Company registration number: 07505626

International Business College Manchester Limited

Financial statements

31 January 2026

International Business College Manchester Limited

Contents

International Business College Manchester Limited

Directors and other information

Directors	Mr Mark Harrington
Company number	07505626
Registered office	11 Portland Street Minshull Street Entrance Manchester M1 3HU
Auditor	G A Harris & Co Limited Brulimar House Jubilee Road Middleton Manchester M24 2LX
Accountants	Atria Accountants Ltd Imperial House 79-81 Hornby Street Bury BL9 5BN
Bankers	Royal Bank of Scotland Plc PO Box 320 St Ann Street Manchester M2 3HY

Directors report
Year ended 31 January 2026

The directors present their report and the financial statements of the company for the year ended 31 January 2026.

Directors
The directors who served the company during the year were as follows:

Mr Mark Harrington

Directors responsibilities statement
The directors are responsible for preparing the directors report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law 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 company and the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:
- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

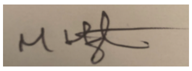
The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor
Each of the persons who is a director at the date of approval of this report confirms that:
- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

Small company provisions
This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 30 June 2026 and signed on behalf of the board by:



Mr Mark Harrington
Director

Independent auditor's report to the members of
International Business College Manchester Limited
Year ended 31 January 2026

Opinion

I have audited the financial statements of International Business College Manchester Limited (the 'company') for the year ended 31 January 2026 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In my opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 January 2026 and of its 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

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

Conclusions relating to going concern

In auditing the financial statements, I 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 I have performed, I have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the 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.

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

Other Information

The other information comprises the information included in the annual report, other than the financial statements and my auditor’s report thereon. The directors are responsible for the other information. My opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in my report, I do not express any form of assurance conclusion thereon.

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

I have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, I have not identified material misstatements in the directors' report.

I have nothing to report in respect of the following matters where the Companies Act 2006 requires me to report to you if, in my opinion:

- adequate accounting records have not been kept, or returns adequate for my audit have not been received from branches not visited by me; or
- the financial statements are not in agreement with the accounting records and the returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- I have not received all the information and explanations I require for my audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

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 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 company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

My 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 my 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. I design procedures in line with my responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which my procedures are capable of detecting irregularities, including fraud is detailed below:

Independent auditor's report to the members of
International Business College Manchester Limited (continued)
Year ended 31 January 2026

The audit was designed to obtain reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. Owing to the inherent limitations of an audit, there is an unavoidable risk that certain irregularities, including fraud, may not be detected. The extent of detection is influenced by factors such as the nature of the irregularity, the level of collusion involved, the quality of internal controls, and the fact that much audit evidence is persuasive rather than conclusive. However, the audit team maintained professional scepticism throughout, performed risk-based procedures in accordance with ISAs (UK), and considered the risk of material irregularities as part of the overall audit strategy.

As part of an audit in accordance with ISAs (UK), I exercise professional judgment and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If I conclude that a material uncertainty exists, we are required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

Independent auditor's report to the members of International Business College Manchester Limited (continued)
Year ended 31 January 2026

Use of my 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. My audit work has been undertaken so that I might state to the company's members those matters I am required to state to them in an auditors report and for no other purpose. To the fullest extent permitted by law, I do not accept or assume responsibility to anyone other than the company and the company's members as a body, for my audit work, for this report, or for the opinions I have formed.

Gary Harris

G A Harris & Co Limited
Chartered Accountant and Statutory Auditor
Brulimar House
Jubilee Road
Middleton
Manchester
M24 2LX

30 June 2026

International Business College Manchester Limited

Statement of comprehensive income
Year ended 31 January 2026

	Note	2026	2025
		£	£
Turnover		832,031	1,126,269
Cost of sales		(420,601)	(378,123)
Gross profit		411,430	748,146
Administrative expenses		(490,958)	(689,950)
Operating (loss)/profit		(79,528)	58,196
Interest payable and similar expenses		(1,946)	(1,859)
(Loss)/profit before taxation	5	(81,474)	56,337
Tax on (loss)/profit		9,729	(11,484)
(Loss)/profit for the financial year and total comprehensive income		(71,745)	44,853

All the activities of the company are from continuing operations.

The notes on pages 12 to 17 form part of these financial statements.

International Business College Manchester Limited

Statement of financial position
31 January 2026

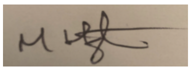
	Note	2026 £	£	2025 £	£
Fixed assets					
Tangible assets	6	23,504		28,776	
			23,504		28,776
Current assets					
Debtors	7	503,493		483,845	
Cash at bank and in hand		4,408		48,168	
		507,901		532,013	
Creditors: amounts falling due within one year	8	(435,983)		(463,683)	
Net current assets			71,918		68,330
Total assets less current liabilities			95,422		97,106
Creditors: amounts falling due after more than one year	9		(73,494)		(2,500)
Provisions for liabilities			(5,876)		(6,809)
Net assets			16,052		87,797
Capital and reserves					
Called up share capital			1		1
Profit and loss account			16,051		87,796
Shareholders funds			16,052		87,797

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

The notes on pages 12 to 17 form part of these financial statements.

