

SOWERS ACTION

苗圃行動

(incorporated in Hong Kong with limited liability  
by guarantee)

Reports and Financial Statements  
For the year ended June 30, 2013

SOWERS ACTION

苗圃行動

(incorporated in Hong Kong with limited liability by guarantee)

REPORTS AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED JUNE 30, 2013

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## SOWERS ACTION

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(incorporated in Hong Kong with limited liability by guarantee)

## DIRECTORS' REPORT

The directors present their annual report and the audited financial statements of the Company for the year ended June 30, 2013.

### PRINCIPAL ACTIVITY

The Company continued to engage in funds raising to support the operations of the Education Program in the People's Republic of China.

### RESULTS

The results of the Company for year ended June 30, 2013 are set out in the statement of profit or loss on page 5.

### INVESTMENT PROPERTY AND PLANT AND EQUIPMENT

Details of movements in the Company's investment property and plant and equipment during the year are set out in notes 7 and 8, respectively, to the financial statements.

### DIRECTORS

The directors of the Company during the year and up to the date of this report were:

|                                     |                                 |
|-------------------------------------|---------------------------------|
| Ho Ngai Leung (Chairman)            |                                 |
| Ching Shuk Ying, Vanessa (Chairman) | (resigned on October 28, 2012)  |
| Lui Wing On (Vice Chairman)         |                                 |
| Mo Sik Keung (Vice Chairman)        |                                 |
| Cheung Siu Wan (Vice Chairman)      | (appointed on October 28, 2012) |
| Choi Shiu Ming (Vice Chairman)      | (resigned on October 28, 2012)  |
| Ng Kwok Keung                       |                                 |
| Yeung Tsz Kin                       |                                 |
| Lam Kin Man                         | (appointed on October 28, 2012) |
| Pak Paul                            | (appointed on October 28, 2012) |
| Cheung Hon Fan, Alex                | (appointed on October 28, 2012) |
| Au Ho                               | (resigned on October 28, 2012)  |
| Li Suet Ping, Vickie                | (resigned on October 28, 2012)  |
| Yung Ha Kuk, Victor                 | (resigned on October 28, 2012)  |

In accordance with Article 44(b) of the Company's Articles of Association, all remaining directors will retire but eligible for re-election.

SOWERS ACTION

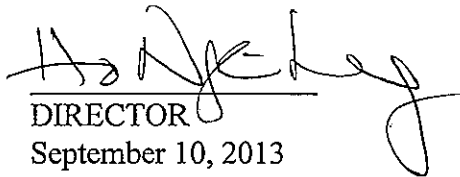
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AUDITOR

A resolution will be submitted to the annual general meeting to re-appoint Messrs. Deloitte Touche Tohmatsu as the honorary auditor of the Company.

On behalf of the Board

  
\_\_\_\_\_  
DIRECTOR  
September 10, 2013

### THE INDEPENDENT HONORARY AUDITOR'S REPORT

### TO THE BOARD OF DIRECTORS OF SOWERS ACTION

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(incorporated in Hong Kong with limited liability by guarantee)

We have audited the financial statements of Sowers Action (the "Company") set out on pages 5 to 23, which comprise the statement of financial position as at June 30, 2013, and the statement of profit or loss, the statement of changes in fund and the statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Directors' Responsibility 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 Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants 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.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with Section 141 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. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

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

THE INDEPENDENT HONORARY AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF SOWERS ACTION - continued

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(incorporated in Hong Kong with limited liability by guarantee)

**Opinion**

In our opinion, the financial statements give a true and fair view of the state of affairs of the Company as at June 30, 2013 and of its net income and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

A handwritten signature in black ink that reads "Deloitte Touche Tohmatsu". The signature is written in a cursive, flowing style.

