

**GHOSH KHANNA & CO.**  
CHARTERED ACCOUNTANTS

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**AUDITORS' REPORT**

**THE MEMBERS OF Scantech Evaluation Limited**

**Report on the Financial Statements**

1. We have audited the attached Balance Sheet of M/s **Scantech Evaluation Services Limited** as at March 31, 2013 and the related Statement of Profit and Loss and 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 Financial Statements**

2. Management 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 referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). 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.

**Auditors' Responsibility**

3. 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.
4. 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 presentation of the financial statements.



... opinion, and to the best of our information and according to the explanations to us, the accompanying financial statements give the information required by

**Branches:**

the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- i) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2013 and
- ii) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date.
- iii) 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**

6. As required by the Companies (Auditor's Report) Order, 2003 dated 12th June 2003 as amended by the Companies (Auditor's report) (Amendment) Order, 2004 (together "the order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of 'The Companies Act, 1956 of India (the 'Act) and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us. We further report that

- i.  a. The Company has maintained proper records to show full particulars including quantitative details and situation of Fixed Assets.  
 b. As per information and explanation given to us. Fixed Assets have been physically verified by the management during the year and no material discrepancies between the book records and physical inventory has been noticed during such verification.  
 c. In our opinion and according to the information and explanation given to us, a substantial part of fixed assets has not been disposed of by the company during the year.
- ii.  As the company does not have inventories, clauses (ii)(a), (ii)(b) and (ii)(c) of paragraph 4 of the order are not applicable for the year
- iii.  (a) The company has granted unsecured loan to a company covered in the register maintained under Section 301 of the Act. The year end balance is Rs.175,500,000/-  
 (b) In our opinion, the rate of interest and other term and condition of such loan are not prejudicial to the interest of the company



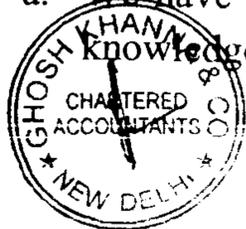
- iy. There are adequate internal control procedures, commensurate with the size of the Company and the nature of its business, for the purchase of plant and machinery, equipment and similar assets and for the sale of goods. Further on the basis of our examination of the books and records of the company and according to information and explanation given to us, we have neither come across nor have been informed of any continuing major weaknesses in the internal control procedures
- v. a. Based on the audit procedures applied by us and as per the information and explanations provided by the management, we are of the opinion that the transactions contracts or arrangements that need to be entered in the register maintained under section 301 have been so entered.
- b. According to information & explanation provided to us, transactions entered in pursuance of contracts or arrangements entered in the register in pursuance of Section 301 of the Act, have been made at prices which are reasonable having regard to the prevailing market prices at the relevant time. The management has informed us that, in case of transactions of a specialized nature, comparable prices are not available.
- vi. The company has not accepted any deposits to which the provisions of section 58A and 58AA of the Companies Act, 1956 and the rules framed there under are applicable.
- vii. As per the information and explanation obtained from the management, the company has effective and efficient internal audit system.
- viii. The Central Government of India has not prescribed the maintenance of cost records under the clause (d) of section 209 of the Act, for any of the products of the company.
- ix. a. According to the information and explanation given to us and records examined by us, the Company has regularly deposited, during the year, Income Tax and other statutory dues with the appropriate authorities in India. As at the last day of Financial Year, there were no arrears of outstanding statutory dues for a period of more than six months from the date they became payable.
- b. According to the information and explanation given to us and based on records examined by us there are no dues of Income Tax, Wealth Tax, Sales Tax, Custom Duty, Excise Duty and Cess, which have not been paid on account of any dispute.



