Independent Auditor's Report and Financial Information For the period from 1 September 2012 to 31 August 2013

INDEPENDENT AUDITOR'S REPORT AND FINANCIAL INFORMATION PERIOD FROM 1 SEPTEMBER 2012 TO 31 AUGUST 2013

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INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF BN VOCATIONAL SCHOOL

(A non-profit organization established in the People's Republic of China)

We have audited the financial information of BN Vocational School (the "School") set out on pages 3 to 17 which comprises the School's statement of financial position as at 31 August 2013, and the statement of comprehensive income and expenditure, statement of changes in reserves, and statement of cash flows for the period from 1 September 2012 to 31 August 2013, and a summary of significant accounting policies and other explanatory information (together "the Financial Information"). The Financial Information has been prepared by the management of the School in accordance with the accounting policies set out in note 4 to the Financial Information.

Management's Responsibility for the Financial Information

The management of the School is responsible for the preparation and presentation of this Financial Information in accordance with the accounting policies set out in note 4 to the Financial Information, and for such internal control as the management of the School determines is necessary to enable the preparation of Financial Information that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on this Financial Information based on our audit and to report our opinion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Financial Information is free from material misstatement.

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INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF BN VOCATIONAL SCHOOL - continued

(A non-profit organization established in the People's Republic of China)

Auditor's Responsibility - continued

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Information. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Information, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the School's preparation and presentation of the Financial Information 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 School's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Financial Information.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the Financial Information for the period from 1 September 2012 to 31 August 2013 is prepared, in all material respects, in accordance with the accounting policies set out in note 4 to the Financial Information.

Basis of Accounting and Restriction on Distribution and Use

Without modifying our opinion, we draw attention to note 2 to the Financial Information, which describes the basis of accounting. The Financial Information has been prepared solely for the information of the Board of the School. As a result, the Financial Information may not be suitable for another purpose. Our report is intended solely for the School and should not be distributed to or used by parties other than the School without our prior written consent. We do not assume responsibility towards or accept liability to any other person for the contents of this report. All duties and liabilities (including without limitation, those arising from negligence or otherwise) to any other parties are specifically disclaimed.

Deloitte Touche Tohmatsu CPA LLP Beijing, China

17 September 2013

STATEMENT OF COMPREHENSIVE INCOME AND EXPENDITURE PERIOD FROM 1 SEPTEMBER 2012 TO 31 AUGUST 2013 (Expressed in RMB)

	<u>Notes</u>	Period from 1 September 2012 to 31 August 2013	Period from 1 September 2011 to 31 August 2012
Total contributions	5	32,237,669	26,420,506
Operating expenditure			
Contributions to fellow schools		(11,655,075)	(12,411,974)
Salaries and social securities	6	(2,149,463)	(2,863,944)
Expenses on earmarked projects		(619,444)	(1,983,097)
Student costs		(755,888)	(977,659)
Teaching costs		(354,759)	(436,118)
Administrative costs		(1,104,534)	(401,214)
Depreciation		(171,139)	(205,897)
Total operating expenditure		(16,810,302)	(19,279,903)
Net surplus of operating activities		15,427,367	7,140,603
Interest income		1,789,882	1,332,379
Surplus for the period		17,217,249	8,472,982
Attributable to:			
Restricted reserves		556,503	(4,383,976)
Unrestricted reserves		16,660,746	12,856,958
		17,217,249	8,472,982
			

STATEMENT OF FINANCIAL POSITION AS AT 31 AUGUST 2013

(Expressed in RMB)

7		
/	63,514,122	48,787,095
8	2,287,499	225,415
9		1,772,510
	- -	33,409
10	31,222	82,849
	67,387,044	50,901,278
11	312,914	541,629
	312,914	541,629
	67,699,958	51,442,907
12	221,419	1,181,617
	221,419	1,181,617
	4,623,083	4,066,580
	62,855,456	46,194,710
	67,478,539	50,261,290
	67,699,958	51,442,907
	10	$ \begin{array}{r} 10 & 31,222 \\ \hline 67,387,044 \\ 11 & 312,914 \\ \hline 312,914 \\ \hline 67,699,958 \\ \hline 12 & 221,419 \\ \hline 221,419 \\ \hline 4,623,083 \\ 62,855,456 \\ \hline 67,478,539 \\ \end{array} $

STATEMENT OF CHANGES IN RESERVES PERIOD FROM 1 SEPTEMBER 2012 TO 31 AUGUST 2013

(Expressed in RMB)

