ROCKETSHIP EDUCATION AND ITS AFFILIATES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

June 30, 2017

with comparative totals for June 30, 2016

Rocketship Education D.C

| | Rocketship | Rocketship Education | | Public Charter | | Launchpad Development | | | | | | | |
|---|---------------|-------------------------|-------------|-------------------|-------------|--------------------------|-------------|----|--------------|----|---------------|------|------------|
| | Education | | onsin Inc. | S | chool, Inc. | - | Company | E | liminations | | 2017 Total | 2 | 016 Total |
| ASSETS | | | | | | _ | | | | _ | | | |
| CURRENT ASSETS: | | | | | | | | | | | | | |
| Cash and cash equivalents (notes 1,2) | \$ 17,762,317 | \$ | 547,725 | \$ | 2,020,323 | \$ | 22,934,812 | \$ | _ | \$ | 8 43,265,177 | \$ | 24,573,632 |
| Restricted cash (note 1) | - | | - | | - | | 10,634,074 | | _ | | 10,634,074 | | 7,624,930 |
| Accounts receivable (note 3) | 7,795,383 | | 359,490 | | 31,411 | | 17,202 | | _ | | 8,203,486 | | 7,889,515 |
| Deferred rent asset | - | | _ | | - | | 53,960 | | (53,960) | | - | | - |
| Grants receivable (note 4) | 52,944 | | - | | 423,297 | | - | | - | | 476,241 | | 503,160 |
| Note receivable | - | | - | | - | | 560,000 | | - | | 560,000 | | - |
| Prepaid expenses and deposits | 1,695,106 | | 30,572 | | 81,872 | | 339,508 | | (778,959) | | 1,368,099 | | 2,497,514 |
| Total current assets | 27,305,750 | | 937,787 | | 2,556,903 | | 34,539,556 | | (832,919) | | 64,507,077 | | 43,088,751 |
| LONG-TERM ASSETS: | | | | | | | | | | | | | |
| Grants receivable (note 4) | - | | - | | 96,325 | | - | | - | | 96,325 | | 235,474 |
| Intracompany receivable | 5,332,098 | | - | | - | | - | | (5,332,098) | | - | | - |
| Security deposits | 400,000 | | - | | - | | - | | (400,000) | | - | | - |
| Note receivable | - | | - | | - | | - | | - | | - | | 560,000 |
| Deferred rent asset | - | | - | | - | | 3,924,804 | | (3,924,804) | | - | | - |
| Property, plant and equipment, net (note 5) | 5,286,787 | | | _ | | _ | 94,703,092 | | - | _ | 99,989,879 | | 89,243,223 |
| Total long-term assets | 11,018,885 | | - | | 96,325 | | 98,627,896 | | (9,656,902) | _ | 100,086,204 | | 90,038,697 |
| Total assets | \$ 38,324,635 | \$ | 937,787 | \$ | 2,653,228 | \$ | 133,167,452 | \$ | (10,489,821) | \$ | 8 164,593,281 | \$ 1 | 33,127,448 |
| LIABILITIES AND NET ASSETS | | | | | | | | | | | | | |
| CURRENT LIABILITIES: | | | | | | | | | | | | | |
| Accounts payable and accrued liabilities | \$ 5,670,110 | \$ | 195,631 | \$ | 265,626 | \$ | 651,705 | \$ | - | \$ | 6,783,072 | \$ | 7,979,336 |
| Accrued interest | 85,119 | | - | | - | | 676,698 | | - | | 761,817 | | 516,835 |
| Deferred rent liability | 52,272 | | 1,688 | | - | | - | | (53,960) | | - | | - |
| Deferred revenues | 793,406 | | - | | 29,942 | | 778,959 | | (778,959) | | 823,348 | | 1,341,972 |
| Current portion of loans payable (note 6) | 612,526 | | | _ | | _ | 9,110,000 | | | _ | 9,722,526 | | 7,617,636 |
| Total current liabilities | 7,213,433 | | 197,319 | | 295,568 | _ | 11,217,362 | | (832,919) | | 18,090,763 | | 17,455,779 |
| LONG-TERM LIABILITIES: | | | | | | | | | | | | | |
| Security deposits | - | | - | | - | | 400,000 | | (400,000) | | - | | - |
| Accrued interest | 113,478 | | - | | - | | - | | - | | 113,478 | | 149,196 |
| Deferred rent liability | 3,293,116 | | 22,826 | | 637,865 | | 1,893,838 | | (3,924,804) | | 1,922,841 | | 1,350,949 |
| Intracompany payable | - | | 2,277,511 | | 3,054,587 | | - | | (5,332,098) | | - | | - |
| Loans payable (note 6) | 3,075,002 | | | | | _ | 123,855,034 | | - | _ | 126,930,036 | _ | 97,240,060 |
| Total long-term liabilities | 6,481,596 | | 2,300,337 | | 3,692,452 | | 126,148,872 | _ | (9,656,902) | _ | 128,966,355 | | 98,740,205 |
| NET ASSETS: | | | | | | | | | | | | | |
| Unrestricted | 24,595,459 | (| (1,874,869) | | (2,031,117) | | (4,198,782) | | - | | 16,490,691 | | 16,442,127 |
| Temporarily restricted (note 7) | 34,147 | | 315,000 | _ | 696,325 | _ | <u> </u> | _ | | _ | 1,045,472 | | 489,337 |
| Total net assets | 24,629,606 | | (1,559,869) | _ | (1,334,792) | _ | (4,198,782) | _ | | _ | 17,536,163 | | 16,931,464 |
| Total liabilities and net assets | \$ 38,324,635 | \$ | 937,787 | \$ | 2,653,228 | \$ | 133,167,452 | \$ | (10,489,821) | \$ | 8 164,593,281 | \$ 1 | 33,127,448 |

