

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
Shri Educare Limited**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **Shri Educare Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143(11) of the Act.

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 the 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's 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 on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of the Statement of Profit and Loss, of the Profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

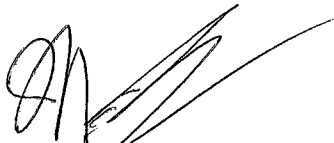
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'A' statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable to the Company.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, it is the primarily responsibility of the Board of Directors to see the Controls and reporting are effective and faithful. However, during the course of audit, it has been observed that Board of Directors have made adequate arrangement for the same and it is being operated effectively.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Thakur, Vaidyanath Aiyar & Co.
Chartered Accountants

FRN: 000038N


(V. Rajaraman)

Partner

M. No. : 002705



Place: New Delhi

Date: 30-05-2016

TO THE MEMBERS OF SHRI EDUCARE LIMITED

Annexure 'A' referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of Independent Auditors' Report of even date on the Financial Statements for the year ended March 31, 2016

i) Fixed Assets

- (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) The Company has a programme of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regards to the size of the Company and the nature of its assets. Pursuant to the programme, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of the company.

ii) Inventories

Since the company does not have inventories during the year under audit hence clause (ii) of the order is not applicable.

iii) Transactions with Parties covered under Section 189 of the Act

As per the records and the information provided, the company has neither granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act 2013 nor there were any loan outstanding at the beginning of the year.

In view of the above, sub clause (a), (b) & (c) of the clause under reference are not applicable.

iv) Loans, Investments Guarantees & Securities etc. covered u/s 185 & 186 of the Act

The company has not given any loans, investments, guarantees & security covered under Section 185 & 186 of the Act during the year under audit, hence clause under reference is not applicable.



v) Deposits

The company has not accepted any deposits during the year or in earlier years which are covered under the directives issued by the Reserve Bank of India or under the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable.

vi) Cost Records

The requirements of maintenance of cost records under Section 148 (1) of the Companies Act, 2013 is not applicable to the company.

vii) Statutory Dues & Requirements

According to the books of accounts and records examined by us and the information and explanation given to us, the company has been regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues where applicable with the appropriate authorities.

- a. No amount is payable in respect of the statutory dues as mentioned above were outstanding as at March 31, 2016 for a period of more than six months from the date they become payable.
 - b. According to the books of accounts and the information and explanations given to us, there are no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited on account of any dispute.
- viii)** The Company has not taken loans or borrowing from financial institutions, bank, Government and no dues are outstanding against debenture holders, hence this clause of the order is not applicable.
- ix)** The Company has not raised any money by way of initial public offer or further public offer (including debts instruments). The Company has not taken any term loan from financial institutions, however, loan taken from fellow subsidiary has been applied for the purpose it was taken.
- x)** Based upon the audit procedures performed and on the basis of information and explanations provided by the management, we report that no frauds by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
- xi)** The Managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act, 2013.



- xii) The Company is not a Nidhi Company and hence this clause is not applicable.
- xiii) According to the records of the company and information and explanation provided to us all the transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statement as required by the applicable Accounting Standards.
- xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review as such the clause is not applicable to the company.
- xv) As per the records of the company and information and explanation provided to us, the company has not entered into any non-cash transactions with directors or other persons connected with him and hence the clause is not applicable to the company.
- xvi) The Company is not required to get registered as NBFC under Section 45-IA of the Reserve Bank of India Act, 1934.

For **Thakur, Vaidyanath Aiyar & Co.**

Chartered Accountants

FRN: 000038N


(V. Rajaraman)

Partner

M. No. : 002705



Place: New Delhi

Date: 30-05-2016

SHRI EDUCARE LIMITED

C-8, Commercial Complex, Safdarjung Development Area, New Delhi - 110016

CIN : U80903DL2008PLC183146

BALANCE SHEET AS AT MARCH 31, 2016

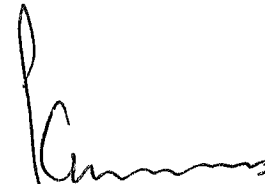
Particulars	Note No.	Amount in Lakhs	Amount in Lakhs
		As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share capital	1	951.00	951.00
Reserves and surplus	2	(449.23)	(503.28)
		<u>501.77</u>	<u>447.72</u>
Non-current liabilities			
Long term liabilities	3	12.48	12.74
Long-term provisions	4	35.53	26.77
		<u>48.01</u>	<u>39.51</u>
Current liabilities			
Short-term borrowings	5	968.00	916.00
Other current liabilities	6	118.33	94.51
Short-term provisions	7	1.10	0.77
		<u>1,087.43</u>	<u>1,011.28</u>
TOTAL EQUITY AND LIABILITIES		<u><u>1,637.21</u></u>	<u><u>1,498.51</u></u>
ASSETS			
Non-current assets			
Fixed assets	8		
Tangible assets		523.69	526.14
Intangible assets		62.09	54.09
Capital work-in-progress		35.14	16.06
Non-current investments	9	478.88	478.88
Deferred tax assets (net)		225.50	231.17
Long-term loans and advances	10	99.12	42.03
		<u>1,424.42</u>	<u>1,348.37</u>
Current assets			
Trade receivables	11	73.59	64.08
Cash and cash equivalents	12	22.98	23.96
Short-term loans and advances	13	116.22	61.97
Other current assets	14	-	0.13
		<u>212.79</u>	<u>150.14</u>
TOTAL ASSETS		<u><u>1,637.21</u></u>	<u><u>1,498.51</u></u>

