



A photograph of three students, two girls and one boy, working together on a project. They are in a library or study area with bookshelves in the background. The boy is on the left, wearing a red shirt, and is pointing at something on a table. The two girls are on the right, wearing yellow and grey shirts, and are looking at the table. They appear to be engaged in a collaborative learning activity.



# Career Point Limited Annual Report 2012-13

# Corporate Information

## BOARD OF DIRECTORS

**Mr. Pramod Maheshwari**

Chairman, Managing Director and CEO

**Mr. Om Prakash Maheshwari**

Executive Director and CFO

**Mr. Nawal Kishore Maheshwari**

Executive Director

**Mr. Mahesh Gupta**

Director

**Mr. Pawan Kumar Lalpuria**

Director

**Mr. Pritam Kumar Goswami**

Director

**Mr. Ram Swaroop Chaudhary**

Director

**Mr. Vishal Jain**

Director

**Tarun Kumar Jain**

Company Secretary

**M/s Sharp & Tannan**

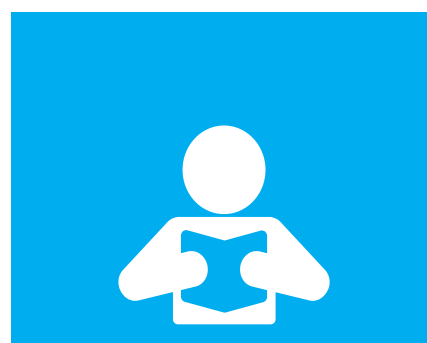
Chartered Accountants

Statutory Auditors

**M/s P. Khandelwal & Co.**

Chartered Accountants

Internal Auditor



## Bankers

HDFC Bank Limited

Oriental Bank of Commerce

Punjab National Bank

State Bank of India

Union Bank of India

## Registered Office

112B, Shakti Nagar, Kota – 324 009,  
Rajasthan, India

## Corporate Office

CP Tower, Road No. 1, IPIA, Kota – 324 005,  
Rajasthan, India

## Registrar and Share Transfer Agent

Link Intime India Private Limited

C-13, Pannalal Silk Mills Compound

L.B.S. Marg, Bhandup (West)

Mumbai – 400 078

India

Tel: +91 22 2596 0320

Fax: +91 22 2596 0329

Website: [www.linkintime.co.in](http://www.linkintime.co.in)

## Websites

[www.cpil.in](http://www.cpil.in)

[www.cpuniverse.in](http://www.cpuniverse.in)

[www.careerpoint.ac.in](http://www.careerpoint.ac.in)

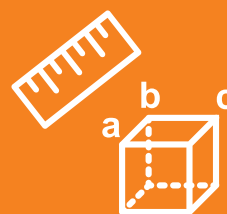
Career Point Limited is a leading integrated solution provider across the education value chain. As a diversified education company, it operates in both, the formal and informal streams of education. Over the last two decades, Career Point has built a strong foundation of academic excellence and focused on creating a brighter future while delivering great value to each stakeholder.

In the Informal Education system, Career Point has established a strong niche in test preparation and school curriculum tutoring through a nationwide extensive network of Company operated branches; Franchisee centers; Technology enabled live classrooms; Online courses; School integrated programs; and Distance learning solutions.

In the Formal Education stream, the company has a strong presence by offering various services to K-12 Schools, Colleges and Universities in multiple geographies. Career Point Group empowers students on both professional development and degree-awarding courses in various streams including Engineering & Technology, Management & Commerce Studies, Basic & Applied Sciences etc.

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Preschool Online platforms  
Tutorial services  
Kindergarten **K12**  
Competitive Exams  
Play group PG & PhD  
Schools Coaching  
Universities Colleges

Higher Education

Graduation





**CAREER POINT** CP live  
Career Point World School  
Pre-Foundation Division  
**GLOBAL KIDS** eCareerPoint.com  
Knowledge Lab **Career Point University, Kota**  
**Career Point Gurukul** CP Star  
Career Point University, Hamipur  
Career Point Technical Campus, Rajsamand

Global Public School

CELEBRATING  
**20**  
YEARS  
1993-2013

Academic Excellence

**WE** are in to knowledge creation,  
are in to transforming people's lives  
are in to empowering citizenship, and  
do it through our 'World of Education'



We have embarked upon a mission that envisions a  
new dimension in learning....



# Career Point

Career Point caters to the needs of a student throughout the life cycle of a student (K.G. to PhD.) while having a strong presence in both the Formal and Informal education streams. The company provides academic excellence through a growing network of institutions in multiple geographies. While transforming lives through the power of education, CP Universe has become a benchmark in education space through unique teaching aids, ultimate personal care and continued focus on the responsibility that students, parents and investors placed on brand 'Career Point'.

## Leader in Industry Innovations

- Operational: Problem Solving Counters, Content Development and R&D centers, Faculty Training System
- Technological: Adaptive feedback, Online classes & assessment, Student-Parent Zone, Solutions on DTH

## Integrated Solution Provider

- Offering integrated solutions across the education value chain, Career Point today is an integrated provider of learning solutions across the life cycle of the student

## Ultimate Personal Care

- As a 'Responsible player of the Responsible Industry', Career Point offers personalised attention to each individual student on all kinds of academic as well as non-academic issues using Student Welfare Cell to stick the philosophy of 'All-round Education'



## Synchro School

School Association Programme



Education Consultancy and Management Services



Technology enabled learning



Playgroup and K-12 School



Residential Coaching and School Campus



National Science Proficiency Test & CPStar



Higher Education

# **IMPACT**

## Driving the next generation

Students have energy, we give the momentum  
They have spark, we turn it into fire  
Students come with possibility, we convert into certainty  
They have dreams, we turn them into reality

### **Students**

With an excellence in our teaching methodology and student centric learning environment, the students are not only benefitted in achieving their short-term goals but also acquired a life-long learning.

### **Industry**

By producing several operational and technological innovations in our business operations, we have taken the service delivery for the whole education industry to a next level.

### **Society**

Career Point has brought the premier institutions including IITs, AIIMS with in the reach of many deserving small town students and uplifted the deprived communities to achieve an equilibrium in the society

### **Country**

Career Point played a vital role in developing an ecosystem which revolves around Education and provide a healthy working environment which is crucial for any economy to flourish

### **World**

Career Point Institutions are centers of excellence and leverage the intellectual capital through research activities and quality education for a better tomorrow



# Journey in Industry Innovations

From 1993 to 1995

- Developed concept of all subjects coaching for IIT-JEE/AIEEE under one roof
- Set-up Study Material Development Center (R&D) in Kota
- Started Post-selection Counseling for students
- Implemented Faculty Training Program



- Set-up branches outside Kota and promoted Kota Coaching System
- Launched All India Test Series and courses exclusive for AIEEE
- Started recruitment of faculties from various IITs
- Started CBSE school up to class XII in Kota

From 1996 to 2001

From 2002 to 2009

- Launched Technology enabled coaching through Satellite, internet, DTH & Mobile
- Started preparing students separately for Board exams
- Attracted Global Investments through Private Equities
- Provided Student Welfare Cell for non-academic support



- Diversified in formal Education with private universities, colleges & schools
- Offered Personalized Adaptive Performance Analysis and Feedback
- First Coaching institute who got listed on BSE & NSE
- Started residential coaching with integrated school campus

From 2010 onwards

# Number Matters

**20 Years**

of Academic Excellence

**2.8 Lacs**

Students' Trust

**100+ Centers network**

(Branches, Franchisee, CP Live and Test Centers)

**1,12000+**

Engineers Produced

**7,900+**

IIITians Produced

**5,500+**

Doctors Produced

**12,000+**

Minutes of Video Lecture Library

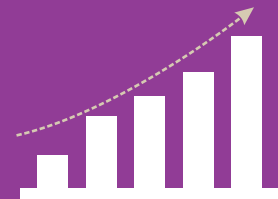
**22,500+**

Pages of Study Material

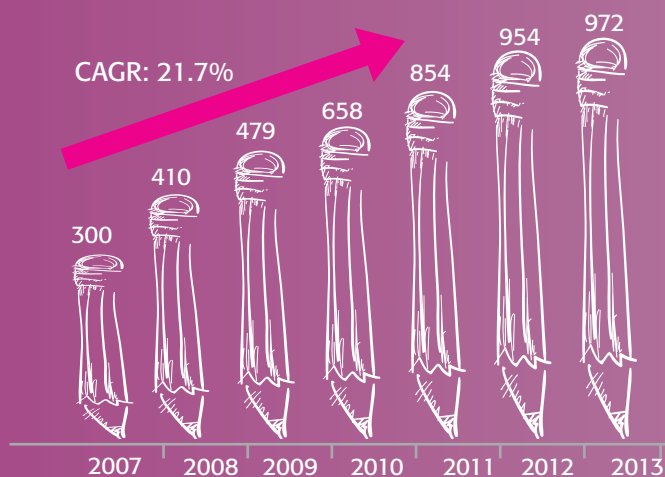
**1,25,000+**

Questions in Question bank

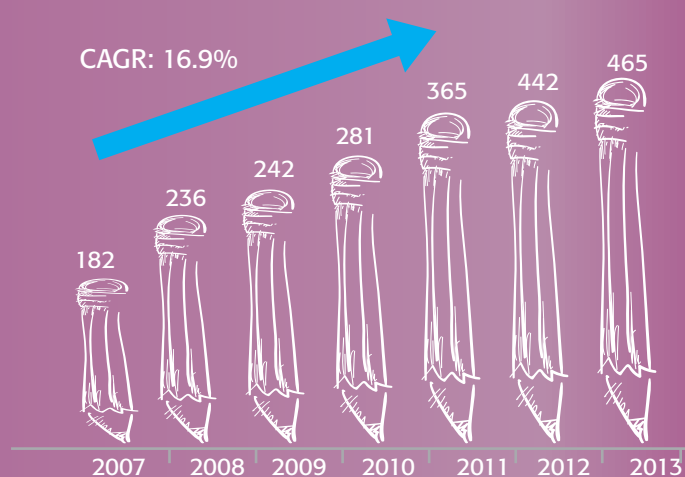
# Financial Snapshot



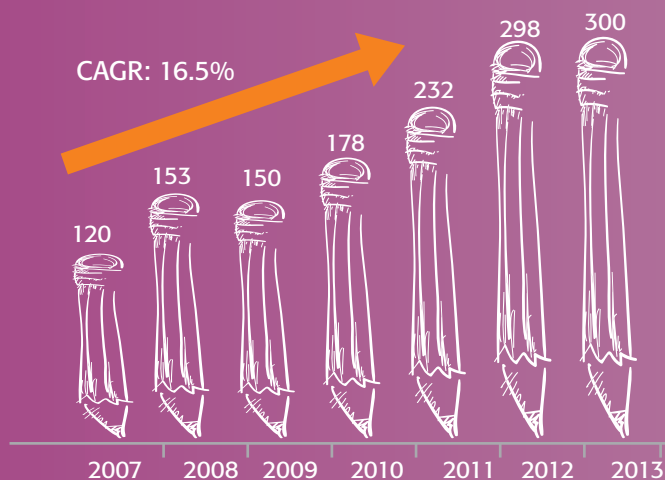
## REVENUE



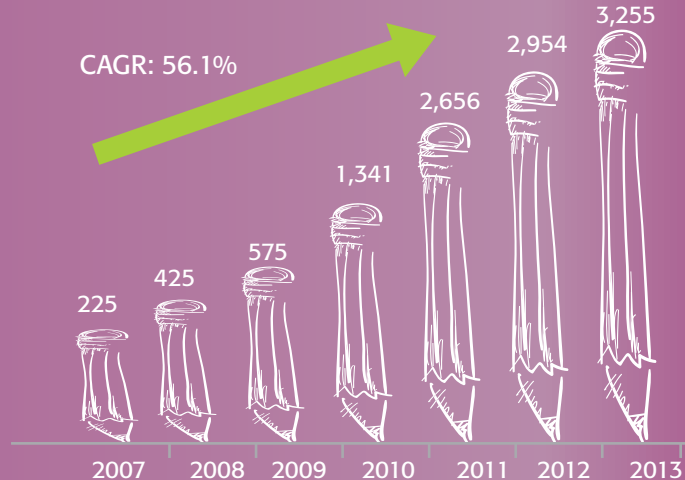
## EBITDA



## PROFIT AFTER TAX



## NET WORTH



Figures are in Million ₹ at Consolidate level



## Chairman's Letter

### Dear fellow shareowners,

Education is a vital and vibrant industry which offers an environment of growth through abundant opportunities. At times when the education industry goes through a challenging phase, the value of a degree from best institutions and respect to education continue to get stronger. We are also fortunate to be in the business which gives us a noble purpose to transform the lives and change the world by this powerful weapon - Education. I believe, that is the reason why we are passionate about our work.

We play a vital role in achieving the mandate of keeping new generation competitive and create opportunities for our most imperative client - our students - to unlock their full potential. Because of our sustained commitment to academic excellence and values, we have become one of the largest and influential leaders of education industry in India. We are developing a wide range of educational programs and services that broaden our demographic and geographic reach.

From Pre-school to University level, Tutorial services to Formal degree courses, Kindergarten to Ph.D. programs, Classroom operations to Online delivery, we respond our students with innovative, real-world learning solutions to provide them an all round quality education.

### The year at a glance

In our journey to transform the lives through power of education, fiscal 2012-13 played a role of transformative and dynamic year for Career Point. It was marked by strategic investments to provide a diversification and sustainability to existing businesses. We committed a significant capital to ensure a healthy and conducive environment of learning across the Company's gamut of institutions. We further strengthened our academic quality by continued focus on excellence and value.

In the year under review, we enrolled more than 27,000 students in our tutorials services programs and 1000+ new admissions in formal education institutions. However, we believe, our success is reflected

in our students' success. Our investments in academic quality and service delivery were marked in outstanding results of Career Point students in various competitive examinations.

Our performance at formal education division has been quite excellent, as well. Despite being the new entrant in this vertical, we offered our services to higher education institutions including universities and technical campuses with uncompromised standards of education and laid a strong and deep-rooted foundation for a better tomorrow. The higher education institutions, which availed our services, successfully completed their academic session with various distinguished features to meet the students' needs for their betterment and empowerment.

Coming to financials, total income for the financial year 2012-13 on console basis stood at Rs.97.25 crores with 2% growth over previous year. EBITDA for the full year was reported at Rs.46.47 crores with y-o-y growth of 5% and margin at 47.8% with y-o-y improvement of 144 basis points. The consolidated net income for the company was up by 1.1% at Rs.30.13 crores for this fiscal with net margin of 31%, which is same as previous year's margin. As on 31st of March 2013, the net worth of the Company was Rs.3.26 billion.

### Accomplishments

Since 1993, Career Point has been continually reinventing education. Initially, by taking Kota Coaching System to outside Kota and helping it in getting on the highlights of Indian education map. Followed by, developing several operational and technological innovative concepts to take the education experience for students to next level. We also attracted global investments in tutorial business and created a history by making first institute to be listed on Indian bourses.

Fiscal 2013 again marks the year of reinvention by our entry in to higher education space. Bringing Career Point Universe in to play, we aim to bridge the gap of quality education in India and deliver greater value to student fraternity. Because, we firmly believe that education enables individuals to improve their prospects in life and foster an economy to remain prosperous.

We are also fortunate to be in the business which gives us a noble purpose to transform the lives and change the world by this powerful weapon - Education. I believe, that is the reason why we are passionate about our work.

For the coming academic session, we have also launched 'Career Point Gurukul' - our fully residential integrated coaching campus at Kota. CP Gurukul is an endeavor to make the educational experience truly transformational in a more interactive, stress free and secure campus. It offers complete gamut of services under one umbrella. The core objective behind the concept of CP Gurukul is to provide a highly conducive and holistic environment to students so they utilize their full potential while converting their dreams in to success.

We also invested actively in our people during the last year. We know that Career Point's solid foundation lies not just in its product offerings, but also in its talented staff. Their proficiency and dedication combined with Career Point's cutting edge academic systems and methodologies create the most engaging, informative educational experience for students. Many members of the Career Point family have been with the company since the beginning of their careers and many since the inception of the company.

## Outlook

We enter fiscal 2014 with a positive momentum and strong outlook. Career Point recognizes the power of investing for students, employees and shareholders. We will continue to invest and execute in accordance with our strategic plan to best position the company for long-term sustainable growth. In addition to organic growth plans, we also aim to grow and diversify through inorganic routes across verticals, in new geographies throughout the value chain of education.

Let me take this opportunity to share my gratitude to our board of directors for their guidance and leadership. We appreciate all our shareholders' continued support and trust in us. I would also like to thank all colleagues at Career Point for their hard work and valued contribution. All together, we as a team dedicate ourselves to transform lives using the power of education.

With best regards



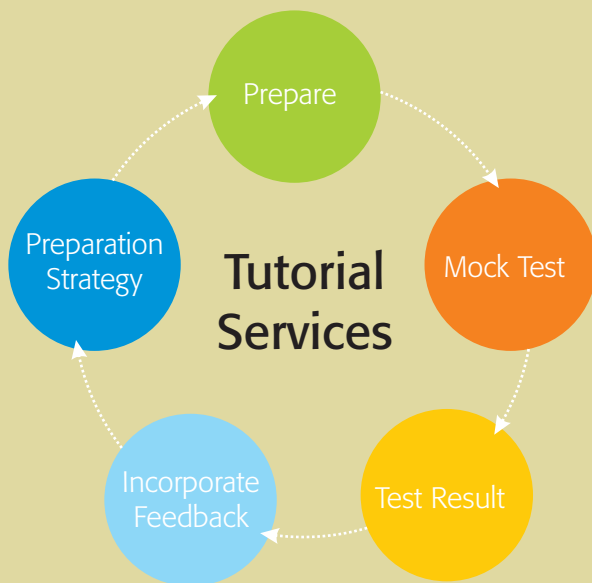
**Pramod Maheshwari**



It is a paradigm that connects holistically the individual, institutional, national and global transformation process

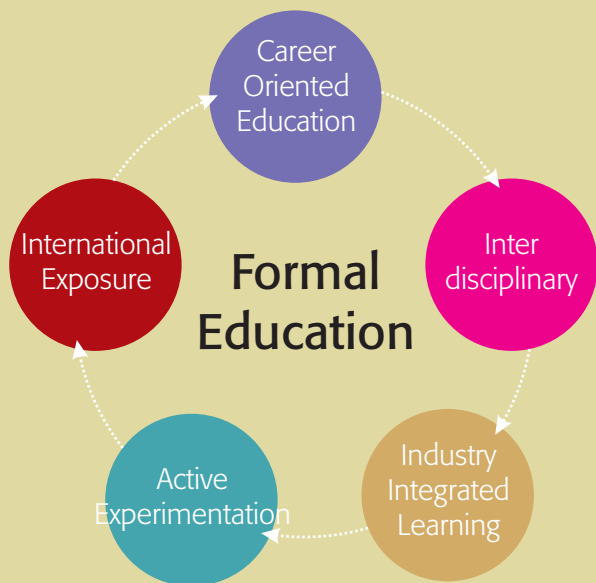


## Service Delivery Pursue Excellence....



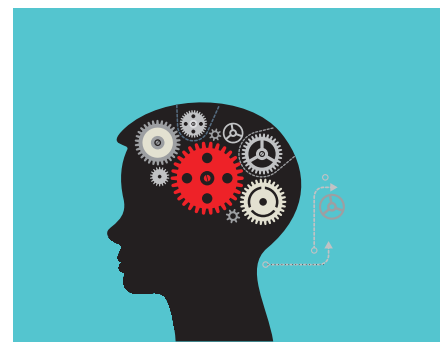
### **SALIENT FEATURES**

- Result Oriented Teaching Methodology
- Regular Assessment with Personalized Feedback
- Best Faculty with Extended Academic Support
- High-tech Communication and Technological Prowess
- Macro and Micro Level Analysis for overall Strategy



### **SALIENT FEATURES**

- Classroom Teaching aimed at in-depth Subject Knowledge
- Theoretical Training with Conceptualization and Practical Exposure
- Case Studies, Role Play and Project Works Based Approach
- Sport Activities, Personality Development & Extracurricular Focus
- World Class Infrastructure for a Conducive Learning Environment



# Product Portfolio

## KG to PhD

Integrated Solution Provider Across the Educational Value Chain  
Throughout the Life Cycle of a Student

**Pre-School**  
2-5 years age



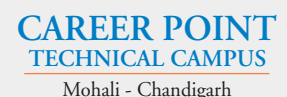
**K-12**  
6-18 years age



**Tutorial Services**  
11-18 years age

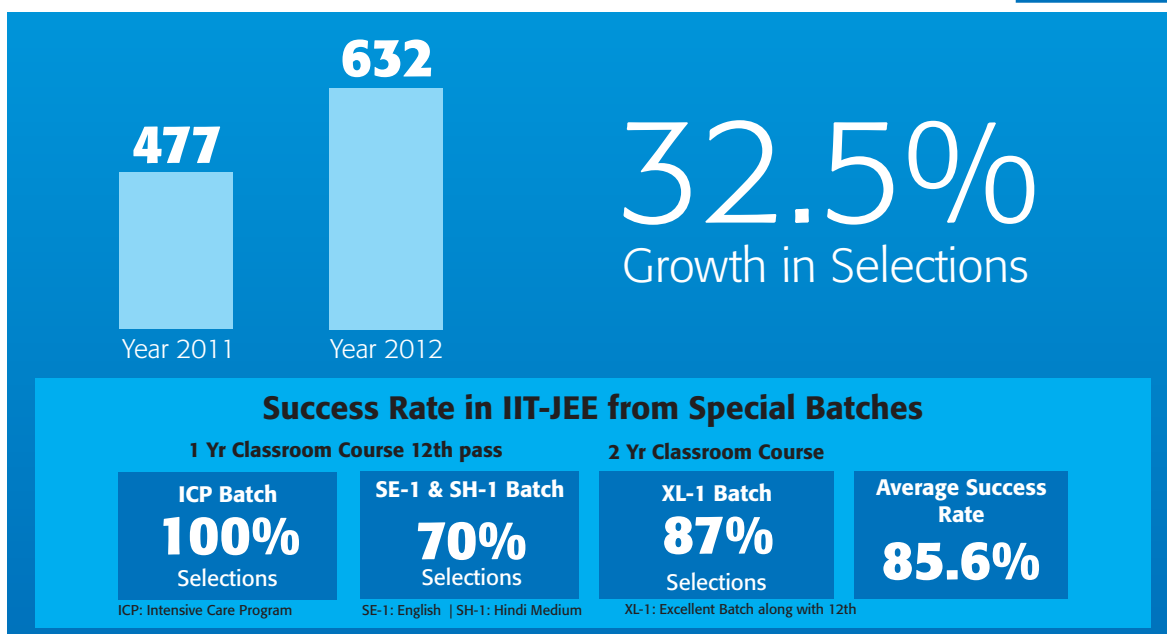


**Higher Education**  
18+ Age Group





## Result IIT-JEE 2012



## Result Pre-Medical 2012



## Result AIEEE 2012



Also a Glittering Success of CPians in **KVPY, NTSE & Olympiads**





Jodhpur, Rajasthan



Global Public School, Kota, Rajasthan



Residential School Kota, Rajasthan

# School Education

# Cultivating Academic Minds through Power of Knowledge

Career Point World School is an endeavor by Career Point Group to nurture leaders of the 21st century. The first K-12 school was set up in Kota, Rajasthan and was christened "Global Public School, Kota". The World School as a concept was developed during the years of us perfecting ourselves. Career Point World School caters to the ever expansive Indian Middle Class which is looking at ensuring their child with the best in education and other activities. The schools focus on providing and delivering not just classroom based learning but also to outside classroom activities. Students are encouraged to take part in national and international events of various kinds ranging from academic to cultural to sport.

Career point understands and believes the fundamental concept that the biggest capital which a parent can gift their child is fundamentally good education. We are proud to be trusted for this by the parents and we shall forever ensure that we keep that trust.

## Our Core Beliefs

- ◆ **Each child is a unique individual.**  
We need to teach the way they learn, not force them to learn the way we teach. All students cannot be taught by the same method. Each child has a unique brain network that shapes how he/she understands and absorbs various stimuli.
- ◆ **Each child has a unique talent.**  
Each child has at least one talent. It may lie in academics, in sports, in fine arts or in so many other things. We need to train ourselves to be able to discover each child's talent and to hone it to perfection.
- ◆ **Growth should be holistic not just completing syllabus and clearing exams.**  
We should be able to provide the conducive environment for holistic growth of the child as an individual. Growth should not be measured in only academic terms.
- ◆ **Parents are the best partners.**  
We need to train and coach parents in the fine art of parenting. A child can do wonders if he/she gets conducive environment at home and at school for growth.
- ◆ **Child centric approach.**  
Everything from the curriculum to the infrastructure needs to be built keeping in mind the child for whom it is being built.

## Primary Level

### [Class I to Class V]

- ◆ A thematic approach is designed to stimulate the children through various inter-active sessions and activities.
- ◆ An extensive use of technology aids to supplement classroom teaching.
- ◆ Project works in class calls for mass participation. An equal emphasis is laid on developing a strong sense of individuality.
- ◆ Field trips and excursions make learning fun.
- ◆ Use of the newspaper articles, quizzes, crosswords and other learning tools enhance general awareness.

## Middle Level

### Class VI to Class VIII

- ◆ The emphasis is on acquiring in-depth conceptual knowledge
- ◆ The curriculum is research oriented and based on teamwork vis-à-vis discussions, group project work, discovery and exploration
- ◆ Personality development, value education and coping with peer pressure are stressed upon at this stage
- ◆ Students work in groups and make power point presentations on subject related topics. Parents are also invited for such presentations

## Senior Secondary Level

### Class IX to Class XII

- ◆ Various combinations of subjects are offered so that students can pursue their desired courses of study later in life
- ◆ An equal stress is laid on preparing students for the prescribed CBSE syllabus and on preparing the students for the various competitive entrance examinations
- ◆ Result oriented training is imparted by experienced professionals who target for total development and desired success
- ◆ Extra coaching classes take place after school hours at the centre established on the campus
- ◆ The concept of Synchro-Study has been introduced to reduce stress levels of students. A synchronized study pattern is maintained between the course content of the board examinations and that of the competitive entrance examinations
- ◆ Students have complete access to the various laboratories and library resources, specially designed for the study and research requirements of the senior level students.



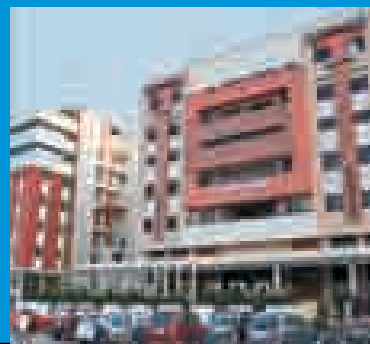
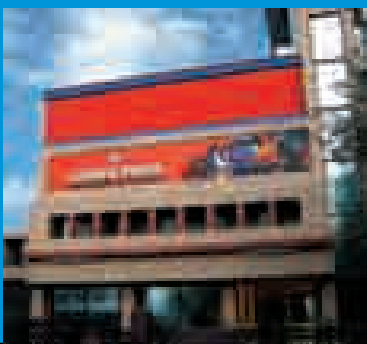
**Pre School education inspired by Montessori and Waldorf methods.** At Global Kids Pre-School, we believe in preparing children for a successful academic future and for life through instilling a vibrant sense of learning and curiosity. Our early childhood education centres are safe and secure places to learn, and our research-based curricula comprise abundant activities that model healthy behaviour, grow strong bodies and teach children how to make a lasting, positive impact on the planet.



**Ultra modern school with state of the art infrastructure. Deliver education with values.** The School's vision is to provide a learning environment that encourages children to bring out the best in themselves and which supports their all-round development, through discovering the joy of learning, awakening and illuminating their intellect in multi dimensional ways, and instilling abiding values in themselves.



**World class infrastructure and in house content one of the hallmarks of this most ambitions and successful school chain.** The mission of the school is to inspire students to seek their full potential in academics, the arts, and athletics in a challenging and nurturing environment that cultivates social responsibility, mutual respect, and personal integrity.



	... and CPian becomes IITian Student appears for IIT-JEE	... and CPian becomes Doctor Student appears for AIPMT Main	... and CPian becomes Engineer Student appears for AIEEE/SLEEE
Stage 8			
Stage 7	<b>Final Preparation</b> <ul style="list-style-type: none"> <li>Major Tests (As per the New Pattern)</li> <li>Rehearsal Test</li> </ul>	<b>AIPMT Screening Test &amp; Special coaching to Screening Qualified students &amp; Rehearsal Test for AIPMT Main</b>	<b>Final preparation</b> <ul style="list-style-type: none"> <li>Major Tests (Full Syllabus)</li> <li>Rehearsal Test for AIEEE/SLEEE</li> </ul>
<b>Stage 3,4,5 &amp; 6 continue till the end of the course</b>			
Stage 6	<b>Pre Final preparation</b> <ul style="list-style-type: none"> <li>Revision Tests</li> <li>Revision &amp; Problem Classes</li> </ul>	<b>Final preparation</b> <ul style="list-style-type: none"> <li>Major Tests (Objective and Subjective)</li> <li>Rehearsal Test for AIPMT Screening</li> </ul>	<b>Pre Final preparation</b> <ul style="list-style-type: none"> <li>Revision Tests</li> <li>Revision &amp; Problem Classes</li> </ul>
Stage 5	<b>Shaping Top Rankers</b> <ul style="list-style-type: none"> <li>Formation of XL batch and CP GEMS</li> <li>Special attention to bright students</li> </ul>	<b>Shaping top rankers</b> <ul style="list-style-type: none"> <li>Formation of XL batch and CP GEMS</li> <li>Special attention to bright students</li> </ul>	<b>Shaping top rankers</b> <ul style="list-style-type: none"> <li>Formation of XL batch and CP GEMS</li> <li>Special attention to bright students</li> </ul>
Stage 4	<b>Enhancement of speed, accuracy and test temperament</b> <ul style="list-style-type: none"> <li>Periodic Scheduled unit wise Minor and Revision Tests</li> <li>Test Analysis, Test Result and Ranks</li> <li>Batch Shuffling</li> <li>Guidance to improve performance, scoring ability, Question paper attempt techniques</li> <li>Increase speed, confidence building etc.</li> </ul>	<b>Enhancement of speed, accuracy &amp; test temperament</b> <ul style="list-style-type: none"> <li>Periodic Scheduled unit wise Minor Tests</li> <li>Test analysis</li> <li>Test Result &amp; Ranks</li> <li>Batch Shuffling</li> <li>Guidance to improve performance, scoring ability</li> <li>Question paper attempt techniques</li> <li>Increase speed, confidence building etc.</li> </ul>	<b>Enhancement of speed, accuracy &amp; test temperament</b> <ul style="list-style-type: none"> <li>Periodic Scheduled unit wise Minor Tests</li> <li>Test analysis</li> <li>Test Result &amp; Ranks</li> <li>Batch Shuffling</li> <li>Guidance to improve performance, scoring ability</li> <li>Question paper attempt techniques</li> <li>Increase speed, confidence building etc.</li> </ul>
Stage 3	<b>Development of Problem Solving Skills</b> <ul style="list-style-type: none"> <li>Doubt Removal Classes</li> <li>Problem Counter</li> <li>Exercise 1 &amp; 2</li> <li>Exercise 3</li> <li>Exercise 4</li> <li>Exercise 5</li> </ul>	<b>Development of Problem solving skills</b> <ul style="list-style-type: none"> <li>Doubt removal Classes</li> <li>Exercise for AIPMT Screening &amp; Main</li> </ul>	<b>Development of Problem solving skills</b> <ul style="list-style-type: none"> <li>Exercise sheets for AIEEE/SLEEE</li> <li>Doubt removal Classes</li> <li>Extra classes if required</li> </ul>
Stage 2	<b>Learning basic fundamentals, concepts and their applications</b> <ul style="list-style-type: none"> <li>Regular theory classes</li> <li>Extra classes if required</li> <li>Result Oriented Study Materials as per the IIT-JEE Pattern</li> <li>Daily Practice Problem Sheets (DPPS)</li> </ul>	<b>Learning basic fundamentals, concepts and their applications</b> <ul style="list-style-type: none"> <li>Regular theory Classes by excellent and experienced faculty members</li> <li>Extra classes if required</li> <li>Result oriented Study Material</li> <li>Daily Practice Problem Sheets</li> </ul>	<b>Learning basic fundamentals, concepts and their applications</b> <ul style="list-style-type: none"> <li>Regular theory Classes by excellent &amp; experienced faculty members</li> <li>Result oriented Study Material</li> <li>Inchapter Exercises</li> </ul>
Stage 1	<b>Students with burning desire to become an IITian</b> <p><b>Selection Test</b></p> <ul style="list-style-type: none"> <li>Student become a CPian</li> </ul>	<b>Student with burning desire to become a Doctor</b> <p><b>Admission at Career Point</b></p> <ul style="list-style-type: none"> <li>Student become a CPian</li> </ul>	<b>Student with burning desire to become an Engineer</b> <p><b>Admission at Career Point</b></p> <ul style="list-style-type: none"> <li>Student become a CPian</li> </ul>



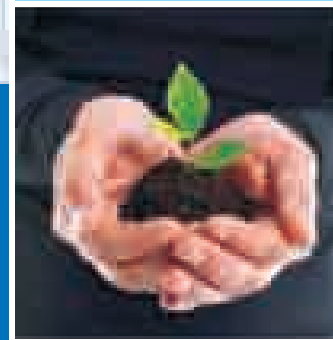
**Pre-Engineering**  
JEE [Main/Advanced]



**Pre-Medical**  
NEET [AIIMS/AIPMT]



**Pre-Foundation**  
[7th, 8th, 9th & 10th]



# Tutorial Services

## Tutorial services business is operated through a nationwide extensive network of various delivery platforms:

- ❖ Company owned Branches
- ❖ Franchisee Training Centers
- ❖ Technology enabled live classrooms
- ❖ Online courses
- ❖ School Integrated Programs
- ❖ Distance Learning Solutions;



### Doubt Removal Classes

We conduct the doubt removal classes regularly after completion of each topic. Student's doubts from exercise sheets are clarified to the grass root level to ensure complete preparation in all respect.



### Daily Practice Problem Sheets

Under this plan, student is given 8-10 questions in every class to monitor day by day progress. As these questions clarify even the slightest of doubts, thus student become conceptually very sound.



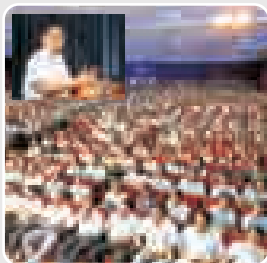
### Timely Completion of Course

Academic department prepare and monitor day wise lecture plan which is evenly distributed over the entire session ensuring timely completion of the syllabus without any putting pressure on student.



### Total Quality Control Management

At CP we maintain the rigorous quality control at every level of implementation of our teaching methodology, at all stages of student's preparation and development of study material. There is no compromise at any cost with quality of education. The quality control policies of Career Point are so strong and refined that they have been regarded benchmarks.



### Counseling & Open Seminars

we conduct individual and group counseling and seminars to prepare students mentally to face competition. Periodic open sessions are organized in a friendly environment where students may share their problems & suggestions. Key Management personnel & HODs deal with all type of Academic & Administrative problems on the spot to give quick and fast support.



