



CAREER POINT

May 29, 2014

The General Manager
Bombay Stock Exchange Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
BSE Scrip Code: 533260

The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C/1, Block G
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051
NSE Symbol: careerp **Series:** EQ

Dear Sir / Madam,

Sub: - Outcome of the Board Meeting of the Company held on May 29, 2014

This is to inform you that in the meeting of Board of Directors (the Board) of the Company held on May 29, 2014, the Board of the Company has inter-alia transacted the following:

1. approved the Audited Financial Results both on Standalone and Consolidated for the Quarter and Year Ended March 31, 2014 alongwith Statement of Assets & Liabilities as at 31.03.2014
2. approved (subject to approval of shareholders in the general meeting) revision in remuneration of Mr. Pramod Maheshwari, Managing Director & CEO of the Company
3. approved (subject to approval of shareholders in the general meeting) re-appointment of Mr. Om Prakash Maheshwari as Whole time director & CFO of the company
4. approved (subject to approval of shareholders in the general meeting) re-appointment of Mr. Nawal Kishore Maheshwari as Whole time director of the Company

This is for your information and records.

Thanking you,
For **Career Point Limited**

Tarun Kumar Jain
Company Secretary & Compliance Officer

Enclosed:

1. Audited Financial Results for the Quarter and Year Ended March 31, 2014
2. Auditor's Report
3. Form A



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, 2014

PART - I		(₹ in Lakhs) (except EPS and share data)				
S. No.	Particulars	3 Months ended			Year ended March 31, 2014	Year ended March 31, 2013
		March 31, 2014	December 31, 2013	March 31, 2013		
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
1	(a) Income from Operations	1,351.03	1,388.13	1,918.06	5,414.01	7,055.88
	Total Income	1,351.03	1,388.13	1,918.06	5,414.01	7,055.88
2	Expenditure					
	a) Cost of Study Material consumed	31.29	44.47	63.42	218.55	243.83
	b) Changes in inventories of Study Material	26.16	(5.79)	12.24	(41.58)	9.64
	c) Employees costs	906.82	1,017.65	871.18	3,535.97	3,425.93
	d) Depreciation & Amortisation	66.06	73.30	43.99	369.38	177.60
	e) General Administration and Other expenses	370.38	315.98	263.80	1,513.67	1,360.68
	Total Expenditure	1,400.71	1,445.61	1,254.63	5,595.99	5,217.68
3	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	(49.68)	(57.48)	663.43	(181.98)	1,838.20
4	Other Income	143.00	324.91	81.61	835.00	682.91
5	Profit before Interest and Exceptional Items (3+4)	93.32	267.43	745.04	653.02	2,521.11
6	Interest Expense	26.84	44.37	66.63	211.35	95.88
7	Profit after Interest Expense but before Exceptional Items (5-6)	66.48	223.06	678.41	441.67	2,425.23
8	Exceptional Items	-	-	-	-	-
9	Profit from Ordinary Activities before tax (7+8)	66.48	223.06	678.41	441.67	2,425.23
10	Provision for taxes					
	a) Provision for tax	14.40	47.60	206.75	96.80	617.25
	b) MAT Credit Entitlement	(13.80)	(44.00)	-	(84.80)	-
	c) Provision for deferred tax	(1.57)	(55.24)	7.60	0.45	50.44
	d) Income tax for earlier years	(3.70)	11.51	217.65	8.17	217.65
	Total Provision for taxes	(4.67)	(39.93)	432.00	20.62	885.34
11	Profit from Ordinary Activities after tax (9-10)	71.15	262.99	246.41	421.05	1,539.89
12	Extraordinary Items	-	-	-	-	-
13	Net Profit after tax for the period/Year(11-12)	71.15	262.99	246.41	421.05	1,539.89
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	-	-	-	30,644.54	30,223.49
16	Earnings Per Share (EPS)					
	a) Basic & Diluted EPS before Extraordinary items ₹ (* Not annualised)	*0.39	*1.45	*1.36	2.32	8.49
	b) Basic & Diluted EPS after Extraordinary items ₹ (* Not annualised)	*0.39	*1.45	*1.36	2.32	8.49

