CHINA EDUCATION RESOURCES INC.

Management's Discussion and Analysis
For the year ended December 31, 2014

FORM 51-102F1

This Management Discussion and Analysis ("MD&A") reviews the activities of China Education Resources Inc. ("CER"), its Chinese operating subsidiaries, Today's Teachers Technology & Culture Ltd. ("TTTC"), CEN Smart ("CEN") and Zhong Yu Cheng Yuan Education Technology Ltd. (previously known as Zhong Yu Cheng Yuan Curriculum Development Center Ltd.) ("ZYCY") (and/or collectively the "Group") and compares the financial results for the year ended December 31, 2014 with the same period of 2013. The MD&A should be read in conjunction with the audited consolidated financial statements and accompanying notes for the year ended December 31, 2014, copy of which is filed on the SEDAR website.

All financial information in this MD&A is prepared in accordance with International Financial Reporting Standards ("IFRSs"), except those exceptions specially mentioned. All dollar amounts presented are expressed in United States dollars unless otherwise noted.

FORWARD LOOKING INFORMATION

Except for statements of historical fact, the discussion and analysis of financial performance and position including, without limitation, statements regarding projections, future plans, and objectives of CER are forward-looking statements that are subject to various risks and uncertainties. Forward-looking statements are based on management experience, historical results, current expectations and analyses, trends, government policies, and current business and economic conditions, including CER's analysis of its product and distribution system and its expectations regarding the effects of anticipated product and distribution changes and the potential benefits of such efforts and activities on CER's results of operations in future periods. There can be no assurance that such statements will prove to be accurate; actual results and future events could differ materially from those anticipated in such statements.

DATE OF REPORT – April 30, 2015

DESCRIPTION AND OVERVIEW OF BUSINESS

CER is a corporation organized under the predecessor to the *Business Corporations Act* of British Columbia. CER is public company traded on the TSX Venture Exchange with the trading symbol "CHN" and OTCQX with the trading symbol "CHNUF". The Group, through its subsidiaries in China, is a leading provider of kindergarten to grade 12 ("K-12") education resources and services through its national internet portal, China Education Resources and Services Platform ("CERSP"), www.cersp.com, to China's kindergarten to grade 12 education market.

The Group has worked in all areas of education resources development, marketing and sales. Working with the Curriculum Development Center ("CDC") of China's Ministry of Education ("MOE") and Chinese Society of Education ("CSE") the largest academic association in China, CER has developed a unique national education portal (www.CERSP.com) to help the Central Government implement policy reform. This reform effort is designed to bring China's education system into the twenty first century by changing teaching methods from rote memory learning to a more individualized and creative approach. Teachers completed the national or provincial online training programs on CERSP.com will receive teacher's continuing education credit from either MOE or provincial education authorities. In collaboration with China's various education authorities and experts, the CERSP portal is designed to support all stakeholders and participants in the K-12 education domain; teachers, students, administrators, subject matter experts, and parents.

The Group's comprehensive Education Services Portal ("ESP") is a natural extension of CERSP, and helps to organize the wealth of teaching, learning, and administrative resources available through CERSP at the individual school level.

CERSP is the equivalent of a mega-portal. It is designed to be accessible by everyone associated with K-12 education across China and is loaded with robust features and resources that enable the development, delivery, and support of resources and activities related to the national K-12 education reform initiative. CERSP is a primary venue for teacher training in schools, districts, cities, and provinces. It is also the aggregator for subject matter experts in all K-12 subject areas and a place where they can gather virtually to improve upon the work they have done in response to national mandates.

ESP, on the other hand, is a commercial service for the K-12 education marketplace that extends the reach and relevance of the CERSP portal at the school and individual level. Its primary function is to support the administrative, teaching, learning, testing, and assessment needs of an individual school, and it does so in a way that is standardized, allowing for combined results to the district, city, province, or national level. CERSP can be regarded as a large "back-end" resource that greatly enriches each instance of ESP. ESP can be considered as a way to monetize the momentum of CERSP by creating a direct, revenue producing relationship with every school, administrator, teacher, parent and student that subscribes.