Statement of financial position (continued)
31 January 2026

These financial statements were approved by the board of directors and authorised for issue on 30 June 2026, and are signed on behalf of the board by:



Mr Mark Harrington
Director

Company registration number: 07505626

International Business College Manchester Limited

Statement of changes in equity
Year ended 31 January 2026

	Called up share capital £	Profit and loss account £	**Total** **£**
At 1 February 2024	1	42,943	42,944
(Loss)/profit for the year		44,853	44,853
Total comprehensive income for the year	-	44,853	44,853
At 31 January 2025 and 1 February 2025	1	87,796	87,797
(Loss)/profit for the year		(71,745)	(71,745)
Total comprehensive income for the year	-	(71,745)	(71,745)
At 31 January 2026	1	16,051	16,052

1. General information

The company is a private company limited by shares, registered in England. The address of the registered office is 11 Portland Street, Minshull Street Entrance, Manchester, M1 3HU.

2. Statement of compliance

These financial statements have been prepared in compliance with the provisions of FRS 102, Section 1A, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.
The financial statements are prepared in sterling, which is the functional currency of the entity.

Turnover

Turnover is measured at the fair value of the consideration received or receivable for services rendered, net of discounts and Value Added Tax.

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other 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. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Tangible assets

Tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Plant and machinery	-	10%	straight line

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event; it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

4. Employee numbers

The average number of persons employed by the company during the year amounted to 7 (2025: 8).

5. Loss/profit before taxation

Loss/profit before taxation is stated after charging/(crediting):

	2026	2025
	£	£
Depreciation of tangible assets	5,273	5,273
Fees payable for the audit of the financial statements	4,800	3,800

6. Tangible assets

	Plant and machinery	**Total**
	£	**£**
Cost		
At 1 February 2025 and 31 January 2026	52,730	52,730
Depreciation		
At 1 February 2025	23,953	23,953
Charge for the year	5,273	5,273
At 31 January 2026	29,226	29,226
Carrying amount		
At 31 January 2026	23,504	23,504
At 31 January 2025	28,777	28,777

7. Debtors

	2026	2025
	£	£
Trade debtors	132,740	-
Other debtors	370,753	483,845
	503,493	483,845

The director, Mark Harrington, has given a personal guarantee in respect of the amounts due from the related party.

8. Creditors: amounts falling due within one year

	2026	2025
	£	£
Bank loans and overdrafts	29,225	10,000
Trade creditors	201,727	378,286
Corporation tax	-	8,795
Social security and other taxes	9,964	3,165
Other creditors	195,067	63,437
	435,983	463,683

9. Creditors: amounts falling due after more than one year

	2026	2025
	£	£
Bank loans and overdrafts	73,494	2,500

10. Directors advances, credits and guarantees

During the year the directors entered into the following advances and credits with the company:

2026

	Balance brought forward	Advances /(credits) to the directors	Balance o/standing
	£	**£**	**£**
Mr Mark Harrington	(45,770)	(84,139)	(129,909)

2025

	Balance brought forward	Advances /(credits) to the directors	Balance o/standing
	£	£	£
Mr Mark Harrington	(770)	(45,000)	(45,770)

11. Related party transactions

The director of the company. Mr Mark Harrington, is also a director and 100% shareholder of Orient Direct Limited. He is also a 50% director and shareholder of Choices International Limited.

The company paid Orient Direct Limited £124,000 (2025: £312,500) in the year in respect of marketing and management services.

At the balance sheet date Orient Direct Limited owed £357,163 (2025:£435,035)to the company which is included in other debtors. Amounts due to Choices International Limited was £50,000 (2024: £nil).

12. Controlling party

The controlling party of the company is the director and shareholder, Mr Mark Harrington, holding 51% of the shareholding.

13. Going concern

The trading outlook for International Business College Manchester Limited is strong and improving. The company has achieved a significant improvement in its forward enrolment position, with confirmed and expected enrolments supporting income of more than £1.2 million by June 2026. This represents a material strengthening of the company's revenue base and provides a clear foundation for continued growth during the 2026/27 academic year and beyond.

