















Investor Presentation

NYSE: DL

First Quarter Fiscal 2014 Results Presentation

















February 20, 2014

Safe Harbor Statement



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 second quarter of fiscal year 2014 and the full fiscal year 2014 and certain statements from management made in conjunction with this presentation, as well as the Company's strategic and operational plans (including the Company's open-platform strategy) 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: our goals and growth strategies; our future prospects and market acceptance of our online and offline courses and other products and services; our future business development and results of operations; projected revenues, profits, earnings and other estimated financial information; projected enrollment numbers; our plans to expand and enhance our 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.

Further information regarding these and other risks is included in the Company's annual report on Form 20-F and other documents filed with the SEC. The Company does not undertake any obligation to update any forward-looking statement, except as required under applicable law. All information provided in this presentation is as of the date of February 20, 2014.



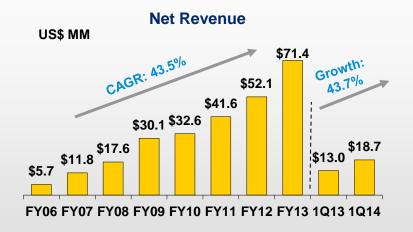
- Results Overview
- Strategic and Operational Updates
- Financial Highlights
- Business Outlook
- Q&A



Significant Top- and Bottom Line Growth with Strong Cash Flow Steady Progress on Long-term Strategic Initiatives

Record Results in a Low Enrollment Season

Net Revenue Exceeding Guidance



- > Course enrollments:
- pup 4.6% reaching 939,300 in 1Q
- > Net income:
- Cash receipts from online course registration:
- > Operating cash flow:
- Cash balance as of December 31, 2013:
- \$81.4 million



Strategic & Operational Updates













Accounting Courses



СРА	1Q FY14
Enrollment	1 25.4%
Average Student Payment (ASP)	★ 8.7%
Cash Receipts	1 36.3%

APQE	1Q FY14	
Enrollment*	-12.2%	
Average Student Payment (ASP)	1 9.6%	

Accounting Continuing Education	1Q FY14
Enrollment	-12.5%
Average Student Payment (ASP)	1 2.2%

Other Accounting Courses	1Q FY14
Enrollment	1 8.4%
Average Student Payment (ASP)	1 2.1%

^{*}The primary reason for the decrease in APQE enrollment was due to uncharacteristically high enrollment in the comparable period in fiscal year 2013 as students registered earlier than normal ahead of a price increase that took place on January 1, 2013. APQE enrollment levels from beginning of January to date have already demonstrated increases.

Non-Accounting Courses



Fast Growth in Healthcare and Engineering & Construction ("E&C")

- Healthcare Test Preparation
 - Enrollment up 57.4% in 1Q
 - 1Q ASP up 26.9% YoY
 - 1Q Cash registration revenue up 99.8%

- E&C Test Preparation
- Enrollment up 38.5% in 1Q
- 1Q ASP up 10.2% YoY
- 1Q Cash registration revenue up 52.6%
- **E&C** Continuing Education
- Recorded 134,000 enrollments in 1Q, delayed from FY 2013
- 1Q ASP down 25.0% YoY

Achievements and Goals



Focusing on Strategic Initiatives, Reinforcing Leadership in Online Education Market

>Cultivating our open learning platform

- Developing revenue models and growth opportunities
- 1Q cash registration for courses and services involving this platform have exceeded \$1.4M
- 3,000+ paying students in 1Q

> Further integration of online (PC) and mobile platforms

- Continuous improvement of user experience on PC and mobile devices
- Cumulative mobile application downloads exceeded 3.4 million as of December 31, 2013
- Three mobile stand-along accounting courses rolled out in October;1,600+ fee-based registered enrollments

> Focusing on three core verticals: accounting, healthcare and E&C

- High-quality, results-oriented, life-long professional development courses
- CDEL as students' life-long online education partner



Financial Highlights













Select Income Statement Items (Unaudited) – 1Q FY2014



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

	1Q FY13	1Q FY14	YoY Change%
Net revenues:			
Online education services	10,799	15,722	45.9%
Books and reference materials	761	1,111	46.0%
Others including in-person training	1,463	1,858	27.0%
Total net revenues	13,003	18,691	43.7%
Cost of sales	(6,113)	(8,430)	37.9%
Gross profit	6,890	10,261	48.9%
Gross margin	53.0%	54.9%	190 ppt
Operating expenses:			
Selling expenses	(2,779)	(3,822)	37.5%
General and administrative expenses	(2,454)	(2,678)	9.1%
Total operating expenses	(5,233)	(6,500)	24.2%
Operating Income	1,660	3,810	129.5%
Income tax expense	(416)	(856)	105.8%
Net income (loss) attributable to CDEL	1,476	3,423	131.9%

Selected Cash Flow Items (Unaudited) - 1QFY2014



(US\$ in Millions)	1Q FY13	1Q FY14
Net Operating Cash Inflow	5.3	8.1

The inflow in 1Q was due to:

- Net income generated in the quarter
- Increases in deferred revenue and refundable fees, accrued expenses and other liabilities
- Decrease in accounts receivable
- Partially offset by the increase in prepayment and other current assets and decrease in income tax payable

Selected Balance Sheet Items (Unaudited) – 1Q FY14



Balance Sheet Summary

(US\$ in Millions)

Assets	Sep 30, 2013	Dec 31, 2013	Change %
Cash and Cash Equivalents, Term Deposits and Restricted Cash	72.7	81.4	11.9%
Receivables	3.5	2.8	-19.7%
Inventories	0.7	0.6	-11.3%
Net PP&E	10.2	10.7	4.5%
Other Assets	18.8	19.2	2.2%
Total	106.0	114.7	8.2%
Liabilities and Shareholders' Equity	Sep 30, 2013	Dec 31, 2013	Change %
Accrued Expenses and other liabilities	20.0	21.9	9.3%
Deferred Revenues, current portion	17.1	19.1	11.3%
Refundable Fees	4.3	4.6	7.8%
Total Shareholder's Equity	64.5	69.1	7.1%
Total	106.0	114.7	8.2%



Business Outlook













First Quarter and Fiscal 2014 Guidance



2Q FY14 revenue expected range: US\$16.2 – 16.9 million, 25% - 30% year-over-year growth

FY14 revenue guidance to: US\$88.5 – 92.7 million, 24% - 30% year-over-year growth