### Reading Room

Exclusive arena has been created for the students where they can study in silent zone in a group or alone. Library facility with recorded video lectures of prominent faculty members has been provided for special academic support to the students even after the class.



### Information Kiosk

Touch screen kiosks are meant for providing relevant information to the students like marks sheet, performance level, test summary, growth report, score chart, attendance and exercise solutions. This information is available online also for the parents via student-parent zone on Career Point's website.



### Parent Teacher Meeting

Parent teacher meeting is a regular process and part of student's preparation cycle during the session. Parents may visit institute, with their wards or alone to discuss their child's performance. Here we try to involve parents in child's preparation so that institute along with parents can create a positive environment for students to perform the best.



### Student Welfare Cell & Help Desk

Our student welfare cell takes care of each student and extends full support to resolve any academic and non-academic problems.

### Study Material Development & Improvement cell

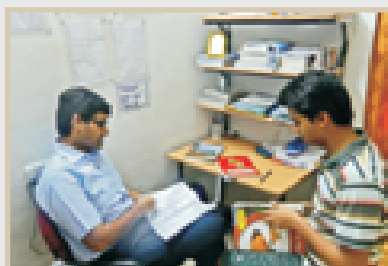
This cell regularly updates the study material incorporating each and every minute point that is necessary for student to master. This cell ensures that our study material remains up to date and most relevant for various competitive examinations.



# Glimpses of Various Activities



Classroom Study



Visit at Hostel



ICP Batch



Visit to Science Center



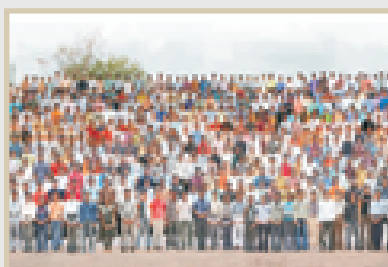
IIT-JEE Marathon



Alumni Meet



Best Wishes to applicants



Students Selected in AIEEE



IIT-JEE 2012 Topper at CP Utsav

## Students & Parents Verbatim



**Arpit Agarwal**  
1st Rank  
IIT-JEE 2012

I wanted to come to Kota as this was the best place to prepare for IIT-JEE but my health conditions did not permit me to do so. I consulted my uncle Mr. Rajesh Agarwal (RA Sir in CP) & Mr. Pramod Maheshwari (PM Sir) who convinced me that my performance will not be affected even if I remain in Delhi. RA Sir extended all kinds of help through CP and monitor my progress time to time & address all my problems.



**Sunil Kumar**  
Selected in AIIMS  
2012

I wish to thank Career Point, my coaching institute for its excellent guidance, best teaching faculty and the system which helped me to crack competitive exams. The notes, teaching material and the way of teaching made the preparations easy and effective for me. I got selected in AIIMS and got 122 Rank in AIPMT and 2nd Rank in RPMT.



**Rana Ranvir Singh**  
AIR-19  
JEE Advanced  
2013

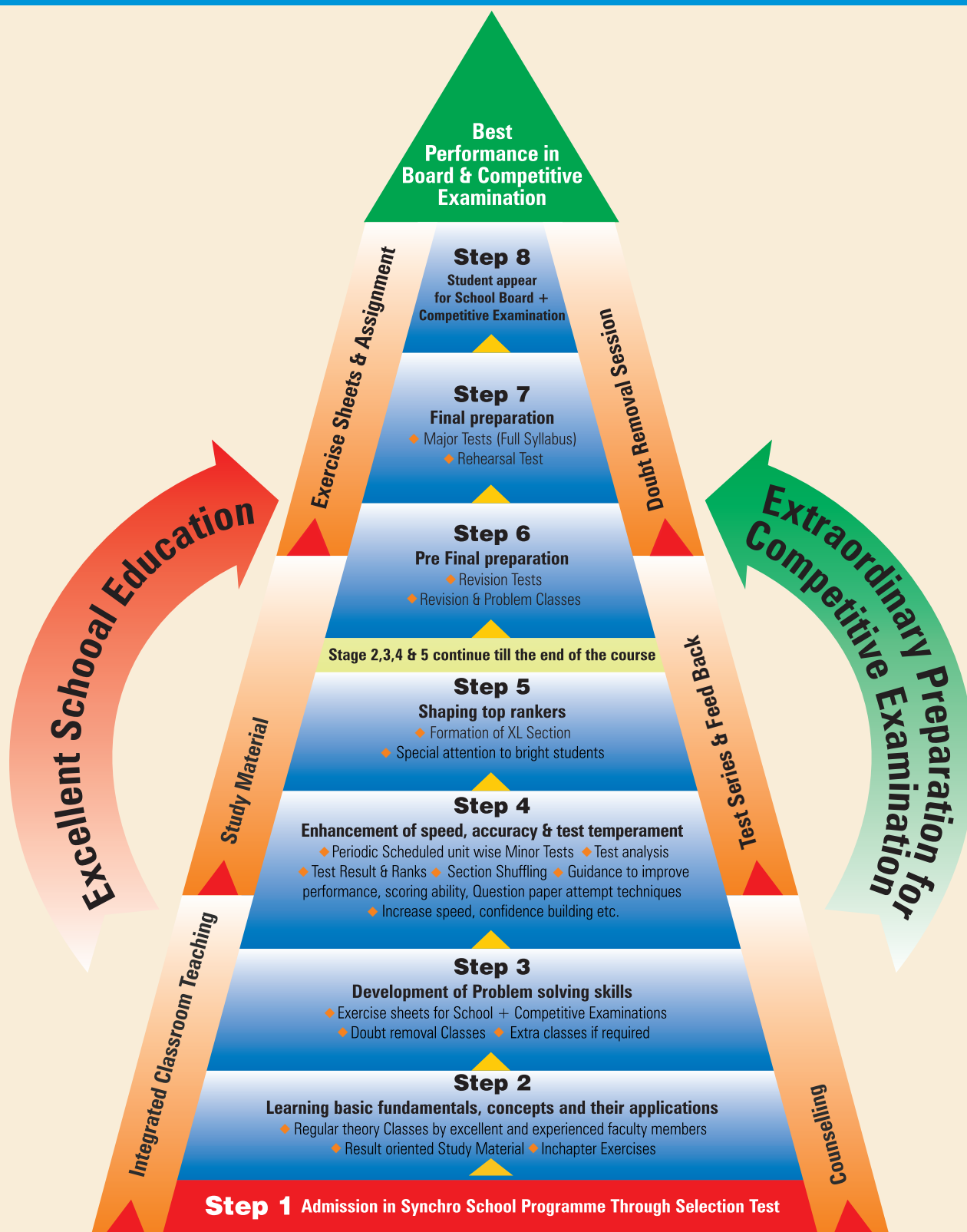
I, Rana Ranvir a student of 1 year program along with class 12, of Career Point, secured AIR-19 in IIT-JEE 2013, AIR-8 in KVPY, Rank-1 in ACPC, Gujarat. I start my preparation for IIT-JEE after sorts of question asked in the examination and helped me to enhance my exam temperament and scoring ability. Career Point institute converts a student potential to his success. Career Point intensive personal care help a student to achieve his goal along with best academic planning.



**Jagdeep Nagpal**  
F/O Aashish Nagpal  
AIR-164  
IIT-JEE 2012

Being a teacher I understand that aim of real education is to boost child's capability, confidence in himself and his personality. I am sorry to say that other institutes were unable to do this, but at CP I realized that this was their primary gateway to get best results from their student. CP has never over-pressurized students for bringing extraordinary results at the cost of their mental health & youth (childhood).

# Process of School Integrated Programs





# Pre-Foundation

## Academic System and Teaching Methodology

### Our Pre-Foundation Education System



**Pre-foundation Division:** Chart CQ Competitive Quotient, EQ Emotional Quotient etc.

**Class 7th - Action Course:** Enhancing IQ and EQ of the students with special emphasis on Mathematical ability

**Class 8th - Mission Course:** Enhancing EQ and CQ of the students with special emphasis on Maths and Science considering future competitive exams

**Class 9th - Aim Course:** 9th + NTSE + Olympiads + Foundation for competitive exams

**Class 10th - Pre foundation Course:** 10th + NTSE + Olympiads + KVPY + Foundation for competitive exams

Excellence in School + NTSE, Science Olympiad, Foundation for KVPY, IIT-JEE / AIEEE/ AIPMT or any future competitive exam. The teaching methodology and academic system is always sync with current curriculum and pattern of exams such that it gradually increases the 1) Mathematical Aptitude 2) Scientific Temperament 3) Logical thinking 4) Reasoning Skills and 5) Problem Solving Skills of the student to lay strong foundation for future competitive exams

### Glimpses of Activities by Pre-Foundation Division



Career Point's 'Unique Study Support Program (CP-USSP)' for Extra Meritorious Students

#### OBJECTIVE OF

- ◆ To nurture meritorious students in one-to-one manner to produce top rankers CP-USSP
- ◆ To sharpen skills of students under close supervision of senior faculty members
- ◆ To provide real competitive environment and ultimate personal care round the clock

#### Details of USSP

Course fee rebate up to 80%

Hostel fee rebate up to 100%

Free Library and knowledge lab facility

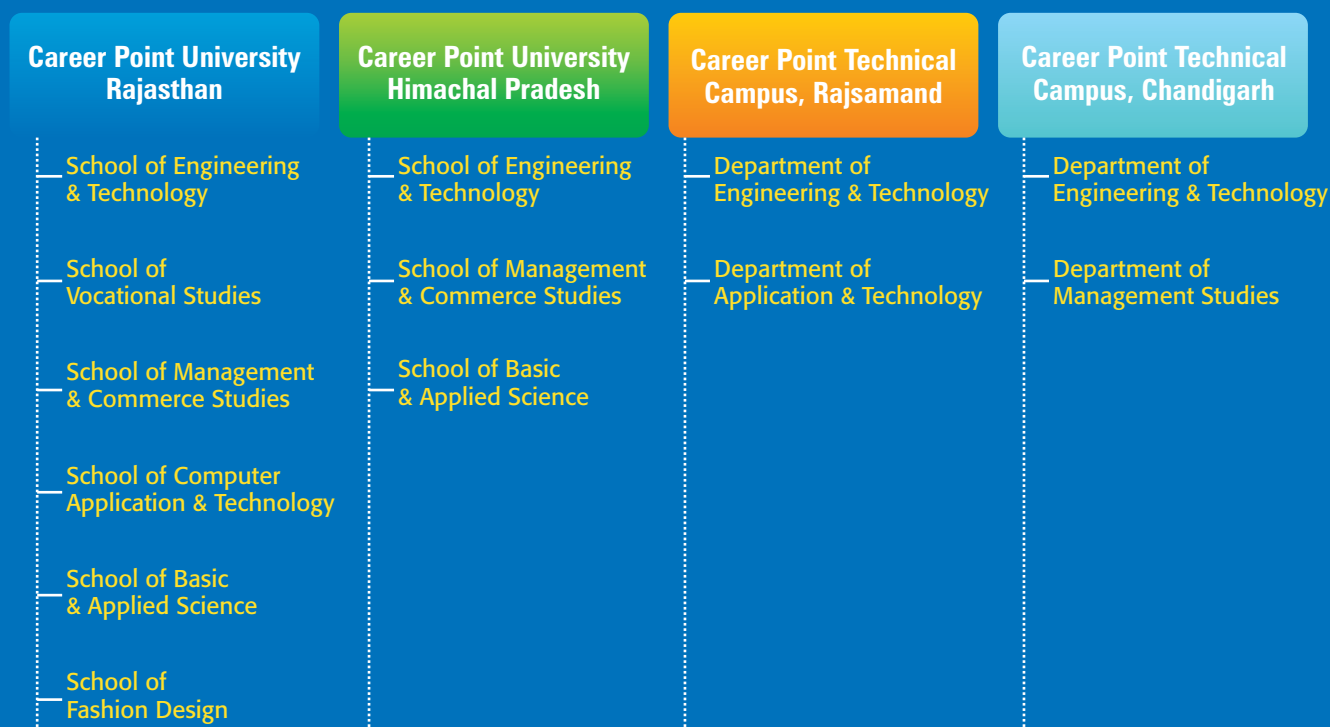
Cash award for internal test toppers

Outstanding performance reward

CP-Scholar Award and cash scholarship

Get in **Go Far**▶▶

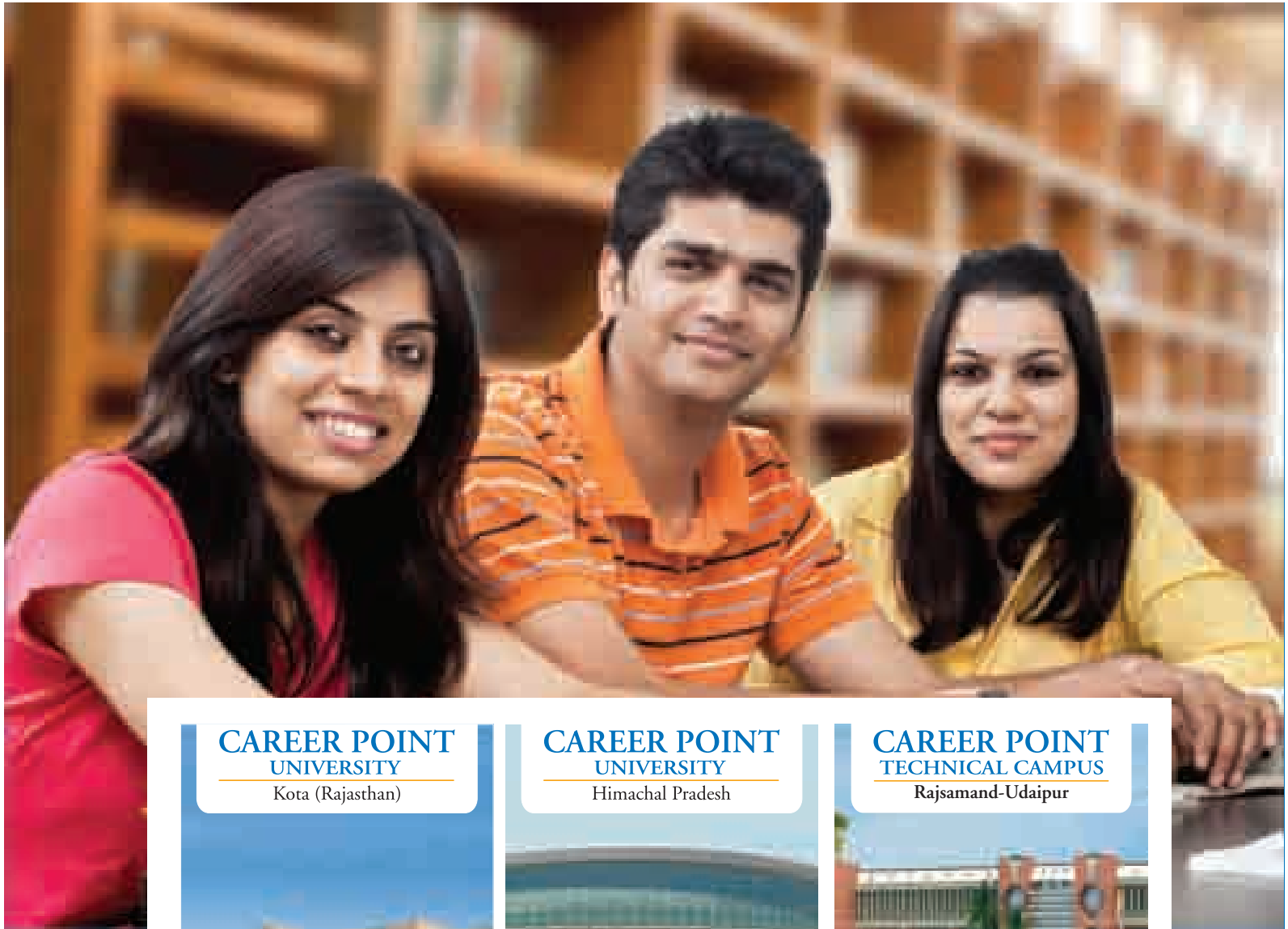
# A Conglomerate of Higher Education Institutions



## COURSES OFFERED

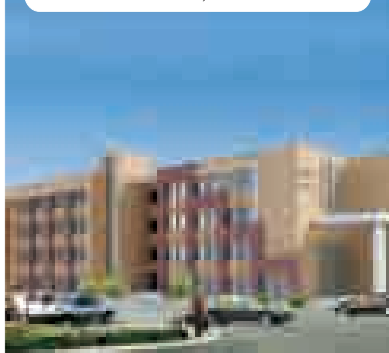
Engineering & Technology	:	B.Tech, M.Tech & Ph.D
Computer Application & Technology	:	BCA & MCA
Management & Commerce	:	BBA, MBA, B.Com, M.Com
Basic & Applied Science	:	M.Sc.
Vocational Studies	:	Polytechnic Diploma
Fashion & Interior Design	:	Bachelors in Fashion Technology and Interior Design

Career Point Institutions transform students into professionals with great sense of value and determination through an approach that guarantees one thing for sure - Success through pursuit of knowledge



**CAREER POINT  
UNIVERSITY**

Kota (Rajasthan)



**CAREER POINT  
UNIVERSITY**

Himachal Pradesh



**CAREER POINT  
TECHNICAL CAMPUS**

Rajsamand-Udaipur



# Higher Education

## Why Career Point Institutions:

Education that builds career: The course curriculum ensures sufficient interaction with industry and research hubs to prepare students for a successful career in industry, government and academia. Best qualified faculties and fully committed non-academic staff appraise students with most up-to-date study material and practical application

### Interdisciplinary approach:

Students not only get to stabilize in their core disciplines, but also get a chance to explore variety of subjects and areas of their interest. The broad range of electives gives choice that few others can match.

### Academic collaborations:

The students are uniquely qualified with skills that are in demand. To enable them to do so, Career Point Institutions are partnered with corporate. The most up-to-date study material and practical application skills are designed through a consultation with industry bodies.

### State of the art facilities in modern campus:

The extensive infrastructure, ultra-modern labs, fully equipped libraries, well designed hostels, innovation centers and other facilities for indoor and outdoor recreation provide the ideal stepping stone for growth.

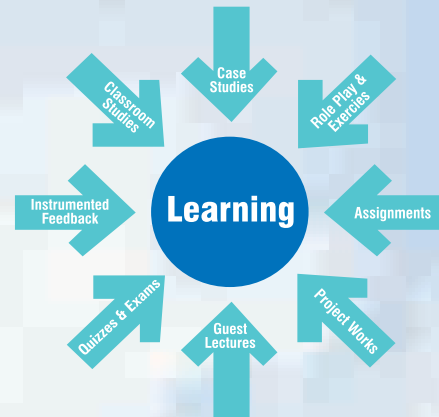
### Activities and clubs for overall development:

Student's life is more than just books and examination. Extracurricular activities are planned and executed through a number of associations, clubs, societies and students' chapter of professional bodies. Students form informal clubs based on there are of interest and contribute to a vibrant campus life.

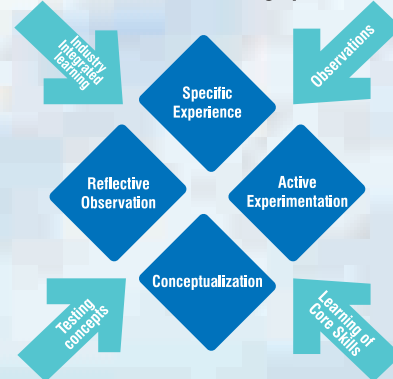
## Training & Placement

- ◆ The training programs are designed to deliver the requisite industry skills that equip the student with the most contemporary practices and functions.
- ◆ These training modules offer students the opportunity to add value to overall personality development.
- ◆ The training programs are supported by a professionally managed Career Counseling and Placement cell to provide industrial internships and full time employment with reputed organizations.

### Integrated Learning Approach



### Student Role Learning Cycle



# Glimpses of Various Activities



Practical Session at CPU Kota



Science Exhibition at CPU Kota



Library & Reading Room



Spots Day at CPU Hamirpur



Industrial Visit by CPTC Rajsamand



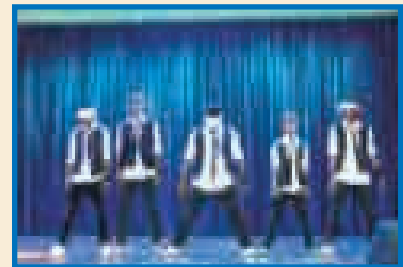
Blood Donation Camp at CPU Hamirpur



Cultural Program at CPU Hamirpur

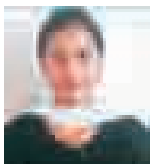


Co-Curricular Activity at CPTC Rajsamand



Fresher Party at CPU Kota

## Topper's Verbatim



**Ms. Manisha Kumari**  
M.Sc. Physics 1<sup>st</sup> sem

My University has good infrastructure. It has a big clean & green campus. The faculty is well educated and they provides us personal guidance at every step. I am very thankful to be a part of this University



**Ms. Rajat Chauhan**  
B.Tech. ME 1st Sem.

In my point of view CPU is the best university. I have gained a lot of knowledge here as the teacher's are the best. They support the students at every path.



**Vikramjeet Singh**  
BBA 1st Sem.

CPU is a place where we came to educate ourselves & took our first step towards our goal in life. It is one of the best Institutes in Hamirpur with the best of facilities. The teachers are co-operative with us CPU has all the labs and a huge library with all the useful equipments & books for the students



**Mr. Nitin Sharma**  
B.Tech. CSE 1st Sem.

It is just the beginning for CPU but still the university has ingrained in us the wants of being we are. All the faculty members are co-operative towards the students lab & library facilities are the best



# Campus includes

<b>School Campus</b> 	<b>Coaching Campus</b> <small>n Library n Reading Room n Practical Lab</small> 	<b>Separate Boys Hostel</b> <small>(Air cooled / AC Rooms)</small> 	<b>Separate Girls Hostel</b> <small>(Air cooled / AC Rooms)</small> 	<b>Guest House &amp; Staff Residence</b> <small>for students who wish to stay along with parents</small> 
<b>Center for Learning</b> <ul style="list-style-type: none"> <li>■ Coaching Campus</li> <li>■ School upto class 12th</li> <li>■ Science Practical Labs</li> <li>■ Video Lecture Library</li> <li>■ Library and Reading Room</li> </ul>	<b>Result oriented environment</b> <ul style="list-style-type: none"> <li>■ Academic and non-academic facilities</li> <li>■ Indoor and outdoor programs</li> <li>■ Healthy competitive and conducive residential experience</li> </ul>	<b>Comforts and Convenience</b> <ul style="list-style-type: none"> <li>■ Mess and Food Court</li> <li>■ 24 hrs purified drinking water</li> <li>■ Health Care Services</li> <li>■ Fitness Centre</li> <li>■ Departmental Store, Saloon, Parloretc</li> </ul>	<b>Student welfare &amp; Security</b> <ul style="list-style-type: none"> <li>■ 24 hrs Student Care Cell</li> <li>■ 24 hrs power backup</li> <li>■ Internet facility (Under supervision)</li> <li>■ Travel Desk for Ticket Reservation etc</li> <li>■ 24 hrs Security Services</li> </ul>	<b>Living on Campus</b> <ul style="list-style-type: none"> <li>■ Separate boys and girls Hostel (Air cooled / AC Rooms)</li> <li>■ Guest House for Parents</li> <li>■ Apartments (1 &amp; 2 BHK) who wish to stay along with parents</li> <li>■ Common Room</li> </ul>





Inspiration leads to new ideas.  
Ideas lead to innovations.  
Innovations lead to new discoveries.  
And every discovery in a new path to success

Career Point Gurukul is North India's first residential coaching and school campus. The campus is spread across 20 acres with infrastructure including coaching campus, school, hostel, food court, health care unit, staff residence, guest house, play ground, shopping complex and all daily services at one place. It has separate boys and girls hostels along with 1BHK/2BHK apartments for students who wish to stay with their parents throughout the course period. The CBSE affiliated school in the CP Gurukul is from Nursery to Class 12th with the residential facility available from class 6th onwards.

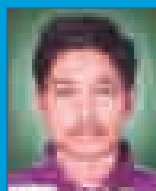
Career Point took this initiative to add value to the standard coaching format and make it more interactive, stress free, secure and result oriented through a residential coaching campus complete in all respects. There is a set day plan for students which the student gets after admission for entire academic session by career point's time tested Academic System. Regular faculty members of Career Point are taking classes in Gurukul coaching campus with the same result oriented teaching methodology with due focus on school education and extracurricular activities to ensure lifelong success.

## Students Verbatim



**Mounajyoti**  
(IIT-JEE Foundation)

*I have experienced the best sports facility here in Gurukul waking up 6 a.m and doing exercises is a great enjoyment and refreshing. It helped me concentrate sir give us the best entertainment and don't reject our proposal if we want to play another game.*



**Shubham Jain**  
(AIEEE Foundation)

*Our Hostel is like our imaginary home where get all types of facilities like cooling system TV, guardian & friends. Here even my mother got relieve that she is keeping her child in a safe place / environment*

# Online Education

[www.eCareerPoint.com](http://www.eCareerPoint.com)

[www.cplive.in](http://www.cplive.in)

[www.careerpoint.ac.in](http://www.careerpoint.ac.in)



## CP Live

CPLive is latest technology based education and training solution which allows students to access live class from remote location. It has interactive, live, real-time, two-way video and data classes. The heart of CPLive service is a powerful technology that allows large numbers of geographically dispersed participants to interact with the star faculty members at minimum time and cost of resource deployment.



## Knowledge Lab

Knowledge labs provide pre-recorded varied educational content developed in video and digital formats. The objective of Knowledge Lab is 'Learn what you want, when you need at your own pace'. Knowledge club is a learning platform for the students to explore, experience and gain ample knowledge through various academic and extra co-curricular activities in an exciting and entertaining way.



Keeping the power of technology in mind and to add this power to the students, Career Point launched various online platforms and technology based learning solutions, which help us in taking the education experience for students to a new level of excellence. Our eLearning solutions are based on PLE (Personalized Learning Environment) ideology. The primary goal of our eLearning solutions is to provide individual flexible personalized learning solutions which help them to learn efficiently and provide them extra edge in highly competitive scenario.



## eCareerPoint.com

eCareerpoint.com is a unique online testing platform and a complete assessment solution which provides detailed performance analysis by a2zfeedback technology. 'A2ZFeedback Technology' is the unique performance analysis system which highlights students' weakness and strength using scientific and statistical technique. It's an enhanced technology driven solution to strategically identify the learning gaps and suggests various corrective measures to fulfill the actual learning.



## iExam

iExam is a product where students preparing for competitive examinations are provided relevant educational content and necessary practice on their Television sets through DTH (Direct to Home) platform. The students are ranked and these rankings, along with their performance analysis, are sent to them through SMS.

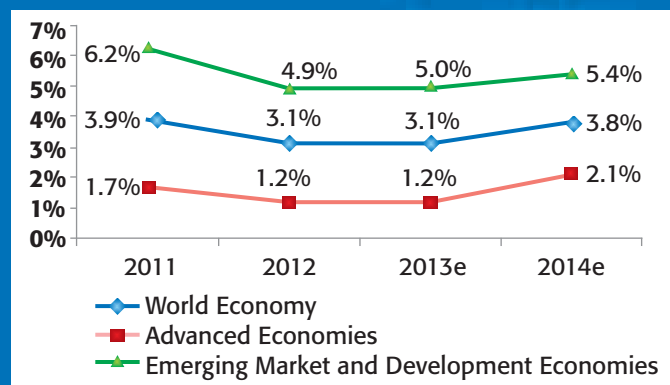
# Management Discussion & Analysis

## Macro Economic Outlook

### Global

Facts are friendly. As the data from International Monetary Fund shows, the global economy growth witnessed a slowdown during 2012 and projected to remain almost at same level in the year 2013. Weaker domestic demand, slowing credit and potentially tighter macroeconomic policies in many advanced economies are possibly adding the risk of lower sustainability and higher volatility in the emerging market as well. Most of the emerging market and developing economies are facing the challenges of capital outflows, rising local yields and currency depreciation. However, structural reforms and prudent policy actions generate optimism around better economic prospects.

#### Global GDP Growth



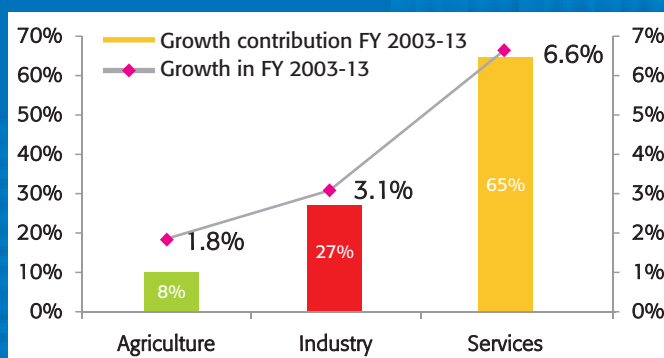
Source: IMF World Economy Outlook, July 2013

A clear and long-term roadmap for fiscal consolidation in the US, EU and major developing economies is likely to accomplish global recovery and address the key issues i.e. employment, inflation, interest rates etc. As per International Monetary Fund (IMF) July 2013 update, the global economy is estimated to grow 3.8% in 2014 with a growth of 2.1% in advanced economies and 5.4% in emerging market and developing economies.

### India

The Indian economy recorded a growth of 5% in fiscal 2012-13 vs 6.2% in 2011-12. The services, industry and agriculture sectors grew at 6.6%, 3.1% and 1.8%, respectively. Fiscal deficit stood at 4.9% of the gross domestic product (GDP) whilst the revenue deficit was 3.6% of GDP. The net FDI inflow was \$18 billion with \$26 billion inbound and \$8 billion outbound. Net investment by foreign institutional investors (FIIs) was recorded as \$ 30.7 billion in 2012-13, as per the data shared by Securities and Exchange Board of India (SEBI).

#### Sectoral growth in Indian Economy



Source: [www.indiabudget.nic.in](http://www.indiabudget.nic.in) - Economic Survey 2012-13

With the size of about Rs 100 trillion, India is ranked as third largest economy in Asia. As per the Economic Outlook report released by OECD in May 2013, India has probably recently surpassed Japan to become the world's third largest economy after the US and China. In Global Economic Prospects report, released in Jun 2013, World Bank projects Indian economy output to grow at 5.7% for this financial year and then accelerate to 6.5% and 6.7% in next subsequent years, respectively. The government of India has proposed to lower the fiscal deficit to 4.8% of GDP in 2013-14 and reduce it gradually to 3% by 2016-17. The Prime Minister's Economic Advisory Council (PMEAC) further updated a lower current account deficit (CAD) forecast at 4.7 % of the GDP in 2013-14 compared at about 5.1 % in the previous fiscal. It projects net FDI inflow of \$24 billion with higher inbound FDI at US\$ 36 billion during 2013-14.

The current state of the economy represents a cautious optimism for the short term whilst the long term prospects continued to be promising. Actions to execute the reforms focusing on private consumption, capital investments and government spending can facilitate faster consolidation. The industry and agriculture sectors would need higher attention, at the same time services sector would remain the key contributor to the growth. As per the Economic Survey of India 2012-13, services sector constitutes 65 % of the Indian economy growth in the last decade, while the industry and agriculture sectors account 27% and 8%, respectively. The service sector covers a wide range of activities including Banking and Financial services, Healthcare and Education, Technology and Communication, Real estate and Housing,

# Industry Analysis

## Education

Education is not just a dissemination of the knowledge. Fundamentally, it is a set of processes, resources and outcomes that provides a holistic environment to enhance students' potential and brings out the best in them. As a matter of the fact, it can primarily be defined qualitatively. Expanding access and declaring education as a right of every child do not ensure a cognitive development and an educated society. An important role is played by every factor including relevant curriculum, active pedagogy, competency in teachers, motivation among students, and good governance.

There is no set framework which can monitor, improve and make education system effective. The changing social, economic and technological dynamics further add spice to this frontier challenge. In this context, renowned educationist Michael Barber proposed a formula which illustrates of what students need to be well educated.

Well educated = E (K+T+L)

The letter 'K' stands for Knowledge, 'T' for Thinking, 'L' for Leadership and 'E' for Ethics. The formula explains that the education is not just knowledge and thinking. It is not a test of literacy and numeracy. He also added qualitative factor leadership and underpinned ethics which are required for lifelong learning and important for society. Because the links between education and society are very strong; each influences the other. Nelson Mandela says education is the most powerful weapon which you can use to change the world.

Education is also one of the most important investments of our life. Hence, it is very important for the educational systems to add quality and equity in student performance. The system's policies, resources and vision make a direct impact on productivity and effectiveness of the education delivery. That is the reason, the output of various educational systems across the globe vary from country to country. In fact, within a single country, the students' performance can be easily distinguished among different systems such as public vs private, centralized vs decentralized, autonomous vs dependent etc.

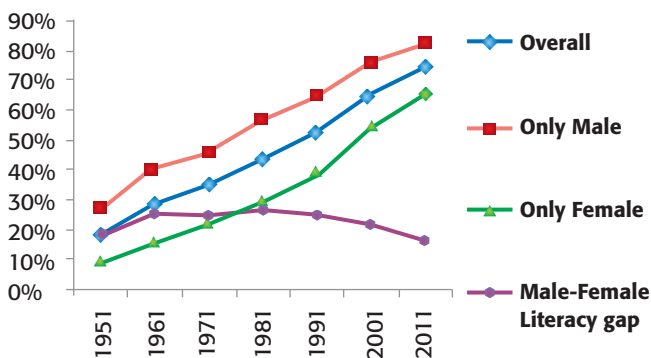
Expanding access  
and declaring  
education as a  
right of every child  
do not ensure a  
cognitive  
development and  
an educated  
society.



# Indian Education System

Indian Education system is one of the oldest and one of the largest in the world. India's Nalanda University was supposed to be the oldest university-system of education in the world. With the largest youth population in the world, India is now a biggest pool of potential students. As per the data presented by International Labour Organization (ILO), about two third of the Indian population (over 808 million) is below the age of 35. With almost 40% of the population aged between 13 to 35 years, India adds nearly 12 million people in the job market every year. This demographic potential offers Indian Education System a huge opportunity and an unprecedented edge over opponents.

## Literacy rate in India



Source: [www.populationcommission.nic.in](http://www.populationcommission.nic.in)

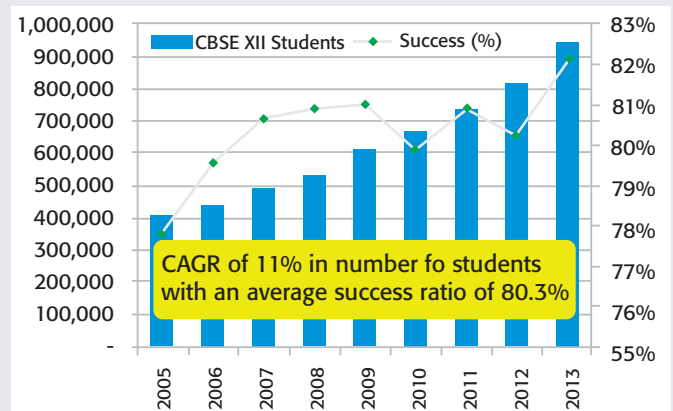
The Indian education market, which is over \$ 80 billion in size, has two key segments - formal or core education and informal or non-core education. Formal education division consists of mainly schools, colleges and universities, is regulated by the Ministry of Human Resource Development, Government of India (MHRD) and the state governments. Whilst, the informal segment of the education sector is unregulated and includes coaching classes, pre-schools, vocational training, stationary and publications etc.

