



APTECH LIMITED

PART I : STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH,2013

₹ In Lakhs

Particulars	Unaudited			Audited	
	Quarter ended			Year ended	
	31st Mar'13	31st Dec'12	31st Mar'12	31st Mar'13	31st Mar'12
1. Income :					
a. Income from operations	3,325	1,951	2,284	10,036	9,095
b. Dividend income	3	-	180	3	442
Total Income	3,328	1,951	2,464	10,039	9,537
2. Expenditure :					
a. Employees cost	614	578	449	2,395	2,199
b. Training and Education expenses	1,264	565	781	3,031	2,803
c. Marketing and Advt. expenses :-					
(i) Re-branding expenses	-	-	-	-	132
(ii) Other expenses	244	120	166	1,043	653
d. Administration expenses	421	440	506	1,840	1,989
e. Depreciation	186	158	139	627	704
Total Expenses	2,729	1,861	2,041	8,936	8,480
3. Profit from operations before other income (1-2)	599	90	423	1,103	1,057
4. Other income	327	335	333	1,188	783
5. Profit before interest and exceptional items (3+4)	926	425	756	2,291	1,840
6. Interest and finance charges	16	3	10	28	19
7. Profit after interest but before tax (5-6)	910	422	746	2,263	1,821
8. Exceptional Items					
Net Profit on Sale of Premises	800	-	-	800	-
9. Profit / Loss from ordinary activities before tax (7 + 8)	1,710	422	746	3,063	1,821
10. Tax expense :					
Income tax and Wealth Tax (Net of MAT entitlement, if any)	323	52	1	536	1
11. Profit /(Loss) after Tax (9 - 10)	1,387	370	745	2,527	1,820
12. Paid-up Equity share capital (Face value ₹ 10 each)				4,879	4,879
13. Reserve excluding revaluation reserve				21,871	21,618
14. Earnings per share (EPS)					
(a) Basic ( ₹ )	2.84	0.76	1.53	5.18	3.73
(b) Diluted ( ₹ )	2.84	0.76	1.52	5.18	3.70

**PART II : Selected Information for the Year ended March 31,2013**

Particulars	As on		
	31st Mar'13	31st Dec'12	31st Mar'12
<b>A. PARTICULARS OF SHAREHOLDING :-</b>			
<b>1. Public shareholding :-</b>			
- Number of shares	29,976,385	29,976,385	31,326,818
- Percentage of share holding	61.44%	61.44%	64.21%
<b>2. Promoters &amp; Promoters Group Shareholding :-</b>			
<b>a) Pledged/Encumbered:-</b>			
- Number Of shares	650,000	650,000	650,000
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	3.45%	3.45%	3.72%
- Percentage of shares (as a % of the total share capital of the Company)	1.33%	1.33%	1.33%
<b>b) Non Encumbered:-</b>			
- Number Of shares	18,165,036	18,165,036	16,814,603
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	96.55%	96.55%	96.28%
- Percentage of shares (as a % of the total share capital of the Company)	37.23%	37.23%	34.46%

**(B) Information on investors' complaints for the quarter ended March 31, 2013**

Particulars	Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
No. of Complaints	NII	3	3	NII



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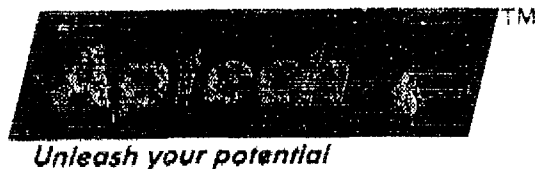
**Notes :**

- 1 The above results have been reviewed by the Audit Committee of the Board and adopted at the meeting of the Board of Directors held on 13th May, 2013. The Statutory Auditors of the Company have carried out an audit of consolidated and standalone results of the Company for the year ended March 31, 2013 and are published in accordance with clause 41 of the listing agreement.
- 2 The Board of Directors have recommended a final dividend of Rs. 2.50 per equity share, aggregating to a total dividend of Rs. 4.00 per share for the financial year 2012-13 on Face value of Rs. 10 and which includes an Interim dividend of Rs. 1.50 per equity share declared at the meeting of the Board of Directors held on January 22, 2013 and paid.
- 3 The Company has already made applications to the Central Government, seeking approval for remuneration paid to the Managing Director in excess of limits prescribed under the Companies Act, 1956 aggregating Rs. 25,03,601/- for the year ended 31st March, 2011, Rs. 67,46,296/- for the year ended 31st March 2012, approval for which are awaited. Application to the Central Government seeking waiver of excess remuneration of Rs. 54,90,522/- paid to the Managing Director for the year ended 31st March, 2013 shall be made in due course.
- 4 From April 2012 the Company has not recognised MAT credit entitlement under section 115JAA of IT act 1961, as a matter of prudence.
- 6 Figures for the quarter ended March 31, 2013 are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto the end of the third quarter of the current financial year. The figures for the previous periods have been regrouped/ reclassified accordingly.

