

PROSPER CANADA
- TD FINANCIAL LITERACY GRANT FUND
(FORMERLY SOCIAL AND ENTERPRISE DEVELOPMENT INNOVATIONS
- TD FINANCIAL LITERACY GRANT FUND)
FINANCIAL STATEMENT
FOR THE YEAR ENDED
MARCH 31, 2014

PROSPER CANADA
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INDEPENDENT AUDITOR'S REPORT

To: The Toronto Dominion Bank and "Class Counsel"

We have audited the statement of Revenues and Expenditures of the Prosper Canada - TD Financial Literacy Grant Fund (formerly Social and Enterprise Development Innovations - TD Financial Literacy Grant Fund) for the year ended March 31, 2014 and a summary of significant accounting policies and other explanatory information (together "the financial statement"). This financial statement has been prepared pursuant to an Ontario Superior Court of Justice Order.

Management's Responsibility

Management is responsible for the preparation of this financial statement in accordance with the Ontario Superior Court of Justice Order, and for such internal control as management determines is necessary to enable the preparation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts in the financial statement. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement 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, if any, made by management, as well as evaluating the overall presentation of the financial statement.

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

Opinion

In our opinion, the financial statement presents fairly, in all material respects, the revenues and expenditures of Prosper Canada - TD Financial Literacy Grant Fund for the year ended March 31, 2014 in accordance with the Ontario Superior Court of Justice Order.

Basis of Accounting

Without modifying our opinion, we draw attention to Note 2 to the financial statement, which describes the basis of accounting. The financial statement is prepared to provide information to The Toronto Dominion Bank and "Class Counsel". As a result, the statement may not be suitable for another purpose.

*Akler, Browning, Frimet
& Landzberg LLP*

CHARTERED ACCOUNTANTS
LICENSED PUBLIC ACCOUNTANTS
TORONTO, CANADA
JUNE 25, 2014

**PROSPER CANADA
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STATEMENT OF REVENUES AND EXPENDITURES

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	For the Year Ended March 31	
	<u>2014</u>	<u>2013</u>
	\$	\$
REVENUES		
TD Fund	3,746,608	1,803,587
Interest	<u>89,370</u>	<u>156,331</u>
	<u>3,835,978</u>	<u>1,959,918</u>
EXPENDITURES		
Grant Fund Program Related Costs:		
Project salaries and benefits	150,340	143,277
Translation	5,324	4,571
Travel and meetings	836	945
Database programming	500	1,500
Printing	<u>-</u>	<u>41</u>
	<u>157,000</u>	<u>150,334</u>
Administration and Overhead Costs:		
Salaries and benefits	48,700	50,400
Occupancy costs	7,720	7,680
Audit	5,000	5,087
Office and general	3,710	1,891
Insurance	2,496	2,496
Telephone and internet	2,474	2,400
Equipment	<u>2,400</u>	<u>2,566</u>
	<u>72,500</u>	<u>72,520</u>
Grant disbursement	<u>3,606,478</u>	<u>1,737,064</u>
	<u>3,835,978</u>	<u>1,959,918</u>
EXCESS OF REVENUES OVER EXPENDITURES	<u>-</u>	<u>-</u>

APPROVED ON BEHALF OF THE BOARD:



CHAIR OF AUDIT COMMITTEE

See accompanying notes to the financial statement

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NOTES TO THE FINANCIAL STATEMENT
MARCH 31, 2014

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Note 1: Objectives

Prosper Canada (formerly Social and Enterprise Development Innovations) is a not-for-profit organization incorporated without share capital and is registered with Canada Revenue Agency as a charitable organization.

The TD Financial Literacy Grant Fund represents a \$11,094,130 fund for the purpose of making grants to charitable or other non-profit organizations who serve low income and otherwise economically disadvantaged persons and groups in Canada to support and promote financial literacy. The TD Financial Literacy Grant Fund shall be disbursed on or before December 31, 2015.

Note 2: Significant Accounting Policies

The following is a summary of the significant accounting policies used by management in the preparation of this financial statement.

Basis of Accounting

The basis of accounting used in this financial statement differs from Canadian accounting standards for not-for-profit organizations in that the accompanying financial statement reflects only the results of operation for the program - TD Financial Literacy Grant Fund as disclosed by its books, and does not include any other assets, liabilities, revenues or expenditures of the organization.

Revenue Recognition

The organization follows the deferral method of accounting for contributions. Contributions are recognized as revenue in the year in which the related expenses are incurred.

Use of Estimates

The preparation of the financial statement in accordance with Canadian accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the reported amounts of revenues and expenditures. The main estimate relates to the impairment of financial assets.

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MARCH 31, 2014

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Note 3: Deferred Contributions

Deferred contributions represent unspent resources externally restricted by the funder that are related to a future period. At year end, \$3,174,394 of the TD Financial Literacy Grant Fund remains unspent. These funds will be recognized as revenue in the period in which they are spent.