

30th May, 2015

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Bombay Stock Exchange Ltd
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort
Mumbai 400 001

Dear Sirs,

Sub: Outcome of Adjourned Board Meeting held on 30th May 2015

We wish to inform you that the meeting of the Board of Directors of our Company that was held on 23rd May 2015 and adjourned to 30th May 2015 was held today as adjourned. The Board of Directors inter-alia among other things approved the following:

- Approved Audited Financial Results (Standalone & Consolidated) for the Quarter and financial year ended on 31st March, 2015 (Copy Enclosed)

Kindly acknowledge receipt and update the same in your records.

For Everonn Education Limited



N P MathiLingan
Company Secretary

[An ISO 9001-2008 Certified Company]

Corp. Office: 'Everonn House', Perungudi Industrial Estate, Chennai - 600 096. India.
Tel: +91-44-23718202, +91-44-42968400 Fax: +91-44-24746425.

Regd. Off : 82, IV Avenue, Ashok Nagar, Chennai - 600 083. e-mail: everonn@everonn.com website: www.everonn.com


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MAX
CERTIFICATIONS

EVERONN EDUCATION LIMITED							
PART I Statement of Standalone Unaudited Results for the Quarter and Year Ended 31-03-2015							
							in Lakhs
	Standalone				Consolidated		
Particulars	3 months ended Audited 31-Mar-15	Preceding 3 months ended Unaudited 31-Dec-14	Corresponding 3 months ended Unaudited 31-Mar-14	Year Ended Audited 31-Mar-15	Previous Year Ended Audited 31-Mar-14	Year Ended Audited 31-Mar-15	Year Ended Audited 31-Mar-14
1 Income from operations							
(a) Net sales/income from operations (Net of excise duty)	585.24	616.09	1,023.81	2,832.54	4,322.99	3,259.06	6,091.96
(b) Other operating incomeTotal income from operations (net)							
Total income from operations net	585.24	616.09	1,023.81	2,832.54	4,322.99	3,259.06	6,091.96
2 Expenses							
(a) Cost of materials consumed							
(b) Purchases of stock-in-trade							
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade							
(d) Employee benefits expense	382.08	411.28	520.82	1,770.98	2,344.31	2,637.63	2,823.32
(e) Depreciation and amortisation expense	738.39	846.28	1,001.72	3,277.24	4,618.51	6,791.83	6,871.17
(f) Other expenses(Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)						4,908.31	2,677.72
	665.90	218.88	323.94	1,534.27	1,471.51		
Total expenses	1,786.37	1,476.44	1,846.48	6,582.49	8,434.33	14,337.77	12,372.21
Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(1,201.13)	(860.35)	(822.67)	(3,749.95)	(4,111.34)	(11,078.71)	(6,280.25)
3 Other income	4.57	16.80	5.64	28.62	33.89	47.27	52.56
Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(1,196.56)	(843.55)	(817.03)	(3,721.33)	(4,077.45)	(11,031.44)	(6,227.69)
5 Finance costs	1,043.07	1,011.67	1,434.95	4,083.29	4,943.42	5,427.01	6,562.45
Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(2,239.63)	(1,855.22)	(2,251.98)	(7,804.62)	(9,020.87)	(16,458.45)	(12,790.14)
8 Exceptional items (refer note no. 21)	634.39	-	6,495.50	634.39	6,495.50	634.39	6,495.50
9 Profit / (Loss) from ordinary activities before tax (7 + 8)	(2,874.02)	(1,855.22)	(8,747.48)	(8,439.01)	(15,516.37)	(17,092.84)	(19,285.64)
10 Tax expense	-	-	(3,434.43)	-	(3,434.43)	-	(4,467.45)
11 Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(2,874.02)	(1,855.22)	(5,313.05)	(8,439.01)	(12,081.94)	(17,092.84)	(14,818.19)
12 Extraordinary items (net of tax expense) Lakhs	-	-	-	-	-	-	-
13 Net Profit / (Loss) for the period (11 + 12)	(2,874.02)	(1,855.22)	(5,313.05)	(8,439.01)	(12,081.94)	(17,092.84)	(14,818.19)
14 Share of profit / (loss) of associates*	-	-	-	-	-	-	-
15 Minority interest *	-	-	-	-	-	(1.49)	(0.32)
Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *	(2,874.02)	(1,855.22)	(5,313.05)	(8,439.01)	(12,081.94)	(17,091.35)	(14,817.87)
16 Paid-up equity share capital (Face Value of the Share Rs. 10/- each)	2,405.24	2,405.24	2,296.11	2,405.24	2,296.11	2,405.24	2,296.11
17 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	10,852.81	21,888.93	27,283.49	10,852.81	27,283.49	(15,610.87)	9,377.44
18 Earnings per share (before extraordinary items) (of `10/- each) (not annualised):							
19.i (a) Basic	(11.96)	(7.72)	(24.29)	(35.11)	(55.24)	(78.11)	(67.76)
(b) Diluted	(11.96)	(7.72)	(21.64)	(35.11)	(52.59)	(74.40)	(64.50)
19.ii Earnings per share (after extraordinary items) (of `10 /- each) (not annualised):							
(a) Basic	(11.96)	(7.72)	(24.29)	(35.11)	(55.24)	(78.11)	(67.76)
(b) Diluted	(11.96)	(7.72)	(21.64)	(35.11)	(52.59)	(74.40)	(64.50)
See accompanying note to the financial results							