PART - II		3 Months ended				
A	PARTICULARS OF SHAREHOLDING	March 31, 2014	December 31, 2013	March 31, 2013	Year ended March 31, 2014	Year ended March 31, 2013
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Audited)
		1	Public Shareholding			
	- No. of shares	71,78,664	71,78,664	71,99,841	71,78,664	71,99,841
	- Percentage of shareholding	39.59	39.59	39.71	39.59	39.71
2	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	-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) Non-encumbered					
	-Number of Shares	109,54,275	109,54,275	109,33,098	109,54,275	109,33,098
	-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)	60.41	60.41	60.29	60.41	60.29
B	INVESTOR COMPLAINTS	3 month ended March 31, 2014				
	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 31.03.2014	As at 31.03.2013
EQUITY AND LIABILITIES		
Shareholder's funds		
(a) Share Capital	1,813.29	1,813.29
(b) Reserves and Surplus	30,644.54	30,223.49
Non-current Liabilities		
(a) Deferred Tax Liabilities (Net)	79.85	79.39
(b) Long-Term Provisions	42.00	42.56
Current Liabilities		
(a) Short-term borrowings	992.02	2,714.89
(b) Trade payables	2.89	32.19
(c) Other current liabilities	1,098.78	1,015.26
(d) Short-Term Provisions	98.07	115.70
Total Equity and Liabilities	34,771.44	36,036.78
ASSETS		
Non-current Assets		
(a) Fixed Assets		
(i) Tangible assets	9,861.94	5,575.16
(ii) Intangible assets	4.79	0.19
(iii) Capital work-in-progress	2,322.94	5,202.47
(b) Non-current investments	13,856.50	13,612.50
(c) Long-term loans and advances	2,097.67	890.89
Current Assets		
(a) Current investments	4,197.69	9,158.22
(b) Inventories	236.11	195.83
(c) Trade receivables	143.66	112.36
(d) Cash and cash equivalents	397.88	661.48
(e) Short-term loans and advances	1,639.20	608.08
(f) Other current assets	11.07	19.59
Total Assets	34,771.44	36,036.78

- 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 29, 2014.
- iv) The Company is only in one business activity i.e. informal education 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.

Place: Kota (Rajasthan)
Date : May 29, 2014

BY ORDER OF THE BOARD OF DIRECTORS
FOR CAREER POINT LIMITED
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, 2014

PART - I		(₹ in Lakhs) (except EPS and share data)				
S. No.	Particulars	3 Months ended			Year ended March 31, 2014	Year ended March 31, 2013
		March 31, 2014	December 31, 2013	March 31, 2013	(Audited)	(Audited)
		(Unaudited)	(Unaudited)	(Unaudited)		
1	(a) Income from Operations	1,647.82	1,662.75	2,118.45	6,520.73	7,763.36
	Total Income	1,647.82	1,662.75	2,118.45	6,520.73	7,763.36
2	Expenditure					
	a) Cost of Study Material consumed	77.41	49.73	63.42	343.96	243.83
	b) Changes in inventories of finished goods	3.69	0.08	12.24	(105.16)	9.64
	c) Employees costs	954.41	1,065.58	877.11	3,895.46	3,436.33
	d) Depreciation & Amortisation	114.90	107.58	66.42	516.16	257.67
	e) General Administration and Other expenses	401.67	333.63	286.70	1,618.65	1,387.82
	Total Expenditure	1,552.08	1,556.60	1,305.89	6,069.06	5,335.29
3	Profit from Operations before Other Income, Interest and Exceptional Items (1-2)	95.74	106.15	812.56	451.67	2,428.07
4	Other Income	275.58	425.13	577.18	1,280.81	1,961.53
5	Profit before Interest and Exceptional Items (3+4)	371.32	531.28	1,389.74	1,732.48	4,389.60
6	Interest Expense	121.89	122.94	138.28	507.51	167.87
7	Profit after Interest Expense but before Exceptional items (5-6)	249.43	408.34	1,251.46	1,224.97	4,221.73
8	Exceptional items	-	-	-	-	-
9	Profit from Ordinary Activities before tax (7+8)	249.43	408.34	1,251.46	1,224.97	4,221.73
10	Provision for taxes					
	a) Provision for tax	53.58	106.14	205.57	295.82	799.42
	b) MAT Credit Entitlement	(70.50)	(44.00)	-	(261.32)	-
	c) Provision for deferred tax	82.96	(100.81)	55.32	95.13	203.85
	d) Income tax for earlier years	(3.71)	11.52	217.32	151.19	218.15
	Total Provision for taxes	62.33	(27.15)	478.21	280.82	1,221.42
11	Profit from Ordinary Activities after tax (9-10)	187.10	435.49	773.25	944.15	3,000.31
12	Extraordinary items	-	-	-	-	-
13	Net Profit after tax for the period/Year(11-12)	187.10	435.49	773.25	944.15	3,000.31
14	Share of profit of associates (net)	(0.26)	0.14	0.64	0.24	0.62
15	Capital Profit	-	-	-	0.27	-
16	Adjustment for minority interest	(5.08)	10.90	10.67	34.21	11.75
17	Net Profit after tax, minority interest and share of profit of associates (13+14+15)	181.76	446.53	784.56	978.87	3,012.68
18	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
19	Reserves excluding Revaluation Reserve	-	-	-	31,713.59	30,736.15
20	Earnings Per Share (EPS)					
	a) Basic & Diluted EPS before Extraordinary items ₹ (* Not annualised)	*1.00	*2.46	*4.33	5.40	16.61
	b) Basic & Diluted EPS after Extraordinary items ₹ (* Not annualised)	*1.00	*2.46	*4.33	5.40	16.61

