### 

FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

### **ANNUAL REPORT**

PELEUS & CO.
Certified Public Accountants
Room 508, 5/F., Mirror Tower
61 Mody Road, Tsimshatsui East, Hong Kong

# FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

CONTENTS	PAGE (S)
Directors' Report	1 - 2
Independent Auditor's Report	3 - 4
Statement of Comprehensive Income	5
Statement of Financial Position	6
Statement of Change in Fund	7
Statement of Cash Flows	8
Notes to the Financial Statements	9 - 14

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2019

The directors have pleasure in submitting their annual report together with the audited financial statements for the year ended 31 March 2019 (the "Year").

#### PRINCIPAL PLACE OF BUSINESS

Principal Chan Free Tutorial World Limited (the "Company") is a company incorporated and domiciled in Hong Kong and has its registered office and principal place of business at Unit C, 20/F, Easy Tower, 609 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong.

#### PRINCIPAL ACTIVITY

The Company is a charitable organisation limited by guarantee. The principal activity of the Company is the provision of free tutorial and educational services. There were no significant changes in the nature of the activities during the Year.

#### PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment are set out in note 6 to the financial statements.

#### **DIRECTORS**

The directors during the financial Year and up to the date of this report were:

Ho Leung Chung Lee Sybel Wu Man Kong Ng Chi Kuen Warren Wong Chi On Wong Wai Yee Winnie Hui Chi Yan Helena

- appointed on 31 March 2019

- appointed on 31 March 2019

Chan Hung

- resigned on 22 February 2019

In accordance with article 28 of the Company's article of association, every members of the board of directors shall hold office for a term of two years. At the expiry of his/her term of office, he/she shall retire from office and, being eligible, offer himself/herself for re-election.

#### REPORTING EXEMPTION

Since the Company fall within reporting exemption for the Year in accordance with the Hong Kong Companies Ordinance, it has been exempted from certain disclosures in the Directors' report and in the financial statements.

#### **DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS**

No transaction, arrangement or contract of significance to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the Year or at any time during the Year.

#### MANAGEMENT CONTRACTS

No contracts of significance concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the Year.

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2019

#### PERMITTED INDEMNITY PROVISION

At no time during the financial Year and up to the date of this Directors' Report, there was or is, any permitted indemnity provision being in force for the benefit of any of the Directors (whether made by the Company or otherwise) or an associated company (if made by the Company).

#### **AUDITOR**

A resolution proposing that Peleus & Co., Certified Public Accountants, be re-appointed as auditor of the Company will be put to the Annual General Meeting.

#### On behalf of the board

Ho Leung Chung

Director

Hong Kong, 20 January 2020

### PELEUS & CO., CERTIFIED PUBLIC ACCOUNTANTS

Tel: (852) 8220 9325 Fax: (852) 3186 5881 Email: <u>peleuscpa@yahoo.com.hk</u>
Office: Room 508, 5/F., Mirror Tower, 61 Mody Road, Tsimshatsui East, Kowloon, Hong Kong

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PRINCIPAL CHAN FREE TUTORIAL WORLD LIMITED
陳校長免費補習天地有限公司
(incorporated in Hong Kong and limited by guarantee)

#### Opinion

We have audited the financial statements of Principal Chan Free Tutorial World Limited ("the Company") set out on pages 5 to 14, which comprise the statement of financial position as at 31 March 2019, and the statement of comprehensive income, statement of changes in fund and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 March 2019, and of its financial performance and its cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standard for Private Entities ("HKFRS for Private Entities") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

#### **Basis for Opinion**

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. 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 HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Information Other than the Financial Statements and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and 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, 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.

#### Responsibilities of Directors and Those Charged with Governance for the Financial Statements

The directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with HKFRS for Private Entities issued by the HKICPA and the Hong Kong Companies Ordinance, 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.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### PELEUS & CO., CERTIFIED PUBLIC ACCOUNTANTS

Tel: (852) 8220 9325 Fax: (852) 3186 5881 Email: peleuscpa@yahoo.com.hk
Office: Room 508, 5/F., Mirror Tower, 61 Mody Road, Tsimshatsui East, Kowloon, Hong Kong

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
PRINCIPAL CHAN FREE TUTORIAL WORLD LIMITED
陳校長免費補習天地有限公司
(incorporated in Hong Kong and limited by guarantee)
(continued)

#### 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. Our report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs 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.

