally, are committed to achieving Net Zero Carbon by 2050.

We are cognisant of our responsibilities under the Modern Slavery Act and require our suppliers to confirm compliance with the Act.

### **Disability statement**

UA92 seeks to achieve the objectives set down in the Equality Act 2010. From UA92's inception the institution has worked to create an inclusive and accessible environment and curricula for our students.

It is the policy of the Institution that the training, career development and promotion of disabled colleagues should, as far as possible, be identical to that of other employees.

## Going Concern

The Institution is now reaching the end of its start-up phase and consequently the financial statements reflect a position where we see an improving financial performance following a period of investment. However, the Institution continues to rely on shareholders for support.

Student intake numbers continue to grow annually. The financial trajectory is on an improving trend, but the Institution is not yet fully self-funding. As a consequence, as in prior years, additional working capital has been provided by the shareholders and external banking facilities.

Management have performed a going concern assessment covering 12 months from the date of signing the financial statements, by preparing forecasts (including cash forecasts) that look at the financial position of the entity. Management have prepared these forecasts on a scenario basis, which entailed anticipated student numbers and, also if the student numbers were lower than expected to determine the maximum funding required.

The results of the above scenario analysis indicate that there are plausible scenarios where further short-term working capital could be required. However, the level of potential support is reducing in comparison to prior years as financial performance improves. The shareholders have reviewed this analysis and indicated that they will continue to provide working capital for the 12 months from the signing date of the financial statements. The shareholders have provided letters of intent to provide working capital should it be necessary. Whilst the letters of intent are not legally binding the shareholders have clearly demonstrated their support over recent years with a total of £14.8m currently invested into UA92.

Given the above and the dependence upon future student intake numbers, there is a material uncertainty related to events or conditions that may cast doubt on the Institution's ability to continue as a going concern and to meet its obligations as they fall due. Nevertheless, the Directors have a reasonable expectation for at least twelve months from the date of approval of these financial statements that the required financial support will be received from the shareholders, and for this reason, they continue to adopt the going concern basis of accounting in preparing the financial statements. Consequently, the financial statements do not include the adjustments that would arise if the Institution was unable to continue as a going concern.

## **Disclosure of Information to Auditors**

The members who held office at the date of approval of this report confirm that, so far as they are each aware, there is no relevant audit information of which the Institution's auditors are unaware; and each member has taken all the steps that he or she ought to have taken to be aware of any relevant audit information and to establish that the Institution's auditors are aware of that information.

Approved by order of the Board of Directors on 16<sup>th</sup> December 2025 and signed on its behalf by:

**MJ Millard OBE Chair**

A handwritten signature in black ink, appearing to read 'MJ Millard', followed by a period.

# University Academy 92 Limited

## Statement of Corporate Governance and Internal Control

### Corporate Governance

The following statement is provided to enable readers of the UA92 annual report and accounts to obtain a better understanding of its governance and legal structure. This statement covers the period from 1 August 2024 to 31 July 2025 and up to the date of approval of the annual report and financial statements.

### Governance Code

UA92 is registered with the OfS as a higher education provider and awards Lancaster University degrees. As such, it operates within the Regulatory Framework for Higher Education in England and complies with the public interest governance principles.

UA92 is committed to best practice with respect to Corporate Governance and conducts its business:

- In accordance with the seven principles identified by the Committee on Standards in Public Life ('Nolan Principles'), being: selflessness, integrity, objectivity, accountability, openness, honesty and leadership;
- In compliance with the guidance on corporate governance provided for the sector by the Committee of University Chairs (CUC), including the Higher Education Code of Governance. The Board adopts the latest revision of the code and seeks to align its procedures accordingly.

### The governance framework

The Board of Directors (the 'Board') are responsible for bringing independent judgement and challenge to bear on issues of strategy, performance, resources and standards of conduct. The details of Board members are presented on page 2.

The Board are provided with regular and timely information on the overall financial performance of UA92 together with other information such as performance against KPIs, proposed capital expenditure, quality matters and personnel-related matters such as health and safety and environmental issues. The Board typically meets every other month, or more frequently where deemed necessary. The Board also meet for a strategic day at least once every financial year.

The Board have several matters that are for its consideration and conducts some of its business through a number of committees. Each committee has terms of reference, which have been approved by the Board. These committees are Audit and Risk, Remuneration, Property and Finance. Full minutes of all meetings are retained by the CEO.

A register of financial and personal interests of the Directors is maintained.

All Directors can take independent professional advice in furtherance of their duties at the Institution's expense and have access to the Registrar, who is responsible to the Board of Directors for ensuring that all applicable procedures and regulations are complied with. The appointment, evaluation and removal of the Registrar, or the Chief Executive Officer are matters for the Board of Directors as a whole.

Formal agendas, papers and reports are supplied to the Board in a timely manner, prior to Board meetings. Briefings are provided on an ad hoc basis.

The Board has a strong and independent non-executive element, and no individual or group dominates its decision-making process. The Board considers that each of its non-executive Directors is independent of management and free from any business or other relationship which could materially interfere with the exercise of their independent judgement.

There is a clear division of responsibility in that the roles of the Chair of the Board and Chief Executive (who is also the Chief Accountable Officer) are separate.

The adequacy and effectiveness of arrangements for corporate governance, risk management and oversight of any statutory and other regulatory responsibilities, including compliance with the OfS' ongoing conditions of registration and any terms and conditions of funding, are kept under regular review to ensure that they remain fit-for-purpose. This is achieved through a range of review mechanisms including internal, by our partner university, and the external auditors. These arrangements also ensure that the regularity and propriety in the use of public funding.

### **Appointments to the Board**

Any new member appointments to the Board are a matter for the consideration of the Board as a whole.

The Non-Executive Directors are appointed for a term of office not exceeding four years.

### **Board performance**

The Board has commissioned an external review of its performance and working practices during the year. This review provided assurance on the quality of Board governance and also provided targeted recommendation for further developments as we continue to scale.

### **Remuneration Committee**

Throughout the year ending 31<sup>st</sup> July 2025, the Remuneration Committee comprised the two Non-Executive Directors. The Committee's responsibilities are to make recommendations to the Board on the remuneration and benefits of the Chief Executive Officer and other members of the Senior Leadership Team.