PART - II						
A	PARTICULARS OF SHAREHOLDING	3 Months ended			Year ended March 31, 2014	Year ended March 31, 2013
		March 31, 2014	December 31, 2013	March 31, 2013	(Audited)	(Audited)
		(Unaudited)	(Unaudited)	(Unaudited)		
1	Public Shareholding					
	- No. of shares	71,78,664	71,78,664	71,99,841	71,78,664	71,99,841
	- Percentage of shareholding	39.59	39.59	39.71	39.59	39.71
2	Promoters and promoter group Shareholding					
	a) Pledged/Encumbered					
	-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) Non-encumbered					
	-Number of Shares	109,54,275	109,54,275	109,33,098	109,54,275	109,33,098
	-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)	60.41	60.41	60.29	60.41	60.29

B	3 month ended March 31, 2014
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

(Signature)
Managing Director

Notes:

i) Consolidated Statement of Assets and Liabilities

(₹ in Lakhs)

Particulars	As at 31.03.2014	As at 31.03.2013
EQUITY AND LIABILITIES		
Shareholder's funds		
(a) Share Capital	1,813.29	1,813.29
(b) Reserves and Surplus	31,713.59	30,798.15
(c) Minority Interest	39.60	9.20
Non-current Liabilities		
(a) Deferred Tax Liabilities (Net)	327.93	232.79
(b) Long-Term Provisions	42.00	45.80
Current Liabilities		
(a) Short-term borrowings	4,322.08	5,315.72
(b) Trade payables	19.16	32.19
(c) Other current liabilities	1,302.10	1,232.57
(d) Short-Term Provisions	114.76	118.86
Total Equity and Liabilities	39,694.51	39,536.57
ASSETS		
Non-current Assets		
(a) Fixed Assets		
(i) Tangible assets	19,485.77	13,105.20
(ii) Intangible assets	82.10	0.21
(iii) Capital work-in-progress	3,417.04	6,729.05
(b) Non-current investments	42.33	42.09
(c) Long-term loans and advances	7,141.44	6,746.74
(d) Other Non-Current Assets	5.53	1.14
Current Assets		
(a) Current investments	5,355.87	10,635.05
(b) Inventories	300.88	195.63
(c) Trade receivables	1,497.58	751.68
(d) Cash and cash equivalents	667.91	727.40
(e) Short-term loans and advances	1,685.08	601.89
(f) Other current assets	12.97	0.29
Total Assets	39,694.51	39,536.57

ii) Segment Wise Revenue, Results and Capital Employed for the Quarter ended 31st March, 2014

(₹ in Lakhs)