Note from 1 to 22 forms part of the Financial Statement

In terms of our report attached
For Thakur Vaidyanath Aiyar & Co.
Chartered Accountants
Regd No. 000038N

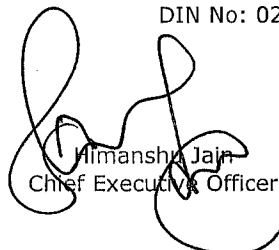

Rajaraman
Partner
M.No.2705


Ekta Maheshwari
Whole Time Director & Company Secretary
DIN No: 02071432

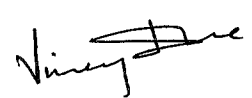

Kartik Bharat Ram.
Director
DIN No: 00008557


Place: Delhi

Date: 30.05.2016


Himanshu Jain
Chief Executive Officer


Laxmi Singh
Chief Manager Finance


Viney Kumar Dua
Director
DIN No: 01892182

SHRI EDUCARE LIMITED

C-8, Commercial Complex, Safdarjung Development Area, New Delhi - 110016

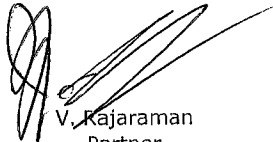
CIN : U80903DL2008PLC183146

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016**

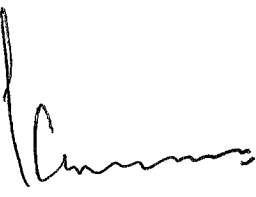
Particulars	Note No.	Amount in Lakhs	Amount in Lakhs
		Year ended March 31, 2016 (₹)	Year ended March 31, 2015 (₹)
REVENUE			
Revenue from Operations	15	<u>945.07</u>	668.38
		945.07	668.38
Other Income	16	<u>5.86</u>	5.83
TOTAL REVENUE		<u>950.93</u>	<u>674.21</u>
EXPENSES			
Employee benefits expenses	17	<u>454.45</u>	406.96
Finance costs	18	<u>106.29</u>	21.93
Depreciation and amortization expenses	19	<u>63.62</u>	63.75
Other expenses	20	<u>252.79</u>	176.45
TOTAL EXPENSES		<u>877.15</u>	<u>669.09</u>
Profit before tax		73.78	5.12
Tax expense			
Current tax			
Current tax relating to prior years			
Minimum Alternate Tax (MAT)	22	<u>14.06</u>	2.47
Deferred tax charge/(Savings)	22	<u>5.67</u>	(231.17)
Total Tax Expenses		<u>19.73</u>	<u>(228.70)</u>
Profit/(Loss) transfer to surplus		<u>54.05</u>	<u>233.82</u>
Earnings per share			
Basic (Rs.)	21	0.57	2.46

Note from 1 to 22 forms part of the Financial Statement

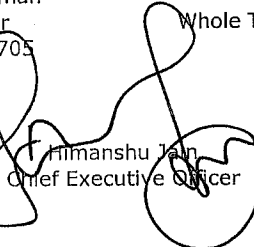
In terms of our report attached
For Thakur Vaidyanath Aiyar & Co.
 Chartered Accountants
 Regd No. 000038N