Details of remuneration for the year ended 31<sup>st</sup> July 2025 are set out in note 4 to the financial statements.

## **Audit and Risk Committee**

The Audit and Risk Committee ('ARC') comprises the two independent Non-Executive Directors of the Board.

The ARC meets three times during the year and provides a forum for reporting by the Institution's External Auditors and the Registrar, who have access to the Committee for independent discussion without the presence of UA92 management. The ARC also receives and considers any reports from the External Auditor.

The ARC review UA92's Annual Report and Financial Statements and also has oversight of risk management and provides an annual report to the Board which sets out its opinion on the adequacy and effectiveness of the University's arrangements for risk management, control and governance; economy, efficiency and effectiveness (VFM) and the management and quality assurance of data (and in particular data submitted to the Higher Education Statistics Agency, the Student Loans Company, the Office for Students, Ofsted and any other bodies).

In the view of the Board, UA92 does not currently require an Internal Auditor and this decision is reviewed on an annual basis. The current size of the Institution means that assurances on internal control, risk management controls and governance processes have been obtained from the Chief Executive Officer, the Registrar and from the Academic Quality review performed by Lancaster University during the course of the year.

The ARC also advises the Board on the appointment and removal of the external auditor and their remuneration for audit and non-audit work. The external auditor has not performed work other than the external audit in the year.

## **Finance Committee**

The Finance Committee was created in April 2025 and meets monthly. The Committee was created to create additional financial oversight given the well documented financial challenges of the sector.

The Committee comprises the two independent Non-Executive Directors of the Board as well as finance representatives from each shareholder group.

The Committee reviews detailed management accounts, forecasts and strategic plans. This includes the review of primary financial statements, key performance indicators and liquidity.

Risks and Opportunities are also monitored regularly to ensure risks are sufficiently mitigated and opportunities identified and delivered.

The Committee also escalates items to full Board if and when required.

## Internal Control

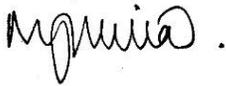
The Board is responsible for maintaining a system of internal control that supports the achievement of the policies, aims and objectives of UA92, while safeguarding the public and other funds and assets for which we are responsible. It does this in accordance with its articles of association, its shareholder agreement and the OfS terms and conditions. The system of internal control is based on an ongoing process designed to identify and mitigate the principal risks to the achievement of policies, aims and objectives. It is designed to manage rather than eliminate the risk of failure and can therefore only provide reasonable and not absolute assurance of effectiveness against material misstatement or loss. The following processes have been established by the Board and have been in place for the year ended 31<sup>st</sup> July 2025 and up to the date of approval of the Financial Statements:

- The Board delegates the day-to-day operational responsibility to the CEO and SLT for maintaining a sound system of internal control that supports the achievement of the Institution's policies, aims and objectives, whilst safeguarding the public funds and assets for which the CEO is personally responsible, in accordance with the responsibilities assigned by the OfS.
- The CEO attends Board meetings and has the opportunity to raise any matter that they believe needs bringing to the attention of the Board.
- The Board meets at regular intervals to consider the plans and strategic direction of the Institution.
- The Board receives regular reports on progress in relation to Key Performance Indicators, the Financial Budgets and Projections, the Risk Register, and any ongoing or future Capital Program.
- The Board has requested the ARC provide oversight of the Institution's management of risks, and also considers the Register itself Annually.
- The Board has approved a Scheme of Delegation.
- The Chair of Audit Committee attends facilitated workshops which are held for UA92 managers to identify and keep up to date the record of risks facing the Institution.
- The need for internal audit services is considered annually by the ARC.
- A system of reporting on risk management has operated by the Registrar throughout the year.
- At the end of the year the Chair of the Audit Committee formally reports to the full Board on the Committee's activities during the year. This report includes an assessment of the effectiveness of the internal control system (including risk management) which is informed by the Registrar and Accountable Officer.
- Financial and Academic Quality reports are presented to the Board.

The Board's approach to risk is to manage UA92's exposure to it. UA92 seeks to recognise risk and mitigate adverse consequences where possible whilst embracing appropriate opportunities. Board recognises that in pursuit of its mission and academic objectives it may choose to accept an increased level of risk. It will do so subject to ensuring that the benefits and risks are fully understood before activities are authorised and that appropriate measures to mitigate risk are established.

The Board's review of the effectiveness of this system of internal control and for delivering value for money, is also informed by the work of the Institution's managers, who have responsibility for the development and maintenance of the internal control framework, and by comments made by the external auditors in their management letter and other reports.

**Approved by order of the members of the Board on 16<sup>th</sup> December 2025 and signed on its behalf by:**



MJ Millard OBE

Chair



S Prowse

Chief Executive Officer  
and Chief Accountable Officer

# University Academy 92 Limited

## Directors' responsibilities statement

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 including Financial Reporting Standard 102 ('FRS102') and the Statement of Recommended Practice ('SORP') for Further and Higher Education (2024 edition). 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 Institution and of the profit or loss of the Institution for that period.

In preparing these financial statements, the directors are required to:

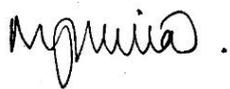
- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 ('FRS102') and the Statement of Recommended Practice ('SORP') for Further and Higher Education (2024 edition) 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 Institution will continue in business.

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

The Board of Directors is responsible for the maintenance and integrity of the corporate and financial information on the Institution's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The Directors confirm that to the best of their knowledge the auditors have been made aware of all relevant information and matters.

Approved by order of the Board on 16<sup>th</sup> December 2025 and signed on its behalf by:



MJ Millard OBE  
Chair of governors



S Prowse  
Chief Executive Officer  
and Chief Accountable Officer

# Independent auditor's report to the board of University Academy 92 Limited

## Opinion on the financial statements

In our opinion, the financial statements:

- give a true and fair view of the state of the Institution's affairs as at 31 July 2025 and of the Institution's income and expenditure, gains and losses, changes in reserves and of the Institution's cash flows 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.