The Directors consider that the company's future prospects have been further strengthened by its approval to deliver Higher Technical Qualifications in Business and Computing. These approvals are strategically important because they align the college's provision with national skills priorities, employer demand and career-focused student outcomes. They also support the company's ability to recruit UK students, including students eligible for student finance, and provide a more robust platform for sustainable growth.
The company is registered with the Office for Students and continues to focus on the delivery of high-quality, regulated qualifications which provide students with clear progression routes and strong employment prospects. The Directors believe that the college's expanded portfolio, particularly in Business and Computing, will support increased student recruitment, improved income visibility and a more diversified operating model.

The company's strategy is to continue expanding its portfolio of qualifications and professional training programmes in areas where there is strong student and employer demand. This includes Higher Technical Qualifications, regulated Business and Computing provision, ILM Leadership and Management programmes, and employer-focused training. These activities provide multiple revenue streams and reduce reliance on any single market.
In November 2025, 49% of the shares in the company were sold to Matrix Solutions International Limited. Matrix Solutions International Limited has extensive experience in the education sector and is expected to support the company's planned growth, operational development and financial resilience. A proportion of the sale proceeds will be available to protect the company's financial position and support future expansion. The Board of directors and management has also been strengthened after the year end to facilitate growth and expansion of the business.

International Business College Manchester Limited is owed £357,163 by its associated company, Orient Direct Ltd. The Director of both companies is Mr Mark Harrington. The Director has provided a personal guarantee to International Business College Manchester Limited in respect of monies owing, limited to £360,000.
The Directors have reviewed the company's forecasts, cash flow projections and strategic plans for the period of at least twelve months from the date of approval of these financial statements. This review takes into account the strengthened enrolment position, projected income growth, the company's OfS registration, approval to deliver Higher Technical Qualifications in Business and Computing, and the continuing development of additional revenue streams.
Based on the company's current and forecast trading, confirmed and expected enrolments, OfS registration, approval to deliver Higher Technical Qualifications in Business and Computing, the support of Matrix Solutions International Limited, and the additional support available from associated parties, the Directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

Accordingly, the Directors consider it appropriate to prepare the financial statements on a going concern basis.

14. Governance summary

Management can confirm that International Business College Manchester has a documented governance structure, defined reporting lines, delegated authorities, committee terms of reference, annual review mechanisms and formal mechanisms and formal arrangements for oversight of financial performance, risk management, academic standards, regulatory compliance and institutional sustainability.

15. Directors remuneration

Mark Harrington received a nil salary from the company during the year, this includes nil benefits, pension, dividends aswell as any other amounts.

16. Turnover Analysis

Turnover	
Fee-Income For Non-Qualifying Courses	100,290
Fee Income for Taught Awards	731,741
Total Turnover	832,031

The following pages do not form part of the statutory accounts.

International Business College Manchester Limited

Detailed income statement
Year ended 31 January 2026

	2026	2025
	£	£
Turnover		
International student fees	528,329	1,092,302
UK student fees	203,412	33,967
Professional Training fees	100,290	-
	832,031	1,126,269
Cost of sales		
Direct costs	(28,958)	-
Wages and salaries	(157,443)	(114,149)
Employer's Social security contributions	(21,376)	(9,580)
Staff pension costs - defined contribution	(1,837)	(2,020)
Lecturers	(146,994)	(94,647)
Commissions payable	(58,848)	(127,216)
Consultants	(14,338)	(3,803)
Accomodation	9,193	(18,903)
Student scholarship	-	(600)
Student welfare	-	(7,205)
	(420,601)	(378,123)
Gross profit	411,430	748,146
Gross profit percentage	49.4%	66.4%
Overheads		
Administrative expenses		
Wages and salaries	-	(44,391)
Employer's social security contributions	-	(3,726)
Staff pension costs - defined contribution	-	(786)
Management expenses	(124,000)	(312,500)
Rent payable	(199,467)	(196,427)
Rates	(37,577)	(27,408)
Insurance	(1,527)	(4,874)
Repairs and maintenance	(3,332)	(2,234)
Printing, postage and stationery	-	(435)
Advertising	(10,598)	(6,398)
Telephone	(654)	(432)
Computer costs	(6,634)	(2,570)
Travelling and entertainment	-	(519)
Legal and professional	(74,911)	(57,924)
Consultancy fees	-	(8,314)
Accountancy fees	(11,085)	(3,865)
Auditors remuneration	(4,800)	(3,800)
Bank charges	(574)	(1,281)
General expenses	3	-
Subscriptions	(10,529)	(6,793)
Depreciation of tangible assets	(5,273)	(5,273)

International Business College Manchester Limited

Detailed income statement (continued)
Year ended 31 January 2026

	2026	2025
	£	£
	(490,958)	(689,950)
Operating (loss)/profit	(79,528)	58,196
Operating (loss)/profit percentage	9.6%	5.2%
Interest payable and similar expenses	(1,946)	(1,859)
(Loss)/profit before taxation	(81,474)	56,337

Signable

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Parties involved with this document

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