EDUCOMP SOLUTIONS LIMITED

Regd. Office: 1211, Padma Tower I, Rajendra Place, New Delhi-110008

PART I (Rupees in lacs)

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH 2012

S.NO	Particulars	Quarter ended			Year Ended	Year Ended
		31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011
		Unaudited	Unaudited	Unaudited	Audited	Audited
1	**Income from operations**					
	(a) Net Sales/Income from operations	40,817.10	26,339.54	37,928.68	107,651.20	102,066.29
	(b) Other Operating Income	-	-	-	-	-
	Total Income from operations (net)	**40,817.10**	**26,339.54**	**37,928.68**	**107,651.20**	**102,066.29**
2	**Expenses**					
	(a) Purchases of stock-in-trade	22,147.90	8,627.45	11,911.69	42,733.00	29,270.25
	(b) Changes in inventories of finished goods,wip & stock-in-trade	(4,100.38)	1,378.86	(859.94)	(4,100.38)	(702.19)
	(c) Employee benefits expenses	4,639.63	5,037.62	4,383.91	17,692.05	14,160.46
	(d) Depreciation & amortisation expenses	1,242.17	1,183.01	1,127.87	4,735.01	4,111.34
	(e) Other expenses	3,579.36	2,847.89	2,922.44	10,460.83	9,115.03
	(f) Foreign Exchange Fluctuation	878.44	(142.59)	(359.48)	4,531.20	(478.61)
	Total Expenses	**28,387.12**	**18,932.24**	**19,126.49**	**76,051.71**	**55,476.28**
3	**Profit/ (Loss) from Operations before other income , finance costs & exceptional items (1-2)**	**12,429.98**	**7,407.30**	**18,802.19**	**31,599.49**	**46,590.01**
4	Other Income	303.24	263.76	1,280.19	1,872.27	3,632.32
5	**Profit/ (loss) from ordinary activities before finance costs & exceptional items (3+4)**	**12,733.22**	**7,671.06**	**20,082.38**	**33,471.76**	**50,222.33**
6	Finance costs	2,715.52	2,285.73	2,157.33	9,023.78	6,591.60
7	**Profit/ (loss) from ordinary activities after finance costs but before exceptional items (5-6)**	**10,017.70**	**5,385.33**	**17,925.05**	**24,447.98**	**43,630.73**
8	Exceptional Items	-	-	-	-	-
9	**Profit / (Loss) from ordinary Activities before tax (7+8)**	**10,017.70**	**5,385.33**	**17,925.05**	**24,447.98**	**43,630.73**
10	Tax Expense					
	- Current tax including for earlier years (net)	2,497.82	1,374.75	3,673.60	6,045.90	8,798.75
	- MAT Credit Entitlement / Reversal	-	-	(1,454.35)		(3,949.79)
	- Deferred tax	(305.26)	(89.33)	(33.87)	(488.21)	(105.28)
11	**Net Profit / (Loss) from Ordinary activities after tax (9-10)**	**7,825.14**	**4,099.91**	**15,739.67**	**18,890.29**	**38,887.05**
12	Extraordinary Item (net of tax expense)	-	-	-	-	-
13	**Net Profit / (Loss) for the period (11-12)**	**7,825.14**	**4,099.91**	**15,739.67**	**18,890.29**	**38,887.05**
14	Paid up Equity share capital (Face Value Rs.2/- each)	1,921.28	1,920.55	1,910.89	1,921.28	1,910.89
15	Reserve excluding revaluation reserves (As per Balance Sheet of previous accounting year)	-	-	-	-	158,756.32
16	**Earning Per Share (EPS) (not to be annualized)**					
	(a) Basic	8.15	4.27	16.47	19.68	40.74
	(b) Diluted	8.11	3.46	15.17	19.59	37.76

PART II

SELECT INFORMATION FOR THE FINANCIAL RESULTS FOR THE YEAR ENDED 31st March 2012

A	**PARTICULAR OF SHAREHOLDING**					
1	**Public Shareholding:**					
	- Numbers of Shares (Nos.)	48,510,285	48,473,985	47,990,751	48,510,285	47,990,751
	- Percentage of shareholding	50.50%	50.48%	50.23%	50.50%	50.23%
2	**Promoters and Promoter Group Shareholding**					
	a) Pledged / Encumbered					
	- Number of shares	-		-	-	-
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-		-	-	-
	Percentage of shares (as a % of the total share capital of the company)	-		-	-	-
	b) Non – encumbered					
	- Number of shares	47,553,645	47,553,645	47,553,645	47,553,645	47,553,645
	-Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100%	100%	100%	100%	100%
	Percentage of shares (as a % of the total share capital of the company)	49.50%	49.52%	49.77%	49.50%	49.77%