We have audited the financial statements of University Academy 92 Limited ("the Institution") for the year ended 31 July 2025 which comprise Institution Statement of Comprehensive Income, Institution Statement of Financial Position, Institution Statement of Changes in Reserves, Institution Statement of Cash Flows, statement of principal accounting policies and notes to the financial statements. 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).

## 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Independence*

We are independent of the Institution 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.

## Material uncertainty relating to going concern

We draw attention to Note 3 'Going concern' in the Statement of Principal Accounting Policies of the financial statements ("Note 3"), which indicates that the Institution is reliant on the shareholders for further funding, which is not legally binding and may be withdrawn. As stated in Note 3, these events or conditions, along with other matters as set forth in Note 3, indicate that a material uncertainty exists that may cast significant doubt on the Institution's ability to continue as a going concern. The financial statements do not include the adjustments that would arise if the Institution was unable to continue as a going concern. Our opinion is not modified in respect of this matter.

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.

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

## **Other information**

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

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

We have nothing to report in this regard.

## **Other Companies Act 2006 reporting**

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

- the information given in the annual report, which includes the strategic and directors' report prepared for the purposes of company law, for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic and directors' report, which are included in the annual report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Institution and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic and 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, 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 board members' 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") and the Department for Education**

In our opinion, in all material respects:

- Funds from whatever source administered by the Institution for specific purposes have been properly applied to those purposes and managed in accordance with relevant legislation.
- Funds provided by the OfS and the Department for Education have been applied in accordance with the relevant terms and conditions
- The requirements of the OfS's Accounts Direction (OfS 2019.41) 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 Institution's grant and fee income, as disclosed in notes 1 and 2 to the accounts, has been materially misstated.
- The Institution's expenditure on access and participation activities for the financial year, as has been disclosed in note 7 to the accounts, has been materially misstated.

## **Responsibilities of the directors**

As explained more fully in the directors' responsibilities statement, the directors (who are also the directors of the Institution for the purposes of company law) are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the 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 Institution'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 Institution 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.

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

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

*Non-compliance with laws and regulations*

Based on:

- Our understanding of the Institution and the sector in which it operates;
- Discussion with management and those charged with governance and the audit and risk committee;
- Obtaining an understanding of the Institution's policies and procedures regarding compliance with laws and regulations; and
- Direct representation from the Accountable Officer.

We considered the significant laws and regulations to be the Financial Reporting Standard 102, the Companies Act 2006, the Statement of Recommended Practice; Accounting for Further Education and

Higher Education (FEHE SORP 2019), the OfS' Accounts Direction and UK tax legislation.

The Institution is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations to be the health and safety legislation, registration with the office for students and their ongoing conditions of registration.

Our procedures in respect of the above included:

- Review of minutes of meetings of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with regulatory authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation; and
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

### *Fraud*

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance and the audit and risk Committee regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Institution's policies and procedures relating to:
  - Detecting and responding to the risks of fraud; and
  - Internal controls established to mitigate risks related to fraud.
- Review of minutes of meetings of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements; and
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud.

Based on our risk assessment, we considered the areas most susceptible to fraud to be posting inappropriate journals to manipulate financial results and management bias in accounting estimates.

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met defined risk criteria, by agreeing to supporting documentation; and
- Assessing significant estimates made by management for bias, including useful economic lives of property, plant and equipment, recoverability of debtors and valuation of provisions.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for

example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://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 board, 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 Institution's board 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 Institution and the board as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:  
  
911B7AE40D374FC...

Sarah Anderson (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
Leeds, UK

17 December 2025

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

# Institution Statement of Comprehensive Income

## Year Ended 31 July 2025

	Notes	31 July 2025 £'000s	31 July 2024 £'000s
<b>Income</b>			
Tuition fees and education contracts	1	13,281	10,148
Funding body grants	2	510	565
Other income	3	1,030	1,071
<b>Total income</b>		<b>14,821</b>	<b>11,784</b>
<b>Expenditure</b>			
Staff costs	4	7,712	6,926
Other operating expenses	6	6,940	5,783
Depreciation and amortisation	9 and 10a	1,290	1,188
Interest and other finance costs	5	511	163
<b>Total expenditure</b>		<b>16,453</b>	<b>14,060</b>
<b>(Deficit) before tax</b>		<b>(1,632)</b>	<b>(2,276)</b>
Taxation	8	-	-
<b>(Deficit) for the year</b>		<b>(1,632)</b>	<b>(2,276)</b>

<b>Alternative Performance Measure - reconciliation of Deficit for the year to EBITDA</b>			
<b>(Deficit) for the year</b>		<b>(1,632)</b>	<b>(2,276)</b>
Add Back: Depreciation		1,137	1,116
Add Back: Amortisation		153	72
Add Back: Interest and other finance costs		511	163
<b>EBITDA</b>		<b>169</b>	<b>(925)</b>

All items of income and expenditure relate to continuing activities.  
The accompanying notes and policies on pages 30 to 42 form part of these financial statements.

# Institution Statement of Financial Position

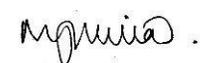
Year Ended 31 July 2025

	Notes	31 July 2025 £'000s	31 July 2024 £'000s
<b>Non-current assets</b>			
Intangible assets	9	718	619
Tangible assets	10	4,213	4,252
Investment in subsidiaries	11	-	-
		<b>4,931</b>	<b>4,871</b>
<b>Current assets</b>			
Stock	12	50	51
Trade and other receivables	13	3,370	2,446
Cash at bank	17	159	280
		<b>3,579</b>	<b>2,777</b>
Less: Creditors; amounts falling due within one year	14	<b>(9,909)</b>	<b>(8,233)</b>
<b>Net current (liabilities)</b>		<b>(6,330)</b>	<b>(5,456)</b>
<b>Total assets less current liabilities</b>		<b>(1,399)</b>	<b>(585)</b>
Creditors: amounts falling due after more than one year	15	<b>(3,558)</b>	<b>(2,740)</b>
<b>Total net liabilities</b>		<b>(4,957)</b>	<b>(3,325)</b>
<b>Unrestricted Reserves</b>			
Income and expenditure reserve - unrestricted		<b>(17,957)</b>	<b>(16,325)</b>
Called up share capital		<b>13,000</b>	<b>13,000</b>
		<b>(4,957)</b>	<b>(3,325)</b>
<b>Total Reserves(deficit)</b>		<b>(4,957)</b>	<b>(3,325)</b>

The financial statements were approved by the Governing Body on 16th December 2025 and were signed on its behalf on that date by:



Sara Prowse, CEO and CAO



MJ Millard OBE, Chair of Governors

The accompanying notes and policies on pages 30 to 42 form part of these financial statements.

