

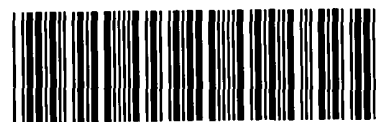
Registered number: 04279524

Boston University USA (Europe) Limited

Directors' report and financial statements

For the Year Ended 31 December 2016

WEDNESDAY



A6DXW9R4

A16

30/08/2017

#141

COMPANIES HOUSE

Boston University USA (Europe) Limited

Company Information

Directors

A M Campbell
W Wang

Company secretary

Gillian L Low

Registered number

04279524

Registered office

43 Harrington Gardens
Kensington
London
SW7 4JU

Independent auditors

Kreston Reeves LLP
Statutory Auditor & 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
Directors' responsibilities statement	2
Independent auditors' report	3 - 4
Statement of income and retained earnings	5
Balance sheet	6
Notes to the financial statements	7 - 11

Boston University USA (Europe) Limited

Directors' report

For the Year Ended 31 December 2016

The directors present their report and the financial statements for the year ended 31 December 2016.

Principal activity

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:

A M Campbell
W Wang

Disclosure 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 the director is aware, there is no relevant audit information of which the Company's auditors are 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 auditors are aware of that information.

Auditors

Under section 487(2) of the Companies Act 2006, Kreston Reeves LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

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 on

22/8/17

and signed on its behalf.



Director

Boston University USA (Europe) Limited

Directors' responsibilities statement For the Year Ended 31 December 2016

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 and then apply them consistently;
- make judgments 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements and other information included in directors' reports may differ from legislation in other jurisdictions.

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 2016, set out on pages 5 to 11. The relevant financial reporting framework that has been applied in their preparation is applicable law and the 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'.

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

As explained more fully in the directors' responsibilities statement on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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. In addition, we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 2016 and of its profit or 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.

Opinion on other matter 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 year for which the financial statements are prepared is consistent with those financial statements; and
- this report has been prepared in accordance with applicable legal requirements.

Boston University USA (Europe) Limited

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

Matters on which we are required to report by exception

In the light of our 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 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 and take advantage of the small companies' exemption from the requirement to prepare a strategic report.

Kreston Reeves LLP

Peter Manser FCA DChA (senior statutory auditor)

for and on behalf of
Kreston Reeves LLP

Statutory Auditor
Chartered Accountants

Canterbury

25 August 2017

Boston University USA (Europe) Limited

**Statement of income and retained earnings
For the Year Ended 31 December 2016**

	2016	2015
	\$	\$
Administrative expenses	(4,009)	(3,842)
Operating loss	(4,009)	(3,842)
Interest payable and expenses	(207,088)	(186,633)
Loss after tax	(211,097)	(190,475)
Retained earnings at the beginning of the year	(3,691,605)	(3,501,130)
Loss for the year	(211,097)	(190,475)
Retained earnings at the end of the year	(3,902,702)	(3,691,605)

There were no recognised gains and losses for 2016 or 2015 other than those included in the statement of income and retained earnings.

The notes on pages 7 to 11 form part of these financial statements.

Boston University USA (Europe) Limited
Registered number: 04279524

Balance sheet
As at 31 December 2016

	Note	2016 \$	2015 \$
Fixed assets			
Investments	4	2,244,323	2,244,323
		<u>2,244,323</u>	<u>2,244,323</u>
Current assets			
Debtors: amounts falling due within one year	5	23,453	19,121
Cash at bank and in hand		1,285	1,542
		<u>24,738</u>	<u>20,663</u>
Creditors: amounts falling due within one year	6	(6,171,761)	(5,956,589)
Net current liabilities		<u>(6,147,023)</u>	<u>(5,935,926)</u>
Net liabilities		<u>(3,902,700)</u>	<u>(3,691,603)</u>
Capital and reserves			
Called up share capital	7	2	2
Profit and loss account		(3,902,702)	(3,691,605)
		<u>(3,902,700)</u>	<u>(3,691,603)</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 on

Am Lupton 22/8/12

Director

The notes on pages 7 to 11 form part of these financial statements.

Boston University USA (Europe) Limited

Notes to the financial statements For the Year Ended 31 December 2016

1. General information

Boston University USA (Europe) Limited is a private company limited by shares and is incorporated in England with the registration number 04279524. The registered office is 43 Harrington Gardens, London, SW7 4JU.