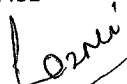

 V. Rajaraman
 Partner
 M. No. 2705

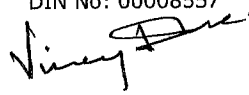

 Ekta Maheshwari
 Whole Time Director & Company Secretary
 Din No: 02071432


 Kartik Bharat Ram
 Director
 DIN No: 00008557




 Himanshu Jain
 Chief Executive Officer


 Laxmi Singh
 Chief Manager Finance


 Viney Kumar Dua
 Director
 Din No: 01892182

Place: Delhi
 Date: 30.05.2016

CASH FLOW STATEMENT
SHRI EDUCARE LIMITED

C-8 COMMERCIAL COMPLEX, SAFDARJUNG DEVELOPMENT AREA, NEW DELHI - 110016
CIN : U80903DL2008PLC183146

	For the Year		For the Year	
	2015 - 2016 (₹)		2014 - 2015 (₹)	
	Amount in lakhs	Amount in lakhs	Amount in lakhs	Amount in lakhs
A) CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit/(Loss) before Taxation and Extra-ordinary items.		73.78		5.13
Adjustment for:				
Interest & Finance Charges	106.29		21.93	
Interest received on Loans and deposits	(0.77)		(2.88)	
Profit on sale of Fixed assets	(0.03)		-	
Depreciation	63.62		63.75	
Minimum Alternate Tax adjusted	(14.06)		(2.47)	
Exchange Difference (Net)	(0.12)		1.02	
		<u>154.93</u>		<u>81.35</u>
Operating profit before working capital changes		228.71		86.48
Adjustment for:				
Trade & Other receivables excluding Income Tax	(110.52)		6.09	
Trade payables & provisions	32.64		8.96	
		<u>(77.88)</u>		<u>15.06</u>
Cash generated from operations		150.83		101.53
Exchange Rate Difference set off		0.12		(1.02)
NET CASH FLOW FROM OPERATING ACTIVITIES (A)		<u>150.95</u>		<u>100.51</u>
B) CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of fixed assets		(71.71)		(53.01)
Advances paid for purchase of fixed assets		(11.49)		(1.29)
Capital work in progress.		(19.08)		(16.06)
Proceed of fixed assets		3.87		-
Cost of Investments		-		-
Preliminary Expenses Written Off		-		-
Interest Income (Loan to Employees)		0.77		0.40
Interest Income (Others)		-		2.47
Interest Income (Loan to related party)		-		-
NET CASH FLOW FROM INVESTING ACTIVITIES (B)		<u>(97.64)</u>		<u>(67.48)</u>
C) CASH FLOW FROM FINANCING ACTIVITIES :				
Proceeds from Short Tem term borrowing (Net)		52.00		-
Repayment of Short Term borrowing		-		(70.00)
Interest & Finance charges paid		(106.29)		(21.93)
NET CASH FLOW FROM FINANCING ACTIVITIES (C)		<u>(54.29)</u>		<u>(91.93)</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		<u>(0.98)</u>		<u>(58.90)</u>
CASH AND CASH EQUIVALENTS - OPENING BALANCE		<u>23.96</u>		<u>82.87</u>
CASH AND CASH EQUIVALENTS - CLOSING BALANCE		<u>22.98</u>		<u>23.96</u>

For THAKUR, VAIDYANATH AIYAR & CO.
Chartered Accountants
Regd. No. 000038N

(V. RAJARAMAN)
Partner
M No.2705

(Viney Kumar Dua)
Director
DIN No: 01892182

(Kartik Bharat Ram)
Director
DIN No: 00008557

(Mimanshu Jain)
Chief Executive Officer

(Ekta Maheshwari)
Whole Time Director & Company Secretary
DIN No: 02071432

(Laxmi Singh)
Chief Manager Finance

Place : Delhi
Date : 30/05/2016



SHRI EDUCARE LIMITED

1. Share Capital

a) Details of share capital

	Amount in Lakhs As at 31-Mar-16 (₹)	Amount in Lakhs As at 31-Mar-15 (₹)
AUTHORISED 100 Lakhs (Previous Year - 100 Lakhs) Equity shares of Rs. 10 each	1,000.00	1,000.00
ISSUED, SUBSCRIBED AND PAID UP 95.1 Lakhs (Previous Year - 95.1 Lakhs) Equity Shares of Rs. 10 each fully paid up The entire share capital is held by the Holding Company (KAMA Holdings Limited) and its nominees	951.00	951.00
	951.00	951.00

*There were no changes in the Issued, Subscribed & Paid up Capital in the company



SHRI EDUCARE LIMITED

2. Reserves and Surplus

	Amount in Lakhs	Amount in Lakhs
	As at	As at
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Surplus	<u>(449.23)</u>	<u>(503.28)</u>
Total Reserves and Surplus	<u>(449.23)</u>	<u>(503.28)</u>

	As at	As at
	31-Mar-16	31-Mar-15
	s()	s()
Loss as at the beginning of the year	(503.28)	(737.10)
Profit/(Loss) transferred from the Statement of Profit & Loss	54.05	233.82
Loss as at the end of the year	<u>(449.23)</u>	<u>(503.28)</u>



SHRI EDUCARE LIMITED

3. Long term liabilities

	Amount in Lakhs	Amount in Lakhs
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)
For purchase of Capital Assets	12.48	12.74
	<u>12.48</u>	<u>12.74</u>



SHRI EDUCARE LIMITED

4. Long term provisions

	Amount in Lakhs	Amount in Lakhs
	As at	As at
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Provision for Employee benefits		
-For Gratuity (non-funded)	19.23	14.91
-For Leave Encashment (non-funded)	16.30	11.86
	<u>35.53</u>	<u>26.77</u>



SHRI EDUCARE LIMITED**5.Short term borrowings**

	Amount in Lakhs	Amount in Lakhs
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)

SHORT TERM BORROWINGS**Unsecured**

Loans repayable on demand -From Related Parties	968.00	916.00
Total short term borrowings	968.00	916.00

Detail of Related Parties

Name of the Party	Nature of Borrowing	Nature of relation	Amount in Lakhs	
			Amount	
			As at 31-Mar-16	As at 31-MAR-15
KAMA RELATY (DELHI) LTD.	Unsecured	Fellow Subsidiary	968.00	916.00



SHRI EDUCARE LIMITED

6. Other Current liabilities

	Amount in Lakhs	
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)
Statutory dues	23.21	6.50
Employees Contribution Payable	1.40	1.04
Security deposits from		
-Students	19.64	18.01
-Others	9.72	9.72
Income received in advance		
-Fee from students	23.98	23.27
-Others	32.87	29.90
Other payables		
-Due for Expenses Incurred	7.02	5.58
-Accrued salaries and benefits	0.49	0.49
Total Other Current Liabilities	118.33	94.51