ROCKETSHIP EDUCATION AND ITS AFFILIATES

CONSOLIDATED STATEMENT OF ACTIVITIES

For the Year Ended June 30, 2017 with comparative totals for the Year Ended June 30, 2016

Rocketship

| | | | | | Rocketship | | | | | | | |
|--|-----------|------------|----------------|-------------|-----------------------|----------------|--------------|----|-------------|----|------------|--|
| | | | Rocketship | | Education D.C | Launchpad | | | | | | |
| |] | Rocketship | etship Ed | | Public Charter | Development | | | | | | |
| | Education | | Wisconsin Inc. | | School, Inc. | Company | Eliminations | | 2017 Total | | 2016 Total | |
| UNRESTRICTED NET ASSETS: | | | | | | | | | | | | |
| Revenues | | | | | | | | | | | | |
| LCFF State Aid | \$ | 38,756,121 | \$ | _ | s - | \$ - | \$ - | \$ | 38,756,121 | \$ | 36,874,280 | |
| Apportionment revenue | • | 10,171,029 | • | 3,889,300 | 6,568,579 | _ | _ | • | 20,628,908 | | 11,304,499 | |
| Property taxes | | 13,886,120 | | - | - | _ | _ | | 13,886,120 | | 9,388,704 | |
| Other State revenue | | 10,856,170 | | 74,601 | 1,393,599 | - | - | | 12,324,370 | | 11,818,504 | |
| Federal revenue | | 9,765,468 | | 858,660 | 433,339 | - | - | | 11,057,467 | | 9,850,236 | |
| Other local revenue | | 2,426,175 | | 129,180 | 10,641 | 14,419,119 | (14,218,970) | | 2,766,145 | | 385,359 | |
| Contributions | | 7,009,317 | | 72,689 | 1,190,225 | 25,000 | (100,000) | | 8,197,231 | | 8,141,627 | |
| Amounts released from restriction | | 264,170 | | | | | | _ | 264,170 | | 299,290 | |
| Total unrestricted revenues | _ | 93,134,570 | | 5,024,430 | 9,596,383 | 14,444,119 | (14,318,970) | _ | 107,880,532 | | 88,062,499 | |
| Program Expenses | | | | | | | | | | | | |
| Educational programs | | 71,118,629 | | 4,323,993 | 9,349,742 | - | (14,218,970) | | 70,573,394 | | 55,869,661 | |
| Supporting Services | | | | | | | | | | | | |
| Site supports and program development | | 10,963,748 | | - | - | 17,088,856 | (75,000) | | 27,977,604 | | 20,076,599 | |
| Administration and general | | 6,767,925 | | 705,752 | 1,553,616 | 278,677 | (25,000) | | 9,280,970 | | 5,748,392 | |
| Total supporting services | | 17,731,673 | | 705,752 | 1,553,616 | 17,367,533 | (100,000) | | 37,258,574 | | 25,824,991 | |
| Total expenses | | 88,850,302 | | 5,029,745 | 10,903,358 | 17,367,533 | (14,318,970) | _ | 107,831,968 | | 81,694,652 | |
| Increase (decrease) in unrestricted net assets | _ | 4,284,268 | | (5,315) | (1,306,975) | (2,923,414) | | _ | 48,564 | | 6,367,847 | |
| TEMPORARILY RESTRICTED | | | | | | | | | | | | |
| NET ASSETS: | | | | | | | | | | | | |
| Amounts released from restriction | | (264,170) | | - | - | - | - | | (264,170) | | (299,290) | |
| Contributions | | 4,020 | | 315,000 | 501,285 | | | | 820,305 | | 300,160 | |
| Increase (decrease) in temporarily | | | | | | | | | | | | |
| restricted net assets | | (260,150) | | 315,000 | 501,285 | | | _ | 556,135 | | 870 | |
| Beginning net assets | | 20,605,488 | | (1,869,554) | (529,102) | (1,275,368) | | | 16,931,464 | | 10,562,747 | |
| Ending net assets | \$ | 24,629,606 | \$ | (1,559,869) | \$ (1,334,792) | \$ (4,198,782) | \$ - | \$ | 17,536,163 | \$ | 16,931,464 | |

