



**Usha Martin Education & Solutions Limited**

Regd. Office : PS Srijan Techpark, 5th Floor  
DN - 52, Sector-V, Salt Lake City  
Kolkata - 700 091, India  
Tel: +91 33 4013 4700  
Fax: +91 33 4013 4800  
E-mail: [contact@umitl.co.in](mailto:contact@umitl.co.in)  
Website: [www.umesl.co.in](http://www.umesl.co.in)

Dated: 1<sup>st</sup> August, 2013

To,  
The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra ( East)  
Mumbai – 400 051

The Secretary  
Bombay Stock Exchange Limited  
Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400 001

Dear Sir,

**Re: Clause 41- Unaudited Financial Results for the first quarter ended 30<sup>th</sup> June, 2013**

Pursuant to the provisions of Clause 41 of the Listing Agreement, please find enclosed the Unaudited Financial Results of the Company, for the first quarter ended 30<sup>th</sup> June, 2013, adopted at the Board Meeting held on today, 1<sup>st</sup> August, 2013.

Thanking you,  
Yours truly  
For Usha Martin Education & Solutions Limited

**[Dr. R. N. Chakraborty]**  
Company Secretary

CC: Luxembourg Stock Exchange

Enclose: As above.

**UNAUDITED STANDALONE FINANCIAL RESULTS  
FOR THE QUARTER ENDED 30TH JUNE, 2013**

<b>Part I</b>					
(Rs in Lakh)					
	Particulars	Quarter ended			Year ended
		30-06-13 (Unaudited)	31-03-13 (Unaudited)	30-06-12 (Unaudited)	31-03-13 (Audited)
1	<b>Income from Operations</b>				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	14.30	497.65	24.76	1,192.55
	(b) Other Operating Income	-	-	-	-
	<b>Total Income from Operations (Net)</b>	<b>14.30</b>	<b>497.65</b>	<b>24.76</b>	<b>1,192.55</b>
2	<b>Expenses</b>				
	(a) Cost of Materials consumed	-	-	-	-
	(b) Purchases of Stock-in-Trade	-	-	-	-
	(c) Changes in Inventories of Finished Goods, Work in Progress and Stock-in-trade	-	-	-	-
	(d) Employee Benefits Expense	71.57	80.92	106.58	387.90
	(e) Depreciation and Amortisation Expense	8.55	10.53	20.76	64.08
	(f) Rent	15.75	15.99	17.75	70.13
	(g) Consultancy	10.85	60.98	28.17	175.19
	(h) Marketing cost	5.09	5.21	77.76	131.96
	(i) Other Expenses	55.48	83.86	92.54	315.96
	<b>Total Expenses</b>	<b>167.29</b>	<b>257.49</b>	<b>343.56</b>	<b>1,145.22</b>
3	<b>Profit / (Loss) from Operations before Other Income, Finance Costs &amp; Exceptional Items (1-2)</b>	<b>(152.99)</b>	<b>240.16</b>	<b>(318.80)</b>	<b>47.33</b>
4	Other Income	0.64	3.95	0.01	6.73
5	<b>Profit / (Loss) before Interest &amp; Exceptional Items (3+4)</b>	<b>(152.35)</b>	<b>244.11</b>	<b>(318.79)</b>	<b>54.06</b>
6	Finance Cost	2.37	3.87	3.12	11.04
7	<b>Profit / (Loss) after Interest but before Exceptional Items (5-6)</b>	<b>(154.72)</b>	<b>240.24</b>	<b>(321.91)</b>	<b>43.02</b>
8	Exceptional items	-	-	-	-
9	<b>Profit / (Loss) from Ordinary Activities before tax (7+8)</b>	<b>(154.72)</b>	<b>240.24</b>	<b>(321.91)</b>	<b>43.02</b>
10	Tax expense (Refer Note 2)	-	8.25	-	8.25
11	<b>Net Profit / (Loss) from Ordinary Activities after tax (9- 10)</b>	<b>(154.72)</b>	<b>231.99</b>	<b>(321.91)</b>	<b>34.77</b>
12	Extraordinary Items (net of tax expense Rs. Nil)	-	-	-	-
13	<b>Net Profit / (Loss) for the period (11-12)</b>	<b>(154.72)</b>	<b>231.99</b>	<b>(321.91)</b>	<b>34.77</b>
14	Share of Profit / (Loss) of Associates	-	-	-	-
15	Minority Interest	-	-	-	-
16	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)</b>	<b>(154.72)</b>	<b>231.99</b>	<b>(321.91)</b>	<b>34.77</b>
17	Paid-up Equity Share Capital (Re. 1 per share)	264.16	264.16	264.16	264.16
18	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year				1,881.14
19(i)	Earnings Per Share (before extraordinary items) (of Re 1/- each) (not annualised)				
	(a) Basic	(0.59)	0.88	(1.22)	0.13
	(b) Diluted	(0.59)	0.88	(1.22)	0.13
19(ii)	Earnings Per Share (after extraordinary items) (of Re 1/- each) (not annualised)				
	(a) Basic	(0.59)	0.88	(1.22)	0.13
	(b) Diluted	(0.59)	0.88	(1.22)	0.13