For APTECH LIMITED

  
Ninad Karpe  
Managing Director & CEO

Place : Mumbai  
Date : 13th May, 2013



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## STANDALONE SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

Particulars	Unaudited			Audited	
	Quarter ended			Year ended	
	31st Mar'13	31st Dec'12	31st Mar'12	31st Mar'13	31st Mar'12
<b>1) SEGMENT REVENUE</b>					
A. Retail	2,072	1,717	1,032	7,704	7,484
B. Institutional	1,255	234	552	2,242	1,841
<b>TOTAL</b>	<b>3,328</b>	<b>1,951</b>	<b>2,284</b>	<b>10,036</b>	<b>9,085</b>
<b>2) SEGMENT RESULTS (BEFORE EXCEPTIONAL ITEMS)</b>					
A. Retail	587	508	503	2,459	2,674
B. Institutional	498	56	73	846	160
<b>TOTAL</b>	<b>1,155</b>	<b>561</b>	<b>666</b>	<b>3,104</b>	<b>2,924</b>
Less: Overhead including other expenses (unallocable)	559	471	413	2,006	2,209
<b>TOTAL</b>	<b>688</b>	<b>90</b>	<b>243</b>	<b>1,100</b>	<b>615</b>
<b>3) EXCEPTIONAL ITEMS</b>					
A. Retail	-	-	-	-	-
B. Institutional	-	-	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Less: Overhead including other Income/(Expenses) (Unallocable)	800	-	-	800	-
<b>TOTAL</b>	<b>800</b>	<b>-</b>	<b>-</b>	<b>800</b>	<b>-</b>
<b>4) SEGMENT RESULTS (AFTER EXCEPTIONAL ITEMS)</b>					
A. Retail	687	506	583	2,459	2,674
B. Institutional	498	56	73	846	160
<b>TOTAL</b>	<b>1,155</b>	<b>561</b>	<b>666</b>	<b>3,104</b>	<b>2,824</b>
Less: Overhead including other Income/(Expenses) (Unallocable)	(242)	471	413	1,206	2,209
<b>TOTAL</b>	<b>1,397</b>	<b>90</b>	<b>243</b>	<b>1,900</b>	<b>615</b>
Add: Other Unallocable Income	329	336	513	1,191	1,228
- Retail	71	26	67	131	104
- Institutional	22	12	18	41	19
- Unallocable	236	287	427	1,019	1,102
Less: Interest and Finance charges	18	7	16	78	19
<b>TOTAL PROFIT BEFORE TAX</b>	<b>1,710</b>	<b>422</b>	<b>746</b>	<b>3,083</b>	<b>1,821</b>
<b>Particulars</b>	<b>As at 31st Mar'13</b>	<b>As at 31st Dec'12</b>	<b>As at 31st Mar'12</b>		
<b>1) CAPITAL EMPLOYED (SEGMENT ASSETS - SEGMENT LIABILITIES)</b>					
A. Retail	1,377	1,072	1,860		
B. Institutional	641	608	(6)		
C. Unallocable Assets- Liabilities	1,857	2,891	2,596		
D. Investments and Advances to Subsidiaries	12,022	12,057	12,918		
E. Cash and Cash Equivalent	11,298	10,276	9,462		
<b>TOTAL</b>	<b>28,783</b>	<b>28,603</b>	<b>28,610</b>		

1) The Company has identified Business Segments as the primary segment. Segments have been identified taking into account the nature of services, the differing risks & returns, the organizational structure & the internal reporting system.

2) Figures for the previous year/quarters have been regrouped/recast, wherever necessary, to conform to the current period.

