



**Usha Martin Education & Solutions Limited**

PS Srijan Techpark, 4th Floor  
DN - 52, Sector - V, Salt Lake City  
Kolkata 700091, India  
Tel : +91 33 3322 3700  
Fax : +91 33 3322 3800

E-mail : [ranendranath.chakraborty@umesl.co.in](mailto:ranendranath.chakraborty@umesl.co.in)  
Website : [www.umesl.co.in](http://www.umesl.co.in)

CIN -L31300WB1997PLC085210

Dated: 8<sup>th</sup> February, 2017

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: Regulation 33 - Unaudited Financial Results for the quarter ended 31<sup>st</sup> December, 2016**

Pursuant to the provisions of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Unaudited Financial Results of the Company, along with the Limited Review Report by the Auditors on the aforesaid financial result, for the quarter and nine months ended 31<sup>st</sup> December, 2016.

Thanking you,

Yours truly

**For Usha Martin Education & Solutions Limited**

*Chaitie Baral*

**Chaitie Baral  
(Company Secretary)**

Encl: As above

**S. SWARUP & CO.**  
CHARTERED ACCOUNTANTS

21, Hemanta Basu Sarani,  
3<sup>rd</sup> Floor, Room No.303  
Kolkata - 700 001  
Ph: 22130054, Fax: 22130055  
Email ID: ssc\_gupta@rediffmail.com

To  
The Board of Directors  
Usha Martin Education & Solutions Limited  
PS Srijan Tech Park, 4<sup>th</sup> Floor  
DN-52, Sector- V, Salt Lake City,  
Kolkata - 700 091

**Report on Limited Review of the Un-Audited Standalone Financial Results of the Company for the Quarter ended 31st December, 2016**

1. We have reviewed the accompanying statement of Un-Audited Financial Results of Usha Martin Education & Solutions Limited for the quarter ended 31<sup>st</sup> December, 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.