**Deloitte Touche Tohmatsu**  
Certified Public Accountants  
Hong Kong  
September 10, 2013

**SOWERS ACTION**

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(incorporated in Hong Kong with limited liability by guarantee)

**STATEMENT OF PROFIT OR LOSS  
FOR THE YEAR ENDED JUNE 30, 2013**

|   | <u>NOTE</u> | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|---|-------------|---------------------|---------------------|
| <b>INCOME</b>   |             |                     |                     |
| Donations for Education Programs in China             |             | 29,688,200          | 25,041,897          |
| Donations and Contributions towards Operational Costs |             | 4,452,643           | 6,705,646           |
| Government Grants                                     |             | 51,163              | 3,481,473           |
| Subscription Fees                                     |             | 89,216              | 140,760             |
| Interest Income                                       |             | 2,171,540           | 1,861,168           |
| Exchange Gain   |             | 3,088,350           | 679,083             |
| Other Income  |             | 66,550              | 62,068              |
| Total Income  |             | <u>39,607,662</u>   | <u>37,972,095</u>   |
| <b>EXPENDITURE</b>                                    |             |                     |                     |
| Expenditure on Education Programs in China:           |             |                     |                     |
| Subsidies for School Constructions and Facilities     |             | 18,863,017          | 31,987,751          |
| Teachers Training and Student Sponsorships            |             | 13,542,855          | 14,018,013          |
| Program Implementation Costs                          |             | 2,310,981           | 2,545,319           |
|   |             | <u>34,716,853</u>   | <u>48,551,083</u>   |
| Fund Raising Costs                                    |             | 2,037,461           | 2,668,616           |
| Administration Costs                                  |             | 2,038,826           | 1,986,953           |
| TOTAL EXPENDITURE                                     |             | <u>38,793,140</u>   | <u>53,206,652</u>   |
| NET INCOME (EXPENDITURE) FOR THE YEAR                 | 6           | <u>814,522</u>      | <u>(15,234,557)</u> |

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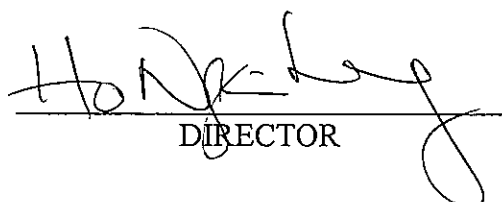
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STATEMENT OF FINANCIAL POSITION

AT JUNE 30, 2013

|   | <u>NOTES</u> | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|---|--------------|---------------------|---------------------|
| Non-current assets                          |              |                     |                     |
| Investment property                         | 7            | 1                   | 1                   |
| Plant and equipment                         | 8            | 159,123             | 242,738             |
|   |              | <u>159,124</u>      | <u>242,739</u>      |
| Current assets                              |              |                     |                     |
| Other receivables, prepayments and deposits |              | 1,094,672           | 1,224,253           |
| Fixed deposits                              | 9            | 81,096,687          | 82,084,290          |
| Bank balances and cash                      | 9            | 19,107,581          | 18,697,438          |
|   |              | <u>101,298,940</u>  | <u>102,005,981</u>  |
| Current liabilities                         |              |                     |                     |
| Other payables and accrued charges          |              | 105,874             | 235,193             |
| Deferred income                             |              | 1,417,687           | 2,893,546           |
|   |              | <u>1,523,561</u>    | <u>3,128,739</u>    |
| Net current assets                          |              | <u>99,775,379</u>   | <u>98,877,242</u>   |
| Total assets less current liabilities       |              | <u>99,934,503</u>   | <u>99,119,981</u>   |
| Funds                                       |              | <u>99,934,503</u>   | <u>99,119,981</u>   |

The financial statements on pages 5 to 23 were approved and authorised for issue by the Board of Directors on September 10, 2013 and are signed on its behalf by:

  
\_\_\_\_\_  
DIRECTOR

  
\_\_\_\_\_  
DIRECTOR



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STATEMENT OF CHANGES IN FUNDS  
FOR THE YEAR ENDED JUNE 30, 2013

|                                       | Chinese<br>Education<br>Fund<br>HK\$ | Administration<br>Fund<br>HK\$ | Development<br>Fund<br>HK\$ | Disaster<br>Relief<br>Fund<br>HK\$ | Administration<br>Fund for<br>Non-Recurring<br>Projects<br>HK\$ | 512 Sichuan<br>Earthquake<br>Relief<br>Education Fund<br>HK\$ | Perpetual<br>Education<br>Aid<br>Fund<br>HK\$ | Perpetual<br>Operation<br>Fund<br>HK\$ | Total<br>HK\$     |
|---------------------------------------|--------------------------------------|--------------------------------|-----------------------------|------------------------------------|---|---|---|--|-------------------|
| At July 1, 2011                       | 84,644,929                           | 6,840,033                      | 5,686,107                   | 7,000,000                          | 1,154,660   | 7,625,434   | 1,392,995                                     | 10,380                                 | 114,354,538       |
| Net (expenditure) income for the year | (12,367,832)                         | 502,027                        | 839,322                     | -                                  | 18,793  | (4,231,657)   | 4,790   | -                                      | (15,234,557)      |
| At June 30, 2012                      | 72,277,097                           | 7,342,060                      | 6,525,429                   | 7,000,000                          | 1,173,453   | 3,393,777   | 1,397,785                                     | 10,380                                 | 99,119,981        |
| Net income (expenditure) for the year | 5,045,149                            | (1,063,228)                    | 1,433,482                   | -                                  | 21,926  | (4,623,307)   | 500   | -                                      | 814,522           |
| Transfers among funds this year       | (2,000,000)                          | -                              | -                           | -                                  | -   | 2,000,000   | -   | -                                      | -                 |
| At June 30, 2013                      | <u>75,322,246</u>                    | <u>6,278,832</u>               | <u>7,958,911</u>            | <u>7,000,000</u>                   | <u>1,195,379</u>  | <u>770,470</u>  | <u>1,398,285</u>                              | <u>10,380</u>                          | <u>99,934,503</u> |

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STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED JUNE 30, 2013

|   | <u>2013</u><br>HK\$       | <u>2012</u><br>HK\$       |
|---|---------------------------|---------------------------|
| OPERATING ACTIVITIES  |                           |                           |
| Net income (expenditure) for the year   | 814,522                   | (15,234,557)              |
| Adjustments for:  |                           |                           |
| Depreciation of plant and equipment   | 97,210                    | 122,549                   |
| Interest income   | (2,171,540)               | (1,861,168)               |
| Operating cash flows before movements in working capital                          | (1,259,808)               | (16,973,176)              |
| Decrease (increase) in other receivables, prepayments and deposits                | 129,581                   | (556,041)                 |
| Decrease in other payables and accrued charges                                    | (129,319)                 | (336,989)                 |
| Decrease in deferred income   | (1,475,859)               | (422,482)                 |
| NET CASH USED IN OPERATING ACTIVITIES   | <u>(2,735,405)</u>        | <u>(18,288,688)</u>       |
| INVESTING ACTIVITIES  |                           |                           |
| Interest income received  | 2,171,540                 | 1,861,168                 |
| Purchase of plant and equipment   | (13,595)                  | (103,799)                 |
| Decrease in fixed deposits with more than three months<br>to maturity when raised | -                         | 45,263,266                |
| NET CASH FROM INVESTING ACTIVITIES  | <u>2,157,945</u>          | <u>47,020,635</u>         |
| NET (DECREASE) INCREASE IN CASH AND CASH<br>EQUIVALENTS                           | (577,460)                 | 28,731,947                |
| CASH AND CASH EQUIVALENTS AT BEGINNING<br>OF THE YEAR                             |                           |                           |
|   | <u>100,781,728</u>        | <u>72,049,781</u>         |
| CASH AND CASH EQUIVALENTS AT END OF THE YEAR                                      | <u><u>100,204,268</u></u> | <u><u>100,781,728</u></u> |
| ANALYSIS OF THE BALANCES OF CASH AND<br>CASH EQUIVALENTS                          |                           |                           |
| Fixed deposits  | 81,096,687                | 82,084,290                |
| Bank balances and cash  | 19,107,581                | 18,697,438                |
|   | <u><u>100,204,268</u></u> | <u><u>100,781,728</u></u> |

## SOWERS ACTION

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2013

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#### 1. GENERAL

The Company is incorporated in Hong Kong with limited liability by guarantee. The address of the registered office and principal place of business of the Company is Unit no. 101, 1/F Sunbeam Plaza, 1155 Canton Road, Kowloon, Hong Kong.

The Company continues to engage in fund raising to support the operations of the Education Program in the People's Republic of China (the "PRC").

The financial statements are presented in Hong Kong dollars, which are the same as the functional currency of the Company.