# Institution Statement of Changes in Reserves

## Year ended 31 July 2025

	Income and expenditure reserve	Called up share capital	Total
	Unrestricted £'000s	£'000s	£'000s
<b>Balance at 1 August 2023</b>	<b>(14,049)</b>	<b>13,000</b>	<b>(1,049)</b>
(Deficit) for the year	(2,276)		(2,276)
<b>Total comprehensive (deficit)/ income for the year</b>	<b>(2,276)</b>	<b>-</b>	<b>(2,276)</b>
<b>Balance at 1 August 2024</b>	<b>(16,325)</b>	<b>13,000</b>	<b>(3,325)</b>
(Deficit) for the year	(1,632)		(1,632)
<b>Total comprehensive (deficit) for the year</b>	<b>(1,632)</b>	<b>-</b>	<b>(1,632)</b>
<b>Balance at 31 July 2025</b>	<b>(17,957)</b>	<b>13,000</b>	<b>(4,957)</b>

# Institution Statement of Cash Flows

## Year ended 31 July 2025

	Notes	31 July 2025 £'000s	31 July 2024 £'000s
<b>Cash flow from operating activities</b>			
(Deficit) for the year before tax		(1,632)	(2,276)
<b>Adjustment for non-cash items</b>			
Donations received	3	(216)	-
Depreciation and amortisation	9 and 10a	1,290	1,188
Decrease/(increase) in stock	12	-	8
(Increase) in debtors	13	(985)	(1,478)
Increase in creditors	14	426	1,692
Increase in bad debt provision		62	3
<b>Adjustment for investing or financing activities</b>			
Interest payable	5	511	163
Capital grant income	2	(347)	(494)
<b>Cash flows from operating activities</b>		<b>(891)</b>	<b>(1,194)</b>
Taxation	8	-	-
<b>Net cash outflow from operating activities</b>		<b>(891)</b>	<b>(1,194)</b>
<b>Cash flows from investing activities</b>			
Proceeds from sales of tangible assets		-	-
Payments made to acquire tangible assets	10	(41)	(237)
Payments made to acquire intangible assets	9	(124)	(581)
		<b>(165)</b>	<b>(818)</b>
<b>Cash flows from financing activities</b>			
Interest Costs	5	(563)	(128)
New loans		1,655	-
Repayment of loans		(621)	300
New finance leases and repayments		(592)	(703)
		<b>(121)</b>	<b>(531)</b>
<b>(Decrease)/increase in cash and cash equivalents in the year</b>		<b>(1,177)</b>	<b>(2,543)</b>
Cash and cash equivalents at beginning of the year		<b>(1,960)</b>	583
Cash and cash equivalents at end of the year		<b>(3,137)</b>	(1,960)

# Statement of Principal Accounting Policies

for the year ended 31 July 2025

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## 1 Accounting convention

The Institution's financial statements have been prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 (FRS 102) and the Statement of Recommended Practice (SORP): Accounting for Further and Higher Education (2024 edition). The University is a public benefit entity and therefore has applied the relevant public benefit requirement of FRS 102. Additionally, the financial statements conform to the guidance published by the Office for Students.

## 2 Basis of preparation

The Institution's financial statements have been prepared under the historical cost convention. The Institution continues to adopt the going concern basis of accounting in preparing the annual financial statements.

## 3 Going concern

The Directors have prepared the financial statements on the going concern basis of accounting. The Institution is now reaching the end of its start-up phase and consequently the financial statements reflect a position where the Institution continues to invest in recruiting students and developing a strong, capable workforce. Revenues are growing as a result of this investment.

The student intake numbers continue to grow annually but have not yet reached the point where the business is self-funding. As a consequence, as in prior years, additional working capital has been provided by the shareholders and bank.

The Directors have performed a going concern assessment covering 12 months from the date of signing the financial statements, by preparing forecasts (including cash forecasts) that look at the financial position of the Institution. The Directors have prepared these forecasts on a scenario basis, which entailed anticipated student numbers and also if the student numbers were lower than expected to determine the maximum funding required.

The results of the above scenario analysis indicate that there are reasonable and plausible downturn scenarios where further short-term working capital will be required. The shareholders have reviewed this analysis and indicated that they will continue to provide working capital for the 12 months from the signing date of the financial statements. The shareholders have provided letters of intent to provide working capital should it be necessary. Whilst the letters of intent are not legally binding the shareholders have clearly demonstrated their support over recent years with a total of £14.8m currently invested into UA92.

As the Institution is reliant on the shareholders for providing further funding to meet liabilities as they fall due, which is not legally binding and may be withdrawn, this indicates that a material uncertainty exists which may cast significant doubt on the Institution's ability to continue as a going concern and therefore it may be unable to realise its assets and discharge its liabilities in the normal course of business. Nevertheless, the Directors have a reasonable expectation for at least twelve months from the date of approval of these financial statements that the required financial support will be received from the shareholders, and for this reason, they continue to adopt the going concern basis of accounting in preparing the financial statements. Consequently, the financial statements do not include the adjustments that would arise if the Institution was unable to continue as a going concern.

## 4 Exemptions under FRS 102

The Institution has taken advantage of the exemption under section 9.9A of FRS 102 not to consolidate its only subsidiary on the grounds that its inclusion in the consolidated accounts is not material for the purpose of giving a true and fair view.

## 5 Income recognition

Income from the sale of goods or services is credited to the Institution Statement of Comprehensive Income when the goods or services are supplied to the external customers or the terms of the contract have been satisfied.

Tuition fee income is stated gross of any expenditure which is not a discount and credited to the Institution Statement of Comprehensive Income over the period in which students are studying. Where the amount of the tuition fee is reduced, by a discount for prompt payment, income receivable is shown net of the discount. Bursaries and scholarships are accounted for gross as expenditure and not deducted from income. Education contracts are recognised when the Institution is entitled to the income, which is period in which students are studying, or where relevant, when performance conditions have been met.

