



Third Quarter FY2017 Results Presentation



August 24, 2017



This presentation contains forward-looking statements. These statements are made under the "safe harbor" provisions of the U.S. Private Securities Litigation Reform Act of 1995. These forward-looking statements can be identified by terminology such as "will," "may," "should," "potential," "continue," "expect," "predict," "anticipate," "future," "intend," "plan," "believe," "is/are likely to," "estimate" and similar statements. Among other things, the outlook for the fourth quarter and fiscal year 2017 and certain statements from management made in conjunction with this presentation, as well as the Company's strategic and operational plans (in particular, the anticipated benefits of strategic growth initiatives, including bundling accounting practical skills training and employment guidance services; offering bookkeeping services, tax advisory services and tax training to corporate clients; as well as acquisition and strategic investments such as the acquisition of 40% equity interest in Beijing Ruida) contain forward-looking statements. The Company may also make written or oral forward-looking statements in its periodic and annual reports to the SEC, in press releases and other written materials and in oral statements made by its officers, directors or employees to third parties. Statements that are not historical facts, including statements about the Company's beliefs and expectations, are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. A number of factors could cause actual results to differ materially from those contained in any forward-looking statement, including but not limited to the following: goals and growth strategies; future prospects and market acceptance of online and offline courses and other products and services; future business development and results of operations; projected revenues, profits, earnings and other estimated financial information; projected enrollment numbers; plans to expand and enhance online and offline courses and other products and services; competition in the education and test preparation markets; and changes of Chinese laws, regulations and policies, including those applicable to the Internet and Internet content providers, the education and telecommunications industries, mergers and acquisitions, taxation and foreign exchange.

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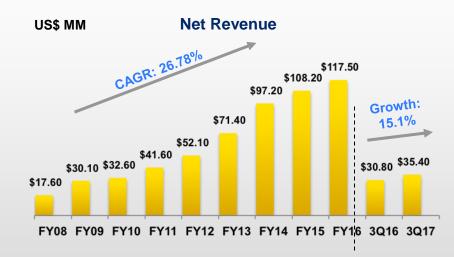


- Results Overview
- Strategic and Operational Updates
- Financial Highlights
- Business Outlook
- ✤ Q&A



Net Revenue Exceeded Guidance Range Steady Progress on Long-term Strategic Initiatives

Net Revenue Exceeded Guidance Range and Returned to Profitability



Course enrollments:

- 659,000 in 3QFY17
- Net income:
- \$2.9 million in 3QFY17
- Non-GAAP net income:
- \$3.4 million in 3QFY17
- > Operating cash inflow:
- \$7.8 million in 3QFY17
- Cash receipts from online course registration
- **1** Up 4.5 % to \$25.4 million in 3QFY17
- > Cash balance as of June 30, 2017:
- \$107.4 million



Strategic & Operational Updates



Accounting Courses



СРА	3Q FY17	APQE	3Q FY17
Enrollments	1 21.6%	Enrollments	1 25.0%
Average Student Payment (ASP)	1 2.9%	Average Student Payment (ASP)	1 37.9%
Accounting Continuing Education	3Q FY17	Other Accounting Test- Preparation Courses	3Q FY17
Enrollments	-53.3%	Enrollments	-43.3%
Average Student Payment (ASP)	-12.0%	Average Student Payment (ASP)	1 45.7%

7



Healthcare and Engineering & Construction ("E&C")

Healthcare Test Preparation

- Enrollments down 35.7% YoY in 3QFY17
- ASP up 0.8% YoY in 3QFY17

• E&C Test Preparation

- Enrollments down 9.4% YoY in 3QFY17
- ASP up 10.8% YoY in 3QFY17

E&C Continuing Education

- Enrollments down 15.6% YoY in 3QFY17
- ASP up 12.4% YoY in 3QFY17



Focusing on Strategic Initiatives, Reinforcing Leadership in Online Education Market