ROCKETSHIP EDUCATION AND ITS AFFILIATES

CONSOLIDATED STATEMENT OF CASH FLOWS

For the Year Ended June 30, 2017 with comparative totals for the Year Ended June 30, 2016

Rocketship Rocketship **Education D.C** Launchpad Rocketship Education Public Charter Development Education Wisconsin Inc. School, Inc. Company Eliminations 2017 Total 2016 Total CASH FLOWS from OPERATING ACTIVITIES: 604,699 \$ Change in Net Assets 4,024,118 \$ 309,685 \$ (805,690) \$ (2,923,414) \$ - \$ 6,368,717 Adjustments to reconcile change in net assets to net cash flows from operating activities: 2,957,153 Depreciation and amortization 203,639 2,753,514 2,265,143 Allowance for non-recoverable project costs 1,721,312 1,721,312 (105,540)(Increase) or decrease in operating assets: Accounts receivable (3,919)(278,666)(31,411)37,094 (276,902)175,572 Grants receivable 244 650 (78,582)166,068 13,130 Prepaid expenses and other current assets 434,288 31,974 (28,023)239,181 677,420 (1,558,793)795,740 Deferred rent asset (795,740)Increase or (decrease) in operating liabilities: Accounts payable and accrued liabilities 1,362,640 424,536 966,209 (1,570,028)1,183,357 1,456,653 Deferred revenues (548,566)29,942 451,995 (66,629)1,298,564 Deferred rent liability (49,784)(87,727)637,865 904,023 (795,740)608,637 165,857 Net cash flows from operating activities 5,667,066 399,802 690,310 817,937 7,575,115 10,079,303 CASH FLOWS from INVESTING ACTIVITIES: Proceeds from sale of stock 249.350 Proceeds from disposal of property, plant and equipment 3,611 Purchases of property, plant and equipment (127,333) (18,638,983) (18,766,316) (26,165,647) Net cash flows from investing activities (127,333)(18,638,983)(18,766,316) (25,912,686) CASH FLOWS from FINANCING ACTIVITIES: (3,009,144)Change in restricted cash (3,009,144)(2,488,573)Intracompany loans (2,526,236)(238, 123)519,568 (2,244,791)(2,244,791)41,087,264 44,837,264 41,539,443 Proceeds from debt 3.750.000 Repayment of debt (2,562,500) (7,138,083)(9,700,583) (12,471,695) Net cash flows from by financing activities (1,338,736)(238, 123)519,568 30,940,037 29,882,746 24,334,384 Net increase (decrease) in cash and cash equivalents 4,200,997 161,679 1,209,878 13,118,991 18,691,545 8,501,001 Cash and cash equivalents at the beginning of the year 13,561,320 386,046 810,445 9,815,821 24,573,632 16,072,631 Cash and cash equivalents at the end of the year 17,762,317 547,725 2,020,323 22,934,812 43,265,177 24,573,632 **CASH PAID FOR INTEREST (Net)** 55,744 6,732,585 (55,744)6,734,613 5,376,401 CAPITALIZED INTEREST 111,379 111,379 130,858

The accompanying notes are an integral part of these financial statements.