As part of an audit in accordance with HKSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We 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 our 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 Company's 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 we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our 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.

We 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 we identify during our audit.

Peleus & Co.

Certified Public Accountants Room 508, 5/F., Mirror Tower, 61 Mody Road, Tsimshatsui East, Kowloon, Hong Kong, 20 January 2020

#### STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2019

Income	Note	2019 HK\$	2018 HK\$
Donation from the Hong Kong Jockey Club Charities Trust Funding from the Partnership Fund for the Disadvantaged General donation and funding income Bank interest income		4,054,222 603,700 13,776,652 138	4,288,414 949,440 7,697,078 3
		18,434,712	12,934,935
Expenditure		166 401	659 617
Depreciation of property, plant and equipment Operating lease charges in respect of rented premises		166,491 1,588,963	658,617 1,518,414
Employee benefits expenses		6,018,259	5,616,238
Program and activities expenses Administrative expenses		2,460,386 1,182,865	2,067,748 1,327,232
Finance cost - bank overdraft interest		7	2
		11,416,971	11,188,251
Surplus for the year	3	7,017,741	1,746,684

## STATEMENT OF FINANCIAL POSITION AT 31 MARCH 2019

	Notes	2019 HK\$	2018 HK\$
Non-current asset Property, plant and equipment	6	608,173	411,815
Current assets Other receivables, prepayments and deposits Cash and cash equivalents	7	1,752,805 10,149,797	1,707,142 3,377,130
Current liabilities Creditors and accruals Amount due to a director	8 9	66,428	5,084,272 57,606 11,875
Amount due to a director		66,428	69,481
Net current assets		11,836,174	5,014,791
Net assets		12,444,347	5,426,606
Fund General fund		12,444,347	5,426,606

The financial statement on pages 5 to 14 were approved and authorised for issue by the board of directors on 20 January 2020 and are signed on its behalf by:

Ho Leung Chung

Director

Lee Sybel Director

### STATEMENT OF CHANGES IN FUND FOR THE YEAR ENDED 31 MARCH 2019

	General Fund HK\$
Balance at 1 April 2017	3,679,922
Surplus for the year	1,746,684
Balance at 31 March 2018 and 1 April 2018	5,426,606
Surplus for the year	7,017,741
Balance at 31 March 2019	12,444,347

The notes on pages 9 to 14 from part of these financial statements.

### STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2019

	2019 HK\$	2018 HK\$
Operating activities Surplus for the year	7,017,741	1,746,684
Adjustments for : Depreciation Bank interest income Finance cost	166,491 (138) 7	658,617 (3)
Operating cash flows before movements in working capital Increase in other receivables, prepayments	7,184,101	2,405,300
and deposits (Decrease) increase in creditors and accruals	(45,663) (3,053)	(802,162) 11,716
Cash and net cash from operating activities	7,135,385	1,614,854
Investing activities  Bank interest income received  Payment for the purchase of property, plant	138	3
and equipment	(362,849)	(494,549)
Net cash used in investing activities	(362,711)	(494,546)
Financing activities Bank overdraft interest paid and		
net cash used in financing activities	(7)	(2)
Net increase in cash and cash equivalents	6,772,667	1,120,306
Cash and cash equivalents at the beginning of the year	3,377,130	2,256,824
Cash and cash equivalents at the end of the year	10,149,797	3,377,130

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 1. GENERAL INFORMATION

Principal Chan Free Tutorial World Limited (the "Company") is a company incorporated in Hong Kong and limited by guarantee. The Company's registered office and principal place of business is located at Unit C, 20/F, Easy Tower, 609 Tai Nan West Street, Cheung Sha Wan, Kowloon, Hong Kong. The principal activity of the Company is to provision of free tutorial and educational services. There were no significant changes in the nature of the activities during the year.