Increasing enrollments in existing courses

- In 3QFY17, total course enrollments reached 659,000. Excluding accounting continuing education and Accounting Certificate enrollments, 3QFY17 total enrollment growth was 7.4% year-over-year.
- As a result, we achieved \$25.4 million of cash receipts from online course registration in 3QFY17, a yearover-year increase of 9.7%, excluding the impact of the Renminbi depreciation against the U.S. Dollar.
- Expanding course offerings in existing verticals and offering new courses in high-demand subject areas
 - Offered K-12 teacher continuing education in 15 jurisdictions in China. Tens of thousands of teachers have completed our courses.
 - Introduced employment guidance services for accounting professionals, which bundle accounting practical skills training and employment guidance services.
 - Introduced bookkeeping services for corporate clients.
- > Further enhancing our educational delivery capabilities through innovation
 - The 3QFY17 average number of daily active mobile users in our accounting and healthcare verticals increasing 17.1% and 10.5% year-over-year, respectively.
 - Livestreaming select courses to extend student reach and promote brand.
 - Offered 63 mobile applications with cumulative downloads of 22.7 million as of June 30, 2017.
- Expanding into the large and growing college market through our College Cooperation Program
 - Expanded the number of participating colleges to 417; Continue to develop our student internship program, as we build-out our network of small businesses seeking student interns.
 - Recent success in bundling accounting practical skills training and employment guidance services bodes well for College Cooperation Program.



Financial Highlights





Income Statement Summary (US\$ in Thousands, except per ADS data)

	3Q FY16	3Q FY17	YoY Change%
Net revenues:			
Online education services	25,279	26,482	4.8%
Books and reference materials	1,942	3,970	104.4%
Others including in-person training	3,573	4,987	39.6%
Total net revenues	30,794	35,439	15.1%
Cost of sales	(13,218)	(16,250)	22.9%
Gross profit	17,576	19,189	9.2%
Gross margin	57.1%	54.1%	-300 bps
Operating expenses:			
Selling expenses	(7,674)	(10,388)	35.4%
General and administrative expenses	(4,080)	(4,252)	4.2%
Total operating expenses	(11,754)	(14,640)	24.6%
Operating Income/(loss)	5,985	4,684	-21.7%
Income tax benefit/(expense)	(1,779)	(747)	-58.0%
Net income/(loss) attributable to CDEL	7,414	2,927	-60.5%



(US\$ in Millions)	3Q FY16	3Q FY17	-
Net Operating Cash Inflow (Outflow)	8.8	7.8	

The inflow in 3QFY17 was due to:

-Net income before non-cash items generated in the third quarter of fiscal 2017;

-The decrease in accounts receivable, prepayment and other current assets, and the increase in amount due to a related party;

-Partially offset by the increase in other non-current assets, and decrease in deferred revenue.



Assets	September 30, 2016	June 30, 2017	Change %
Cash and Cash Equivalents, Term Deposits and Restricted Cash	69.2	102.8	48.6%
Receivables	5.5	3.9	(28.8)%
Inventories	1.0	1.6	62.4%
Net PP&E	13.9	14.3	2.9%
Other Assets	59.4	72.5	22.1%
Total	148.9	195.1	31.0%
Liabilities and Shareholders' Equity	September 30, 2016	June 30, 2017	Change %
	September 30, 2016 30.6	June 30, 2017 30.8	Change % 0.7%
Shareholders' Equity	•	-	
Shareholders' Equity Accrued Expenses and Other Liabilities	30.6	30.8	0.7%
Shareholders' Equity Accrued Expenses and Other Liabilities Deferred Revenues, current portion	30.6 36.3	30.8 58.9	0.7% 62.0%
Shareholders' Equity Accrued Expenses and Other Liabilities Deferred Revenues, current portion Refundable Fees	30.6 36.3 0.9	30.8 58.9 0.9	0.7% 62.0% (0.3)%
Shareholders' Equity Accrued Expenses and Other Liabilities Deferred Revenues, current portion Refundable Fees Bank Debt	30.6 36.3 0.9	30.8 58.9 0.9	0.7% 62.0% (0.3)%



Business Outlook





4QFY17 net revenue expected range: US\$40.2 million – \$42.1 million, 5% - 10% year-over-year increase

FY17 net revenue expected range: US\$129.4 million – \$131.3 million, 10.1% - 11.7% year-over-year increase