- x. The company has no accumulated losses as at 31<sup>st</sup> March 2013 and has not incurred any cash losses in the financial year ended on the date or in the immediately preceding financial year.
- xi. Based on our audit procedures, the company has not obtained any loans from financial institutions or banks or debenture holders.
- xii. The company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- xiii. The provisions of any special statute applicable to chit fund/ nidhi/mutual benefit fund/societies are not applicable to the company.
- xiv. In our opinion, the company is not a dealer or trader in shares, securities, debentures and other investments.
- xv. In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- xvi. As per the information and explanation provided by the management, the company did not obtained any term loan during the year,
- xvii. Based on an overall examination of the balance sheet of the company, in our opinion and according to the information and explanations given to us, there are no funds raised on a short-term basis which have been used for long-term investment.
- xviii. The company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.
- xix. The company did not have any debentures outstanding during the year.
- xx. The company has not raised any money by public issues during the year.
- xxi. As per information and explanations given to us, no fraud on or by the company has been noticed or reported during the year.

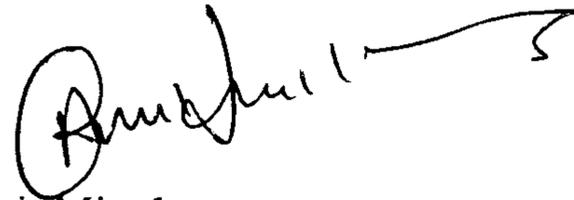
7. As required by section 227(3) of the Act we report that:

- a. We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes 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. On the basis of written representations received from the Directors as on 31st March, 2013 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2013 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act; 1956.
- e. In our opinion, these accounts have been prepared in compliance with the applicable accounting standards referred to in sub-section (3C) of Section 211 of

CHARTERED ACCOUNTANTS



Amit Mittal  
PARTNER  
Membership No. 508748

Place: Gurgaon  
Date: May 13, 2013



**Scantech Evaluation Services Limited**

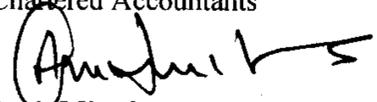
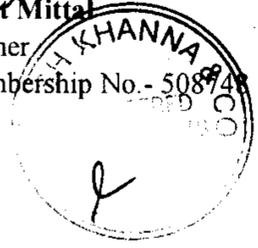
**Balance Sheet as at March 31, 2013**

	Notes	As at March 31, 2013 Rs.	As at March 31, 2012 Rs.
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	4	99,100,000	99,100,000
Reserves and surplus	5	77,186,043	62,314,271
<b>Current liabilities</b>			
Trade payables	6	239,397	186,528
Other current liabilities	7	17,048	42,674
Short-term provisions	8	110,569,438	105,962,378
<b>TOTAL</b>		<b>287,111,926</b>	<b>267,605,851</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
-Tangible assets	9	8,500	8,500
Non-current investments	10	97,498,200	97,498,200
Long-term loans and advances	11	216,741	47,556
<b>Current assets</b>			
Current investments	10	700,000	700,000
Short-term loans and advances	11	187,137,145	165,789,974
Cash and bank balances	12	1,551,340	3,561,621
<b>TOTAL</b>		<b>287,111,926</b>	<b>267,605,851</b>

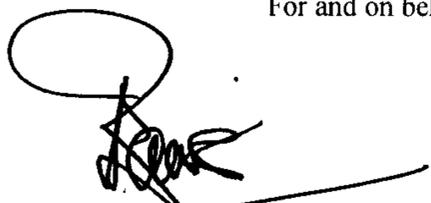
The accompanying notes referred to above form an integral part of the Balance Sheet

This is the Balance Sheet referred to in our report of even date

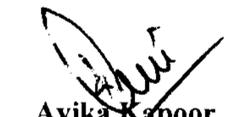
For Ghosh Khanna & Co.  
Firm Registration No.: 003366N  
Chartered Accountants

  
Amit Mittal  
Partner  
Membership No. - 5089748  


For and on behalf of the Board

  
Rajendra S Pawar  
Director  
DIN - 00042516

  
Vijay Kumar Thadani  
Director  
DIN - 00042527

  
Avika Kapoor  
Company Secretary

Place : Gurgaon  
Dated : May 13, 2013

**Scantech Evaluation Services Limited**

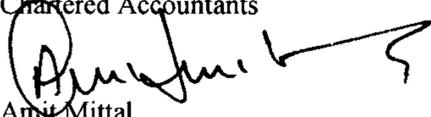
**Statement of Profit & Loss for the year ended 31st March 2013**

