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DISTRICT FOSHAN, GUANGDONG F4 528300 86 757 6683 2507 NO.1, COUNTRY GARDEN ROAD BEIJIAO TOWN,
SHUNDE DISTRICT FOSHAN, GUANGDONG F4 528300 6-K 1 ea0222443-6k bright.htm REPORT OF FOREIGN
PRIVATE ISSUER Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Â
FORM 6-K Â REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934 Â For the month of November 2024 Â Commission File Number: 001-38077 Â
Bright Scholar Education Holdings Limited Â No. 1, Country Garden Road Beijiao Town, Shunde District, Foshan,
Guangdong 528300 The Peopleâ€™s Republic of China (Address of principal executive offices) Â Indicate by check
mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F: Â Form 20-
FÂ Â ~Â Â Â Â Â Â Â Â Form 40-FÂ Â ~Â Â Â Â SIGNATURES Â Pursuant to the requirements of the
Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the
undersigned, thereunto duly authorized. Â Bright Scholar Education Holdings Limited Â Date: November 26,
2024 By: /s/ Hui Zhang Â Name:Â Hui Zhang Â Title: Chief Financial Officer Â 1 Â EXHIBIT INDEX Â Exhibit
No. Â Description ExhibitÂ 99.1 Â Earnings Release Â 2 Â EX-99.1 2 ea022244301ex99-1_bright.htm
EARNINGS RELEASE Exhibit 99.1 Â Bright Scholar Announces Unaudited Financial Results for the Fourth Quarter
and Fiscal Year 2024 Â Gross Profit from continuing operations increased 7.7% YoY and gross margin from continuing
operations grew 2.3 ppts for fiscal year 2024 Management to hold a conference call today at 7:00 a.m. Eastern Time Â
CAMBRIDGE, England and FOSHAN, China, November 25, 2024 /PRNewswire/â€"Bright Scholar Education Holdings
Limited (â€œBright Scholar,â€ the â€Company,â€ â€weâ€ or â€ourâ€) (NYSE: BEDU), a global premier education
service company, today announced its unaudited financial results for its fourth quarter and fiscal year 2024 ended
August 31, 2024. Â FOURTH QUARTER OF FISCAL 2024 FINANCIAL HIGHLIGHTS Â â—Revenue from continuing
operations was RMB358.3 million, compared to RMB442.2 million for the same quarter last fiscal year. Â â—Revenue
from Overseas Schools was RMB185.1 million, representing a 0.2% increase from RMB184.8 million for the same
quarter last fiscal year. Â â—Loss from continuing operations was RMB954.8 million, compared to RMB285.1 million
for the same quarter last fiscal year. Adjusted net loss1 narrowed by 24.3% to RMB92.0 million from RMB121.4 million
for the same quarter last fiscal year. Â Revenue from continuing operations by Segment Â Â For the fourth quarter
ended August 31,Â YoY Â % of total revenue in Â (RMB in millions except for percentage)Â 2024Â 2023Â %
ChangeÂ F4Q2024Â Overseas SchoolsÂ 185.1Â 184.8Â 0.2%Â 51.7% Complementary Education
Services2Â 129.8Â 161.7Â -19.7%Â 36.2% Domestic Kindergartens & K-12 Operation Services3Â
Â 43.4Â 95.7Â -54.7%Â 12.1% TotalÂ 358.3Â 442.2Â -19.0%Â 100.0% Â 1. Adjusted net
income/(loss) is defined as net income/(loss) excluding share-based compensation expenses, amortization of intangible
assets, tax effect of amortization of intangible assets, impairment loss on goodwill, impairment loss on intangible assets,
impairment loss on property and equipment, impairment loss on the long-term investments, and income/(loss) from
discontinued operations, net of tax. 2. The Complementary Education Services business comprises, overseas study
counselling, art training, camps and others. 3. The Domestic Kindergartens & K-12 Operation Services business
comprises operation services for students of domestic K-12 schools, including catering and procurement services. For
more information on these adjusted financial measures, please see the section captioned â€Non-GAAP Financial
Measuresâ€ and the tables captioned â€Reconciliations of GAAP and Non-GAAP Resultsâ€ set forth at the end of this
release. Â Â Â FISCAL YEAR 2024 FINANCIAL HIGHLIGHTS Â â—Revenue from continuing operations was
RMB1,755.2 million, compared to RMB1,772.1 million for the last fiscal year. Â â—Revenue from Overseas Schools was
RMB951.2 million, representing an increase of 17.5% from the last fiscal year. Â â—Gross profit from continuing
operations was RMB503.6 million, representing an increase of 7.7% from RMB467.4 million for the last fiscal year.
