



## Career Point Limited

(Formerly known as Career Point Infosystems Ltd.)

Registered Office: 112B, Shakti Nagar, Kota, Rajasthan - 324009

AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31ST MARCH, 2013

PART - I		(₹ in Lakhs) (except EPS and share data)				
S. No.	Particulars	3 Months ended			Year ended March 31, 2013	Year ended March 31, 2012
		March 31, 2013	December 31, 2012	March 31, 2012		
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	(a) Income from Operations	1,918.06	1,882.68	2,162.79	7,055.88	7,958.95
	<b>Total Income</b>	<b>1,918.06</b>	<b>1,882.68</b>	<b>2,162.79</b>	<b>7,055.88</b>	<b>7,958.95</b>
2	<b>Expenditure</b>					
	a) Cost of Study Material consumed	63.42	27.74	29.73	243.83	234.73
	b) Changes in inventories of finished goods	12.24	30.51	17.40	9.64	(13.99)
	c) Employees costs	871.18	931.26	870.37	3,425.93	3,353.67
	d) Depreciation & Amortisation	43.89	45.72	37.05	177.60	166.02
	e) General Administration and Other expenses	263.80	223.06	313.61	1,360.68	1,532.84
	<b>Total Expenditure</b>	<b>1,254.63</b>	<b>1,258.29</b>	<b>1,268.16</b>	<b>5,217.68</b>	<b>5,273.27</b>
3	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	663.43	624.39	894.63	1838.20	2,685.68
4	Other Income	81.61	128.26	277.03	682.91	1,770.54
5	<b>Profit before Interest and Exceptional Items (3+4)</b>	<b>745.04</b>	<b>752.65</b>	<b>1,171.66</b>	<b>2,521.11</b>	<b>4,456.22</b>
6	Interest Expense	66.63	20.89	1.28	95.88	4.30
7	<b>Profit after Interest Expense but before Exceptional Items (5-6)</b>	<b>678.41</b>	<b>731.76</b>	<b>1,170.40</b>	<b>2,425.23</b>	<b>4,451.92</b>
8	Exceptional Items	-	-	-	-	-
9	<b>Profit from Ordinary Activities before tax (7+8)</b>	<b>678.41</b>	<b>731.76</b>	<b>1,170.40</b>	<b>2,425.23</b>	<b>4,451.92</b>
10	<b>Provision for taxes</b>					
	a) Provision for tax	206.75	199.50	295.39	617.25	1,114.39
	b) Provision for deferred tax	7.60	13.72	(7.97)	50.44	1.61
	c) Income tax for earlier years	217.65	-	(5.03)	217.65	156.33
	<b>Total Provision for taxes</b>	<b>432.00</b>	<b>213.22</b>	<b>282.39</b>	<b>885.34</b>	<b>1,272.33</b>
11	<b>Profit from Ordinary Activities after tax (9-10)</b>	<b>246.41</b>	<b>518.54</b>	<b>888.01</b>	<b>1,539.89</b>	<b>3,179.59</b>
12	Extraordinary Items	-	-	-	-	-
13	<b>Net Profit after tax for the period/Year(11-12)</b>	<b>246.41</b>	<b>518.54</b>	<b>888.01</b>	<b>1,539.89</b>	<b>3,179.59</b>
14	Paid-up Equity Share Capital (Face value of ₹ 10/- each)	1,813.29	1,813.29	1,813.29	1,813.29	1,813.29
15	Reserves excluding Revaluation Reserve	-	-	-	30,223.49	28,683.61
16	<b>Earnings Per Share (EPS)</b>					
	a) Basic & Diluted EPS before Extraordinary items ₹	1.36	2.86	4.90	8.49	17.53
	b) Basic & Diluted EPS after Extraordinary items ₹	1.36	2.86	4.90	8.49	17.53