	PARTICULARS	3 MONTHS ENDED 31ST MARCH 2012
B	**INVESTORS COMPLAINTS**	
	Pending at the beginning of the quarter	3
	Received during the quarter	7
	Disposed of during the quarter	9
	Remaining unresolved at the end of the Quarter	1

Standalone Segment wise Revenue, Results and Capital Employed

(Rupees in lacs)

Particulars	Quarter ended			Year Ended	
	Unaudited			Audited	
	31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011
Segment Revenue					
Higher Learning Solutions	301.56	358.18	265.11	1,357.42	1,689.01
School Learning Solutions	40,474.72	24,759.41	37,567.72	104,763.84	99,885.93
K-12 Schools	2.38	-	63.94	141.11	261.61
Online Supplemental & Global	38.44	1,221.95	31.91	1,388.83	229.74
Total Net Sales/ Income from Operations	**40,817.10**	**26,339.54**	**37,928.68**	**107,651.20**	**102,066.29**
Segment Results (Profit before Interest & tax from each segments)					
Higher Learning Solutions	62.43	119.93	(64.99)	434.83	482.60
School Learning Solutions	15,082.61	9,069.14	19,653.64	42,753.82	52,019.66
K-12 Schools	2.37	(1.37)	(72.04)	138.08	89.95
Online Supplemental & Global	(58.42)	(23.00)	(192.63)	(190.11)	(594.86)
	15,088.99	**9,164.70**	**19,323.98**	**43,136.62**	**51,997.35**
Less: Interest (Net)	2,715.52	2,285.73	2,157.33	9,023.78	6,591.60
: Other un-allocable expenses	2,659.01	1,757.40	521.79	11,537.13	5,407.34
: Un-allocable Income	303.24	263.76	1,280.19	1,872.27	3,632.32
Total Profit before Tax	**10,017.70**	**5,385.33**	**17,925.05**	**24,447.98**	**43,630.73**
Capital Employed					
(Segment Assets- Segment Liabilities)					
Higher Learning Solutions	(1,576.44)	(1,599.45)	(1,901.76)	(1,576.44)	(1,901.76)
School Learning Solutions	92,721.19	91,926.66	54,570.14	92,721.19	54,570.14
K-12 Schools	62.51	60.19	158.80	62.51	158.80
Online Supplemental & Global	430.76	60.62	786.37	430.76	786.37
Total	**91,638.02**	**90,448.02**	**53,613.55**	**91,638.02**	**53,613.55**

Standalone Statement of Assets & Liabilites

(Rupees in Lacs)

Particulars	As at 31-03-12 Audited	As at 31-03-11 Audited
A EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share Capital	1,921.28	1,910.89
(c) Reserves and Surplus	180,425.30	160,650.82
(c) Money received against share warrants	-	-
Sub-total-Shareholder's funds	182,346.58	162,561.71
2 Share application money pending allotment	-	-
3 Non-current liabilities		
(a) Long-term borrowings	4,895.82	47,462.41
(b) Deferred tax liabilities (net)	-	-
(c) Other long term liabilities	1,695.74	2,018.74
(d) Long-term provisions	803.94	520.29
Sub-total - Non-current liabilities	7,395.50	50,001.44
4 Current liabilities		
(a) Short-term borrowings	28,889.88	2,387.97
(b) Trade payables	26,033.86	18,426.45
(c) Other current liabilities	67,306.31	21,401.70
(d) Short-term provisions	3,798.42	3,160.12
Sub-total - Current liabilities	126,028.47	45,376.24
TOTAL - EQUITY AND LIABILITES	**315,770.55**	**257,939.39**
B ASSETS		
1 Non-current assets		
(a) Fixed assets	13,986.32	13,165.97
(b) Non-current investments	162,210.95	137,236.41
(c) Deferred tax assets (net)	490.56	2.36
(d) Long-term loans and advances	373.55	7,742.77
(e) Other non-current assets	8,680.67	8,089.76
Sub-total - Non - current assets	185,742.05	166,237.27
2 Current assets		
(a) Current investments	15.00	198.40
(b) Inventories	7,714.63	3,614.25
(c) Trade receivables	86,504.71	50,699.22
(d) Cash and cash equivalents	11,561.57	21,607.15
(e) Short-term loans and advances	22,323.17	15,378.87
(f) Other current assets	596.71	204.23
(g) FCMITDA	1,312.71	-
Sub-total - Current assets	130,028.50	91,702.12
TOTAL - ASSETS	**315,770.55**	**257,939.39**

