

Registered number: 04279524

Boston University USA (Europe) Limited

Directors' report and financial statements

for the year ended 31 December 2010

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COMPANIES HOUSE

Boston University USA (Europe) Limited

Company Information

Directors	Urbain de Winter (resigned 29 June 2011) Robert Cumming Philippe Pavillard Willis Wang (appointed 1 July 2011)
Company secretary	Marie O'Brien
Company number	04279524
Registered office	43 Harrington Gardens London SW7 4JU
Auditors	Reeves & Co LLP Statutory Auditors & Chartered Accountants 37 St Margaret's Street Canterbury Kent CT1 2TU
Bankers	HSBC Bank plc 95 Gloucester Road South Kensington London SW7 4SX
Solicitors	Shepherd & Wedderburn LLP Condor House 10 St Paul's Churchyard London EC4M 8AL

Boston University USA (Europe) Limited

Contents

	Page
Directors' report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 10

Boston University USA (Europe) Limited

Directors' report for the year ended 31 December 2010

The directors present their report and the financial statements for the year ended 31 December 2010
Comparative figures are provided for the 18 month period ended 31 December 2009

Statement of directors' responsibilities

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 of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently,
- make judgments and 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 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.

Principal activities

The principal activity of the company during the year was to hold investments in entities whose principal activity is to provide academic programmes and programme support to American students in Europe.

Directors

The directors who served during the year were.

Urbain de Winter (resigned 29 June 2011)
Robert Cumming
Philippe Pavillard
Willis Wang (appointed 1 July 2011)

Provision of information to auditors

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

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

Boston University USA (Europe) Limited

**Directors' report
for the year ended 31 December 2010**

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 on 22 September 2011 and signed on its behalf.

A handwritten signature in black ink, appearing to read 'R - G - Cumming' with a stylized flourish at the end.

Robert Cumming
Director

Boston University USA (Europe) Limited

Independent auditors' report to the shareholders of Boston University USA (Europe) Limited

We have audited the financial statements of Boston University USA (Europe) Limited for the year ended 31 December 2010, set out on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2010 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Boston University USA (Europe) Limited

Independent auditors' report to the shareholders of Boston University USA (Europe) Limited

Matters on which we are required to report by exception

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

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

Reeves & Co LLP

Peter Manser FCA (Senior statutory auditor)

for and on behalf of

Reeves & Co LLP

Statutory Auditors

Chartered Accountants

Canterbury

28 September 2011

Boston University USA (Europe) Limited**Profit and loss account
for the year ended 31 December 2010**

	Note	Year ended 31 December 2010 £	18 month period ended 31 December 2009 £
Administrative expenses		<u>(2,568)</u>	<u>(10,582)</u>
Operating loss	2	(2,568)	(10,582)
Income from other participating interests		(144,375)	(262,918)
Interest receivable and similar income		-	72
Interest payable and similar charges		<u>-</u>	<u>(8,900)</u>
Loss on ordinary activities before taxation		(146,943)	(282,328)
Tax on loss on ordinary activities	3	<u>-</u>	<u>-</u>
Loss for the financial year	8	<u>(146,943)</u>	<u>(282,328)</u>

The notes on pages 7 to 10 form part of these financial statements

Boston University USA (Europe) Limited
Registered number: 04279524

Balance sheet
as at 31 December 2010

	Note	2010 £	2009 £
Fixed assets			
Investments	4	1	1
Current assets			
Debtors	5	1	1
Cash at bank and in hand		11,863	14,431
		<u>11,864</u>	<u>14,432</u>
Creditors: amounts falling due within one year	6	<u>(3,160,942)</u>	<u>(3,016,567)</u>
Net current liabilities		<u>(3,149,078)</u>	<u>(3,002,135)</u>
Total assets less current liabilities		<u>(3,149,077)</u>	<u>(3,002,134)</u>
Capital and reserves			
Called up share capital	7	1	1
Profit and loss account	8	<u>(3,149,078)</u>	<u>(3,002,135)</u>
Shareholders' deficit		<u>(3,149,077)</u>	<u>(3,002,134)</u>

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 September 2011

R. A. Cumming -

Robert Cumming
Director

The notes on pages 7 to 10 form part of these financial statements.