Gross margin from continuing operations increased to 28.7% from 26.4% for the last fiscal year. Â â—Loss from
continuing operations was RMB869.1 million, compared to RMB358.9 million for the last fiscal year. Adjusted net
income was RMB1.1 million, compared to adjusted net loss of RMB192.6 for the last fiscal year. Â Revenue from
continuing operations by Segment Â Â For the fiscal year ended August 31,Â YoY Â % of total revenue in Â
(RMB in millions except for percentage)Â 2024Â 2023Â % ChangeÂ FY24Â Overseas SchoolsÂ 951.2Â
Â 809.5Â 17.5%Â 54.2% Complementary Education ServicesÂ 495.1Â 519.2Â -4.7%Â 28.2%
Domestic Kindergartens & K-12 Operation ServicesÂ 308.9Â 443.4Â -30.3%Â 17.6% TotalÂ
Â 1,755.2Â 1,772.1Â -1.0%Â 100.0% Â MANAGEMENT COMMENTARY Â Mr. Robert Niu, Chief Executive
Officer of Bright Scholar, commented, â€Throughout the year, we bolstered our global business and operations,
strengthening our foundation for future advancement. Despite macro challenges, we achieved rapid progress in our
overseas business while further enhancing our senior leadership team to help advance our near-term expansion goals in
overseas markets. Our Overseas Schools business maintained its double-digit year-over-year revenue growth for the
fiscal year. As we focused our resources on strengthening our high-growth core business, we have completed divesting
non-core business from our Complementary Education Services segment by the end of the fiscal quarter. Moving into
fiscal year 2025, we plan to reinforce our â€dual-engineâ€ growth strategy by focusing on the continued expansion of
our overseas school business while propelling our global recruitment initiatives for prospective international students.
We are well-positioned to drive further expansion and capture more of the sizeable market opportunities that will
support our sustainable development over the long term.â€ Â Ms. Cindy Zhang, Chief Financial Officer of Bright
Scholar, added, â€Ongoing development across our core businesses drove our healthy financial results for the fiscal
year. Our total revenues for fiscal year 2024 remained stable year over year, with Overseas Schools revenue increasing
by 18%. We continued to streamline our operations and improve operational efficiency. Notably, our gross profit
increased by 7.7% and gross margin by 2.3 percentage points year-over-year. Meanwhile, we significantly enhanced our
cash position, increasing our cash and cash equivalents and restricted cash by 20% for the fiscal year. Looking ahead,
supported by our healthy balance sheet and the effective implementation of our â€dual-engineâ€ growth strategy, we
are confident we can solidify our competitive edge while also driving long-term growth and profitability.â€ Â 2 Â
UNAUDITED FINANCIAL RESULTS for THE fourth FISCAL QUARTER ENDED august 31, 2024 Â Revenue from
Continuing Operations Â Revenue was RMB358.3 million, compared to RMB442.2 million for the same quarter last
fiscal year. Â Overseas Schools: Revenue contribution was RMB185.1 million, representing a 0.2% increase from
RMB184.8 million for the same quarter last fiscal year. Â Complementary Education Services: Revenue contribution
was RMB129.8 million, compared to RMB161.7 million for the same quarter last fiscal year. The decrease was mainly

attributable to a reduction in extracurricular programs and study tours. **Domestic Kindergartens & K-12 Operation Services:** Revenue contribution was RMB43.4 million, compared to RMB95.7 million for the same quarter last fiscal year. **Cost of Revenue from Continuing Operations** Cost of revenue was RMB322.4 million, or 90.0% of revenue, compared to RMB362.4 million, or 81.9%, for the same quarter last fiscal year. **Gross Profit, Gross Margin and Adjusted Gross Profit from Continuing Operations** Gross profit was RMB35.9 million, compared to RMB79.8 million for the same quarter last fiscal year. Gross margin was 10.0%, compared to 18.1% for the same quarter last fiscal year. **Adjusted gross profit** was RMB36.9 million, compared to RMB80.9 million for the same quarter last fiscal year. **Selling, General and Administrative (SG&A) Expenses from Continuing Operations** Total SG&A expenses were RMB119.3 million, representing an 18.3% decrease from RMB146.0 million for the same quarter last fiscal year. This improvement was mainly due to our continuous efforts to streamline our operations and improve operational efficiency in our headquarters. **Operating Loss/Income, Operating Margin and Adjusted Operating Income from Continuing Operations** Operating loss was RMB941.8 million, compared to RMB227.6 million for the same quarter last fiscal year. Operating loss margin was 262.9%, compared to 51.5% for the same quarter last fiscal year. **Adjusted operating loss** was RMB78.8 million, compared to RMB64.0 million for the same quarter last fiscal year. **Net Loss and Adjusted Net Income/Loss** Net loss was RMB1,004.7 million, compared to RMB340.3 million for the same quarter last fiscal year. **Adjusted net loss** was RMB92.0 million, compared to RMB121.4 million for