Tree House Education & Accessories Ltd.

Registered Office: 702, Morya House, 'C' Wing, Off. Link Road, Andheri (W), Mumbai - 400 053.
Tel.: 022 - 40492222 Fax : 022 - 40492207
CIN : L80101MH2006PLC163028

February 14, 2017

To, **BSE Limited** Phiroze Jeejeebhoy Tower Dalal Street, Fort Mumbai - 400 001	**To,** **The National Stock Exchange of India Ltd.** Bandra (East) Mumbai - 400 051	**To,** **Metropolitan Stock Exchange of India Ltd.** Exchange Square, CTS No. 25, Suren Road, Andheri (East), Mumbai – 400 093

Dear Sirs,

Sub.: Outcome of the Board Meeting of the Company held on February 14, 2017.

Ref.: Scrip Code: 533540 / Symbol: TREEHOUSE

We would like to inform you that at the meeting of the Board of Directors of the company held on Tuesday, February 14, 2017, the board has considered and approved;

1. Un-audited Financial Results of the Company for the quarter ending December 31, 2016 along with Limited Review Report of the Statutory Auditors of the Company.

2. We also enclose a copy of the Financial Results (Standalone) of the Company for the Quarter ended December 31, 2016 along with Limited Review Report (Standalone) of the Auditors of the Company for quarter ending December 31, 2016, as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The meeting of the Board of Directors of the Company commenced at 6 p.m. and concluded at 9:55 p.m.

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
DIN: 00074393
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, 2016

(Rs. in lacs)

Particulars	Quarter ended			Nine Months ended		Year ended
	Dec 31, 2016 Unaudited	Sept 30, 2016 Unaudited	Dec 31, 2015 Unaudited	Dec 31, 2016 Unaudited	Dec 31, 2015 Unaudited	Mar 31, 2016 Audited
1) **Income from operations**	1,274	1,799	5,578	5,094	18,206	20,933
	1,274	**1,799**	**5,578**	**5,094**	**18,206**	**20,933**
2) **Expenses**						
Operating cost	830	1,062	1,506	3,307	4,239	6,187
Employee benefits expense	154	480	807	1,182	2,212	3,032
Depreciation and amortisation	1,138	1,189	1,170	3,766	3,139	4,483
Other expenses	30	1,362	755	2,705	1,810	5,072
Total expenses	**2,152**	**4,093**	**4,238**	**10,960**	**11,400**	**18,774**
3) Profit from operations before other income, finance cost and exceptional items (1-2)	(878)	(2,294)	1,340	(5,866)	6,806	2,159
4) Other income	9	18	271	58	886	1,009
5) Profit from ordinary activities before finance cost and exceptional items (3+4)	(869)	(2,276)	1,611	(5,808)	7,692	3,168
6) Finance cost	225	268	506	778	1,327	1,672
7) Profit from ordinary activities after finance cost but before exceptional items (5-6)	(1,094)	(2,544)	1,105	(6,586)	6,365	1,496
8) Exceptional items						
Written off fixed assets (Note 3)	(2,219)	(2,220)	-	(6,264)	-	-
Lease Rent Equalization Reversal	-	-	-	-	(322)	(322)
Property Advance Forfeited	-	-	-	-	-	450
9) Profit from ordinary activities before tax (7+8)	(3,313)	(4,764)	1,105	(12,850)	6,043	1,624
10) Tax expense	-		493	(225)	2,355	946
11) Net profit from ordinary activities after tax (9-10)	**(3,313)**	**(4,764)**	**612**	**(12,625)**	**3,688**	**678**
12) Extraordinary Items (net of tax expenses Rs. NIL)	-	-	-	-	-	-
13) Net profit for the period / year (11-12)	**(3,313)**	**(4,764)**	**612**	**(12,625)**	**3,688**	**678**
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						61,239
16) Earnings per share before exceptional item						
Basic	(2.59)	(6.01)	1.44	(15.03)	9.48	1.30
Diluted	(2.59)	(6.01)	1.44	(15.03)	9.48	1.30
16) Earnings per share after exceptional item						
Basic	(7.83)	(11.26)	1.44	(29.84)	8.72	1.60
Diluted	(7.83)	(11.26)	1.44	(29.84)	8.72	1.60

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, 2017.

2 The Statutary Auditors have carried out the "Limited Review" of the above Financial Result for the quarter ended December 31,2016.

3 Furniture & Fixtures and Leasehold Improvement under Fixed Assets has been partly written off for discontinued pre-school centres, as on reporting date, as per the policy adopted. This has resulted in decrease of net profit by Rs. 2219 lacs classified as "Exceptional Item".

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 / year presentation.

For and on behalf of the Board of Directors

Place: Mumbai
Date : February 14, 2017.

Rajesh Bhatia
Managing Director

TREE HOUSE EDUCATION & ACCESSORIES LTD. MUMBAI

AGARWAL & ASSOCIATES
Chartered Accountants
KOLKATA, MUMBAI

Office No. 7 5A 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

1. We have reviewed the accompanying statement of Unaudited Financial Results (the "Statement") of **Tree House Education & Accessories Ltd.** (the "Company") for the Quarter ended 31st December 2016 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.

2. 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.

3. 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.

4. Emphasis of Matter

   We draw attention to the following notes to unaudited financial results:

   1) Note No 3 to unaudited financial results regarding write off, of fixed assets for discontinued centers. The management has adopted a policy to write off, Furniture & Fixture and Leasehold Improvements partly for the discontinued centers during the reporting period. The same has been approved by the audit committee.

   2) The company could not render school management services to the K12 Schools during the relevant quarter due to non-availability of skilled manpower and thus the revenue related to school management services has not be recognized.

   3) Since the merger with Zee learn Limited has been called off the provision for expenses related to merger has been written back.

AGARWAL & ASSOCIATES * Chartered Accountants * Mumbai

4) The management vide its board meeting held in January have decided to convert the business model of the company from self-operated to Franchise Model. The revenue for the same will accrue in the fourth quarter.

5) The company has received collections aggregating to Rs 1.5 crores (one hundred and fifty lacs) approx. which has been put under "Advances" for want of information. In light of the above, we are unable to obtain sufficient review evidence to determine whether any adjustments to these amounts are necessary.

Our opinion is not modified in respect of this matter.

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

(Naresh Agarwal)
(Partner)
Membership No. 063049

Place of signature: Mumbai
Date: February 14, 2017