Boston University USA (Europe) Limited

Notes to the financial statements for the year ended 31 December 2010

1. Accounting policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Going concern

The company is dependent upon the continuing support of Boston University, which the directors are confident will continue for the foreseeable future. The trustees of Boston University have guaranteed to fund EUSA LLP, an associated undertaking of the company, at all times whilst it remains, in the opinion of that LLP's members, economically viable.

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

1.3 Cash flow

The financial statements do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008).

1.4 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the profit and loss account.

Boston University USA (Europe) Limited

Notes to the financial statements for the year ended 31 December 2010

2. Operating loss

The operating loss is stated after charging

	2010 £	2009 £
Auditors' remuneration	1,500	1,500

During the year, no director received any emoluments (2009 - £NIL)

3. Taxation

	2010 £	2009 £
UK corporation tax charge on loss for the year/period	-	-

Factors affecting tax charge for the year/period

There were no factors that affected the tax charge for the year/period which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 21% (2009 - 21%).

Factors that may affect future tax charges

The company has unrelieved trading losses available to carry forward against future profits. No deferred tax asset has been recognised in respect of these losses due to the uncertainty of their recovery.

4. Fixed asset investments

	Investments in participating interests £	Unlisted investments £	Total £
Cost or valuation			
At 1 January 2010 and 31 December 2010	475,472	1	475,473
Impairment			
At 1 January 2010 and 31 December 2010	475,472	-	475,472
Net book value			
At 31 December 2010	-	1	1
At 31 December 2009	-	1	1

Boston University USA (Europe) Limited

Notes to the financial statements for the year ended 31 December 2010

4. Fixed asset investments (continued)

Associated undertakings

The following were associated undertakings of the company

Name	Holding
EUSA LLP	50%
EUSA Sarl (a company incorporated in Switzerland)	50%

The aggregate of the share capital and reserves as at 31 December 2010 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows.

Name	Aggregate of share capital and reserves £	Profit/(loss) £
EUSA LLP	(1,627,912)	(231,046)
EUSA Sarl (a company incorporated in Switzerland)	(277,411)	(59,689)

The company is a member in EUSA LLP and is entitled to a 50% share in the profits generated by the LLP EUSA Sarl is a wholly owned subsidiary undertaking of EUSA LLP

5. Debtors

	2010 £	2009 £
Amounts owed by group undertakings	1	1

6. Creditors: Amounts falling due within one year

	2010 £	2009 £
Amounts owed to group undertakings	2,093,218	2,093,218
Amounts owed to undertakings in which the company has a participating interest	1,064,844	920,469
Other creditors	2,880	2,880
	3,160,942	3,016,567

7. Share capital

	2010 £	2009 £
Allotted, called up and fully paid		
1 Ordinary share of £1	1	1

Boston University USA (Europe) Limited

Notes to the financial statements for the year ended 31 December 2010

8. Reserves

	Profit and loss account £
At 1 January 2010	(3,002,135)
Loss for the year	(146,943)
	<hr/>
At 31 December 2010	(3,149,078)
	<hr/>

9. Other financial commitments

The company has granted options to Hayes and Johnson Limited which require the company to purchase their share of EUSA LLP

The option is exercisable by Hayes and Johnson Limited during the period 10 January 2006 to 31 December 2014

The price to be paid by the company for the option shares will be determined when the option notice is exercised

10. Related party transactions

The company is a member of EUSA LLP. The company's share of the loss of EUSA LLP recognised in its profit and loss account amounted to £144,375, representing the company's 50% share of the loss of EUSA LLP for the year ended 31 December 2010

Included within creditors due within one year is an amount of £1,059,445 owed to EUSA LLP (2009 £915,069)

Included within creditors are interest-free loans of £2,093,218 from Boston University (2009 £2,084,318)

11. Post balance sheet events

On 2 February 2011 the company acquired Hayes and Johnson Limited, subsequently renamed EUSA (UK) Limited.

As a result of this, the members of EUSA LLP since 2 February 2011 have been Boston University USA (Europe) Limited and its wholly owned subsidiary EUSA (UK) Limited.

12. Ultimate parent undertaking and controlling party

The company is a wholly owned subsidiary undertaking of Boston University (USA) London, a charitable company incorporated in England and Wales. Group financial statements are not prepared

The company derives its academic accreditation, governing policies and direction from the Trustees of Boston University, a corporation based in Massachusetts in the United States of America.