EDUCOMP SOLUTIONS LIMITED

PART 1 (Rupees in lacs)

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH 2012

S.No.	Particulars	Quarter ended 31.03.2012 Unaudited	Quarter ended 31.12.2011 Unaudited	Quarter ended 31.03.2011 Unaudited	Year Ended 31.03.2012 Audited	Year Ended 31.03.2011 Audited
1	**Income from operations**					
	(a) Net Sales/Income from operations	51,361.48	36,547.55	48,871.28	149,127.89	135,089.97
	(b) Other Operating Income	-	-	-	-	-
	Total Income from operations (net)	**51,361.48**	**36,547.55**	**48,871.28**	**149,127.89**	135,089.97
2	**Expenses**					
	(a) Purchases of stock-in-trade	23,814.25	10,014.15	15,031.89	48,483.60	34,320.75
	(b) Changes in inventories of finished goods,wip & stock-in-trade	(4,374.92)	1,350.90	(1,300.01)	(4,374.92)	(1,041.50)
	(c) Employee benefits expenses	8,617.42	8,764.61	7,626.71	32,808.72	25,723.87
	(d) Depreciation & amortisation expenses	2,748.64	2,835.22	2,340.91	10,696.67	8,407.79
	(e) Other expenses	8,546.30	6,698.39	6,735.27	26,359.31	20,561.63
	(f) Foreign Exchange Fluctuation	945.01	(187.79)	(346.31)	4,534.27	(457.08)
	Total Expenses	**40,296.70**	**29,475.48**	**30,088.46**	**118,507.65**	87,515.46
3	**Profit/ (Loss) from Operations before other income , finance costs & exceptional items (1-2)**	**11,064.78**	**7,072.07**	**18,782.82**	**30,620.24**	47,574.51
4	Other Income	1,024.55	645.66	1,561.17	3,158.08	4,155.27
5	**Profit/ (loss) from ordinary activities before finance costs & exceptional items (3+4)**	**12,089.33**	**7,717.73**	**20,343.99**	**33,778.32**	51,729.78
6	Finance costs	4,093.33	3,631.14	3,363.99	14,325.30	10,898.98
7	**Profit/ (loss) from ordinary activities after finance costs but before exceptional items (5-6)**	**7,996.00**	**4,086.59**	**16,980.00**	**19,453.02**	40,830.80
8	Exceptional Items	-	-	-	-	-
9	**Profit / (Loss) from ordinary Activities before tax (7+8)**	**7,996.00**	**4,086.59**	**16,980.00**	**19,453.02**	40,830.80
10	Tax Expense					
	- Current tax including for earlier years (net)	3,199.40	1,634.29	4,100.88	7,616.50	10,366.40
	- MAT Credit Entitlement / Reversal	(236.53)	(36.77)	(1,524.57)	(423.37)	(4,172.15)
	- Deferred tax	(728.04)	(142.31)	(130.88)	(1,445.67)	583.08
11	**Net Profit / (Loss) from Ordinary activities after tax (9-10)**	**5,761.17**	**2,631.38**	**14,534.57**	**13,705.56**	34,053.47
12	Extraordinary Item (net of tax expense)	-	-	-	-	-
13	**Net Profit / (Loss) for the period (11-12)**	**5,761.17**	**2,631.38**	**14,534.57**	**13,705.56**	34,053.47
14	Share of Loss / (profit) of Associates	(57.38)	78.48	58.00	160.31	223.12
15	Minority Share in Loss/(profit)	(171.20)	93.96	89.64	155.66	488.32
16	Pre-Acquisition Loss/(profits)	(163.98)	-	(179.32)	(163.98)	(325.34)
17	**Net Profit/ (Loss) after taxes, minority Interest and share of profit/ (loss) of associates (13-14-15-16)**	**6,153.73**	**2,458.94**	**14,566.25**	**13,553.57**	33,667.37
18	Paid up Equity share capital (Face Value Rs.2/- each)	1,921.28	1,920.55	1,910.89	1,921.28	1,910.89
19	Reserve excluding revaluation reserves (As per Balance Sheet of previous accounting year)	-	-	-	-	213,875.67
20	**Earning Per Share (EPS) (not to be annualized)**					
	(a) Basic	6.41	2.56	15.23	14.12	35.27
	(b) Diluted	6.38	1.86	14.03	14.06	32.66