Currently, our ESP provides the following services:

(a) School Platform

The school platform provides a link between a school with its teachers, students and parents. Through the platform, the school can send messages to the teachers, students and parents. The teachers can upload homework and tests to the platform and the students can go to the platform to complete and submit their homework and write the tests. The school can automatically collect the markings received by each student. Each teacher and student has his or her own account number registered with the platform. Currently, the Group is adding mobile learning solutions to the School Platform for both of the students and teachers.

(b) Online tutoring program

Online tutoring program is a platform developed for a teacher to provide online tutoring services through the internet to his or her students. This program still has not started to generate revenue. Students have to prepay for the services to TTTC and TTTC pays the net amount to the teachers after deducting our share of revenue.

(c) Digital education products

Digital education products are the products containing digital textbook tutorial materials, digital supplementary materials such as lesson plans, course modules and tests. CER has had more than 100,000 lesson plans, course modules and continues to develop the materials.

The Group, through TTTC, acquired a 60% interest in Zhong Yu Cheng Yuan Education Technology Ltd. (previously known as Zhong Yu Cheng Yuan Curriculum Development Center Ltd.) ("ZYCY"**)**, a distributor of education products in China for RMB6,000,000 ($878,460) payable in 2,860,000 shares of common stock of the CER at a deemed value of CND0.35 ($0.30) per share. On top of increasing its book selling business, the Group can also strengthen its sales and distribution of its national CERSP and ESP web portal services in China through the sales team of ZYCY.

Due to the size of the Group, the provision of education internal portal services and distribution of educational textbooks and materials were considered in one segment based on the organizational structure, strategies, decision making and the availability of financial information.

Four Step Growth and Revenue Strategy

The Group has implemented a four step growth and revenue strategy which is now being commercialized and expanded nationwide.

The first step of the strategy involves working with various levels of government to deliver government-funded online teacher training programs. The Group has developed more than 400 online teacher training courses for the continuous education of teachers. This means teachers can obtain government certificates upon successful completion of any of these courses through national, provincial and municipal teacher training programs. More than 500,000 teachers were trained in the Group's teacher training programs. CER is the only public company endorsed by China's Ministry of Education ("MOE") for national level online teacher training programs.

The second step of the strategy involves integrating the Group's products and services into teachers' daily routines. This will allow teachers to interact and communicate with each other while establishing a close relationship with the Group and its products. These products include online teacher training, professional development and sharing of lesson plans. The CERSP portal is one of the largest and most popular K-12 teacher blog systems in China with more than one million registered and active K-12 teachers. The CERSP portal has developed into a strong national brand and it has a reputation for offering best-in-class online learning products and services. The first two steps are well underway and are expanding into more provinces.

The third step involves promoting products directly to teachers through CER's School Platform. The School Platform provides a link between a school with its teachers, students and parents. Through the platform, the school can send messages to the teachers, students and parents. The teachers can upload homework and tests to the platform and the students can go to the platform to complete and submit their homework and write the tests. The school can automatically collect the markings received by each student. Each teacher and student has his or her own account number registered with the platform.

The fourth step of the growth strategy is to target students by offering a number of products and services. This includes offering our collection of online tutoring courses, customized education resources, formative assessment tools and education games. Currently, CER is adding mobile learning solutions to both of the students and teachers.

Please refer to the Outlook section at the end of this MD&A on the current achievement made by the Company.

OVERALL PERFORMANCE

During the three months ended December 31, 2014, the Company generated revenue of $1,707,021 as compared with $154,273 for the same period of last year. The net loss attributable to the shareholders of the Company for the period was $909,421 as compared to $3,336,429 for the same period of last year. The net loss per share was $0.02 for the three months ended December 31, 2014 as compared to $0.07 for comparable period ended December 31, 2013.

During the year ended December 31, 2014, the Company generated revenue of $10,700,662 as compared with $10,085,422 for the same period of last year. The net loss attributable to the shareholders of the Company for the period was $791,396 as compared to $2,718,360 for the same period of last year. The net loss per share was $0.02 for the year ended December 31, 2014 as compared to $0.06 for comparable period ended December 31, 2013.