PART - II		3 Months ended				
A	PARTICULARS OF SHAREHOLDING	March 31, 2013	December 31, 2012	March 31, 2012	Year ended March 31, 2013	Year ended March 31, 2012
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
		1	<b>Public Shareholding</b>			
	- No. of shares	7,199,841	7,251,182	7,259,941	7,199,841	7,259,941
	- Percentage of shareholding	39.71	39.99	40.04	39.71	40.04
2	<b>Promoters and promoter group Shareholding</b>					
	<b>a) Pledged/Encumbered</b>					
	- Number of shares	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil
	- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil
	<b>b) Non-encumbered</b>					
	- Number of Shares	10,933,098	10,881,757	10,872,998	10,933,098	10,872,998
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100	100	100	100	100
	- Percentage of shares (as a % of the total share capital of the company)	60.29	60.01	59.96	60.29	59.96
B	<b>INVESTOR COMPLAINTS</b>	3 month ended March 31, 2013				
	Pending at the beginning of the quarter	Nil				
	Received during the quarter	Nil				
	Disposed of during quarter	Nil				
	Remaining unresolved at the end of the quarter	Nil				

For Career Point Limited

Managing Director

**Notes:**

i) Stand-alone Statement of Assets and Liabilities (₹ in Lakhs)

Particulars	As at 31.03.2013	As at 31.03.2012
<b>EQUITY AND LIABILITIES</b>		
<b>Shareholder's funds</b>		
(a) Share Capital	1,813.29	1,813.29
(b) Reserves and Surplus	30,223.49	28,683.61
<b>Non-current Liabilities</b>		
(a) Deferred Tax Liabilities (Net)	79.39	28.95
(b) Long-Term Provisions	45.80	39.55
<b>Current Liabilities</b>		
(a) Short-term borrowings	2,714.89	-
(b) Trade payables	32.19	9.05
(c) Other current liabilities	1,015.26	916.39
(d) Short-Term Provisions	112.46	142.67
<b>Total Equity and Liabilities</b>	<b>36,036.77</b>	<b>31,633.51</b>
<b>ASSETS</b>		
<b>Non-current Assets</b>		
(a) Fixed Assets		
(i) Tangible assets	5,575.16	5,347.14
(ii) Intangible assets	0.18	0.18
(iii) Capital work-in-progress	5,202.47	2,467.19
(b) Non-current investments	13,612.50	13,584.00
(c) Long-term loans and advances	890.89	2,184.90
<b>Current Assets</b>		
(a) Current investments	9,158.22	6,082.88
(b) Inventories	195.83	197.80
(c) Trade receivables	112.36	90.17
(d) Cash and cash equivalents	691.07	1,247.03
(e) Short-term loans and advances	608.09	432.22
(f) Other current assets	-	-
<b>Total Assets</b>	<b>36,036.77</b>	<b>31,633.51</b>

- ii) The above financial results have been Audited by the Statutory Auditors, reviewed by the audit committee and approved by the Board of Directors at their meeting held on May, 11, 2013 and May 18, 2013 respectively.
- iii) The Initial Public Offer (IPO) proceeds have been utilised as per Objects of the issue as stated in the prospectus as under:

A) Issue proceeds from IPO is as follows :

Particulars of Fund utilisation for	(₹ in Lakhs)	
	Amount	Amount
Gross Proceed of the Issue	11,500.00	11,500.00

B) The utilisation of issue proceeds from IPO is as follows (Refer to note below) :

Particulars of Fund utilisation for	(₹ in Lakhs)	
	Total amount utilised up to 31/03/2013	Total amount utilised up to 31/03/2012
Construction and Development an integrated campus facility	5,140.80	2,662.35
Construction of CP Tower 2-Expansion of classroom and infrastructure facility	1,900.89	1,340.01
Issue Expenses	676.99	676.99
General corporate purposes	3,448.10	1,441.01
<b>Total</b>	<b>11,166.78</b>	<b>6,120.36</b>

C) The un-utilised proceeds are invested/held in :

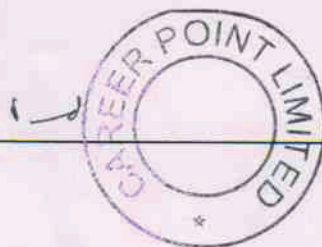
Particulars	(₹ in Lakhs)	
	Amount as on 31/03/2013	Amount as on 31/03/2012
Investment in units of FMP's and Liquid Funds	333.22	5,379.64

Note:

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.