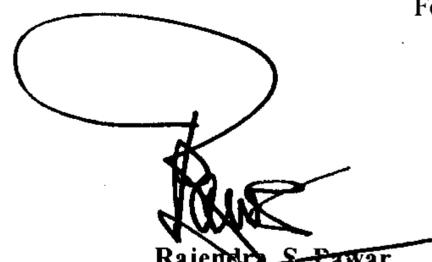
	Notes	Year ended March 31, 2013 Rs.	Year ended March 31, 2012 Rs.
<b>INCOME</b>			
Other Income	13	131,581,695	123,082,371
<b>Total Income</b>		<b>131,581,695</b>	<b>123,082,371</b>
<b>EXPENDITURE</b>			
Employee Benefits Expense	14	1,106,181	1,411,168
Other Expenses	15	231,102	333,074
<b>Total Expenses</b>		<b>1,337,283</b>	<b>1,744,242</b>
<b>Profit before tax</b>		<b>130,244,412</b>	<b>121,338,129</b>
<b>Tax expense:</b>			
Current tax		4,803,202	3,867,430
<b>Profit (Loss) for the year</b>		<b>125,441,210</b>	<b>117,470,699</b>
<b>Earnings per equity share (Face Value Rs. 10 each):</b>			
(1) Basic	17	12.66	11.85
(2) Diluted	17	12.66	11.85

The accompanying notes referred to above form an integral part of the Statement of Profit and Loss

This is the Statement of Profit and Loss referred to in our report of even date

For and on behalf of the Board

For Ghosh Khanna & Co.  
Firm Registration No.: 003366N  
Chartered Accountants  
  
Amit Mittal  
Partner  
Membership No.- 508748

  
Rajendra S. Pawar  
Director  
DIN - 00042516

  
Vijay Kumar Thadani  
Director  
DIN - 00042527



  
Avika Kapoor  
Company Secretary

Place : Gurgaon  
Dated : May 13, 2013

**Scantech Evaluation Services Limited**  
**Cash Flow Statement for the year ended 31st March 2013**

		Year ended March 31, 2013 Rs.	Year ended March 31, 2012 Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>			
Profit before Tax		130,244,412	121,338,129
Adjustments for:			
Interest Income	(15,633,855)		(14,381,271)
Dividend Income	(115,947,840)	(131,581,695)	(108,701,100)
<b>Operating profit before working capital changes</b>		<b>(1,337,283)</b>	<b>(1,744,242)</b>
<b>Add / (Less): (Increase)/ Decrease in operating working capital:</b>			
Current Liabilities and Provisions	27,243	27,243	50,111
<b>Cash generated from operations</b>		<b>(1,310,040)</b>	<b>(1,694,131)</b>
Taxes paid (including TDS)		(4,972,387)	(3,871,655)
<b>Net cash used in Operating activities (A)</b>		<b>(6,282,427)</b>	<b>(5,565,786)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>			
Dividend received		115,947,840	108,701,100
Inter Corporate Deposits given to Holding Company		(175,500,000)	(127,000,000)
Loan to Holding Company received back		32,100,000	116,500,000
Inter Corporate Deposit to Holding Company received back		126,000,000	-
Interest Received		11,686,684	6,691,297
<b>Net cash from Investing activities (B)</b>		<b>110,234,524</b>	<b>104,892,397</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>			
Dividend Paid		(91,172,000)	(83,244,000)
Dividend Tax Paid		(14,790,378)	(13,504,258)
<b>Net cash used in Financing activities (C)</b>		<b>(105,962,378)</b>	<b>(96,748,258)</b>
<b>Net Decrease in Cash &amp; Cash equivalents (A) + (B) + (C)</b>		<b>(2,010,281)</b>	<b>2,578,353</b>
<b>Cash and Cash equivalents as at the beginning of the year (Note 1)</b>		<b>3,561,621</b>	<b>983,268</b>
<b>Cash and cash equivalents as at the end of the year (Note 1)</b>		<b>1,551,340</b>	<b>3,561,621</b>

