

ENCOUNTER FOR CULTURE AND EDUCATION, INC.

BALANCE SHEET AS OF DECEMBER 31, 2013

INCOME & EXPENDITURE ACCOUNT FOR THE YEAR ENDED DECEMBER 31, 2013

AND

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2013

ENCOUNTER FOR CULTURE AND EDUCATION, INC. Balance Sheet

As of December 31, 2013

| 2 | Total |
|----------------------------------|-------------|
| ASSETS | |
| Current Assets | |
| Bank Accounts | |
| 1105200 CHASE Checking | 194,410 |
| 1105250 CHASE Payroll | 3,297 |
| 1105260 CHASE Savings | 1,002 |
| 1106100 US Bank | 113,552 |
| 1116100 Petty Cash | 1,000 |
| Total Bank Accounts | \$313,261 |
| Accounts Receivable | |
| 1301202 Perseus | 472,807 |
| 1301300 Estimated Return Reserve | (141,842) |
| 1301400 Bad Debt Reserves | (2,000) |
| Total Accounts Receivable | \$328,965 |
| Other current assets | |
| 1498000 Contribution Receivable | 1,000,000 |
| 1509100 Inventory | 567,842 |
| 1509300 Prepaid Royalties | |
| 1509310 Author Advances | 1,929,720 |
| 1509320 Expensed Royalties | (1,740,280) |
| Total 1509300 Prepaid Royalties | 189,440 |
| Total Other current assets | \$1,757,282 |
| Total Current Assets | \$2,399,508 |
| Other Assets | |
| 1509400 Prepaid Insurance | 10,511 |
| 1509460 Security Deposit | 2,190 |
| 1604000 Deposits | 11,709 |
| Total Other Assets | \$24,410 |
| TOTAL ASSETS | \$2,423,919 |
| LIABILITIES AND EQUITY | |
| Liabilities | |
| Current Liabilities | |
| Accounts Payable | |
| 2101100 Accounts Payable | 144,052 |
| Total Accounts Payable | \$144,052 |
| Other Current Liabilities | |
| | |

| 2516125 Sect.125 Plan Balances | 205 |
|---------------------------------------|------------------|
| Total 2516100 Payroll Liabilities | 205 |
| Total Other Current Liabilities | \$205 |
| Total Current Liabilities | \$144,257 |
| Total Liabilities | \$144,257 |
| Equity 2915200 Temporarily restricted | 1,000,000 |
| 2918100 Retained Earnings | 1,391,674 |
| Net Income | (112,012) |
| Total Equity | \$2,279,662 |
| TOTAL LIABILITIES AND EQUITY | \$2,423,919 |

ENCOUNTER FOR CULTURE AND EDUCATION, INC. Income & Expenditure Account

January - December 2013

| | Total | | | |
|-----------------------------------|---------------|--|--|--|
| Income | | | | |
| 3000000 Sales | 2,298,672 | | | |
| 3021800 Returns & Credits | -566,793 | | | |
| 3031000 Contributions | 101,000 | | | |
| 3091000 Other Income | 21,222 | | | |
| Total Income | \$1,854,100 | | | |
| Cost of Goods Sold | | | | |
| 3900000 Handling Fees | 204,358 | | | |
| Total Cost of Goods Sold | \$204,358 | | | |
| Gross Profit | \$1,649,742 | | | |
| Expenses | | | | |
| 4000000 Administrative Operations | 291,191 | | | |
| 5000000 Editorial/Acquisitions | 564,720 | | | |
| 6000000 Production/Manufacturing | 758,494 | | | |
| 7000000 Sales/Marketing | 302,666 | | | |
| 8000000 Fulfillment | 101,525 | | | |
| 9000000 Personnel | 743,158 | | | |
| Total Expenses | \$2,761,754 | | | |
| Net Operating Income | \$ -1,112,012 | | | |
| Other Income | | | | |
| 9919000 General Grant | 1,000,000 | | | |
| Total Other Income | \$1,000,000 | | | |
| Net Other Income | \$1,000,000 | | | |
| Net Income | \$ -112,012 | | | |

Encounter for Culture and Education, Inc. Statement of Cash Flows

2013 and 2012

| | | <u>2013</u> | 2012 |
|--|-------|--|---|
| Cash Flows Provided (Used): | | | |
| From Operating Activities: | | | |
| Change in net assets for the period | \$ (1 | ,112,012) | \$ (1,022,106) |
| Adjustments to reconcile change in net assets to net cash provided by operating activities: | | | |
| Decrease (increase) in accounts receivable Decrease (increase) in contributions receivable Decrease (increase) in inventory Decrease (increase) in prepaid royalties Decrease (increase) in other assets Increase (decrease) in accounts payable | 1 | 46,269 ,000,000 85,112 144,315 (3,304) (54,851) | (194,797) 1,000,000 31,825 85,476 (1,522) 69,023 |
| Net cash provided by operating activities | | 105,529 | (32,101) |
| Cash and cash equivalents, beginning of year | | 207,732 | 239,833 |
| Cash and cash equivalents, end of period | \$ | 313,261 | \$ 207,732 |

ENCOUNTER FOR CULTURE AND EDUCATION, INC.

