

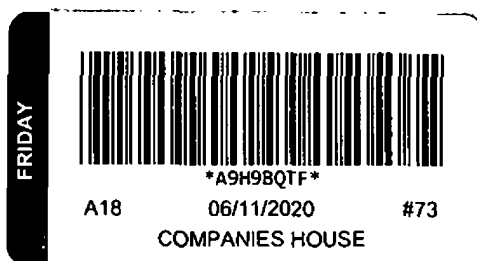
**Bright Scholar (BCS) Property
Limited**

Annual Report and Financial Statements

13 Month Period Ended

31 August 2019

Company Number 11494535



Bright Scholar (BCS) Property Limited

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Company Information

Directors	J He (appointed 1 August 2018) D M Li (appointed 1 August 2018) L W Mei (appointed 1 August 2018)
Registered number	11494535
Registered office	Bournemouth Collegiate School College Road Southbourne United Kingdom Bournemouth BH5 2DY
Independent auditor	BDO LLP Arcadia House Maritime Walk Ocean Village Southampton SO14 3TL

Bright Scholar (BCS) Property Limited

Directors' Report For the 13 month period Ended 31 August 2019

The directors present their report and the financial statements for the 13 month period ended 31 August 2019.

Principal activity

The company was incorporated on 1 August 2018 and did not trade until 1 December 2018. These statutory accounts therefore reflect activity for the 13 month period since incorporation and reflect 9 months activity. It's principal activity is that of a property holding company.

Directors

The directors who served during the period were:

J He (appointed 1 August 2018)
D M Li (appointed 1 August 2018)
L W Mei (appointed 1 August 2018)

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 to 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.

Qualifying third party indemnity provisions

The company has indemnified the directors of the company in respect of proceedings brought by third parties. Such qualifying third party indemnity provision remains in place at the date of this report.

Bright Scholar (BCS) Property Limited

Directors' Report (continued) For the 13 month period Ended 31 August 2019

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



D M Li
Director

Date: 4/11/2020

Bright Scholar (BCS) Property Limited

Independent Auditor's Report to the Members of Bright Scholar (BCS) Property Limited

Opinion

We have audited the financial statements of Bright Scholar (BCS) Property Limited ("the company") for the 13 month period ended 31 August 2019 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the 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 Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2019 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Bright Scholar (BCS) Property Limited

Independent Auditor's Report to the Members of Bright Scholar (BCS) Property Limited (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report and Financial Statements, 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.

In connection with our audit of the financial statements, 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.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Directors' Report for the financial period 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, we have not identified material misstatements in the Directors' Report.

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; 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.

Bright Scholar (BCS) Property Limited

Independent Auditor's Report to the Members of Bright Scholar (BCS) Property Limited (continued)

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

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.

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

Use of our report

This report is made solely to the company's member in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's member those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's member, for our audit work, for this report, or for the opinions we have formed.



David I'Anson (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Southampton
United Kingdom

Date: 4 November 2020

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

Bright Scholar (BCS) Property Limited

Statement of Comprehensive Income For the 13 month period Ended 31 August 2019

	Note	Period to 31 August 2019 £
Administrative expenses		(191,750)
Operating loss	4	(191,750)
Tax on loss		1,272
Loss for the financial period		<u>(190,478)</u>

There was no other comprehensive income for 2019.

The notes on pages 9 to 15 form part of these financial statements.

Bright Scholar (BCS) Property Limited

Registered number:11494535

Balance Sheet As at 31 August 2019

	Note	2019 £	2019 £
Fixed assets			
Tangible assets	8		10,299,135
Current assets			
Debtors	9	1,273	
Cash at bank and in hand		53,685	
		<u>54,958</u>	
Creditors: amounts falling due within one year	10	(10,544,570)	
Net current liabilities			<u>(10,489,612)</u>
Total assets less current liabilities			<u>(190,477)</u>
Net liabilities			<u>(190,477)</u>
Capital and reserves			
Called up share capital	11		1
Profit and loss account	12		(190,478)
			<u>(190,477)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



D M Li
Director

Date: 4 / 11 / 2020

The notes on pages 9 to 15 form part of these financial statements.

Bright Scholar (BCS) Property Limited

Statement of Changes in Equity For the 13 month period Ended 31 August 2019

	Called up share capital	Profit and loss account	Total equity
	£	£	£
Loss for the 13 month period	-	(190,478)	(190,478)
Shares issued during the period	1	-	1
At 31 August 2019	1	(190,478)	(190,477)

The notes on pages 9 to 15 form part of these financial statements.

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

1. General information

Bright Scholar (BCS) Property Limited is a company incorporated in England and Wales under the Companies Act 2006. The address of the registered office is shown on the company information page. The company's principal activity is that of a property holding company.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The December 2017 amendments to FRS 102 are mandatory for accounting periods beginning on or after 1 January 2017, but may be adopted early. The directors have taken the option to apply the amendments to FRS 102 early in preparation of these financial statements.