For APTECH LIMITED

*N. Karpe*  
 Ninas Karpe  
 Managing Director & CEO

Place : MUMBAI

Date : 13th May, 2013



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APTECH LIMITED		
STATEMENT OF ASSETS AND LIABILITIES		
PARTICULARS	in Lakhs	
	AS AT 31st Mar'13	AS AT 31st Mar'12
<b>(I) EQUITY AND LIABILITIES</b>		
<b>1 SHARE HOLDERS' FUNDS</b>		
(a) Share capital	4,878	4,878
(b) Reserves and surplus	21,871	21,818
(c) Money received against share warrants	13	13
	<b>Sub-total - Shareholders funds</b>	<b>26,762</b>
<b>2 NON CURRENT LIABILITIES</b>		
(a) Long term provisions	273	393
	<b>Sub-total - Non current liabilities</b>	<b>273</b>
<b>3 CURRENT LIABILITIES</b>		
(a) Trade payables	827	872
(b) Other current liabilities	806	462
(c) Short term provisions	2,224	1,529
	<b>Sub-total - Current liabilities</b>	<b>3,857</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>	<b>29,768</b>
<b>(II) ASSETS</b>		
<b>1 NON CURRENT ASSETS</b>		
(A) Fixed assets	2,486	2,850
(B) Non current investments	6,680	6,802
(C) Long term loans and advances	2,040	2,226
	<b>Sub-total Non current assets</b>	<b>11,206</b>
<b>2 CURRENT ASSETS</b>		
(i) Current investments	-	468
(ii) Inventories	149	187
(iii) Trade receivables	2,331	2,012
(iv) Cash and cash equivalents	11,296	9,452
(v) Short term loans and advances	3,412	3,789
	<b>Sub-total - Current assets</b>	<b>15,889</b>
	<b>TOTAL ASSETS</b>	<b>29,768</b>



APTECH LIMITED

PART I : STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH, 2013

₹ in Lakhs

Particulars	Unaudited			Audited	
	Quarter ended			Year ended	
	31st Mar'13	31st Dec'12	31st Mar'12	31st Mar'13	31st Mar'12
<b>1. Income :</b>					
a. Income from operations	4,858	3,674	4,078	16,921	17,442
b. Dividend income	3	0	180	3	5,286
<b>Total Income</b>	<b>4,861</b>	<b>3,674</b>	<b>4,258</b>	<b>16,924</b>	<b>22,728</b>
<b>2. Expenditure :</b>					
a. Employees cost	1,004	942	782	3,820	3,641
b. Training and Education expenses	1,682	1,091	1,362	5,210	5,960
c. Marketing and Advt. expenses :-					
(i) Re-branding expenses	-	-	-	-	132
(ii) Other expenses	308	213	213	1,593	1,144
d. Administration expenses	840	907	999	3,627	4,162
e. Depreciation	251	223	187	880	974
<b>Total Expenses</b>	<b>4,085</b>	<b>3,376</b>	<b>3,543</b>	<b>15,130</b>	<b>16,013</b>
<b>3. Profit from operations before other income (1-2)</b>	<b>776</b>	<b>298</b>	<b>715</b>	<b>1,794</b>	<b>6,715</b>
<b>4. Other income</b>	<b>354</b>	<b>389</b>	<b>295</b>	<b>1,296</b>	<b>961</b>
<b>5. Profit before interest and exceptional items (3+4)</b>	<b>1,130</b>	<b>687</b>	<b>1,010</b>	<b>3,090</b>	<b>7,676</b>
<b>6. Interest and finance charges</b>	<b>16</b>	<b>3</b>	<b>2</b>	<b>28</b>	<b>19</b>
<b>7. Profit after interest but before tax (5-6)</b>	<b>1,114</b>	<b>684</b>	<b>1,008</b>	<b>3,062</b>	<b>7,657</b>
<b>8. Exceptional items:</b>					
Loss on Sale in stake in Joint Venture	-	-	-	-	(49)
Net Profit on Sale of Premises	800	-	-	800	-
<b>Total</b>	<b>800</b>	<b>-</b>	<b>-</b>	<b>800</b>	<b>(49)</b>
<b>9. Profit / Loss from ordinary activities before tax (7+8)</b>	<b>1,914</b>	<b>684</b>	<b>1,008</b>	<b>3,862</b>	<b>7,608</b>
<b>10. Tax expense :</b>					
Income tax and Wealth Tax (net of MAT entitlement, if any)	358	77	26	722	59
<b>11. Profit /(Loss) after tax but before Minority Interest (9-10)</b>	<b>1,556</b>	<b>607</b>	<b>982</b>	<b>3,140</b>	<b>7,549</b>
<b>12. Add./(Less) : Minority Interest</b>					
Add./(Less) : Share of Profit/(Loss) of Associate	(2)	(3)	0	(10)	(9)
<b>13. Profit /(Loss) after Tax &amp; Minority Interest (11 + 12)</b>	<b>1,554</b>	<b>604</b>	<b>982</b>	<b>3,130</b>	<b>7,603</b>
<b>14. Paid-up Equity share capital (Face value ₹ 10 each)</b>				<b>4,879</b>	<b>4,879</b>
<b>15. Reserve excluding revaluation reserve</b>				<b>29,211</b>	<b>28,355</b>
<b>16. Earnings per share (EPS)</b>					
(a) Basic ( ₹ )	3.18	1.24	2.01	6.41	15.59
(b) Diluted ( ₹ )	3.18	1.24	2.00	6.41	15.46