Selected Annual Information

	2014	**2013**	**2012**
Total revenue	$ 10,700,662	$ 10,085,422	$ 7,391,934
Net gain (loss)	(610,780)	(2,469,961)	(1,503,652)
Net loss per share	(0.02)	(0.06)	(0.03)
Total assets	7,430,490	6,709,095	7,259,378
Long-term liabilities	-	7,100	31,440

The net loss for 2014 decreased significantly due to the goodwill impairment of $2,221,441 incurred in 2013. No such goodwill impairment incurred in current year.

The significant increase of the net loss for 2013 was mainly as a result of the goodwill impairment incurred in 2013. On the other hand, revenue increased materially along with the better control on the spending of the general and administration expenses in 2013, which offset the increase of the net loss for 2013.

Results of Operations

For the three months ended December 31, 2014:

For the three months ended December 31, 2014, the Group reported aggregate sales revenue of $1,707,021 (2013: $154,273). There was an increase in revenue from book sales and distribution services for the current quarter as compared to the sales of the same quarter of previous year.

The following is a discussion of certain expense categories:

General and administrative expenses

For the three months ended December 31, 2014, general and administrative expenses were $372,506 as compared to $404,270 recorded in 2013.

Salaries, wages, commission and benefits incurred $129,403 for the three months ended December 31, 2014 from $141,113 for the comparable 2013 period.

Accounting and audit incurred $44,513 for the three months ended December 31, 2014 as compared with $36,350 for the comparable 2013 period.

Consulting fees in the amount of $36,030 for the three months ended December 31, 2014 as compared to $43,263 for the same period in 2013.

Amortization

The amortization increased to $4,363 for the three months ended December 31, 2014 as compared to $3,667 in the same period of 2013.

Selling expenses

The selling expenses of $979,667 for the three months ended December 31, 2014 increased as compared to $283,019 in the same period of 2013. Apart from the promotional activities for the current products, the Company also engaged in developing new products with increase in selling expenses for the current quarter.

Stock based compensation

During the three months ended December 31, 2014, the Group recorded a non-cash stock based compensation expense of $nil (2013: $14,537) for options previously granted.

Finance cost

The Company incurred finance costs of $50,732 for the three months ended December 31, 2014 as compared to $83,293 for the same period of 2013. The decrease was largely due to the decrease in debt financing during the current quarter.

For the year ended December 31, 2014:

For the year ended December 31, 2014, the Group reported aggregate sales revenue of $10,700,662 (2013: $10,085,422). There was a decrease in revenue from online products sales for the current period as compared to the revenue of the same period of previous year due to the fact that the regulatory authority in China is now revising the content of the on-line teacher training resulting in a delay in launching the training courses.

The following is a discussion of certain expense categories:

General and administrative expenses

For the year ended December 31, 2014, general and administrative expenses were $1,286,543 compared to $1,497,086 recorded in 2013. The decrease in general and administrative expenses was a result of the effective control of the operating expenses within the Group:

Salaries, wages, commission and benefits incurred $513,582 for the year ended December 31, 2014 from $593,921 for the comparable 2013 period.

Legal and professional incurred for the year ended December 31, 2014 was $11,987 as compared to $22,541 for the comparable 2013 period.

Insurance incurred $4,187 for the year ended December 31, 2014 from $14,514 for the comparable 2013 period.

Amortization

The amortization decreased to $18,241 for the year ended December 31, 2014 as compared to $20,747 in the same period of 2013.

Selling expenses

The selling expenses of $4,273,842 for the year ended December 31, 2014 increased as compared to $3,362,290 in the same period of 2013. Apart from the promotional activities for the current products, the Company also engaged in developing new products with increase in selling expenses for the current period.

Stock based compensation

During the year ended December 31, 2014, the Group recorded a non-cash stock based compensation expense of $nil (2013: $71,010) for options previously granted.

Finance cost

The Company incurred finance costs of $172,994 for the year ended December 31, 2014 as compared to $240,634 for the same period of 2013 which was largely due to the decrease in loan interest expenses as decrease in debt financing during the current year.