	Restricted reserves	Unrestricted reserves	Total <u>reserves</u>
Balance at 1 September 2011	8,450,556	33,337,752	41,788,308
Surplus for the period	(4,383,976)	12,856,958	8,472,982
Balance at 31 August 2012	4,066,580	46,194,710	50,261,290
Surplus for the period	556,503	16,660,746	17,217,249
Balance at 31 August 2013	4,623,083	62,855,456	67,478,539

STATEMENT OF CASH FLOWS PERIOD FROM 1 SEPTEMBER 2012 TO 31 AUGUST 2013 (Expressed in RMB)

Cash from operating activities Surplus for the period	<u>Note</u>	Period from 1 September 2012 to 31 August 2013 17,217,249	Period from 1 September 2011 to 31 August 2012 8,472,982
Adjustments for: Depreciation Contribution in PPE Interest income Loss on disposal of equipment and vehicles		171,139 (108,100) (1,789,882) 179,173	205,897 (1,332,379)
Net cash inflow from operations before working capital movements Working capital movements: Decrease/(Increase) in accounts receivable Decrease/(Increase) in inventories Decrease in other assets Increase in other payables (Decrease)/Increase in other liabilities		15,669,579 (2,062,084) 51,627 476,620 (960,198)	7,346,500 533,052 (13,522) 3,388,886 955,447
Net cash generated by operating activities		13,175,544	12,210,363
Cash flows from investing activities Purchase of equipment and vehicles Interest received (Increase) in time deposit with maturity over 3 months		(13,497) 1,564,980 (10,000,000)	(2,400) 862,148 (18,959,800)
Net cash used in investing activities		(8,448,517)	(18,100,052)
Net increase/(decrease) in cash and cash equivalents Cash and cash equivalents at 1 September 2012	i	4,727,027 4,767,095	(5,889,689) 10,656,784
Cash and cash equivalents at 31 August 2013	7	9,494,122	4,767,095

NOTES TO FINANCIAL INFORMATION PERIOD FROM 1 SEPTEMBER 2012 TO 31 AUGUST 2013

1. GENERAL

BN Vocational School (北京百年农工子弟职业学校, the "School") is a non-profit organization, founded in Beijing, People's Republic of China ("PRC"), which is supported by China Youth Development Foundation ("CYDF"). The School obtained the registration certificate (Jing Dong Min Zheng Zi No. 0130230) from Bureau of Civil Affairs of Dongcheng District, Beijing on 21 September 2006, and a qualification of middle level vocational education and license of non-government school from Committee of Education of Dongcheng District, Beijing on 6 September 2006.

The principal activity of the School is to provide a two-year education program free of charge to the young people from low-income families, and to help these young people become highly skilled employees to meet the current and future needs of cities for a skilled workforce. The School also supports the foundation and operations of other fellow schools in many cities. As at 31 August 2013, the School jointly founded 8 fellow schools with CYDF, including Chengdu BN Vocational School on 20 August 2009, Zhengzhou BN Vocational School on 25 October 2010, Wuhan BN Vocational School on 10 July 2010, Sanya BN Vocational School on 1 June 2010, Yinchuan BN Vocational School on 10 August 2012, Dalian BN Vocational School on 27 June 2012, Nanjing BN Vocational School on 3 December 2012, and Lijiang BN Vocational Training School on 7 August 2013 in PRC.

The School moved to the premise subsidized by CYDF free of charge since October, 2010.

2. PREPARATION OF FINANCIAL INFORMATION

The School maintains its accounting records and prepares its statutory financial statements for each calendar year in accordance with accounting standards and regulations of the PRC which are applicable to the School.

The Financial Information has been prepared solely for the information of the Board of the School. The School has prepared the Financial Information in accordance with accounting polices set out in note 4. These accounting policies are formulated in accordance with International Financial Reporting Standards (IFRSs). Currently, the IFRSs do not contain specific guidelines for non-profit and non-governmental organizations concerning the accounting treatment and presentation of consolidated financial statements. Where the IFRSs are silent or do not give guidance on how to treat transactions specific to the not-for-profit sector, accounting policies have been based on the general IFRS principles, as detailed in The Conceptual Framework for Financial Reporting issued by the International Accounting Standards Board (IASB).

Different from its statutory financial statements, the period of Financial Information is from 1 September 2012 to 31 August 2013.

The Financial Information is presented in Renminbi ("RMB"), which is the functional and presentation currency of the School.

IFRIC 21

- 3. FORMULATION OF ACCOUNTING POLICIES IN ACCORDANCE WITH NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS
- 3.1 Formulation of Accounting Policies in accordance with New and Revised Standards, Amendments and interpretations (New and Revised IFRSs).