SHRI EDUCARE LIMITED

7. Short term provisions

	Amount in Lakhs	
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)
Provision for Employee Benefits		
-For Gratuity (non-funded)	0.40	0.24
-For Leave Encashment (non-funded)	0.70	0.53
	<u>1.10</u>	<u>0.77</u>



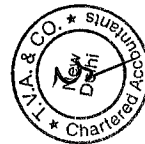
SHRI EDUCARE LIMITED

8 : FIXED ASSETS

Description	Gross Block						Depreciation				Net Block	
	As at April 1, 2015	Additions	Deductions /Transfers	As at March 31, 2016	Upto March 31, 2015	For the year * /Transfers	On deductions /Transfers	Upto March 31, 2016	As at March 31, 2016	As at March 31, 2015		
	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)	(₹)		
a) Tangible assets												
Land	165.15	-	-	165.15	5.27	1.76	-	7.03	158.12	159.88		
- Leasehold	246.83	-	-	246.83	14.98	7.82	-	22.80	224.03	231.85		
Building	38.65	24.46	-	63.11	12.33	5.64	-	17.97	45.14	26.32		
Furniture and fixtures	55.85	19.88	7.50	68.23	19.61	13.37	3.66	29.32	38.91	36.24		
Vehicles	106.29	5.59	-	111.88	38.85	20.33	-	59.18	52.70	67.44		
Office Equipment												
Others												
Data Processing	21.29	2.65	-	23.94	16.88	2.27	-	19.15	4.79	4.41		
Books	1.04	-	-	1.04	1.04	-	-	1.04	-	-		
Tangible assets Total	635.11	52.57	7.50	680.18	108.96	51.19	3.66	156.48	523.69	526.14		
Previous year	601.51	33.59	-	635.10	52.15	56.82	-	108.96	-	526.14		
b) Intangible Assets												
Trade Marks & Copyrights	69.35	19.02	-	88.37	27.73	8.10	-	35.83	52.54	41.62		
Software	14.74	1.41	-	16.15	2.27	4.33	-	6.60	9.55	12.47		
Intangible assets Total	84.09	20.43	-	104.51	30.00	12.43	-	42.43	62.09	54.09		
Previous year	61.90	22.18	-	84.08	23.07	6.93	-	30.00	-	54.07		
Grand Total	719.20	73.00	7.50	784.69	138.96	63.62	3.66	198.91	585.78	580.23		
Previous year	663.42	55.77	-	719.18	75.22	63.75	-	138.96	-	580.23		

Note : As per lease agreement for lease hold property (Land), lease is valid for a period of 95 (ninety five) years from the Commencement Date (19th October, 2011) and accordingly depreciation is provided on the basis of lease period.

Note : Trademark and copyright of Rs. 88.37 Lakhs is under registration process.



SHRI EDUCARE LIMITED

9. Non - Current Investments

Long term investments are valued at cost unless there is a decline in value, other than temporary. Current investments are valued at lower of cost or fair value.

	Amount in Lakhs	
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)

Other than trade investments	478.88	478.88
Investments in Equity Shares of Shri Educare Maldives Pvt. Ltd. (a wholly owned Subsidiary) – unquoted		
Total long term investments	478.88	478.88

Aggregate amount of long term unquoted investments 478.88

Aggregate for diminution in value already considered in valuation of investments -

Name and Relationship with reference to the company	Amount in Lakhs		Face Value & paid Up Value	Number Of shares	MVR	INR *	Amount in Lakhs	
	31-Mar-16 (₹)	Cost					31-Mar-16 (₹)	31-Mar-15 (₹)
Wholly owned subsidiary								
Shri Educare Maldives Pvt. Ltd.		478.88	1.00	137.95	3.4715			478.88

Equity Share (Unquoted)

* Represents the Exchange rate arrived by dividing the number of shares over the amount



SHRI EDUCARE LIMITED

10. Long term loans and advances

Unsecured considered good, unless otherwise stated

	Amount in Lakhs	Amount in Lakhs
	As at	As at
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Due from Subsidiary		
Unsecured - considered good	78.51	37.79
Capital advances	11.49	1.29
Loans to employees	9.12	2.96
Total long term loans and advances	99.12	42.03



SHRI EDUCARE LIMITED

* 11. Trade receivables

	Amount in Lakhs	Amount in Lakhs
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)
Past due for a period within six months		
Unsecured – considered good	63.59	38.69
Past due for a period exceeding six months		
Unsecured – considered good	10.00	25.39
Total trade receivables	73.59	64.08

* Represents receivables in respect of consultancy services rendered



SHRI EDUCARE LIMITED

12. Cash and cash equivalents

	Amount in Lakhs	Amount in Lakhs
	As at	As at
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Balance with banks in		
Current accounts	21.96	23.09
Cash in hand	1.02	0.87
Total cash and bank balances	22.98	23.96

Balance of Cash in Hand includes foreign currency in hand as given below which converted into INR at the respective closing rates.