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 company's financial statements are presented to the nearest US Dollars. At 31 December 2016 the rate of exchange was such that \$1 was equivalent to £0.8128 (2015: £0.67558).

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 Section 1A and have not impacted equity or profit and loss.

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The following principal accounting policies have been applied:

2.2 Going concern

The company is dependent on the continuing support of the trustees 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, a subsidiary 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.

2.3 Revenue

The company is a member of EUSA LLP, and its share of profit in the LLP represents the company's sole source of income. Income is recognised by the company only when it has been formally distributed by the LLP to its members under the terms of its partnership agreement.

2.4 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

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.

Boston University USA (Europe) Limited

Notes to the financial statements For the Year Ended 31 December 2016

2. Accounting policies (continued)

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.7 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.

2.8 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is US Dollar.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of income and retained earnings except when deferred in other comprehensive income as qualifying cash flow hedges.

2.9 Finance costs

Finance costs are charged to the statement of income and retained earnings over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Boston University USA (Europe) Limited

Notes to the financial statements For the Year Ended 31 December 2016

2. Accounting policies (continued)

2.10 Taxation

Tax is recognised in the statement of income and retained earnings, 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 in the countries where the Company operates and generates income.

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.

3. Employees

There were no employees employed by the company in the current or prior period.

4. Fixed asset investments

	Investments in subsidiary companies \$
Cost	
At 1 January 2016 and 31 December 2016	<u>2,244,323</u>
Net book value	
At 31 December 2015 and 31 December 2016	<u><u>2,244,323</u></u>

Boston University USA (Europe) Limited

Notes to the financial statements For the Year Ended 31 December 2016

4. Fixed asset investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding	Principal activity
EUSA LLP	Ordinary	100 %	Provision of academic programs and support to American students in Europe.
EUSA (UK) Limited	Ordinary	100 %	Provision of academic programmes and programme support to American students in Europe.
EUSA Sarl	Ordinary	100 %	A company incorporated in Switzerland for the provision of academic programs and support to American students in Europe.

The aggregate of the share capital and reserves as at 31 December 2016 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

	Aggregate of share capital and reserves	Profit/(loss)
	\$	\$
EUSA LLP	(1,154,586)	265,143
EUSA (UK) Limited	(27,186)	(27,344)
EUSA Sarl	-	-

The company is a member of EUSA LLP, along with its subsidiary undertaking EUSA (UK) Limited. The company's share of the profits in EUSA LLP amounted to \$265,143, representing the company's beneficial 100% share of the profits of EUSA LLP for the year ended 31 December 2016. No profits have been distributed by EUSA LLP to its members during the year under review, and accordingly no partnership income has been recognised by the company.

EUSA Sarl a wholly owned subsidiary undertaking of EUSA LLP entered the process of liquidation on 23 May 2014 and was fully liquidated in February 2016.

5. Debtors

	2016 \$	2015 \$
Amounts owed by group undertakings	23,453	19,121
	<u>23,453</u>	<u>19,121</u>

Boston University USA (Europe) Limited

Notes to the financial statements For the Year Ended 31 December 2016

6. Creditors: Amounts falling due within one year

	2016 \$	2015 \$
Amounts owed to group undertakings	6,062,718	5,857,378
Other creditors	105,307	95,096
Accruals and deferred income	3,736	4,115
	<u>6,171,761</u>	<u>5,956,589</u>

7. Share capital

	2016 \$	2015 \$
Shares classified as equity		
Allotted, called up and fully paid		
1 Ordinary share of £1	<u>2</u>	<u>2</u>

8. Related party transactions

All transactions with related parties arising in the current and previous period have been concluded under normal market conditions.

9. Controlling party

The company is a wholly owned subsidiary of Boston University (USA) London, a charitable company incorporated in England and Wales.

Boston University (USA) London is organised for the beneficial interest of the trustees of Boston University, a non-profit corporation based in Massachusetts in the United States of America, to advance its mission of education and research in the United Kingdom. Therefore under US Generally Accepted Accounting Practice for charitable organisations, Boston University (USA) London and its subsidiaries, including the company, are incorporated into the consolidated financial statements of Boston University. Copies of the consolidated financial statements of the group can be downloaded from the Boston University website, or upon request from the company's registered office.

Based upon the dominant influence it exercises over the company, the trustees of Boston University are considered to be the company's ultimate parent undertaking.