SUMMARY OF QUARTERLY AND ANNUAL RESULTS

All amounts are expressed in United States dollars. In addition, all amounts are in thousands except for per share amounts.

	For the Quarters Ended			
	12/31/2014 ($'000)	**9/30/2014** ($'000)	**6/30/2014** ($'000)	**3/31/2014** ($'000)
Revenue	1,707	2,279	4,257	2,457
Net income (loss) for the period	(909)	349	(333)	102
Net income (loss) per share	(0.02)	0.01	(0.01)	0.00
Total assets	7,430	9,139	8,828	5,677
Total liabilities	10,735	11,395	11,651	8,152

	For the Quarters Ended			
	12/31/2013 ($'000)	**9/30/2013** ($'000)	**6/30/2013** ($'000)	**3/31/2013** ($'000)
Revenue	154	3,475	4,053	2,403
Net income (loss) for the period	(3,336)	741	123	(246)
Net income (loss) per share	(0.07)	0.02	0.00	(0.01)
Total assets	6,709	11,938	9,898	6,944
Total liabilities	9,562	11,301	10,142	7,609

Due to the seasonal factor, revenue for Q4 usually was less than other quarters. In addition, there were annual adjustments made in Q4 of the year. For Q4 of 2014, net loss decreased as compared to the same period of 2013 which was due to the goodwill impairment of $2,221,441 incurred in Q4 2013, no such goodwill impairment was incurred in 2014.

FINANCIAL POSITION, LIQUIDITY AND CAPITAL RESOURCES

Working capital deficiency increased by $434,688 to an amount of $3,380,550 from a working capital deficiency of $2,945,862 at the beginning of the year, primarily as a result of the increase in advance from a third party and loan payable during the current period.

Cash used in operating activities was $596,070 for the year ended December 31, 2014, compared to cash provided by operating activities of $308,280 for the year ended December 31, 2013.

At December 31, 2014, accounts and other receivables increased to $5,864,927 from $5,243,142 at December 31, 2013. The increase was mainly due to the long credit period required to collect the outstanding receivables and 2015 spring textbook delivered before the year end of 2014 but the payments were expected in the spring of 2015.

Cash used in investing activities was $16,560 for the year ended December 31, 2014, compared to cash used in investing activities of $6,676 for the year ended December 31, 2013. The cash outflow for investing activities was related to the acquisition of equipment for the respective periods.

Cash used in financing activities was $123,589 for the year ended December 31, 2014, compared to cash provided by financing activities of $186,575 for the year ended December 31, 2013.

The Group has increased its types of services provided through its education service portal. The revenue of the Group is expected to increase through providing additional services to the customers. The Group also plans to have equity or debt financing to maintain the Group's capacity, meet planned growth and fund development activities.

Equipment

At December 31, 2014, the Group's net equipment cost was $76,442 as compared to $100,237 as at December 31, 2013. This decrease was mainly attributed to the amortization and depreciation of $18,241 for the current year.

Liabilities

The Group's total liabilities were $10,734,598 as at December 31, 2014, which is comparable with $9,561,820 at December 31, 2013.

Shareholders' Equity

There was a shareholders' deficiency of $3,304,108 at December 31, 2014 as compared to $2,852,725 at December 31, 2013, which included the net loss attributable to shareholders of $791,396 for the year ended December 31, 2014.

Outstanding share data

The Group's common shares outstanding as at April 30, 2015 were 47,364,983.

At April 30, 2015, the Group has outstanding stock options of 1,000,000. Details are as follows:

Exercise Prices (CND)	Number	Expiry Date
0.40	1,000,000	March 15, 2017

At April 30, 2015, there were no outstanding stock purchase warrants.

Dividend

The payment of dividends to shareholders will depend on a number of factors such as earnings, CER's financial requirements and other factors that the Board of Directors considers relevant in the circumstances. The Group currently does not have intention to pay dividends on the common shares. The Board of Directors will review this policy, from time to time, as circumstances change. To date, CER has not declared or paid any dividends on any of its shares.