In the current period, the School has formulated its accounting policies, for the first time, in accordance with the following new and revised IFRSs which are or have become effective.

Amendments to IAS 12 Deferred Tax - Recovery of Underlying Assets

The formulation of accounting policies in accordance of these new and revised IFRSs has had no material effect on the amounts reported in the Financial Information or disclosures set out in the Financial Information.

3.2 New and revised IFRSs issued but not yet effective

The School has not early formulated its accounting policies in accordance with the following new and revised IFRSs that have been issued but are not yet effective:

IFRS 10	Consolidated Financial Statements ¹
IFRS 11	Joint Arrangements ¹
IFRS 12	Disclosure of Interests in Other Entities ¹
Amendments to IFRS 10,	Consolidated Financial Statements, Joint Arrangements and
IFRS 11 and IFRS 12	Disclosure of Interests in Other Entities: Transition Guidance ¹
IFRS 13	Fair Value Measurement ¹
IAS 19 (as revised in 2011)	Employee Benefits ¹
IAS 27 (as revised in 2011)	Separate Financial Statements ¹
IAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures ¹
Amendments to IFRS 7	Disclosures - Offsetting Financial Assets and Financial Liabilities ¹
Amendments to IFRSs	Annual Improvements to IFRSs 2009-2011 Cycle ¹
Amendments to IFRS 9	
and IFRS 7	Mandatory Effective Date of IFRS 9 and Transition Disclosures ³
IFRS 9	Financial Instruments ³
Amendments to IFRS 10,	
IFRS 12 and IAS 27	Investment Entities ²
Amendments to IAS 32	Offsetting Financial Assets and Financial Liabilities ²
Amendments to IAS 36	Recoverable Amount Disclosures for Non-Financial Asset ²
Amendments to IAS 39	Novation of Derivatives and Continuation of Hedge Accounting ²
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine ¹

¹ Effective for annual periods beginning on or after 1 January 2013

Levies²

The School anticipates that the adoption of these New and Revised IFRSs in future periods will have no material financial impact on the Financial Information of the School.

² Effective for annual periods beginning on or after 1 January 2014 ³ Effective for annual periods beginning on or after 1 January 2015

4. SIGNIFICANT ACCOUNTING POLICIES

The Financial Information has been prepared on the historical cost basis and in accordance with the following accounting policies which are formulated in accordance with International Financial Reporting Standards.

Contributions

Cash contributions are recognized at the date of receipt of cash or when CYDF confirms the amount to be contributed.

Contributions of property, plant and equipment and inventory are recognized on the date of receipt at fair value if the objective evidence on the fair value is available. When the fair values of contribution in kind are not available, the School will not assign any value to these contributions but will keep a record of these contributions. After initial recognition, contribution in kind recognized as property, plant and equipment and inventory recognized will follow the respective accounting policy of property, plant and equipment and inventory as set out in this note.

Contributions of service are recognized on the date of receipt of the service and are reported as equal contributions and expenditure in the statement of comprehensive income and expenditure, if the objective evidence on the fair value is readily available.

Interest income

Interest income is accrued on a timely basis, by reference to the principal outstanding and at the effective interest rate applicable.

Foreign currency

For cash contributions made in foreign currencies, the School exchanges the contributions into equivalent amount of RMB at the actual rates on the date when the contribution is received, and deposits the equivalent amount of RMB into the bank account of the School.

Taxation

According to PRC Enterprise Income Tax Law, the income derived from a qualified non-profit organization is non-taxable. Based on Circular 122 issued jointly by the Chinese Ministry of Finance and the State Administration of Taxation (Cai Shui [2009] No. 122) on 11 November 2009, the non-profit organization should obtain the approval of such qualification from the Tax Bureau. The School had obtained the approval of such qualification from the Tax authority in November 2011, which gives the School tax exemption right since 2008. According to Cai Shui [2009] No. 122, the applicable term for non-profit organization tax exemption right is 5 years, which means the above tax exemption right for the School is valid till 2012.

Although the School's application of the new tax exemption right is in process, the Board believes that the School has satisfied all requirements for such qualification, and therefore, has applied such preferential taxation policy that all contribution income is deemed non-taxable.

4. SIGNIFICANT ACCOUNTING POLICIES - continued

Financial assets

The School's financial assets are classified into loans and receivables.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables (including account receivable, other receivables and cash and bank balances) are measured at amortized cost using the effective interest method, less any impairment.