#### 2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRS(s)")

In the current year, the Company has applied the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

|                       |  |
|-----------------------|--|
| Amendments to HKAS 1  | Presentation of Items of Other Comprehensive Income; |
| Amendments to HKAS 12 | Deferred Tax - Recovery of Underlying Assets.        |

Except as described below, the application of these amendments to HKFRSs in the current year has had no material impact on the Company's financial performance and positions for the current and prior years and/or on the disclosures set out in these financial statements.

##### *Amendments to HKAS 1 Presentation of Items of Other Comprehensive Income*

The amendments to HKAS 1 introduce new terminology for the statement of comprehensive income and income statement. Under the amendments to HKAS 1, a 'statement of comprehensive income' is renamed as a 'statement of profit or loss and other comprehensive income' and an 'income statement' is renamed as a 'statement of profit or loss'. The amendments to HKAS 1 retain the option to present profit or loss and other comprehensive income in either a single statement or in two separate but consecutive statements. However, the amendments to HKAS 1 require items of other comprehensive income to be grouped into two categories: (a) items that will not be reclassified subsequently to profit or loss; and (b) items that may be reclassified subsequently to profit or loss when specific conditions are met. Income tax on items of other comprehensive income is required to be allocated on the same basis - the amendments do not change the existing option to present items of other comprehensive income either before tax or net of tax. The amendments have been applied retrospectively, and hence the presentation of items of other comprehensive income has been modified to reflect the changes. Other than the above mentioned presentation changes, the application of the amendments to HKAS 1 does not result in any impact on profit or loss, other comprehensive income and total comprehensive income.

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## 2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRS(s)") - continued

The Company has not early applied the following new and revised HKFRSs that have been issued but are not yet effective:

|   |   |
|---|---|
| Amendments to HKFRSs                          | Annual Improvements to HKFRSs 2009 - 2012 Cycle <sup>1</sup>  |
| Amendments to HKFRS 1                         | Government Loans <sup>1</sup>   |
| Amendments to HKFRS 7                         | Disclosures - Offsetting Financial Assets and Financial Liabilities <sup>1</sup>  |
| Amendments to HKFRS 7 and HKFRS 9             | Mandatory Effective Date of HKFRS 9 and Transition Disclosures <sup>2</sup>   |
| Amendments to HKFRS 10, HKFRS 11 and HKFRS 12 | Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance <sup>1</sup> |
| Amendments to HKFRS 10, HKFRS 12 and HKAS 27  | Investment Entities <sup>3</sup>  |
| HKFRS 9                                       | Financial Instruments <sup>2</sup>  |
| HKFRS 10                                      | Consolidated Financial Statements <sup>1</sup>  |
| HKFRS 11                                      | Joint Arrangements <sup>1</sup>   |
| HKFRS 12                                      | Disclosure of Interests in Other Entities <sup>1</sup>  |
| HKFRS 13                                      | Fair Value Measurement <sup>1</sup>   |
| HKAS 19 (as revised in 2011)                  | Employee Benefits <sup>1</sup>  |
| HKAS 27 (as revised in 2011)                  | Separate Financial Statements <sup>1</sup>  |
| HKAS 28 (as revised in 2011)                  | Investments in Associates and Joint Ventures <sup>1</sup>   |
| Amendments to HKAS 32                         | Offsetting Financial Assets and Financial Liabilities <sup>3</sup>  |
| Amendments to HKAS 36                         | Recoverable Amount Disclosures for Non-Financial Assets <sup>3</sup>  |
| HK(IFRIC) - Int 20                            | Stripping Costs in the Production Phase of a Surface Mine <sup>1</sup>  |
| HK(IFRIC) - Int 21                            | Levies <sup>3</sup>   |

<sup>1</sup> Effective for annual periods beginning on or after January 1, 2013.

<sup>2</sup> Effective for annual periods beginning on or after January 1, 2015.

<sup>3</sup> Effective for annual periods beginning on or after January 1, 2014.

HKFRS 9 issued in 2009 introduces new requirements for the classification and measurement of financial assets. HKFRS 9 amended in 2010 includes the requirements for the classification and measurement of financial liabilities and for derecognition.

HKFRS 9 requires all recognised financial assets that are within the scope of HKAS 39 "Financial Instruments: Recognition and Measurement" to be subsequently measured at amortised cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. All other debt investments and equity investments are measured at their fair values at the end of subsequent reporting periods. In addition, under HKFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

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## 2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRS(s)") - continued

The directors anticipate that HKFRS 9 will be adopted in the Company's financial statements for the year ended June 30, 2016 and the adoption of HKFRS 9 might have impact on amounts reported in respect of the Company's financial assets. However, it is not practicable to provide a reasonable estimate of the effect until a detailed review has been completed.