#### 2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

These financial statements have been prepared in accordance with the Hong Kong Financial Reporting Standard for Private Entities (HKFRS for Private Entities) issued by the Hong Kong Institute of Certified Public Accountants. In addition, the financial statements include applicable disclosures required by the Hong Kong Companies Ordinance.

The measurement basis used in the preparation of the financial statements is the historical cost basis.

The following are the specific accounting policies that are necessary for a proper understanding of the financial statements:

#### (a) Reporting currency

The reporting currency of the Company is Hong Kong Dollars (**HK\$**), which is the currency of the primary economic environment in which the Company operates.

#### (b) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Depreciation is calculated to write off the cost of items of property, plant and equipment, less their residual value, if any, using the straight line method over their estimated lives as follows:

Leasehold improvement

over the shorter of the remaining lease terms or 5 years

Furniture and fixtures Office equipment 20%

Both the useful life of an asset and its residual value, if any, are reviewed annually. If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of an asset, the depreciation of that asset is revised prospectively to reflect the new expectations.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

#### (c) Impairment of non-financial assets

At each reporting date, property, plant and equipment is reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset (or group of related assets) is estimated and compared with its carrying amount. If an estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the statement of comprehensive income.

If an impairment loss subsequently reverses, the carrying amount of the asset (or group of related assets) is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset (group of related assets) in prior years. A reversal of an impairment loss is recognised immediately in the statement of comprehensive income.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

#### (d) Operating lease charges

Leases which do not transfer substantially all the risks and rewards of ownership to the Company are classified as operating leases.

Where the Company has the use of assets held under operating leases, payment made under the leases are charged to profit or loss in equal installments over the accounting periods covered by the lease term except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in profit or loss as an integral part of the aggregate net lease payments made.

#### (e) Other receivables, prepayments and deposits

Other receivables, prepayments and deposits are initially recognised at fair value and thereafter stated at amortised cost using the effective interest method, less allowance for impairment of doubtful debts.

Impairment losses for bad and doubtful debts are recognised when there is objective evidence of impairment and are measured as the difference between the carrying amount of the financial asset and the estimated future cash flows, discounted at the asset's original effective interest rate where the effect of discounting is material.

Objective evidence of impairment includes observable data that comes to the attention of the Company about events that have an impact on the asset's estimated future cash flows such as significant financial difficulty of the debtor.

Impairment losses for debtors whose recovery is considered doubtful but not remote are recorded using an allowance account. When the Company is satisfied that recovery is remote, the amount considered irrecoverable is written off against debtors directly and any amounts held in the allowance account relating to that debt are reversed.

Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written off directly are recognised in profit or loss.

#### (f) Creditors and accruals

Creditors and accruals are initially recognised at fair value and subsequently stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

#### (g) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition.

#### (h) Employee benefits

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

Contributions to Mandatory Provident Fund as required under the Hong Kong Mandatory Provident Fund Schemes Ordinance are recognised as an expense in the statement of comprehensive income as incurred.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

#### (i) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Provided it is probable that the economic benefits will flow to the Company and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in profit or loss as follows:

#### (i) General donation and funding income

General donation and funding income is recognised when the Company becomes entitled to the donations and funding and it is probable that they will be received, which is generally upon receipt of cash.

#### (ii) Interest income

Interest income is recognised as it accrues using the effective interest method.