### Grant funding

Government revenue grants are recognised in income over the periods in which the Institution recognises the related costs for which the grant is intended to compensate. Where part of a government grant is deferred it is recognised as deferred income within creditors and allocated between creditors due within one year and due after more than one year as appropriate.

### Capital grants

Government capital grants are recognised in income over the expected useful life of the asset. Other capital grants are recognised in income when the Institution is entitled to the funds subject to any performance related conditions being met.

# Statement of Principal Accounting Policies (continued)

for the year ended 31 July 2025

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## 6 Employment benefits

Short term employment benefits such as salaries and compensated absences are recognised as an expense in the year in which the employees render service to the Institution.

## 7 Finance leases

Leases in which the Institution assumes substantially all the risks and rewards of ownership of the leased asset are classified as finance leases. Leased assets acquired by way of finance lease and the corresponding lease liabilities are initially recognised at an amount equal to the lower of their fair value and the present value of the minimum lease payments at inception of the lease.

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

## 8 Operating leases

Costs in respect of operating leases are charged on a straight-line basis over the lease term. Any lease premiums or incentives are spread over the lease term or on another systematic basis if more appropriate.

## 9 Foreign currency

Transactions in foreign currencies are translated to the functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in Surplus or Deficit.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined.

## 10 Property, plant and equipment

### Property

Capitalised leasehold improvements are stated at cost and depreciated over its expected useful life as follows:

Leasehold improvements	8 years
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No depreciation is charged on assets in the course of construction.

Dilapidation provisions on leasehold properties are depreciated over the length of the period between the date the leasehold improvements are made and the end of the lease.

Depreciation methods, useful lives and residual values are reviewed at the date of preparation of each Statement of Financial Position.

### Equipment

Equipment, including computers and software, costing less than de minimus per individual item is recognised as expenditure. All other equipment is capitalised.

Capitalised equipment is stated at cost and depreciated over its expected useful life as follows:

Plant and Machinery	5 years
Furniture, fixtures and fittings	5 years

Where an item of equipment comprises two or more major components with substantially different useful economic lives (UELs), each component is accounted for separately and depreciated over its individual UEL. Expenditure relating to subsequent replacement of components is capitalised as incurred.

Depreciation methods, useful lives and residual values are reviewed at the date of preparation of each Statement of Financial Position.

# Statement of Principal Accounting Policies (continued)

for the year ended 31 July 2025

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## 11 Intangible assets and Goodwill

### Intangible assets

Intangible assets purchased separately from a business are initially recognised at its cost.

Intangible assets acquired in a business combination are recognised separately from goodwill when all the following three conditions are satisfied:

(a) it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost or value of the asset can be measured reliably.

(b) the intangible asset arises from contractual or other legal rights; and

(c) the intangible asset is separable (i.e. capable of being separated or divided from the entity and sold, transferred, licensed, rented or exchanged either individually or together with a related contract, asset or liability).

The cost of that intangible asset is its fair value at the acquisition date.

Intangible assets, excluding development costs, created within the business are not capitalised and expenditure is charged against profits in the year in which it is incurred.

### Internally Generated Software

Internally generated software development is capitalised where a new asset has been created that will deliver future economic benefits.

Development expenditure will only be capitalised from then point at which technical, commercial and financial viability of an individual project has been positively assessed to deliver future economic benefit and approved for development and implementation. This will therefore not include costs associated with the research phase of an internal software development project such as feasibility studies or market research which are expensed as incurred.

Development is deemed to end when the application is released into use and any other development expenditure is deemed to be continuous improvement and would not be capitalised unless it contributes to a significant increase in the economic value of the asset. A review for impairment of software development costs is carried out if circumstances change and provision is made for any impairment.

Subsequent to initial recognition, intangible assets are stated at cost less accumulated amortisation and accumulated impairment.

Intangible assets are amortised on a straight line basis over their estimated useful lives. The useful economic lives of intangible assets are as follows:

IT Development costs – 5 years

## 12 Investments

Investments in subsidiaries are carried at cost in the Institution's financial statements.

Investments are held in the Statement of Financial Position as basic financial assets and are measured in accordance with accounting policy note 19.

## 13 Stock

Stock is valued at lower of cost and net realisable value.

## 14 Cash and cash equivalents

Cash includes cash in hand.

## 15 Provisions, contingent liabilities and contingent assets

Provisions are recognised in the financial statements when:

(a) the Institution has a present obligation (legal or constructive) as a result of a past event;

(b) it is probable that an outflow of economic benefits will be required to settle the obligation; and

(c) a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability where this is considered material.

A contingent liability arises from a past event that gives the Institution a probable obligation whose existence will only be confirmed by the occurrence or otherwise of uncertain future events not wholly within the control of the Institution. Contingent liabilities also arise in circumstances where a provision would otherwise be made but either it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured reliably.

A contingent asset arises where an event has taken place that gives the Institution a possible asset whose existence will only be confirmed by the occurrence or otherwise of uncertain future events not wholly within the control of the Institution.

Contingent assets and liabilities are not recognised in the Statement of Financial Position but are disclosed in the notes.

# Statement of Principal Accounting Policies (continued)

for the year ended 31 July 2025

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## 16 Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

The Institution receives no similar exemption in respect of Value Added Tax (VAT). Irrecoverable VAT on expenditure (revenue and capital) is included in the costs of such expenditure. Any irrecoverable VAT allocated to fixed assets is included in their cost.

## 17 Reserves

Reserves are classified as restricted or unrestricted.

Other restricted reserves include balances where the donor has designated a specific purpose and therefore the Institution is restricted in the use of these funds.

## 18 Critical Accounting estimates and judgements

The preparation of the Institution's financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income, and expenses. These judgements, estimates, and associated assumptions are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The resulting accounting estimates will, by definition, seldom equal the related actual results.

In preparing these financial statements, management has made the following judgements:  
Considering whether there are indicators of impairment of the Institution's tangible and intangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset.

Intangible and tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed. Residual value assessments consider issues such as future market conditions and the remaining life of the asset.