The directors of the Company anticipate that the application of other new and revised HKFRSs will have no material impact on the financial statements.

## 3. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in accordance with HKFRS issued by the HKICPA and the Hong Kong Companies Ordinance.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods.

The principal accounting policies are set out below.

### Income and expenditure

Income and expenditure is accounted for on an accrual basis, except for donations which are accounted for on a cash basis.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

### Plant and equipment

Plant and equipment are stated at cost less accumulated depreciation and impairment loss, if any.

Depreciation is recognised so as to write off the cost of items of plant and equipment less their residual values over their estimated useful lives, using the straight line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of the reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of plant and equipment is derecognised 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 the disposal or retirement of an item of plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

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### 3. SIGNIFICANT ACCOUNTING POLICIES - continued

#### Investment property

Investment property is a property held to earn rentals and/or for capital appreciation.

Investment property is initially measured at cost, including any directly attributable expenditure. Subsequent to initial recognition, investment property is stated at cost less subsequent accumulated depreciation and any accumulated impairment losses. Depreciation is recognised so as to write off the cost of investment property over its estimated useful life and after taking into account of its estimated residual value, using the straight line method.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposals. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the item is derecognised.

#### Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

##### *The Company as lessor*

Rental income from operating leases is recognised in profit or loss on a straight line basis over the terms of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense on a straight line basis over the lease terms.

##### *The Company as lessee*

Operating lease payments are recognised as an expense on a straight line basis over the lease terms. Benefits received and receivable as an incentive to enter into an operating lease are recognised as a reduction of rental expense over the lease terms on a straight line basis.

#### Foreign currencies

In preparing the financial statement of the Company, transactions in currencies other than the functional currency of the Company (foreign currencies) are recorded in its functional currency (i.e. the currency of the primary economic environment in which the Company operates) at the rates of exchanges prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are recognised in profit or loss in the period in which they arise.

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### 3. SIGNIFICANT ACCOUNTING POLICIES - continued

#### Retirement benefit costs

Payments to the Mandatory Provident Fund Scheme are recognised as an expense when employees have rendered service entitling them to the contributions.

#### Taxation

The Company is exempted under Section 88 of the Inland Revenue Ordinance from any tax levied in Hong Kong by reason of being a charitable institution or trust of a public character.

#### Impairment losses (other than financial assets)

At the end of the reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately.

#### Deferred income

Contribution (not including donations for education) received prior to the commencement and completion of a project is deferred. Upon completion of the project, the contribution net of related expenses incurred for the project is credited/charged to profit or loss.

Long March for Education Project is an activity jointly hosted by the Company and China Youth Development Foundation. The income or expenditure arising from contribution for administrative expenditure and the related administrative expenses incurred prior to the completion of this activity is deferred and will be recognised to profit or loss when the activity is completed.

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### 3. SIGNIFICANT ACCOUNTING POLICIES - continued

#### Chinese Education Fund

The purpose of the Chinese Education Fund is to support and finance the development of the Education Program in the PRC.

#### Administration Fund

The purpose of the Administration Fund is to finance the operational costs of the Company.

#### Development Fund

The purpose of the Development Fund is to finance the development of the Education Program in the PRC and the administrative expenditure of the Company.

#### Disaster Relief Fund

The purpose of the Disaster Relief Fund is to finance the urgent needs during the natural disaster in the PRC.

#### Administration Fund for Non-Recurring Projects

The purpose of the Administration Fund for Non-Recurring Projects is to provide funding for the pre-operating administrative expenses incurred for non-recurring projects of the Company. The fund was established on January 1, 2006.

#### 512 Sichuan Earthquake Relief Education Fund

The purposes of the 512 Sichuan Earthquake Relief Education Fund are to rebuild schools, to provide basic living necessities to children and to install temporary schooling facilities in the disaster areas.

#### Perpetual Education Aid Fund

The purpose of the Perpetual Education Aid Fund is to accumulate and apply its investment income or interest to support and finance students in the PRC to pursue study.