#### (j) Related parties

For the purpose of these financial statements, related party includes a person and entity as defined below:

- (a) A person or a close member of that person's family is related to the Company if that person:
  - (i) is a member of the key management personnel of the Company or of a parent of the Company;
  - (ii) has control over the Company; or
  - (iii) has joint control or significant influence over the reporting entity or has significant voting power in it.
- (b) An entity is related to the Company if any of the following conditions applies:
  - (i) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - (ii) either entity is an associate or joint venture of the other entity (or of a member of a group of which the other entity is a member).
  - (iii) both entities are joint ventures of a third entity.
  - (iv) either entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the reporting entity is itself such a plan, the sponsoring employers are also related to the plan.
  - (vi) the entity is controlled or jointly controlled by a person identified in (a).
  - (vii) a person identified in (a)(i) has significant voting power in the entity.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 3. SURPLUS FOR THE YEAR

Surplus for the year is arrived at after charging:	2019 HK\$	2018 HK\$
Employee benefit expenses - salaries, allowance and benefits in kind - contribution to provident fund - staff welfare and messing	5,731,239 287,020	5,282,990 332,391 857
	6,018,259	5,616,238
Auditor's remuneration Depreciation of property, plant and equipment Operating lease payments in respect of rented premises Programs and activities expenses	10,000 166,491 1,588,963 2,460,386	10,000 658,617 1,518,414 2,067,748

#### 4. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax has been made in the financial statements as the Company is an approved charitable institution and is exempted from taxation under section 88 of the Hong Kong Inland Revenue Ordinance (2018: nil).

#### 5. DIRECTORS' REMUNERATION

Directors' remuneration disclosed pursuant to section 383(1) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation is as follows:

	2019 HK\$	2018 HK\$
Directors' fees	Nil	Nil
Salary, allowances and benefits in kind	Nil	Nil
Discretionary bonus	Nil	Nil
Retirement scheme contributions	Nil	Nil

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 6. PROPERTY, PLANT AND EQUIPMENT

	Leasehold improvement HK\$	Office equipment HK\$	Furniture and fixtures HK\$	Total HK\$
Cost				
At 1 April 2018	5,926,070	228,984	163,090	6,318,144
Additions	289,176	10,880	62,793	362,849
Disposals/written off	(4,490,806)	(165,660)	(163,090)	(4,819,556)
At 31 March 2019	1,724,440	74,204	62,793	1,861,437
Accumulated depreciation				
At 1 April 2018	5,602,652	140,587	163,090	5,906,329
Charged for the year	113,831	46,774	5,886	166,491
Eliminated on	**************************************	233. <b>6</b> 27 8 8	€ <b>5</b> Print W	144.5
disposals/written off	(4,490,806)	(165,660)	(163,090)	(4,819,556)
At 31 March 2019	1,225,677	21,701	5,886	1,253,264
Carrying value				
At 31 March 2019	498,763	52,503	56,907	608,173
At 31 March 2018	323,418	88,397	-	411,815

#### 7. OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

All of the other receivables, prepayments and deposits, except for rental deposits of HK\$692,187 (2018: HK\$625,818), are expected to be recovered or recognised as expense within one year.

#### 8. CREDITORS AND ACCRUALS

Creditors and accruals are expected to be settled within one year or repayable on demand.

#### 9. AMOUNT DUE TO A DIRECTOR

The amount was unsecured, interest-free and repayable on demand.

#### 10. MEMBERS' LIABILITY

The Company is not authorised to issue share capital and is limited by guarantee. Under the provision of the Company's memorandum and articles of association, every member shall, in the event of the Company being wound up, contribute such amount as may be required to meet the liabilities for the Company but not exceeding HK\$100.

#### 11. EMPLOYEE BENEFIT OBLIGATIONS

The Company operates a Mandatory Provident Fund Scheme (the MPF scheme) under the Hong Kong Mandatory Provident Fund Schemes Ordinance for employees employed under the jurisdiction of the Hong Kong Employment Ordinance and not previously covered by the defined benefit retirement plan. The MPF scheme is a defined contribution retirement plan administered by independent trustees. Under the MPF scheme, the employer and its employees are each required to make contributions to the plan at 5% of the employees' relevant income, subject to a cap of monthly relevant income of HK\$30,000. Contributions to the plan vest immediately.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

#### 12. OPERATING LEASE COMMITMENTS

At the end of the reporting period, the total future minimum lease payments under non-cancellable operating lease are payable as follows:

	2019 HK\$	2018 НК\$
Within one year After one year but within five years	1,555,718 1,391,416	1,065,188 1,380,000
	2,947,134	2,445,188