Recoverability of debtors; The provision for doubtful debts is based on our estimate of the expected recoverability of those debts. Assumptions are made based on the level of debtors which have defaulted historically, coupled with current economic knowledge. The provision is based on the current situation of the customers, the age profile of the debt and the nature of the amount due. At 31 July 2025, the total provision for doubtful debts was £62k (31 July 2024: £34k).

## 19 Financial Instruments

The Institution has elected to adopt Sections 11 and 12 of FRS 102 in respect of the recognition, measurement and disclosure of financial instruments.

### Financial Assets

Basic financial assets include trade and other receivables, cash and cash equivalents. These assets are initially recognized at transaction price and are assessed for indicators of impairment at each Statement of Financial Position date. If there is objective evidence of impairment, an impairment loss is recognized in the Statement of Comprehensive Income. Financial assets are de-recognised when the contractual right to the cashflows from the asset expire or substantially all the risks and rewards of the ownership of the asset are transferred to another party. The Institution has no assets which are valued using the amortised cost method.

### Financial Liabilities

Basic financial liabilities include trade and other payables. These liabilities are initially recognized at transaction price. The Institution applies the provisions of FRS 102 (PBE 34.87-34.97) when accounting for shareholder loans. As a result, the loans are initially recorded at cost and carry no interest rate. The loans are treated as non-current liabilities based on shareholder expectations on repayment dates. The Institution has no other liabilities which are valued using the amortised cost method.

# Notes to the financial statements

for the year ended 31 July 2025

		31 July 2025	31 July 2024
<b>1 Tuition fees and education contracts</b>	Notes	<b>£000s</b>	<b>£'000s</b>
Full-time home and EU students		7,669	5,457
Full-time international students		5,612	4,691
		<u>13,281</u>	<u>10,148</u>
<b>2 Funding body grants</b>			
<b>Recurrent grant</b>			
Office for Students		163	71
<b>Specific grants</b>			
Catalyst grant		347	494
		<u>510</u>	<u>565</u>
Income from capital grants includes £347,000 in respect of capital grants released in the year (2023/24: £494,000).			
<b>3 Other income</b>			
Donations		216	-
Apprenticeship Income		370	219
Other income		444	852
		<u>1,030</u>	<u>1,071</u>

# Notes to the financial statements

for the year ended 31 July 2025

	31 July 2025 £000s	31 July 2024 £'000s
<b>4 Staff costs</b>		
Staff Costs:		
Salaries	6,478	5,936
Social security costs	763	608
Other pension costs	471	382
<b>Total</b>	<b>7,712</b>	<b>6,926</b>

	31 July 2025 £000s	31 July 2024 £'000s
<b>Total remuneration of the head of the institution</b>		
Basic salary	176	175
Performance-related pay and other bonuses	75	30
Pension contributions	18	17
Health Insurance	1	1
	<b>270</b>	<b>223</b>

The CEO is the highest paid member of staff, and their remuneration reflects the skills required to lead a 'disruptive' HEI that is commercial and actively engaged with business.

The CEO's remuneration is subject to annual review by the Remuneration Committee, and reflect their performance across a number of pre-determined criteria.

The number of other staff with a basic salary of over £100,000 per annum has been included below.

	31 July 2025 No.	31 July 2024 No.
<b>Basic salary per annum</b>		
£105,000 - £109,999	0	1
£110,000 - £114,999	1	0
£115,000 - £119,999	1	0
£120,000 - £124,999	0	0
£125,000 - £129,999	0	1
£130,000 - £134,999	0	0
£135,000 - £135,999	1	1
£140,000 - £144,999	1	1
	<b>4</b>	<b>4</b>

	No.	No.
<b>Average staff numbers by major category:</b>		
Academic	66	57
Administrative	87	84
<b>Total number of staff</b>	<b>152</b>	<b>141</b>

## Key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Institution. Staff costs includes compensation paid to key management personnel.

	31 July 2025 £000s	31 July 2024 £'000s
<b>Key management personnel compensation</b>	<b>800</b>	<b>812</b>

The CEO's basic salary is 4.4 (2024:4.5) times the median pay of staff, where the median pay is calculated on a full time equivalent basis for the salaries from the provider to its staff. The provisions of paragraph 12d of OFS accounts direction 19/20 have been adopted.

The CEO's total remuneration is 6.8 (2024: 5.7) times the median pay of staff, where the median pay is calculated on a full time equivalent basis for the salaries from the provider to its staff. This includes 50% Long Term Incentive plan payment, which was paid this financial year.

## Notes to the financial statements

for the year ended 31 July 2025

	31 July 2025 £000s	31 July 2024 £'000s
<b>5 Interest and other finance costs</b>		
Bank and other interest	341	35
Finance lease interest	170	128
	<u>511</u>	<u>163</u>

Finance costs increased during the year as we expanded our banking facility and we also funded capital investment through finance lease.

	31 July 2025 £000s	31 July 2024 £'000s
<b>6 Analysis of total expenditure by activity</b>		
Academic and related expenditure	1,981	1,874
Administration and central services	1,793	1,537
Premises (including service concession cost)	3,104	2,367
Other expenses	62	5
	<u>6,940</u>	<u>5,783</u>

The increase in property related costs includes £0.5m relating to step up of rent for the Business School and the cost of capacity expansion to cater for increasing student numbers.

Other operating expenses include:

#### Operating lease rentals

Land and buildings	1,696	1,205
Other	17	26

Fees payable to the auditor for the audit of the financial statements	75	62
Taxation compliance services	-	-
Taxation advisory services	-	-

	31 July 2025 £000s	31 July 2024 £'000s
<b>7 Access and Participation</b>		
Access Investment	658	457
Financial Support	191	133
Evaluation and Research	14	30
Support for Disabled Students	23	-
	<u>887</u>	<u>620</u>

£632,922 of Access Investment costs, £14,330 of Evaluation and Research costs and £23,076 of Support for disabled students are already included in the overall staff costs figures included in note 4 (2024: £457,000).

Access Investment- The amount spent has been higher than planned due to heavy investment in our widening participation and community engagement work.