The system has three levels - primary education, secondary education and higher education. On the record, the education system in India follows 10+2+3 pattern. It refers, 10 years of primary and secondary education in school followed by 2 years of higher secondary and then 3 years of college education for bachelor's degree. Higher education includes graduate and post-graduate studies. Depending on the stream, graduation in India could be for three to five years of duration. Whereas, postgraduate courses generally take two to three years.

## K-12

Primary and upper primary education, also referred as middle education, consists of eight years of study. Each of secondary and senior secondary education comprises two years of study. Primary and Secondary education systems jointly form K-12 (Kindergarten to class twelve). India has made significant progress in primary education and expanded literacy to about 75% of the population from less than 20% in 1950s. Sarva Shiksha Abhiyan is one of the largest education initiatives in the world with addressing the needs of nearly 200 million children. Elementary Education has made free and compulsory for children of 6 to 14 years of age and a fundamental right under the Right to Education (RTE) Act 2009. As per the Annual Status of Education Report (ASER) 2012, 96.5% of all rural children aged between 6-14 years were enrolled in school. The ratio was 83% for 15-16 years old age group.

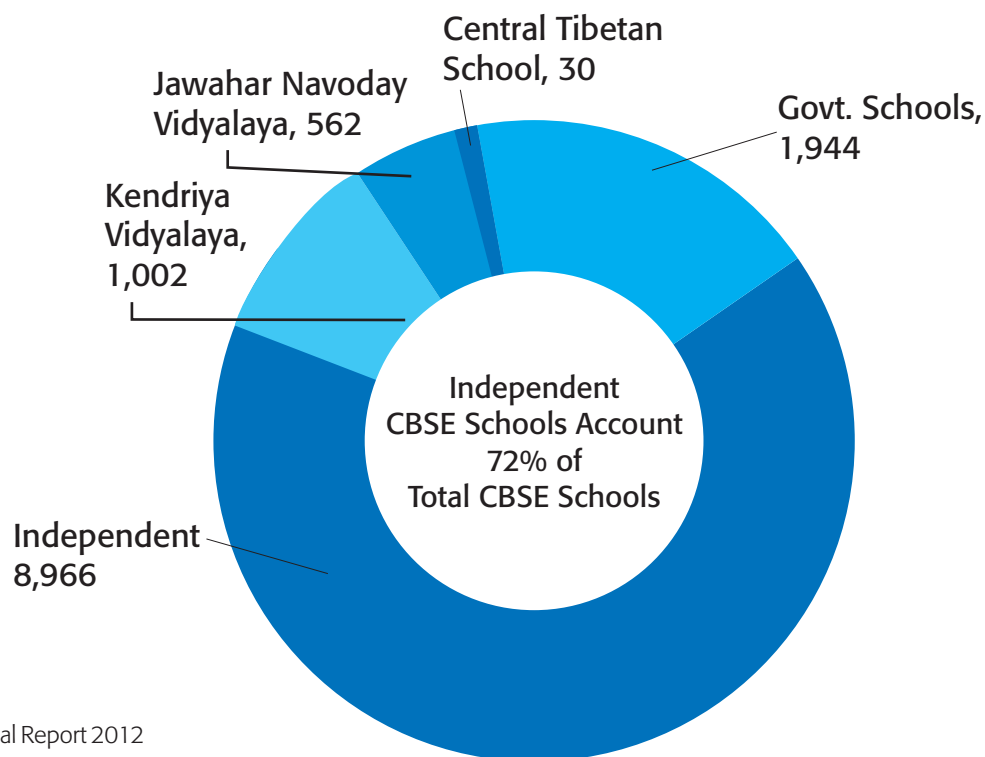
## CBSE Class 12 enrolments and success ratio



Source: CBSE Annual Reports

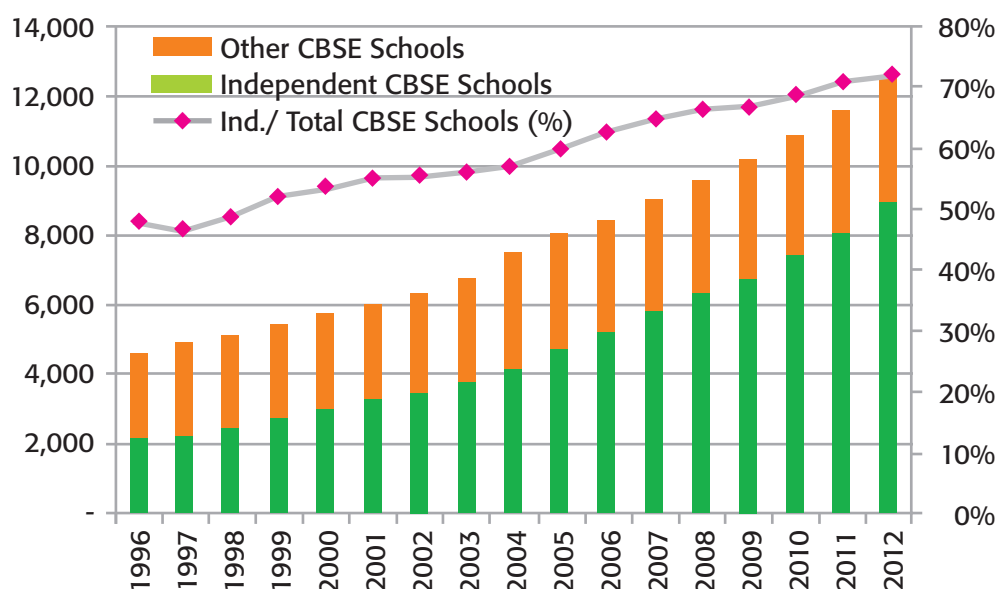
There were about 230 million children are studying in approximately 13 lakh schools across the country, as per the national survey conducted by Department of School Education and Literacy, in year 2009. Number of Private schools constitutes about 20% of the total schools, yet enrolling more than 40% of the total students. Apart from local state education boards, Central Board of Secondary Education (CBSE) is one of largest board of education in both public and private schools. As per the CBSE Annual report 2012, there were 12,504 CBSE affiliated schools in India and majority of them were independent. The ratio of independent CBSE schools has reached to 72% of the total from 48% in year 1996 with a CAGR of 9.2% against 2.5% of other CBSE schools. The board conducts Class 10 and 12 examinations and also organizes pre-engineering and pre-medical entrance tests.

## Number of CBSE Schools



Source: CBSE Annual Report 2012

## Trend of CBSE School: Independent vs Others



Source: CBSE Annual Reports

## Knowledge tip

**What is the difference between SSA (Sarva Shiksha Abhiyan) and RTE (Right to Education)?**

Broadly both are similar in their objective of making education free for children aged between 6-14 years in India. However, Sarva Shiksha Abhiyan was a 'scheme' / 'program' launched by government of India in 2001. Whereas, Right to free and compulsory elementary education is an 'act' / 'right' passed by parliament in year 2009.



## Tutorial Services

Despite an expenditure of \$30bn by government of India, the public education system is largely insufficient and inefficient. That is the reason; people in India spend more than \$50 bn on private education. With over \$ 10 billion of market opportunity, tutorial services capture the second largest share of the private education market; after formal education but larger than Preschools, Vocational and Stationary all combined. Within the tutorial space, the coaching for various competitive examinations for entry in to graduate courses is one of the largest sub-segments due to the limited seats in quality institutions and large student base at school level. In year 2013, there were 1,257,893 and 944,721 students registered in class 12 and class 10, respectively at CBSE. Apart from the volume, the pricing has also been very constructive for the segment. In this highly competitive scenario, parents are willing to pay high prices in hope to secure seats for their students in top institutions i.e. Indian Institute of Technology (IITs), All India Institute of Medical Sciences (AIIMS), National Institute of Technology (NITs) etc.

### Number of applicants and seats for AIEEE & AIPMT

Number of students who appeared in Joint Entrance Examination (JEE) for admission in to various IITs has been more than doubled in 2012 from 243,029 in year 2007 and average selection ratio of just 2.1%. In 2012, approximately 1.3 million students registered for All India Engineering Entrances Examination (AIEEE) at 1735 centers for about 38,000 seats. The competition is even tougher in the medical entrance tests. The selection ratio for the All India Pre Medical Test (AIPMT) for admission to major medical colleges in India is just about 1%. Total 257,960 students appeared (2.8 lakh registered) for AIPMT-2012 compared to 207,590 in year 2011. In the next round of AIPMT-Final examination, 30,788 were qualified for total merit seats of 2,760.

With over \$ 10 billion of market opportunity, tutorial services capture the second largest share of the private education market; after formal education but larger than Preschools, Vocational and Stationary all combined.

AIEEE					AIPMT			
Year	Students	Growth	Seats	Selection	Students	Growth	Seats	Selection
2012*	1,300,000	17%	38,000	2.9%	257,960	24%	2,760	1.1%
2011	1,114,880	0%	35,381	3.2%	207,590	42%	2,473	1.2%
2010	1,118,148	11%	27,752	2.5%	146,230	8%	2,434	1.7%
2009	1,010,061	17%	24,531	2.4%	135,617	-9%	2,318	1.7%
2008	862,853	35%	17,922	2.1%	148,865	-23%	1,776	1.2%
2007	641,276	22%	13,653	2.1%	193,119	-10%	,681	0.9%
2006	523,811	20%	11,000	2.1%	214,503	2%	1,654	0.8%
2005	436,048	4%	9,897	2.3%	210,061	-3%	1,654	0.8%
2004	417,723		9,000	2.2%		215,883	1,519	0.7%

Source: Company, CBSE Annual Reports, [www.aieee.nic.in](http://www.aieee.nic.in), [www.aipmt.nic.in](http://www.aipmt.nic.in), \* AIEEE numbers are approximate for 2012



## Number of Seats in Indian Institute of Technology

S. No.	IIT	2003	2007	2008	2009	2010	2011	2012	2013
1	Mumbai	600	574	648	746	880	880	880	880
2	Delhi	552	553	626	721	851	851	851	851
3	Guwahati	350	365	435	498	588	615	615	660
4	Kanpur	456	541	608	702	827	827	827	827
5	Kharagpur	659	874	988	1,138	1,341	1,341	1,370	1,341
6	Madras	554	540	612	713	838	838	838	838
7	Roorkee	546	746	884	1,013	1,155	1,155	1,155	1,105
8	Bhubneshwar			120	120	120	120	120	160
9	Gandhinagar			120	120	120	120	120	140
10	Hyderabad			120	120	120	140	140	210
11	Patna			120	120	120	120	120	200
12	Rajasthan			120	120	120	160	160	200
13	Ropar-Punjab			120	120	120	120	120	120
14	Indore				120	120	120	120	120
15	Mandi-Himachal				120	120	120	120	120
16	BHU-Varanasi	568	686	766	881	1,057	1,057	1,057	1,090
17	ISM-Dhanbad	444	658	705	923	1,012	1,034	1,034	1,023
<b>Total Seats</b>		<b>4,583</b>	<b>5,537</b>	<b>6,992</b>	<b>8,295</b>	<b>9,509</b>	<b>9,618</b>	<b>9,647</b>	<b>9,885</b>
<b>Students Appeared</b>			<b>243,029</b>	<b>311,258</b>	<b>384,977</b>	<b>472,000</b>	<b>485,000</b>	<b>520,000</b>	<b>1,260,000*</b>
<b>Selection</b>			<b>2.3%</b>	<b>2.2%</b>	<b>2.2%</b>	<b>2.0%</b>	<b>2.0%</b>	<b>1.9%</b>	<b>0.8%</b>

Source: Company, IIT-JEE Websites \* JEE Main 2013 applicants

## Knowledge tip



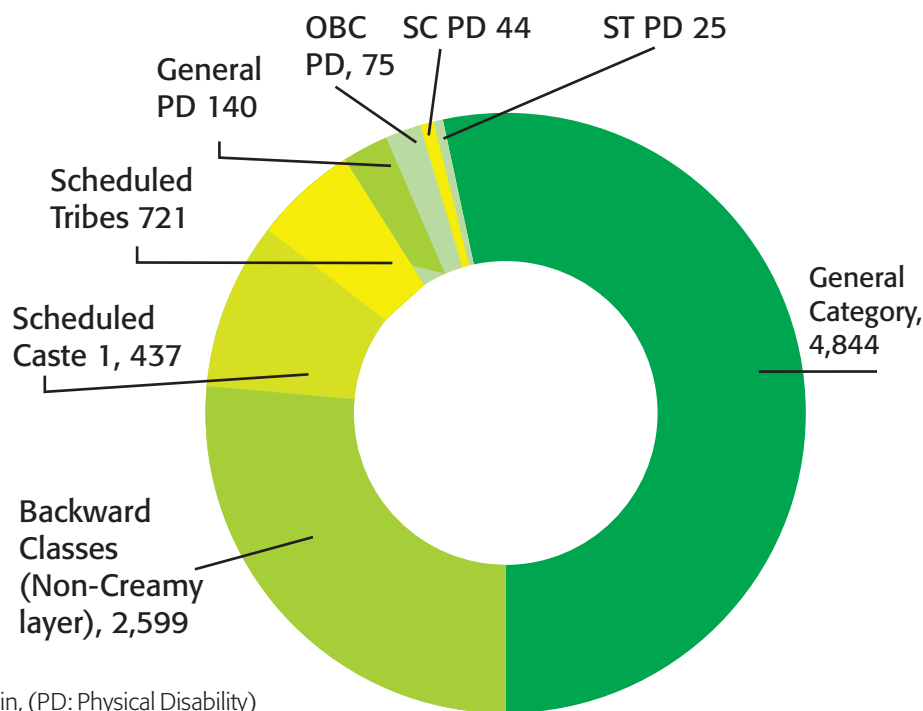
### What is STEM Education?

STEM Education represents study in the fields of Science, Technology, Engineering and Mathematics. On a broader level, it also includes related categories such as computer applications, life sciences, astronomy, geosciences and social sciences.

From year 2013, a new exam system has been implemented. Under the new format, IIT-JEE, AIEEE and some state CETs (Common Entrance Exams) were converged in to single exam which is conducted in two phases - JEE-Main and JEE-Advanced. About 1.26 million students appeared for the JEE-Mains, conducted by CBSE. Out of those, top 1.5 lakh students were eligible for JEE-Advanced which was a screening test to get admission in to IITs. Among the 1.5 lakh JEE-Advanced candidate, 14,336 were shortlisted for 9,885 seats in to 16 IITs and ISM-Dhanbad. The shortlisted candidate were also needed to finish among the top 20 percentile of students in their respective class 12 board examinations to get the final admission in to IITs. Admission to 30 NITs, IIITs and other CFIs (Centrally Funded Institutions) was given on the basis of performance in JEE-Main with 60% weightage and remaining 40% weightage to Class 12 normalized score.

The cut-off marks (%) for top 20 percentile was varied among various boards. For some boards like Andhra Pradesh, Tamilnadu , the cut-off was above 90% whilst it was around 55% for boards at Tripura, Assam. For CBSE, the cut-off percentage for class 12 marks was 81.6% for general category students to be eligible for a seat in to IIT. Statistics from IITs reveal that over 80% of the final entrants in to IITs came from three boards - CBSE (56%), Andhra Pradesh (18%) and Punjab (8%) state boards. CBSE and ICSE constituted 56% and 4%, respectively, in final admissions of JEE-2011 against 58% and 6% in JEE-2010. Remaining students were from various state boards. For admission to MBBS and BDS Courses in the academic session 2013-14, a new common exam - National Entrance cum Eligibility Test (NEET - UG 2013) was conducted on 5 May 2013. According to the reports, 3.66 lakh students were qualified out of the 6.58 lakh students who appeared for the test conducted at 1,251 examination centers in 85 cities in India and abroad.

### Category wise IIT seats break-up



Source: [www.jee.iitd.ac.in](http://www.jee.iitd.ac.in), (PD: Physical Disability)



### Knowledge tip

#### What is MOOC?

Massive Open Online Courses (MOOCs) are online courses with open access via web and interactive user forums of professors and students community. MOOCs offer learning in an informal set-up without the limitation of time-zones and physical boundaries. Coursera, Udacity and edX are some of the renowned MOOC platforms.



## Higher Education

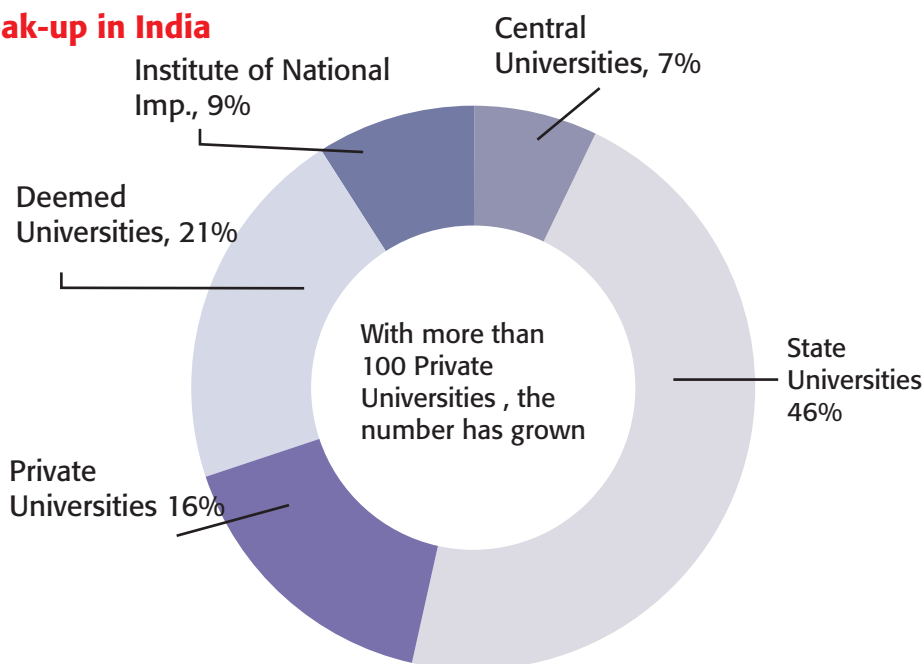
India is among the three largest higher education systems in the world in terms of enrollments, with China and the US. The country has 669 universities, 35,000 colleges with enrolments of 2.69 crores of students by end of the 11th five year plan. The 12th five year plan (2012-17) is expected to have an outlay of Rs 1.1 lakh crore which is more than 2.5 times the actual expenditure incurred during the 11th five year plan, as per a statement by President of India in July 2013. India is already producing more engineers and MBAs than the US and China combined. The output of 15 lakh engineers and 3 lakh MBAs per annum in India is much higher than the US (1 lakh engineers and 1.25 lakh MBAs) and China (11 lakh engineers and 75,000 MBAs). Government of India is aspiring to take Gross Enrollment Ratio (GER) in higher education from 18.8% at present to 25.2% by 2017 and reaching 30% in 2020.

In higher education level, about 15 lakh students enrolled at Indira Gandhi National Open University (IGNOU) for distance learning apart from various students in correspondence courses in state

universities and other conventional institutions which are coordinated by Distance Education Council (DEC), an authority of IGNOU. There were couple of important legislations passed in higher education vertical including University Grants Commission Act, 1956; All India Council for Technical Education Act, 1987; National Council for Minority Educational Institutions Act, 2004. However, many important bills are still to be passed such as Foreign Educational Institutions Bill; National Accreditation Regulatory Authority for Higher Educational Institutions Bill; Educational Tribunal Bill; Prohibition of Unfair Practices in Technical, Medical Educational Institutions and Universities Bill.

Higher Education got lesser importance in budget 2013-14 compared to primary and secondary education. Ministry of Finance proposed to allocate Rs 65,867 crore to the HRD Ministry with a y-o-y increase of 17 percent. The Budget allocated Rs 27,258 crore for SSA, Rs 3,983 crore for Rashtriya Madhyamik Shiksha Abhiyan (RMSA), Rs 5,284 crore for scholarships to reserved category students, Rs 13,215 crore for Mid-Day Meal Scheme (MDM) in 2013-14. The reconstruction of the Nalanda University to create a centre of educational excellence was the highlight for the higher education segment.

### Universities break-up in India



### Knowledge tip

#### What is a Flipped Classroom?

It is the reverse of traditional teaching. In the flipped classrooms pattern, students read theory outside the classrooms (mostly by watching lectures online) and work on problem sets with other students in the class. The objective is to put students in the driver's seat and allow teachers to spend more time on guidance and interaction rather than lectures.



## Company Overview

Career Point group is a pioneer in the field of education in India. It has continuously launched innovative, result oriented and industry friendly programs that have delivered value to the students. The huge, well placed alumni base of CPians is a testament to its focus on creating leaders. The fiscal 2012-13 was quite dynamic period for the Career Point with respect to both divisions - tutorial business and formal education. Formal education division witnessed a launch of new projects whilst tutorial division faced challenges with respect to change of examination patterns. Amid all the challenges, the company delivered a strong performance and built a strong foundation for the future growth. Career point is now KG to PhD education service provider with a leading presence in both the Formal and Informal education streams.

### Informal Education division

In the Informal Education system, Career Point has established a strong niche in test preparation and school curriculum tutoring through a nationwide extensive network of Company operated branches; Franchisee centers; Technology enabled live classrooms; Online courses; School integrated programs; and Distance learning solutions.

### Tutorial Services

In engineering admissions at tutorial division, there was a lot of confusion amongst students and parents in beginning of the academic year with respect to examination pattern, uncertainty in syllabus, eligibility criteria, timing of examination, inclusion of board marks and its weightage, etc. through IIT-JEE and AIEEE. At last, on the 27th of June 2012, a resolution was passed for admission based on common entrance test and qualifying criteria in board exam. The joint admission board of IITs also approved the resolution on 5th of August 2012. The much awaited clarity on the new format was most welcomed by all the related parties including student fraternity who was facing serious challenges to take a call for their engineering admissions. Career Point firmly believes that that due weightage of board marks in IIT and NIT admissions has opened up a new window of opportunity for the players who are in the tutorial space.

In the year under review, Career Point had a pressure on enrollment at tutorial division due to above mentioned confusion over examination pattern. However based on its two decade experience in tutorial business, the company firmly believes that these setbacks are typical characteristics of the industry and

temporary in nature. The dust is now clear, examination format is in place and effectively the new proposed format is favoring tutorial business. Career point was already providing board preparation as a part of regular curriculum and the change in pattern might further make a positive impact on it's students success rate. The company is also aggressive of school integrated tie-ups in tutorial division. For the coming academic session 2013-14, the has signed three new agreements with Edustar Foundation in Kovilpatti, Tamil Nadu; Basweshwar Education Society in Latur, Maharashtra; and Birla Educational Trust in Pilani, Rajasthan. This approach will minimize the sectorial risks and provide sustainability to the division going forward.



The result oriented teaching methodology of the Career Point brings out the best in students. The faculty members tap in to students' potential and hone their skills. As the key of mastering any competitive exam is a focused approach and the ability to do the best. CP methodology helps students do just that. It strengthens the fundamentals, improves accuracy and speed, and develops examination temperament. It was reflected in the remarkable performance shown by Career Point students in the recently declared results which were based on the new exam pattern. Total 531 students got selected in to IIT-JEE Advanced-2013 and JEE-Main 2013 results observed 8,542 selections from Career Point. Sincere efforts in Career Point's pre-medical division also brought 1,081 students in top 20,000 of NEET-UG 2013 with total qualified students' tally of 4,015.

## Residential Coaching

The year 2012-13 marks the completion of 'Career Point Gurukul' - a fully residential integrated coaching campus at Kota. The campus, spread across 20 acres, is now ready with the residential school and coaching facilities, and students of the next academic session 2013-14 will be founding recipients of this enterprising solution. The company has incurred an investment of about Rs 50 Crores for the capacity of 1500 students in first phase. The campus has state of the art infrastructure and modern facilities including

Coaching Campus, School, Hostel, Food Court, Staff Residence, Guest House, Play Ground, Shopping Complex and all recreational services at one place.



The school in the CP Gurukul is from Nursery to Class 12 with the residential facility available from class 6 onwards. The campus has separate boys and girls hostels along with 1BHK/2BHK apartments for students who wish to stay with their parents throughout the course period. As the learning comes alive, students naturally gain expertise and confidence. With Career Point Gurukul, the company intends to set new benchmark in education delivery and further enhances the effectiveness of its coaching programs with due focus on school education and extra-curricular activities in a safe, secure, purposeful residential experience.

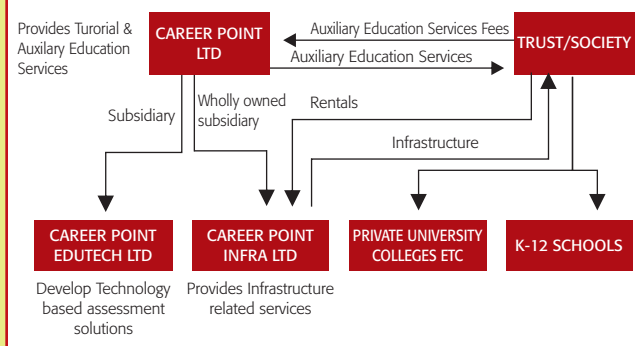
## Online Education

Education today has become highly specialized and requires expert handling to ensure that standards keep improving and competitive edge is retained. Career Point provides the necessary expertise through use of innovative technological solutions to its students. With the vast population and proven interest in technology, there are tremendous opportunities in India for products such as CP Live, eCareerpoint.com, Knowledge Labs etc. The company looks forward to the feature of low cost education with best subject experts through technology solutions to overrule the absence of direct interactions and hands-on projects.

## Formal Education division

In the Formal Education stream, the company has a strong presence by offering infrastructure support services and auxiliary education such as admission services, specialized training, faculty development, examination services, specialized content etc. to K-12 Schools, Colleges and Universities in multiple geographies. Career Point Group empowers students on both professional development and degree-awarding courses in various streams including Engineering & Technology, Management & Commerce Studies, Basic & Applied Sciences etc.

## Business Model



## K-12

In K-12 vertical, Career Point has already been running 'Global Public School' for the last ten years, along with a self-owned preschool brand 'Global Kids'. Global Public School (GPS) is a CBSE affiliated coeducational day-scholar K-12 school in Kota. In year 2012-13, the company initiated two new school projects including one at residential campus in Kota and second one in Jodhpur. Both the schools have got the CBSE affiliations; the school at Jodhpur got affiliation on 30th March 2013, whereas the school in integrated campus at Kota got its final affiliation on 14th May 2013. Hence, the academic session 2013-14 would be the first year of academic operations for both new schools.



In addition to having own portfolio, Career Point is also in discussion with various infrastructure partners for asset light model in K-12 space to leverage Career Point brand equity and expertise in education space to expedite the expansion in school space. A new endeavor in K12 space, apart from setting up own school and franchising; Career Point is further venturing into advisory and management consultancy for K12 specific services such as content development, faculty training, infrastructure planning, regulatory affiliation, project feasibility study, human resource management etc.

## Higher Education

In the year 2012-13, the company provided its services to multiple higher education institutions in different geographies including two

universities at Kota in Rajasthan and Hamirpur in Himachal Pradesh. The act for Career Point University Kota was passed by government of Rajasthan on 30th April 2012 whilst Career Point University Hamirpur got the final approval by government of Himachal Pradesh on 3rd May 2013. The university project at Hamirpur was inaugurated by honorable Chief Minister of Himachal Pradesh, Prof. Prem Kumar on 7th August 2012. The academic session FY2012-13 was also first year of operation for Career Point Technical Campus at Rajsamand, Udaipur which is affiliated to AICTE (All India Council of Technical Education) and RTU (Rajasthan Technical University).

These newly launched institutions successfully completed first academic session with excellence in the system and methodology to build a strong foundation. Career Point University at Rajasthan enrolled students from discipline in engineering and technology, management and commerce, computer application and applied sciences whereas the university in Himachal Pradesh had the students from discipline in engineering and technology, management studies and basic & applied sciences. The technical campuses have students essentially for engineering and MCA or MBA programs. Both universities have interdisciplinary curriculum and credit based academic system to have international acceptability of its students for higher education and research.



Despite being the new entrant, Career Point helped the universities and technical campus signed couple of alliances with renowned academia and industry bodies. The performance at operational front was also quite impressive. Various academic and nonacademic processes such as classroom activities, seminars, cultural events, hostel activities, departmental functions, all are in place at these institutions. To enhance the employability and growth opportunities, Career Point enables higher education institutions to emphasizing a lot on learning for students beyond the classroom through entrepreneurship development cell, center for innovation, industry incubation center, personality development lab, life skill activity centers and various activities under board of recreational and cultural activities, a board for sports activities etc. With these initiatives, Career Point is confident in capturing the huge potential available in higher education space and fulfilling the gap of quality education in India.

# Financials

In financial year 2012-13, the income from operations on stand-alone basis came at ₹.70.56 crores for full financial year with year-on-year decline of 11.3%. The down side effect at revenue level was neutralized to a major extent at consolidate level by increased contribution from former education division. The income from operation was ₹.77.63 crores on consolidated basis, down by 2.5% as compared to last year. Consolidated total income including the other income stood at ₹.97.25 crores for FY2012-13 with 2% growth over previous year.

## Career Point: Enrollment break-up at Tutorial division

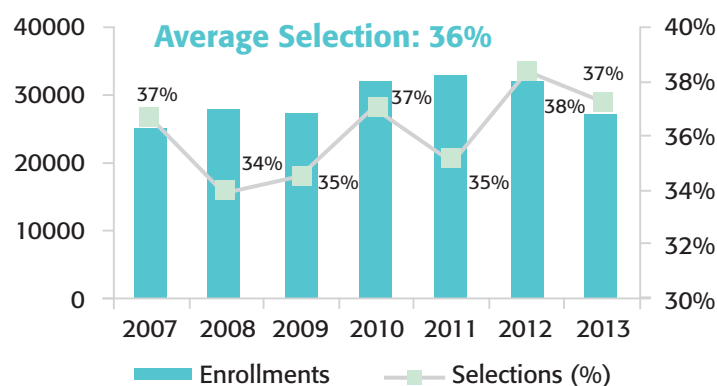
At operating EBITDA level, the company witnessed 5.5% y-o-y decline with a margin erosion of 111 basis points at console level. However, the company registered a growth at overall EBITDA level. EBITDA for the full year was reported at ₹.46.47 crores with y-o-y growth of 5% and margin at 47.8% with y-o-y improvement of 144 basis points. In the fourth quarter of fiscal 2013, there was an additional expense of ₹.2.18 crores against company's income tax settlement application. Total liability was arrived at ₹.3.92 crores including interest of which ₹.1.74 crores were already paid.

The net income for the company on console basis was up by 1.1% at ₹.30.13 crores for this fiscal with net margin of 31%, which is same as previous year's margin. As on 31st of March 2013, the net worth of the company was ₹.3.26 billion and the company was having approximately ₹.114 Crores of cash and cash equivalents, inclusive of ₹.98 crores at parent level.

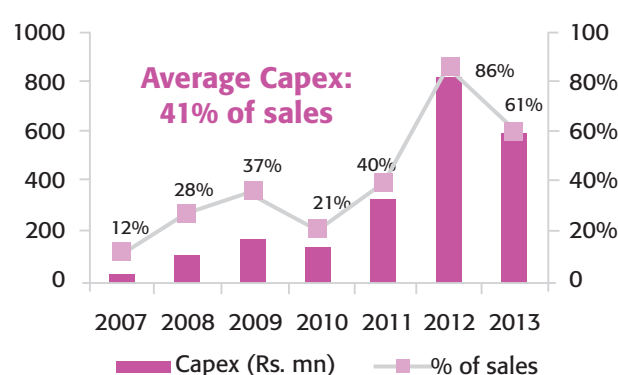
Enrollments	FY2006	FY2007	FY2008	FY2009	FY2010	FY2011	FY2012	FY2013
<b>Branches (A)</b>								
Long term	5,080	8,728	10,621	11,522	17,096	21,491	21,246	17,262
Short-term	823	1,285	2,723	3,903	5,727	4,356	3,190	2,978
<b>Total Branches</b>	<b>5,903</b>	<b>10,013</b>	<b>13,344</b>	<b>15,425</b>	<b>22,823</b>	<b>25,847</b>	<b>24,436</b>	<b>20,240</b>
<b>Franchisees (B)</b>								
Long term	4,812	6,056	6,228	3,630	2,780	2,080	1,799	1,754
Short-term	1,798	3,010	2,863	3,112	1,505	1,145	713	381
<b>Total Franchisees</b>	<b>6,610</b>	<b>9,066</b>	<b>9,091</b>	<b>6,742</b>	<b>4,285</b>	<b>3,225</b>	<b>2,512</b>	<b>2,135</b>
<b>Total Class Room (A+B)</b>								
Long term	9,892	14,784	16,849	15,152	19,876	23,571	23,045	19,016
Short-term	2,621	4,295	5,586	7,015	7,232	5,501	3,903	3,359
<b>Total Class Room Courses</b>	<b>12,513</b>	<b>19,079</b>	<b>22,435</b>	<b>22,167</b>	<b>27,108</b>	<b>29,072</b>	<b>26,948</b>	<b>22,375</b>
<b>Distance Learning</b>	<b>5,640</b>	<b>6,174</b>	<b>5,581</b>	<b>5,543</b>	<b>4,690</b>	<b>3,694</b>	<b>4,931</b>	<b>4,882</b>
<b>Total Enrollments</b>	<b>18,153</b>	<b>25,253</b>	<b>28,016</b>	<b>27,710</b>	<b>31,798</b>	<b>32,766</b>	<b>31,879</b>	<b>27,257</b>

Source: Company

## Enrollments and Selection (%)



## Capital Expenditures (₹ million)





## Human Resources

Career Point has demonstrated its excellence to thousands of satisfied students and their parents. All this would not be possible without the committed and passionate people of Career Point- both academic and non-academic staff, who strive to build this a great organization each and every day. They remain committed to company's ideals of building on a strong foundation, creating a bright future and delivering great value. The company continues to strengthen the management team and add additional talent and expertise. By 31 March 2013, the Company had total number of employees of 433.

## Corporate Social Responsibility

The company realizes the need to create an act for posterity, a plan that delivers. To help people discover the joy and meaning of learning in an empowered, dignified world driven by competence, knowledge and wisdom. Institutions of Career Point nurture potential entrepreneurs, technocrats and managers for new level of leadership in their career. Career Point also understands the importance of giving back.

- Giving back to deserving underserved candidates through financial support programs
- Giving back to environment by several green initiatives
- Giving back to communities through a series of projects in the area of healthcare, employment and of course, education.

## Risks and Concerns

With having the business operations in different industry segments, Career Point is exposed to variety of external and internal risks. Though the company has a robust mechanism for risk management in place, however, complete risk avoidance on all the financial, operational and strategic objectives cannot be promised. Boards of directors and management of the company regularly review and aim to mitigate various risks related to regulatory, competition, geography, human resource, technology, legal, political etc. The company recognizes following key risks to its business operations which may adversely affect the financial performance of the Company:

**Regulatory risk:** Any changes in regulatory norms on the Formal as well as Informal Education front may significantly impact the

investment made in education by the Company. The Company is continuously making an effort to upgrade its services, leveraging technological advancements, expanding the product portfolio to minimise the regulatory risk, if any.