-United State of America Dollar 693.63 @ 66.1428 in current year and 288 @ 62.53 in Previous year



SHRI EDUCARE LIMITED

13. Short-term loans and advances

(Unsecured considered good, unless otherwise stated)

	Amount in Lakhs	Amount in Lakhs
	As at	As at
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Loans to employees	3.66	1.29
Prepaid Expenses	1.49	2.78
* Tax Deducted At Source	93.57	44.41
Refund due for Minimum Alternate Tax Paid	8.99	8.99
Advances	2.66	2.24
Security Deposits - Others	5.84	1.33
CENVAT/Service tax/VAT recoverable	0.01	0.91
Total short-term loans and advances	116.22	61.97

*a) In respect of deductions amounting to Rs. 15.09 Lakhs (Previous Year Rs.4.82 Lakhs), they do not appear in form 26AS

b) Include Rs. 33.63 Lakhs (Previous Year Rs. 19.70 Lakhs) as Withholding Tax, deducted by the State of Maldives



SHRI EDUCARE LIMITED

14. Other current assets

	Amount in Lakhs	Amount in Lakhs
	As at	As at
	31-Mar-16	31-Mar-15
	(₹)	(₹)
* Receivable from Others	-	0.13
Total other current assets	-	0.13

* See Note No. 22.2(ii)



SHRI EDUCARE LIMITED

15. Revenue from operation

	Year ended 31-Mar-16 (₹)	Year ended 31-Mar-15 (₹)
Licence Fees	9.61	10.94
Project Management Fees	626.14	374.79
Annual Maintenance Fees	28.88	19.88
Students Fees	280.44	262.77
Total Revenue from operations	945.07	668.38



SHRI EDUCARE LIMITED

16. Other income

	Amount in Lakhs	Amount in Lakhs
	Year ended	Year ended
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Exchange currency fluctuation	0.12	-
Sale of Form	0.82	1.10
Interest income		
▪ on loans to Employees	0.77	0.40
▪ on fixed deposit	-	1.00
▪ on Income Tax	-	1.50
Liability no longer required	0.01	-
Profit on Sale of Fixed Assets	0.03	-
Non-operating income	4.11	1.83
Total other income	5.86	5.83



SHRI EDUCARE LIMITED

17. Employee benefits expenses

	Amount in Lakhs	Amount in Lakhs
	Year ended	Year ended
	31-Mar-16	31-Mar-15
	(₹)	(₹)
* Salaries and wages	408.80	363.96
* Contribution to provident and other funds	24.90	24.53
Staff welfare expenses	20.75	18.47
Total employee benefits expenses	454.45	406.96

* See Note No. 22.2(vi)



SHRI EDUCARE LIMITED

18. Finance Costs

	Amount in Lakhs	Amount in Lakhs
	Year ended	Year ended
	31-Mar-16	31-Mar-15
	(₹)	(₹)
Interest expenses		
▪ On short term borrowing from Bank	-	0.83
* ▪ On Short term loan & borrowing from others	106.29	21.10
Total financial costs	106.29	21.93

* Paid to related party, See note no. 22.2(ii) .



SHRI EDUCARE LIMITED

19. Depreciation and amortization expenses

	Amount in Lakhs	Amount in Lakhs
	Year ended 31-Mar-16 (₹)	Year ended 31-Mar-15 (₹)
Depreciation on tangible assets	51.19	56.82
Amortization on intangible assets	12.43	6.93
Total Depreciation and amortization expenses	63.62	63.75



SHRI EDUCARE LIMITED**20. Other expenses**

	Amount in Lakhs Year ended 31-Mar-16 (₹)	Amount in Lakhs Year ended 31-Mar-15 (₹)
Rent	18.01	13.13
Repair & maintenance		
- On Building	5.86	3.08
- Other than building	13.24	10.49
Subscription Expenses	0.07	0.11
Software Expenses	4.37	2.20
Promotional Expenses	29.10	19.23
* Professional Expenses	48.87	53.24
** Audit fees	1.15	0.84
Rates & taxes	7.09	3.02
Telephone & communication	7.23	5.17
Traveling and Conveyance Expenses	24.13	21.41
Insurance Expenses - Vehicle	0.17	0.17
Exchange Rate Difference (Net)	-	1.02
Meeting Expenses	-	1.73
Transpotation expenses (Net off Transport Charges)	3.14	2.42
Office expenses	3.82	4.89
Security Expenses	7.23	6.54
Filing Fees	0.31	0.10
Recruitment Expenses	1.52	2.04
Water and electricity	12.49	11.93
Postage and Courier	0.82	0.71
Printing and stationery	6.89	6.70
Education Aids	2.32	1.78
Festival & Celebrations	0.68	0.16
Bank Charges	0.32	0.29
Workshop and Traning - Others	7.35	0.77
Bad Debts	45.39	2.50
Miscellaneous expenses	1.22	0.78
Total other expenses	252.79	176.45

* Include Rs. 0.29 Lakhs (Previous Year Rs. 0.39 Lakhs) for Tax matter

** Audit Fee Details	Current Year 31-Mar-16 (₹)	Previous Year 31-Mar-15 (₹)
Statutory Audit Fees	1.15	0.84
Total Audit fees	1.15	0.84



SHRI EDUCARE LIMITED

21. EPS

	Amount in Lakhs	Amount in Lakhs
	As at 31-Mar-16 (₹)	As at 31-Mar-15 (₹)
Weighted Average Number of Shares*	95.10	95.10
Earnings available for Equity	54.05	233.82
Earning Per Share (EPS)	0.57	2.46

* No financial instrument was issued which will have bearing on diluting the earning on equity.