The preparation of financial statements in compliance with FRS 102 Section 1A Small Entities requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The directors have considered the company's financial position taking into account reasonably possible changes in trading performance, including the possible impacts of COVID-19 on the company. The company has net current liabilities of £10,490,884 at the balance sheet date and is dependent on the ongoing financial support of its parent company, Bright Scholar Education Holdings Limited ("BSEHL"). The directors have therefore asked for and received confirmation from BSEHL that the company will continue to provide sufficient funding for the foreseeable future, and for at least the period of twelve months following the date of approval of the financial statements to enable the company to meet its obligations to third parties as they fall due. The directors have also considered the current financial position of BSEHL and have concluded that BSEHL has the ability to stand by such a commitment.

After considering all of the above factors, the directors have a reasonable expectation that the company has sufficient access to adequate resources to continue in operational existence for the foreseeable future, and for at least the period of twelve months following the date of approval of the financial statements. The directors therefore consider it appropriate to adopt the going concern principle in preparing the financial statements.

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

2. Accounting policies (continued)

2.3 Current and deferred taxation

The tax expense for the 13 month period comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

2. Accounting policies (continued)

2.4 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	-	5% on cost
Fixtures and fittings	-	20% on cost
Computer equipment	-	20% on cost

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

2.5 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.6 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.7 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the director has had to make the following judgements:

- Determine whether there are indicators of impairment of the company's tangible assets, including factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

Other key sources of estimation uncertainty:

- Tangible fixed assets (see note 8)
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 annually and may vary depending on the number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

4. Operating loss

The operating loss is stated after charging:

	Period to 31 August 2019 £
Depreciation on tangible fixed assets	190,864

5. Auditor remuneration

	Period to 31 August 2019 £
Fees payable to the company's auditor for the audit of the company's annual financial statements	3,600
Fees payable to the company's auditor in respect of:	
Taxation compliance services	1,500
All other services	1,650

Auditor fees have been borne by other group companies.

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

6. Employees

The company has no employees other than the directors, who did not receive any remuneration.

7. Taxation

	Period to 31 August 2019 £
Total current tax	-
Deferred tax	
Origination and reversal of timing differences	(1,272)
Total deferred tax	(1,272)
Taxation on loss on ordinary activities	(1,272)

Factors affecting tax charge for the period

The tax assessed for the 13 month period is lower than the standard rate of corporation tax in the UK of 19%. The differences are explained below:

	Period to 31 August 2019 £
Loss on ordinary activities before tax	(191,750)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19%	(36,432)
Effects of:	
Fixed asset differences	21,924
Adjustments to tax charge rates	150
Group relief	13,086
Total tax credit for the period	(1,272)

Factors that may affect future tax charges

As at the year end the Government had announced that from 1 April 2020 the Corporation Tax main rate would be further reduced to 17%. Accordingly, deferred tax balances recognised in the accounts as at the year-end have been calculated using the 17% rate.

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

8. Tangible fixed assets

	Freehold property £	Fixtures and fittings £	Computer equipment £	Total £
Cost				
Additions	9,986,847	478,408	24,744	10,489,999
At 31 August 2019	9,986,847	478,408	24,744	10,489,999
Depreciation				
Provided for the period	115,391	71,761	3,712	190,864
At 31 August 2019	115,391	71,761	3,712	190,864
Net book value				
At 31 August 2019	9,871,456	406,647	21,032	10,299,135

9. Debtors

	2019 £
Due within one year	
Amounts owed by group undertakings	1
Deferred taxation	1,272
	<u>1,273</u>

10. Creditors: amounts falling due within one year

	2019 £
Amounts owed to group undertakings	10,544,570
	<u>10,544,570</u>

Bright Scholar (BCS) Property Limited

Notes to the Financial Statements For the 13 month period Ended 31 August 2019

11. Share capital

	2019 £
Allotted and called up	
100 Ordinary shares of £0.01 each	<u>1</u>

On incorporation 100 ordinary shares were issued at par value.

12. Reserves

The company's capital and reserves are as follows:

Share capital

Called up share capital reserve represents the nominal value of the shares issued

Profit and loss account

The profit and loss account represents cumulative profits or losses net of dividends paid and other adjustments

13. Post balance sheet events

The emergence of COVID-19 is a non-adjusting post balance sheet event.

14. Parent company and controlling party

The immediate parent company is Bright Scholar (BCS) Limited.

The ultimate controlling party is Ms Meirong Yang by virtue of her controlling interest in the company's ultimate parent undertaking.

The largest and smallest group in which the results of the company are consolidated is that headed by Bright Scholar Education Holdings Limited, a company incorporated in the Cayman Islands. The address of Bright Scholar Education Holdings Limited's registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The consolidated financial statements can be obtained from 5th Floor, No.1, Country Garden Ave., Beijiao Town, Shunde District, Foshan City, Guangdong Province, 528300.