**Decrease in student enrolment:** With the increased competition, the Company might face a risk of decline in student enrolments. However, the Company's focused marketing strategy (which includes direct and indirect marketing) continues to attract students across its courses

**Pressure on margins:** There could be a margin pressure due to staff costs, cost of study material, high advertising and business promotions, etc, going forward. We believe the Company has sufficient tools to counter these factors, if the same arises.

**Attrition:** Attrition in the senior management/faculty team may impact the business. The Company's strategy for retaining talent involves offering competitive compensation packages, faculty training system in place for new entrants and existing faculty, along with a healthy working environment.

**Geographical concentration:** The Company derives the larger share of its revenue from Kota, Rajasthan. Hence, any disruption in operations, or competition at this location could impact overall operations significantly. The Company is making a concerted effort to expand its operations pan-India, overseas and is also boosting its Distance Learning segment.

## Internal Controls & Systems

The Company has proper and adequate internal control systems, which ensure that all assets are safeguarded against loss from unauthorised use and all transactions are authorised, recorded and reported correctly. The Management continuously reviews the internal control systems and procedures to ensure orderly and efficient conduct of business. Internal audits are regularly conducted, using external and internal resources to monitor the effectiveness of internal controls. The Company deploys a robust system of internal control that facilitates the accurate and timely compilation of financial statements and Management reports; ensures regulatory and statutory compliance; and safeguards investors' interests by ensuring the highest level of governance and periodical communication with investors.

M/s. P. Khandelwal & Co., Chartered Accountants, Kota, is the internal auditor of the Company, who conducts audit and submit quarterly reports to the Audit Committee. The Internal Audit process is designed to review the adequacy of internal control

checks in the system and covers all significant areas of the Company's operations. The Audit Committee reviews the effectiveness of the Company's internal control system. The CEO and CFO certification provided in the CEO and CFO Certification section of the annual report further discusses the adequacy of our internal control systems and procedures.

## Outlook

At Career Point, the teams of academic and non-academic professional always aim to instill the right attitude, values and vision that prepare the students for life time of continued learning and leadership in chosen career. The company has already achieved an important milestone of diversifying into formal education which are crucial to build a strong foundation for the company going forward. This transformational initiative provides the company a forward and backward integration to tutorial division through higher education and school segments, respectively. The company is poised to achieve an annuity to the business with high margins. With uncompromised standards of education and building a pyramid of strength, the company is committed to repeat its leadership history in tutorial services to formal education business operations.

As such, primary objective of the company remains to meet the students' needs, enhance their potential and prepare them to compete in today's global economy. In tutorial space, the company has two key goals; first prepare student to get selected in competitive exams and second to secure him a good rank. Company's extra-curricular activities such as motivational seminars, cultural celebrations etc. are mainly revolve around these objectives and targeted to boost the student confidence and relieve him from mental pressure of competitive exams. In formal

education, Career Point provides academic excellence coupled with lifelong teaching and participation in extra-curricular activities for betterment and empowerment of students.

With having its presence at every level, the company is now strengthening by broadening the product portfolio, leveraging the fast and cost effective technology solutions and increasing geographical presence through organic as well as inorganic routes. These initiatives and new ventures are expected to accelerate the growth path for the company and help its goal to become a global leader in education.

## Cautionary Statement

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements.

Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events.



# Directors' Profile



**MR. PRAMOD MAHESHWARI**  
Chairman, Managing Director and CEO

Founder Director of the Company, Mr. Pramod Maheshwari (42) is a visionary with over two decades of rich and holistic experience in developing and implementing training methodologies. A first generation entrepreneur, he plays a pivotal role in providing thought leadership and strategic guidance to the Company. A B.Tech. degree holder from IIT Delhi, he leads the Company's growth from the front by supervising the functional heads.



**MR. OM PRAKASH MAHESHWARI**  
Executive Director and CFO

A founder member of the Company, Mr. Om Prakash Maheshwari (44) brings to the table more than twenty years of experience in finance and legal matters. He drives the Company's growth by being responsible for overall project implementation and overseeing all financial and legal matters. He holds a Bachelor's Degree in Mechanical Engineering from University of Rajasthan.



**MR. NAWAL KISHORE MAHESHWARI**  
Executive Director

Mr. Nawal Kishore Maheshwari (38) is in charge of the day-to-day affairs of the Company, being responsible for several key functions, including administration and liaising with important stakeholders, including government bodies. Associated with the Company since inception, his expertise lies in the field of administration, wherein he possesses more than nine years of varied experience. He holds a Bachelor's Degree in Commerce from Maharshi Dayanand Saraswati University, Ajmer.



**MR. PAWAN KUMAR LALPURIA**  
Independent and Non Executive Director

Mr. Pawan Kumar Lalpuria (46) is a practicing chartered accountant and also qualified as a Company Secretary. He is an expert in Income Tax, Corporate Finance and Company Law matters, with more than 20 years of experience in these fields.

# Directors' Profile



**MR. PRITAM KUMAR GOSWAMI**  
Independent and Non Executive Director

A practicing chartered accountant, Mr. Goswami (42) possesses over 18 years of experience in the field of finance and taxation. He is a certified corporate trainer in soft skills and has conducted numerous programs for companies, colleges, institutions and NGOs.



**MR. VISHAL JAIN**  
Independent and Non Executive Director

Armed with more than 17 years of experience in important corporate portfolios, Mr. Jain (40) started his career in 1996 with a brief stint at Indorama Synthetics, Nagpur. He moved on to Apple Computers in Singapore in 2000, before joining Merrill Lynch, New York, in advisory capacity. The next step in his journey came in 2008, when he moved on to Nadathur Estates to head their Wealth Management Business. He holds a Bachelor's Degree in Electronics and Communication Engineering from Engineering College, Kota and Master Degree in Management from National University of Singapore.



**MR. RAM SWAROOP CHAUDHARY**  
Independent and Non Executive Director

With nearly 30 years of experience of working with the Department of Atomic Energy, Government of India, where he started his career as a Scientific Engineer, Mr. Chaudhary (70) is a guiding force for the Company. During his tenure with the Department of Atomic Energy, he held senior positions, including Superintendent Engineer (Mechanical), Maintenance Superintendent and Additional Chief Engineer. A Bachelor's degree holder in Mechanical Engineering from Vikram University, Ujjain, he is certified by the Nuclear Power Corporation as a professionally qualified engineer for the erection and maintenance of nuclear power plants.



**MR. MAHESH GUPTA**  
Independent and Non Executive Director

Mr. Gupta (35) is a practicing chartered accountant and partner in Bhutoria Ganesan & Co. He has over 13 years of experience in the field of taxation, project finance and consultancy.

## DIRECTORS' REPORT

Dear Career Point Shareowners,

The Directors have pleasure in submitting their Thirteenth Annual Report on the business and operation of the company alongwith the Audited Balance Sheet and Profit & Loss Accounts for the year ended March 31, 2013.

### Financial Highlights

The financial highlights of the Company for the year on standalone basis are as under:

(₹ in Lacs)

Particulars	2012-13	2011-12
Sales & Services Income	7055.88	7958.95
Other income	682.91	1770.54
<b>Total Income</b>	<b>7738.79</b>	<b>9729.49</b>
Profit before tax	2425.22	4451.92
Provision for Taxation	885.34	1272.33
Profit after tax	<b>1539.88</b>	<b>3179.59</b>
Balance carried to Balance Sheet	1539.88	3179.59

### Performance

Performance of the Company has been comprehensively covered in the Management Discussion and Analysis Report which forms part of Directors' Report.

### Subsidiary Companies

Your Company has 4 subsidiaries i.e. Career Point Infra Limited (CP Infra), Career Point Edutech Limited (CP Edutech), Gyan Eduventure Private Limited (Gyan Eduventure) and Career Point Accessories Private Limited (CP Accessories).

Copies of the Balance Sheet, Profit & Loss Account and Report of the Auditors of the subsidiary companies have not been attached as per the consent granted by the Board of Directors of the Company in terms of general exemption granted by the Ministry of Corporate Affairs, Government of India under Section 212(8) of the Companies Act, 1956 vide general circular no. 2/2011 dated 08.02.2011. However, as per the terms of the general exemption, a statement containing brief financial details of the subsidiary companies for the year ended March 31, 2013 and a statement pursuant to section 212 of the Company Act, 1956 relating to Subsidiary Company is included in the Annual Report. As required under the Listing Agreements with the Stock Exchanges, the Company has prepared the Consolidated Financial Statements of the Company and its subsidiaries as per Accounting Standard (AS) 21, Consolidated Financial Statements which form part of the Annual Report and Accounts.

The Annual Accounts of the subsidiary companies and related detailed information will be made available to the Shareholders of the Company seeking such information. The Annual Accounts of the subsidiary companies are also kept for inspection by any investors at the Registered Office of your Company.

### Corporate Governance

The spirit of good Corporate Governance remains integral to the Company's corporate philosophy. Your Company has complied with all the requirements relating to Corporate Governance as stipulated in Clause 49 of the Listing Agreement. The report of the Directors on Corporate Governance is given as a separate section titled 'Report on Corporate Governance', which forms part of the Annual Report. The Auditors' Certificate confirming the compliance to the conditions of the Corporate Governance stipulated in Clause 49 of the Listing Agreement is annexed to the Report on Corporate Governance.

### Management Discussion and Analysis Report

As required by Clause 49 of the Listing Agreement, the Management Discussion and Analysis Report is annexed and forms part of the Directors' Report.

### Directors

Mr. Pawan Kumar Lalpuria and Mr. Pritam Kumar Goswami, Directors, retire at the forthcoming Annual General Meeting and are eligible for re-appointment. Necessary resolutions are being placed before the shareholders for approval.

### IPO update

The Company came up with an Initial Public Offering ('IPO' or 'Issue') in October 2010. The equity shares were listed on the National Stock Exchange of India Ltd (NSE) and Bombay Stock Exchange Ltd (BSE) on October 6, 2010. The IPO was floated for 3,712,642 Equity Shares of ₹ 10 each at a premium of ₹ 300/- per share (₹ 285/- per share for eligible employees) aggregating to ₹ 1,150 Million. As required under Clause 49 (IV) (D) of the Listing Agreement, the utilisation of the IPO proceeds are being reported in all the Quarterly results published by the Company after the same is reviewed by the Audit Committee. Detailed IPO proceeds utilization has been provided in the financial statements forming part of this Annual Report.

### Directors' Responsibility Statement

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 the Board of Directors of your Company hereby states and confirms:

- That in the preparation of Annual Accounts for the financial year, applicable Accounting Standards have been followed along with the proper explanations relating to material departures, if any;
- That they have selected such accounting policies, which have been consistently applied and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2013 and of the profit of the Company for that year;
- That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- That they have prepared the Annual Accounts on a going concern basis.

## **Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo**

Consider the business activities of the Company information required to be provided under Section 217(1)(e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, in relation to Conservation of Energy and Technology Absorption are currently not applicable to the Company. Particulars of foreign currency earnings and outgo during the year are given in Notes to Accounts forming part of the Annual Report.

## **Public Deposits**

During the year your company has neither invited nor accepted any Deposits from the Public within the meaning of Section 58A, 58AA and other relevant provisions of the Companies Act, 1956, if any.

## **Consolidated Financial Statements and Cash Flow Statement**

As stipulated by Clause 32 of the Listing Agreement, the consolidated financial statements and Cash flow statement for the financial year ended March 31, 2013 were prepared by the Company in accordance with applicable Accounting Standards issued by the Institute of Chartered Accountants of India and the same together with the Auditor's Report thereof form part of the Annual Report.

## **Particulars of Employees**

The Company did not have any employee drawing remuneration specified under Section 217 (2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Amendment Rules, 2011, and therefore no particulars are required to be furnished.

## **Dividend**

Your Directors have not recommended any dividend for the financial year ended as on March 31, 2013.

## **Auditors and Auditors' Report**

M/s. Sharp & Tannan, Chartered Accountants, retire at the close of ensuing Annual General Meeting and eligible for reappointment as Statutory Auditors of your Company for the financial year 2013-14. The Audit Committee of the Board has recommended their re-appointment. The necessary resolution is being placed before the shareholders for approval.

They have furnished the requisite certificate to the effect that their re-appointment, if effected, will be in accordance with Section 224(1B) of the Companies Act, 1956.

The Notes on Accounts referred to in the Auditors' Report are self explanatory and do not require any further comments.

## **Acknowledgements and Appreciation**

Your Directors are thankful to all the shareholders, Business Associates, Vendors, Advisors, Bankers, Governmental Authorities, media and all concerned for their continued support. The Directors acknowledge the commitment and contribution of all employees to the growth of the Company. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

## **For and on behalf of the Board**

**Pramod Maheshwari**

Chairman, Managing Director & CEO

Place : Kota

Dated : May 18, 2013

**Om Prakash Maheshwari**

Executive Director & CFO



## REPORT ON CORPORATE GOVERNANCE

### 1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to run its business in a legal, ethical and transparent manner with dedication throughout the organization. Besides adhering to the prescribed corporate practices as per clause 49 of the Listing Agreement, it voluntarily governs itself as per highest ethical and responsible standard of business.

The Company believes in and practices good Corporate Governance. The Company's philosophy envisages the attainment of the highest standards of Corporate Governance through

- sound business decisions,
- prudent financial management,
- high standards of ethics throughout the organization,
- transparent accounting policies,
- responsibility and fairness.

The Company emphasises the need for full transparency and accountability in all its transactions, in order to protect the interests of its stakeholders. Its endeavour is to maximize the long term value of the Shareholders of the Company.

### 2) BOARD OF DIRECTORS

#### i) Composition of Board

The Company's Board is constituted in line with the provisions of Clause 49 of the Listing Agreement. The present strength of the Board is of eight Directors comprising an optimum combination of Executive and Non-Executive Directors. Mr. Pramod Maheshwari is an Executive Chairman of the Board. All the Executive Directors are Promoters of the Company. The Board represents an optimal mix of professionalism, knowledge and experience.

#### ii) The table below gives the composition of the Board during the financial year 2012-13

Name of Director	Category	Designation
Mr. Pramod Maheshwari	Promoter & Executive Director	Chairman, Managing Director & CEO
Mr. Om Prakash Maheshwari	Promoter & Executive Director	Wholetime Director and CFO
Mr. Nawal Kishore Maheshwari	Promoter & Executive Director	Wholetime Director
Mr. Pawan Kumar Lalpuria	Non-Executive Independent Director	Director
Mr. Pritam Kumar Goswami	Non-Executive Independent Director	Director
Mr. Ram Swaroop Chaudhary	Non-Executive Independent Director	Director
Mr. Vishal Jain	Non-Executive Independent Director	Director
Mr. Mahesh Gupta	Non-Executive Independent Director	Director

## Director's attendance record and Directorship in other companies

Name of Director	Board Meetings held during the year	Board Meetings attended during the year	Whether last AGM attended	Directorship in other Companies including private limited companies (as on March 31, 2013)	No. of Memberships/ Chairmanships of other Board Committees	
					Membership	Chairmanship
Mr. Pramod Maheshwari	4	3	Yes	13	Nil	Nil
Mr. Om Prakash Maheshwari	4	4	Yes	20	Nil	Nil
Mr. Nawal Kishore Maheshwari	4	4	Yes	17	Nil	Nil
Mr. Pritam Kumar Goswami	4	3	No	4	Nil	Nil
Mr. Pawan Kumar Lalpuria	4	4	Yes	4	Nil	Nil
Mr. Ram Swaroop Chaudhary	4	4	Yes	1	Nil	Nil
Mr. Mahesh Gupta	4	2	Yes	2	Nil	Nil
Mr. Vishal Jain	4	3	No	3	Nil	Nil

None of the Directors of the Board serve as members of more than ten committees nor they are the Chairmen of more than five committees, as per the requirements of the Listing Agreement. "Committees" for this purpose include the Audit Committee and the Shareholders' /Investor Grievance Committee under the said Clause 49 of the Listing Agreement.

### iii). Board Meetings:

In compliance with the provisions of clause 49 of the Listing Agreement, the Board Meetings are held at least once every quarter and the time gap between two Meetings is not more than four months. During the year four Board Meetings were held on May 30, 2012, August 12, 2012, November 8, 2012, and February 12, 2013.

### iv). Code of Conduct for Board Members and Senior Management Personnel

The Board of Directors of the Company has adopted a Code of Conduct for all Board members and senior management group of the Company. The code of conduct is available on the website of the Company [www.cpil.in](http://www.cpil.in). All board members and senior management group have affirmed compliance with the code of conduct. A declaration signed by the Managing Director & CEO to this effect is enclosed as a part of this report.

## 3) AUDIT COMMITTEE

The Board of Directors has constituted the Audit Committee to assist the Board in discharging its responsibilities effectively. The constitution of the Audit Committee also meets with the requirements of Section 292A of the Companies Act, 1956. The composition of the Committee is in conformity with clause 49(II) (A) of the Listing Agreement.

### i) Description and Terms of Reference

The terms of reference of the Audit Committee including its role & powers are as specified in Clause 49 of the Listing Agreement with the Stock Exchanges, and also in Section 292A of the Companies Act, 1956 as amended from time to time, besides other terms as may be referred to it by the Board of Directors.

### ii) Dates of Audit Committee Meetings held during the Financial Year 2012-13:

- 1) May 30, 2012
- 2) August 12, 2012
- 3) November 8, 2012
- 4) February 12, 2013

### iii) Details of Composition as well as Attendance record of the Audit Committee Meeting held during Financial Year 2012-13

Sr. No	Name of the Directors	Designation	No. of Meetings held during the year	Meetings Attended
1	Mr. Pawan Kumar Lalpuria	Chairman	4	4
2	Mr. Pritam Kumar Goswami	Member	4	3
3	Mr. Om Prakash Maheshwari	Member	4	4
4	Mr. Mahesh Gupta	Member	4	2

The Company Secretary acts as the Secretary of the Committee

#### 4) REMUNERATION COMMITTEE

##### i) Description and Terms of Reference:

The Remuneration Committee determines our company's remuneration policy, having regard to performance standards and existing industry practice. Under the existing policies of our Company, the Remuneration Committee, inter alia, determines the remuneration payable to our Directors. Apart from discharging the above-mentioned basic functions, the Remuneration Committee also discharges the following functions:

- Framing policies and compensation including salaries and salary adjustments, incentives, bonuses, promotion, benefits, stock options and performance targets of the top executives; and
- Formulating strategies for attracting and retaining employees and employee & development programmes

##### ii) Dates of Remuneration Committee Meetings held during the Financial Year 2012-13:

- i) May 30, 2012      ii) August 12, 2012

##### iii) Details of Composition as well as Attendance record of the Remuneration Committee Meeting held during Financial Year 2012-13

Name of Directors	Designation	No. of Meetings held during the year	Meetings Attended
Mr. Ram Swaroop Chaudhary	Chairman	2	2
Mr. Pawan Kumar Lalpuria	Member	2	2
Mr. Pritam Kumar Goswami	Member	2	1

The Company Secretary acts as the Secretary of the Committee

##### iv) DETAILS OF REMUNERATION PAID TO DIRECTORS DURING THE YEAR

The remuneration paid to the Executive Directors during the financial year ended 31st March, 2013 is as follows

Executive Directors	Salary (₹)	Other Allowances and perquisites(₹)	Total(₹)
Mr. Pramod Maheshwari	1425000	644250	2069250
Mr. Om Prakash Maheshwari	1425000	644250	2069250
Mr. Nawal Kishore Maheshwari	1425000	644250	2069250
<b>TOTAL</b>	<b>4275000</b>	<b>1932750</b>	<b>6207750</b>

#### 5) SHAREHOLDERS/ INVESTORS GRIEVANCE COMMITTEE

As a measure of good Corporate Governance and focusing on strengthening the relation with the stakeholders, the Board has formed Shareholders/ Investors' Grievance Committee. The composition of the Committee is in conformity with clause 49(IV)(G)(iii) of the Listing Agreement.

##### i) Description and Terms of Reference:

The Committee has been constituted to specifically look into the Investors' complaints and to redress the same expediently. There were no complaints pending as on 31st March, 2013.

The Company has appointed M/s. Link Intime India Private Limited as Share Transfer Agent, to look after the Shareholders correspondence, share transfers, transmissions, transpositions, to prepare shareholding pattern, which are approved by the Committee. The Company has connectivity with NSDL & CDSL for Dematerialisation of Shares.

The Compliance Officer in terms of the requirement of the stock exchange who liaises with and monitors the activities of the Share Transfer Agent.

##### ii) Details of Composition as well as Attendance record of the Shareholders/ Investors' Grievance Committee Meeting held during Financial Year 2012-13

Name of Directors	Designation	No. of Meetings held during the year	Meetings Attended
Mr. Ram Swaroop Chaudhary	Chairman	4	4
Mr. Pawan Kumar Lalpuria	Member	4	4
Mr. Pritam Kumar Goswami	Member	4	3

##### iii) Details of complaints received/resolved during the Financial Year 2012-13

Nature of Complaints	Received	Resolved	Pending
Investor Grievances	3	3	NIL



## 6) Compliance Officer

Mr. Tarun Kumar Jain,  
Company Secretary and Compliance Officer  
Career Point Limited  
CP Tower, Road No. 1, IPIA, Kota – 324 005  
Tel: +91 744 3040000;  
Fax: +91 744 3040050  
Email: tarun.jain@careerpointgroup.com

## 7) General Body Meetings

**The details of General Meetings held in the last three years are given below:**

Year	AGM/EGM	Date	Time	Venue	No. of special resolution passed
2011-12	12 <sup>th</sup> AGM	September 28, 2012.	4.00 p.m	CP Tower, Road No.1,IPIA, Kota-324005	NIL
2011-12	EGM	March 19,2012	3.00 p.m	CP Tower, Road No.1,IPIA, Kota-324005	1
2010-11	11 <sup>th</sup> AGM	September 24, 2011.	4.00 p.m	CP Tower, Road No.1,IPIA, Kota-324005	3
2009-10	10 <sup>th</sup> AGM	September 27, 2010	5.00 p.m.	Reg.Off: 112B, Shakti Nagar, Kota,Raj.324009	NIL

AGM=Annual General Meeting, EGM=Extra-ordinary General Meeting.

**Note : During the year Company has not passed any resolution by circulation or by Postal Ballot.**

## 8) DISCLOSURES

### i) Related Party Transactions

There is no Related Party Transaction that may have potential conflict with the interest of the Company at large. The Company's major Related Party Transactions are generally with its subsidiary, Key Management Personnel and Enterprises under the same management. The Related Party Transactions are entered into based on the considerations of various business exigencies and Company's long term strategy. All the transactions entered during the financial year 2012-13 with Related Parties were on arm's length basis and the same are reported under notes to the financial statements.

All transactions covered under Related Party Transactions are regularly / periodically ratified and/or approved by the Board / Audit Committee.

### ii) Details of non-compliance with regard to the capital market

There have been no instances of non-compliances by the Company and no penalties and/or strictures have been imposed on it by stock exchanges or SEBI or any statutory authority on any matter related to the capital markets during the last three years.

### iii) Whistle Blower Policy: The Board of Directors has adopted Whistle Blower Policy.

### iv) Compliance with the mandatory requirements of Clause 49 of the Listing Agreement

The Company has complied with all the mandatory requirements of the Code of Corporate Governance as stipulated under the Listing Agreement. The Company has also obtained a certificate affirming the compliances from M/s Sharp & Tannan, Chartered Accountants, the statutory auditors of the Company and the same is attached to this Report.

### v) Details of Compliance with Non-Mandatory requirements of this clause

The Company has not adopted the Non-Mandatory requirements except constitution of Remuneration Committee

### vi) Disclosure on Risk Management

The Board is periodically informed about the key risks and their minimizations procedures. Business risk evaluation and management is an ongoing process within the Company.

### vii) Financial Statements / Accounting treatments

In the preparation of Financial Statements, the Company has followed the Accounting Standards issued by Institute of Chartered Accountants of India to the extent applicable.

### viii) Management: Management Discussion and Analysis Report is appended to this Annual Report.

### ix) Disclosures regarding appointment or re appointment of Directors: The brief profile of the Directors proposed to be appointed / re-appointed is given as a part of the Notice of the Annual General Meeting.

## 9) Means of Communication

- The quarterly, half-yearly and annual results are published in National English and Hindi Newspapers and are also displayed on the Company's website [www.cpil.in](http://www.cpil.in) along with official news releases and presentations.
- The Company's Results and other Corporate Announcements are regularly sent to the Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

## 10) General Information for Shareholders

### i) Annual General Meeting

Date	September 21, 2013
Venue	CP Tower 2, IPIA, Road No. 1, Kota, 324005, Rajasthan, India
Time	4.00 P.M
Financial Year	2012-13
Book Closure Dates	September 14, 2013 to September 21, 2013 (both days inclusive)

### ii) Tentative Financial Calendar (For FY 2013-14)

The tentative schedule of Financial Results of the Company is as follows:

June Quarter Ending Results	Within 45 days from end of quarter.
September Quarter Ending Results	Within 45 days from end of quarter.
December Quarter Ending Results	Within 45 days from end of quarter
March Quarter/Year Ending Results	Within 45 days from end of quarter (Un-audited)/ Within 60 days from end of financial year (Audited).

### iii) Dividend Payment Date: Not applicable since the Company has not declared any dividend.

### iv) Listing in Stock Exchanges and Stock Codes

The names of the Stock Exchanges at which the equity shares are listed and the respective stock codes are as under:

Name of Stock Exchanges	Stock Code/Symbol
Bombay Stock Exchange Limited	533260
National Stock Exchange of India Limited	CAREERP

The listing fee for the financial year 2013-14 to BSE & NSE has been duly paid.

## V) Market Price Data

### a) Share Price movement for the Financial Year 2012-13:

Month	Bombay Stock Exchange			National Stock Exchange		
	High (₹)	Low (₹)	SENSEX (Last Trading day of the Month)	High (₹)	Low (₹)	NIFTY (Last Trading day of the Month)
Apr-12	221.65	183.55	17319	229.00	184.00	5248
May-12	190.00	153.50	16219	207.00	151.25	4924
Jun-12	169.90	148.00	17430	170.00	148.00	5279
Jul-12	175.00	137.05	17236	169.00	137.20	5229
Aug-12	170.90	137.05	17430	171.60	137.45	5259
Sep-12	158.70	138.35	18763	159.50	139.35	5703
Oct-12	175.00	152.00	18505	174.40	150.25	5620
Nov-12	199.00	155.05	19340	200.00	153.25	5880
Dec-12	199.20	170.00	19427	209.85	172.00	5905
Jan-13	181.00	145.30	19895	180.00	146.90	6035
Feb-13	151.05	124.00	18862	151.00	125.00	5693
Mar-13	135.00	104.85	18836	136.00	91.30	5683

### b) Shareholding Distribution as on March 31, 2013

Range (Number of Shares)	Number of shareholders	% of Total shareholders	Shares	Percentage of Total
1-500	13189	92.7823	569884	3.1428
501-1000	158	1.1150	125441	0.6918
1001-2000	699	4.9173	1036648	5.7169
2001-3000	41	0.2884	103481	0.5707
3001-4000	52	0.3658	183390	1.0114
4001-5000	10	0.0703	46803	0.2581
5001-10000	26	0.1829	182384	1.0058
10001-above	40	0.2814	15884908	87.6025
<b>Total</b>	<b>14215</b>	<b>100.0000</b>	<b>18132939</b>	<b>100.0000</b>

### c) Shareholding Pattern as on March 31, 2013

Category	No. of shares held	% Shareholding
Company Promoter / Promoter Group	10933098	60.2942
Mutual Funds / UTI	2804989	15.4690
Financial Institutions/ Banks	20000	00.1103
Foreign Institutional Investors	661	00.0036

Category	No. of shares held	% Shareholding
NRIs (Repatriate)	26928	00.1485
NRIs (Non-Repatriate)	1715	00.0095
Trusts	720409	03.9729
Bodies Corporate	1284137	07.0818
General Public	2307160	12.7236
Clearing Members	33842	00.1866
<b>TOTAL</b>	<b>18132939</b>	<b>100.0000</b>

**vi) Registrar and Transfer Agent**

M/s. Link Intime India Private Limited  
C-13, Pannalal Silk Mills Compound  
L.B.S. Marg, Bhandup (West)  
Mumbai – 400 078  
**Contact Person:** Mr. Mahesh Masurkar  
Telephone No. : 022-2594 6970  
Fax No. : 022-2594 6969  
Email id: rnt.helpdesk@linkintime.co.in

**vii) Share Transfer System**

The Share transfer documents complete in all respects are registered and/or share transfer under objections are returned within stipulated time period.

**viii) Dematerialization of Shares and Liquidity**

The shares of the Company are compulsorily traded in dematerialised form. The Company has arrangements with both the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to establish electronic connectivity of its shares for scripless trading. As on March 31, 2013, 98.12 percent of the shares of the Company were held in a dematerialized form. Custodial fee for the year 2013-14 has been paid to National Securities Depository Ltd. and Central Depository Services (India) Ltd. The International Securities Identification Number (ISIN) allotted to the Company for Dematerialization of Shares is INE521J01018.

**ix) Reconciliation of Share Capital Audit**

As stipulated by the Securities and Exchange Board of India (SEBI), a qualified practicing Company Secretary carries out Reconciliation of Share Capital Audit. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors.

**x) GDRs/ADRs:** There are no outstanding GDRs / ADRs / Warrants or any convertible instruments.

**xi) Plant Location:** Not Applicable

**xii) Address for Correspondence**

Shareholder's correspondence should be addressed to the Company's Registrar at the address mentioned below:

M/s. Link Intime India Private Limited  
C-13, Pannalal Silk Mills Compound  
L.B.S. Marg, Bhandup (West)  
Mumbai – 400 078  
**Contact Person:** Mr. Mahesh Masurkar  
Telephone No. : 022-2594 6970  
Fax No. : 022-2594 6969  
Email id: rnt.helpdesk@linkintime.co.in

**Investors may also write to or contact**

Company Secretary  
CAREER POINT LIMITED  
Corporate Office: CP Tower, Road No. 1,  
IPIA, Kota – 324 005, Rajasthan, India  
Tel: +91 744 3040000;  
Fax: +91 744 3040050

**For any other queries: email:** investors@cpil.in

**11) SUBSIDIARY COMPANIES**

As per the revised Clause 49 of the Stock Exchange Listing Agreement, your Company has a 'material non-listed subsidiary company Career Point infra limited in the immediately preceding accounting year.

**12) CEO AND CFO CERTIFICATION**

In terms of Clause 49 (V) of the Listing Agreement, Certificate issued by Chief Executive Officer and Chief Financial Officer confirming that the financial statement present the true and fair view of the Company's affairs and are in compliance with existing accounting standards, internal control and disclosures, is annexed to this report.

## CEO/CFO CERTIFICATION

To,  
The Board of Directors,  
Career Point Limited  
Kota

We have reviewed the Stand-alone and Consolidated financial results and the cash flow statement of Career Point Limited (the Company) for the financial year ended March 31, 2013, and certify that:

- (a) These results and statements, to the best of our knowledge and belief:
  - (i) do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls of which we are aware, and the steps taken and proposed to be taken to rectify these deficiencies.
- (d) We have also indicated to the Auditors and the Audit Committee:
  - (i) significant changes in the internal controls with respect to financial reporting during the year and the achievement of adequate internal controls within the Company;
  - (ii) significant changes in accounting policies during the year, and these have been disclosed in the notes to the financial statements.
- (e) To the best of our knowledge and belief, there are no instances of significant fraud involving either the Management or employees having a significant Role in the Company's internal control systems with respect to financial reporting.

Place : Kota  
Date : May 18, 2013

**Pramod Maheshwari**  
Chairman, Managing Director & CEO

**Om Prakash Maheshwari**  
Executive Director & CFO

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## Declaration on Compliance with Code of Conduct

This is to certify that as per clause 49 of listing agreement:

1. The Code of Conduct has been laid down for all the Board Members and Senior Management and other employees of the company.
2. The Code of Conduct has been posted on the website of the Company.
3. The Board Members and Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for the year 2012-13.

Place : Kota  
Date : May 18, 2013

For Career Point Limited  
**Pramod Maheshwari**  
Chairman, Managing Director & CEO

## AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To  
The Members,  
Career Point Limited,

Dear Sirs,

We have examined the compliance of the conditions of Corporate Governance by Career Point Limited, for the year ended March 31, 2013, as stipulated in Clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

SHARP & TANNAN  
Chartered Accountants  
ICAI Registration No: - 000452N  
By the hand of

Place : New Delhi  
Date : May18, 2013

Pavan K. Aggarwal  
Partner  
Membership No. 91466

**INDEPENDENT AUDITORS' REPORT**  
**To the Members of Career Point Limited**

**Report on the Financial Statements**

We have audited the accompanying financial statements of Career Point Limited (the "Company") (formerly known as Career Point Infosystems Limited) which comprise the Balance Sheet as at 31st March, 2013, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management of the Company is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance and Cash Flows of the Company in accordance with the Accounting Standards referred to in Section 211(3C) of the Companies Act, 1956. This responsibility includes the design, implementation and maintenance of internal control 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 financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

**Opinion**

In our opinion, and to the best of our information and according to the explanations given to us, the said financial statements give the information required by the Companies Act, 1956, 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 31st March, 2013;
- (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, 2003 and as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.
2. As required by Section 227(3) of the Companies Act, 1956 we report that:
  - (a) We have obtained all information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company, so far as appears from our examination of those books;
  - (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the Balance Sheet, Statement of Profit and Loss and the Cash Flow Statement comply with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956.
  - (e) On the basis of the written representations received from Directors of the Company as on 31st March 2013, and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2013 from being appointed as a Director in terms of section 274(1)(g) of the Companies Act, 1956.

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration No. 000452N

By the hand of

**Pavan K. Aggarwal**

Partner

Membership No.091466

Place: New Delhi

Date : May 18, 2013



**Career Point Limited**  
(formerly known as Career Point Infosystems Limited)

**Annexure to the Auditor's Report**  
(Referred to in our report of even date)

- (i) (a) The Company is maintaining proper records to show full particulars, including quantitative details and situation of all fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management, in accordance with a phased programme of verification over a period of three years, which in our opinion, is reasonable, considering the size of the Company and nature of its assets. The periodicity of physical verification is reasonable and no material discrepancies were noticed on such verification.
- (c) The Company has not disposed off any substantial part of its fixed assets during the year, so as to affect its going concern status.
- (ii) (a) As explained to us, the inventories have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable.
- (b) As per the information given to us, the procedures of physical verification of inventory followed by the management are, in our opinion, reasonable and adequate in relation to the size of the Company and the nature of its business.
- (c) The Company is maintaining proper records of inventory. The discrepancies noticed on verification between the physical stocks and the book records, which were not material, have been properly dealt with in the books of account.
- (iii) (a) The Company has granted loans to bodies corporate covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount outstanding during the year was Rs. 287,298,503/- and the year end balance of such loan amounted to Rs. 52,504,259/-. Other than the above, the Company has not granted any loans, secured or unsecured, to companies, firms or parties covered in the register maintained under Section 301 of the Act.
- (b) The company has granted unsecured loans at the rate of 9% per annum. The rate of interest and other terms and conditions of unsecured loan given by the company are prima-facie not prejudicial to the interest of the company.
- (c) The terms of repayment stipulate that unsecured loans are repayable by quarterly installments in 3 years after a moratorium of 4 years. However the borrower has already started making payment before the due date.
- (d) There are no overdue amounts of more than rupees one lakh in respect of the loans granted to the bodies corporate listed in the register maintained under section 301 of the Act.
- (e) According to the information and explanations given to us, the company has not taken any loans, secured or unsecured, from companies, firm and other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, paragraphs 4(iii)(f) and (g) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of services and publication material. During the course of audit, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
- (v) (a) According to the information and explanations given to us, we are of the opinion that the particulars of all contracts or arrangements that need to be entered in the register maintained under Section 301 of the Companies Act, 1956, have been so entered.
- (b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contract or arrangements entered in the register maintained under Section 301 of the Companies Act, 1956, and exceeding the value of Rupees five lakhs in respect of any party during the year, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time.
- (vi) According to the information and explanations given to us, the Company has not accepted any deposit from the public and hence reporting compliance under the provisions of section 58A and section 58AA of the Companies Act, 1956 and rules framed there under and the directives of the Reserve Bank of India does not arise.
- (vii) In our opinion, the company has an internal audit system commensurate with the size and the nature of its business.
- (viii) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under Section 209(1)(d) of the Companies Act, 1956.
- (ix) (a) According to the information and explanations given to us, and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, investor education and protection fund, employees state insurance, Income tax, Sales tax, wealth tax, service tax, custom duty, excise duty, cess and other material statutory dues, as applicable, with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts were in arrears as at 31st March 2013, for a period of more than six months from the date they became payable except the following.