#### Perpetual Operation Fund

The purpose of the Perpetual Operation Fund is to accumulate and apply its investment income or interest for financing any recurring or re-accruing expenditure of the Company and any other costs that are directly or indirectly required to maintain the daily operation and the existence of the Company.



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### 3. SIGNIFICANT ACCOUNTING POLICIES - continued

#### Government Grants

Government grants represent the amounts received from the Hong Kong Special Administrative Region Government's Trust Fund in Support of Reconstruction in the Sichuan Earthquake Stricken Areas in respect of two projects carried out by the Company.

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets are recognised as deferred income in the statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised in profit or loss in the period in which they become receivable.

#### Operational Costs

Operational Costs represent the Program Implementation Costs; Fund Raising Costs; Administration Costs and Other Costs of the Company, which are financed by the Administration Funds.

Program Implementation Costs include the expenditure of the mainland offices and the China Service Department; traveling subsidies to work group and other program implementation costs.

Fund Raising Costs include the expenditure of the Promotion and Fund Raising Department; costs relating to fund raising events; publicity and maintenance of the Company's web page.

Administration Costs include the expenditure of the executive officers; the Finance and Administration Department; human resources and information technology support; rent and related expenses of the head office; depreciation; professional fees and other indirect costs.

Other Costs include exchange and investment losses.

#### Financial instruments

Financial assets and financial liabilities are recognised in the statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

## SOWERS ACTION

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(incorporated in Hong Kong with limited liability by guarantee)

### 3. SIGNIFICANT ACCOUNTING POLICIES - continued

#### Financial instruments - continued

##### **Financial assets**

The Company's financial assets are loans and receivables.

##### *Effective interest method*

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest income is recognised on an effective interest basis for debt instruments.

##### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Subsequent to initial recognition, loans and receivables (including other receivables, fixed deposits and bank balances) are measured at amortised cost using the effective interest method, less any identified impairment losses.

##### **Impairment of financial assets**

Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets 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 financial asset, the estimated future cash flows of the financial assets have been affected.

Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty;
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

The amount of the impairment loss recognised is the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets.

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 losses was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

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### 3. SIGNIFICANT ACCOUNTING POLICIES - continued

#### Financial instruments - continued

##### **Financial liabilities**

Debt instruments issued by the Company are classified in accordance with the substance of the contractual arrangements and the definitions of a financial liability.

The Company's financial liabilities are other payables which are subsequently measured at amortised cost, using the effective interest method.

##### *Effective interest method*

The effective interest method is a method of calculating the amortised 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 (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) 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 recognised on an effective interest basis.

##### **Derecognition**

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised and accumulated in reserve is recognised in profit or loss.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

### 4. FINANCIAL INSTRUMENTS

#### (a) Categories of financial instruments

|   | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|---|---------------------|---------------------|
| <b>Financial assets</b>                               |                     |                     |
| <i>Loans and receivables</i>                          |                     |                     |
| Other receivables                                     | 813,418             | 953,413             |
| Fixed deposits  | 81,096,687          | 82,084,290          |
| Bank balances   | 19,107,581          | 18,697,438          |
|   | <u>101,017,686</u>  | <u>101,735,141</u>  |
| <b>Financial liabilities</b>                          |                     |                     |
| <i>Financial liabilities stated at amortised cost</i> |                     |                     |
| Other payables  | 105,874             | 214,990             |

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### 4. FINANCIAL INSTRUMENTS - continued

#### (b) Financial risk management objectives and policies

The Company's financial instruments include other receivables, fixed deposits, bank balances and other payables. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments include market risk (currency risk and interest rate risk), credit risk and liquidity risk. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner. The Company's overall policies remain unchanged from prior year.