(Rs in Lakh)					
	Particulars	Quarter ended			Year ended
		30-06-13 (Unaudited)	31-03-13 (Unaudited)	30-06-12 (Unaudited)	31-03-13 (Audited)
<b>Part II</b>					
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>				
1	Public Shareholding -				
	-Number of shares	1,32,27,960	1,32,27,960	1,32,27,960	1,32,27,960
	-Percentage of Shareholding	50.08%	50.08%	50.08%	50.08%
2	Promoters and promoter group shareholding				
	a) Pledged/Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares	-	-	-	-
	(as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares	-	-	-	-
	(as a % of the total share capital of the company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	1,13,88,396	1,13,88,396	1,13,88,396	1,13,88,396
	- Percentage of Shares	100.00%	100.00%	100.00%	100.00%
	(as a % of the total shareholding of promoter and promoter group)				
	- Percentage of Shares	43.11%	43.11%	43.11%	43.11%
	(as a % of the total share capital of the company)				
<b>B</b>	<b>INVESTORS COMPLAINTS</b>				
	Pending at the beginning of the quarter	-	-	-	-
	Received during the quarter	-	1	-	-
	Disposed off during the quarter	-	1	-	-
	Remaining un-resolved at the end of the quarter	-	-	-	-

Notes :

- The above Financial Results, after review by the Audit Committee, have been approved and taken on record by the Board of Directors at their meeting held on 1st August, 2013. The Statutory Auditors of the Company have conducted Limited Review of the above Financial Statements.
- The Company has unabsorbed depreciation available for set off under the Income Tax Act, 1961. However, in view of inability to assess future taxable income, the extent of net deferred tax assets which may be adjusted in the subsequent year is not ascertainable with virtual certainty at this stage and accordingly the same has not been recognised in the accounts on consideration of prudence.
- Due to seasonal nature of business, results of current quarter are not comparable to those of any previous quarters and should not be annualized.
- Previous quarters' / years' figures have been re-grouped / re-arranged wherever necessary.

Place : Kolkata  
Dated : August 1, 2013



For Usha Martin Education & Solutions Limited

*Debit Bhattacharya*  
Debit Bhattacharya  
Whole-time Director

**USHA MARTIN EDUCATION & SOLUTIONS LIMITED**

Registered Office: PS Srijan Tech Park, 5th Floor, DN-52, Sector- V, Salt Lake City, Kolkata - 700 091