Name of the Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates	Due Date	Date of Payment
The Rajasthan Value Added Tax Act, 2003	VAT	307,559	1.4.2012 to 30.06.2012	14.07.2012	Not paid
The Rajasthan Value Added Tax Act, 2003	VAT	135,088	1.7.2012 to 30.09.2012	14.10.2012	Not paid



- (b) According to the information and explanations given to us and the records of the company examined by us, the particulars of Service Tax, Sales Tax and Income Tax dues which have not been deposited on account of a dispute are as under:

Name of the Statute	Nature of the Disputed Dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Service Tax	Franchisee Income	5,27,018*#	2003-04	High Court, Jaipur Bench
The Rajasthan Value Added Tax Act, 2003	Vat demand on Royalty, Application forms, Study Material etc.	1,06,30,000*#	2009-10	Deputy Commissioner (Appeals), Sales Tax Department, Ajmer
		1,06,86,614*#	2010-11	
The Rajasthan Value Added Tax Act, 2003	Vat on Royalty Income	5,10,814*	2006-07	Rajasthan Tax Board, Ajmer
		6,80,819*	2007-08	
		3,65,895*	2008-09	
The Rajasthan Value Added Tax Act, 2003	Vat demand on Royalty, Application forms, Study Material etc.	75,70,717	2006-07	Yet to be filed, order recd. on 9/5/2013
		80,59,452	2007-08	
		74,54,343	2008-09	

\* net of amounts paid under protest.

# a stay order has been received against the amount disputed and not deposited.

- (x) The Company has no accumulated losses as at 31st March, 2013 and it has not incurred any cash losses in the financial year ended on that date and in the immediately preceding financial year.
- (xi) According to the information and explanations given to us, in our opinion the company has not defaulted in repayment of dues to any financial institutions or bank as at the balance sheet date. The Company has not issued any debentures.
- (xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities. Therefore the provisions of Clause 4(xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us, the nature of activities of the company does not attract any special statute applicable to chit fund and nidhi/mutual benefit fund/Societies. Therefore the provisions of Clause 4(xiii) of the Order are not applicable to the Company.
- (xiv) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of transactions and contract relating to dealing or trading in shares, securities, debentures and other investments during the year and timely entries have been made therein. The Company in its own name has held all shares, debentures and other investments.
- (xv) The company has pledged investment in Mutual Funds of ₹ 2800/- lacs as a security for the overdraft facility for its subsidiary. In our opinion and according to the information and explanations given to us, the terms and conditions of the pledged given by the Company for loans taken by subsidiaries from Banks or Financial Institutions during the year, are not prejudicial to the interest of the Company.
- (xvi) The Company did not have any term loans outstanding during the year.
- (xvii) According to the information and explanations given to us and on overall examination of the balance sheet of the Company, funds raised on short term basis have, prima facie, not been used during the period for long term investments and vice versa. The Company has invested ₹ 2600/- lacs in FMP/Growth MF for a period of one year by availing short term credit facilities from Banks. The company has also invested/re-invested part of the amount of IPO Proceeds in Liquid Debt Funds.
- (xviii) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under Section 301 of the Companies Act, 1956, during the year. Accordingly, the provisions of Clause 4(xviii) of the Order are not applicable to the Company.
- (xix) The Company has not issued any debentures during the year. Hence, reporting on paragraph 4 (xix) of the Companies (Auditor's Report) Order, 2003 pertaining to creation of security or charge for debentures does not arise.
- (xx) The Company has disclosed end use of money raised by public issue in the Note no. 1 and we have verified the same.
- (xxi) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instances of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration No. 000452N

By the hand of

**Pavan K. Aggarwal**

Partner

Membership No.091466

Place: New Delhi

Date: 18.05.2013

**CAREER POINT Ltd.** Annual Report 2012-13

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Balance Sheet as at 31<sup>st</sup> March, 2013**

Amount in ₹

Particulars	Note No.	As at 31.03.2013	As at 31.03.2012
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's funds</b>			
(a) Share Capital	1	181,329,390	181,329,390
(b) Reserves and Surplus	2	3,022,349,410	2,868,361,435
<b>Non-current Liabilities</b>			
(a) Deferred Tax Liabilities ( Net)	3	7,939,221	2,894,865
(b) Long-Term Provisions	4	4,579,785	3,954,959
<b>Current Liabilities</b>			
(a) Short-term borrowings	5	271,488,707	-
(b) Trade payables	6	3,219,126	904,919
(c) Other current liabilities	7	101,526,171	91,639,113
(d) Short-Term Provisions	8	11,245,998	14,266,709
<b>Total Equity and Liabilities</b>		<b>3,603,677,808</b>	<b>3,163,351,390</b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
(a) Fixed Assets	9		
(i) Tangible assets		557,516,050	534,713,664
(ii) Intangible assets		18,500	18,500
(iii) Capital work-in-progress		520,247,170	246,719,450
(b) Non-current investments	10	1,361,249,940	1,358,399,940
(c) Long-term loans and advances	11	89,089,290	218,490,452
<b>Current Assets</b>			
(a) Current investments	12	915,822,106	608,288,193
(b) Inventories	13	19,583,349	19,779,770
(c) Trade receivables	14	11,235,928	9,016,562
(d) Cash and cash equivalents	15	68,107,197	124,703,318
(e) Short-term loans and advances	16	60,808,279	43,221,541
<b>Total Assets</b>		<b>3,603,677,808</b>	<b>3,163,351,390</b>
<b>CONTINGENT LIABILITIES</b>	17		
<b>OTHER NOTES FORMING PART OF ACCOUNTS</b>	25		
<b>SIGNIFICANT ACCOUNTING POLICIES</b>	26		

As per our report attached

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration no. 000452N

by the hand of

Pavan K. Aggarwal

Partner

Membership No. 091466

Place: New Delhi

Date: May 18, 2013

**For and on behalf of the Board of Directors**

Pramod Maheshwari

Managing Director & CEO

Om Prakash Maheshwari

Executive Director & CFO

Tarun Kumar Jain

GM (Corporate and Legal Affairs)

and Company Secretary

Pawan Kumar Lalpuria

Independent Director

Place: Kota

Date: May 18, 2013

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Statement of Profit and Loss for the year ended on 31<sup>st</sup> March, 2013**

Amount in ₹

Particulars	Note No.	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>REVENUE</b>			
Revenue from operations	18	705,587,707	795,894,847
Other Income	19	68,291,163	177,054,473
Total Revenue		<b>773,878,870</b>	<b>972,949,320</b>
<b>EXPENSES</b>			
Cost of materials consumed	20	24,383,361	23,472,931
Changes in inventories (of finished goods)	21	964,282	(1,399,492)
Employee benefits expense	22	34,25,92,549	335,367,389
Finance costs	23	9,588,382	430,128
Depreciation and amortization expenses	9	17,760,286	16,602,262
Other expenses	24	136,068,283	153,283,617
<b>Total expenses</b>		<b>531,357,143</b>	<b>527,756,835</b>
Profit before tax		242,521,727	445,192,485
<b>Tax expense:</b>			
(1) Current tax		61,724,548	111,438,862
(2) Deferred tax		5,044,356	161,035
(3) Earlier Years		21,764,848	15,633,288
Total Tax		88,533,752	127,233,185
<b>Profit/ (Loss) after tax for the period</b>		<b>153,987,975</b>	<b>317,959,300</b>
Profit carried to Balance Sheet		153,987,975	317,959,300
Earnings per equity share:			
(1) Basic		8.49	17.53
(2) Diluted		8.49	17.53
<b>OTHER NOTES FORMING PART OF ACCOUNTS</b>	25		
<b>SIGNIFICANT ACCOUNTING POLICIES</b>	26		

As per our report attached

For and on behalf of the Board of Directors

**SHARP & TANNAN**

Chartered Accountants  
ICAI Registration no. 000452N  
by the hand of

**Pramod Maheshwari**  
Managing Director & CEO

**Om Prakash Maheshwari**  
Executive Director & CFO

**Pavan K. Aggarwal**  
Partner  
Membership No. 091466

**Tarun Kumar Jain**  
GM (Corporate and Legal Affairs)  
and Company Secretary

**Pawan Kumar Lalpuria**  
Independent Director

Place : New Delhi  
Date : May 18, 2013

Place : Kota  
Date : May 18, 2013

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>st</sup> March, 2013**

Amount in ₹

Particulars	2012-13	2011-12
<b>A. Cash Flows from Operating Activities</b>		
Net Profit Before Taxation and before prior period items	242,521,727	445,192,485
<b>Adjustments for:</b>		
Depreciation	17,760,286	16,602,262
Dividend Income	(28,780,532)	(37,951,941)
Short/Long Term Capital Gain on shares/assets	(16,512,080)	(63,748,182)
Interest Income	(20,924,638)	(73,648,594)
Interest expense	9,588,382	430,128
Bad debts written off	-	396,703
Profit on sale of Fixed Assets	(6,499)	-
Provision for Doubtful Debts and Advances	1,421,206	2,870,416
Provision for Gratuity	624,826	598,620
<b>Operating Profit before Working Capital Changes</b>	<b>205,692,678</b>	<b>290,741,897</b>
(Increase)/Decrease in Trade and Other Receivables	(2,620,572)	3,732,481
(Increase)/Decrease in Inventories	196,421	(3,034,346)
(Increase)/Decrease in Loans and Advances	106,610,441	517,208,814
Increase/(Decrease) in Trade and payables	14,224,910	(2,148,080)
<b>Cash generated from operations</b>	<b>324,103,878</b>	<b>806,500,766</b>
Direct taxes paid	(84,349,769)	(123,598,835)
<b>Net Cash from Operating Activities</b>	<b>239,754,109</b>	<b>682,901,931</b>
<b>B. Cash Flow from Investing Activities</b>		
Sale of Fixed Assets	231,491	5,900,000
Interest & Dividend Received	49,705,170	111,600,534
Purchase of Fixed Assets (including CWIP)	(314,315,384)	(349,301,394)
Sale/(Purchase) of Other Investments	(293,871,832)	(545,776,838)
<b>Net Cash (used in)/ from Investing Activities</b>	<b>(558,250,555)</b>	<b>(777,577,698)</b>
<b>C. Cash Flows from Financing Activities</b>		
Proceeds from Short Term Borrowings	271,488,707	-
Public Issue expenses	-	(53,546)
Interest paid	(9,588,382)	(430,128)
<b>Net Cash from Financing Activities</b>	<b>261,900,325</b>	<b>(483,674)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>(56,596,122)</b>	<b>(95,159,441)</b>
<b>Cash and Cash Equivalents at beginning of the period</b>	<b>124,703,318</b>	<b>219,862,759</b>
<b>Cash and Cash Equivalents at end of the period</b>	<b>68,107,197</b>	<b>124,703,318</b>

**Notes:**

1. Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3 : "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.
2. Purchase of fixed assets includes movement of Capital Work-in-progress during the period.
3. Cash and cash equivalents represent bank balance.
4. Previous Year figures have been regrouped / reclassified where necessary.

As per our report attached

SHARP & TANNAN  
Chartered Accountants  
ICAI Registration No. 000452N  
by the hand of

Pramod Maheshwari  
Managing Director & CEO

Om Prakash Maheshwari  
Executive Director & CFO

Pavan K. Aggarwal  
Partner  
Membership No. 091466

Tarun Kumar Jain  
GM (Corporate and Legal Affairs)  
and Company Secretary

Pawan Kumar Lalpuria  
Independent Director

Place : New Delhi  
Date : May 18, 2013

Place : Kota  
Date : May 18, 2013

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Notes forming part of the financial statements**

**NOTE 1. SHARE CAPITAL**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Authorised:		
25,000,000 Equity Shares of ₹ 10/- each	250,000,000	250,000,000
(Previous Year 25,000,000 Equity Shares of ₹ 10/- each)		
<b>Issued, Subscribed and Paid up:</b>		
18,132,939 Equity Shares of ₹ 10/- each	181,329,390	181,329,390
(Previous Year 18,132,939 Equity Shares of ₹ 10/- each)		
<b>Total</b>	<b>181,329,390</b>	<b>181,329,390</b>

**Sub notes:**

- (a) (i) Of the above 11,292,120 (Previous year 11,292,120) equity shares were issued as fully paid up bonus shares by way of capitalisation of securities premium account and general reserve.
- (ii) The company has only one class of share referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share.

- (b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31.03.2013		As at 31.03.2012	
	Number of shares	Amount ₹	Number of shares	Amount ₹
<b>Equity Shares with voting rights</b>				
Opening balance	18,132,939	181,329,390	18,132,939	181,329,390
Change during the year	-		-	-
Closing balance	18,132,939	181,329,390	18,132,939	181,329,390

- (c) Details of shares held by each shareholder holding more than 5% shares of the aggregate shares in the Company:

Name of shareholder	As at 31.03.2013		As at 31.03.2012	
	Number of shares	% held	Number of shares	% held
Mr. Pramod Kumar Maheshwari	1463498	8.07	1403398	7.74
Mr. Om Prakash Maheshwari	1386300	7.65	1386300	7.65
Mr. Nawal Kishore Maheshwari	1385800	7.64	1385800	7.64
Mr. Gulab Chand Maheshwari	1339500	7.39	1339500	7.39
Mrs. Kailash Bai	1339500	7.39	1339500	7.39
Mrs. Shilpa Maheshwari	1339500	7.39	1339500	7.39
Mrs. Rekha Maheshwari	1339500	7.39	1339500	7.39
Mrs. Neelima Maheshwari	1339500	7.39	1339500	7.39
M/s Reliance Capital Trustee Co. Ltd.	1023711	5.65	943571	5.20
ICICI Prudential Discovery Fund	1271277	7.01	-	-

- (d) Reconciliation of IPO Proceeds utilisation

Amount in ₹

Particulars	April-12 to March-13	April-11 to March-12
Funds raised through IPO in October, 2010	1,149,999,820	1,149,999,820
<b>Fund Utilisation:-</b>		
Public Issue Expenses	67,698,547	67,698,547
Land Development under Construction and development an integrated campus facility	514,080,185	266,234,883
Construction of CP Tower 2 under Expansion of classroom infrastructure and office facility	190,088,976	134,001,072
General Corporate Purpose	344,810,257	144,100,871
<b>Total</b>	<b>1,116,677,965</b>	<b>612,035,373</b>
Balance amount invested in units of FMP's and Liquid Funds	33,321,855	537,964,447

- (e) Pursuant to Special Resolution passed at Extra Ordinary General Meeting held on March 19, 2012 the Company obtained the approval from the members for deviation in the utilisation of IPO Proceeds and delegated the powers to the Board of Directors of the Company to utilise any part of the net proceeds for a purpose or purposes other than those described in the Prospectus of the Company.

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Notes forming part of the financial statements**

NOTE 2. RESERVES AND SURPLUS

Amount in ₹

Particular	As at 31.03.2013		As at 31.03.2012	
<b>(i) Securities premium account:</b>				
Opening Balance	1,715,501,190		1,715,554,736	
Add: Received During the Period	-		-	
	1,715,501,190		1,715,554,736	
Less: Commission and expenditure related to equity share issue	-	1,715,501,190	53,546	1,715,501,190
<b>(ii) General Reserve</b>		8,657,591		8,657,591
<b>(iii) Balance in statement of profit and loss:</b>				
Opening Balance	1,144,202,654		826,243,354	
Add : Profit for the year	153,987,975	1,298,190,629	317,959,300	1,144,202,654
<b>Total</b>		3,022,349,410		2,868,361,435

NOTE 3. DEFERRED TAX LIABILITY

Amount in ₹

Particular	As at 31.03.2013		As at 31.03.2012	
Deferred Tax Liability		7,939,221		2,894,865
<b>Total</b>		7,939,221		2,894,865

**Sub Note:**

The major components of deferred tax assets and deferred tax liabilities are as under:-

Amount in ₹

Particular	As at 31.03.2013		As at 31.03.2012	
	Deferred Tax Assets	Deferred Tax Liabilities	Deferred Tax Assets	Deferred Tax Liabilities
Difference between book and tax WDV	-	14,847,197	-	9,805,311
Expenses allowable for tax purposes on payment basis/ Provisions	5,120,744		4,789,420	-
Carried forward capital losses	1,787,232		2,121,026	-
	6,907,976	14,847,197	6,910,446	9,805,311
Net Deferred Tax Liability / Assets	-	7,939,221	-	2,894,865
Net incremental liability charged to the profit and loss account	-	5,044,356	-	161,035



**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Notes forming part of the financial statements**

**NOTE 4. LONG-TERM PROVISION**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Employees Benefits [Refer Note 25 (iii)]	4,579,785	3,954,959
<b>Total</b>	<b>4,579,785</b>	<b>3,954,959</b>

**NOTE 5. SHORT-TERM BORROWINGS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
<b>Overdraft from Bank-</b>		
- Secured	-	-
<b>Short Term Loan -Secured</b>		
From Bank	80,000,000	-
From others including accrued interest	191,488,707	-
<b>Total</b>	<b>271,488,707</b>	<b>-</b>

**Sub Note:**

(a) Overdraft from Bank

- i) The company has secured loan-overdraft facility of ₹ 270/- Lacs from HDFC Bank against the security of Fixed Deposit Receipts of ₹ 300/- Lacs issued by HDFC Bank in the name of the company.
- ii) The company has secured loan- Dropline Overdraft facility of ₹ 500.00/- Lacs from HDFC Bank , against the security of below mentioned properties. Present loan overdraft limit is ₹ 82.99/- lacs @ 10.80% p.a. The amount availed against both above the facilities, at the year end is ₹ NIL ( Previous Year ₹ NIL).
  - E-8(2), Road No. 1, IPIA, Kota
  - 112A, Shakti Nagar, Kota
  - 112B, Shakti Nagar, Kota

(b) Term loan

- i) The company has availed secured short term loan of ₹ 800/- Lacs (one year) @10.45% p.a. from Barclays Bank , against the security of Mutual Funds of ₹ 1000 Lacs.
- ii) The company has availed secured short term loan of ₹ 1900/- Lacs (one year) @10.25% p.a. from Investmart Financial Services Limited, against the security of Mutul Funds of ₹ 2250 Lacs repayable in January, 2014.

**NOTE 6. TRADE PAYABLES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Sundry creditors		
Due to others	3,219,126	904,919
Due to subsidiaries	-	-
Due to Micro, Medium and Small enterprises	-	-
<b>Total</b>	<b>3,219,126</b>	<b>904,919</b>

**Sub Note:**

Amount payable to Micro, Small & Medium Enterprises (MSMED Act)

- i) In spite of absence of a data-base identifying creditors as Micro, Small & Medium Enterprises, the management is of the opinion that there are no parties which can be classified as Micro, Small & Medium Enterprises to whom the company owes any sum. The Auditors have accepted the representations of the management in this matter.
- ii) The company will identify the suppliers who are covered under " The Micro, Small & Medium Enterprises Development Act, 2006" on receiving the information from them, after which necessary information as required under the said Act will be complied with.

## NOTE 7. OTHER-CURRENT LIABILITIES

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Accrued Salaries and benefits		
-Salaries and benefits	21,015,671	24,383,633
Other liabilities		
- Security deposits	23,682,740	15,375,408
-Withholding and other taxes	6,098,435	5,903,394
- Interest accrued but not due	710,027	-
- Others	7,983,861	5,486,955
Income received in advance	42,035,437	40,489,723
<b>Total</b>	<b>101,526,171</b>	<b>91,639,113</b>

## Sub Note:

Amount Due to Related Parties

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Key Managerial Personnel:		
(i) Mr. Om Prakash Maheshwari	-	217,280
(ii) Mr. Pramod Maheshwari	108,000	170,161
(iii) Mr. Nawal Kishore Maheshwari	76,500	145,250
Enterprises under same Management:		
(i) Career Point Education Society	80,000	-

## NOTE 8. SHORT-TERM PROVISIONS

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Provision for employees benefits	369,854	425,624
Provision for tax (wealth tax)	1,442,366	1,400,000
Provision for expenses	9,433,778	12,441,085
<b>Total</b>	<b>11,245,998</b>	<b>14,266,709</b>

## Sub Note:

Amount Due to Related Parties

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
<b>(a) Key Managerial Personnel:</b>		
(i) Mr. Pramod Maheshwari (Rent)	31,500	58,500
<b>(b) Enterprises under same Management:</b>		
(i) Diamond Business Solutions Private Ltd.	90,000	90,000
(ii) Wellwin Technosoft Private Ltd.	18,000	18,000
(iii) Om Prakash Maheshwari (HUF)	22,500	80,240
(iv) Gopi Bai Foundation (Rent)	170,634	167,200
<b>(c) Associates/Group companies:</b>		
(i) Imperial Infin Pvt Ltd	11,000	-
<b>(d) Subsidiaries:</b>		
(i) Career Point Infra Limited	-	100,300
<b>(e) Relative of Key Management Personnel:</b>		
(i) Smt. Shilpa Maheshwari	22,500	90,270
(ii) Smt. Neelima Maheshwari	5,000	10,000

**CAREER POINT LIMITED**  
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Notes forming part of the financial statements

## NOTE 9

## FIXED ASSETS

FOR THE YEAR ENDED ON 31ST MARCH, 2013

Amount in ₹

PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	AS AT 01.04.2012	ADDITIONS	DELETION	AS AT 31.03.2013	UP TO 31.03.2012	FOR YEAR	DELETION	UP TO 31.03.2013	AS AT 31.03.2013	AS AT 31.03.2012
(A) Tangible Assets										
Freehold Land	49,454,105	5,000	2,683,800	46,775,305	-	-	-	-	46,775,305	49,454,105
Land leasehold	223,184,791	2,690,755	-	225,875,546	7,699,281	2,665,947	-	10,365,228	215,510,318	215,485,510
Vehicle	6,894,647	5,802,476	168,566	12,528,557	2,417,334	1,158,054	100,558	3,474,830	9,053,727	4,477,313
Building	202,859,238	15,450,185	-	218,309,423	5,018,689	3,557,272	-	8,575,961	209,733,462	197,840,549
Computer	10,299,325	3,324,065	35,960	13,587,430	6,838,546	1,453,615	19,984	8,272,177	5,315,253	3,460,779
Furniture & Fixtures	73,311,683	16,198,983	175,224	89,335,442	17,439,546	8,426,131	34,216	25,831,461	63,503,981	55,872,137
Plant & Machinery	12,456,040	-	-	12,456,040	4,332,769	499,267	-	4,832,036	7,624,004	8,123,271
Sub-total (A)	578,459,829	43,471,464	3,063,550	618,867,743	43,746,165	17,760,286	154,758	61,351,693	557,516,050	534,713,664
(B) Intangible Assets										
Trademark	18,500	-	-	18,500	-	-	-	-	18,500	18,500
Sub-total (B)	18,500	-	-	18,500	-	-	-	-	18,500	18,500
Total (A)+(B)	578,478,329	43,471,464	3,063,550	618,886,243	43,746,165	17,760,286	154,758	61,351,693	557,534,550	534,732,164
Capital Work in progress	-	-	-	-	-	-	-	-	520,247,170	246,719,450
TOTAL	578,478,329	43,471,464	3,063,550	618,886,243	43,746,165	17,760,286	154,758	61,351,693	1,077,781,720	781,451,614
Previous Year	425,433,327	154,653,296	1,608,294	578,478,329	27,259,147	16,602,262	115,244	43,746,165	781,451,614	473,687,915

Sub note:

(a) The management of the Company has reviewed the existing assets working conditions and utility as at the balance sheet date and are of the opinion that there exists no indication that an asset has been impaired and hence no impairment has been carried out.

**Career Point Limited**  
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**Notes forming part of the financial statements**

**NOTE 10. NON CURRENT INVESTMENT**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
A. Trade Investments		
1. Investment in Equity Instruments		
a) Subsidiaries		
550,000 (Previous year 550,000) shares of ₹ 10 each fully paid up in Career Point Edutech Limited	5,500,000	5,500,000
3,978,994 (Previous year 3,978,994) shares of ₹ 10 each fully paid up in Career Point Infra Limited	1,349,499,940	1,349,499,940
12,000 (Previous year Nil) shares of ₹ 10 each fully paid up in Gyan Eduventure Pvt. Ltd.	2,250,000	-
60,000 (Previous year Nil) shares of ₹ 10 each fully paid up in Career Point Accessories Pvt. Ltd.	600,000	-
b) Associates		
Equity Shares of Imperial Infin Private Ltd. (Unquoted)	3,400,000	3,400,000
34,000 (Previous year 34,000) shares of ₹ 100/- each		
<b>Total</b>	<b>1,361,249,940</b>	<b>1,358,399,940</b>

**Sub Note:**

- (a) During the year the company has promoted two subsidiaries:-
- (i) Gyan Eduventure Pvt. Ltd. (60% Holding)
    - 6000 shares@ ₹ 10 each fully paid up at par.
    - 6000 shares@ ₹ 365 each fully paid up at a premium of ₹ 355 each per share.
  - (ii) Career Point Accessories Pvt. Ltd. (60% Holding)
    - 60000 shares@ ₹ 10 each at par

- (b) Disclosure of Related Party Transactions:-

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Shares Purchased		
Subsidiaries:		
(i) Career Point Infra Limited	-	1,318,500,000
(ii) Gyan Eduventure Pvt. Ltd.	2,250,000	-
(iii) Career Point Accessories Pvt. Ltd.	600,000	-

- (c) Aggregate Book value of unquoted investments:

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Book value of unquoted Investments	1,361,249,940	1,358,399,940

**NOTE 11 LONG-TERM LOANS AND ADVANCES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Unsecured and considered good:		
Capital Advances	30,326,735	66,966,428
Security Deposits	6,106,761	5,978,068
Balances with Authorities	10,652,387	4,958,454
Loans and advances to Related Parties-subsiidiaries (Refer Note 16)	42,003,407	135,227,344
Loan and advances to employees		
- Unsecured and considered good	-	1,020,000
- Considered doubtful	1,272,000	364,826
	1,272,000	1,384,826
Less: Provision for doubtful advances	1,272,000	364,826
	-	1,020,000

Particular	As at 31.03.2013	As at 31.03.2012
Other		
- Unsecured and considered good	-	4,340,158
- Considered doubtful	2,000,238	2,000,238
	2,000,238	6,340,396
Less: Provision for doubtful advances	2,000,238	2,000,238
-	-	4,340,158
<b>Total</b>	<b>89,089,290</b>	<b>218,490,452</b>

**Sub notes:**

(a) During the year, the Company has given loan to the following related parties defined as per AS-18 "Related Party Disclosures":-

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
<b>Subsidiaries:</b>		
(i) Career Point Edutech Limited	753,655	1,230,679
(ii) Career Point Infra Limited	532,289,689	1,156,995,008
(iii) Gyan Eduventure Pvt. Ltd.	279,962	-
<b>Enterprises under same management :</b>		
(i) Gopi Bai Foundation	-	12,400,000
<b>Total</b>	<b>533,323,306</b>	<b>1,170,625,687</b>

(b) During the year, the Company has recovered the loans from the following related parties defined as per AS-18 "Related Party Disclosures":-

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
<b>Subsidiaries:</b>		
(i) Career Point Edutech Limited	-	28,737
(ii) Career Point Infra Limited	628,049,899	1,489,483,821
(iii) Gyan Eduventure Pvt. Ltd.	279,962	-
<b>Enterprises under same management:</b>		
(i) Gopi Bai Foundation	-	222,715,989
<b>Total</b>	<b>628,329,861</b>	<b>1,712,228,547</b>

(c) Amount Due from Related Parties

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
<b>Subsidiaries:</b>		
(i) Career Point Edutech Limited	4,918,220	3,821,310
(ii) Career Point Infra Limited	47,586,039	131,406,034
<b>Total</b>	<b>52,504,259</b>	<b>135,227,344</b>

(d) The company has given loan to its wholly owned subsidiaries, Career Point Infra Limited and Career Point Edutech Limited at the rate of 9% per annum for meeting capital expenditure requirements. Both the subsidiaries undertake to repay the loan amount alongwith the accrued interest outstanding as on 31st March, 2013 as per schedule mentioned below within three years:-

- (i) Repayment of 20% of the outstanding amount in quarterly instalments in F.Y. 2013-14. (Refer note no 16)
- (ii) Repayment of 40% of the outstanding amount in quarterly instalments in F.Y. 2014-15.
- (iii) Repayment of 40% of the outstanding amount in quarterly instalments in F.Y. 2015-16.

(e) The company has given an unsecured loan of ₹ Nil (Previous Year ₹ 124/- Lacs repaid along with interest ) at the rate of interest 9% p.a. to Gopi Bai Foundation Trust, a Public Charitable Trust.

## NOTE 12. CURRENT INVESTMENT

Amount in ₹

Particular	Face value per unit	No. of Units	No. of Units	As at	As at
		As at 31.03.2013	As at 31.03.2012	31.03.2013	31.03.2012
A. Investment in mutual funds					
SBI DYNAMIC BOND FUND REG. PLAN GROWTH <sup>(1)(2)</sup>	10	4,983,341	-	70,000,000	-
DSP BLACKROCK STRATEGIC BOND FUND IP GROWTH <sup>(1)</sup>	1,000	53,398	-	70,000,000	-
HDFC SHORT TERM OPPORTUNITIES FUND GROWTH <sup>(1)</sup>	10	5,714,052	-	70,000,000	-
ICICI PRUDENTIAL INCOME OPPORTUNITIES FUND GROWTH <sup>(2)</sup>	10	4,503,490	-	70,000,000	-
ICICI PRUDENTIAL DYNAMIC BOND FUND GROWTH	10	3,890,142	-	50,000,000	-
UTI CREDIT OPPORTUNITIES FUND GROWTH	10	1,000,000	-	10,000,000	-
SBI DEBT FUND SERIES 370 DAYS - GROWTH	10	-	5,000,886	-	50,008,860
SBI DEBT FUND SERIES 367 DAYS 11 - GROWTH	10	-	2,000,000	-	20,000,000
DSP BLACKROCK LIQUIDITY FUND DAILY DIV.	1,000	-	35,388	-	35,399,533
HDFC LIQUID FUND PREMIUM PLAN, DIVIDEND	10	-	940,723	-	11,533,079
ICICI PRU - FLEXBLE INCOME PLAN DAILY DIV.	100	-	712,646	-	75,351,653
ICICI PRU - FLEXBLE INCOME PLAN DAILY DIV.	100	-	524,648	-	55,473,613
ICICI PRUDENTIAL Q. INT. II INST. DIV.	10	-	2,000,000	-	20,000,000
ICICI PRUDENTIAL LONG TERM PLAN GROWTH <sup>(1)</sup>	10	8,613,688	-	105,000,000	-
RELIANCE FIXED HORIZON FUND XXI- SERIES 3 GROWTH	10	-	3,000,000	-	30,000,000
UTI FLOATING RATE FUND REG. PLAN DAILY DIV.	1,000	139,891	-	150,645,591	-
UTI DYNAMIC BOND FUND GROWTH <sup>(1)</sup>	10	4,703,005	4,703,005	50,000,000	50,000,000
UTI FTIF SERIES XII-III (366 DAYS) GROWTH <sup>(2)</sup>	10	6,000,000	-	60,000,000	-
UTI FTIF SERIES XII-IV (366 DAYS) GROWTH <sup>(2)</sup>	10	5,000,000	-	50,000,000	-
KOTAK FLEXI DEBT PLAN A - DAILY DIVIDEND	10	6,984,475	-	70,176,515	-
RELIANCE DYNAMIC BOND FUND GROWTH <sup>(2)</sup>	10	3,843,616	-	60,000,000	-
JP MORGAN INDIA FIXED MATURITY PLAN SERIES 12-GROWTH	10	3,000,000	-	30,000,000	-
UTI LIQUID CASH PLAN IP DAILY INCOME OPTION	1,000	-	155,413	-	158,435,557
UTI FIXED INCOME FUND SERIES X-V (369 DAYS ) GROWTH	10	-	5,000,000	-	50,000,000
UTI FIXED INCOME FUND SERIES X-III (370 DAYS)	10	-	5,000,000	-	50,000,000
UTI TREASURY ADVANTAGE FUND DAILY DIV.	1,000	-	1,994	-	2,085,898
				915,822,106	608,288,193

## Sub note:

(a) Aggregate value of quoted investment

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Market value of quoted Investments	951,564,602	623,827,373
Book value of quoted Investments	915,822,106	608,288,193

<sup>(1)</sup>Pledged/marked a lien as security against short term loan to the company.<sup>(2)</sup>Pledged/marked a lien as security against short term loan to its subsidiary Career Point Infra Limited.



**NOTE 13. INVENTORIES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
i) Paper	4,169,257	3,401,396
ii) Books and student kit	15,414,092	16,378,374
<b>Total</b>	<b>19,583,349</b>	<b>19,779,770</b>

**Sub note:**

(a) Classification of Inventories as required by AS-2 "Valuation of Inventories" :-

Raw Material and Finished Goods contains Publication Material (Paper), and Other Items and Printed Material (Books) respectively. Inventory consists of various types of books and other items, therefore item wise break-up of the same is not given.

**NOTE 14. TRADE RECEIVABLES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
(a) Debts outstanding for a period exceeding six months		
- Unsecured		
i) Considered good	4,812,161	4,839,418
ii) Doubtful	7,560,962	8,016,007
	12,373,123	12,855,425
Less: Provision for doubtful debts	7,560,962	8,016,007
	<b>4,812,161</b>	<b>4,839,418</b>
(b) Other trade receivables		
- Unsecured		
i) Considered good	6,423,767	4,177,144
ii) Doubtful	-	-
	6,423,767	4,177,144
Less: Provision for doubtful trade receivables		-
	<b>6,423,767</b>	<b>4,177,144</b>
iii) Inter-company debtors	-	-
<b>Total</b>	<b>11,235,928</b>	<b>9,016,562</b>

**Sub note :**

Amount Due from Related Parties

Particular	As at 31.03.2013	As at 31.03.2012
<b>Enterprises under same Managment :</b>		
- Gopi Bai Foundation	3,529,000	721,800

**NOTE 15. CASH AND CASH EQUIVALENTS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
a) Cash on Hand	1,372,290	2,890,357
b) Balances with Banks		
(i) In Current Accounts	23,757,725	34,819,333
(ii) In Deposit Accounts [refer note 5 sub note (a)(i)]	41,958,730	86,993,628
c) Cheques and drafts on hands	1,018,452	-
<b>Total</b>	<b>68,107,197</b>	<b>124,703,318</b>

**Sub note:**

(a) Deposit account including fixed deposits amounting to ₹ Nil (PY ₹ 6,000,000/-) which was under lien against bank guarantee given to Bombay stock exchange valid upto 5th June, 2012.