#### (i) Market risk

##### (i) *Currency risk*

The Company operates in Hong Kong with most of the transactions denominated and settled in Hong Kong dollars ("HKD"). Certain of other receivables, fixed deposits and bank balances are denominated in Renminbi ("RMB") which expose the Company to foreign currency risk. The Company currently does not enter into any derivative contracts to minimise the currency risk exposure. However, management will consider hedging significant currency risk should the need arises.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

|     | <u>Assets</u>       |                     | <u>Liabilities</u>  |                     |
|-----|---------------------|---------------------|---------------------|---------------------|
|     | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
| RMB | <u>89,903,674</u>   | <u>77,166,922</u>   | <u>-</u>            | <u>-</u>            |

#### *Sensitivity analysis*

The following table details the Company's sensitivity to a 5% appreciation and depreciation in RMB against HKD. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items, and adjusts their translation at the end of the reporting period for a 5% change in foreign currency rates. A positive number below indicates an increase in income or a decrease in expenditure where RMB strengthen 5% against HKD. For a 5% weakening of RMB against HKD, there would be an equal and opposite impact on the income/expenditure.

|                                       | <u>RMB</u>          |                     |
|---------------------------------------|---------------------|---------------------|
|                                       | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
| Net income (expenditure) for the year | <u>4,495,184</u>    | <u>3,858,346</u>    |

## SOWERS ACTION

### 苗圃行動

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#### 4. FINANCIAL INSTRUMENTS - continued

##### (b) Financial risk management objectives and policies - continued

##### (i) Market risk - continued

##### (ii) *Interest rate risk*

The Company is exposed to fair value interest rate risk in relation to fixed-rate bank deposits.

The Company also exposed to cash flow interest rate risk in relation to variable-rate bank balances. It is the Company's policy to keep fixed-rate deposits so as to minimise fair value interest rate risk.

##### *Sensitivity analysis*

The sensitivity analysis below have been determined based on the exposure to interest rates for non-derivative instruments at the end of end of the reporting period. For variable-rate bank deposits, the analysis is prepared assuming the amount of assets outstanding at the end of the reporting period was outstanding for the whole year. A 10 basis points (2012: 10 basis points) increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 10 basis points (2012: 10 basis points) higher/lower and all other variables were held constant, the Company's income for the year ended June 30, 2013 would increase/decrease by HK\$16,816 (2012: expenditure decrease/increase by HK\$16,093). This is mainly attributable to the Company's exposure to interest rates on its variable-rate bank deposits.

##### (ii) Credit risk

As at June 30, 2013, the Company's maximum exposure to credit risk which will cause a financial loss to the Company due to failure to discharge an obligation by the counterparties is arising from the carrying amount of the respective recognised financial assets as stated in the statement of financial position.

The credit risk on liquid funds is limited because the counterparties are banks with high-credit ratings assigned by international credit-rating agencies.

Other than concentration of credit risk on liquid funds which are deposited with several banks with high credit ratings, the Company does not have any other significant concentration of credit risk.

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### 4. FINANCIAL INSTRUMENTS - continued

#### (b) Financial risk management objectives and policies - continued

##### (iii) Liquidity risk

In the management of the liquidity risk, the Company monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Company's operations and mitigate the effects of fluctuations in cash flows.

All of the Company's financial liabilities are repayable on demand.

#### (c) Fair value

The fair values of financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in financial statements approximate their fair values.

### 5. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax has been made in the financial statements of the Company as the Company is an approved charitable institution. It is exempted from payment of tax by virtue of Section 88 of the Inland Revenue Ordinance.

### 6. NET INCOME (EXPENDITURE) FOR THE YEAR

|  | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|--|---------------------|---------------------|
| Net income (expenditure) for the year was arrived at after charging:           |                     |                     |
| Directors' remuneration  | -                   | -                   |
| Other staff costs  | 3,176,041           | 3,212,405           |
| Retirement benefit scheme contributions, excluding contributions for directors | 89,188              | 116,404             |
| Total staff costs  | <u>3,265,229</u>    | <u>3,328,809</u>    |
| Auditor's remuneration   | -                   | -                   |
| Depreciation of plant and equipment  | <u>97,210</u>       | <u>122,549</u>      |

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### 7. INVESTMENT PROPERTY

|  | HK\$ |
|--|------|
| COST   |      |
| At July 1, 2011, June 30, 2012 and June 30, 2013 | 1    |
| ACCUMULATED DEPRECIATION                         |      |
| At July 1, 2011, June 30, 2012 and June 30, 2013 | -    |
| CARRYING VALUES                                  |      |
| At June 30, 2013                                 | 1    |
| At June 30, 2012                                 | 1    |

The property has been leased out to earn rental income to subsidise the daily operations of the Company.