PART II

SELECT INFORMATION FOR THE FINANCIAL RESULTS FOR THE YEAR ENDED 31st March 2012

A	**PARTICULAR OF SHAREHOLDING**					
1	**Public Shareholding:**					
	- Numbers of Shares (Nos.)	48,510,285	48,473,985	47,990,751	48,510,285	47,990,751
	- Percentage of shareholding	50.50%	50.48%	50.23%	50.50%	50.23%
2	**Promoters and Promoter Group Shareholding**					
	a) Pledged / Encumbered					
	- Number of shares	-		-	-	-
	Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-		-	-	-
	Percentage of shares (as a % of the total share capital of the company)	-		-	-	-
	b) Non – encumbered					
	- Number of shares	47,553,645	47,553,645	47,553,645	47,553,645	47,553,645
	-Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	100%	100%	100%	100%	100%
	Percentage of shares (as a % of the total share capital of the company)	49.50%	49.52%	49.77%	49.50%	49.77%



Consolidated Segment wise Revenue, Results and Capital Employed

(Rupees in lacs)

Particulars	Quarter ended			Year Ended	
	Unaudited			Audited	
	31.03.2012	31.12.2011	31.03.2011	31.03.2012	31.03.2011
Segment Revenue					
Higher Learning Solutions	1,510.66	1,509.78	2,636.71	6,269.25	5,765.71
School Learning Solutions	40,785.81	24,976.58	37,861.34	105,696.54	100,946.23
K-12 Schools	4,465.13	4,274.78	4,274.77	17,556.54	13,573.21
Online Supplemental & Global	4,599.88	5,786.41	4,098.46	19,605.56	14,804.82
Total Net Sales/ Income from Operations	**51,361.48**	**36,547.55**	**48,871.28**	**149,127.89**	**135,089.97**
Segment Results (Profit before Interest & tax from each segments)					
Higher Learning Solutions	(938.62)	(1,252.04)	(1,183.77)	(3,747.59)	(3,062.79)
School Learning Solutions	15,292.90	9,014.26	19,748.15	42,985.63	52,322.92
K-12 Schools	899.77	1,495.67	1,243.18	5,381.48	4,765.61
Online Supplemental & Global	(1,262.35)	(456.61)	(365.98)	(2,471.02)	(940.99)
	13,991.70	**8,801.28**	**19,441.58**	**42,148.50**	**53,084.75**
Less: Interest (Net)	4,093.33	3,631.14	3,363.99	14,325.30	10,898.98
: Other un-allocable expenses	2,926.92	1,729.21	658.76	11,528.25	5,510.24
: Un-allocable Income	1,024.55	645.66	1,561.17	3,158.07	4,155.27
Total Profit before Tax	**7,996.00**	**4,086.59**	**16,980.00**	**19,453.02**	**40,830.80**
Capital Employed					
(Segment Assets- Segment Liabilities)					
Higher Learning Solutions	40,792.35	40,731.63	28,092.69	40,792.35	28,092.69
School Learning Solutions	94,629.83	93,809.29	55,951.88	94,629.83	55,951.88
K-12 Schools	200,824.56	159,621.88	161,285.60	200,824.56	161,285.60
Online Supplemental & Global	18,642.05	20,612.59	19,720.71	18,642.05	19,720.71
Total	**354,888.79**	**314,775.39**	**265,050.88**	**354,888.79**	**265,050.88**

Consolidated Statement of Assets & Liabilites

(Rupees in Lacs)