OFF-BALANCE SHEET ARRANGEMENTS

The Group does not have any off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

All related party transactions are recorded in the normal course of operations on normal commercial terms and conditions and at market rates, which is the amount of consideration established and agreed to by the related parties.

Key management personnel and director transactions

Directors of the Group control 13.7% percent of the voting shares of the Group.

A number of key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of these entities.

The aggregate value of transactions and outstanding balances relating to key management personnel and entities over which they have control or significant influence were as follows:

		Year ended December 31,	
Director/Officer	**Transaction**	**2014**	**2013**
C F Zhou (director and CEO)	Salary and benefits	$ -	$ 115
C F Zhou (director and CEO)	Consulting fees	165,147	175,161
C F Zhou (director and CEO)	Interest expense	21,650	17,049
Danny Hon (director and CFO)	Accounting fees (iii)	72,433	57,222
Danny Hon (director and CFO)	Interest expense	10,041	10,931
		$ 269,271	$ 260,478

		Balance outstanding	
Director/Officer	**Transaction**	**December 31, 2014**	**December 31, 2013**
C F Zhou (director and CEO)	Salary and benefits	$ -	$ 228,542
C F Zhou (director and CEO)	Consulting fees (i)	838,277	511,561
C F Zhou (director and CEO)	Loan payable (ii)	137,919	129,278
C F Zhou (director and CEO)	Loan interest payable (ii)	46,820	28,586
Danny Hon (director and CFO)	Accounting fees payable (iii)	358,905	316,252
Danny Hon (director and CFO)	Loan payable (vi)	60,385	70,564
Danny Hon (director and CFO)	Loan interest payable (vi)	33,444	26,051
		$ 1,475,750	$ 1,310,834

(i) The consulting fees owing to C F Zhou as at December 31, 2014 is unsecured, due on demand with no interest.

(ii) During the year ended December 31, 2014, the Group has received short term loan of CND $22,500 from C F Zhou, director and CEO of the Group (During the year ended December 31, 2013 - CDN $50,000). The short-term loans were unsecured and due on demand with an annual interest rate of 15%. At December 31, 2014, there was an interest payable balance of $46,820 (December 31, 2013: $28,586) owed to C F Zhou.

(iii) The Group engaged a company, which is controlled by Danny Hon, to provide accounting services. The balance owing to Danny Hon as at December 31, 2014 is unsecured, due on demand with no interest.

(iv) During the year ended December 31, 2014, the Group has repaid short term loan of CND $5,000 to Danny Hon, director and CFO of the Group (During the year ended December 31, 2013 - CND $nil). The short-term loans were unsecured and due on demand with an annual interest rate of 15%. At December 31, 2014, there was an interest payable balance of $33,444 (December 31, 2013: $26,051) owed to Danny Hon.

Unsecured loan payables

The Group had the following loan payables to the key management personnel of the Group with the terms and conditions summarized as follows:

	December 31, 2014				
Unsecured loan payables	**RMB**	**Canadian dollars**	**U.S. dollars equivalent**	**Annual interest rate**	**Due date**
Chengguang Zhou (director of TTTC)	700,000	-	112,777	12%	14/08/2015
Interest payable	¥ -		$ -		

Unsecured loan payables	December 31, 2013 RMB	Canadian dollars	U.S. dollars equivalent	Annual interest rate	Due date
Chenggang Zhou (director of TTTC) [i]	¥ 700,000		$ 115,633	9%	7/27/2014
Weiguo Mu (minority shareholder of ZYCY)	500,000		82,595	20%	due on demand
	¥ 1,200,000		$ 198,228		
Interest payable	¥ 91,082		$ 15,046		

Other related party transactions

	September 30, 2014	December 31, 2013
Amount due from a company related to the non-controlling shareholders of ZYCY [ii]	$ 143,997	$ 132,005
Amount due from a minority shareholder/General Manager of ZYCY [iii]	32,222	-
	$ 176,219	$ 132,005

[i] During the year ended December 31, 2014, Chenggang Zhou, director of TTTC, borrowed the loan with annual rate of 12% [2013: 9%] from Bank of Merchant under his name to finance TTTC's daily activities. The loan is secured by his personal assets.

