

June 12, 2014

Singapore Exchange Securities Trading Limited
2 Shenton Way
#19-00 SGX Centre 1
Singapore 068804

Attention: Head, Market Control Department

Dear Sir/Madam,

Ref: RMR/IR/KOSM/DNSX/CA2010040145 dated 29 April 2010
CORE Education & Technologies Ltd.
US\$75,000,000-7% Convertible Bonds due 2015 – ISIN: XS0498317576

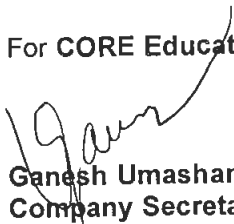
Sub: Corporate Announcement – Outcome of the Board Meeting

The Board of Directors at their meeting held on 10th June, 2014, *inter alia*, has ::

1. Approved the Audited Financial Results on Standalone basis for the year ended 31st March, 2014. The copy of the said Results is enclosed herewith; and
2. Also discussed the revival strategy of the Company and took note of the following-
 - a) Appointment of a leading real estate consultant for developing or disposing off non –core assets and real estate properties of the Company, currently having a value of approximately Rs. 400 crores.
 - b) Bringing in additional investment and / or divesting its investments in overseas subsidiaries.
 - c) Sourcing of appropriate Joint Venture Equity Partners for the India business, in the backdrop of the positive business environment prevailing currently.

We request you to kindly publish the attached announcement on the website of SGX-ST

For **CORE Education & Technologies Ltd.**


Ganesh Umashankar
Company Secretary

~~Encl: As above.~~

CORE EDUCATION & TECHNOLOGIES LIMITED

Registered office: Unit No. 1-4, Building No. 4, Sector III, Mahape, Navi Mumbai 400 710
Tel: 022 3991 4800, Fax: 022 3991 4880 e-mail: info@core-edutech.com, Web-site-www.core-edutech.com
CIN: L51900MH1985PLC035915

AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED 31st MARCH 2014

(Rupees in Lacs)

PARTICULARS	STANDALONE				
	Quarter Ended 31st Mar 2014	Quarter Ended 31st Dec 2013	Quarter Ended 31st Mar 2013	Year Ended 31st Mar 2014	Year Ended 31st Mar 2013
	Audited	Un-Audited	Audited	Audited	Audited
PART I					
1. a) Net Sales/Income from Operations	12,996.28	14,680.63	27,849.85	62,753.25	112,283.98
b) Other Operating Income	-	-	-	-	-
2. Expenditure					
a) Cost of material consumed	-	-	-	-	-
b) Purchase of Stock - in- trade	-	-	-	-	-
c) Change in inventories of finished goods, work in process and Stock in Trade	4,804.10	415.83	(7,619.96)	5,300.31	(7,595.48)
d) Staff cost /Development Cost (Including Outsourcing)	5,354.95	8,351.47	26,335.26	33,034.72	71,450.40
e) Depreciation and amortisation expenses	3,274.91	2,886.59	2,813.76	11,808.19	10,739.02
f) Exchange (Gain)/ Loss	6,007.84	1,007.40	(782.20)	3,388.05	(1,980.78)
g) Other Expenditure	2,339.16	918.51	1,548.31	5,934.77	6,578.85
Total Expenses	21,780.96	17,579.23	22,295.17	59,466.04	79,192.01
3. Profits from operations before other Income, Finance Cost & Exceptional items (1-2)	(8,784.68)	(2,898.60)	5,554.69	3,287.21	33,091.97
4. Other Income	50.55	37.34	200.88	259.42	495.78
5. Profits from ordinary activities before Finance Cost & Exceptional items (3+4)	(8,734.13)	(2,861.26)	5,755.58	3,546.63	33,587.75
6. Finance Cost (Net)	4,442.32	4,497.53	3,598.16	18,014.02	13,486.34
7. Profits after Finance but before Exceptional items (5-6)	(13,176.45)	(7,358.79)	2,157.41	(14,467.39)	20,101.41
8. Exceptional Items (Refer Note No: 3)					
a) ICT Project expenses written off	1,415.21	299.42	-	7,459.74	-
b) Trade receivable written off	9,026.56	3,700.01	-	17,699.19	-
c) Impairment of IPR capital	12,915.28	-	-	12,915.28	-
9. Profit (+)/ Loss(-) from Ordinary Activities before Tax after Exceptional Items (7+8)	(36,533.50)	(7,358.79)	2,157.41	(52,541.60)	20,101.41
10. Tax Expense	513.44	(882.87)	(506.95)	(2,328.40)	4,241.13
11. Net Profit (+)/ Loss(-) from Ordinary activities after tax & after Exceptional Items (9-10)	(37,046.94)	(6,475.92)	2,664.37	(50,213.20)	15,860.27
12. Extraordinary item	-	-	-	-	-
13. Net Profit (+)/ Loss(-) for the period (11-12)	(37,046.94)	(6,475.92)	2,664.37	(50,213.20)	15,860.27
14. Net Profit/(Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15)	(37,046.94)	(6,475.92)	2,664.37	(50,213.20)	15,860.27
15. Paid up equity share Capital (Face value of the share : Rs. 2 each)	2,289.68	2,289.68	2,289.68	2,289.68	2,289.68
16. Reserves (excluding Revaluation Reserves as per Audited Balance Sheet of previous accounting year)				98,082.3	144,747.44
17. Earning Per Share (EPS) before and after Extraordinary items:					
(i) Basic EPS for the period , for the year to date and for the previous year	(32.36)	(5.66)	2.34	(43.16)	13.95
(ii) Diluted EPS before and after extraordinary items for the period, for the year to date and for the previous year	(32.36)	(5.66)	2.34	(43.16)	13.95
18. Debt Service Coverage Ratio (DSCR)				0.85	2.46
19. Interest Service Coverage Ratio (ISCR)				0.98	3.72