the same quarter last fiscal year. **Adjusted gross profit from continuing operations** is defined as gross profit from continuing operations excluding amortization of intangible assets. **Adjusted operating income/(loss) from continuing operations** is defined as operating income/(loss) from continuing operations excluding share-based compensation expenses, amortization of intangible assets, impairment loss on property and equipment, impairment loss on goodwill, impairment loss on intangible assets, and impairment loss on the long-term investments. **Adjusted EBITDA** Adjusted EBITDA loss was RMB81.8 million, compared to RMB55.0 million for the same quarter last fiscal year. **Net Loss per Ordinary Share/ADS and Adjusted Net Earnings/Loss per Ordinary Share/ADS** Basic and diluted net loss per ordinary share attributable to ordinary shareholders from continuing operations were RMB7.90 each, compared to RMB2.41 each for the same quarter last fiscal year. Basic and diluted net loss per ordinary share attributable to ordinary shareholders from discontinued operations were RMB0.42 each, compared to RMB0.50 each for the same quarter last fiscal year. **Adjusted basic and diluted net loss per ordinary share** attributable to ordinary shareholders were RMB0.75 each, compared to RMB1.03 each for the same quarter last fiscal year. **Basic and diluted net loss per ADS attributable to ADS holders from continuing operations** were RMB31.60 each, compared to RMB9.64 each for the same quarter last fiscal year. **Basic and diluted net loss per ADS attributable to ADS holders from discontinued operations** were RMB1.68 each, compared to RMB2.00 each for the same quarter last fiscal year. **Adjusted basic and diluted net loss per ADS** attributable to ADS holders were RMB3.00 each, compared to RMB4.12 each for the same quarter last fiscal year. **UNAUDITED FINANCIAL RESULTS for THE FISCAL Year ENDED** August 31, 2024 **Revenue from Continuing Operations** Revenue was RMB1,755.2 million, compared to RMB1,772.1 million for the last fiscal year. **Overseas Schools:** Revenue contribution was RMB951.2 million, representing a 17.5% increase from RMB809.5 million for the last fiscal year. The increase was mainly attributable to increases in both the number of students enrolled and the average tuition fees of overseas schools. **Complementary Education Services:** Revenue contribution was RMB495.1 million, compared to RMB519.2 million for the last fiscal year. The decrease was mainly attributable to a reduction in extracurricular programs and study tours. **Domestic Kindergartens & K-12 Operation Services:** Revenue contribution was RMB308.9 million, compared to RMB443.4 million for the last fiscal year. **Adjusted EBITDA** is defined as net income/(loss) excluding interest income/(expense), net, income tax expense/benefit, depreciation and amortization, share-based compensation expenses, impairment loss on property and equipment, impairment loss on goodwill, impairment loss on intangible assets, impairment loss on the long-term investments and income/(loss) from discontinued operations, net of tax. **Adjusted basic and diluted earnings/(loss) per share** is defined as adjusted net income/(loss) attributable to ordinary shareholders (net income/(loss) attributable to ordinary shareholders excluding share-based compensation expenses, amortization of intangible assets, tax effect of amortization of intangible assets, impairment loss on property and equipment, impairment loss on goodwill, impairment loss on intangible assets, impairment loss on the long-term investments and income/(loss) from discontinued operations, net of tax) divided by the weighted average number of basic and diluted ordinary shares. **Adjusted basic and diluted earnings/(loss) per American Depository Share (ADS)** is defined as adjusted net income/(loss) attributable to ADS shareholders (net income/(loss) attributable to ADS shareholders excluding share-based compensation expenses, amortization of intangible assets, tax effect of amortization of intangible assets, impairment loss on property and equipment, impairment loss on goodwill, impairment loss on intangible assets, impairment loss on the long-term investments and income/(loss) from discontinued operations, net of tax) divided by the weighted average number of basic and diluted ADSs. **Cost of Revenue from Continuing Operations** Cost of revenue was RMB1,251.6 million, or 71.3% of revenue, compared to RMB1,304.7 million, or 73.6%, for the last fiscal year. The improvement was mainly attributable to cost-saving measures. **Gross Profit, Gross Margin and Adjusted Gross Profit from Continuing Operations** Gross profit was RMB503.6 million, representing a 7.7% increase from RMB467.4 million for the last fiscal year. The increase was mainly attributable to the revenue growth in Overseas Schools. Gross margin increased to 28.7% from 26.4% for the last fiscal year. **Adjusted gross profit** was RMB507.8 million, representing a 7.6% increase from RMB471.8 million for the last fiscal year. **Selling, General