[ii] It represents the amount collected on behalf of the Group by a company related to the non-controlling shareholders of ZYCY as non-secured and non-interest bearing due on demand loan.

[iii] It represents a non-secured and non-interest bearing short-term loan advanced to Yuanling Lang, a minority shareholder and General Manager of ZYCY. The amount has been fully repaid by Yuanling Lang subsequently.

RISK AND UNCERTAINTY FACTORS

History of losses and anticipate that we may continue for the foreseeable future

The Group has recognized a net loss attributable to shareholders of $791,396 (2013: $2,718,360) for the year ended December 31, 2014 and has incurred a cumulative loss of $36,388,652 since inception. The Group's future business plan includes the further development and operation of CER's education service portal and sino-foreign co-operation to develop English as a second language training program in China and Chinese Mandarin training program in U.S. The Group's ability to continue as a going concern is depending upon achieving acceptance by the users and profitable level of operations of the education service portal and on the ability to obtain necessary financing to fund our operations. The outcome of these matters cannot be predicted at this time.

Seasonality

Historically in its traditional distribution business, the operations of the business are highly seasonal. The Group is attempting to lessen the seasonality of the business by expanding its business into other related areas in the education sector through its internet education service portals.

Reliance on Government Relationships

The Group is relying upon continued good working relationships and acceptance from both the national and regional governments it works with. Additionally, continued collaboration with the CDC is important to the Group being able to sell and deliver the teacher training programs. If the CERSP portal was no longer acceptable or it failed to meet acceptable government standards for the K-12 sector, it would seriously impact the continued successful deployment of the CERSP portal and education service portal.

Tax and Legal Systems in China

The Group, through its subsidiaries, conducts a significant amount of its business in China. China currently has a number of laws related to various taxes imposed by both federal and regional governmental authorities. Applicable taxes include value added tax, corporate income tax (profits tax), and payroll (social) taxes, together with others. Laws related to these taxes have not been in force for a significant period, in contrast to more developed market economies; therefore, implementing regulations are often unclear or nonexistent. Often, differing opinions regarding legal interpretation exist both among and within government ministries and organizations; thus, creating uncertainties and areas of conflict. Tax declarations, together with other legal compliance areas (as examples, customs and currency control matters) are subject to review and investigation by a number of authorities, which are enabled by law to impose extremely severe fines, penalties and interest charges. These facts create tax risks in China substantially more significant than typically found in countries with more developed tax systems.

Management believes that the Group is in substantial compliance with the tax laws affecting its operations; however, the risk remains that the relevant authorities could take different positions with regard to interpretive issues and the effect could be significant. The fact that a year has been reviewed does not close that year, or any tax declaration applicable to that year, from further review.

Competition

Foreign direct investment in China has increased rapidly and the investment environment has further improved to encourage foreign and local investors to invest in fields, such as education, high-tech, modern agriculture and infrastructure construction. A number of large companies are involved in the publishing and distribution of educational products in the mainstream areas of math, science and language arts. There is no guarantee that other competitors will not become involved in business similar to that of the Group.

Management

The Group currently has a small executive management group, which is sufficient for its present stage of development. Although the Group's development to date has largely depended and in the future will continue to depend upon the efforts of certain current executive management, the loss of a member of this group could have a material adverse effect on the Group.

Funds Remittance

Provided that conversion of Renminbi into foreign exchange and the remittance of foreign exchange are duly arranged in accordance with the relevant laws and regulations on foreign exchange, a Foreign Investment Enterprise ("FIE") is able to remit dividends and other payments from China.

According to the 1999 Circular on Relevant Questions Concerning the Remittance of Profits, Dividends and Bonuses out of China Through Designated Foreign Exchange Banks, effective from October 1, 1999, an FIE is permitted to remit profits, dividends and bonuses out of China in proportion to the amount of registered capital that has been paid up, notwithstanding that its registered capital has not been paid up pursuant to its constitutional documents.

Financial Instruments

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's financial instruments consist of cash, trade and other receivables, due from related parties, long term other receivable, and trade and other payables.

