Tree House Education & Accessories Ltd.

Corporate Office:
301, Embassy Chambers, 3rd Road, Khar (W),
Mumbai - 400052. Tel.: 022-40169587 / 64572725
CIN : L80101MH2006PLC163028

Registered Office:
702, Morya House, 'C' Wing, Off Link Road,
Andheri (W), Mumbai - 400 053.
Tel.: 022-64512384, Fax 022-26051259

Playgroup & Nursery
"From roots to wings"
Nanhe Kadam, Badi Udaan."

February 14, 2016

To,	To,	To,
Bombay Stock Exchange Ltd. PhirozeJeejeebhoy Towers, Dalal Street, Mumbai–400 001	**National Stock Exchange of India Ltd.** Exchange Plaza, Plot no. C/1, G Block, BKC, Bandra (E), Mumbai – 400 051	**MCX Stock Exchange Ltd.** Suren Road, Andheri (East), Mumbai - 400 093

Dear Sirs,

Sub.: Outcome of the Board Meeting of the Company held on February 14, 2016.

Ref.: Scrip Code: 533540 / Symbol: TREEHOUSE

We are enclosing the Un-Audited Financial Results of the Company for the 3rd Quarter and nine months ended December 31, 2015, duly approved by the Board of Directors of the Company, at its meeting held today. The meeting of the Board of Directors of the Company commenced at 11.30 a.m. and concluded on at 2.50 p.m.

We also enclose a copy of the Limited Review Report of the Auditors of the Company, as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take the above information on record.

Thanking you.

Yours truly,

For **Tree House Education & Accessories Limited**

TREE HOUSE EDUCATION & ACCESSORIES LTD. MUMBAI

Rajesh Bhatia
Managing Director

Encl: as stated

Tree House Education & Accessories Limited
Regd. Office: 702, C Wing Morya House, Off New Link Road,
Near Infinity Mall, Andheri (W), Mumbai - 400 053

CIN No. L80101MH2006PLC163028

Statement of Unaudited financials results for the quarter and nine months ended December 31, 2015

(Rs. in lacs)

Particulars	Quarter ended			Nine Months ended		Year ended
	Dec 31, 2015	Sept 30, 2015	Dec 31, 2014	Dec 31, 2015	Dec 31, 2014	Mar 31, 2015
	Unaudited			Unaudited		Audited
1) **Income from operations**	5,578	5,725	5,311	18,206	15,677	20,745
	5,578	**5,725**	**5,311**	**18,206**	**15,677**	**20,745**
2) **Expenses**						
Operating cost	1,506	1,365	1,114	4,239	3,356	4,710
Employee benefits expense	807	768	629	2,212	1,732	2,390
Depreciation and amortisation	1,170	1,004	665	3,139	1,898	2,682
Other expenses	755	576	352	1,810	1,076	1,773
Total expenses	**4,238**	**3,714**	**2,760**	**11,400**	**8,062**	**11,555**
3) Profit from operations before other income, finance cost and exceptional items (1-2)	1,340	2,011	2,551	6,806	7,615	9,190
4) Other income	271	315	50	886	98	715
5) Profit from ordinary activities before finance cost and	1,611	2,326	2,601	7,692	7,713	9,905
6) Finance cost	506	452	430	1,327	1,186	1,531
7) Profit from ordinary activities after finance cost but before exceptional items (5-6)	1,105	1,874	2,171	6,365	6,527	8,374
8) Exceptional items	-	-	-	322	-	-
9) Profit from ordinary activities before tax (7-8)	1,105	1,874	2,171	6,043	6,527	8,374
10) Tax expense	493	600	659	2,355	2,151	2,286
11) Net profit from ordinary activities after tax (9-10)	612	1,274	1,512	3,688	4,376	6,088
12) Extraordinary Items (net of tax expenses Rs. NIL)	-	-	-	-	-	
13) Net profit for the period / year (11-12)	612	1,274	1,512	3,688	4,376	6,088
14) Paid up equity share capital (face value Rs.10 per share)	4,231	4,231	4,231	4,231	4,231	4,231
15) Reserves excluding revaluation reserves						61,257
16) Earnings per share before exceptional item						
Basic	1.44	3.01	3.89	9.48	11.26	15.66
Diluted	1.44	3.01	3.89	9.48	11.26	15.66
16) Earnings per share after exceptional item						
Basic	1.44	3.01	3.89	8.72	11.26	15.66
Diluted	1.44	3.01	3.89	8.72	11.26	15.66
PART II						
A. **Particulars of share holding**						
1. Public shareholding						
Number of shares	3,36,20,655	2,96,30,655	3,00,64,111	3,36,20,655	3,00,64,111	2,97,24,396
Percentage of shareholding	79.46%	70.03%	71.06%	79.46%	71.06%	70.25%
2. Promoter and promoter group shareholding						
a) Pledged / Encumbered (Refer note 5)						
- Number of shares	26,700	54,82,000	34,07,000	26,700	34,07,000	36,07,000
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.31%	43.23%	27.82%	0.31%	27.82%	28.66%
- Percentage of shares (as a % of the total share capital of the Company)	0.06%	12.96%	8.05%	0.06%	8.05%	8.53%
b) Non-encumbered						
- Number of shares	86,63,369	71,98,069	88,39,613	86,63,369	88,39,613	89,79,328
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	99.69%	56.77%	72.18%	99.69%	72.18%	71.34%
- Percentage of shares (as a % of the total share capital of the Company)	20.48%	17.01%	20.89%	20.48%	20.89%	21.22%