(b) Deposit Account include accrued interest of ₹ 1,958,730/- (Previous Year ₹ 4,613,083/-).

Amount in ₹

Bank Deposit	As at 31.03.2013	As at 31.03.2012
Maturity more than 12 months	-	-

**NOTE 16. SHORT-TERM LOANS AND ADVANCES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
<b>Unsecured and considered good</b>		
Loans and advances to Employees	1,933,163	834,150
Loans and advances to Related Parties-subsiidiaries [Refer Note 11 (d)]	10,500,852	-
Advance payment of Income Tax (Including TDS) (Net of Provision)	23,409,118	24,792,782
Deposit with Sales Tax/Service Tax Authorities	3,790,288	2,531,988
Others	20,154,580	14,409,687
Prepaid Expenses	1,020,278	652,934
<b>Total</b>	<b>60,808,279</b>	<b>43,221,541</b>

**NOTE 17. CONTINGENT LIABILITIES**

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Service tax liability	48,085,326	1,054,036
Income tax & TDS liability against matters in appeal	2,178,472	950,525
Claims against the Company not acknowledged as debts	4,738,695	5,300,436
Value added tax liability	57,630,821	7,757,800
<b>Total</b>	<b>112,633,314</b>	<b>15,062,797</b>

**Sub note:-**

An undisclosed income was detected during search and seizure in December, 2009 in the office premises of the Company which was settled by the order of the Settlement Commission for an amount of ₹ 94,279,617 /-. The total amount of tax liability including interest of ₹ 3,92,49,799/- was provided by Company in two financial years i.e. 2011-2012 and 2012-13 as tax for earlier years in the Profit and Loss account.

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Notes forming part of the financial statements**

**NOTE 18. REVENUE FROM OPERATION**

Amount in ₹

<b>Particular</b>	<b>For the Year ended 31.03.2013</b>	<b>For the Year ended 31.03.2012</b>
a) Sale of Study Material		
- Domestic	14,315,123	2,424,979
b) Services		
- Coaching fees*	647,467,706	773,635,311
- Franchisees Income	31,394,878	15,786,692
- Formal Education Services	12,410,000	4,047,865
<b>Total Gross Revenue</b>	<b>705,587,707</b>	<b>795,894,847</b>
<b>Less-</b>		
- Rebates/Discounts	-	-
<b>Total</b>	<b>705,587,707</b>	<b>795,894,847</b>

\*Coaching fees of last year includes sale of application form.

**Sub note:**

(a) During the year, the Company has earned income from the following related parties defined as per AS-18 "Related Party Disclosures":-

Amount in ₹

<b>Particular</b>	<b>For the Year ended 31.03.2013</b>	<b>For the Year ended 31.03.2012</b>
<b>Fee Income - Formal Education Service</b>		
Enterprises under same Management:		
Gopi Bai Foundation	11,810,000	4,047,865
Career Point Education Society	600,000	-
<b>Frenchisee Income/ Study material sold</b>		
<b>Subsidiary:</b>		
Gyan Eduventure Private Limited	151,600	-
<b>Total</b>	<b>12,561,600</b>	<b>4,047,865</b>

**NOTE 19. OTHER INCOME**

Amount in ₹

<b>Particulars</b>	<b>For the Year ended 31.03.2013</b>	<b>or the Year ended F 31.03.2012</b>
<b>a) Dividend Income :</b>		
- from Current Investments	28,780,532	37,951,941
<b>b) Interest Income :</b>		
(i) From Group Companies	12,321,610	62,084,862
(ii) From Bank Deposits	5,268,744	8,325,040
(iii) Others loans and Advances	3,334,284	3,238,692
<b>c) Net gain on sale of :</b>		
- Current Investments	16,512,080	59,319,600
<b>d) Other Income :</b>		
(i) Profit on sale of fixed assets	6,499	4,428,582
(ii) Bad debts recovered	250,455	181,324
(iii) Miscellaneous Income	1,816,959	1,524,432
<b>Total</b>	<b>68,291,163</b>	<b>177,054,473</b>

**Sub note:**

(a) During the year, the company has earned other income from the following related parties defined as per AS-18 "Related Party Disclosures" :-

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>Interest Income on Loan to :</b>		
<b>Subsidiaries:</b>		
(i) Career Point Edutech Limited	381,395	287,363
(ii) Career Point Infra Limited	11,940,215	50,650,209
<b>Enterprises under same Management:</b>		
Gopi Bai Foundation	-	11,147,290
Brokerage Received (Miscellaneous Income):		
Key Management Personnel:		
Mr. Om Prakash Maheshwari	-	921,666
<b>Total</b>	<b>1,23,21,610</b>	<b>63,006,528</b>

**NOTE 20. COST OF MATERIAL CONSUMED**

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>Cost of materials consumed</b>		
Opening stock	3,401,396	1,766,542
<b>Add:</b> Purchases during the period		
Paper Purchased	17,083,702	15,461,281
Ink & Chemicals used	57,917	432,245
Printing Labour	8,009,603	9,214,259
	28,552,618	26,874,327
<b>Less:</b> Closing stock	4,169,257	3,401,396
<b>Total</b>	<b>24,383,361</b>	<b>23,472,931</b>

**NOTE 21. CHANGE IN INVENTORY OF FINISHED GOODS**

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
Opening stock	16,378,374	14,978,882
Closing stock	15,414,092	16,378,374
<b>(Increase)/Decrease in Finished Goods</b>	<b>964,282</b>	<b>(1,399,492)</b>

**NOTE 22. EMPLOYEE BENEFITS EXPENSES**

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>Salaries, Wages and Bonus to</b>		
-Teaching staff	281,814,353	281,772,592
-Non Teaching Staff	56,775,455	49,725,453
Contribution to provident and other funds	939,685	964,549
Gratuity	624,826	598,620
Staff Welfare	2,438,230	2,306,175
<b>Total</b>	<b>342,592,549</b>	<b>335,367,389</b>

**Sub note:**

(a) Provision for Bonus has been made for ₹ 369,854 /-.(Previous year ₹ 425,624/-) for eligible employees for the period ended 31st March, 2013.

(b) During the year, the company has paid remuneration to the following related parties defined as per AS-18 "Related Party Disclosures" :-

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>Key Management Personnel:</b>		
Mr. Pramod Maheshwari	2,069,250	1,743,000
Mr. Om Prakash Maheshwari	2,069,250	1,743,000
Mr. Nawal Kishore Maheshwari	2,069,250	1,743,000

**NOTE 23. FINANCE COST**

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>a) Interest Expenses</b>		
(i) Term loan		
- Bank	5,069,854	430,128
- Others	4,428,640	-
<b>b) Other borrowing cost</b>	89,888	-
<b>Total</b>	<b>9,588,382</b>	<b>430,128</b>

**NOTE 24. OTHER EXPENSES**

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
Advertisement Expenses	53,190,802	64,483,081
Legal and professional charges	5,259,176	6,013,796
Repairs - Buildings	466,831	674,788
Repairs - Computers	1,843,477	1,874,120
Rent	18,332,782	20,308,323
Repairs - others	921,683	320,592
Insurance	143,926	149,870
Travelling & Conveyance	4,617,231	3,382,968
Payments to Auditors	355,146	682,860
Transportation & Packing Material Expenses	720,871	613,042
Bad debts and advances written off	-	396,703
Provision for doubtful debts and advances	1,421,206	2,870,416
Directors' fees	75,000	85,000
Bank charges	81,459	145,350
Telephone, postage & telegram	4,246,772	3,875,076
Printing and stationery expenses	4,323,232	3,647,355
Security charges	4,228,123	3,395,464
Gifts, Awards & Prizes	1,286,922	1,318,793
Electricity & Water Expenses	10,355,549	9,106,984
Conference, Seminars & Business promotion expenses	2,411,844	3,837,696
Institute Expenses	12,272,278	11,880,009
Miscellaneous expenses	-	11,005
Membership fees	44,689	100,054
Interest, Penalty & Fine Charges	661,694	184,786
Scholarship, student kit and examination expenses	8,764,985	13,853,050
Books periodicals and subscriptions	42,605	72,436
<b>Total</b>	<b>136,068,283</b>	<b>153,283,617</b>

**Sub note:**

(a) Payments to Auditors (excluding service tax)

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
(i) Audit Fee	300,000	300,000
(ii) Expenses Reimbursed	55,146	382,860
<b>Total</b>	<b>355,146</b>	<b>682,860</b>

(b) During the year, the company has paid rent to the following related parties defined as per AS-18 "Related Party Disclosures" :-

Amount in ₹

Particulars	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>Subsidiary:</b>		
Career Point Infra Limited	600,000	1,200,000
<b>Key management Personnel:</b>		
Mr. Pramod Maheshwari	450,000	780,000
<b>Associates/Group companies:</b>		
Imperial Infin Pvt Ltd	44,000	-
<b>Relative of Key management Personnel:</b>		
Smt. Shilpa Maheshwari	365,000	1,080,000
Smt. Neelima Maheshwari	65,000	120,000
<b>Enterprises under same Management:</b>		
Diamond Business Solutions Private Ltd.	1,200,000	1,200,000
Om Prakash Maheshwari (HUF)	355,000	960,000
Wellwin Technosoft Private Ltd.	240,000	240,000
Gopi Bai Foundation	2,000,400	2,000,400
<b>Total</b>	<b>5,319,400</b>	<b>7,580,400</b>



**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Notes forming part of the financial statements**

**25. Additional Information to the Financial Statements**

- (i). Estimated amount of contracts remaining to be executed on capital account (net of advances) ₹ 51,282,125/- (Previous Year ₹ 87,836,908 /-).
- (ii). Provision for wealth tax for the year is ₹ 1,442,366/- (Previous year ₹ 1,400,000/-) included in current tax.
- (iii). The Company has classified the various benefits provided to employees as follows:
- (a) Defined Contribution Plans – Provident Fund
- (b) State Plans – Employer's Contribution to Employees Pension Scheme, 1995.

During the period the Company has recognized ₹ 281,504/- (Previous year- ₹ 278,309/-) as employer's contribution to Provident Fund and ₹ 54,7021/- (Previous Year- ₹ 572,138/-) as employer's contribution to Employees Pension Scheme, 1995 in the Profit and Loss Account.

The company is depositing P.F contribution only for eligible employees within statutory limits. The employees whose income are above the statutory limits have opted not to subscribe and accordingly, the company is not required to make the contribution.

(c) Defined Benefit Plans:

- i) Gratuity  
ii) Leave Encashment

In accordance with Accounting Standard-15 (revised 2005) actuarial valuation was carried out as at 31st March, 2013 in respect of Defined Benefit Plans – Gratuity and Leave Encashment (the company does not provide encashment of earned leave) on the following assumptions:

Sr.No.	Particulars	31.03.2013	31.03.2012
a)	Discounting Rate	8.25%	8.75%
b)	Future salary Increase	5%	5%
c)	Retirement Age	58 Years	58 Years
d)	Attrition rate	5%	5%

The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

In the absence of any investment, description of the basis required to be used to determine the overall expected rate of return on assets including major categories of plan assets has not been given.

**Change in present value of the defined benefit obligation:**

Amount in ₹

Sr.No.	Particulars	31.03.2013		31.03.2012	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Present value of obligation as at the beginning of the period	3,954,959	-	3,412,676	-
b)	Acquisition adjustment	-	-	-	-
c)	Interest cost	325,390	-	298,609	-
d)	Past service cost	-	-	-	-
e)	Current service cost	1,230,505	-	1,230,127	-
f)	Curtailment cost/(Credit)	-	-	-	-
g)	Settlement cost/(Credit)	-	-	-	-
h)	Benefits paid	-	-	(56,337)	-
i)	Actuarial (gain)/loss on obligation	(931,069)	-	(930,116)	-
j)	Present value of obligation as at the end of period	4,579,785	-	3,954,959	-

Changes in the fair value of plan assets:

Amount in ₹

Sr. No.	Particulars	As at 31.03.2013		As at 31.03.2012	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Fair value of plan assets at the beginning of the period	-	-	-	-
b)	Acquisition adjustment	-	-	-	-
c)	Expected return on plan assets	-	-	-	-
d)	Contributions	-	-	-	-
e)	Benefits paid	-	-	-	-
f)	Actuarial gain/(loss) on plan assets	-	-	-	-
g)	Fair value of plan assets at the end of the period	-	-	-	-

Amount recognized in the Balance Sheet:

Amount in ₹

Sr. No.	Particulars	As at 31.03.13		As at 31.03.12	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Present value of Defined Benefit Obligation	-	-	-	-
	- Funded	-	-	-	-
	- Unfunded	4,579,785	-	3,954,959	-
		4,579,785	-	3,954,959	-
b)	Less. Fair value of Plan Assets	-	-	-	-
c)	Amount to be recognized as (liability) or asset	(4,579,785)	-	(3,954,959)	-

Expense recognized in the statement of profit and loss:

Amount in ₹

Sr. No.	Particulars	As at 31.03.13		As at 31.03.12	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Current service cost	1,230,505	-	1,230,127	-
b)	Past service cost	-	-	-	-
c)	Interest cost	325,390	-	298,609	-
d)	Expected return on plan assets	-	-	-	-
e)	Curtailment cost / (Credit)	-	-	-	-
f)	Settlement cost / (credit)	-	-	-	-
g)	Net actuarial (gain)/ loss recognized in the period	(931,069)	-	(930,116)	-
h)	Expenses recognized in the statement of profit & losses	624,826	-	598,620	-

Amount for the current period is as follows:-

Gratuity

Amount in ₹

Particulars	As at 31.03.13	As at 31.03.12
Defined Benefit Obligation	624,826	598,620
Plan Assets	-	-
Surplus/ (Deficit)	(624,826)	(598,620)
Experience adjustments on plan liabilities	-	-
Experience adjustments on plan assets	-	-

**Leave Encashment**

Amount in ₹

Particulars	As at 31.03.13	As at 31.03.12
Defined Benefit Obligation	-	-
Plan Assets	-	-
Surplus/ (Deficit)	-	-
Experience adjustments on plan liabilities	-	-
Experience adjustments on plan assets	-	-

**Experience Adjustment:**

Amount in ₹

Particulars	As at 31.03.13	As at 31.03.12
Experience Adjustment (Gain)/ Loss for Plan Liabilities	(1,100,939)	(45,687)
Experience Adjustment Gain/ (loss) for Plan assets	-	-

**(iv) Segment Reporting**

The management has considered the whole business of the company as a single segment, thus no segment reporting is required.

**(v) Disclosure of related parties/ related party transactions:****(a) List of related parties over which control exists**

Name of the Related Party	Relationship
Career Point Edutech Limited	Subsidiary
Career Point Infra Limited	Subsidiary
Gyan Eduventure Private Limited	Subsidiary
Career Point Accessories Private Limited	Subsidiary

**(b) Name of the related parties with whom transactions were carried out during the period and description of relationship:****- Subsidiary:**

Career Point Edutech Limited  
 Career Point Infra Limited  
 Gyan Eduventure Private Limited  
 Career Point Accessories Private Limited

**- Relative of Key Management Personnel:**

Smt. Shilpa Maheshwari (Wife of Director)  
 Smt. Neelima Maheshwari (Wife of Director)  
 Smt. Rekha Maheshwari (Wife of Director)

**- Associates companies:**

Imperial Infin Pvt Ltd

**- Enterprises under same Management:**

Diamond Business Solutions Private Ltd.  
 Om Prakash Maheshwari (HUF)  
 Wellwin Technosoft Private Ltd.  
 Gopi Bai Foundation  
 Career Point Education Society

**- Key Management Personnel:**

Mr. Pramod Maheshwari (Chairman & Managing Director)  
 Mr. Om Prakash Maheshwari (CFO & Whole time Director)  
 Mr. Nawal Kishore Maheshwari (Whole time Director)

**(vi) Fees received by the company's franchisees are deposited in the franchisee wise bank account of the company. However, company is recording in its books of account only the amount which company is entitled to receive as royalty as per the agreement entered into with the franchisee.****(vii) Basic and Diluted Earnings per share ["EPS"] computed in accordance with Accounting Standard (AS) 20 "Earnings per Share"**

Particulars	2012-13	2011-12
<b>Basic EPS:-</b>		
Net profit after prior period items and Income tax (₹)	153,987,975	317,959,300
Weighted average number of equity shares outstanding at the end of the year	18,132,939	18,132,939
<b>Basic EPS (in ₹)</b>	<b>8.49</b>	<b>17.53</b>
<b>Diluted EPS:-</b>		
Adjusted profit for diluted earning per share (₹)	153,987,975	317,959,300
Weighted average number of shares outstanding for diluted earning per share	18,132,939	18,132,939
<b>Diluted EPS (in ₹)</b>	<b>8.49</b>	<b>17.53</b>

- (viii) Un-hedged foreign currency exposures as at 31st March, 2013 are as under: Amount in ₹

Particulars	2012-13	2011-12
Receivables	Nil	Nil
Payables	Nil	Nil

- (ix) There are no amounts due and outstanding to be credited to Investor Education & Protection Fund as at 31st March, 2013.  
 (x) Figures for the previous year have been regrouped/reclassified wherever necessary.

#### GENERAL INFORMATION:

Career Point Limited is engaged in providing Education Consultancy, Management Services and Tutorial Services.

## 26 SIGNIFICANT ACCOUNTING POLICIES:

### (i) Basis of Accounting

The company maintains its accounts on accrual basis following the historical cost convention in accordance with generally accepted accounting principles (GAAP) and in compliance with the Accounting Standards notified under section 211(3C) and other requirements of the Companies Act, 1956.

The Preparation of financial statements in conformity with GAAP requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as at the date of the financial statements. Examples of such estimates include the useful life of tangible and intangible fixed assets, provision for doubtful debts/ advances, future obligations in respect of retirement benefit plans etc. Actual results could differ from these estimates.

### (ii) Revenue Recognition

Revenue is recognised only when it can be reasonably measured and there exists reasonable certainty of its recovery. Fees/income collected in advance for the period subsequent to the accounting period is shown as current liability.

Interest: Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend: Dividend income is recognized when the right to receive dividend is established.

### (iii) Employee Benefits

#### a. Defined Contribution plan

Company's contributions paid/ payable during the year to Provident Fund and Employee Pension Scheme are recognized in the Profit and Loss Account.

#### b. Defined Benefit Plan

Company's liabilities towards gratuity and leave encashment (does not provide encashment and carry forward), are determined using the projected unit credit method which considers each period of service as giving rise to additional unit of benefit entitlement and measures each unit separately to build up the final obligation. Actuarial gain and losses are recognised immediately in the statement of Profit and Loss Account as income or expenses. Obligation measured at the present value of estimated future cash flows using discounted rate that is determined by reference to market yields at the balance sheet date on government bonds where the currency and terms of the Government are consistent with currency and estimated terms of the defined benefit obligation.

The company has adopted AS-15 (Revised) from the Financial year 2007-08.

### (iv) Fixed Assets

Fixed Assets are stated at cost of recognition/ installation less accumulated depreciation and include directly attributable cost including installation and freight charges for bringing the assets to working condition for intended use.

### (v) Depreciation

Depreciation on assets carried at historical cost is provided on straight-line basis at the rates prescribed under schedule XIV of the Companies Act, 1956.

Depreciation for additions to/deletions from assets is calculated pro-rata from/to the date of addition/deletion.

### (vi) Intangible Assets and Amortisation

Intangible assets are recognized as per the criteria specified in Accounting Standard (AS) 26 "Intangible Assets" issued by the Institute of Chartered Accountants of India, adopted by the company from the Financial Year 2007-08 and are amortised as follows:

- Cost of Lease hold land is amortized over the period of lease.

### (vii) Impairment of Assets

- (a) At each Balance Sheet date, the carrying amount of assets is tested for impairment so as to determine:

- i. The provision for impairment loss required, if any, or
- ii. The reversal required of impairment loss recognized in previous periods, if any.

- (b) An impairment loss is recognized whenever the carrying amount of an asset or its cash generating units exceed its recoverable amount.

**Recoverable amount is determined:**

- i. in the case of an individual asset, at higher of the net selling price or value in use.
- ii. in the case of cash generating unit, at higher of the cash generating unit's net selling price or value in use.

(viii) **Investments**

- (a) Long term investments are carried at cost after providing for any diminution in value, if such diminution is of permanent nature.
- (b) Current investments that are readily realizable and intended to be held for not more than a year are carried at lower of cost or market value. The determination of carrying costs of such investments is done on the basis of specific identification.

(ix) **Inventories**

Inventories are valued at lower of cost and net estimated realizable value, mainly comprises of publication and printed material. the cost of Publication and printed materials have been computed on the basis of estimated cost of materials, labour, cost of conversion and other costs incurred for bringing the inventories to their present location and condition. Cost is determined on FIFO method.

(x) **Miscellaneous Expenditure**

Preliminary expenses incurred on formation of the company and expenses incurred for increase in authorized capital are amortized over a period of 5 years.

(xi) **Foreign Currency Transactions**

- (a) The reporting currency of the company is Indian Rupee.
  - (b) Foreign currency transactions are recorded on initial recognition in reporting currency, using the exchange rate at the date of transaction. At each Balance sheet, foreign currency monetary items are reported using the closing rate.
- The exchange differences arising on settlement of monetary items are recognised as income or expenses in the year in which they arise.

(xii) **Taxes on Income**

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provision of the Income Tax Act, 1961.

Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date.

(xiii) **Provisions, Contingent Liabilities and Contingent Assets**

- (a) Provisions are recognised for liabilities that can be measured only by using substantial degree of estimation, if
  - (i) if the company has a present obligation as a result of past event;
  - (ii) a probable outflow of resources is expected to settle the obligation;
  - (iii) the amount of the obligation can be reliably estimated.
- (b) **Contingent liability is disclosed in the case of :**
  - (i) a present obligation arising from a past event, when it is not probable that an outflow of resource will be required to settle the obligation;
  - (ii) a present obligation when no reliable estimate is possible; and
  - (iii) a possible obligation arising from past events where the probability of outflow of resource is not remote.

Contingent Assets are neither recognized, nor disclosed.

- (c) Provision, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

As per our report attached

For and on behalf of the Board of Directors

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration no. 000452N

by the hand of

**Pavan K. Aggarwal**

Partner

Membership No. 091466

Place : New Delhi

Date : May 18, 2013

**Pramod Maheshwari**

Managing Director & CEO

**Tarun Kumar Jain**

GM Corporate and Legal Affairs  
and Company Secretary

Place : Kota

Date : May 18, 2013

**Om Prakash Maheshwari**

Executive Director & CFO

**Pawan Kumar Lalpuria**

Director

## CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED AS AT 31ST March, 2013

### Auditors' Report to the Board of Directors of Career Point Limited on consolidated financial statements (formerly known as Career Point Infosystems Limited)

We have examined the attached Consolidated Balance Sheet of Career Point Limited (formerly known as Career Point Infosystems Limited) and its subsidiaries and associate (the Career Point Group), as at 31st March 2013, and also the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date, annexed thereto being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In respect of subsidiaries and associates we did not carry out the audit. These financial statements have been audited by other auditors whose reports have been furnished to us, and opinion, in so far as it relates to the amounts included in respect of the subsidiaries and associates is based solely on the reports of the other auditors. The details of assets and revenues in respect of all subsidiaries and the net carrying cost of the investment and current year share of profit and loss of the associates, to the extent to which they are reflected in the consolidated financial statements are reflected below:

(₹ in lacs)		
Audited by other Auditors	Total Assets	Total Revenues
Indian Subsidiaries(3)	18,193.89	1,640.21
	Net carrying cost of Investments	Current year share of Profit / (Loss)
Associate(1)	42.09	0.62

We report that the consolidated financial statements have been prepared by the Company in accordance with the requirements of the Accounting Standard (AS) 21, 'Consolidated Financial Statements' and (AS) 23, 'Accounting for Investments in Associates in Consolidated Financial Statements' notified by the Companies (Accounting Standard) Rules, 2006 and on the basis of separate audited financial statements of the Career Point Group included in the consolidated financial statements.

We report that on the basis of the information and according to the explanations given to us, and on consideration of separate audit report on individual audited financial statements of the Career Point Group, we are of the opinion that the said consolidated financial statements, read together with the Notes thereon, presented in accordance with the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges, give a true and fair view in conformity with the accounting principles generally accepted in India:

- (i) In case of the Consolidated Balance Sheet, of the state of affairs of the Career Point Group as at 31st March, 2013;
- (ii) In case of the Consolidated Statement of Profit and Loss of the consolidated results of operations of the Career Point Group for the year ended on that date; and
- (iii) In case of the Consolidated Cash Flow Statement of the consolidated cash flows of the Career Point Group for the year ended on that date.

Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements from the details furnished by the Management and the particulars relating to undisputed investor complaints from the details furnished by the Registrars and found the same to be correct.

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration No. 000452N

By the hand of

**Pavan K. Aggarwal**

Partner

Membership No. 091466

Place: New Delhi

Date: May 18, 2013

**CAREER POINT Ltd.** Annual Report 2012-13



**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Balance Sheet as at 31<sup>st</sup> March, 2013**

Amount in ₹

Particulars	Note No.	As at 31.03.2013	As at 31.03.2012
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's funds</b>			
(a) Share Capital	1	181,329,390	181,329,390
(b) Reserves and Surplus	2	3,073,614,471	2,772,347,857
(c) Minority interest		920,390	194,924
<b>Non-current Liabilities</b>			
(a) Deferred Tax Liabilities ( Net)	3	23,279,462	2,894,865
(b) Long-Term Provisions	4	4,579,785	3,954,959
<b>Current Liabilities</b>			
(a) Short-term borrowings	5	531,572,034	-
(b) Trade payables	6	3,219,126	1,198,966
(c) Other current liabilities	7	123,257,325	104,083,942
(d) Short-Term Provisions	8	11,886,022	14,176,409
<b>Total Equity and Liabilities</b>		<b>3,953,658,005</b>	<b>3,080,181,312</b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
(a) Fixed Assets	9		
(i) Tangible assets		1,310,520,032	768,923,086
(ii) Intangible assets		21,000	21,000
(iii) Capital work-in-progress		672,905,139	800,215,124
(b) Non-current investments	10	4,209,313	4,147,613
(c) Long-term loans and advances	11	674,673,624	687,420,439
(d) Other non-current assets	12	113,790	-
<b>Current Assets</b>			
(a) Current investments	13	1,063,505,453	608,288,193
(b) Inventories	14	19,583,349	19,779,770
(c) Trade receivables	15	75,168,047	9,016,562
(d) Cash and cash equivalents	16	72,740,731	131,803,483
(e) Short-term loans and advances	17	60,188,701	50,566,042
(f) Other current assets	18	28,826	-
<b>Total Assets</b>		<b>3,953,658,005</b>	<b>3,080,181,312</b>
<b>CONTINGENT LIABILITIES</b>	19		
<b>OTHER NOTES FORMING PART OF ACCOUNTS</b>	27		
<b>SIGNIFICANT ACCOUNTING POLICIES</b>	28		

As per our report attached

**SHARP & TANNAN**

Chartered Accountants  
ICAI Registration no. 000452N  
by the hand of

**Pavan K. Aggarwal**  
Partner  
Membership No. 091466

Place: New Delhi  
Date: May 18, 2013

**For and on behalf of the Board of Directors**

**Pramod Maheshwari**  
Managing Director & CEO

**Om Prakash Maheshwari**  
Executive Director & CFO

**Tarun Kumar Jain**  
GM (Corporate and Legal Affairs)  
and Company Secretary

**Pawan Kumar Lalpuria**  
Independent Director

Place: Kota  
Date: May 18, 2013

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Statement of Profit and Loss for the year ended on 31<sup>st</sup> March, 2013**

Particulars	Note No.	For the Year ended 31.03.2013	For the Year ended 31.03.2012
<b>REVENUE</b>			
Revenue from operations	20	776,335,590	79,58,74,847
Other Income	21	196,153,158	158,009,810
<b>Total Revenue</b>		<b>972,488,748</b>	<b>953,884,657</b>
<b>EXPENSES</b>			
Cost of materials consumed	22	24,383,361	23,472,931
Change in Inventories	23	964,282	(1,399,492)
Employee benefits expense	24	343,633,110	335,917,623
Finance costs	25	16,786,735	461,371
Depreciation and amortization expense	9	25,767,141	16,627,868
Other expenses	26	138,782,191	153,766,849
<b>Total expenses</b>		<b>550,316,820</b>	<b>528,847,150</b>
Profit before tax		422,171,928	425,037,507
<b>Tax expense:</b>			
(1) Current tax		79,942,103	111,610,862
(2) Deferred tax		20,384,597	161,035
(3) Earlier Years		21,814,848	15,633,288
<b>Total Tax</b>		<b>122,141,548</b>	<b>127,405,185</b>
<b>Profit/ (Loss) after tax for the period</b>		<b>300,030,380</b>	<b>297,632,322</b>
Minority Interest in income		1,174,534	94,606
Share of Profit / Loss in associate companies		61,700	208,902
<b>Profit available for distribution</b>		<b>301,266,614</b>	<b>297,935,830</b>
Earnings per equity share:			
(1) Basic		16.61	16.43
(2) Diluted		16.61	16.43
<b>OTHER NOTES FORMING PART OF ACCOUNTS</b>	<b>27</b>		
<b>SIGNIFICANT ACCOUNTING POLICIES</b>	<b>28</b>		

As per our report attached

**SHARP & TANNAN**

Chartered Accountants  
ICAI Registration no. 000452N  
by the hand of

**Pavan K. Aggarwal**  
Partner  
Membership No. 091466

Place: New Delhi  
Date: May 18, 2013

**For and on behalf of the Board of Directors**

**Pramod Maheshwari**  
Managing Director & CEO

**Tarun Kumar Jain**  
GM (Corporate and Legal Affairs)  
and Company Secretary

Place: Kota  
Date: May 18, 2013

**Om Prakash Maheshwari**  
Executive Director & CFO

**Pawan Kumar Lalpuria**  
Independent Director

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Cash Flow Statement for the year ended 31<sup>st</sup> March, 2013**

Amount in ₹

Particulars	2012-13	2011-12
<b>A. Cash Flows from Operating Activities</b>		
Net Profit Before Taxation and before prior period items	422,171,928	425,057,507
<b>Adjustments for:</b>		
Depreciation	25,767,141	16,627,868
Dividend Income	(28,947,251)	(38,462,703)
Short/Long Term Capital Gain on shares/assets	(59,018,197)	(63,748,182)
Interest Income	(105,893,048)	(54,013,169)
Interest expense	16,786,735	461,371
Bad Debts written off	-	3,96,703
Miscellaneous expenditure written off	161,340	356,422
Provision for Doubtful Debts and Advances	1,421,206	2,870,416
Provision for Gratuity	624,826	598,620
<b>Operating Profit before Working Capital Changes</b>	<b>273,074,680</b>	<b>29,01,44,853</b>
(Increase)/Decrease in Trade and Other Receivables	(66,151,485)	3,732,481
(Increase)/Decrease in Inventories	196,421	(3,034,346)
(Increase)/Decrease in Loans and Advances	2,981,541	(311,012,102)
Increase/(Decrease) in trade and other payables	43,482,695	1,348,940
<b>Cash generated from operations</b>	<b>253,583,851</b>	<b>(18,820,174)</b>
Direct taxes paid	(102,152,584)	(126,731,604)
<b>Net Cash from Operating Activities</b>	<b>151,431,267</b>	<b>(145,551,778)</b>
<b>B. Cash Flows from Investing Activities</b>		
Sale of Fixed Assets	190,231,493	5,900,000
Interest & Dividend Received	134,840,299	92,475,872
Purchase of Fixed Assets (including CWIP)	(596,246,686)	(818,693,721)
Sale/(Purchase) of Other Investments	(455,278,959)	772,514,259
<b>Net Cash (used in)/ from Investing Activities</b>	<b>(726,453,853)</b>	<b>52,196,410</b>
<b>C. Cash Flows from Financing Activities</b>		
(Repayment)/Proceeds from Short Term Borrowings	531,572,034	(579,992)
Brokerage	-	(53,546)
Payment (to)/from of Minority Interest	1,174,535	94,606
Interest paid	(16,786,735)	(461,371)
<b>Net Cash Flow from Financing Activities</b>	<b>515,959,834</b>	<b>(1,000,303)</b>
Net increase/(decrease) in cash and cash equivalents (A + B + C)	(59,062,752)	(94,355,671)
Cash and Cash Equivalents at beginning of the period	131,803,483	226,159,154
<b>Cash and Cash Equivalents at end of the period</b>	<b>72,740,731</b>	<b>131,803,483</b>

**Sub Notes:**

- Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3 : "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.
- Purchase of fixed assets includes movement of Capital Work-in-progress during the period.
- Cash and cash equivalents represent bank balance.
- Previous Year figures have been regrouped / reclassified where necessary.

As per our report attached

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration No. 000452N

by the hand of

**Pavan K. Aggarwal**

Partner

Membership No. 091466

Place: New Delhi

Date: May 18, 2013

**For and on behalf of the Board of Directors**

**Pramod Maheshwari**

Managing Director & CEO

**Tarun Kumar Jain**

GM (Corporate and Legal Affairs)  
and Company Secretary

Place: Kota

Date: May 18, 2013

**Om Prakash Maheshwari**

Executive Director & CFO

**Pawan Kumar Lalpuria**

Independent Director

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Notes forming part of the financial statements**

**NOTE 1. SHARE CAPITAL**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
<b>Authorised:</b>		
25,000,000 Equity Shares of ₹ 10/- each	250,000,000	250,000,000
(Previous Year 25,000,000 Equity Shares of ₹ 10/- each)		
<b>Issued, Subscribed and Paid up:</b>		
18,132,939 Equity Shares of ₹ 10/- each	181,329,390	181,329,390
(Previous Year 18,132,939 Equity Shares of ₹ 10/- each)		
<b>Total</b>	<b>181,329,390</b>	<b>181,329,390</b>

**Sub notes:**

- (a) (i) of the above 11,292,120 (previous year 11,292,120) equity shares were issued as fully paid up bonus shares by way of capitalisation of securities premium account and general reserve.
- (ii) The company has only one class of share referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share.
- (b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period;

Particulars	As at 31.03.2013		As at 31.03.2012	
	Number of shares	Amount (₹)	Number of shares	Amount (₹)
<b>Equity Shares with voting rights</b>				
Opening balance	18,132,939	181,329,390	18,132,939	181,329,390
Change during the year	-	-	-	-
Closing balance	18,132,939	181,329,390	18,132,939	181,329,390

- (c) Details of shares held by each shareholder holding more than 5% shares of the aggregate shares in the Company:

Name of shareholder	As at 31.03.2013		As at 31.03.2012	
	Number of shares	% held	Number of shares	% held
Mr. Pramod Kumar Maheshwari	1463498	8.07	1,403,398	7.74
Mr. Om Prakash Maheshwari	1386300	7.65	1,386,300	7.65
Mr. Nawal Kishore Maheshwari	1385800	7.64	1,385,800	7.64
Mr. Gulab Chand Maheshwari	1339500	7.39	1,339,500	7.39
Mrs. Kailash Bai	1339500	7.39	1,339,500	7.39
Mrs. Shilpa Maheshwari	1339500	7.39	1,339,500	7.39
Mrs. Rekha Maheshwari	1339500	7.39	1,339,500	7.39
Mrs. Neelima Maheshwari	1339500	7.39	1,339,500	7.39
M/s Reliance Capital Trustee Co. Ltd.	1023711	5.65	943,571	5.20
ICICI Prudential Discovery Fund	1271277	7.01	-	-

## (d) Reconciliation of IPO Proceeds utilisation

Amount in ₹

Particulars	April-12 to March-13	April-11 to March-12
Funds raised through IPO in October, 2010	1,149,999,820	1,149,999,820
<b>Fund Utilisation:-</b>		
Public Issue Expenses	67,698,547	67,698,547
Land Development under Construction and development of integrated campus facility	514,080,185	266,234,883
Construction of CP Tower 2 under Expansion of classroom infrastructure and office facility	190,088,976	134,001,072
General Corporate Purpose	344,810,257	144,100,871
<b>Total</b>	<b>1,116,677,965</b>	<b>612,035,373</b>
Balance amount invested in units of FMP's and Liquid Funds	33,321,855	537,964,447

(e) Pursuant to Special Resolution passed at Extra Ordinary General Meeting held on March 19, 2012 the company obtained the approval from the members for deviation in the utilisation of IPO Proceeds and delegated the powers to the Board of Directors of the Company to utilise any part of the net proceeds for a purpose or purposes other than those described in the Prospectus of the company.