The Group's financial instruments are exposed to the risks described below:

(a) Credit risk

Credit risk is the risk of an unexpected loss if a party to a financial instrument fails to meet its contractual obligations. The Group's credit risk is primarily attributable to cash and accounts and other receivables. The Group has no significant concentration of credit risk arising from operations. Other receivables mainly consist of an advance to a third party for project development, as well as goods and services tax due from the Federal Government of Canada, interest receivable and amounts advanced to employees and others. Management assesses the credit risk concentration with respect to accounts receivable and other receivables annually and adjusts them according.

(b) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. At December 31, 2014, the Group had a working capital deficiency of $3,380,550 (December 31, 2013: $2,945,862). The Group is focused on generating sales revenue and is actively pursuing additional sources of financing to ensure that it can meet its ongoing operating requirements and planned capital expenditures.

(c) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates and equity prices.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. From time to time, the Group is exposed to short term interest rates through the interest earned on cash. The Group only has debt with fixed interest rates. The Group's current policy is to invest excess cash in short-term deposits with its banking institutions. The Group periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

(ii) Foreign currency exchange rate risk

Foreign currency exchange rate risk is the risk that the fair value of financial instruments or future cash flows will fluctuate as a result of changes in foreign exchange rates.

The majority of the Group's assets, liabilities, revenues and expenses are denominated in Chinese Renminbi ("RMB"), which was tied to the U.S. dollar and is now tied to a basket of currencies of China's largest trading partners, is not a freely convertible currency. The appreciation of the RMB against the U.S. dollar would result in an increase in the assets, liabilities, revenues and expenses of the Group and a foreign currency gain included in comprehensive income. Conversely, the devaluation of the RMB against the US dollar would result in a decrease in the assets, liabilities, revenues and expenses of the Group and a foreign currency loss included in comprehensive income.

The Company's functional currency is the Canadian dollar and the functional currencies of its subsidiaries are RMB. The Group maintains Chinese RMB bank accounts in China to support monthly forecasted cash outflows. Management believes the foreign exchange risk derived from currency conversions is minimal and therefore does not hedge its foreign exchange risk.

Fluctuation in the value of Canadian dollar relative to US dollar has some impact on the Group's head office financial results. However, such exchange rate fluctuations have not materially affected the overall financial earnings and results on a consolidated basis.

SIGNIFICANT ACCOUNTING POLICIES

The preparation of financial data is based on accounting principles and practices consistent with those used in the preparation of the audited annual financial statements as at December 31, 2014.

New standards and interpretations adopted during the period

The Group adopted the following new standards during the year:

Amendments to IAS 36, Impairment of assets

On January 1, 2014, the Company adopted amendments to IAS 32. The amendments to IAS 32 addressed inconsistencies in applying criteria for offsetting financial assets and financial liabilities. The meaning of the offsetting criterion “currently has a legally enforceable right to set off” has been clarified, to state the right must not be contingent on future events and must be enforceable in the normal course of business, in event of default and in the event of insolvency or bankruptcy. The adoption of the new standard did not have any significant impact on the consolidation financial statements of the Company.

New standards and interpretations not yet adopted

Standards issued but not yet effective up to the date of issuance of the Company’s consolidated financial statements are listed below. This listing is of standards and interpretations issued, which the Company reasonably expects to be applicable at a future date. The Company intends to adopt those standards when they become effective. The Company does not expect the impact of such changes on the consolidated financial statements to be material.

IFRS 8 Operating Segments (Amendment)

As part of the Annual Improvements to 2010 – 2012 cycle, the amendments to IFRS 8, issued by the International Accounting Standards Board (IASB) in December 2013, incorporated into Part I of the CPA Canada Handbook - Accounting by the Accounting Standards Board (AcSB) in March 2014, require an entity to disclose the judgments made by management in applying the aggregation criteria for reportable segments. The amendments will only affect disclosure and are effective for annual periods beginning on or after July 1, 2014. Earlier application is permitted.