S. No.	Particulars	3 Months ended			Year ended March 31,	Year ended March 31,
		March 31, 2014	Dec 31, 2013	March 31, 2013	2014 (Audited)	2013 (Audited)
1	Segment Revenue (Net Sales Income from Segment)					
a	Informal Education Division	1,374.92	1,369.87	1,916.68	5,482.36	7,054.50
b	Formal Education Division	272.90	292.87	201.76	1,038.37	708.86
	Net Sales/Income from Operation	1,647.82	1,662.74	2,118.45	6,520.73	7,763.36
2	Segment Results Profit/(Loss) before interest and Tax					
a	Informal Education Division	-12.50	-93.45	437.82	8.39	1,629.58
b	Formal Education Division	222.04	280.95	176.20	830.79	621.90
	TOTAL	209.54	187.50	613.81	839.19	2,451.48
	Less: Finance Cost	121.89	122.94	138.28	507.51	167.87
	Add: Other Un-allocable income Net of Un-allocable Expenditure	161.78	343.77	775.93	893.29	1,938.10
	Profit before Tax	249.43	408.33	1,251.46	1,224.97	4,221.71
3	Capital Employed					
a	Informal Education Division	17,209.82	17,149.15	17,914.75	17,209.82	17,914.75
b	Formal Education Division	16,317.07	16,196.41	14,634.69	16,317.07	14,634.69
	Total Capital Employed	33,526.89	33,345.56	32,549.44	33,526.89	32,549.44

iii) 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, 29, 2014.

iv) Figures of the previous periods have been regrouped/re-classified to confirm to the figures of the current periods.

v) Audited Standalone Results for the year ended on 31.03.2014 are as under-

(₹ in Lakhs)

Particulars	3 Months ended			Year ended March 31,	Year ended March 31,
	March 31, 2014	December 31, 2013	March 31, 2013	2014 (Audited)	2013 (Audited)
Income from Operation	1,351.03	1,388.13	1,918.06	5,414.01	7,055.88
Profit before tax	66.47	223.06	678.41	441.86	2,425.23
Profit after tax	71.14	262.99	246.41	421.05	1,539.89

vi) The Standalone and Consolidated financial results for the quarter and Year ended March 31, 2014, as submitted to Stock Exchange are also available on our website www.cpii.in.

BY ORDER OF THE BOARD OF DIRECTORS
FOR CAREER POINT LIMITED

PRAMOD MAHESHWARI
Chairman, Managing Director and CEO

Place: Kota (Rajasthan)

Date: May 29, 2014



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, 2014, 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, financial performance and Cash Flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13 September 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. 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.

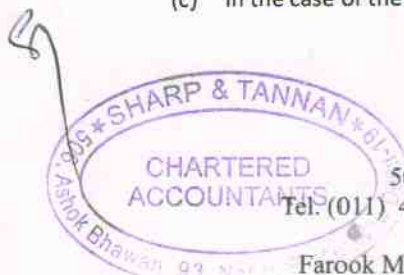
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. 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:

- in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014;
- in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



506, Ashok Bhawan 93, Nehru Place, New Delhi-110019
Tel. (011) 41032506 Telefax: (011) 41033506 E-mail: contact@stdelhi.com

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

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 notified under the Act read with the General Circular 15/2013 dated 13 September 2013, of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013; and
 - (e) On the basis of the written representations received from the Directors of the Company as on 31st March 2014, and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2014 from being appointed as a Director in terms of section 274(1) (g) of the Companies Act, 1956.



Place: New Delhi
Date: 29th May, 2014

SHARP & TANNAN
SHARP & TANNAN
Chartered Accountants
ICAI Registration No. 000452N
By the hand of
Pavan K. Aggarwal
Pavan K. Aggarwal
Partner
Membership No.091466

506, Ashok Bhawan 93, Nehru Place, New Delhi-110019
Tel. (011) 41032506 Telefax: (011) 41033506 E-mail: contact@stdelhi.com

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

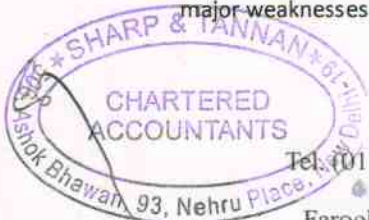


SHARP & TANNAN

Chartered Accountants

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. Accordingly, the physical verification of the fixed assets has been carried out by the management during the year 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 at reasonable intervals 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 were not material and 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. 295,782,986/- (Previous Year Rs. 287,298,503/-) and the year end balance of such loan was amounted to Rs. 185,649,841/- (Previous Year 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 part of the unsecured loans are repayable by quarterly installments in 3 years after a moratorium of 4 years and part of it on demand.
- (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 are adequate internal control systems 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.