**Notes:**

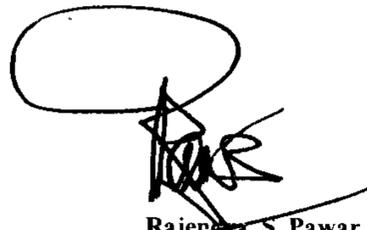
<b>1 Cash and cash equivalents as on</b>	<b>March 31, 2013</b>	<b>March 31, 2012</b>
	<b>Rs.</b>	<b>Rs.</b>
Cash, Cheques & Drafts (in hand) and Remittances in transit	6	6
Balances with banks	1,551,334	3,561,615
	<u>1,551,340</u>	<u>3,561,621</u>

- 2 The above Cash flow statement has been prepared under the indirect method as set out in Accounting Standard 3 as notified under Section 211(3C) of The Companies Act, 1956.
- 3 Previous year figures, to the extent feasible, have been regrouped/recast wherever necessary to conform to the current year's classification. This is the Cash Flow Statement referred to in our report of even date.

For Ghosh Khanna & Co.  
Firm Registration No.: 003366N  
Chartered Accountants

Amit Mittal  
Partner  
Membership No. 508748

  
Place: Mumbai  
Dated: May 13, 2013

  
Rajendra S Pawar  
Director  
DIN - 00042516

For and on behalf of the Board

  
Vijay Kumar Thadani  
Director  
DIN - 00042527

  
Avika Kapoor  
Company Secretary

## Scantech Evaluation Services Limited

### Notes to the financial statements for the year ended March 31, 2013

#### 1 BACKGROUND

The Company was incorporated on July 17, 2002. The main objects of the Company are to undertake business activities as consultants, providing services and to carry on business in all spheres of computer systems and computer applications, developers of hardware & software systems and related activities.

The ancillary objects include investing money or monies of the Company, in shares, stocks and other investments as may be expedient and to hold, sell or otherwise deal with such investments in any manner and to lend or advance money as the Company may think fit for implementing the main objects. The Company has invested in 24.30% of paid up share capital of NIIT Technologies Limited (NTL) and also advanced loan to its holding company, NIIT Limited. As the Company has not commenced its main business, at present, the sources of income include dividend from investments and interest on loans given to holding company.

#### 2 BASIS OF PREPARATION OF ACCOUNTS

These financial statements are prepared on an accrual basis, under the historical cost convention and in accordance with all applicable accounting principles in India. These Financial Statements have been prepared to comply in all material aspects with the applicable accounting standards notified under section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended] and other the relevant provisions of the Companies Act, 1956.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule VI to the Companies Act, 1956. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

#### 3 SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted by the Company are detailed below:

##### i) Fixed Assets and Depreciation

Fixed Assets are shown at acquisition cost. Computers and computer accessories are depreciated over a period of 3 years, on a straight line basis.

##### ii) Investments

Long-term investments are valued at their acquisition cost. Any decline in the value of the said investment, other than a temporary decline, is recognised and charged to statement of profit and loss. Short-term investments are carried at cost or their market value, whichever is lower.

##### iii) Revenue Recognition

Revenue is recognised on an accrual basis. Dividend income is recognised when the right to receive dividend is established. Income from sale of mutual fund is recognised at the time of sale of units in mutual funds.

##### iv) Taxation

Tax expense comprising of both current tax and deferred tax is included in determining the net results for the year. Deferred Tax reflects the effect of temporary timing differences between the assets and liabilities recognized for financial reporting purposes and the amounts that are recognized for current tax purposes. As a matter of prudence deferred tax assets are recognised and carried forward only to the extent, there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Current tax is determined based on the provisions of Income Tax Act, 1961.