(f) The list of the subsidiaries and associates included in the consolidated financials as at 31st March, 2013 are as under:-

Name	Country of Incorporation	Proportion of Ownership Interest(%)	Proportion of Voting Power held (%)
<b>Subsidiaries:</b>			
Career Point Edutech Limited	India	95	95
Career Point Infra Limited	India	99.99	99.99
Gyan Edutech Private Limited	India	60	60
Career Point Accessories Private Limited	India	60	60
<b>Associate:</b>			
Imperial Infin Private Limited	India	42.74	42.74

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Notes forming part of the financial statements**

**NOTE 2. RESERVES AND SURPLUS**

Amount in ₹

Particular	As at 31.03.2013		As at 31.03.2012	
<b>(i) Securities Premium Account:</b>				
Opening Balance	1,715,501,190		1,715,554,736	
Add: Received During the Period	-		-	
	1,715,501,190		1,715,554,736	
Less: Commission and expenditure related to equity share issue	-	1,715,501,190	53,546	1,715,501,190
<b>(ii) General Reserve</b>		8,657,591	-	8,657,591
<b>(iii) Balance in Statement of Profit and Loss:</b>				
Opening Balance	1,048,189,076		75,02,33,246	
Add: Profit for the year	301,266,614	1,349,455,690	297,955,830	1,048,189,076
<b>Total</b>		<b>3,073,614,471</b>		<b>2,772,347,857</b>

**NOTE 3. DEFERRED TAX LIABILITY**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Deferred Tax Liabilities	23,279,462	2,894,865
<b>Total</b>	<b>23,279,462</b>	<b>2,894,865</b>

**Sub note:**

The major components of deferred tax assets and deferred tax liabilities are as under:-

Amount in ₹

Particulars	As at 31.03.2013		As at 31.03.2012	
	Deferred Tax Assets	Deferred Tax Liabilities	Deferred Tax Assets	Deferred Tax Liabilities
Difference between book and tax WDV		30,187,438		9,805,311
Expenses allowable for tax purposes on payment basis	5,120,744	-	4,789,420	
carried forward Capital losses	1,787,232	-	2,121,026	
	<b>6,907,976</b>	<b>30,187,438</b>	<b>6,910,446</b>	<b>9,805,311</b>
<b>Net deferred tax liability / (asset)</b>		<b>23,279,462</b>		<b>2,894,865</b>
<b>Net incremental liability charged to the Profit and Loss Account</b>	<b>-</b>	<b>20,384,597</b>	<b>-</b>	<b>161,035</b>



**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Notes forming part of the financial statements**

**NOTE 4. LONG TERM PROVISIONS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Employees Benefits [Refer Note 27(iii)]	4,579,785	3,954,959
<b>Total</b>	<b>4,579,785</b>	<b>3,954,959</b>

**NOTE 5. SHORT TERM BORROWINGS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Overdraft from Bank		
- Secured	-	-
From Bank including accrued interest	319,083,327	-
From Others Including accrued interest	212,488,707	-
<b>Total</b>	<b>531,572,034</b>	<b>-</b>

**Sub Note:**

(a) Overdraft from Bank

- i) The group has secured loan-overdraft facility of ₹ 270/- Lacs from HDFC Bank against the security of Fixed Deposit Receipts of ₹ 300/- Lacs issued by HDFC Bank in the name of the Company.
- ii) The group has secured loan- Dropline Overdraft facility of ₹ 500/- Lacs from HDFC Bank , against the security of three of its properties. The amount availed against both above the facilities, at the year end is ₹ NIL ( Previous Year ₹ NIL).

(b) Term loan

- i) The Group has pledged its investment in Mutual fund of ₹6,517/- Lacs to Bank/others as a security against loan to the Group Companies repayable in one year.

**NOTE 6. TRADE PAYABLES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Sundry Creditors		
Due to others	3,219,126	1,198,966
Due to Micro, Medium and Small enterprises	-	-
<b>Total</b>	<b>3,219,126</b>	<b>1,198,966</b>

**Sub notes:**

Amount payable to Micro, Small & Medium Enterprises (MSMED Act):

- i) In spite of absence of a data-base identifying creditors as Micro, Small & Medium Enterprises, the management is of the opinion that there are no parties which can be classified as Micro, Small & Medium Enterprises to whom the company owes any sum. The Auditors have accepted the representations of the management in this matter.
- ii) The company will identify the suppliers who are covered under " The Micro, Small & Medium Enterprises Development Act, 2006" on receiving the information from them, after which necessary information as required under the said Act will be complied with.

**NOTE 7. OTHER CURRENT LIABILITIES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Accrued Salaries and benefits		
-Salaries and benefits	21,742,763	24,383,633
Other liabilities		
- Security deposits (Including retention)	41,980,301	26,768,452
- Withholding and other taxes	6,619,555	6,830,863
- Interest accrued but not due	710,027	-
- Others	10,086,764	5,597,271
Income received in advance	42,117,915	40,503,723
<b>Total</b>	<b>123,257,325</b>	<b>104,083,942</b>

**Sub Note:**

(a) Amount Due to Related Parties

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Key Managerial Personnel:		
(i) Mr. Om Prakash Maheshwari	-	217,280
(ii) Mr. Pramod Maheshwari	108,000	170,161
(iii) Mr. Nawal Kishore Maheshwari	76,500	145,250
(iv) Mr. Amit Sinha	900,000	
Enterprises under same Management:		
(i) Career Point Education Society	80,000	-

**NOTE 8. SHORT TERM PROVISIONS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Employees benefits	369,854	425,624
Tax (wealth tax)	1,442,366	1,400,000
Expenses	10,073,802	12,350,785
<b>Total</b>	<b>11,886,022</b>	<b>14,176,409</b>

**Sub Note:**

Amount Due to Related Parties

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
(a) Key Managerial Personnel:		
(i) Mr. Pramod Maheshwari (Rent)	31,500	58,500
(b) Enterprises under same Management:		
(i) Diamond Business Solutions Private Ltd.	90,000	90,000
(ii) Wellwin Technosoft Private Ltd.	18,000	18,000
(iii) Om Prakash Maheshwari (HUF)	22,500	80,240
(iv) Gopi Bai Foundation (Rent)	170,634	167,200
(c) Associates/Group companies:		
(i) Imperial Infin Pvt Ltd	11,000	-
(d) Relative of Key Management Personnel:		
(i) Smt. Shilpa Maheshwari	22,500	90,270
(ii) Smt. Neelima Maheshwari	5,000	10,000

**CAREER POINT LIMITED**  
(Formerly known as Career Point Infosystems Limited)  
Consolidated Notes forming part of the financial statements

**NOTE 9****FIXED ASSETS****FOR THE YEAR ENDED ON 31st March, 2013**

Amount in ₹

<b>PARTICULARS</b>	<b>GROSS BLOCK</b>			<b>DEPRECIATION</b>			<b>NET BLOCK</b>	
	<b>AS AT 01.04.12</b>	<b>ADDITIONS</b>	<b>DELETION</b>	<b>AS AT 31.03.13</b>	<b>UP TO 31.03.12</b>	<b>FOR THE YEAR</b>	<b>UP TO 31.03.13</b>	<b>AS AT 31.03.12</b>
<b>(A) Tangible Assets</b>								
Freehold Land	108,509,032	8,154,894	2,683,800	113,980,126	-	-	-	108,509,032
Land leasehold	398,291,280	114,605,370	150,000,000	362,896,650	7,699,281	2,665,947	10,365,228	390,591,999
Vehicle	6,894,647	58,02,476	168,566	1,25,28,557	2,417,334	1,158,054	3,474,830	4,477,313
Building	202,859,238	57,20,41,598	-	77,49,00,836	5,018,689	11,545,715	16,564,404	197,840,549
Computer	1,04,41,725	33,35,135	35,960	1,37,40,900	69,47,300	14,67,363	83,94,679	34,94,425
Furniture & Fixtures	7,33,38,829	1,63,33,406	1,75,224	89,497,011	1,74,52,332	84,30,795	25,848,911	5,58,86,497
Plant & Machinery	12,456,040	-	-	12,456,040	4,332,769	499,267	4,832,036	8,123,271
<b>Sub-total (A)</b>	<b>812,790,791</b>	<b>720,272,879</b>	<b>153,063,550</b>	<b>1,380,000,120</b>	<b>43,867,705</b>	<b>25,767,141</b>	<b>69,480,088</b>	<b>768,923,086</b>
<b>(B) Intangible Assets</b>								
Trademark	21,000	-	-	21,000	-	-	-	21,000
<b>Sub-total (B)</b>	<b>21,000</b>	<b>-</b>	<b>-</b>	<b>21,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>21,000</b>
<b>Total (A)+(B)</b>	<b>812,811,791</b>	<b>720,272,879</b>	<b>153,063,550</b>	<b>1,380,021,120</b>	<b>43,867,705</b>	<b>25,767,141</b>	<b>69,480,088</b>	<b>768,944,086</b>
Capital Work in progress	-	-	-	-	-	-	-	800,215,124
<b>TOTAL</b>	<b>812,811,791</b>	<b>720,272,879</b>	<b>153,063,550</b>	<b>1,380,021,120</b>	<b>43,867,705</b>	<b>25,767,141</b>	<b>69,480,088</b>	<b>1,569,159,210</b>
Previous Year	568,307,273	331,807,697	87,303,179	812,811,791	27,355,081	16,627,868	43,867,705	771,990,308

**Sub note:**

(a) The management of the Company has reviewed the existing assets working conditions and utility as at the balance sheet date and are of the opinion that there exists no indication that an asset has been impaired and hence no impairment has been carried out.

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Notes forming part of the financial statements**

**NOTE 10. NON CURRENT INVESTMENTS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
A. Trade Investments		
1. Investment in Equity Instruments		
a) Associate		
Equity Shares of Imperial Infin Private Ltd. (Unquoted)	3,400,000	3,400,000
34,000 (Previous year 34,000) shares of ₹ 100/- each		
Add/(Less) : Accumulated share in profit/(loss) of associate Company at the beginning of the year	747,613	538,711
Add/(Less) : Share in profit/(loss)(net) of associate company - current year	61,700	208,902
<b>Total</b>	<b>4,209,313</b>	<b>4,147,613</b>

**Sub note:**

(a) Aggregate Book value of unquoted investments:

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Book value of unquoted Investments	4,209,313	4,147,613

**NOTE 11. LONG TERM LOANS AND ADVANCES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
<b>Unsecured and considered good :</b>		
Capital Advances	71,264,596	196,909,450
Security Deposits	8,516,761	9,278,068
Balances with Authorities	10,652,387	4,958,454
Loans and advances to Related Parties - Associates	584,239,880	470,914,309
Loan and advances to employees		
- Unsecured and considered good	-	1,020,000
- Considered doubtful	1,272,000	252,000
	1,272,000	1,272,000
Less: Provision for doubtful advances	1,272,000	252,000
	-	1,020,000
Other		
- Unsecured and considered good	-	4,340,158
- Considered doubtful	2,000,238	2,113,063
	2,000,238	6,453,221
Less: Provision for doubtful advances	2,000,238	2,113,063
	-	4,340,158
<b>Total</b>	<b>674,673,624</b>	<b>687,420,439</b>

**Sub note:**

- (a) The company has given an unsecured loan of ₹ Nil (Previous Year ₹ 124.00/- Lacs repaid along with interest) at the rate of interest 9% p.a. to Gopi Bai Foundation Trust, a Public Charitable Trust,

**NOTE 12. OTHER NON CURRENT ASSETS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Preliminary exp.	113,790	-
<b>Total</b>	<b>113,790</b>	<b>-</b>

**NOTE 13. CURRENT INVESTMENT**

Amount in ₹

Particular	Face value	No. of Units	No. of Units	As at	As at
	per unit	As at 31.03.2013	As at 31.03.2012	31.03.2013	31.03.2012
A. Investment in mutual funds-Quoted					
SBI DYNAMIC BOND FUND REG. PLAN GROWTH <sup>(1)(2)</sup>	10	4,983,341	-	70,000,000	-
DSP BLACKROCK STRATEGIC BOND FUND IP GROWTH <sup>(1)</sup>	1,000	53,398	-	70,000,000	-
HDFC SHORT TERM OPPORTUNITIES FUND GROWTH <sup>(1)</sup>	10	5,714,052	-	70,000,000	-
ICICI PRUDENTIAL INCOME OPPORTUNITIES FUND GROWTH <sup>(2)</sup>	10	4,503,490	-	70,000,000	-
ICICI PRUDENTIAL DYNAMIC BOND FUND GROWTH	10	3,890,142	-	50,000,000	-
UTI CREDIT OPPORTUNITIES FUND GROWTH	10	1,000,000	-	10,000,000	-
SBI DEBT FUND SERIES 370 DAYS - GROWTH	10	-	5,000,886	-	50,008,860
SBI DEBT FUND SERIES 367 DAYS 11 - GROWTH	10	-	2,000,000	-	20,000,000
DSP BLACKROCK LIQUIDITY FUND DAILY DIV.	1,000	-	35,388	-	35,399,533
HDFC LIQUID FUND PREMIUM PLAN, DIVIDEND	10	-	940,723	-	11,533,079
ICICI PRU - FLEXBLE INCOME PLAN DAILY DIV.	100	-	712,646	-	75,351,653
ICICI PRU - FLEXBLE INCOME PLAN DAILY DIV.	100	-	524,648	-	55,473,613
ICICI PRUDENTIAL Q. INT. II INST. DIV.	10	-	2,000,000	-	20,000,000
ICICI PRUDENTIAL LONG TERM PLAN GROWTH <sup>(1)</sup>	10	8,613,688	-	105,000,000	
RELIANCE FIXED HORIZON FUND XXI- SERIES 3 GROWTH	10	-	3,000,000	-	30,000,000
UTI FLOATING RATE FUND REG. PLAN DAILY DIV.	1,000	139,891	-	150,645,591	-
UTI DYNAMIC BOND FUND GROWTH <sup>(1)</sup>	10	4,703,005	4,703,005	50,000,000	50,000,000
UTI FTIF SERIES XII-III (366 DAYS) GROWTH <sup>(2)</sup>	10	6,000,000	-	60,000,000	-
UTI FTIF SERIES XII-IV (366 DAYS) GROWTH <sup>(2)</sup>	10	5,000,000	-	50,000,000	-
KOTAK FLEXI DEBT PLAN A - DAILY DIVIDEND	10	6,984,475	-	70,176,515	-
RELIANCE DYNAMIC BOND FUND GROWTH <sup>(2)</sup>	10	3,843,616	-	60,000,000	-
JP MORGAN INDIA FIXED MATURITY PLAN SERIES 12-GROWTH	10	3,000,000	-	30,000,000	-
UTI LIQUID CASH PLAN IP DAILY INCOME OPTION	1,000	-	155,413	-	158,435,557
UTI FIXED INCOME FUND SERIES X-V (369 DAYS ) GROWTH	10	-	5,000,000	-	50,000,000
UTI FIXED INCOME FUND SERIES X-III (370 DAYS)	10	-	5,000,000	-	50,000,000
UTI TREASURY ADVANTAGE FUND DAILY DIV.	1,000	-	1,994	-	2,085,898
TATA INCOME FUND APPRECIATION OPTION-BONUS <sup>(2)</sup>	10	4,425,210	-	46,666,628	
DSP BLACKROCK FTP Series-22	10	10,000,000	-	100,000,000	
SBI SHORT HORIZON FUND ULTRA ST RETAIL PLAN	1,000	1,015	-	1,016,719	
				<b>1,063,505,453</b>	<b>608,288,193</b>

**Sub note:**

(a) Aggregate value of quoted investments

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Market value of quoted Investments	1,10,40,01,090	623,827,373
Book value of quoted Investments	1,06,35,05,453	608,288,193

(1) Pledged/marked a lien as security against short term loan to the Company.

(2) Pledged/marked a lien as security against short term loan to its subsidiary Career Point Infra Limited.

**NOTE 14. INVENTORIES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
i) Raw Material	4,169,257	3,401,396
ii) Finished Goods	15,414,092	16,378,374
<b>Total</b>	<b>19,583,349</b>	<b>19,779,770</b>

**Sub notes:**

(a) Classification of Inventories as required by AS-2 "Valuation of Inventories":-

Raw Material and Finished Goods contain Publication Material (Paper), and Other Items and Printed Material (Books) respectively. Inventory consists of various types of books and other items, therefore item wise break-up of the same is not given.

**NOTE 15. TRADE RECEIVABLES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
(a) Debts overdue for a period exceeding six months		
- Unsecured		
i) Considered good	32,552,838	4,839,418
ii) Doubtful	7,560,962	8,016,007
	40,113,800	12,855,425
Less: Provision for doubtful debts	7,560,962	8,016,007
	32,552,838	4,839,418
(b) Other trade receivables		
- Unsecured and considered good	42,615,209	4,177,144
<b>Total</b>	<b>75,168,047</b>	<b>9,016,562</b>

**Sub note:**

Amount Due from Related Parties:

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Other trade receivables		
Gopi Bai Foundation	52,448,846	721,800
Career Point Education Society	14,937,273	-
Jeevn Raksha Shikshan Samiti	75,000	-
<b>Total</b>	<b>67,451,119</b>	<b>721,800</b>

**NOTE 16. CASH AND CASH EQUIVALENTS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
a) Cash on Hand	2,577,617	3,194,461
b) Balances with Banks		
(i) In Current Accounts	25,163,649	33,797,280
(ii) In Deposit Accounts [Refer note 5 Sub note (a)(i)]	43,981,013	94,811,742
(c) Cheques and drafts on hands	1,018,452	
<b>Total</b>	<b>72,740,731</b>	<b>131,803,483</b>



**Sub note:**

- (a) Deposit account including fixed deposits amounting to ₹ Nil (PY ₹ 60,00,000/-) which was under lien against bank guarantee given to Bombay stock exchange valid upto 5th June, 2012.
- (b) Deposits Accounts including accrued interest of ₹ 2,159,127 (Previous year ₹ 4,634,969/-)

Amount in ₹

Bank Deposit	As at 31.03.2013	As at 31.03.2012
Maturity more than 12 months	Nil	Nil

**NOTE 17. SHORT-TERM LOANS AND ADVANCES**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
<b>Unsecured, considered good, unless otherwise stated:</b>		
Loans and advances to Related Parties - others	523,472	-
Advance payment of Income Tax (Including TDS) (Net of Provision)	27,555,152	27,925,551
<b>Advances recoverable in cash or in kind or for value to be received:</b>		
Deposit with Sales Tax/Service Tax Authorities	7,884,231	6,743,720
Loans and advances to Employees	1,933,163	834,150
Others	21,272,405	14,409,687
Prepaid Expenses	1,020,278	652,934
<b>Total</b>	<b>60,188,701</b>	<b>50,566,042</b>

**NOTE 18. OTHER CURRENT ASSETS**

Amount in ₹

Particular	As at 31.03.2013	As at 31.03.2012
Preliminary expenses	28,826	-
<b>Total</b>	<b>28,826</b>	<b>-</b>

**NOTE 19. CONTINGENT LIABILITIES AND COMMITMENTS**

Particular	As at 31.03.2013	As at 31.03.2012
<b>(a) Contingent Liabilities:</b> (to the extent not provided for)		
Service tax liability that may arise in respect of matters in appeal	48,085,326	1,054,036
Income tax & TDS liability that may arise in respect of matters in appeal	2,178,472	950,525
Claims against the Company not acknowledged as debts	4,738,695	5,300,436
Value added tax liability that may arise in respect of matters in appeal	34,546,309	7,757,800
<b>(b) Commitments:</b>		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	185,429,867	346,091,908

**Sub note:-**

An undisclosed income was detected during search and seizure in December, 2009 in the office premises of the Company, which was settled by the order of the Settlement Commission for an amount of ₹ 94,279,617/-. The total amount of tax liability including interest of ₹ 39,249,799/- was provided by the Company in two financial years i.e. 2011-2012 and 2012-13 as tax for earlier years in the Profit and Loss Account.

**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Consolidated Notes forming part of the financial statements**

**NOTE 20. REVENUE FROM OPERATION**

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
a) Sale of Study Material		
(i) Domestic	14,313,523	2,424,979
b) Services		
- Coaching fees*	647,481,501	773,635,311
- Franchisees Income	31,244,878	15,766,692
- Formal Education Services	12,410,000	4,047,865
- Lease rent Income	70,885,688	-
<b>Total Gross Revenue</b>	<b>776,335,590</b>	<b>795,874,847</b>
<b>Less-</b>		
-Rebates/Discounts	-	-
<b>Total</b>	<b>776,335,590</b>	<b>795,874,847</b>

\*Coaching fees of last year includes sale of application forms.

**Sub note:**

(a) During the year, the Company has earned income from the following related parties defined as per AS-18 "Related Party Disclosures":-

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
<b>Fee Income - Education Service Charges</b>		
Enterprises under same Management:		
Gopi Bai Foundation	11,810,000	4,047,865
Career Point Education Society	600,000	-
<b>Rental Income</b>		
<b>Enterprises under same Management :</b>		
Gopi Bai Foundation	54,288,718	-
Career Point Education Society	16,596,970	
<b>Total</b>	<b>83,295,688</b>	<b>4,047,865</b>

**NOTE 21. OTHER INCOME**

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
<b>a) Dividend Income :</b>		
(i) from Current Investments	28,947,251	38,462,703
<b>b) Interest Income :</b>		
(i) From Group Companies	46,615,642	42,449,437
(ii) From Bank Deposits	5,862,315	8,325,040
(iii) From Loans and Advances (357 L pertains to earlier years)	53,214,719	3,238,692
(iv) Others (Incuding income Tax Refund)	200,372	-

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
<b>c) Net gain on sale of :</b>		
(i) Current Investments	19,011,698	59,319,600
<b>d) Other Income :</b>		
(i) Profit on sale of fixed assets	40,006,499	4,428,582
(ii) Bad debts recovered	250,455	181,324
(iii) Agriculture Income	92,248	80,000
(iv) Rent Income	135,000	-
(v) Miscellaneous Income	1,816,959	1,524,432
<b>Total</b>	<b>196,153,158</b>	<b>158,009,810</b>

**Sub note:**

(a) During the year, the Company has earned other income from the following related parties defined as per AS-18 "Related Party Disclosures":-

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
<b>Interest Income on Loan to :</b>		
<b>Enterprises under same Management:</b>		
Gopi Bai Foundation	26,183,075	22,688,152
Adarsh Foundation	10,610	9,610
Career Point Education Society	4,120,460	3,011,894
Career Point Foundation	-	371
Progressive Foundation	1,103,872	765,012
Proseed Foundation	11,119,377	13,103,073
Sankalp Foundation	2,614,861	1,550,939
Sarthak Foundation	991	200
Shakti Foundation	1,440,919	1,320,186
J.B.S. Shikshan Samiti	6,584	-
Jeeven Raksha Shikshan Samiti	14,893	-
<b>Rent Income:</b>		
Gopi Bai Foundation	60,000	-
Jeeven Raksha Shikshan Samiti	75,000	-
<b>Brokerage Received (Miscellaneous Income):</b>		
<b>Key management Personnel:</b>		
Mr. Om Prakash Maheshwari	-	921, 666

**NOTE 22. COST OF MATERIAL CONSUMED**

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
<b>Cost of materials consumed</b>		
Opening stock	3,401,396	1,766,542
Add: Purchases during the period		
Paper Purchased	17,083,702	15,461,281
Ink & Chemicals used	57,917	432,245
Printing Labour	8,009,603	9,214,259
	28,552,618	26,874,327
Less: Closing stock	4,169,257	3,401,396
<b>Total</b>	<b>24,383,361</b>	<b>23,472,931</b>

## NOTE 23. CHANGE IN INVENTORY OF FINISHED GOODS

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
Opening stock	16,378,374	14,978,882
Closing stock	15,414,092	16,378,374
(Increase)/Decrease in Finished Goods	964,282	(1,399,492)

## NOTE 24. EMPLOYEE BENEFITS EXPENSES

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
Salaries, Wages and Bonus to		
- Teaching staff	281,937,740	281,772,592
- Non Teaching Staff	57,692,629	50,275,687
Contribution to provident and other funds	939,685	964,549
Gratuity	624,826	598,620
Staff Welfare	2,438,230	2,306,175
<b>Total</b>	<b>343,633,110</b>	<b>335,917,623</b>

## Sub note:

(a) Provision for Bonus has been made for ₹ 369,854/- (Previous year ₹ 425,624/-) for eligible employees for the year ended 31<sup>st</sup> March, 2013.

(b) During the year, the company has paid remuneration to the following related parties defined as per AS-18 "Related Party Disclosures" :-

Amount in ₹

Particulars	For the year ended 31.03. 2013	For the year ended 31.03. 2012
<b>Key Management Personnel:</b>		
Mr. Pramod Maheshwari	2,069,250	1,743,000
Mr. Om Prakash Maheshwari	2,069,250	1,743,000
Mr. Nawal Kishore Maheshwari	2,069,250	1,743,000

## NOTE 25. FINANCE COST

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
a) Interest Expenses		
(i) Term loan		
- Bank	11,894,048	461,371
- Others	4,428,640	
b) Other borrowing cost	464,047	
<b>Total</b>	<b>16,786,735</b>	<b>461,371</b>

## NOTE 26. OTHER EXPENSES

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
Advertisement Expenses	53,739,582	64,483,081
Legal and professional charges	5,460,329	6,034,090
Repairs - Buildings	604,656	674,788
Repairs - Plant and equipment	1,843,477	1,874,120
Rent	19,232,782	20,308,323
Repairs - others	921,683	320,592
Insurance	143,926	149,870
Travelling & Conveyance	4,828,320	3,382,968
Payments to Auditors [Refer sub note (a) below]	367,646	692,860
Transportation & Packing Material Expenses	741,699	613,042
Bad debts and advances written off	-	396,703
Provision for doubtful debts and advances	1,421,206	2,870,416
Directors' fees	75,000	85,000
Bank charges	82,189	161,042
Telephone, postage & telegram	4,298,930	3,875,076
Printing and stationery expenses	4,336,220	3,647,355
Security charges	4,228,123	3,395,464
Gifts, Awards & Prizes	1,286,922	1,318,793
Electricity & Water Expenses	10,358,408	9,106,984
Conference, Seminars & Business promotion expenses	2,754,725	3,837,696
Institute Expenses	12,364,095	11,880,009
Miscellaneous expenses	161,340	14,590
Membership fees	44,689	100,054
Interest, Penalty & Fine Charges	676,872	262,025
Scholarship, student kit and examination expenses	8,765,405	13,853,050
Books periodicals and subscriptions	42,605	72,436
Preliminary expenses written off.	1,362	356,422
<b>Total</b>	<b>138,782,191</b>	<b>153,766,849</b>

## Sub note:

(a) Payments to Auditors (excluding service tax)

Amount ₹

Particular	For the year ended 31.03. 2013	For the year ended 31.03. 2012
(i) Audit Fee	312,500	310,000
(ii) Expenses Reimbursed	55,146	382,860
<b>Total</b>	<b>367,646</b>	<b>692,860</b>

(b) During the year, the Company has paid rent to the following related parties defined as per AS-18 "Related Party Disclosures" :-

Amount in ₹

Particulars	For the year ended 31.03. 2013	"For the year ended 31.03. 2012
<b>Key Management Personnel:</b>		
Mr. Pramod Maheshwari	450,000	780,000
<b>Associates/Group companies:</b>		
Imperial Infin Pvt Ltd	44,000	-
<b>Relative of Key Management Personnel:</b>		
Smt. Shilpa Maheshwari	365,000	1,080,000
Smt. Neelima Maheshwari	65,000	120,000
Smt. Rekha Maheshwari	-	10,000
<b>Enterprises under same Management:</b>		
Diamond Business Solutions Private Ltd.	1,200,000	1,200,000
Om Prakash Maheshwari (HUF)	355,000	960,000
Wellwin Technosoft Private Ltd.	240,000	240,000
Gopi Bai Foundation	2,000,400	2,000,400
<b>Total</b>	<b>4,719,400</b>	<b>6,390,400</b>



**Career Point Limited**  
**(Formerly known as Career Point Infosystems Limited)**  
**Balance Sheet as at 31st March, 2013**

**27. Additional Information to the Financial Statements**

- (i) The Consolidated Financial Statements (CFS) are prepared in accordance with Accounting Standard (AS) 21 "Consolidated Financial Statements", and Accounting Standard (AS) 23 "Accounting for Investment in Associates in Consolidated Financial Statements", notified by the Companies (Accounting Standards) Rules, 2006. The CFS comprises the financial statements of Career Point Limited, its subsidiaries and associates. Reference in these notes to Company, Parent Company, Companies and Group shall mean to include Career Point Limited and its subsidiaries and associates, unless otherwise stated.

The notes and significant policies to the CFS are intended to serve as a guide for better understanding of the Group's position. In this respect, the company has disclosed such notes and policies which represent the required disclosure.

- (ii) Provision for Wealth Tax for the year is ₹ 14,42,366/- (Previous year ₹ 14,00,000/-) is included in current tax.

- (iii) The Parent Company has classified the various benefits provided to employees as follows:

(i) Defined Contribution Plans – Provident Fund

(ii) State Plans – Employer's Contribution to Employees Pension Scheme, 1995.

During the period the Parent Company has recognized ₹ 2,81,504/- (Previous year- ₹ 278,309/-) as employer's contribution to Provident Fund and ₹ 5,47,021/- (Previous Year- ₹ 572,138/-) as employer's contribution to Employees Pension Scheme, 1995 in the Profit and Loss Account.

The Parent Company is depositing P.F. depositing P.F contribution only for eligible employees within statutory limits. The employees whose income/salary is above the statutory limits have opted not to subscribe and accordingly, the Company is not required to make the contribution.

(iii) Defined Benefit Plans:

a) Gratuity

b) Leave Encashment

In accordance with Accounting Standard-15 (revised 2005) actuarial valuation was carried out as at 31st March, 2013 in respect of Defined Benefit Plans – Gratuity and Leave Encashment (the Parent Company does not provide encashment of earned leave) on the following assumptions:

Sr.No.	Particulars	31.03.2013	31.03.2012
a)	Discounting Rate	8.25%	8.75%
b)	Future salary Increase	5%	5%
c)	Retirement Age	58 Years	58 Years
d)	Attrition rate	5%	5%

The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

In the absence of any investment, description of the basis required to be used to determine the overall expected rate of return on assets including major categories of plan assets has not been given.