The university access and participation plan can be found at:

[https://apis.officeforstudents.org.uk/accessplansdownloads/2125/UniversityAcademy92Limited\\_APP\\_2021-22\\_V1\\_10067648.pdf](https://apis.officeforstudents.org.uk/accessplansdownloads/2125/UniversityAcademy92Limited_APP_2021-22_V1_10067648.pdf)

	31 July 2025 £000s	31 July 2024 £'000s
<b>8 Taxation</b>		
<b>Recognised in the statement of comprehensive income</b>		
<b>Current tax</b>		
Adjustment in respect of previous years	-	-
<b>Current tax refund</b>	-	-
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
Reduction in tax rate	-	-
Recognition of previously unrecognised tax losses	-	-
<b>Deferred tax expense</b>	-	-
<b>Total tax refund</b>	-	-
<b>Factors affecting the tax charge</b>		
The tax assessed for the year is lower than the standard rate of corporation tax in the UK.		
<b>Loss before taxation</b>	(1,632)	(2,276)
UK corporation tax at 19% (2024: 19%)	-	-
<b>Total tax expense</b>	-	-

#### 9 Intangible assets

	31 July 2025 £000s	31 July 2024 £'000s
<b>Software</b>		
Balance b/f	619	110
Additions	252	581
Amortisation charge for the year	(153)	(72)
Closing balance	<u>718</u>	<u>619</u>

The amortisation period is 5 years.

# Notes to the financial statements

for the year ended 31 July 2025

## 10 Tangible Assets

<b>Tangible assets comprises:</b>	<b>31 July 2025</b>	31 July 2024
	<b>£000s</b>	£'000s
Property, plant and equipment	4,213	4,252
	<u>4,213</u>	<u>4,252</u>

### 10A Property, plant and equipment

	Leasehold Land and Buildings £000s	Plant and Machinery £000s	Fixtures, Fittings and Equipment £000s	Total £000s
<b>Cost</b>				
At 1 August 2024	3,266	1,978	1,835	7,079
Additions	178	608	260	1,046
<b>At 31 July 2025</b>	<u>3,444</u>	<u>2,586</u>	<u>2,095</u>	<u>8,125</u>
<b>Depreciation</b>				
At 1 August 2024	853	634	1,340	2,827
Charge for the year	426	381	278	1,085
<b>At 31 July 2025</b>	<u>1,279</u>	<u>1,015</u>	<u>1,618</u>	<u>3,912</u>
<b>Carrying amount</b>				
<b>At 31 July 2025</b>	<u>2,165</u>	<u>1,570</u>	<u>478</u>	<u>4,213</u>
At 31 July 2024	<u>2,413</u>	<u>1,344</u>	<u>495</u>	<u>4,252</u>

Included within Leasehold land and Buildings are £382,000 of estimated dilapidation costs to reinstate the leasehold buildings back to their original condition at the end of the lease period (refer to provision in note 15). The carrying amount at the financial year end is £266,000.

#### Leased assets included above:

<b>Carrying amount</b>				
<b>At 31 July 2025</b>	<u>355</u>	<u>859</u>	<u>96</u>	<u>1,311</u>
At 31 July 2024	<u>412</u>	<u>696</u>	<u>-</u>	<u>1,108</u>

Property, plant and equipment include assets held under finance leases as follows:

	<b>31 July 2025</b>	31 July 2024
	<b>£000s</b>	£'000s
Cost	1,798	1,299
Accumulated depreciation	(191)	(18)
Charge for year	(297)	(173)
<b>Carrying amount</b>	<u>1,310</u>	<u>1,108</u>

Finance lease arrangements are in place to support building facilities and technology infrastructure in both our sites. Outstanding lease payments total £382,000 (within 12 months) and £329,000 (within 2 to 5 years).

# Notes to the financial statements

for the year ended 31 July 2025

## 11 Non-Current Investments

	31 July 2025	31 July 2024
	£	£
Investment in subsidiaries	100	100
	<u>100</u>	<u>100</u>

Details of investments in which the Institution holds (unless indicated) 20% or more of the nominal value of any class of share capital are as follows:

Company	Principal Activity	Status	Holding	Registered office
UA92 Old Trafford Limited	Dormant	100% owned	Ordinary shares	University House, Bailrigg, Lancaster,

## 12 Stock

	31 July 2025	31 July 2024
	£000s	£'000s
Stock	50	51
	<u>50</u>	<u>51</u>

Stock is consumed on a first in first out basis and primarily relates to sports merchandise.

## Notes to the financial statements

for the year ended 31 July 2025

### 13 Trade and other receivables

	31 July 2025	31 July 2024
	£000s	£'000s
Amounts falling due within one year:		
Other trade receivables	2,681	1,817
Other receivables	0	-
Prepayments and accrued income	689	629
	<u>3,370</u>	<u>2,446</u>

Other trade receivables include £1.8m of student tuition fees which were invoiced before the year-end but where the income relates to the year-ended 31st July 2026. Income has not been recognised in relation to these items with a corresponding adjustment made to deferred income (see Note 14).

### 14 Current liabilities

	31 July 2025	31 July 2024 (Restated)
	£000s	£'000s
Bank overdraft	3,296	2,240
Other unsecured loans	302	300
Obligations under finance leases	382	430
Trade payables	594	620
Social security and other taxation payable	245	220
Accruals and deferred income	4,318	3,697
Amounts owed to related parties	772	725
	<u>9,909</u>	<u>8,233</u>

Amounts owed to related parties are interest free and are repayable on demand.  
31 July 2024 related parties is restated to reflect Bruntwood trade payables balance of £645k.

Current liabilities include the provision of an overdraft facility which was increased during the financial year. Other unsecured loans of £300k which were provided on a temporary basis by a key supplier has been repaid during the year. Accruals and deferred income includes the offset to early invoices referenced in Note 13.

### Deferred income

Included with accruals and deferred income are the following items of income which have been deferred until specific performance related conditions have been met.

	31 July 2025	31 July 2024
	£000s	£'000s
Grant income	315	347
Other income	2,141	1,323
	<u>2,456</u>	<u>1,670</u>

### 15 Non-current liabilities

	31 July 2025	31 July 2024
	£000s	£'000s
Deferred income	765	1,081
Obligations under finance lease	329	227
Dilapidation provisions	382	382
Other unsecured loans	1,032	
Concessionary loans	1,050	1,050
	<u>3,558</u>	<u>2,740</u>

The dilapidation provisions are the estimated costs to reinstate the leasehold buildings back to their original condition at the end of the lease period (refer to asset in note 10).