and Administrative (SG&A) Expenses from Continuing Operations** Total SG&A expenses were RMB469.0 million, representing an 8.1% decrease from RMB510.3 million for the last fiscal year. This improvement was mainly due to our continuous efforts to streamline our global operations and improve operational efficiency in our headquarters. **Operating Loss/Income, Operating Margin and Adjusted Operating Income from Continuing Operations** Operating loss was RMB820.4 million, compared to RMB161.7 million for the last fiscal year. Operating loss margin was 46.7%, compared to 9.1% for the last fiscal year. **Adjusted operating income** increased by 856.3% to RMB50.5 million, from RMB5.3 million for the last fiscal year. **Net Loss and Adjusted Net Income/Loss** Net loss was RMB1,032.9 million, compared to RMB386.8 million for the last fiscal year. **Adjusted net income** was RMB1.1 million, compared to adjusted net loss of RMB192.6 million for the last fiscal year. **Adjusted EBITDA** Adjusted EBITDA increased by 44.1% to RMB80.7 million, from RMB56.0 million for the last fiscal year. **Net Loss per Ordinary Share/ADS and Adjusted Net Earnings/Loss per Ordinary Share/ADS** Basic and diluted net loss per ordinary share from continuing operations attributable to ordinary shareholders were RMB7.18 each, compared to RMB3.03 each for the last fiscal year. Basic and diluted net loss per ordinary share from discontinued operations attributable to ordinary shareholders were RMB1.22 each, compared to RMB0.30 each for the last fiscal year. **Adjusted basic and diluted net income per ordinary share attributable to ordinary shareholders** were

RMB0.04 each, compared to net loss per ordinary share attributable to ordinary shareholders of RMB1.63 each for the last fiscal year. Basic and diluted net loss per ADS from continuing operations attributable to ADS holders were RMB28.72 each, compared to RMB12.12 each for the last fiscal year. Basic and diluted net loss per ADS from discontinued operations attributable to ADS holders were RMB4.88 each, compared to RMB1.20 each for the last fiscal year. Adjusted basic and diluted net income per ADS attributable to ADS holders were RMB0.16 each, compared to net loss per ADS attributable to ADS holders were RMB6.52 each for the last fiscal year. Cash and Working Capital As of August 31, 2024, the Company had cash and cash equivalents and restricted cash of RMB505.8 million (US\$71.3 million), compared to RMB419.9 million as of August 31, 2023. Conference Call The Company's management will host an earnings conference call at 7:00 a.m. U.S. Eastern Time (8:00 p.m. Beijing/Hong Kong Time) on November 25, 2024. Dial-in details for the earnings conference call are as follows: Mainland China: 4001-201203 Hong Kong: 800-905945 United States: 1-888-346-8982 International: 1-412-902-4272 Participants should dial in at least 5 minutes before the scheduled start time and ask to be connected to the call for "Bright Scholar Education Holdings Limited." Additionally, a live and archived webcast of the conference call will be available on the Company's investor relations website at <http://ir.brightsolar.com/>. A replay of the conference call will be accessible after the conclusion of the live call until December 2, 2024, by dialing the following telephone numbers: United States Toll Free: 1-877-344-7529 International: 1-412-317-0088 Replay Passcode: 7352870 CONVENIENCE TRANSLATION The Company's reporting currency is Renminbi ("RMB"). However, periodic reports made to shareholders will include current period amounts translated into U.S. dollars using the prevailing exchange rates at the balance sheet date for the convenience of readers. Translations of balances in the condensed consolidated balance sheets, and the related condensed consolidated statements of operations, and cash flows from RMB into U.S. dollars as of and for the quarter ended August 30, 2024 are solely for the convenience of the readers and were calculated at the rate of US\$1.00=RMB7.0900, representing the noon buying rate set forth in the H.10 statistical release of the U.S. Federal Reserve Board on August 30, 2024. No representation is made that the RMB amounts could have been, or could be, converted, realized or settled into US\$ at that rate on August 30, 2024, or at any other rate. NON-GAAP FINANCIAL MEASURES In evaluating our business, we consider and use certain non-GAAP measures, including primarily adjusted EBITDA, adjusted net income/(loss), adjusted gross profit/(loss), adjusted operating income/(loss), adjusted net earnings/(loss) per share attributable to ordinary shareholders/ADS holders basic and diluted as supplemental measures to review and assess our operating performance. The presentation of these non-GAAP financial measures is not intended to be considered in isolation or as a substitute for the financial information prepared and presented in accordance with U.S. GAAP. We define adjusted gross profit/(loss) from continuing operations as gross profit/(loss) from continuing operations excluding