- iv) The Company is only in one business activity therefore segment reporting is not applicable.
- v) Figures of the previous periods have been regrouped/re-classified to conform to the figures of the current periods.

Place: Kota (Rajasthan)  
Date : May 18, 2013



BY ORDER OF THE BOARD OF DIRECTORS  
FOR CAREER POINT LIMITED

PRAMOD MAHESHWARI  
Chairman, Managing Director and CEO



## Career Point Limited

(Formerly known as Career Point Infosystems Ltd.)

Registered Office: 112B, Shakti Nagar, Kota, Rajasthan - 324009

AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31st MARCH, 2013

PART - I		(₹ in Lakhs) (except EPS and share data)				
S. No.	Particulars	3 Months ended			Year ended March 31, 2013	Year ended March 31, 2012 (Audited)
		March 31, 2013	December 31, 2012	March 31, 2012	(Audited)	(Audited)
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	(a) Income from Operations	2,118.45	2,081.54	2,162.79	7,763.36	7,958.95
	<b>Total Income</b>	<b>2,118.45</b>	<b>2,081.54</b>	<b>2,162.79</b>	<b>7,763.36</b>	<b>7,958.95</b>
2	<b>Expenditure</b>					
	a) Cost of Study Material consumed	63.42	27.74	29.72	243.83	234.73
	b) Changes in inventories of finished goods	12.24	30.51	17.40	9.64	(13.99)
	c) Employees costs	877.11	932.44	872.38	3,436.33	3,359.18
	d) Depreciation & Amortisation	66.42	67.74	37.11	257.67	166.28
	e) General Administration and Other expenses	286.70	227.10	317.45	1,387.82	1,537.67
	<b>Total Expenditure</b>	<b>1,305.89</b>	<b>1,285.53</b>	<b>1,274.06</b>	<b>5,335.29</b>	<b>5,283.87</b>
3	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	812.56	796.01	888.73	2,428.07	2,675.08
4	Other Income	577.18	623.12	259.95	1,961.53	1,580.10
5	<b>Profit before Interest and Exceptional Items (3+4)</b>	<b>1,389.74</b>	<b>1,419.13</b>	<b>1,148.68</b>	<b>4,389.60</b>	<b>4,255.18</b>
6	Interest Expense	138.28	21.23	1.26	167.87	4.61
7	<b>Profit after Interest Expense but before Exceptional Items (5-6)</b>	<b>1,251.46</b>	<b>1,397.90</b>	<b>1,147.42</b>	<b>4,221.73</b>	<b>4,250.57</b>
8	Exceptional items	-	-	-	-	-
9	<b>Profit from Ordinary Activities before tax (7+8)</b>	<b>1,251.46</b>	<b>1,397.90</b>	<b>1,147.42</b>	<b>4,221.73</b>	<b>4,250.57</b>
10	<b>Provision for taxes</b>					
	a) Provision for tax	205.57	199.50	297.11	799.42	1,116.11
	b) Provision for deferred tax	55.32	60.24	(7.97)	203.85	1.61
	c) Income tax for earlier years	217.32	-	(5.02)	218.15	156.33
	<b>Total Provision for taxes</b>	<b>478.21</b>	<b>259.74</b>	<b>284.12</b>	<b>1,221.42</b>	<b>1,274.05</b>
11	<b>Profit from Ordinary Activities after tax (9-10)</b>	<b>773.25</b>	<b>1,138.16</b>	<b>863.30</b>	<b>3,000.31</b>	<b>2,976.52</b>
12	Extraordinary Items	-	-	-	-	-
13	<b>Net Profit after tax for the period/Year(11-12)</b>	<b>773.25</b>	<b>1,138.16</b>	<b>863.30</b>	<b>3,000.31</b>	<b>2,976.52</b>
14	Share of profit of associates (net)	0.64	(1.33)	1.88	0.62	2.09
15	Adjustment for minority interest	10.67	1.40	0.08	11.75	0.95
16	<b>Net Profit after tax, minority interest and share of profit of associates (13+14+15)</b>	<b>784.56</b>	<b>1,138.23</b>	<b>865.26</b>	<b>3,012.68</b>	<b>2,979.56</b>
17	Paid-up Equity Share Capital (Face value of ₹ 10/- each)	1,813.29	1,813.29	1,813.29	1,813.29	1,813.29
18	Reserves excluding Revaluation Reserve	-	-	-	30,736.15	27,723.48
19	Earnings Per Share (EPS)					
	a) Basic & Diluted EPS before Extraordinary items ₹	4.33	6.28	4.77	16.61	16.43
	b) Basic & Diluted EPS after Extraordinary items ₹	4.33	6.28	4.77	16.61	16.43