The prior year shareholder loan of £1,050,000 are treated as Public Entity Concessionary loans and attract 0% interest. They are therefore valued at cost. A further £760,000 has been invested by the shareholders during the financial year in the form of an unsecured shareholder loan and carry a market base rate of interest and have been valued at amortised cost.

	£000s	£'000s
Lancaster University	1,025	525
Bruntwood	231	131
Class of 92	554	394
	<u>1,810</u>	<u>1,050</u>

# Notes to the financial statements

for the year ended 31 July 2025

16 Loans	31 July 2025	31 July 2024
Analysis of concessionary and unsecured loans:	£000s	£'000s
<b>Due within one year or on demand (Note 14)</b>	<b>302</b>	300
Due between one and two years	190	<b>1,050</b>
Due between two and five years	<b>1,892</b>	-
Due in five years or more	-	-
<b>Due after more than one year</b>	<b>2,082</b>	<b>1,050</b>
<b>Total loans</b>	<b>2,384</b>	<b>1,350</b>

17 Cash at bank	Notes	At 1 August 2024	Cash Flows	At 31 July 2025
		£000s	£000s	£000s
Cash at bank		280	(121)	159
		<b>280</b>	<b>(121)</b>	<b>159</b>

18 Reconciliation of net debt	31 July 2025	
	£000s	
<b>Net debt 1 August 2024</b>	<b>3,967</b>	
Movement in cash at bank	1,177	
New finance leases and unsecured loans	1,088	
<b>Net debt 31 July 2025</b>	<b>6,232</b>	
<b>Change in net debt</b>	<b>2,265</b>	
<b>Analysis of net debt:</b>	<b>31 July 2025</b>	<b>31 July 2024</b>
	£000s	£000s
<b>Cash at bank</b>	<b>159</b>	<b>280</b>
<b>Borrowings: amounts falling due within one year</b>		
Bank overdraft	3,296	2,240
Other unsecured loans	302	300
Obligations under finance leases	382	430
	<b>3,980</b>	<b>2,970</b>
<b>Borrowings: amounts falling due after more than one year</b>		
Obligations under finance lease	329	227
Other unsecured loans	1,032	-
Concessionary loans	1,050	1,050
	<b>2,411</b>	<b>1,277</b>
<b>Net debt</b>	<b>6,232</b>	<b>3,967</b>

19 Lease obligations	31 July 2025			31 July 2024
	Land and Buildings	Plant and Machinery	Total	
	£000s	£000s	£000s	£000s
<b>Total rentals payable under operating leases:</b>				
<b>Payable during the year</b>	1,696	17	1,713	1,205
<b>Future minimum lease payments due:</b>				
Not later than 1 year	1,737	-	1,737	1,718
Later than 1 year and not later than 5 years	3,766	-	3,766	5,522
Later than 5 years	-	-	-	80
<b>Total lease payments due at 31 July 2025</b>	<b>5,503</b>	<b>-</b>	<b>5,503</b>	<b>7,320</b>

# Notes to the financial statements

for the year ended 31 July 2025

## 20 Related party transactions

Due to the nature of the Institution's operations and the composition of its Council (being drawn from local public and private sector organisations) and Senior Leadership Team, it is inevitable that transactions will take place with organisations in which a member of Council or the Senior Leadership Team may have an interest. All such transactions are in accordance with the Institution's financial regulations and normal procurement procedures. The Institution has taken advantage of the exemption within FRS 102 Section 33 'Related Party Disclosures' and has not disclosed transactions with other wholly owned group entities. Please see note 15 for additional disclosure in conjunction with the below.

	31st July 2025		31st July 2024	
	Expenditure (to) from related party £000s	Balance due (to)/from related party £000s	Expenditure (to) from related party £000s	Balance due (to)/from related party £000s
Bruntwood - Payable	(2,612)	(651)	(1,890)	(645)
Bruntwood - Receivable	15	-	54	25
Lancaster University - Payable	(128)	(121)	(21)	(81)
Lancaster University - Receivable	2	-	1	0
	<b>(2,723)</b>	<b>(772)</b>	<b>(1,856)</b>	<b>(701)</b>

### Lancaster University and Bruntwood

Expenditure relates to supplier invoices processed through the accounts payable system .

## 21 Share Capital

	Issued Ordinary Share Number of shares (Allotted and Paid)	Issued Ordinary Share Capital £000s
<b>Year ending 31 July 2025</b>		
Balance at beginning of the financial year	13,000,000	13,000
Proceeds from share issue	0	-
Balance at end of the financial year	<b>13,000,000</b>	<b>13,000</b>
<b>Year ending 31 July 2024</b>		
Balance at beginning of the financial year	13,000,000	13,000
Proceeds from share issue	0	-
Balance at end of the financial year	<b>13,000,000</b>	<b>13,000</b>

The £13m Ordinary shares in issue are held by the following parties:

5,250,000 "A1" £1 Ordinary shares- Held by the Class of 92 and their associates  
1,250,000 "A2" £1 Ordinary shares- Held by Bruntwood Limited  
6,500,000 "B" £1 Ordinary shares- Held by Lancaster University

# Notes to the financial statements

for the year ended 31 July 2025

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## 22 Contingent liabilities

There is a potential £246k of additional dilapidation costs which have not been provided for based on the Directors' assessment of the likelihood of dilapidation costs to reinstate the leasehold properties back to their original condition at the end of the lease period.

## 23 Events after the reporting period

UA92 will have use of facilities at Manchester United Football Club for teaching purposes from October 2025. This deal represents the first step in a strategic partnership with Manchester United Football Club. There is no liability for UA92 as a result of this arrangement.

On 10/11/25 Sara Prowse tendered her resignation as a director of the Company. In accordance with her contractual notice period, she will continue to serve as a director, the Chief Executive and Accountable officer until the end of the academic year in 2026. The Board has commenced a recruitment process to determine her successor.