Particulars	Quarter ended Dec 31, 2015
B. **Investor complaints**	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed of during the quarter	Nil
Remaining unresolved at the end of the quarter	Nil

Notes:

1 The above financial results have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at its meeting held on February 14, 2016
2 The Statutory Auditors have carried out a "Limited Review" of the above financial results for the quarter and nine months ended December 31, 2015.
3 The Board of Directors of the Company on December 23, 2015 on recommendation of the Audit Committee has approved the Scheme of Amalgamation with Zee Learn Limited. The scheme is subject to requisite approval of Shareholders and Creditors of the Companies and the Hon'ble High Court of Bombay and other Statutory / Regulatory authorities as may applicable.
4 As the business activity of the Company falls within a single primary business segment viz. "Educational Services", the disclosure requirements of Accounting Standard (AS-17) "Segment Reporting" is not applicable.
5 Previous period / year figures have been regrouped / rearranged wherever necessary to conform with the current period presentation.

For and on behalf of the Board of Directors

Rajesh Bhatia
Managing Director

TREE HOUSE EDUCATION & ACCESSORIES LTD. MUMBAI

Place: Mumbai
Date : February 14, 2016.

AGARWAL & ASSOCIATES
Chartered Accountants
KOLKATA, MUMBAI

Office No. : 53, Ground Floor
Citi Mall, New Link Road
Andheri (W), Mumbai-400053
Mobile : 9831579045
E-mail : agarwals.associates@gmail.com

LIMITED REVIEW REPORT

To
The Board of Directors,
TREE HOUSE EDUCATION & ACCESSORIES LIMITED

We have reviewed the accompanying statement of Unaudited Financial Results (the "Statement") of **Tree House Education & Accessories Ltd.** (the "Company") for the Quarter and nine months ended December 31, 2015. The Statement has been prepared by the company pursuant to Regulation 33 of the SEBI (Listing obligations and Disclosure requirements) Regulations, 2015 (the "Listing Regulations, 2015"). The statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with the Accounting Standards referred to in section 133 of the Companies Act 2013, read with rule 7 of the Companies (Accounts) Rules 2014 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Agarwal & Associates
Chartered Accountants
(Firm Registration No. 323210E)

(Naresh Agarwal)
(Partner)
Membership No. 063049

AGARWAL & ASSOCIATES Mumbai Chartered Accountants

Place of signature: Mumbai
Date: 14th February 2016