Interest income is recognized by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of loans and receivables

Loans and receivables are assessed for indicators of impairment at the end of the reporting period. Loans and receivables are considered to be impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the loans or receivables, the estimated future cash flows of the loans and receivables have been affected.

Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- breach of contract, such as a default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organization; or
- the disappearance of an active market for that loans and receivables because of financial difficulties.

Impairment loss on loans and receivable is recognized in profit or loss when there is objective evidence that the asset is impaired, and is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the loans and receivables' original effective interest rate.

If, in a subsequent period, the amount of impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the loans and receivables at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Loans and receivables are derecognized when the rights to receive cash flows from them expire or, they are transferred and the School has transferred substantially all the risks and rewards of ownership of them. On de-recognition of a loan or receivable, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss.

4. SIGNIFICANT ACCOUNTING POLICIES - continued

Financial liabilities

Financial liabilities at amortized cost

Financial liabilities including other payables are subsequently measured at amortized cost, using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period to the net carrying amount on initial recognition.

Interest expense is recognized on an effective interest basis.

Financial liabilities at amortized cost are derecognized when the obligation specified in the relevant contract is discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Inventories

Inventories are recorded at lower of cost and net realisable value. The cost of inventories is based on the "first-in first-out" principle.

Property, plant and equipment

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

Depreciation is calculated using the straight-line method so as to depreciate the initial cost, after taking into account of the estimated residual value, over the item's useful life, which is as follows:

		Estimated	
		residual	Annual
Classes	<u>Useful lives</u>	<u>value rates</u>	depreciation rates
Equipment and vehicles	5 - 8 years	3%	12.125% - 19.40%

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on de-recognition of the asset (calculation as the difference between the net disposal proceeds and the carrying amount of the item) is included in the surplus or deficit in the period in which the item is derecognized.

4. SIGNIFICANT ACCOUNTING POLICIES - continued

Reserves

Reserves are classified as either restricted or unrestricted reserves.

Restricted reserves represent the cumulative excess of income from earmarked voluntary contributions over expenditure on stipulated project operations.

Unrestricted reserve is not subject to any legal or third-party restriction and can be applied as the School sees fit. Unrestricted reserves may be designated for specific purposes to meet future obligations or risks.

5. CONTRIBUTIONS

	Period from	Period from
	1 Sep. 2012 to	1 Sep. 2011 to
	31 Aug. 2013	31 Aug. 2012
	RMB	RMB
Cash contributions	31,944,969	26,155,458
Contributions of property, plant and equipment		
and inventories	112,700	115,048
Contributions of services	180,000	150,000
Total contributions	32,237,669	26,420,506

6. SALARIES AND SOCIAL SECURITIES

	Period from	Period from
	1 Sep. 2012 to	1 Sep. 2011 to
	31 Aug. 2013	31 Aug. 2012
	RMB	RMB
Salaries	1,846,841	2,472,772
Social securities	302,622	391,172
Total salaries and social securities	<u>2,149,463</u>	2,863,944

7. CASH AND BANK BALANCES

	31/08/2013 RMB	31/08/2012 RMB
Cash on hand Cash at banks	63,140 63,450,982	22,290 48,764,805
Total cash and bank balances	63,514,122	48,787,095

7. CASH AND BANK BALANCES - continued

Cash at banks consist of interest bearing deposits at market rates which range from 0.35% to 3.50% (31/08/2012: from 0.35% to 3.00%).

At 31 August 2013, cash at banks included RMB54,020,000 (31/08/2012: RMB44,020,000) of short term deposit with an original maturity over three months.

For the purpose of the statement of cash flows, cash and cash equivalents at the end of the reporting period as shown in the statement of cash flows can be reconciled to the related items in the statement of financial position as follows:

31/08/2013 RMB	31/08/2012 RMB
63,140	22,290
· ·	48,764,805
(54,020,000)	(44,020,000)
9,494,122	4,767,095
31/08/2013 RMB	31/08/2012 RMB
2 227 400	
2,287,499	225,415
2,287,499 	225,415
	RMB 63,140 63,450,982 (54,020,000) 9,494,122 31/08/2013 RMB

9. OTHER RECEIVABLES

8.