**UNAUDITED CONSOLIDATED FINANCIAL RESULTS  
FOR THE QUARTER ENDED 30TH JUNE, 2013**

Part I					
(Rs in Lakh)					
	Particulars	Quarter ended			Year ended
		30-06-13 (Unaudited)	31-03-13 (Unaudited)	30-06-12 (Unaudited)	31-03-13 (Audited)
1	<b>Income from Operations</b>				
	(a) Net Sales / Income from Operations (Net of Excise Duty)	67.11	635.65	88.51	1,550.55
	(b) Other Operating Income	-	-	-	-
	<b>Total Income from Operations (Net)</b>	<b>67.11</b>	<b>635.65</b>	<b>88.51</b>	<b>1,550.55</b>
2	<b>Expenses</b>				
	(a) Cost of Materials consumed	-	-	-	-
	(b) Purchases of Stock-in-Trade	-	-	-	-
	(c) Changes in Inventories of Finished Goods, Work in Progress and Stock-in-trade	-	-	-	-
	(d) Employee Benefits Expense	94.48	97.14	125.18	456.53
	(e) Depreciation and Amortisation Expense	10.20	12.66	22.91	72.48
	(f) Rent	15.75	15.99	17.75	70.13
	(g) Consultancy	12.35	75.87	35.96	201.92
	(h) Marketing cost	6.72	57.97	78.95	208.39
	(i) Other Expenses	79.89	135.03	125.47	492.31
	<b>Total Expenses</b>	<b>219.39</b>	<b>394.66</b>	<b>406.22</b>	<b>1,501.76</b>
3	<b>Profit / (Loss) from Operations before Other Income, Finance Costs &amp; Exceptional Items (1-2)</b>	<b>(152.28)</b>	<b>240.99</b>	<b>(317.71)</b>	<b>48.79</b>
4	Other Income	32.49	5.09	0.01	10.44
5	<b>Profit / (Loss) before Interest &amp; Exceptional Items (3+4)</b>	<b>(119.79)</b>	<b>246.08</b>	<b>(317.70)</b>	<b>59.23</b>
6	Finance Cost	2.37	3.87	3.12	11.04
7	<b>Profit / (Loss) after Interest but before Exceptional Items (5-6)</b>	<b>(122.16)</b>	<b>242.21</b>	<b>(320.82)</b>	<b>48.19</b>
8	Exceptional Items	-	-	-	-
9	<b>Profit / (Loss) from Ordinary Activities before tax (7+8)</b>	<b>(122.16)</b>	<b>242.21</b>	<b>(320.82)</b>	<b>48.19</b>
10	Tax expense (Refer Note 3)	3.69	8.64	0.40	9.25
11	<b>Net Profit / (Loss) from Ordinary Activities after tax (9- 10)</b>	<b>(125.85)</b>	<b>233.57</b>	<b>(321.22)</b>	<b>38.94</b>
12	Extraordinary Items (net of tax expense Rs. Nil)	-	-	-	-
13	<b>Net Profit / (Loss) for the period (11-12)</b>	<b>(125.85)</b>	<b>233.57</b>	<b>(321.22)</b>	<b>38.94</b>
14	Share of Profit / (Loss) of Associates	-	-	-	-
15	Minority Interest	-	-	-	-
16	<b>Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)</b>	<b>(125.85)</b>	<b>233.57</b>	<b>(321.22)</b>	<b>38.94</b>
17	Paid-up Equity Share Capital (Re. 1 per share)	264.16	264.16	264.16	264.16
18	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year				1,891.61
19(i)	Earnings Per Share (before extraordinary items) (of Re. 1/- each) (not annualised)				
	(a) Basic	(0.48)	0.88	(1.22)	0.15
	(b) Diluted	(0.48)	0.88	(1.22)	0.15
19(ii)	Earnings Per Share (after extraordinary items) (of Re. 1/- each) (not annualised)				
	(a) Basic	(0.48)	0.88	(1.22)	0.15
	(b) Diluted	(0.48)	0.88	(1.22)	0.15



(Rs in Lakh)					
	Particulars	Quarter ended			Year ended
		30-06-13 (Unaudited)	31-03-13 (Unaudited)	30-06-12 (Unaudited)	31-03-13 (Audited)
<b>Part II</b>					
<b>A PARTICULARS OF SHAREHOLDING</b>					
1	Public Shareholding -				
	- Number of shares	1,32,27,960	1,32,27,960	1,32,27,960	1,32,27,960
	- Percentage of Shareholding	50.08%	50.08%	50.08%	50.08%
2	Promoters and promoter group shareholding				
	a) Pledged/Encumbered				
	- Number of shares	-	-	-	-
	- Percentage of shares	-	-	-	-
	(as a % of the total shareholding of promoter and promoter group)	-	-	-	-
	- Percentage of shares	-	-	-	-
	(as a % of the total share capital of the company)	-	-	-	-
	b) Non-encumbered				
	- Number of shares	1,13,88,396	1,13,88,396	1,13,88,396	1,13,88,396
	- Percentage of Shares	100.00%	100.00%	100.00%	100.00%
	(as a % of the total shareholding of promoter and promoter group)				
	- Percentage of Shares	43.11%	43.11%	43.11%	43.11%
	(as a % of the total share capital of the company)				
<b>B INVESTORS COMPLAINTS</b>					
	Pending at the beginning of the quarter	-	-	-	-
	Received during the quarter	-	1	-	-
	Disposed off during the quarter	-	1	-	-
	Remaining un-resolved at the end of the quarter	-	-	-	-