##### v) Cash and Cash Equivalents

Cash and cash equivalents includes cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.



Scantech Evaluation Services Limited

Notes to the financial statements for the year ended March 31, 2013

4	SHARE CAPITAL	As at	As at
		March 31, 2013	March 31, 2012
		Rs.	Rs.
	<b>Authorised</b> 12,000,000 Equity Shares of Rs. 10/- each (Previous year 12,000,000 Equity Shares of Rs. 10/- each)	120,000,000	120,000,000
		<b>120,000,000</b>	<b>120,000,000</b>
	<b>Issued</b> 9,910,000 Equity Shares of Rs. 10/- each NIIT Limited	99,100,000	99,100,000
		<b>99,100,000</b>	<b>99,100,000</b>
	<b>Subscribed and fully paid</b> 9,910,000 Equity Shares of Rs. 10/- each (Previous Year 9,910,000 Equity Shares of Rs. 10/- each)	99,100,000	99,100,000
		<b>99,100,000</b>	<b>99,100,000</b>

4.1	Reconciliation of the number of shares outstanding	March 31, 2013		March 31, 2012	
		No. of shares	Value Rs.	No. of shares	Value Rs.
	<b>Equity Shares</b>				
	Shares outstanding at the beginning of the year	9,910,000	99,100,000	9,910,000	99,100,000
	Shares issued during the year	-	-	-	-
	Shares bought back during the year	-	-	-	-
	<b>Shares outstanding at the end of the year</b>	<b>9,910,000</b>	<b>99,100,000</b>	<b>9,910,000</b>	<b>99,100,000</b>

4.2	Shares in respect of each class in the company held by	Name of the company	Class of shares Equity/ Preference	As at	As at
				March 31, 2013	March 31, 2012
				No. of shares	No. of shares
	Holding company	NIIT Limited	Equity	9,909,940	9,909,940

4.3	Shares held by each shareholder holding more than 5% shares	March 31, 2013		March 31, 2012	
		% of holding	No. of shares	% of holding	No. of shares
	<b>Equity Shares</b> NIIT Limited	99.99%	9,909,940	99.99%	9,909,940
	<b>Total</b>	<b>99.99%</b>	<b>9,909,940</b>	<b>99.99%</b>	<b>9,909,940</b>



**Scantech Evaluation Services Limited**

**Notes to the financial statements for the year ended March 31, 2013**

5	RESERVES AND SURPLUS	As at		As at
		March 31, 2013	Rs.	March 31, 2012
	<b>General Reserve</b>			
	As per Last Balance Sheet	61,593,923		49,848,221
	Less: General Reserve of Associates			-
	Add : Transferred from Statement of Profit and Loss	12,544,121	74,138,044	11,745,702
	<b>Statement of Profit &amp; Loss</b>			
	Balance Brought Forward from Previous year	720,348		957,729
	Profit for the year	125,441,210		117,470,699
	<b>Less:-</b>			
	Proposed Dividend on Equity Shares	95,136,000		91,172,000
	Corporate Dividend Tax	15,433,438		14,790,378
	Transferred to General Reserve	12,544,121	3,047,999	11,745,702
			<b>77,186,043</b>	<b>62,314,271</b>

6	Trade Payables	Current	
		As at March 31, 2013 Rs.	As at March 31, 2012 Rs.
	Trade Payables	239,397	186,528
		<b>239,397</b>	<b>186,528</b>

7	Other current liabilities	Current Liabilities	
		As at March 31, 2013 Rs.	As at March 31, 2012 Rs.
	Statutory Dues	17,048	42,674
		<b>17,048</b>	<b>42,674</b>

8	Provisions	SHORT-TERM	
		As at March 31, 2013 Rs.	As at March 31, 2012 Rs.
	Proposed dividend	95,136,000	91,172,000
	Provision for Corporate Dividend Tax	15,433,438	14,790,378
		<b>110,569,438</b>	<b>105,962,378</b>



Scantech Evaluation Services Limited

Notes to the financial statements for the year ended March 31, 2013

(Amount in Rs.)