For S. SWARUP & CO.  
Chartered Accountants

(S. S. GUPTA)  
Proprietor

Place: Kolkata  
Dated: 8<sup>th</sup> February, 2017

Membership No.- 017897  
Firm Registration No. - 310089E



**USHA MARTIN EDUCATION & SOLUTIONS LIMITED**

CIN- L31300WB1997PLC085210

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

Tel: +91 33 33223700, Fax: + 91 33 33223800

**UNAUDITED STANDALONE FINANCIAL RESULTS  
FOR THE QUARTER & NINE MONTHS ENDED 31ST DECEMBER, 2016**

Part I							
(Rs in Lakh)							
	Particulars	Quarter ended			9 months ended		Year ended
		31-12-2016 (Unaudited)	30-09-2016 (Unaudited)	31-12-2015 (Unaudited)	31-12-2016 (Unaudited)	31-12-2015 (Unaudited)	31-03-2016 (Audited)
1	Income from Operations						
	(a) Net Sales / Income from Operations (Net of Excise Duty)	6.06	58.23	20.86	115.54	72.83	130.76
	(b) Other Operating Income	-	-	-	-	-	-
	<b>Total Income from Operations (Net)</b>	<b>6.06</b>	<b>58.23</b>	<b>20.86</b>	<b>115.54</b>	<b>72.83</b>	<b>130.76</b>
2	Expenses						
	(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	21.53	24.61	29.80	77.40	102.01	131.60
	(e) Depreciation and Amortisation Expense	5.04	5.30	5.61	15.89	17.23	23.98
	(f) Rent	3.32	3.98	8.72	11.28	21.30	25.52
	(g) Consultancy	6.31	12.06	16.98	32.78	45.40	61.35
	(h) Marketing cost	0.15	0.54	9.27	3.43	9.27	12.49
	(i) Other Expenses	14.89	28.04	30.75	61.55	95.78	145.75
	<b>Total Expenses</b>	<b>51.24</b>	<b>74.53</b>	<b>101.13</b>	<b>202.33</b>	<b>290.99</b>	<b>400.69</b>
3	Profit / (Loss) from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	(45.18)	(16.30)	(80.27)	(86.79)	(218.16)	(269.93)
4	Other income	5.45	1.68	1.85	8.80	8.00	8.92
5	Profit / (Loss) before Interest & Exceptional Items (3+4)	(39.73)	(14.62)	(78.42)	(77.99)	(210.16)	(261.01)
6	Finance Cost	7.44	9.79	7.94	26.87	20.24	29.63
7	Profit / (Loss) after interest but before Exceptional Items (5-6)	(47.17)	(24.41)	(86.36)	(104.86)	(230.40)	(290.64)
8	Exceptional items	-	-	-	-	-	-
9	Profit / (Loss) from Ordinary Activities before tax (7+8)	(47.17)	(24.41)	(86.36)	(104.86)	(230.40)	(290.64)
10	Tax expense (Refer Note 2)	-	-	-	-	-	-
11	Net Profit / (Loss) from Ordinary Activities after tax (9- 10)	(47.17)	(24.41)	(86.36)	(104.86)	(230.40)	(290.64)
12	Extraordinary Items (net of tax expense Rs. Nil)	-	-	-	-	-	-
13	Net Profit / (Loss) for the period (11-12)	(47.17)	(24.41)	(86.36)	(104.86)	(230.40)	(290.64)
14	Share of Profit / (Loss) of Associates	-	-	-	-	-	-
15	Minority Interest	-	-	-	-	-	-
16	Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13+14+15)	(47.17)	(24.41)	(86.36)	(104.86)	(230.40)	(290.64)
17	Paid-up Equity Share Capital (Re 1 per share)	264.16	264.16	264.16	264.16	264.16	264.16
18	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	-	-	1,387.59
19(i)	Earnings Per Share (before extraordinary items) (of Re. 1/- each) (not annualised)						
	(a) Basic	(0.18)	(0.09)	(0.33)	(0.40)	(0.87)	(1.10)
	(b) Diluted	(0.18)	(0.09)	(0.33)	(0.40)	(0.87)	(1.10)
19(ii)	Earnings Per Share (after extraordinary items) (of Re. 1/- each) (not annualised)						
	(a) Basic	(0.18)	(0.09)	(0.33)	(0.40)	(0.87)	(1.10)
	(b) Diluted	(0.18)	(0.09)	(0.33)	(0.40)	(0.87)	(1.10)



(Rs in Lakh)

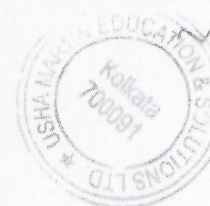
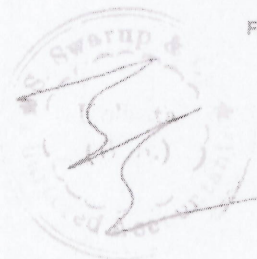
Particulars	Quarter ended			9 months ended		Year ended
	31-12-2016 (Unaudited)	30-09-2016 (Unaudited)	31-12-2015 (Unaudited)	31-12-2016 (Unaudited)	31-12-2015 (Unaudited)	31-03-2016 (Audited)
<b>Part II</b>						
<b>A PARTICULARS OF SHAREHOLDING</b>						
1 Public Shareholding -						
- Number of shares	1,32,36,277	1,32,36,277	1,32,35,616	1,32,36,277	1,32,35,616	1,32,35,616
- Percentage of Shareholding	50.10%	50.10%	50.10%	50.10%	50.10%	50.10%
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	1,13,80,079	1,13,80,079	1,13,80,740	1,13,80,079	1,13,80,740	1,13,80,740
- Percentage of Shares	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
(as a % of the total shareholding of promoter and promoter group)						
- Percentage of Shares	43.08%	43.08%	43.08%	43.08%	43.08%	43.08%
(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	1	1	1	1	1
Disposed off during the quarter	1	1	1	1	1	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 8th February, 2017. The Statutory Auditors of the Company have conducted Limited Review of the above Financial Statements.
- The Company has Unabsorbed Depreciation and Business Loss 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.
- Statutory Auditors have provided an unmodified opinion on the Financial Results.
- Previous quarters' / years' figures have been re-grouped / re-arranged wherever necessary.