506, Ashok Bhawan 93, Nehru Place, New Delhi-110019
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Associate Offices: Bangalore, Chennai, Goa, Mumbai, Pune & Secunderabad



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- (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 2014, for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the company examined by us, the particulars of Service Tax and Sales Tax dues as at 31st March 2014, which have not been deposited on account of a dispute are as under:



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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
Service Tax	Discount and refund treated as scholarship by department.	465,86,010	2006-07 to 2010-11	CESTAT
		99,53,726	2012-13	Commissioner Central Excise, Jaipur
Service Tax	CENVAT credit on Advertisements	4,33,833	2012-13	Deputy commissioner, Central Excise & Service Tax, Division Kota
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
		6,80,799*	2007-08	
		3,65,895*	2008-09	
The Rajasthan Value Added Tax Act, 2003	Vat demand on Royalty, Application forms, Study Material etc.	58,33,680*	2006-07	Orders passed by Deputy commissioner (Appeals) are partly allowed. The company and department, both are in appeal before Rajasthan Tax Board.
		62,71,958*	2007-08	
		58,68,295*	2008-09	
		26,58,331*	2009-10	
The Rajasthan Value Added Tax Act, 2003	Vat demand on Royalty, Application forms, Study Material etc.	1,34,80,211	2011-12	Appeal to be filed.

* 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, 2014 and it has not incurred any cash losses in the financial year ended on that date or 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



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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 nīdhi/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. 2593/- lacs as a security for the overdraft facility to its wholly owned 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 interests of the Company.
- (xvi) The Company did not have any long 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. However, the Company has invested Rs. 985/- lacs in FMP/Growth MF for a period of just more than 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 pursuant to Special resolution passed at Extra Ordinary General Meeting,
- (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.



Place: New Delhi
Date: 29th May, 2014

Sharp & Tannan
SHARP & TANNAN
Chartered Accountants
ICAI Registration No. 000452N
By the hand of

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

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CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED AS AT 31ST March, 2014

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 financial statements of **Career Point Limited** (formerly known as Career Point Infosystems Limited) and its subsidiaries and associate (the Career Point Group), as at 31st March 2014, and also the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the consolidated financial statements

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the general Circular 15/2013 dated 13 September, 2013 of the Ministry Of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of consolidated 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 prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. 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 consolidated financial statements.

We believe that the audit evidence we obtained is sufficient and appropriate to provide a basis for our audit opinion.



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Opinion

In our opinion, and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on the financial statements of the subsidiaries and associate as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- in the case of the consolidated Balance Sheet, of the state of affairs of the group as at 31st March, 2014;
- in the case of the consolidated Statement of Profit and Loss, of the profit of the group for the year ended on that date; and
- In the case of the consolidated Cash Flow Statement, of the cash flows of the group for the year ended on that date.

Other Matters

In respect of subsidiaries and associate 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 associate is based solely on the reports of the other auditors. The details of assets, revenues and net cash flow in respect of all subsidiaries and the net carrying cost of the investment and current year share of profit and loss of the associate, 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	Net cash flow
Indian Subsidiaries(8)*	21,236.41	1,724.67	223.69
	Net carrying cost of Investments	Current year share of Profit / (Loss)	
Associate(1)	42.33		0.24

*includes 3 subsidiaries of subsidiaries

Our opinion is not qualified in respect of these matters.



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

Pavan K. Aggarwal

Partner

Membership No. 091466

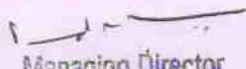
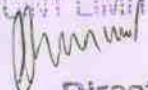

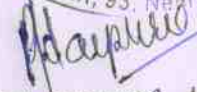
Place: New Delhi
Date: 29th May, 2014

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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	31 st March, 2014
3.	Type of Audit observation	Un-qualified
4.	Frequency of observation	Not applicable
5.	To be signed by- • CEO/Managing Director • CFO • Auditor of the company Sharp and Tannan • Audit Committee Chairman	<p style="text-align: center;">For Career Point Limited</p> <p style="text-align: center;"> Managing Director</p> <p style="text-align: center;">For CAREER POINT LIMITED</p> <p style="text-align: center;"> Director</p> <p style="text-align: center;"> SHARP & TANNAN CHARTERED ACCOUNTANTS Ashok Bhawan, 93, Nehru Place, New Delhi</p> <p style="text-align: center;"> (PAWAN KUMAR LALPURIA)</p>