**PART II : Selected Information for the Year ended March 31,2013**

Particulars	As on		
	31st Mar'13	31st Dec'12	31st Mar'12
<b>A. PARTICULARS OF SHAREHOLDING :-</b>			
<b>1. Public shareholding :-</b>			
- Number of shares	29,976,385	29,976,385	31,326,818
- Percentage of share holding	61.44%	61.44%	64.21%
<b>2. Promoters &amp; Promoters Group Shareholding :-</b>			
<b>a) Pledged/Encumbered:-</b>			
- Number Of shares	650,000	650,000	650,000
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	3.45%	3.45%	3.72%
- Percentage of shares (as a % of the total share capital of the Company)	1.33%	1.33%	1.33%
<b>b) Non Encumbered:-</b>			
- Number Of shares	18,165,036	18,165,036	16,814,603
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	96.55%	96.55%	96.28%
- Percentage of shares (as a % of the total share capital of the Company)	37.23%	37.23%	34.46%

**(B) Information on Investors' complaints for the quarter ended March 31, 2013**

Particulars	Pending at the beginning of the quarter	Received during the quarter	Disposed of during the quarter	Remaining unresolved at the end of the quarter
No. of Complaints	NII	3	3	NII

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**Notes:**

- 1 The above results have been reviewed by the Audit Committee of the Board and adopted at the meeting of the Board of Directors held on 13th May, 2013. The Statutory Auditors of the Company have carried out an audit of consolidated and standalone results of the Company for the year ended March 31, 2013 and are published in accordance with clause 41 of the listing agreement.
- 2 The Board of Directors have recommended a final dividend of Rs. 2.50 per equity share, aggregating to a total dividend of Rs. 4.00 per share for the financial year 2012-13 on Face value of Rs. 10 and which includes an Interim dividend of Rs. 1.50 per equity share declared at the meeting of the Board of Directors held on January 22, 2013 and paid.
- 3 Dividend Income in year ended March '12 includes dividend received of Rs. 6038.42 Lakhs by one of the subsidiary of the Company Viz. Aptech Investment Enhancers Limited from Beijing Career Education Company Limited (BJEC).
- 4 From April 2012 the Company has not recognised MAT credit entitlement under section 115JAA of IT act 1961, as a matter of prudence.
- 5 The Company has already made applications to the Central Government, seeking approval for remuneration paid to the Managing Director in excess of limits prescribed under the Companies Act, 1956 aggregating Rs. 25,03,601/- for the year ended 31st March, 2011, Rs. 67,48,296/- for the year ended 31st March 2012, approval for which are awaited. Application to the Central Government seeking waiver of excess remuneration of Rs. 54,90,522/- paid to the Managing Director for the year ended 31st March, 2013 shall be made in due course.
- 6 For the Year ended March 31, 2013 on a standalone basis, Aptech Limited has reported (a) Turnover of Rs. 10038 Lakhs (b) Profit before tax of Rs. 3064 Lakhs and (c) Profit after tax of Rs. 2527 Lakhs.
- 7 Figures for the quarter ended March 31, 2013 are the balancing figures between audited figures in respect of the full financial year and the published year to-date figures upto the end of the third quarter of the current financial year. The figures for the previous periods have been regrouped/ reclassified accordingly.