9	Fixed Assets	GROSS BLOCK				DEPRECIATION AND AMORTISATION				NET BLOCK	
		Description of Assets	Cost As on 01.04.2012	Additions during the year	Sales / Adj. during the year	Total as on 31.03.2013	As on 01.04.2012	For the year	Sales / Adj. during the year	Total as on 31.03.2013	As on 31.03.2013
	<u>i) Tangible</u>										
	Plant & Equipment -Owned (Scanner & Computer)	170,000	-	-	170,000	161,500	-	-	161,500	8,500	8,500
	<b>Total</b>	<b>170,000</b>	<b>-</b>	<b>-</b>	<b>170,000</b>	<b>161,500</b>	<b>-</b>	<b>-</b>	<b>161,500</b>	<b>8,500</b>	<b>8,500</b>
	Previous Year	170,000	-	-	170,000	161,500	-	-	161,500	8,500	

10	INVESTMENTS	Non Current		Current	
		As at	As at	As at	As at
		March 31, 2013	March 31, 2012	March 31, 2013	March 31, 2012
		Rs.	Rs.	Rs.	Rs.
	<b>A. LONG TERM, TRADE [UNQUOTED]</b>				
	14,493,480 Equity Shares of Rs. 10/- each in NIIT Technologies Limited (Previous Year 14,493,480 Equity Shares of Rs. 10/- each) Market Value as on 31st March, 2013 - Rs. 4,092,958,752/- (Previous Year - Rs. 3,950,922,648/-)	97,498,200	97,498,200	-	-
	<b>B SHORT TERM, NON TRADE [UNQUOTED]</b>				
	In Mutual Funds 6053 Units of ICICI Prudential Liquid-Regular Plan- Growth (Fair Market Value Rs 1,049,970/- as on March 31, 2013) (Previous Year 6053 Units of ICICI Prudential Liquid-Regular Plan- Growth (Fair Market Value Rs 959,875/- as on March 31, 2012)	-	-	700,000	700,000
	<b>Total (A+B)</b>	<b>97,498,200</b>	<b>97,498,200</b>	<b>700,000</b>	<b>700,000</b>



**Scantech Evaluation Services Limited**

**Notes to the financial statements for the year ended March 31, 2013**

11	LOANS AND ADVANCES	Long Term		Short Term	
		As at March 31, 2013 Rs.	As at March 31, 2012 Rs.	As at March 31, 2013 Rs.	As at March 31, 2012 Rs.
	i) Loans and advances to related parties Unsecured, considered good				
	Loans	-	-	175,500,000	158,100,000
	Interest on ICD	-	-	11,637,145	7,689,974
	(A)	-	-	<b>187,137,145</b>	<b>165,789,974</b>
	ii) Other Advances				
	Advance Tax	9,277,390	12,748,002	-	-
	Less : Provision for Tax	(9,060,649)	(12,700,446)	-	-
		<b>216,741</b>	<b>47,556</b>	-	-
	(B)	<b>216,741</b>	<b>47,556</b>	-	-
	<b>Total (A+B)</b>	<b>216,741</b>	<b>47,556</b>	<b>187,137,145</b>	<b>165,789,974</b>



**Scantech Evaluation Services Limited**

**Notes to the financial statements for the year ended March 31, 2013**

12	Cash and Bank Balances	Current	
		As at March 31, 2013 Rs.	As at March 31, 2012 Rs.
	<b>Cash and cash equivalents:</b>		
	Balance with banks	1,551,334	3,561,615
	Current Accounts		
	Cash on hand	6	6
		<b>1,551,340</b>	<b>3,561,621</b>