Place : Kolkata  
Dated : 8th February , 2017

For Usha Martin Education &amp; Solutions Limited



Vinay Kumar Gupta  
Whole-time Director  
DIN: 00574665



**S. SWARUP & CO.**  
CHARTERED ACCOUNTANTS

21, Hemanta Basu Sarani,  
3<sup>rd</sup> Floor, Room No.303  
Kolkata - 700 001  
Ph: 22130054, Fax: 22130055  
Email ID: ssc\_gupta@rediffmail.com

To  
The Board of Directors  
Usha Martin Education & Solutions Limited  
PS Srijan Tech Park, 4<sup>th</sup> Floor  
DN-52, Sector- V, Salt Lake City,  
Kolkata - 700 091

**Report on Limited Review of the Un-Audited Consolidated Financial Results of the Company with its subsidiary for the Quarter ended 31<sup>st</sup> December, 2016**

1. We have reviewed the accompanying statement of Un-Audited Financial Results of Usha Martin Education & Solutions Limited with Usha Martin Education Pvt. Ltd. for the quarter ended 31<sup>st</sup> December, 2016. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.



For S. SWARUP & CO.  
Chartered Accountants

(S. S. GUPTA)  
Proprietor

Place: Kolkata  
Dated: 8<sup>th</sup> February, 2017

Membership No.- 017897  
Firm Registration No. - 310089E



**USHA MARTIN EDUCATION & SOLUTIONS LIMITED**

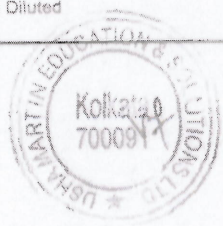
CIN- L31300WB1997PLC085210

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

Tel: +91 33 33223700, Fax: + 91 33 33223800

**UNAUDITED CONSOLIDATED FINANCIAL RESULTS  
FOR THE QUARTER & NINE MONTHS ENDED 31ST DECEMBER, 2016**

Part I							
(Rs in Lakh)							
	Particulars	Quarter ended			9 months ended		Year ended
		31-12-2016 (Unaudited)	30-09-2016 (Unaudited)	31-12-2015 (Unaudited)	31-12-2016 (Unaudited)	31-12-2015 (Unaudited)	31-03-2016 (Audited)
1	<b>Income from Operations</b>						
	(a) Net Sales / Income from Operations (Net of Excise Duty)	6.06	58.23	23.36	118.04	80.33	140.76
	(b) Other Operating Income	-	-	-	-	-	-
	<b>Total Income from Operations (Net)</b>	<b>6.06</b>	<b>58.23</b>	<b>23.36</b>	<b>118.04</b>	<b>80.33</b>	<b>140.76</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	22.51	25.80	29.80	81.73	102.01	139.99
	(e) Depreciation and Amortisation Expense	5.04	5.30	5.61	15.89	17.23	23.98
	(f) Rent	3.32	3.98	8.72	11.28	21.30	25.52
	(g) Consultancy	7.18	12.43	17.04	34.08	47.66	63.70
	(h) Marketing cost	0.15	0.54	9.27	3.43	9.27	12.49
	(i) Other Expenses	15.55	28.75	35.06	63.57	104.10	149.11
	<b>Total Expenses</b>	<b>53.75</b>	<b>76.80</b>	<b>105.50</b>	<b>209.98</b>	<b>301.57</b>	<b>414.79</b>
3	<b>Profit / (Loss) from Operations before Other Income, Finance Costs &amp; Exceptional Items (1-2)</b>	<b>(47.69)</b>	<b>(18.57)</b>	<b>(82.14)</b>	<b>(91.94)</b>	<b>(221.24)</b>	<b>(274.03)</b>
4	Other Income	7.73	3.94	3.85	15.58	13.84	15.41
5	<b>Profit / (Loss) before Interest &amp; Exceptional Items (3+4)</b>	<b>(39.96)</b>	<b>(14.63)</b>	<b>(78.29)</b>	<b>(76.36)</b>	<b>(207.40)</b>	<b>(258.62)</b>
6	Finance Cost	7.44	9.79	7.94	26.87	20.24	29.63
7	<b>Profit / (Loss) after interest but before Exceptional Items (5-6)</b>	<b>(47.40)</b>	<b>(24.42)</b>	<b>(86.23)</b>	<b>(103.23)</b>	<b>(227.64)</b>	<b>(288.25)</b>
8	Exceptional items	-	-	-	-	-	-
9	<b>Profit / (Loss) from Ordinary Activities before tax (7+8)</b>	<b>(47.40)</b>	<b>(24.42)</b>	<b>(86.23)</b>	<b>(103.23)</b>	<b>(227.64)</b>	<b>(288.25)</b>
10	Tax expense (Refer Note 3)	-	-	0.03	0.58	0.83	0.72
11	<b>Net Profit / (Loss) from Ordinary Activities after tax (9- 10)</b>	<b>(47.40)</b>	<b>(24.42)</b>	<b>(86.26)</b>	<b>(103.81)</b>	<b>(228.47)</b>	<b>(288.97)</b>
12	Extraordinary Items (net of tax expense Rs. Nil)	-	-	-	-	-	-
13	<b>Net Profit / (Loss) for the period (11-12)</b>	<b>(47.40)</b>	<b>(24.42)</b>	<b>(86.26)</b>	<b>(103.81)</b>	<b>(228.47)</b>	<b>(288.97)</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>(47.40)</b>	<b>(24.42)</b>	<b>(86.26)</b>	<b>(103.81)</b>	<b>(228.47)</b>	<b>(288.97)</b>
17	Paid-up Equity Share Capital (Re. 1 per share)	264.16	264.16	264.16	264.16	264.16	264.16
18	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	-	-	-	-	-	1,432.66
19(i)	<b>Earnings Per Share (before extraordinary items)</b> (of Re. 1/- each) (not annualised)						
	(a) Basic	(0.18)	(0.09)	(0.33)	(0.39)	(0.86)	(1.09)
	(b) Diluted	(0.18)	(0.09)	(0.33)	(0.39)	(0.86)	(1.09)
19(ii)	<b>Earnings Per Share (after extraordinary items)</b> (of Re. 1/- each) (not annualised)						
	(a) Basic	(0.18)	(0.09)	(0.33)	(0.39)	(0.86)	(1.09)
	(b) Diluted	(0.18)	(0.09)	(0.33)	(0.39)	(0.86)	(1.09)