	31/08/2013 RMB	31/08/2012 RMB
Due from fellow schools		772,396
Interest receivables	1,093,111	868,209
Others Less: allowance for other receivables	461,090	131,905
	-	
Total other receivables	1,554,201	1,772,510

10. INVENTORIES

	31/08/2013 RMB	31/08/2012 RMB
Donated:		
Stationery	8,144	9,413
Others	2,100	7,129
Purchased:		
Stationery	1,360	1,421
Uniforms	4,360	24,121
Textbooks	15,258	25,973
Others		14,792
Total inventories	31,222	82,849
		

11. EQUIPMENT AND VEHICLES

	Equipment and vehicles RMB
COST Balance at 1 September 2011 Addition Disposal	1,353,448 2,400
Balance at 31 August 2012 Addition Disposal	1,355,848 121,597 (316,737)
Balance at 31 August 2013	1,160,708
DEPRECIATION Balance at 1 September 2011 Provide for the period Disposal	(608,322) (205,897)
Balance at 31 August 2012 Provide for the period Disposal	(814,219) (171,139) 137,564
Balance at 31 August 2013	(847,794)
CARRYING VALUES Balance at 31 August 2013	312,914
Balance at 31 August 2012	<u>541,629</u>

Equipment and vehicles are depreciated on a straight-line basis at the following rates per annum:

Equipment and vehicles 12.5% to 20%

12. OTHER PAYABLES

	31/08/2013 RMB	31/08/2012 RMB
Fellow schools	-	903,603
Salary and social securities	181,404	171,225
Accrued utility costs	21,759	44,804
Others	18,256	61,985
Total other payables	221,419	1,181,617

13. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(a) Foreign currency risk

For cash contributions made in foreign currencies, CYDF exchanges the equivalent amount of RMB to School at the rates on the date when the contribution is deposited into the bank account of CYDF. Therefore, the School is not exposed to fluctuations in foreign currency exchange rates.

(b) Credit risk

The School has a treasury policy which focuses on security of cash and bank balances. Those are held in banks of high credit ranking. Thus, the School is not exposed to significant credit risk.

(c) Liquidity risk

The School's objective is to strike a balance between continuity of funding and flexibility by maintaining sufficient funds as cash on hand, demand deposits or short-term deposits with maturities of one year or less to meet short-term liabilities. Therefore, the School is not exposed to significant liquidity risk.

14. RELATED PARTIES

(a) Identification of related parties

The School is supported by CYDF, and the legal representative is assigned by CYDF, then CYDF is identified as a related party.

Fellow schools that have the same supreme governing body (the Board) are identified as related parties, which include Chengdu BN Vocational School (成都百年农工子弟职业学校), Zhengzhou BN Vocational School (郑州百年农工子弟职业学校), Wuhan BN Vocational School (武汉百年农工子弟职业学校), Sanya BN Vocational School (三亚百年农工子弟职业学校), Yinchuan BN Vocational School (银川百年农工子弟职业学校), Dalian BN Vocational School (大连百年农工子弟职业学校), Nanjing BN Vocational School(南京百年农工子弟职业学校), Lijiang BN Vocational Training School(丽江百年农工子弟职业培训学校).

Board of Directors of the School and key management personnel are persons who have authorities and responsibilities for planning, directing and controlling the activities of the School. Related parties are directors, senior management, as well as close members of their families or households.

(b) Transactions with related parties

Contributions

During the period, the School's contributions in the amount of RMB28,395,299 are from CYDF.

Contributions to fellow schools

During the period, the School contributed to its fellow schools in the amount of RMB11,655,075 to support the operations of its fellow schools.

	Amounts due from		Amounts due to	
	31/08/2013	31/08/2012	31/08/2013	31/08/2012
	RMB	RMB	RMB	RMB
CYDF	2,287,499	225,415	-	-
Yunnan YDF *	150,000	-	-	-
Fellow schools	289,590	772,396	-	903,603

^{*} Yunnan YDF: Yunnan Youth Development Foundation, which supports the foundation of Lijiang BN Vocational Training School.

There were no transactions with key management personnel.

(c) Remuneration

None of the members under a) above received remuneration from the School during the period from 1 September 2012 to 31 August 2013.

15. OPERATING LEASES

The School leases equipment under operating leases. The leases may typically run for a period of up to one year, with an option to renew after that date.

During the current period, the amount of RMB3,600 was recognized as rental expense in the statement of comprehensive income and expenditure with respect to operating leases.

	Period from 1 Sep. 2012 to 31 Aug. 2013 RMB	Period from 1 Sep. 2011 to 31 Aug. 2012 RMB
Equipment	3,600	5,218
Total	3,600	5,218

At 31 August 2013, the School had no commitments for future minimum lease payments under non-cancellable operating leases.

16. APPROVAL OF FINANCIAL INFORMATION

The Financial Information was approved and authorized for issue by the Board on 17 September 2013.