Particulars	As at 31-03-12 Audited	As at 31-03-11 Audited
A EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share Capital	1,921.28	1,910.89
(c) Reserves and Surplus	248,532.72	215,932.46
(c) Money received against share warrants	-	-
Sub-total-Shareholder's funds	250,454.00	217,843.35
2 Share application money pending allotment	-	-
3 Minority Interest	27,619.51	23,652.10
4 Non-current liabilities		
(a) Long-term borrowings	95,823.44	110,703.52
(b) Deferred tax liabilities (net)	1,973.80	1,443.83
(c) Other long term liabilities	3,152.17	3,540.63
(d) Long-term provisions	1,060.29	610.33
Sub-total - Non-current liabilities	102,009.70	116,298.31
5 Current liabilities		
(a) Short-term borrowings	29,136.43	2,635.73
(b) Trade payables	28,447.74	19,489.51
(c) Other current liabilities	86,249.68	42,584.30
(d) Short-term provisions	4,292.22	3,448.86
Sub-total - Current liabilities	148,126.07	68,158.40
TOTAL - EQUITY AND LIABILITES	**528,209.28**	**425,952.16**
B ASSETS		
1 Non-current assets		
(a) Fixed assets	169,584.39	129,534.48
(b) Goodwill on consolidation	106,938.10	85,176.64
(c) Non-current investments	9,878.47	12,149.25
(d) Deferred tax assets (net)	2,627.59	636.16
(e) Long-term loans and advances	76,358.30	71,332.54
(f) Other non-current assets	12,466.86	10,467.59
Sub-total - Non -current assets	377,853.71	309,296.66
2 Current assets		
(a) Current investments	15.20	198.40
(b) Inventories	9,094.30	4,719.38
(c) Trade receivables	102,885.58	60,903.04
(d) Cash and cash equivalents	22,053.34	34,656.19
(e) Short-term loans and advances	11,535.24	14,273.13
(f) Other current assets	3,459.20	1,905.36
(g) FCMITDA	1,312.71	-
Sub-total - Current assets	150,355.57	116,655.50
TOTAL - ASSETS	**528,209.28**	**425,952.16**

Notes:

1. The Audited standalone and consolidated Financial Results for the Year ended on 31st March 2012 have been reviewed by the Audit Committee and adopted and approved by the Board of Directors at their meeting held on 30th May 2012.

2. The Board of Directors have recommended, subject to the approval of shareholders at the Forthcoming Annual General Meeting, a final dividend of Rs. 0.30 per Equity Share (15%) (Face Value of Rs. 2/- each) for the financial year 2011-12 aggregating to Rs. 33.67 million including Dividend Distribution Tax.

3. After 31st March 2012, Company has raised Rs. 35 Crores through issue of 13.5% Secured Redeemable Non Convertible Debentures.

4. Company has secured an order worth Rs.209 crores from the Government of Assam under the prestigious ICT@Schools Project for the implementation of Rajiv Gandhi Computer Education Program (RGCEP) under the GOI Revised ICT@Schools Scheme in 1,054 Government High and Higher Secondary schools of the state. Over 650,000 students are expected to benefit from this program every year.

5. During the quarter ended 31st March 2012, Company has allotted 36,300 equity shares of face value of Rs. 2/- each pursuant to exercise of Stock options by eligible employees of the Company/ its subsidiaries under ESOP Scheme 2006. Post 31st March 2012 company has allotted 494,469 equity shares of face value of Rs. 2/- each pursuant to exercise of Stock options by eligible employees of the Company/ its subsidiaries under ESOP Scheme 2006 Paid up capital of company as on date is Rs. 193,116,798/-.

6. During the Quarter Company has sold its stake in Zeebo Interactive Studios India pvt ltd, a Joint Venture with Zeebo Inc, USA

7. The Segment Report is prepared in accordance with the Accounting Standard-17"Segment Reporting" Issued by the Companies (Accounting Standards) Rules 2006 .

8. The Basic and Diluted Earning per Share has been calculated in accordance with the AS-20 "Earning per Share" issued by the Companies (Accounting Standards) Rules 2006 .

9. Consolidation of Accounts has been done in accordance with the AS-21 "Consolidation of Financial Statements", AS-23 "Accounting for Investments in Associates in Consolidated Financial statements" and AS-27 "Financial Reporting of Interests in Joint Ventures" as notified in the Companies (Accounting Standards) Rules 2006

10. Previous year/period figures have been regrouped and rearranged, wherever considered necessary for comparison purposes.

11. The figures of quarters ended March 31, 2012 and March 31, 2011 are the balancing figures between audited figures in respect of the full financial year and

EDUCOMP SOLUTIONS LTD. NEW DELHI

the published year to date figures upto the third quarter of the relevant financial years

12. The Financial results of the Company for the year ended 31st March 2012 are also available on website of the Company(www.educomp.com), National Stock Exchange of India Limited(www.nseindia.com), Bombay Stock Exchange Limited(www.bseindia.com)

By order of the Board of Directors

For Educomp Solutions Ltd

Shantanu Prakash
Chairman & Managing Director

Place: Gurgaon
Date: May 30, 2012