CORE EDUCATION & TECHNOLOGIES LIMITED

CIN: L51900MH1985PLC035915

Registered office: Unit No. 1-4, Building No. 4, Sector III, Mahape, Navi Mumbai 400 710

Tel: 022 3991 4800, Fax: 022 3991 4880 e-mail: info@core-edutech.com; Web-site: www.core-edutech.com

AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2014

PART - II

SELECT INFORMATION FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2014

PARTICULARS	STANDALONE			
	Quarter ended		Year Ended	
	31.03.2014	31.12.2013	31.03.2013	31.03.2014
A. PARTICULARS OF SHAREHOLDING				
1. Public Shareholding	(Audited)	(Unaudited)	(Audited)	(Audited)
- Number of Shares	89,804,160	71,730,212	68,757,544	89,804,160
- Percentage of shareholding	78.44%	62.66%	60.06%	78.44%
2. Promoters and promoter group Shareholding				
(a) Pledged/ Encumbered				
- Number of shares	13,497,170	31,571,118	18,768,805	13,497,170
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	54.69%	73.84%	41.05%	54.69%
(b) Non-encumbered	11.79%	27.57%	16.39%	11.79%
- Number of Shares	11,182,496	11,182,496	26,957,477	11,182,496
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	45.31%	26.16%	58.95%	45.31%
- Percentage of shares (as a % of the total share capital of the Company)	9.77%	9.77%	23.55%	9.77%
PARTICULARS	Quarter ended 31.3.2014			
B. INVESTORS COMPLAINTS				
Pending at the beginning of the quarter	NIL			
Received during the quarter	3			
Disposed of during the quarter	3			
Remaining unresolved at the end of the quarter	NIL			



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AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED 31ST March 2014

Segment Wise Revenue, Results and Capital Employed for the THE QUARTER & YEAR ENDED 31ST March 2014

(Rupees in Lacs)