13	Other Income	Year ended March 31, 2013 Rs.	Year ended March 31, 2012 Rs.
	Interest Income*	15,633,855	14,381,271
	Dividend Income from Long Term Investments	115,947,840	108,701,100
		<b>131,581,695</b>	<b>123,082,371</b>
	* Interest income is gross of tax deducted at source		

14	Employee Benefits Expenses	Year ended March 31, 2013 Rs.	Year ended March 31, 2012 Rs.
	Salaries and Benefits	1,106,181	1,411,168
		<b>1,106,181</b>	<b>1,411,168</b>

15	Other Expenses	Year ended March 31, 2013 Rs.	Year ended March 31, 2012 Rs.
	Legal and Professional (Refer Note 15.1 below)	167,416	250,163
	Management Cost Recovery by Holding Company	60,274	45,061
	Bank Charges	562	35,252
	Sundry Expenses	2,850	2,598
		<b>231,102</b>	<b>333,074</b>

15.1	Payment to Auditors	Year ended March 31, 2013 Rs.	Year ended March 31, 2012 Rs.
	As Auditor		
	Audit fee	60,000	60,000
	Tax Audit fees	30,000	30,000
	Others	10,000	10,000
	Reimbursement of expenses (including Service Tax)	12,360	12,360
		<b>112,360</b>	<b>112,360</b>



**Scantech Evaluation Services Limited****Notes to the financial statements for the year ended March 31, 2013****16 Taxation**

Deferred Tax Asset / Liability has not been recognized as there are no material timing differences resulting in difference between book profit and profit computed as per Income Tax Act, 1961.

**17 Earnings Per Share**

Particulars	Year ended March 31, 2013	Year ended March 31, 2012
Profit attributable to Equity shareholders (Rs.) -(A)	125,441,210	117,470,699
Weighted Average number of Equity shares Outstanding during the year (Nos.) - (B)	9,910,000	9,910,000
Nominal Value of Equity Shares (Rs.)	10/-	10/-
Basic/Diluted Earnings per share (Rs) (A/B)	12.66	11.85

There are no potential dilutive shares as at the year-end. Accordingly, basic and diluted earnings per share are the same.

**18 Related Party Disclosures****RELATED PARTY TRANSACTIONS AS PER ACCOUNTING STANDARD 18:****A. Related party relationship where control exists:****Holding Company**

NIIT Limited

**B. Fellow Subsidiaries:****Name of Company**

- 1 NIIT Online Learning Ltd
- 2 Hole-in-the-Wall Education Ltd
- 3 NIIT Institute of Finance Banking and Insurance Training Limited
- 4 NIIT Yuva Jyoti Limited
- 5 NIIT Institute of Process Excellence Limited
- 6 Evolv Services Limited
- 7 NIIT Ltd, UK
- 8 NIIT Antilles NV, Netherlands Antilles
- 9 NIIT Malaysia Sdn. Bhd, Malaysia
- 10 NIIT GC Ltd (formerly NIIT TVE Ltd, Mauritius)
- 11 NIIT China (Shanghai) Limited, Shanghai, China
- 12 NIIT Wu Xi Service Outsourcing Training School, China
- 13 Chongqing NIIT Education Consulting Limited, China
- 14 Wu Xi NIIT Information Technology Consulting Limited, China
- 15 Changzhou NIIT Information Technology Consulting Limited, China
- 16 Su Zhou NIIT Information Technology Consulting Ltd, China
- 17 NIIT (USA) Inc, USA
- 18 NIIT Ventures Inc, USA
- 19 Element K Corporation, USA  
(ceased to be fellow subsidiary company w.e.f. October 14,2011)
- 20 Element K India Private Limited, India  
(ceased to be fellow subsidiary company w.e.f. October 14,2011)
- 21 Element K (UK) Limited, United Kingdom  
(ceased to be fellow subsidiary company w.e.f. October 14,2011)
- 22 Element K, Canada  
(ceased to be fellow subsidiary company w.e.f. October 14,2011)
- 23 PT NIIT Indonesia, Indonesia (under liquidation)
- 24 NIIT West Africa Limited, Nigeria
- 25 Qingdao NIIT Information Technology Co., Ltd. (w.e.f. May 14, 2012), China
- 26 Chongqing An Dao Education Consulting Limited (w.e.f. June 5, 2012), China
- 27 Zhangjiagang NIIT Information Services Ltd. (w.e.f. September 1, 2012), China
- 28 Chengmai NIIT information technology Co., LTD (w.e.f December 19, 2012), China