NOTE NO. 22**ABOUT THE COMPANY:**

Shri Educare Limited: SEL is engaged in rendering assistance to the Schools for establishing, managing and running the schools including sub-licensing of copyrights, trademarks, and Software. Apart from these Shri Educare Limited is also engaged in the following activities:

- The Shri Ram Early Years: SEL owns a play school in name of "The Shri Ram Early Years" which is run and managed entirely by SEL.
- The Shri Ram Coaching Classes: SEL runs a coaching center by the name of "The Shri Ram Coaching Classes" for preparing students of class 06th-12th for CBSE and competitive exams.
- Providing software application support to schools: SEL also provides software application support (Shri Connect) to various schools.

1. ACCOUNTING POLICIES**(i) ACCOUNTING CONVENTION**

The financial statements are prepared under the historical cost convention, as modified to include the revaluation of certain fixed assets, and have been prepared in accordance with the applicable Accounting Standards and relevant presentational requirements of the Companies Act, 2013.

(ii) ACCRUAL BASIS

All items of revenue whether expenditure or income are accounted on accrual basis.

(iii) USE OF ESTIMATES

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balance of assets and liabilities, revenues and expenses and disclosures relating to contingent liabilities. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in the current and future periods.

(iv) RECONGNITION OF INCOME

Income is recognized on the basis of Accounting Standard (AS-9) issued by the Institute of Chartered Accountants of India.

(v) FIXED ASSETS

Fixed assets are stated at cost of acquisition or construction less accumulated depreciation. Cost of acquisition or construction is inclusive of freight, duties, taxes, incidental expenses and interest on loans attributable to the acquisition of qualifying assets, up to the date of commissioning of the assets.



(vi) DEPRECIATION

- a. Depreciation on fixed assets is provided on straight line method on useful life specified in Schedule II of the Companies Act, 2013 or at rates arrived at on the basis of the balance useful lives of the assets based on technical evaluation of the related assets, whichever is higher, except in case of the following assets where depreciation is provided at the rates indicated against each assets :-

Data Processing	-	31.67%
Vehicles	-	20%
Leasehold Land (for 95 Years)	-	1.06%

This useful life being lower than the life specified in Schedule II of Companies Act 2013. This lower useful life is based on the opinion of independent valuers.

- b. On assets sold, discarded, etc. during the year, depreciation is provided upto the date of sale / discard.
- c. Depreciation (amortization) on intangibles is provided on straight line method as follows:
- Trademark and Copyrights over a period of ten years
 - Software over a period of three years

(vii) EMPLOYEE BENEFITS

Company's contributions paid / payable during the year to contribution plans like, Pension Fund, Provident Fund, Superannuation Fund and Employees' State Insurance Corporation are recognized in the profit and loss account.

Provision for gratuity (non-funded) and leave encashment (non-funded) both benefit plans are determined on an actuarial basis at the end of the year and charged to profit & loss account each year.

(viii) EXCHANGE RATE DIFFERENCE

Transactions in foreign currencies are recorded on initial recognition at the exchange rate prevailing on the date of transaction.

All monetary items are reinstated at the exchange rate prevailing as at the date of Balance Sheet and the loss or gain is taken to the statement of profit & loss as exchange fluctuation.

(ix) PROVISION FOR TAXATION

The income tax liability is provided in accordance with the provisions of the Income - Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustments to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefits associated with it will flow to the Company.



Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

(X) CONTINGENT LIABILITY

Contingent liability is:

- (a) a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the enterprise; or
- (b) a present obligation that arises from past events but is not recognized because:
 - (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
 - (ii) a reliable estimate of the amount of the obligation cannot be made.



2. GENERAL NOTES:

(i) Exempted Services

Services provided by the company also includes auxiliary educational services provided to educational institutions which is exempted from service tax; vide notification No. 25/2012-ST, dated 20.06.2012.

(ii) Related party disclosures under AS-18 "Related Party Disclosures"

As per Accounting standard AS –18 "Related Party Disclosures" the Company's related parties and transactions with them are disclosed below:

NAME OF RELATED PARTY AND NATURE OF RELATED PARTY RELATIONSHIP

(a)	(b)	(c)	(d)
Enterprises that directly, or indirectly through one or more intermediaries, control or are controlled by, or are under common control with, the reporting enterprise	Individuals owning, directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual	Key Management Personnel	Enterprises over which any person described in (b) or (c) is able to exercise significant influence.
Shri Educare Maldives Pvt. Ltd. (Subsidiary) (SEMPL) KAMA Holdings Limited (Holding Company) (KHL) KAMA Realty (Delhi) Limited (Fellow Subsidiary) (KRDL) SRF Limited (Fellow Subsidiary)	<ul style="list-style-type: none"> ▪ Arun Bharat Ram ▪ Ashish Bharat Ram ▪ Kartik Bharat Ram 	Ekta Maheshwari , Whole Time Director & Company Secretary	KARMAV Real Estate Holdings LLP



Transactions during the year with related parties:

Sl.No	Nature of transaction	Amount in (₹)/lakhs with related parties referred to above				
		(a)	(b)	(c)	(d)	Total
(1)	Loan/ICD received:					
	Current year	207.00	100	Nil	Nil	307.00
	Previous year	916.00	Nil	Nil	125.00	1041.00
(2)	Loan/ICD-refunded:					
	-By way of Cash					
	Current year	155.00	100	Nil	Nil	255.00
	Previous year	891.00	Nil	Nil	175.00	1066.00
	-By way of Equity					
	Current year	Nil	Nil	Nil	Nil	Nil
	Previous year	Nil	Nil	Nil	Nil	Nil
(3)	Interest paid on ICD/Loan:					
	Current year	105.99	0.29	Nil	Nil	106.28
	Previous year	12.53	Nil	Nil	8.57	21.10
(4)	Investment during year:					
	Current year	Nil	Nil	Nil	Nil	Nil
	Previous year	Nil	Nil	Nil	Nil	Nil
(5)	Reimbursement (payment) of expenses:					
	Current year	Nil	Nil	Nil	Nil	Nil
	Previous year	Nil	Nil	Nil	Nil	Nil
(6)	*Loan/ICD given:					
	Current year	Nil	Nil	Nil	Nil	Nil
	Previous year	Nil	Nil	Nil	Nil	Nil
(7)	Interest receive on Loan:					
	Current year	Nil	Nil	Nil	Nil	Nil
	Previous year	Nil	Nil	Nil	Nil	Nil
(8)	Management Fees Receivable:					
	Current year	198.13	Nil	Nil	Nil	198.13
	Previous year	108.76	Nil	Nil	Nil	108.76
(9)	Management Fees Received:					
	Current year	157.40	Nil	Nil	Nil	157.40
	Previous year	144.34	Nil	Nil	Nil	144.34
(10)	Year end balances (receivables):					
	Current year	78.51	Nil	Nil	Nil	78.51
	Previous year	37.92	Nil	Nil	Nil	37.92
(11)	Remuneration paid during the year:					
	Current year	Nil	Nil	10.93	Nil	10.93
	Previous year	Nil	Nil	8.21	Nil	8.21
(12)	Year end balances (payables):					
	Current year	968.00	Nil	Nil	Nil	968.00
	Previous year	916.00	Nil	Nil	Nil	916.00

(iii) Employee Benefits

In accordance with Accounting Standard (AS) – 15 (Revised 2005), actuarial valuation was obtained from the actuary in respect of the aforesaid defined benefit plans using Projected Unit Credit Method. The details of the same are as follows:-

Assumptions	Amount in (₹)/lakhs			
	Gratuity (Non- funded)		Earned leaves (Non - funded)	
	Year ended 31.03.2016	Year ended 31.03.2015	Year ended 31.03.2016	Year ended 31.03.2015
Discount rate (per annum)	8.00%	8.00%	8.00%	8.00%
Future salary increase	7.00%	7.00%	7.00%	7.00%
In service mortality	LIC (1994-96) duly modified	LIC (1994-96) duly modified	LIC (1994-96) duly modified	LIC (1994-96) duly modified
Retirement age	58 years	58 years	58 years	58 years
Withdrawal rates				
- up to 30 years	3.00	3.00	3.00	3.00
- up to 44 years	2.00	2.00	2.00	2.00
- above 44 years	1.00	1.00	1.00	1.00

The Company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards.

Reconciliation of opening and closing balances of Defined Benefit Obligations

	Amount in (₹)/lakhs			
	Gratuity (Non- funded)		Earned leaves (Non - funded)	
	Year ended 31.03.2016	Year ended 31.03.2015	Year ended 31.03.2016	Year ended 31.03.2015
Present value of obligation as at the beginning of the year	15.15	8.50	12.39	7.62
Current service cost	4.26	3.50	3.99	3.30
Interest cost	1.21	0.72	0.99	0.65
Benefits paid	(0.20)	-	(0.35)	(0.25)
Actuarial loss/(gain)	(0.79)	2.43	(0.03)	1.08
Present value of obligation as at the end of the year	19.63	15.15	16.99	12.39
Bifurcation of present value of obligation				
Current	0.40	0.24	0.70	0.53
Non-current	19.23	14.91	16.29	11.86

Expenses recognized in the profit and loss account

	Amount in (₹)/lakhs			
	Gratuity (Non- funded)		Earned leaves (Non - funded)	
	Year ended 31.03.2016	Year ended 31.03.2015	Year ended 31.03.2016	Year ended 31.03.2015
Current service cost	4.26	3.50	3.99	3.30
Interest cost	1.21	0.72	0.99	0.65
Expected return on planned assets	-	-	-	-
Actuarial loss/(gain)	(0.79)	2.43	(0.03)	1.08
*Total expense	4.68	6.65	4.95	5.02

*Payment contribution made by the company.

Movement in the liability recognized in the balance sheet

	Amount in (₹)/lakhs			
	Gratuity (Non- funded)		Earned leaves (Non - funded)	
	Year ended 31.03.2016	Year ended 31.03.2015	Year ended 31.03.2016	Year ended 31.03.2015
Opening net liability	15.15	8.50	12.39	7.70
Contribution as above	4.68	6.65	4.95	5.02
Benefit paid	(0.20)	-	(0.35)	(0.25)
Actual return on plan assets	-	-	-	-
Closing net liability	19.63	15.15	16.99	12.39

* The Company's best estimate of the contribution expected to be paid in the next year is Rs. 7.64 Lakhs for gratuity and Rs. 5.42 Lakhs for leave encashment.