Sr. No.	Particulars	STANDALONE				
		Quarter ended			Audited Year Ended	Audited Year Ended
		31-Mar-14	31-Dec-13	31-Mar-13	31-Mar-14	31-Mar-13
1	Segment Revenue (Net Sale/Income from each segment should be disclosed under this head)					
a	Assessment	1,930.74	1,484.62	7,883.53	15,319.38	29,419.53
b	Governance	4,909.68	4,815.82	8,773.20	16,283.06	37,119.92
c	Learning	160.78	212.18	495.09	805.15	1,093.30
d	Consulting	2,979.66	5,124.56	7,962.28	18,935.51	28,577.40
e	Advance Technology	2,839.71	3,101.40	2,971.84	11,410.15	16,909.85
	Total	12,820.56	14,738.58	28,085.93	62,753.25	113,120.00
	Less : Inter Segment revenue	(175.72)	57.95	236.08	-	836.01
	Net Income From Operations	12,996.28	14,680.63	27,849.85	62,753.25	112,283.98
2	Segment Results Profit / (Loss) before tax and interest from each segment					
a	Assessment	828.15	273.26	737.62	5,560.09	15,086.47
b	Governance	(1,820.91)	3,099.18	3,094.84	4,952.39	12,842.16
c	Learning	370.15	122.13	88.23	582.09	88.23
d	Consulting	(1,790.93)	(590.94)	1,378.55	(3,718.45)	5,785.98
e	Advance Technology	(4,531.21)	(1,195.70)	(585.11)	(1,489.64)	(207.75)
	Less: Unallocated Corporate Expenses	1,839.93	607.11	(840.55)	2,599.27	503.12
	Less: Exceptional Items	23,357.05	3,999.42	-	38,074.21	
	Total	(32,141.73)	(2,898.59)	5,554.70	(34,787.00)	33,091.97
	Less : i) Interest & Finance Exp.	4,442.32	4,497.53	3,598.16	18,014.02	13,486.34
	Add : Other Income	50.55	37.34	200.88	259.42	495.78
	Total Profit Before Tax	(36,533.50)	(7,358.79)	2,157.41	(52,541.60)	20,101.41
	Less : Tax	513.44	(882.87)	(506.95)	(2,328.40)	4,241.13
	Total Profit After Tax	(37,046.94)	(6,475.92)	2,664.37	(50,213.20)	15,860.27
3	Capital Employed (Segment Assets - Segment Liabilities)					
a	Assessment	19,770.87	26,520.17	24,419.23	19,770.87	24,419.23
b	Governance	31,824.81	42,689.04	40,000.58	31,824.81	40,000.58
c	Learning	1,825.29	2,448.41	2,257.30	1,825.29	2,257.30
d	Consulting	15,801.17	21,195.32	19,656.09	15,801.17	19,656.09
e	Advance Technology	29,664.60	39,791.40	36,599.77	29,664.60	36,599.77
	Others- Unallocated	1,485.22	1,992.24	1,908.50	1,485.22	1,908.50
	Total	100,371.97	134,636.58	124,841.47	100,371.97	124,841.47

[Signature]



Core Education & Technologies Limited
BALANCE SHEET AS AT 31st March, 2014

(Rupees in Lacs)

PARTICULARS	STANDALONE	
	As at Mar 31, 2014	As at Mar 31, 2013
	Audited	Audited
(I) EQUITY AND LIABILITIES		
1 SHARE HOLDERS' FUNDS		
(a) Share capital	2,289.68	2,289.68
(b) Reserves and surplus	98,082.29	144,747.44
Sub- total - Shareholders Funds(1)	100,371.97	147,037.12
2 NON CURRENT LIABILITIES		
(a) Long term borrowings	73,168.58	67,047.03
(b) Deferred tax liabilities (Net)	-	2,328.41
(c) Long term provisions	21.62	125.29
Sub- total - Non current liabilities(3)	73,190.19	69,500.72
3 CURRENT LIABILITIES		
(a) Short- term borrowings	59,520.51	40,959.90
(b) Trade payables	10,125.18	7,227.36
(c) Other current liabilities	68,990.38	47,563.42
(d) Short term provisions	4,617.16	5,507.17
Sub- total - current liabilities(4)	143,253.24	101,257.86
TOTAL EQUITY AND LIABILITIES(1+2+3+4)	316,815.40	317,795.70
(II) ASSETS		
1 NON CURRENT ASSETS		
(A) Fixed assets	78,307.55	69,567.04
(B) Non current investments	133,755.47	133,083.31
(C) Long term loans and advances	2,012.14	13,017.85
Sub- total - Non current assets(1)	214,075.16	215,668.20
2 CURRENT ASSETS		
(i) Inventories	2,874.35	8,174.66
(ii) Trade receivables	51,359.99	51,259.11
(iii) Cash and cash equivalents	1,978.72	9,036.20
(iv) Short term loans and advances	46,529.18	33,657.53
Sub- total - Current assets(2)	102,740.24	102,127.50
TOTAL ASSETS(1+2)	316,815.40	317,795.71

Date: June 10, 2014

Place: Mumbai

For Core Education & Technologies Ltd.



[Signature]

Naresh Sharma
Executive Director

Notes:

1 The figures for the corresponding previous period/year have been restated/regrouped wherever necessary, to make them comparable. The figures of last quarters are the balancing figures between audited figures in respect of the full financial years and the published year to date figures up to the third quarters of the respective financial years.