PART - II						
A	PARTICULARS OF SHAREHOLDING	3 Months ended			Year ended March 31, 2013	Year ended March 31, 2012
		March 31, 2013	December 31, 2012	March 31, 2012	(Audited)	(Audited)
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	<b>Public Shareholding</b>					
	- No. of shares	7,199,841	7,251,182	7,259,841	7,199,841	7,259,841
	- Percentage of shareholding	39.71	39.99	40.04	39.71	40.04
2	<b>Promoters and promoter group Shareholding</b>					
	<b>a) Pledged/Encumbered</b>					
	-Number of shares	Nil	Nil	Nil	Nil	Nil
	-Percentage of shares (as a % of the total shareholding of promoter and promoter)	Nil	Nil	Nil	Nil	Nil
	-Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil
	<b>b) Non-encumbered</b>					
	-Number of Shares	10,933,098	10,881,757	10,872,998	10,933,098	10,872,998
	-Percentage of shares (as a % of the total shareholding of promoter and promoter)	100	100	100	100	100
	-Percentage of shares (as a % of the total share capital of the company)	60.29	60.01	59.96	60.29	59.96

B INVESTOR COMPLAINTS		3 month ended March 31, 2013
Pending at the beginning of the quarter		Nil
Received during the quarter		Nil
Disposed of during quarter		Nil
Remaining unresolved at the end of the quarter		Nil

**Notes:**

i) Consolidated Statement of Assets and Liabilities

Particulars	(₹ in Lakhs)	
	As at 31.03.2013	As at 31.03.2012
<b>EQUITY AND LIABILITIES</b>		
<b>Shareholder's funds</b>		
(a) Share Capital	1,813.29	1,813.29
(b) Reserves and Surplus	30,736.15	27,723.48
(c) Minority Interest	9.20	1.95

For Career Point Limited

Managing Director

<b>Non-current Liabilities</b>		
(a) Deferred Tax Liabilities ( Net)	232.79	28.95
(b) Long-Term Provisions	45.80	39.55
<b>Current Liabilities</b>		
(a) Short-term borrowings	5,315.72	-
(b) Trade payables	32.19	11.99
(c) Other current liabilities	1,232.57	1,040.84
(d) Short-Term Provisions	118.86	141.76
<b>Total Equity and Liabilities</b>	<b>39,536.57</b>	<b>30,801.81</b>
<b>ASSETS</b>		
<b>Non-current Assets</b>		
(a) Fixed Assets		
(i) Tangible assets	13,105.20	7,689.23
(ii) Intangible assets	0.21	0.21
(iii) Capital work-in-progress	6,729.09	8,002.15
(b) Non-current investments	42.09	41.48
(c) Long-term loans and advances	6,746.74	6,874.20
(d) Long-term loans and advances	1.14	-
<b>Current Assets</b>		
(a) Current investments	10,635.05	6,082.88
(b) Inventories	195.83	197.80
(c) Trade receivables	751.68	90.17
(d) Cash and cash equivalents	727.40	1,318.03
(e) Short-term loans and advances	601.89	505.66
(f) Other current assets	0.29	-
<b>Total Assets</b>	<b>39,536.57</b>	<b>30,801.81</b>