For APTECH LIMITED

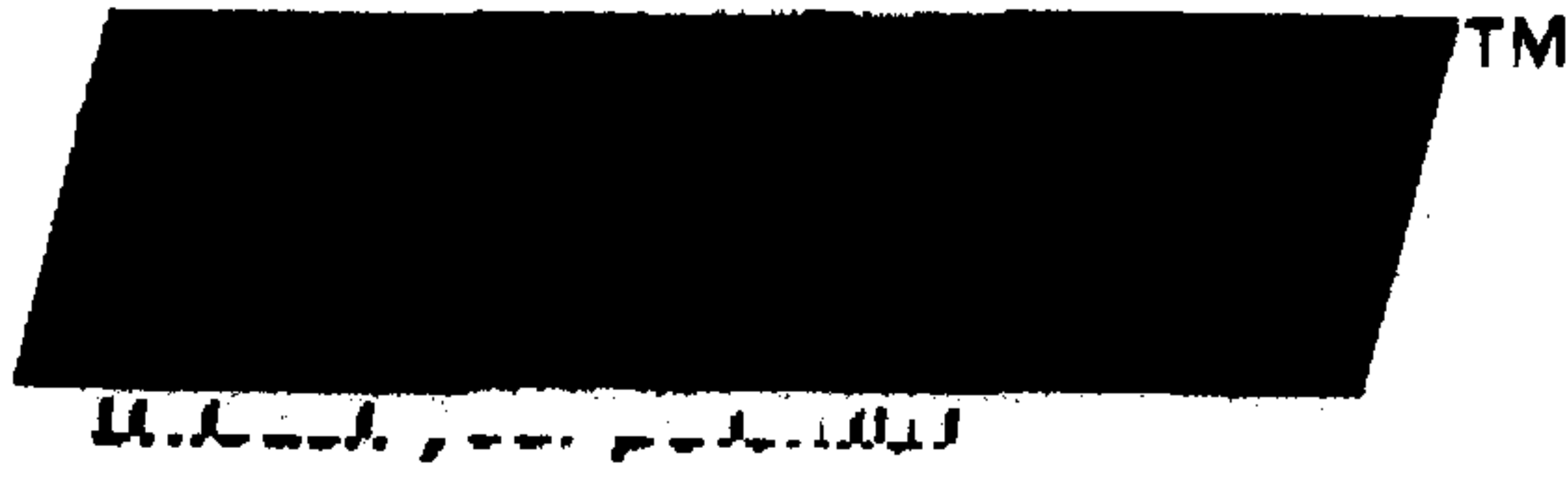
*N. Karpe*

**Ninad Karpe  
Managing Director & CEO**

Place : Mumbai

Date : 13th May, 2013





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CONSOLIDATED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