Notes:

- The above Consolidated Financial Results, after review by the Audit Committee, have been approved and taken on record by the Board of Directors at their meeting held on 1st August, 2013. The Statutory Auditors of the Company have conducted Limited Review of the above Financial Statements.
- The above consolidated financial results have been compiled by following the principles set out in the Accounting Standard 21 "Consolidated Financial Statements".
- The Company has unabsorbed depreciation available for set off under the Income Tax Act, 1961. However, in view of inability to assess future taxable income, the extent of net deferred tax assets which may be adjusted in the subsequent year is not ascertainable with virtual certainty at this stage and accordingly the same has not been recognised in the accounts on consideration of prudence.
- Due to seasonal nature of business, results of current quarter are not comparable to those of any previous quarters and should not be annualized.
- Other income includes Rs. 31.02 lacs towards profit on sale of School Management Business of its 100% subsidiary, Usha Martin Education Pvt. Ltd. as a going concern basis as per agreement dated 31st May, 2013.
- Previous quarters' / years' figures have been re-grouped / re-arranged wherever necessary.
- Pursuant to amendment in clause 41 of the Listing Agreement, the particulars of Turnover, Profit before Tax and Profit after Tax on Standalone basis are furnished hereunder:

Particulars	Quarter ended			Year ended
	30-06-13 (Unaudited)	31-03-13 (Unaudited)	30-06-12 (Unaudited)	31-03-13 (Audited)
Turnover	14.30	497.65	24.76	1,192.55
Profit before Tax	(154.72)	240.24	(321.91)	43.02
Profit after Tax	(154.72)	231.99	(371.91)	34.77

For Usha Martin Education & Solutions Limited

Place : Kolkata  
Dated : August 1, 2013



*Debjit Bhattacharya*  
Debjit Bhattacharya  
Whole-time Director



**Usha Martin Education & Solutions Limited**

Regd. Office : PS Srijan Techpark, 5th Floor  
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Website: [www.umesl.co.in](http://www.umesl.co.in)

Dated: 1<sup>st</sup> August, 2013

To,  
The Secretary  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra ( East)  
Mumbai – 400 051

The Secretary  
Bombay Stock Exchange Limited  
Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400 001

Dear Sir,

**Re: Press Release**

Please find enclosed herewith “Press Release” for the first quarter ended 30<sup>th</sup> June, 2013 for your record.

Thanking you,  
Yours truly  
For Usha Martin Education & Solutions Limited

  
[R.N. Chakraborty]  
Company Secretary

Cc: Luxembourg Stock Exchange

Enclosed: a/a



**Usha Martin Education & Solutions Limited**

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

**UMESL declares results for the 1<sup>st</sup> Quarter ended 30<sup>th</sup> June, 2013**

**Kolkata, August 1, 2013:** Usha Martin Education & Solutions Limited's (UMESL) Board met today to consider the Unaudited Financial Results for the 1<sup>st</sup> Quarter ended 30<sup>th</sup> June, 2013.

The Company recorded Rs 67.11 lakhs as consolidated revenue for the quarter ended 30<sup>th</sup> June, 2013 and Rs 14.30 lakhs as revenue on standalone basis. Consolidated net loss after Tax for the Quarter ended 30<sup>th</sup> June, 2013 stood at Rs 125.85 lakhs, whereas its standalone net loss after Tax was at Rs 154.72 lakhs.

The Company continues to take measures to improve its operational profits and optimize costs.

**Contact details:**

**Mr. Debjit Bhattacharya**  
**Whole Time Director**  
**Mobile: +91-98312-51946**  
**Email: [Debjit.Bhattacharya@umesl.co.in](mailto:Debjit.Bhattacharya@umesl.co.in)**

A handwritten signature in blue ink, appearing to be 'Debjit', is located to the right of the contact details.