- ii) The above financial results have been Audited by the Statutory Auditors, reviewed by the audit committee and approved by the Board of Directors at their meeting held on May, 11, 2013 and May 16, 2013
- iii) The Initial Public Offer (IPO) proceeds have been utilised as per Objects of the issue as stated in the prospectus as under:

**A) Issue proceeds from IPO is as follows :**

Particulars of Fund utilisation for	Amount	
	₹ in Lakhs	
Gross Proceed of the Issue	11,500.00	11,500.00

**B) The utilisation of issue proceeds from IPO is as follows (Refer to note below) :**

Particulars of Fund utilisation for	Total amount utilised up to 31/03/2012	
	₹ in Lakhs	
Construction and Development an integrated campus facility	5,140.80	2,662.35
Construction of CP Tower 2-Expansion of classroom and infrastructure facility	1,900.89	1,340.01
Issue Expenses	676.99	676.99
General corporate purposes	3,448.10	1,441.01
<b>Total</b>	<b>11,166.78</b>	<b>6,120.36</b>

**C) The un-utilised proceeds are invested/held in :**

Particulars	Amount as on 31/03/2012	
	₹ in Lakhs	
Investment in units of FMP's and Liquid Funds	333.22	5,379.64

**Note:**

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.

- iv) The Company is only in one business activity therefore segment reporting is not applicable.
- v) Figures of the previous periods have been regrouped/re-classified to confirm to the figures of the current periods.
- vi) Audited Standalone Results for the year ended on 31.03.2013 are as under-

Particulars	3 Months ended			Year ended March 31, 2013	Year ended March 31, 2012
	March 31, 2013	December 31, 2012	March 31, 2012		
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
Income from Operation	1,918.06	1,892.68	2,162.79	7,055.88	7,958.95
Profit before tax	678.41	731.76	1,170.40	2,425.23	4,451.92
Profit after tax	246.41	516.54	888.01	1,539.88	3,179.59

- vii) The Standalone and Consolidated financial results for the quarter and Year ended March 31, 2013, as submitted to Stock Exchange are also available on our website [www.cplil.in](http://www.cplil.in).

Place: Kota (Rajasthan)  
Date : May 18, 2013



BY ORDER OF THE BOARD OF DIRECTORS  
FOR CAREER POINT LIMITED

*[Signature]*  
PRAMOD MAHESHWARI  
Chairman, Managing Director and CEO



# SHARP & TANNAN

## Chartered Accountants

### CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED AS AT 31<sup>ST</sup> 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 31<sup>st</sup> 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.

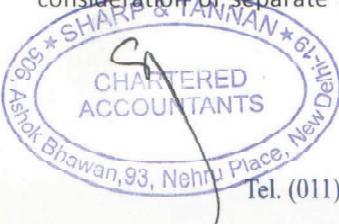
In respect of subsidiaries and associates we did not carry out the audit. These financial statements have been audited by other auditors whose reports have been furnished to us, and opinion, in so far as it relates to the amounts included in respect of the subsidiaries and associates is based solely 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:

*(Rs in lacs)*

Audited by other Auditors	Total Assets	Total Revenues
Indian Subsidiaries(3)	18,193.89	1,640.21
	<b>Net carrying cost of Investments</b>	<b>Current year share of Profit / (Loss)</b>
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



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Associate Offices: Bangalore, Chennai, Goa, Mumbai, Pune & Secunderabad

# SHARP & TANNAN

Chartered Accountants

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SHEET NO. \_\_\_\_\_

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.