NOTES TO FINANCIAL STATEMENTS

December 31, 2013

- 1. The value of books held in inventory as of December 31, 2013 is stated at estimated cost of \$630,935 less a reserve for slow moving books in the amount of \$63,094.
- 2. Author Advances paid in respect of books in production and books which have not yet fully earned royalties equivalent to advances are capitalized in Prepaid Royalties. An amount equal to 25% of net sales is expensed from Prepaid Royalties and charged to Author Royalties each month. This charge off is verified annually by comparison to Royalties actually earned and Advances deemed unlikely to ever be fully earned back and thus written off. The Corporation had approximately \$228,000 of royalty advance commitments outstanding to authors as of December 31, 2013.
- 3. Fixed Assets have been expensed when purchased.
- 4. A reserve for anticipated book returns amounts to \$141,842 as at December 31, 2013, estimated at 30% of Accounts Receivable.
- 5. The reserve for bad debts is \$2,000,

| | | BUDGET | | ACTUAL |
|-------------------------------------|-----|---------------------|-----|-------------------|
| | | 2014 | | 2013 |
| NCOME | | 4.005.000 | | 1,732,000 |
| Book Sales Other Income | | 1,905,000 25,000 | | 21,000 |
| Contributions | | 125,000 | | 101,000 |
| SUB-TOTAL INCOME | \$ | 2,055,000 | \$ | 1,854,000 |
| XPENSES | | | | |
| PERSEUS HANDLING FEE | \$ | 228,000 | \$ | 204,000 |
| ROSS PROFIT | | 1,827,000 | | 1,650,000 |
| ADMINISTRATIVE | | 100.000 | _ | 100,000 |
| Rent S Policien | | 100,000 40,000 | | 38,000 |
| Postage & Delivery | | 36,000 | | 36,000 |
| Bookkeeping | | 20,000 | | 20,000 |
| Travel and Entertainment | | 11,000 | | 10,000 |
| Office Supplies Audit Fees | | 18,000 | | 16,000 |
| | | 11,000 | | 10,000 |
| Insurance | | 8,000 | | 6,000 |
| Telephone | | 22,000 | | 22,000 |
| Computer Support Legal Fees | | 5,000 | | 5,000 |
| Utilities | | 8,000 | | 6,000 |
| | | 3,000 | | 2,000 |
| Equipment | | 10,000 | | 9,000 |
| Subscriptions Janitorial | | 5,000 | | 5,000 |
| Other Fees & Bank Charges | | 5,000 | | 6,000 |
| | -\$ | 302,000 | \$ | 291,000 |
| EDITORIAL | | | | |
| Permission Rights | | 40,000 | | 38,000 |
| Author Advances | | 200,000 | | 195,000 |
| Author Royalties | | 180,000 | | 238,000 |
| Copy Editing | | 95,000 | | 91,000 |
| Travel and Miscellaneous | | 5,000 | | 4,000 |
| | \$ | 520,000 | \$ | 566,000 |
| PRODUCTION | | | | |
| Printing & Binding | | 690,000 | | 667,000 |
| Pre-Press | | 90,000 | | 91,000 |
| | \$ | 780,000 | \$ | 758,000 |
| SALES & PROMOTION | | | | |
| Advertising | | 180,000 | | 200,000 |
| Publicity . | | 85,000 | | 77,000 |
| Fulfillment | | 110,000 | | 102,000 |
| Author Tours | | 10,000 | | |
| Catalog | | 15,000 | | 10,000 15,000 |
| Travel | | 15,000 | | |
| Web Site Maintenance Trade Shows | | 1,000 1,000 | | (a) |
| | \$ | 417,000 | \$ | 404,000 |
| PERSONNEL EXPENSES | | | | |
| Salaries & Wages | | 600,000 | | 553,000 |
| Outside Services/Contract Labor | | 2,000 | | 100 |
| Benefits Payroll Taxes | | 161,000 45,000 | | 152,000 38,000 |
| | | 808,000 | -\$ | 743,000 |
| OTHER EXPENSES | | 300,000 | \$ | 740,000 |
| | \$ | | | (#: |
| | \$ | (#): | \$ | - |
| TOTAL EXPENSES | \$ | 2,827,000 | \$ | 2,762,000 |
| CASH REQUIREMENT | \$ | 1,000,000 | \$ | 1,112,000 |