amortization of intangible assets. We define adjusted EBITDA as net income/(loss) excluding interest income/(expense), net, income tax expense/benefit, depreciation and amortization, share-based compensation expenses, impairment loss on property and equipment, impairment loss on goodwill, impairment loss on intangible assets, impairment loss on the long-term investments and income/(loss) from discontinued operations, net of tax. We define adjusted net income/(loss) as net income/(loss) excluding share-based compensation expenses, amortization of intangible assets, tax effect of amortization of intangible assets, impairment loss on goodwill, impairment loss on intangible assets, impairment loss on property and equipment, impairment loss on the long-term investments, and income/(loss) from discontinued operations, net of tax. We define adjusted operating income/(loss) from continuing operations as operating income/(loss) from continuing operations excluding share-based compensation expenses, amortization of intangible assets, impairment loss on property and equipment, impairment loss on the long-term investments, and income/(loss) from discontinued operations, net of tax. We define adjusted net earnings/(loss) per share attributable to ordinary shareholders/ADS holders, basic and diluted, as adjusted net income/(loss) attributable to ordinary shareholders/ADS holders (net income/(loss) to ordinary shareholders/ADS holders excluding share-based compensation expenses, amortization of intangible assets, tax effect of amortization of intangible assets, impairment loss on goodwill, impairment loss on intangible assets, impairment loss on property and equipment, impairment loss on the long-term investments, and income/(loss) from discontinued operations, net of tax) divided by the weighted average number of basic and diluted ordinary shares or ADSs. We incur amortization expense of intangible assets related to various acquisitions that have been made in recent years. These intangible assets are valued at the time of acquisition and are then amortized over a period of several years after the acquisition. We believe that exclusion of these expenses allows greater comparability of operating results that are consistent over time for the Company's newly-acquired and long-held business as the related intangibles do not have significant connection to the growth of the business. Therefore, we provide exclusion of amortization of intangible assets to define adjusted gross profit from continuing operations, adjusted operating income/(loss) from continuing operations, adjusted net income/(loss), and adjusted net earnings/(loss) per share attributable to ordinary shareholders/ADS holders, basic and diluted. In addition, the strategic move to dispose of the non-core businesses is viewed as discontinued operations, which is a non-recurring item. The exclusion facilitates comparisons of our operating performance on a period-to-period basis. Therefore, we provide exclusion of income/(loss) from discontinued operations, net of tax, to define adjusted net income/(loss), adjusted EBITDA, adjusted net earnings/(loss) per share attributable to ordinary shareholders/ADS holders, basic and diluted. We present the non-GAAP financial measures because they are used by our management to evaluate our operating performance and formulate business plans. Such non-GAAP measures include adjusted EBITDA, adjusted net income/(loss), adjusted gross profit/(loss) from continuing operations, adjusted operating income/(loss) from continuing operations, adjusted net earnings/(loss) per share attributable to ordinary shareholders/ADS holders basic and diluted. Non-GAAP financial measures enable our management to assess our operating results without considering the impact of non-cash charges, including depreciation and amortization and share-based compensation expenses, and without considering the impact of non-operating items such as interest income/(expense), net; income tax expense/benefit; share-based compensation expenses; amortization of intangible assets, tax effect of amortization of intangible assets, and without considering the impact of non-recurring item, i.e. income/(loss) from discontinued operations. We also believe that the use of these non-GAAP measures facilitates investors' assessment of our operating performance. The non-GAAP financial measures are not defined under U.S. GAAP and are not presented in accordance with U.S. GAAP. The non-GAAP financial measures have limitations as analytical tools. One of the key limitations of using these non-GAAP financial measures is that they do not reflect all items of income and expense that affect our operations. Interest income/(expense), net; income tax expense/benefit; depreciation and amortization; share-based compensation expense; tax effect of amortization of intangible assets have been and may continue to be incurred in our business and are not reflected in the presentation of these non-GAAP measures, including adjusted EBITDA or adjusted net income/(loss). Further, these non-GAAP