*S. Chand. Tannan*  
SHARP & TANNAN

Chartered Accountants  
ICAI Registration No. 000452N  
By the hand of

*Pavan K. Aggarwal*

Pavan K. Aggarwal  
Partner  
Membership No. 091466

Place: New Delhi

Date: 18<sup>th</sup> May 2013





# SHARP & TANNAN

## Chartered Accountants

### 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.

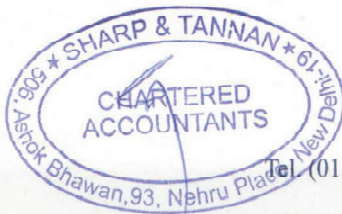
#### *Management's Responsibility for the Financial Statements*

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



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Farook M. Kobla Shreedhar T. Kunte L. Vaidyanathan Milind P. Phadke  
Rajkumar Khullar Pavan K. Aggarwal Ashwin B. Chopra  
Associate Offices: Bangalore, Chennai, Goa, Mumbai, Pune & Secunderabad

# SHARP & TANNAN

Chartered Accountants

LETTER NO. \_\_\_\_\_

SHEET NO. \_\_\_\_\_

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.

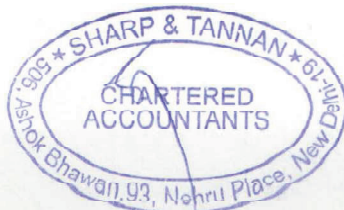
## *Opinion*

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;





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- (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 31<sup>st</sup> March 2013, and taken on record by the Board of Directors, none of the Directors is disqualified as on 31<sup>st</sup> March, 2013 from being appointed as a Director in terms of section 274(1)(g) of the Companies Act, 1956.

*Sharp & Tannan*  
**SHARP & TANNAN**

Chartered Accountants

ICAI Registration No. 000452N

By the hand of

*Pavan K. Aggarwal*

**Pavan K. Aggarwal**

Partner

Membership No.091466

Place: New Delhi

Date: *18<sup>th</sup> May, 2013*



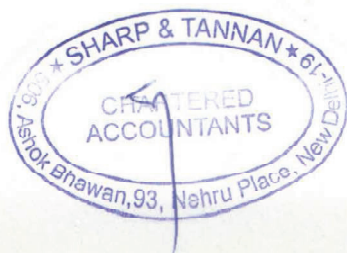
## Career Point Limited

(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.



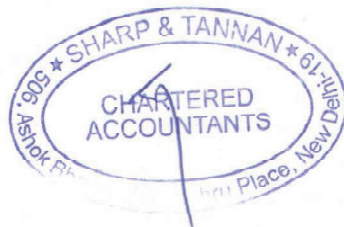
# SHARP & TANNAN

Chartered Accountants

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SHEET NO. \_\_\_\_\_

- (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 31<sup>st</sup> March 2013, for a period of more than six months from the date they became payable except the following.



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Name of the Statute	Nature of the Dues	Amount (Rs.)	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 (Rs.)	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.



# SHARP & TANNAN

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- (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 Rs. 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 Rs. 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



# SHARP & TANNAN

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Company, noticed or reported during the year, nor have we been informed of such case by the management.



Place: New Delhi  
Date: 18.05.2013

*SHARP & TANNAN*  
**SHARP & TANNAN**

Chartered Accountants  
ICAI Registration No. 000452N

By the hand of

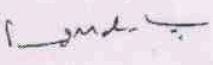

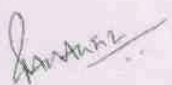
*Pavan K. Aggarwal*

**Pavan K. Aggarwal**  
Partner

Membership No.091466

**FORM A**

**Format of covering letter of the annual audit report to be filed with the stock exchanges**

1. Name of the Company:	Career Point Limited (Formerly known as Career Point Infosystems Limited)
2. Annual financial statements for the year ended	31st March, 2013
3. Type of Audit observation	Un-qualified
4. Frequency of observation	Not applicable
5. To be signed by-	
• CEO/Managing Director (Pramod Maheshwari)	
• CFO (Om Prakash Maheshwari)	
• Auditor of the company Sharp and Tannan	
• Audit Committee Chairman (Pawan Kumar Lalpuria)	