2 a) Due to increase in overdue trade receivables, default in payment of dues to lenders and debenture holders, salary, statutory liabilities arrears etc., which indicates the existence of material uncertainty that may cast significant doubt about the Company's ability to continue as going concern. As informed by management, the Empowered Group of Corporate Debt Restructuring (CDR) Cell has admitted the Company's application under the CDR Scheme. The Company's ability to continue as a going concern is dependent, inter alia on the successful outcome of its application under CDR Scheme and timely recovery of the trade receivables. On the basis of its strong expectation of the successful outcome of its CDR application, and other reasons stated in the notes to the financials, the Company has prepared the accompanying financial statements on going concern assumption.

b) During the year company has received termination order from Haryana Government for the ICT Project and invocation of bank guarantee of Rs. 2950 lacs. The Company has filed a special leave petition in the Hon'ble Supreme Court against termination order. The Company believes that it has a strong case on merits. The matter, being sub judice, pending the outcome of the legal proceedings, no adjustment has been made to the carrying value as at March 31, 2014 of receivables of Rs. 7483.19 lacs and of the fixed assets of Rs. 10021.45 lacs at this stage, for this project. These has been drawn as an attention in audit report for the year ended 31st March, 2014.

c) Trade receivables which have remained overdue for extended periods of time, in the opinion of the management, these are fully recoverable. The Company has received year end balance confirmations from these trade receivables and accordingly no provision is deemed necessary by the Company.

The Auditors' in their audit report on the Company's financial statements for the year ended 31st March, 2014 have drawn attention to above notes and in their review report for the quarter ended 30th June' 2013, 30th September' 2013 & 31st December' 2013 have drawn attention to note (a) and (c) above.

3 Exceptional Items represents :-

a) ICT Project Expenditure written off :- The company has awarded ICT Projects for five states having project contract vale of Rs. 54717 lacs. Based on the award, the company started work on these projects. The company was unable to achieve financial closure for these projects. As a result, the projects were left incomplete and consequently the contracts were terminated by the respective State Governments. Since implementation had already commenced and was in progress, the company had already incurred a expenditure of Rs 6145.98 lacs for this partial implementation. On the termination of the contract, the company had to write off the expenditure incurred on these projects. Also, the bank guarantees of Rs. 1313.76 lacs given for these projects has been invoked by the respective State Governments which has been charged off as project expenses written off.

b) Trade receivables written off :- During the year, customers have raised quality issues relating to assessment and intervention segment of the products. A management committee was formed to analyse and suggest the future course of action. Customers in this segment would, generally make additional improvements on the products sold to them and further sell the upgraded/ final product to their customers. During negotiations, these customers have alleged that due to defective products supplied by CORE, they have lost their contracts with reputed clients and have claimed compensation. To avoid the legal claims and disputes in future and to have continuity in overseas operations, the committee has decided to write off the receivables of Rs. 17699.19 lacs and settle with customers.



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c) Impairment of IPR : -During the year, management has reviewed the carrying value of it's IPR in view of the adoption of Common Core States Standard Initiative(CCSSI) in the United States of America (USA) where these assets were substantially used. The CCSSI is an education initiative in the USA that seeks to establish consistent education standards across the states as well as ensure that students graduating from high school are prepared to either two or four year college programs or enter the workforce. Prior to the CCSSI, each state had its own education standards and Company had the required resources and capability to deliver the solutions. However with the change in regulations and requirements, company has been investing in upgrading to the CCSSI to deliver the solutions consistently and as per requirement. With the CCSSI now in place, all the old products of the company that were aligned to the erstwhile State Standards have become partially redundant. Whilst the erstwhile State Standards will run parallel with the CCSSI for a few years, thus making the old products still commercially relevant, the company has, out of abundant caution, and with a conservative view, decided to fully write down these products. Management has made provision for impairment of Rs. 12915.27 lacs towards the carrying cost of such IPRs which has been treated as exceptional item.

- 4 The above financial results duly reviewed by the audit committee and were approved in the Board Meeting held on 10th June, 2014.
- 5 Interest Service Coverage Ratio (ISCR) = Earnings before Interest and Tax / Interest Expenses.
- Debt Service Coverage Ratio (DSCR) = Earnings before Interest and Tax / (Interest + Principal Repayment)

For CORE Education & Technologies Limited

Place: Mumbai
Date: June 10, 2014

Naresh Sharma
Executive Director