The fair value of the investment property at June 30, 2013 was HK\$2,380,000 (2012: HK\$1,530,000). The valuation was determined by the directors with reference to recent market transactions for similar properties in the similar locations and conditions.

The above investment property is depreciated on a straight line basis over the lease terms.

The investment property is situated on land under medium-term lease in Hong Kong.

### 8. PLANT AND EQUIPMENT

|                       | <u>Leasehold<br/>improvements</u><br>HK\$ | <u>Furniture<br/>and<br/>equipment</u><br>HK\$ | <u>Total</u><br>HK\$ |
|-----------------------|---|--|----------------------|
| COST                  |   |  |                      |
| At July 1, 2011       | 302,147                                   | 380,336  | 682,483              |
| Additions             | -   | 103,799  | 103,799              |
| At June 30, 2012      | 302,147                                   | 484,135  | 786,282              |
| Additions             | -   | 13,595   | 13,595               |
| At June 30, 2013      | 302,147                                   | 497,730  | 799,877              |
| DEPRECIATION          |   |  |                      |
| At July 1, 2011       | 283,263                                   | 137,732  | 420,995              |
| Provided for the year | 18,884                                    | 103,665  | 122,549              |
| At June 30, 2012      | 302,147                                   | 241,397  | 543,544              |
| Provided for the year | -   | 97,210   | 97,210               |
| At June 30, 2013      | 302,147                                   | 338,607  | 640,754              |
| CARRYING VALUES       |   |  |                      |
| At June 30, 2013      | -   | 159,123  | 159,123              |
| At June 30, 2012      | -   | 242,738  | 242,738              |

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### 8. PLANT AND EQUIPMENT - continued

The above items of plant and equipment are depreciated on a straight line basis at the following rates per annum:

|                         |           |
|-------------------------|-----------|
| Leasehold improvements  | 25%       |
| Furniture and equipment | 20% - 25% |

### 9. FIXED DEPOSITS/BANK BALANCES

Fixed deposits and bank balances include short-term bank deposits with an original maturity of three months or less. The deposits carry interest at prevailing market rate ranging from 0.01% to 3.05% (2012: 0.01% to 2.8%) per annum.

### 10. OPERATING LEASE COMMITMENT/ARRANGEMENT

#### The Company as lessee

The minimum lease payments under operating leases in respect of the office premises and photocopier during the year amounting to HK\$382,553 (2012: HK\$369,205).

At the end of the reporting period, the Company had commitments for future minimum lease payments under non-cancellable operating leases which fall due as follows:

|                                       | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|---------------------------------------|---------------------|---------------------|
| Within one year                       | 441,160             | 436,260             |
| In the second to fifth year inclusive | 414,027             | 199,771             |
|                                       | <u>855,187</u>      | <u>636,031</u>      |

Operating lease payments represent rentals payable by the Company for its office premises and photocopier. Leases are negotiated and fixed for an average term of two year and five years respectively.



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### 10. OPERATING LEASE COMMITMENT - continued

#### The Company as lessor

Property rental income earned during the year, net of negligible outgoing, was HK\$44,160 (2012: HK\$24,200).

At the end of reporting period, the Company had contracted with tenants for the following future minimum lease payments:

|                                       | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|---------------------------------------|---------------------|---------------------|
| Within one year                       | -                   | 57,600              |
| In the second to fifth year inclusive | -                   | 38,400              |
|                                       | <u>-</u>            | <u>96,000</u>       |

### 11. OTHER COMMITMENTS

|   | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|---|---------------------|---------------------|
| Commitments to contribute funds to the Education Programs in the PRC: |                     |                     |
| Contracted but not provided for                                       | 42,572,489          | 36,064,937          |
| Authorised but not contracted for                                     | 32,411,191          | 30,269,563          |
|   | <u>74,983,680</u>   | <u>66,334,500</u>   |

### 12. RELATED PARTY TRANSACTIONS

Other than the remuneration of key management personnels during the year stated as follows, the directors are not aware of any other related party transactions for both years.

|                          | <u>2013</u><br>HK\$ | <u>2012</u><br>HK\$ |
|--------------------------|---------------------|---------------------|
| Short-term benefits      | 759,350             | 412,550             |
| Post-employment benefits | 29,850              | 15,500              |
|                          | <u>789,200</u>      | <u>428,050</u>      |