**Change in present value of the defined benefit obligation:**

Sr.No.	Particulars	31.03.2013		31.03.2012	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Present value of obligation as at the beginning of the period	3,954,959	-	3,412,676	-
b)	Acquisition adjustment	-	-	-	-
c)	Interest cost	325,390	-	298,609	-
d)	Past service cost	-	-	-	-
e)	Current service cost	1,230,505	-	1,230,127	-
f)	Curtailment cost/(Credit)	-	-	-	-
g)	Settlement cost/(Credit)	-	-	-	-
h)	Benefits paid	-	-	(56,337)	-
i)	Actuarial (gain)/loss on obligation	(931,069)	-	(930,116)	-
j)	Present value of obligation as at the end of period	4,579,785	-	3,954,959	-

Changes in the fair value of plan assets:

Amount in ₹

Sr. No.	Particulars	As at 31.03.2013		As at 31.03.2012	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Fair value of plan assets at the beginning of the period	-	-	-	-
b)	Acquisition adjustment	-	-	-	-
c)	Expected return on plan assets	-	-	-	-
d)	Contributions	-	-	-	-
e)	Benefits paid	-	-	-	-
f)	Actuarial gain/(loss) on plan assets	-	-	-	-
g)	Fair value of plan assets at the end of the period	-	-	-	-

Amount recognized in the Balance Sheet:

Amount in ₹

Sr. No.	Particulars	As at 31.03.2013		As at 31.03.2012	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Present value of Defined Benefit Obligation	-	-		
	- Funded	-	-	-	-
	- Unfunded	4,579,785	-	3,954,959	-
		4,579,785	-	3,954,959	-
b)	Less. Fair value of Plan Assets	-	-	-	-
c)	Amount to be recognized as (liability) or asset	(4,579,785)	-	(3,954,959)	-

Expense recognized in the statement of profit and loss:

Amount in ₹

Sr. No.	Particulars	As at 31.03.2013		As at 31.03.2012	
		Gratuity	Leave Encashment	Gratuity	Leave Encashment
a)	Current service cost	1,230,505	-	1,230,127	-
b)	Past service cost	-	-	-	-
c)	Interest cost	325,390	-	298,609	-
d)	Expected return on plan assets	-	-	-	-
e)	Curtailment cost / (Credit)	-	-	-	-
f)	Settlement cost / (credit)	-	-	-	-
g)	Net actuarial (gain)/ loss recognized in the period	(931,069)	-	(930,116)	-
h)	Expenses recognized in the statement of profit & losses	624,826	-	598,620	-

Amount for the current period is as follows:-

Gratuity

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Defined Benefit Obligation	624,826	598,620
Plan Assets	-	-
Surplus/ (Deficit)	(624,826)	(598,620)
Experience adjustments on plan liabilities	-	-
Experience adjustments on plan assets	-	-

Leave Encashment

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Defined Benefit Obligation	-	-
Plan Assets	-	-
Surplus/ (Deficit)	-	-
Experience adjustments on plan liabilities	-	-
Experience adjustments on plan assets	-	-

**Experience Adjustment:**

Amount in ₹

Particulars	As at 31.03.2013	As at 31.03.2012
Experience Adjustment (Gain)/ Loss for Plan Liabilities	(1,100,939)	(45,687)
Experience Adjustment Gain/ (loss) for Plan assets	-	-

- (iv) Segment Reporting:  
The management has considered the whole business of the Company as a single segment, thus segment reporting is not required.
- (v) Disclosure of related parties/ related party transactions:  
(a) Name of the related parties with whom transactions were carried out during the period and description of relationship:
- **Key Management Personnel:**  
Mr. Pramod Maheshwari (Managing Director)  
Mr. Om Prakash Maheshwari (Whole time Director)  
Mr. Nawal Kishore Maheshwari (Whole time Director)
  - **Relative of Key Management Personnel:**  
Smt. Shilpa Maheshwari (Wife of Director)  
Smt. Neelima Maheshwari (Wife of Director)  
Smt. Rekha Maheshwari (Wife of Director)
  - **Associates/Group companies:**  
Imperial Infin Pvt Ltd
  - **Enterprises under same Management:**  
Diamond Business Solutions Private Ltd.  
Om Prakash Maheshwari (HUF)  
Wellwin Technosoft Private Ltd.  
Gopi Bai Foundation  
Proseed Foundation  
Adarsh Foundation  
Career Point Education Society  
Career Point Foundation  
Progressive Foundation  
Sankalp Foundation  
Sarthak Foundation  
Shakthi Foundation  
J.B.S. Shikshan Samiti  
Jeeven Raksha Shikshan Samiti

## (b) Disclosure of Related Party transactions:

Amount in ₹

S.No.	Nature of Transaction/ Relationship/ parties	2012-13	2011-12
i)	<b>Loan availed and repaid:</b>		
	<b>Key management Personnel:</b>		
	Mr. Pramod Maheshwari	100,000	-
	Mr. Om Prakash Maheshwari	306,011	-
ii)	<b>Loan given:</b>		
	<b>Enterprises under same Management:</b>		
	Gopi Bai Foundation	113,221,767	338,933,097
	Proseed Foundation	26,965,820	130,998,516
	Career Point Education Society	25,385,296	33,932,198
	Career Point Foundation	-	37,500
	Progressive Foundation	3,800,887	3,040,924
	Sankalp Foundation	2,509,375	15,172,396
	Adarsh Foundation	15,802	108,500
	Sarthak Foundation	3,991	9,500
	Shakti Foundation	1,428,845	262,500
	J.B.S. Shikshan Samiti	2,230,926	-
	Jeeven Raksha Shikshan Samiti	5,213,404	-
iii)	<b>Repayment of Loan Received:</b>		
	<b>Enterprises under same Management:</b>		
	Gopi Bai Foundation	84,010,920	270,315,989
	Adarsh Foundation	-	100,000
	Career Point Education Society	8,309,661	25,678,615
	Sankalp Foundation	-	1,725,000
	Proseed Foundation	10,813,000	105,160,000

## (c) Amount due to/from related parties:

Amount in ₹

S.No.	Nature of Transaction/ Relationship/ parties	As at 31.03.2013	As at 31.03.2012
	<b>Amounts receivable:</b>		
	<b>Enterprises under same Management:</b>		
	Gopi Bai Foundation	318,530,720	289,319,873
	Adarsh Foundation	134,233	118,431
	Career Point Education Society	55,496,428	38,420,793
	Career Point Foundation	-	37,871
	Progressive Foundation	14,670,216	10,869,329
	Proseed Foundation	139,303,268	123,150,448
	Sankalp Foundation	31,462,951	28,953,576
	Sarthak Foundation	13,691	9,700
	Shakti Foundation	17,392,042	15,963,197
	J.B.S. Shikshan Samiti	2,022,927	-
	Jeeven Raksha Shikshan Samiti	5,213,404	-

- (vi) Fees received by the company's franchisees are deposited in the franchisee wise bank account of the Company. However, Company is recording in its books of account only the amount which Company is entitled to receive as royalty as per the agreement entered into with the franchisee.

- (vii) Basic and Diluted Earnings per share ["EPS"] computed in accordance with Accounting Standard (AS) 20 "Earnings per Share"

Particulars	2012-13	2011-12
<b>Basic EPS:-</b>		
Net profit after prior period items and Income tax (₹)	301,266,614	297,955,830
Weighted average number of equity shares outstanding at the end of the year	18,132,939	18,132,939
<b>Basic EPS (in ₹)</b>	<b>16.61</b>	<b>16.43</b>
<b>Diluted EPS:-</b>		
Adjusted profit for diluted earning per share (₹)	301,266,614	297,955,830
Weighted average number of shares outstanding for diluted earning per share	18,132,939	18,132,939
<b>Diluted EPS (in ₹)</b>	<b>16.61</b>	<b>16.43</b>

- (viii) Un-hedged foreign currency exposures are as under: Amount in ₹

Particulars	2012-13	2011-12
Receivables	Nil	Nil
Payables	Nil	Nil

- (ix) There are no amounts due and outstanding to be credited to Investor Education & Protection Fund as at 31st March, 2013.
- (x) The borrowing cost capitalised under Accounting Standard AS-16 is nil in consolidated accounts.
- (xi) Figures for the previous year have been regrouped/reclassified wherever necessary.

#### GENERAL INFORMATION :

Career Point Limited is engaged in providing Education Cousultancy, Management Services and Tutorial Services.

## 28. SIGNIFICANT ACCOUNTING POLICIES:

### (i) Basis of Accounting

The Company maintains its accounts on accrual basis following the historical cost convention in accordance with Generally Accepted Accounting Principles ["GAAP"] and in compliance with the Accounting Standards notified under Section 211 (3C) and other requirements of the Companies Act, 1956.

The Preparation of financial statements in conformity with GAAP requires that the management of the Company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as at the date of the financial statements. Examples of such estimates include the useful life of tangible and intangible fixed assets, provision for doubtful debts/ advances, future obligations in respect of retirement benefit plans etc. Actual results could differ from these estimates.

The accounts of all subsidiaries and associates have been prepared in compliance with Accounting Standards referred to in Section 211(3C)

### (ii) Principles of consolidation

The financial statements of the Parent Company and its subsidiaries have been consolidated on a line by line basis by adding together the book values of like items of assets, liabilities, incomes and expenses, after eliminating intra-group balances and the unrealised profit/losses on the intra-group transactions, and are presented to the extent possible, in the same manners the Company's independent financial statements.

The financial statements of the Parent Company and its subsidiaries have been consolidated using uniform accounting policies for like transactions and other events in similar circumstances.

Investments in associate companies have been accounted for, by using the equity method whereby investment is initially recorded at cost and the carrying amount is adjusted thereafter for post acquisition change in the Company's share of net assets of the associate.

### (iii) Revenue Recognition

Revenue is recognised only when it can be reasonably measured and there exists reasonable certainty of its recovery. Fees/income collected in advance for the period subsequent to the accounting period is shown as current liability.

Interest: Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend: Dividend income is recognised when the right to receive the same is established.

**(iv) Employee Benefits**

Group's contributions paid/ payable during the year to Provident Fund and Retirement Benefits are recognised in the Profit and Loss Account as statutory requirements and on the basis of actuarial valuation.

**(v) Fixed Assets**

Fixed Assets are stated at cost of recognition/installation including charges less accumulated depreciation and include directly attributable cost including installation and freight charges for bringing the assets to working condition for intended use.

**(vi) Depreciation**

Depreciation on assets carried at historical cost is provided on straight-line basis at the rates prescribed under schedule XIV of the Companies Act, 1956.

Depreciation for additions to/deletions from assets is calculated pro-rata from/to the date of addition/deletion.

**(vii) Intangible assets**

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably.

**(viii) Impairment of Assets**

- a) At each Balance Sheet date, the carrying amount of assets is tested for impairment so as to determine:
  - i. The provision for impairment loss required, if any, and
  - ii. The reversal required of impairment loss recognised in previous periods, if any.
- b) An impairment loss is recognised whenever the carrying amount of an asset or its cash generating units exceed its recoverable amount.

Recoverable amount is determined:

- i. in the case of an individual asset, at higher of the net selling price or value in use.
- ii. in the case of cash generating unit, at higher of the cash generating unit's net selling price or value in use.

**(ix) Investments**

- (a) Long term investments are carried at cost after providing for any diminution in value, if such diminution is of permanent nature.
- (b) Current investments i.e. investments that are readily realisable and intended to be held for not more than a year are carried at lower of cost or market value. The determination of carrying costs of such investments is done on the basis of specific identification.

**(x) Inventories**

Inventories are valued at lower of cost or net estimated realisable value and mainly comprise of publication and printed material. The cost of Publication and printed materials have been computed on the basis of cost of materials, labour, cost of conversion and other costs incurred for bringing the inventories to their present location and condition. Cost is determined on FIFO method.

**(xi) Miscellaneous Expenditure**

Preliminary expenses incurred by the Group are amortised over a period of 5 years.

**(xii) Foreign Currency Transactions**

- (a) The reporting currency of the Group is Indian Rupee.
- (b) Foreign currency transactions are recorded on initial recognition in reporting currency, using the exchange rate at the date of transaction. At each Balance sheet date, foreign currency monetary items are reported using the closing rate.

The exchange difference arising on settlement of monetary items or on reporting at each balance sheet date are recognised as income or expense in the year in which they arise.

**(xiii) Taxes on Income**

Tax on income for the current period is determined on the basis of taxable income and tax credits computed in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax is recognised on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date.



(xiv) **Provisions, Contingent Liabilities and Contingent Assets**

- (a) Provisions are recognised for liabilities that can be measured only by using substantial degree of estimation, if
- (i) there is a present obligation as a result of past event;
  - (ii) a probable outflow of resources is expected to settle the obligation;
  - (iii) the amount of the obligation can be reliably estimated.
- (b) Contingent liability is disclosed in the case of :
- (i) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation,
  - (ii) a present obligation when no reliable estimate is possible; or
  - (iii) a possible obligation arising from past events where the probability of outflow of resources is not remote
- Contingent Assets are neither recognised, nor disclosed.
- (c) Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

As per our report attached

**For and on behalf of the Board of Directors**

**SHARP & TANNAN**

Chartered Accountants

ICAI Registration no. 000452N

by the hand of

**Pramod Maheshwari**

Managing Director & CEO

**Om Prakash Maheshwari**

Executive Director & CFO

**Pavan K. Aggarwal**

Partner

Membership No. 091466

**Tarun Kumar Jain**

GM Corporate and Legal Affairs  
and Company Secretary

**Pawan Kumar Lalpuria**

Independent Director

Place : New Delhi

Date : May 18, 2013

Place : Kota

Date : May 18, 2013

### Information on the financials of the Subsidiary Companies

Particulars regarding subsidiary Companies, in accordance with General Circular No: 02/2011 dated 8th February, 2011 from the Ministry of Corporate Affairs.

Name of Subsidiary Company	" Issued and subscribed share capita"	Reserves	Total Assets	Total Liabilities excluding 2 and 3	"Investment Included in Total Asset	Revenue (Turnover & Other Income)	Profit /(Loss) Before Taxation	Provision for Taxation	(Amount in ₹)	
									Profit /(Loss) After Tax	Proposed Dividend
1	2	3	4	5	6	7	8	9	10	11
Career Point Infra Limited	39,790,000	1,423,679,261	1,806,961,457	343,492,196	146,666,628	163,841,443	147,934,102	33,604,458	114,329,644	-
Career Point Edutech Limited	5,789,470	(1,995,480)	8,756,364	4,962,374	-	-	(103,342)	-	(103,342)	-
Gyan Eduventure Private Limited	200,000	626,581	2,668,516	1,841,935	1,016,719	180,514	(2,920,081)	3,338	(2,923,419)	
Career Point Accessories Private Limited	1,000,000	-	1,002,500	2,500	-	-	-	-	-	-

### Information on the financials of the Subsidiary Companies

Statement pursuant to Section 212 of the Companies Act, 1956, relating to subsidiary Companies

(Amount in ₹)

S.No.	Name of subsidiary	Career Point Infra Limited	Career Point Edutech Limited	Gyan Eduventure Private Limited	Career Point Accessories Private Limited
1	Financial year of the subsidiary Company ended on	March 31, 2013	March 31, 2013	March 31, 2013	March 31, 2013
2	Holding Company's interest				
	(i) No. of equity share held by the Holding Company in the subsidiary	550,000 3,978,994	12,000	60,000	
	(ii) Percentage (%) of Holding	100%	95%	60%	60%
3	The net aggregate of profit or (loss) of the subsidiary so far as it concerns of the holding Company not dealt within the holding Company's Account				
	(i) for the Current Financial Year	114,329,644	(98,175)	(1,754,051)	-
	(ii) for the Previous Financial Year	731,753	(193,142)	-	-
4	The net aggregate of profit or (loss) of the subsidiary so far as it concerns the members of the holding Company dealt within the holding Company's Account				
	(i) for the Current Financial Year	NIL	NIL	NIL	NIL
	(ii) for the Previous Financial Year	NIL	NIL	NIL	NIL

## NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Thirteenth Annual General Meeting** of the Members of **CAREER POINT LIMITED** will be held on Saturday, 21<sup>st</sup> Day of September, 2013 at 4.00 P.M. at CP Tower 2, Indraprastha Industrial Area, Road No.1, Kota-324005, Rajasthan, India to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider, approve and adopt the Balance Sheet as at March 31, 2013, Profit and Loss Account for the financial year ended as on that date together with the Reports of the Auditors and the Directors thereon.
2. To appoint a Director in place of Mr. Pawan Kumar Lalpuria, who retires by rotation and is eligible for re-appointment.
3. To appoint a Director in place of Mr. Pritam Kumar Goswami, who retires by rotation and is eligible for re-appointment.
4. To appoint M/s Sharp & Tannan, Chartered Accountants, the retiring Auditors, as the Statutory Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration.

### SPECIAL BUSINESS

5. To consider and if thought fit, to pass, the following resolution with or without modification(s), if any, as **Special Resolution**: -

**"RESOLVED THAT** pursuant to the provisions of Section 81(1A), and all other applicable provisions, if any, of the Companies Act 1956, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (hereinafter referred to as "SEBI ESOP Guidelines") as amended from time to time and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the approval and consent of the Company be and is hereby accorded respectively to the 'CPL Employee Stock Option Plan 2013' (hereinafter referred to as the "ESOP 2013"/ "Plan") and to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, including the Compensation Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution) to create, offer and grant from time to time up to 9,06,647 stock options to the permanent employees, existing and future, including any Whole-time Director of the Company, as may be decided solely by the Board under the Plan exercisable into equal number of Equity Shares of face value of Rs. 10/- each fully paid up, in one or more tranches, on such terms and in such manner as the Board may decide in accordance with the provisions of the law or guidelines issued by the relevant authorities."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue and allot Equity Shares to the eligible employees and Directors of the Company upon exercise of options from time to time in accordance with ESOP 2013 or allot shares to the Trust set-up for the administration of ESOP 2013

and that it may also envisage for providing any financial assistance to the Trust to enable the Trust to acquire, purchase or subscribe Equity Shares of the Company for the implementation of the Plan."

**"RESOLVED FURTHER THAT** the number of options that may be granted to any Non-Executive Director (including any Independent Director) in any financial year and in aggregate under the ESOP 2013 shall not exceed 1% of the paid up capital of the Company."

**"RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu in all respects with the then existing Equity Shares of the Company."

**"RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, if any additional Equity Shares are issued by the Company to the option grantees for the purpose of making a fair and reasonable adjustment to the options granted earlier, the above ceiling of 9,06,647 equity shares shall be deemed to be increased to the extent of such additional equity shares issued."

**"RESOLVED FURTHER THAT** in case the Equity Shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Plan shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10 per Equity Share bears to the revised face value of the Equity Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of the shares allotted under the ESOP 2013 on the Stock Exchanges, where the shares of the Company are listed and to do all such acts, deeds and things and to execute all such deeds, documents, instruments and writings as it may at its sole and absolute discretion deem necessary or expedient and to settle any questions, difficulty or doubt that may arise in this behalf."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to make modifications, changes, variations, alterations or revisions in ESOP 2013 as it may deem fit, from time to time at its sole and absolute discretion in conformity with the provisions of the Companies Act, 1956, the Memorandum and Articles of Association of the Company, SEBI ESOP Guidelines and any other applicable laws."

6. To consider and if thought fit, to pass, the following resolution with or without modification(s), if any, as **Special Resolution**: -

**"RESOLVED THAT** pursuant to the provisions of Section 81(1A), and all other applicable provisions, if any, of the Companies Act 1956, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (hereinafter referred to as "SEBI ESOP Guidelines") as amended from time to time and subject to approval of the 'CPL Employee Stock Option Plan 2013' (hereinafter referred to as the "ESOP 2013"/ "Plan") and such

other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee, including the Compensation Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution) to create, offer and grant from time to time up to 9,06,647 stock options to the permanent employees, existing and future, including any Whole-time Director of the Subsidiary Companies of the Company, as may be decided solely by the Board under the Plan exercisable into equal number of Equity Shares of face value of Rs. 10/- each fully paid up, in one or more tranches, on such terms and in such manner as the Board may decide in accordance with the provisions of the law or guidelines issued by the relevant authorities."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue and allot Equity Shares to the eligible employees and Directors of the Subsidiary Companies of the Company upon exercise of options from time to time in accordance with ESOP 2013 or allot shares to the Trust set-up for the administration of ESOP 2013 and that it may also envisage for providing any financial assistance to the Trust to enable the Trust to acquire, purchase or subscribe Equity Shares of the Company for the implementation of the Plan."

**"RESOLVED FURTHER THAT** the number of options that may be granted to any Non-Executive Director (including any Independent Director) of any of the Subsidiary Companies of the Company in any financial year and in aggregate under the ESOP 2013 shall not exceed 1% of the paid up capital of the Company."

**"RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu in all respects with the then existing Equity Shares of the Company."

**"RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division and others, if any additional Equity Shares are issued by the Company to the option grantees for the purpose of making a fair and reasonable adjustment to the options granted earlier, the above ceiling of 9,06,647 Equity Shares shall be deemed to be increased to the extent of such additional Equity Shares issued."

**"RESOLVED FURTHER THAT** in case the Equity Shares of the Company are either sub-divided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the option grantees under the Plan shall automatically stand augmented or reduced, as the case may be, in the same proportion as the present face value of Rs. 10 per Equity Share bears to the revised face value of the Equity Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of the shares allotted under the ESOP 2013 on the Stock Exchanges, where the shares of the Company are listed and to do all such acts, deeds and things and to execute all such deeds, documents, instruments and writings as it may at its sole and absolute discretion deem necessary or expedient and to settle any

questions, difficulty or doubt that may arise in this behalf."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to make modifications, changes, variations, alterations or revisions in ESOP 2013 as it may deem fit, from time to time at its sole and absolute discretion in conformity with the provisions of the Companies Act, 1956, the Memorandum and Articles of Association of the Company, SEBI ESOP Guidelines and any other applicable laws."

By Order of the Board  
For **CAREER POINT LIMITED**

**Tarun Kumar Jain**

GM (Corporate & Legal Affairs)  
& Company Secretary

Place : Kota

Date : August 13, 2013

#### Notes:

- a. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY NEED NOT BE A MEMBER. PROXIES SHALL NOT HAVE RIGHT TO SPEAK AT THE MEETING.
- b. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- c. Members/Proxies are requested to bring the attendance slip duly filled in.
- d. Corporate members are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote at the meeting.
- e. Members are requested to kindly bring their copy of the Annual Report with them at the Annual General Meeting, as no extra copy of Annual Report would be made available at the Annual General Meeting.
- f. The Register of Members and Share Transfer Books will remain closed from September 14, 2013 to September 21, 2013 (both days inclusive).
- g. The shareholders are requested to intimate immediately, any change in their address to their depository participants with whom they are maintaining their demat accounts or to the Company's Share Transfer Agent, M/s. Link Intime India Private Limited, if the shares are held by them in physical certificate form.
- h. The Company has listed its shares on the Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE). The Company is regular in payment of the Listing Fees to the Exchanges.
- i. Pursuant to Section 109A of the Companies Act, 1956, shareholders are entitled to make a nomination in respect of shares held by them in physical form. Shareholders desirous of making a nomination are requested to send their requests in Form No. 2B in duplicate (which will be made available on

request) to the Registrar and Share Transfer Agent of the Company.

- j. Members desiring any information relating to the accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information available at the meeting.
- k. The Company has decided to e-mail Annual Report through electronic mode to all the shareholders whose e-mail addresses has been registered/updated in the record of Company/ Registrar/ Depositories pursuant to the 'Green Initiative in Corporate Governance' initiated by The Ministry of Corporate Affairs, Government of India vide its Circular Nos. 17/2011 and 18/2011 dated 21.04.2011 and 29.04.2011 respectively. Further, in support to this green initiative, the company has

Further, in support to this green initiative, the company has already sent a communication to all the shareholders that various documents/ notices meant for them will be sent electronically on their e-mail addresses as obtained from the Depositories/ other sources, unless specifically requested to be sent in physical form. The members who have not registered / updated their e-mail addresses so far, are requested to register/ update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold their shares in physical form and who are desirous of receiving the communication/ documents in electronic form are requested to promptly register their e-mail addresses with the Registrar or the Company giving reference of their Folio Number.

- l. Information pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges in respect of the directors who are proposed to be re-appointed at the ensuing Annual General Meeting are also given as Annexure to this Notice.

<b>Name of Director</b>	<b>Mr. Pawan Kumar Lalpuria</b>	<b>Mr. Pritam Kumar Goswami</b>
Designation	Independent and non-Executive Director	Independent and non-Executive Director
Date of Birth	July 15, 1967	July 27, 1971
Date of Appointment	November 1, 2007	November 1, 2007
Experience in specific functional areas	Over 21 years of experience in the field of income tax, corporate finance and company law matters.	Over 18 years of experience in the field of finance and taxation.
Educational Qualifications	F.C.A., C.S.	F.C.A., MBA
Details of Shares held in the Company	Nil	20
List of Companies (other than Career Point Limited) in which Directorships held as on 31.03.2013 (excluding Private Limited Companies)	Nil	Nil
Chairman/Member of the Committees of Companies (other than Career Point Limited) on which he is a Director as on 31.03.2013	Nil	Nil



## EXPLANATORY STATEMENT PURSUANT TO SECTION 173 (2) OF THE COMPANIES ACT, 1956 IN RESPECT OF SPECIAL BUSINESS

### Item No.5:

Equity based compensation is considered to be an integral part of employee compensation across sectors which enables alignment of personal goals of the employees with organizational objectives by participating in ownership of the company through stock option schemes. The objective of the ESOP 2013 is to provide an incentive to attract and retain the best talents by way of rewarding their performance and motivate them to contribute to the corporate growth and profitability.

Based on the recommendation of the Compensation committee, the Board of Directors at its meeting held on August 13, 2013 approved the 'CPL Employee Stock Option Plan 2013' ("ESOP 2013"). The main features of ESOP 2013 are as under:

#### 1. Total number of options to be granted:

9,06,647 options exercisable into 9,06,647 Equity Shares in the Company of face value of Rs. 10 each fully paid-up, would be available for grant to the eligible employees of the Company under ESOP 2013, in one or more tranches. If an option expires, lapses or becomes un-exercisable due to any reason, it shall be brought back to the Stock Options pool and shall become available for future Grants, subject to compliance with all Applicable Laws. The Board is authorized to re-grant such lapsed / cancelled options as per the provisions of ESOP 2013. SEBI ESOP Guidelines require that in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division, stock split/ consolidation and others, a fair and reasonable adjustment needs to be made to the options granted. Accordingly, if any additional options are issued by the Company to the option grantees for making such fair and reasonable adjustment, the above ceiling of shares as stated above from time to time shall be deemed to be increased to the extent of such additional equity shares issued.

#### 2. Identification of classes of employees entitled to participate in the Employee Stock Option Scheme(s):

**Following classes of employees are entitled to participate in the ESOP 2013:**

- (a) Permanent employees of the Company working in India or out of India;
- (b) Directors of the Company whether a Whole-time Director or not.

#### 3. Transferability of Employee Stock Options:

The stock options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner. However, in the event of the death of an employee stock option holder while in employment, the right to exercise all the options granted to him till such date shall be transferred to his legal heirs or nominees.

#### 4. Requirements of vesting and period of vesting:

The Options granted shall vest so long as the employee continues to be in the employment of the Company. The

Compensation Committee may, at its discretion, lay down (i) certain performance metrics on the achievement of which the granted options would vest, (ii) the detailed terms and conditions relating to such performance-based vesting, and (iii) the proportion in which options granted would vest subject to the minimum and maximum vesting period as specified below:

Options granted under ESOP 2013 would vest within not less than 1 year and not more than 7 years from the date of grant of such options. The first vesting shall start at the first anniversary of the grant.

#### 5. Exercise price or pricing formula:

Exercise price in respect of the stock options granted shall be such price being not less than the face value of an Equity Share in the Company as on date of grant of options.

#### 6. Exercise period and the process of Exercise:

The vested options shall be eligible for exercise on and from the date of vesting. The vested stock options need to be exercised within 4 years from the date of vesting of the options. The vested options shall be exercisable by the Employees by a written application to the Company/ Compensation Committee or any Trust formed in this behalf expressing his desire to exercise the options in such manner and on such format as may be prescribed by the Compensation Committee from time to time. The options will lapse if not exercised within the specified exercise period. In case of cashless system of exercise of vested options, the Compensation Committee shall be entitled to specify such procedures and/or mechanisms for the shares issued on exercise of the options as may be necessary and the same shall be binding on the option grantees.

#### 7. Appraisal process for determining the eligibility of employees under ESOP 2013:

The options shall be granted to the employees as per the performance appraisal system of the Company.

#### 8. Maximum number of options to be issued per employee and in aggregate:

The number of options that may be granted to any specific employee under the Plan shall not exceed the number of shares equivalent to 1% of the Paid-up Share Capital of the Company per grant and in aggregate.

#### 9. Disclosure and Accounting Policies:

The Company shall comply with the disclosure and the accounting policies prescribed under the SEBI ESOP Guidelines.

#### 10. Method of option valuation:

To calculate the employee compensation cost, the Company shall use the 'Intrinsic Value' method for valuation of the options granted. The difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options and the impact of this difference on profits and on EPS of the company shall also be disclosed in the Directors' report.

As the ESOP 2013 provides for issue of shares to be offered to persons other than existing shareholders of the Company, consent of the members is being sought pursuant to Section 81(1A) and all other applicable provisions, if any, of the Companies Act, 1956 and as per clause 6 of the SEBI ESOP Guidelines.

None of the Directors of the Company are in any way, concerned or interested in the resolution, except to the extent of the shares that may be offered to them under the ESOP 2013.

#### Item No.6:

Equity based compensation is considered to be an integral part of employee compensation across sectors which enables alignment of personal goals of the employees with organizational objectives by participating in ownership of the Company or its Holding Company through stock option schemes. It would be in the interest of the Company to grant stock options to the employees of its Subsidiary Companies. The objective of the ESOP 2013 is to provide an incentive to attract and retain the best talents by way of rewarding employees' performance and motivate them to contribute to the corporate growth and profitability.

Based on the recommendation of the Compensation committee, the Board of Directors at its meeting held on August 13, 2013, approved the 'CPL Employee Stock Option Plan 2013' ("ESOP 2013"). The main features of ESOP 2013 are as under:

#### 1. Total number of options to be granted:

9,06,647 options exercisable into 9,06,647 Equity Shares in the Company of face value of ₹ 10 each fully paid-up, would be available for grant to the eligible employees of the Subsidiary Companies of the Company under ESOP 2013, in one or more tranches. If an option expires, lapses or becomes un-exercisable due to any reason, it shall be brought back to the Stock Options pool and shall become available for future Grants, subject to compliance with all Applicable Laws. The Board is authorized to re-grant such lapsed / cancelled options as per the provisions of ESOP 2013. SEBI ESOP Guidelines require that in case of any corporate action(s) such as rights issues, bonus issues, merger and sale of division, stock split/ consolidation and others, a fair and reasonable adjustment needs to be made to the options granted. Accordingly, if any additional options are issued by the Company to the option grantees for making such fair and reasonable adjustment, the above ceiling of shares as stated above from time to time shall be deemed to be increased to the extent of such additional equity shares issued.

#### 2. Identification of classes of employees entitled to participate in the Employee Stock Option Scheme(s):

Following classes of employees are entitled to participate in the ESOP 2013:

- a) Permanent employees of the Subsidiary Companies of the Company whether in India or out of India;
- b) Directors (Whole-time Director or otherwise) of the Subsidiary Companies of the Company whether in India or out of India.

#### 3. Transferability of Employee Stock Options:

The stock options granted to an employee will not be transferable to any person and shall not be pledged, hypothecated, mortgaged or otherwise alienated in any manner. However, in the event of the death of an employee stock option holder while in employment, the right to exercise all the options granted to him till such date shall be transferred to his legal heirs or nominees.

#### 4. Requirements of vesting and period of vesting:

The Options granted shall vest so long as the employee continues to be in the employment of the concerned Subsidiary Company of the Company. The Compensation Committee may, at its discretion, lay down (i) certain performance metrics on the achievement of which the granted options would vest, (ii) the detailed terms and conditions relating to such performance-based vesting, and (iii) the proportion in which options granted would vest subject to the minimum and maximum vesting period as specified below:

Options granted under ESOP 2013 would vest within not less than 1 year and not more than 7 years from the date of grant of such options. The first vesting shall start at the first anniversary of the grant.

#### 5. Exercise price or pricing formula:

Exercise price in respect of the stock options granted shall be such price being not less than the face value of an Equity Share in the Company as on date of grant of options.

#### 6. Exercise period and the process of Exercise:

The vested options shall be eligible for exercise on and from the date of vesting. The vested stock options need to be exercised within 4 years from the date of vesting of the options. The vested options shall be exercisable by the Employees by a written application to the Company/ Compensation Committee or any Trust formed in this behalf expressing his desire to exercise the options in such manner and on such format as may be prescribed by the Compensation Committee from time to time. The options will lapse if not exercised within the specified exercise period. In case of cashless system of exercise of vested options, the Compensation Committee shall be entitled to specify such procedures and/or mechanisms for the shares issued on exercise of the options as may be necessary and the same shall be binding on the option grantees.

#### 7. Appraisal process for determining the eligibility of employees under ESOP 2013:

The options shall be granted to the employees as per the performance appraisal system of the Company.

#### 8. Maximum number of options to be issued per employee and in aggregate:

The number of options that may be granted to any specific employee under the Plan shall not exceed the number of shares equivalent to 1% of the Paid-up Share Capital of the Company per grant and in aggregate.



**9. Disclosure and Accounting Policies:**

The Company shall comply with the disclosure and the accounting policies prescribed under the SEBI ESOP Guidelines.

**10. Method of option valuation:**

To calculate the employee compensation cost, the Company shall use the 'Intrinsic Value' method for valuation of the options granted. The difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options and the impact of this difference on profits and on EPS of the company shall also be disclosed in the Directors' report.

As the ESOP 2013 provides for issue of shares to be offered to persons other than existing shareholders of the Company, consent of the members is being sought pursuant to Section

81(1A) and all other applicable provisions, if any, of the Companies Act, 1956 and as per clause 6 of the SEBI ESOP Guidelines.

None of the Directors of the Company are in any way, concerned or interested in the resolution, except to the extent of the shares that may be offered to them under the ESOP 2013.

By Order of the Board  
For **CAREER POINT LIMITED**

Place : Kota  
Date : August 13, 2013

**Tarun Kumar Jain**  
GM (Corporate & Legal Affairs)  
& Company Secretary

## GREEN INITIATIVE IN CORPORATE GOVERNANCE

Dear Shareholders,

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the Companies through electronic mode. In accordance with the circulars issued by the MCA during April and May 2011, companies can now send notices and documents, including Annual Reports and postal ballots to its shareholders through electronic mode to the registered e-mail addresses of the Shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholder as well as the companies to contribute towards a Greener Environment.

Your Company also proposes to participate in this Green initiative by opting for e-mailing all the future shareholder communications henceforth including notices of Annual General Meetings and Annual Reports of the Company to those shareholders opting to receive the same in electronic mode.

To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Depository Participants.

Members who holds shares in physical form are requested to furnish their e-mail id to the following e-mail id viz. [careerpointgogreen@linkintime.co.in](mailto:careerpointgogreen@linkintime.co.in) quoting your folio number, name, PAN, mobile number. We would be mailing all the future shareholder communication to the e-mail id furnished to us.

Please note that as a member of the Company, you will always be entitled to receive all such communication in physical form, upon request.

Thanking you,  
Yours faithfully

**For Career Point Limited**

**Tarun Kumar Jain**

GM (Corporate & Legal Affairs)  
& Company Secretary



## CAREER POINT LIMITED

Registered Office: 112B, Shakti Nagar , Kota- 324009,Rajasthan,India.  
Corporate Office : CP Tower, Road No.1, IPIA, Kota-324005, Rajasthan, India.

### PROXY FORM

Folio No. \_\_\_\_\_ DP-ID No. \_\_\_\_\_ Client ID No. \_\_\_\_\_  
I/We \_\_\_\_\_ of \_\_\_\_\_ in the district of \_\_\_\_\_ being a  
member/members of CAREER POINT LIMITED, hereby appoint \_\_\_\_\_ of \_\_\_\_\_  
in the district of \_\_\_\_\_ or failing him/her \_\_\_\_\_  
of \_\_\_\_\_ in the district of \_\_\_\_\_ as my/our Proxy to vote for me/us on my/our behalf at the Annual  
General Meeting of the company to be held on Saturday, the 21<sup>st</sup> day of September, 2013 at 4:00 P.M. at CP Tower 2, Indraprastha Industrial  
Area, Road No.1, Kota-324005, Rajasthan, India.

Affix  
Revenue  
Stamp here

Signature of Proxy

Signature of Member(s)

- Note : 1. Proxies , in order to be effective must be deposited at the Registered office of the company not less than 48 hours before the  
commencement of the meeting.  
2. Proxy need not be a member.  
3. Proxy cannot speak at the meeting and vote on show of hands.



## CAREER POINT LIMITED

Registered Office: 112B, Shakti Nagar , Kota- 324009,Rajasthan,India.  
Corporate Office : CP Tower, Road No.1, IPIA, Kota-324005, Rajasthan, India.

### ATTENDANCE SHEET

( This attendance sheet duly filled in, to be handed over at the meeting)

Folio No. \_\_\_\_\_ DP-ID No. \_\_\_\_\_ Client ID No. \_\_\_\_\_  
Name of the attending member (in block letters) \_\_\_\_\_ Name of Proxy(s) (in Block letters) (to be filled in, if a  
proxy attends instead of the member) \_\_\_\_\_

\_\_\_\_\_ No. of shares held \_\_\_\_\_

\_\_\_\_\_ I hereby record my presence at the Annual General Meeting being held on Saturday, the  
21<sup>st</sup> day of September, 2013 at 4:00 P.M. at CP Tower 2, Indraprastha Industrial Area, Road No.1, Kota-324005, Rajasthan, India.

Member's/Proxy's Signature

(to be signed at the time of handing over this sheet)

- SiNote : 1. Please bring this form with you to the Annual General Meeting  
2. This attendance is valid only in case shares are held on the date of the meeting.

**NO GIFTS/GIFT COUPONS WILL BE DISTRIBUTED AT THE MEETING**

## Disclaimer

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements - written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievements of results are subject to risks, uncertainties, and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated, or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.



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www.cpuniverse.in  
www.careerpoint.ac.in