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PART II Select information of the Quarter and year ended 31.03.2015							
A PARTICULARS OF SHAREHOLDING							
1 Public shareholding							
- Number of shares	9,104,064	8,460,655	8,460,655	9,104,064	8,460,655	9,104,064	8,460,655
- Percentage of shareholding	37.85	35.18	36.85	37.85	36.85	37.85	36.85
2 Promoters and Promoter Group Shareholding **							
a) Pledged / Encumbered							
-Number of shares	6,632,197	6,475,606	4,290,000	6,632,197	4,290,000	6,632,197	4,290,000
-Percentage of shares (as a % of the total shareholding of promoter and promoter group)	44.37	41.52	29.59	44.37	29.59	44.37	29.59
-Percentage of shares (as a % of the total share capital of the company)	27.57	26.92	18.68	27.57	18.68	27.57	18.68
b) Non - encumbered							
-Number of shares	8,316,153	9,119,153	10,210,456	8,316,153	10,210,456	8,316,153	10,210,456
-Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group)	55.63	58.48	70.41	55.63	70.41	55.63	70.41
-Percentage of shares (as a % of the total share capital of the company)	34.58	37.91	44.47	34.58	44.47	34.58	44.47
Particulars	3 months ended (31-03-2015)						
B INVESTOR COMPLAINTS							
- pending at the beginning of the quarter	0						
-received during the quarter	3						
-disposed off during the quarter	3						
-remaining and resolved during the quarter	0						

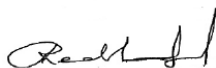


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1. The above Standalone and Consolidated Audited Financials results were reviewed by the Audit Committee and approved by the Board of Directors in their respective meeting held on May 30, 2015.
2. Figures for the quarter ended March 31, 2015 and March 31, 2014 are the balancing figures between the audited figures for the full financial year ended March 31, 2015 and March 31, 2014 and the published year to date figures upto the third quarter of the respective financial years.
3. The Company is currently operating only in Education Segment.
4. Provisions / Adjustments, if any arising on account of revised AS-15 on employee benefits issued by the Institute of Chartered Accountants of India towards Leave Encashment has not been considered by the management.
5. The weighted average number of equity shares outstanding at the year-end has been considered for calculating the earning per share as per Accounting Standard-20.
6. Given the seasonal nature of the industry, the results of any quarter may not be true indicative of quarter to quarter / annual performance.
7. The Company has received various demand notices of Income tax, Service Tax, VAT from various authorities together with interest. The company has disputed all the issues and has filed appeals before various appellate authorities and the matters are pending for adjudication. In respect of delayed remittance of Service Tax, show cause notice was issued to the company and the company has approached the settlement commission to drop/waive the proposed penalty. The management is of the view that the appropriate adjustments/provisions will be made on the final outcome of these matters and hence no provision has been made at present.
8. Given the nature of operations of the company which are inextricably linked to the financial resources of the various state government agencies and others operating in the field of education, there is always a delay in realization of these dues and other advances, which nevertheless are quite secure and some of them are currently under arbitration. The company is of the view that any provision that is required for unrealized dues and other advances can only be arrived at after the completion of the entire tenure of the contracts. Decisions regarding the unrealized dues and others advance from these agencies and others will be considered at the appropriate time, upon the completion/termination of contracts.
9. The Company has an investment of Rs 247.48 Crores in its subsidiaries and in other associates and has also extended loans and advances of Rs.150.40 Crores to these subsidiaries/associates as of March, 31, 2015. The management is in the process of making judicious evaluation of businesses carried on by each of the entities in their respective sphere of operations. The Company is at present contemplating to appoint consultants to advise regarding the future business opportunities which these entities can exploit gainfully or whether the operation of these entities need to be scaled down/revamped/wound up. The company is carefully monitoring the losses if any that may arise which is to be kept at bare minimum on account of this proposed restructuring. Pending the finalization of the above proposals which are in the embryonic stage the company has not recognized in its accounts any diminution in the value of its investments.
10. As permitted under the Proposal approved by the Hon'ble High court of Chennai, the company during the year ended March 31, 2015, had utilised an amount of Rs.6566.64 lakhs for permitted utilization from the Business Restructuring Reserve created out of the Securities Premium account in the previous years.
11. Additional provisions in respect of overdue lease rentals and other dues to certain creditors are not made as the company has certain counter claims against them and are under various stages of negotiation. Pending renegotiations, the company has not recognized a sum of Rs.2343.35 lakhs of lease charges during the current financial year. The loss of the quarter is understated to the extent of Rs.365.99 lakhs on account of non-provision of such lease rentals thereby resulting in overall overstatement of Reserves and Surplus to the extent of Rs.4629.56 lakhs.
12. The Company has received notices from certain parties alleging defaults in respect of services/payments due to them by the company. The management is discussing with its legal team for evaluating the financial impact of these claims. Any adjustments/disclosures, if required, would be made, upon the claims being settled