							(Rs in Lakh)
Particulars	Quarter ended			9 months ended		Year ended	
	31-12-2016 (Unaudited)	30-09-2016 (Unaudited)	31-12-2015 (Unaudited)	31-12-2016 (Unaudited)	31-12-2015 (Unaudited)	31-03-2016 (Audited)	
<b>Part II</b>							
<b>A</b>	<b>PARTICULARS OF SHAREHOLDING</b>						
1	<b>Public Shareholding -</b>						
	- Number of shares	1,32,36,277	1,32,36,277	1,32,35,616	1,32,36,277	1,32,35,616	1,32,35,616
	- Percentage of Shareholding	50.10%	50.10%	50.10%	50.10%	50.10%	50.10%
2	<b>Promoters and promoter group shareholding</b>						
a)	<b>Pledged/Encumbered</b>						
	- 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)	<b>Non-encumbered</b>						
	- Number of shares	1,13,80,079	1,13,80,079	1,13,80,740	1,13,80,079	1,13,80,740	1,13,80,740
	- Percentage of Shares	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	(as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
	- Percentage of Shares	43.08%	43.08%	43.08%	43.08%	43.08%	43.08%
	(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 8th February, 2017. 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 and Business Loss 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.
- Statutory Auditors have provided an unmodified opinion on the Financial Results.
- 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			9 months ended		Year ended
	31-12-2016 (Unaudited)	30-09-2016 (Unaudited)	31-12-2015 (Unaudited)	31-12-2016 (Unaudited)	31-12-2015 (Unaudited)	31-03-2016 (Audited)
Turnover	6.06	58.23	20.86	115.54	72.83	130.76
Profit/(Loss) before Tax	(47.17)	(24.41)	(36.36)	(104.86)	(230.40)	(290.64)
Profit/(Loss) after Tax	(47.17)	(24.41)	(36.36)	(104.86)	(230.40)	(290.64)

For Usha Martin Education & Solutions Limited

Place : Kolkata  
Dated : 8th February, 2017



Vinay Kumar Gupta  
Whole-time Director  
DIN: 00574665