Superannuation - Defined Contribution Plan

Apart from being covered under the Gratuity Plan described above, the employees of the Company also participate in a defined contribution superannuation plan maintained by the Company. The Company has no further obligations under the plan except making annual contributions based on a specified percentage of each covered employee's salary. The Company provided an option to the employees to receive the said benefit as cash compensation along with salary in lieu of the superannuation benefit. Thus, no contribution is required to be made for the category of employees who opted to receive the benefit in cash.

Provident Fund - Defined Contribution Plan

All employees are entitled to Provident Fund benefits as per the law. For certain category of employees, the Company administers the benefits through a recognized Provident fund trust. For other employees contributions are made to the regional Provident Fund Commissioners as per law. The Government mandates the annual yield to be provided to the employees on their corpus. For the first category of employees (covered by the Trust), the Company has an obligation to make good the shortfall, if any, between the yield on the investments of the trust and the yield mandated by the Government.



(iv) Shri Educare Limited has made an agreement with Government of Maldives to run a school jointly in Maldives. For this, Shri Educare Limited has incorporated wholly owned subsidiary in Maldives named 'Shri Educare Maldives Private Limited'.

(v) Shri Educare Limited has also initiated the operations in management consultancies of various projects during the period ended 31st March 2013.

(vi) Remuneration paid to Whole time director:

S. No.	Particulars	Year Ended 31.03.2016 (Amount in (₹)/lakhs)	Year Ended 31.03.2015 (Amount in (₹)/lakhs)
a)	Salary including other allowances	10.60	7.93
b)	Provident Fund	0.33	0.28
Total		10.93	8.21

Since the policy for Gratuity is global, separate amount for the Whole time Director is not ascertainable.

(vii) Liability under Minimum Alternate Tax for the F.Y. 2015-2016 Rs. 14.06 Lakhs (Previous Year Rs. Nil).

(viii) Deferred Tax liability (pending the period covered by Minimum Alternate Tax) is provided as per Accounting Standard 22.

(ix) The Company is having only one segment i.e. Education.

(x) Previous year figures have been regrouped/rearranged, wherever necessary.

In terms of our report attached

For Thakur Vaidyanath Aiyar & Co.

Chartered Accountants

Regd. No. 00003881

V. Rajaraman
Partner
M.No. 2705

Ekta

Ekta Maheshwari
Whole time Director & Company Secretary
DIN No: 02071432

Kartik Bharat Ram
Kartik Bharat Ram
Director
DIN No: 00008557

Place : Delhi

Date: 30.05.2016

Nimanshu Jain
Nimanshu Jain
Chief Executive Officer

Laxmi Singh
Laxmi Singh
Chief Manager Finance

Viney Kumar Dua
Viney Kumar Dua
Director
DIN No: 01892182

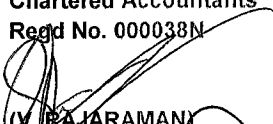


SHRI EDUCARE LIMITED
BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE

Amount in Lakhs

I	REGISTRATION DETAILS	
	Registration No.	183146
	State Code	55
	Balance Sheet Date	31.03.2016
II	CAPITAL RAISED DURING THE YEAR	
	Public Issue	NIL
	Rights Issue	NIL
	Bonus Issue	NIL
	Private Placement	-
III	POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS	
	Total Liabilities	1,637.21
	Total Assets (*)	1,637.21
	Equity And Liabilities	
	Paid Up Capital	951.00
	Capital Reserve	NIL
	Secured Loan	NIL
	Non - Current Liabilities	48.01
	Current Liabilities	1,087.43
	Deferred Tax Liability	NIL
	Profit & Loss (Accumulated Losses)	449.23
	Total	1,637.21
	Assets	
	Non - Current Assets	1,424.42
	Current Assets	212.79
	Total	1,637.22
	(*) Net of Current Liabilities and Provisions	
IV	PERFORMANCE OF THE COMPANY	
	Turnover including Other Income	950.93
	Total Expenditure	877.15
	Profit Before Tax	73.78
	Profit After Tax	73.78
	Earning Per Share in Rs.	0.57
	Dividend Rate	NIL
V	GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY (AS PER MONETARY TERMS)	
	Item Code No. (ITC CODE)	N.A.
	Product Description	N.A.

As per our Report of even date
For **THAKUR VAIDYANATH AIYAR & CO.,**
Chartered Accountants
Regd No. 000038N

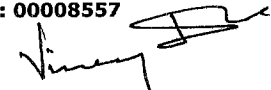

(V. RAJARAMAN)
Partner
M No.2705


(EKTA MAHESHWARI)
Whole Time Director & Company Secretary
DIN No: 02071432


(KARTIK BHARAT RAM)
Director
DIN No: 00008557

Place : Delhi (H. WANSHU JAIN)
Date : 30.5.2016 Chief Executive Officer


(LAXMI SINGH)
Manager Finance


(VINEY KUMAR DUA)
Director
DIN No: 01892182