13. The Company has pledged 6632197 Shares during the year.
14. The Networth of certain subsidiary companies of the company has completely eroded. The above factors indicate existence of potential impairment of Companies investment in certain subsidiaries. Management is in the process of making a detailed assessment of recoverable amount of Investment in equity instruments, unsecured loans and other receivables. However, based on the long- term business strategy and plans, the management believes that there is no "other than temporary" dilution in the carrying value of the aforesaid assets. Accordingly, no provision has been made as at 31st March, 2015.
15. The balances due from and due by the company towards debtors and creditors including debit balances in creditor accounts and credit balance of debtor accounts, in respect of which confirmations have not been received. Pending receipt of confirmation of balances and consequent reconciliations if any and the resultant impact on the financial statements including the operating results is not ascertainable.
16. In view of the future business plan and the general buoyancy in the economy coupled with the thrust indicated in the budget for massive spending by the government in the field of education, the management is of the view that no impairment loss need to be recognized in respect of the deferred tax asset carried in the books.
17. The Company has twelve subsidiaries and three step down subsidiaries during the period.
18. One of the creditors for a sum of Rs.15 lacs has obtained an ex parte order against the company for winding up which is being contested.
19. Financial Statements of an associate namely Right Track Admizzionz Campuz Private Limited has not been considered for consolidation as required under the provisions of Companies Act, 2013 due to non-receipt of the financials.
20. The company during the year has changed the depreciation rates as specified in the schedule –II of the Companies Act 2013.
21. Exceptional items includes provision for old advances, others and doubtful debts
22. The following letters/ notices were received by the company during the year :-
 - a. The company has received a letter from the National Stock Exchange Limited ("NSE") pursuant to SEBI circular no. CIR/CFD/DIL/7/2012 dated May, 05, 2015 in relation to Form B along with unaudited financial results for the quarter ended Dec, 31, 2014. SEBI has directed NSE to advise the company to suitably rectify the qualifications raised by the statutory auditors.
23. Previous period /year's figures have been regrouped / rearranged wherever necessary.

For Everonn Education Limited



C N Radhakrishnan
Managing Director



Auditors Report on Quarterly Financial Results and Year to Date Results of the Company pursuant to the clause 41 of the Listing Agreement.

We have audited the quarterly financial results of Everonn Education Limited ('the Company'), for the quarter ended March 31, 2015 and the audited financial results for the year ended March 31, 2015, attached herewith ("the Financial Results"), being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2015 and the published year to date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2015 have been prepared on the basis of the unaudited financial results for the nine month period ended December 31, 2014, the audited annual financial results as at and for the year ended March 31, 2015, and the relevant requirements of Clause 41 of the Listing Agreement and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine month period ended December 31, 2014, which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India; Our audit of the annual financial statements as at and for the year ended March 31, 2015; and the relevant requirements of Clause 41 of the Listing Agreement.