IAS 24 Related Party Disclosures (Amendment)

As part of the Annual Improvements to 2010 – 2012 cycle, the amendments to IAS 24, issued by the International Accounting Standards Board (IASB) in December 2013, incorporated into Part I of the CPA Canada Handbook – Accounting by the Accounting Standards Board (AcSB) in March 2014, clarify that a management entity, or any member of a group of which it is a part, that provides key management services to a reporting entity, or its parent, is a related party of the reporting entity. The amendments also require an entity to disclose amounts incurred for key management personnel services provided by a separate management entity. This replaces the more detailed disclosure by category required for other key management personnel compensation. The amendments will only affect disclosure and are effective for annual periods beginning on or after July 1, 2014. Earlier application is permitted.

IFRS 9 Financial instruments

This is a finalized version of IFRS 9 which contains accounting requirements for financial instruments, replacing IAS 39 Financial Instruments: Recognition and Measurement. The standard contains requirements in the following areas:

- Classification and measurement. Financial assets are classified by reference to the business model within which they are held and their contractual cash flow characteristics. The 2014 version of IFRS 9 introduces a ‘fair value through other comprehensive income' category for certain debt instruments. Financial liabilities are classified in a similar manner to under IAS 39, however there are differences in the requirements applying to the measurement of an entity's own credit risk.

- Impairment. The 2014 version of IFRS 9 introduces an 'expected credit loss' model for the measurement of the impairment of financial assets, so it is no longer necessary for a credit event to have occurred before a credit loss is recognized
- Hedge accounting. Introduces a new hedge accounting model that is designed to be more closely aligned with how entities undertake risk management activities when hedging financial and non-financial risk exposures
- Derecognition. The requirements for the derecognition of financial assets and liabilities are carried forward from IAS 39.

OUTLOOK

The Group’s objective is to become the leading kindergarten to grade 12 education services platform, content provider and social networking system in China’s education sector. The Group provides a range of services to government education authorities, schools, teachers, students and their parents.

As part of our four step growth and revenue strategy, the Group has achieved the followings:

a) CER has developed digital textbooks and started to provide the digital textbooks to the students in Guizhou Province. This is a significant step for CER to combine the Group’s internet portal with traditional textbooks, which also provides significant opportunities for CER‘s textbook business.

b) The Group has developed more than 700 online teacher training courses for the continuous education of teachers and also developed more than 100,000 K-12 online lesson plans and is continuing to develop new educational content and upgrade the technology and functions of its portal.

c) The Group recently signed a strategic partnership agreement with a major China local teacher continuous training company to form a strategic task team for creating additional sales revenue for both companies through utilizing the resources available from both companies. The partnership will have the synergy effect of bringing together both parties’ training contents and sales channels to deliver teacher training programs under the Group’s brand “New Thinking” to China kindergarten to grade 12 teachers via the Group’s online training platform. The arrangement will significantly reduce the Group's cost of marketing and development of teacher training programs and can generate more revenue to both parties. Due to the increase in the number of teachers involved in the training, we can also do cross selling of our other products and services at the same time.

d) CER also signed an agreement with the Teaching & Research Division of Gansu Provincial Education Department to add mobile learning solutions to the Company's School Platform for the students in Gansu Province. The Teaching & Research Division will organize academic experts and distinguished teachers in Gansu Province and CER will organize national academic experts to create video and written content for the program. This new digital content will be available on the School Platform and, together with CER's existing content (which includes tests, assessments, over 100,000 lesson plans, and other comprehensive education resources), will provide significant value to teachers and students. These new solutions will provide students and teachers with additional functionality for their mobile devices and will emphasize interaction among teachers and students, and their PC environment. CER signed an agreement with China Telecom (Gansu) to provide Smartphone services to the mobile learning program.

This project is a keystone to CER's business strategy, the teachers and students interact on our school platform, which is the centerpiece of our online education service business. Not only do teachers and students interact through our platform, they will propagate its use with other teachers, students and parents. Because of its advanced features and complete compliance with government programs, the Company expects that educators, students and parents will gravitate to the system to work, study, interact and develop social networks. We expect the new functions of the school platform will be an example of the high-growth potential of our products and business model in other provinces, particularly for the provinces which have started to used our school platform.

This project is subject to the availability of additional financing. The Group is now actively seeking additional financing to activate this project.