Particulars	Unaudited			Audited	
	Quarter ended			Year ended	
	31st Mar'13	31st Dec'12	31st Mar'12	31st Mar'13	31st Mar'12
<b>1) SEGMENT REVENUE</b>					
A. Retail	3,238	3,000	3,077	13,051	14,481
B. Institutional	1,620	674	1,001	3,870	2,981
<b>TOTAL</b>	<b>4,858</b>	<b>3,674</b>	<b>4,078</b>	<b>16,921</b>	<b>17,462</b>
<b>2) SEGMENT RESULTS (BEFORE EXCEPTIONAL ITEMS)</b>					
A. Retail	824	689	723	2,893	3,090
B. Institutional	618	183	268	1,172	713
<b>TOTAL</b>	<b>1,442</b>	<b>872</b>	<b>991</b>	<b>4,165</b>	<b>3,803</b>
Less: Overhead including other expenses (unallocable)	670	674	447	2,364	2,374
<b>TOTAL</b>	<b>772</b>	<b>298</b>	<b>544</b>	<b>1,791</b>	<b>1,429</b>
<b>3) EXCEPTIONAL ITEMS</b>					
A. Retail	-	-	-	-	-
B. Institutional	-	-	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Less: Overhead including other income/(expenses) (Unallocable)	800	-	-	800	(48)
<b>TOTAL</b>	<b>800</b>	<b>-</b>	<b>-</b>	<b>800</b>	<b>(48)</b>
<b>4) SEGMENT RESULTS (AFTER EXCEPTIONAL ITEMS)</b>					
A. Retail	824	689	723	2,893	3,090
B. Institutional	618	183	268	1,172	713
<b>TOTAL</b>	<b>1,442</b>	<b>872</b>	<b>991</b>	<b>4,165</b>	<b>3,803</b>
Less: Overhead including other expenses (unallocable)	1,673	298	634	2,891	1,390
<b>TOTAL</b>	<b>-231</b>	<b>-426</b>	<b>-643</b>	<b>-726</b>	<b>-587</b>
Add: Other income :-	354	389	296	1,298	981
:- Retail	93	38	(17)	177	240
:- Institutional	37	32	31	99	33
:- Unallocable	224	319	282	1,020	688
Add: Dividend Income	3	0	180	3	6,886
Less: Interest and Finance charges	18	3	3	28	18
<b>TOTAL PROFIT BEFORE TAX</b>	<b>1,814</b>	<b>684</b>	<b>1,008</b>	<b>3,662</b>	<b>7,806</b>
<b>Particulars</b>	<b>As at 31st Mar'13</b>	<b>As at 31st Dec'12</b>	<b>As at 31st Mar'12</b>		
<b>1) CAPITAL EMPLOYED (SEGMENT ASSETS - SEGMENT LIABILITIES)</b>					
A. Retail	2,017	1,491	2,391		
B. Institutional	668	620	164		
C. Unallocable Assets / Liabilities	-	-	-		
D. Investments and Goodwill on consolidation	1,023	1,108	1,043		
E. Cash and Cash Equivalent	12,022	11,100	9,866		
<b>TOTAL</b>	<b>34,108</b>	<b>32,977</b>	<b>33,247</b>		

Notes:

- The Company has identified Business Segments as the primary segment. Segments have been identified taking into account the nature of services, the differing risks & returns, the organizational structure & the internal reporting system.
- Figures for the previous year/quarters have been regrouped/recast, wherever necessary, to conform to the current period.

For APTECH LIMITED  
  
 N. Karpe  
 Managing Director & CEO

Place: MUMBAI  
 Date: 13th May, 2013



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**APTECH LIMITED  
 CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES**

In Lakhs

PARTICULARS	AS AT	AS AT
	31st Mar'13	31st Mar'12
<b>(I) EQUITY AND LIABILITIES</b>		
<b>1 SHAREHOLDERS FUNDS</b>		
(a) Share capital	4,879	4,878
(b) Reserves and surplus	29,211	28,355
(c) Money received against share warrants	13	13
<b>Sub-total - Shareholders Funds</b>	<b>34,103</b>	<b>33,247</b>
<b>2 NON CURRENT LIABILITIES</b>		
(a) Long term provisions	325	463
<b>Sub-total - Non current liabilities</b>	<b>325</b>	<b>463</b>
<b>3 CURRENT LIABILITIES</b>		
(a) Trade payables	1,379	1,091
(b) Other current liabilities	1,147	1,012
(c) Short term provisions	2,462	1,715
<b>Sub-total - Current liabilities</b>	<b>4,988</b>	<b>3,818</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>39,416</b>	<b>37,528</b>
<b>(II) ASSETS</b>		
<b>1 NON CURRENT ASSETS</b>		
(A) Goodwill on consolidation	6,563	6,618
(B) Fixed assets	3,201	3,419
(C) Non current investments	11,089	10,826
(D) Long term loans and advances	2,599	2,819
<b>Sub-total - Non current assets</b>	<b>23,452</b>	<b>23,682</b>
<b>2 CURRENT ASSETS</b>		
(i) Current investments	-	469
(ii) Prepaid expenses	441	442
(iii) Trade receivables	2,559	2,384
(iv) Cash and cash equivalents	12,022	9,865
(v) Short term loans and advances	920	686
<b>Sub-total - Current assets</b>	<b>15,964</b>	<b>13,846</b>
<b>TOTAL ASSETS</b>	<b>39,416</b>	<b>37,528</b>