We have conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed in the financial statements. An audit also includes assessing the accounting principles used and significant estimated made by the management. We believe that our audit provides a reasonable basis for our opinion.

We qualify our audit opinion with regard to the following

- i) Note No 4 - Non-provision for Leave Encashment as specified under Accounting Standard 15 issued by ICAI. In the absence of Actuarial Valuation, we are unable to ascertain the effect of such non-provisioning.***
- ii) Note No 7 - The Company has received various demand notices of income tax and interest thereon in respect of earlier years. The matter pertains to various additions made by the department. The company has disputed the issue and has filed appeal against the above demand by the tax authorities. The company is of the view that the outcome of the litigation will not have significant impact on the financial results. Company has also received notices from service tax departments and has made representations towards the same. Hence no provision has been made for the***

M/s P.Chandrasekar,
Chartered Accountants
S 512-514, Manipal Centre, 47,Dikenson Road, Bangalore 560042

penalties and interests for non/delayed payments of these dues as these amounts are not determined.

- iii) Note No 8 – Ultimate realisation of Receivables and loans and advances towards impairment of assets as specified under Accounting Standard 28 issued by ICAI.***
- iv) Note No 9 and Note No 14 - The Company has assessed the carrying value of investment in subsidiaries and advances to subsidiaries taking into account the future operational plans and cash flows as prepared by the management and accordingly no impairment loss has been recognized at this stage.***
- v) Note No.11 - Lease Charges amounting to Rs.365.99 lakhs for the quarter ended 31st March 2015 and Rs.2343.35 Lakhs for the year ended March 2015 has not been provided in the books for some parties as required by the contractual terms. The overall non-provisioning of lease rental as at 31st March 2015 amounts to Rs.4629.56 Lakhs. Had this been considered in the audited results for the period ended March, 2015, the loss would have been higher to that extent and retained earning would have been lower by such amount.***
- vi) Note No 15 - The balances due from and due by the company towards debtors and creditors including debit balances in creditor accounts and credit balance in debtor account, in respect of which confirmations have not been received. Pending receipt of confirmation of balances and consequent reconciliations if any and the resultant impact on the financial statements including the operating results is not ascertainable.***
- vii) Note No 16 - Deferred tax asset has been carried over as at year end 31st March, 2015, as the company is of the view that there is virtual certainty and has ability to continue as a going concern depends on the successful outcome of the management plans.***

We have placed reliance on the technical/commercial evaluation by the management of the company, in respect of the knowledge content development and allocation of costs incurred on them.

Without qualifying our opinion, attention is drawn to the existence of certain liabilities including banks, and other commitments, which are due for payment during the subsequent financial year and the management plan /action for meeting the same. The company's ability to continue as a going concern is dependent on the successful outcome of the management plans.

In our opinion and to the best of our information, and according to the explanations given to us, except for the effect, if any, of the matters stated in the earlier paragraphs to the audited financials which are not ascertainable, *had the observations in Note number: 11 of the audited financials with regards to the lease charges had been considered the audited results for the quarter ended March 31,2015 would have been a loss of Rs.3,240.10 Lakhs as against reported audited loss for the quarter ended of Rs.2,874.02 Lakhs and the loss for the year ended March,31,2015 would have been a loss of Rs 10,782.36 Lakhs as against the reported audited loss for the year ended*

M/s P.Chandrasekar,

Chartered Accountants

S 512-514, Manipal Centre, 47, Dikenson Road, Bangalore 560042

March 31, 2015 of Rs 8,439.01 Lakhs, the reserve and surplus would have Rs 6223.25 Lakhs as against reported reserve and surplus of Rs 10852.81 Lakhs subject to paragraphs above,

- i. are presented in accordance with the requirements of clause 41 of the listing agreement in this regard, and
- ii. give a true and fair view of the net loss and other financial information for the quarter ended March, 31, 2015 and for the year ended March, 31, 2015.

Further we report that the figures for the quarter ended March, 31, 2015, represent derived figures between the audited figures in respect of the financial year ended March, 31, 2015 and the published year to date figures upto December, 31, 2014, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph above, as required under clause 41(1)(d) of the Listing agreement.

Further we also report that, we have on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing agreement and found the same to be correct.

For M/s P.Chandrasekar
Chartered Accountants

Partner 


Membership No: 026037

FRN: 000580S

Date: 30th May 2015