**a) Associates (parties in which the company has substantial interest):**

NIIT Technologies Limited

**b) Key Managerial Personnel**

Ravi Krishnamacharya - Manager (upto January 1, 2013)



**Scantech Evaluation Services Limited**

**Notes to the financial statements for the year ended March 31, 2013**

**C. Details of significant transactions with related parties described above carried out on an arm's length basis:**

(Amount in Rs.)

Nature of Transactions	Holding Company	Associates	Key Managerial Personnel	Grand Total
Inter Corporate Deposits Given	175,500,000 (127,000,000)	Nil (Nil)	Nil (Nil)	175,500,000 (127,000,000)
Inter Corporate Deposits given received back	126,000,000 (Nil)	Nil (Nil)	Nil (Nil)	126,000,000 (Nil)
Dividend Proposed	95,136,000 (91,172,000)	Nil (Nil)	Nil (Nil)	95,136,000 (91,172,000)
Loans Given Received back	32,100,000 (116,500,000)	Nil (Nil)	Nil (Nil)	32,100,000 (116,500,000)
Dividend Income	Nil (Nil)	115,947,840 (108,701,100)	Nil (Nil)	115,947,840 (108,701,100)
Remuneration Paid	Nil (Nil)	Nil (Nil)	1,016,181 (1,354,908)	1,016,181 (1,354,908)
Interest Income	15,633,855 (14,338,861)	Nil (Nil)	Nil (Nil)	15,633,855 (14,338,861)
Management Cost Recovery	60,274 (45,061)	Nil (Nil)	Nil (Nil)	60,274 (45,061)

Previous year figures are given in parenthesis

**D. Details of outstanding balances with related parties:**

Particulars	Holding Company (Rs.)	
	As at March 31, 2013	As at March 31, 2012
Loans/ Inter Corporate Deposits Given	175,500,000	158,100,000
Receivables	11,637,145	7,689,974
Payables (Including Dividend)	95,237,364	91,220,619

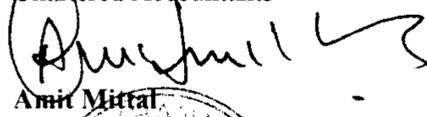
**19 Dues to micro and small enterprises**

Amounts outstanding as payable to any Micro enterprises and Small enterprises as at 31st March 2013 is Rs. Nil (Previous year Rs. Nil).

**20** Previous year figures have been reclassified to confirm the current year classification. Reclassification of previous year figures does not impact recognition and measurement principles followed for preparation of financial statements.

Signatures to Notes '1' to '20' of these Financial Statements.

For Ghosh Khanna & Co.  
Firm Registration No.: 003366N  
Chartered Accountants

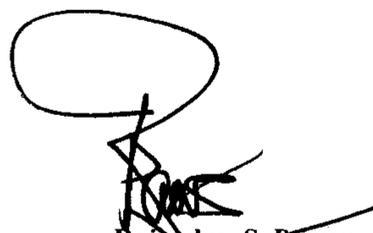
  
Amit Mittal  
Partner

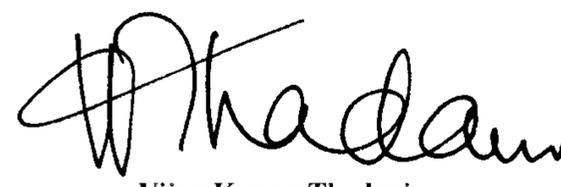
Membership No. - 508748  
CHARTERED  
ACCOUNTANTS



Place : Gurgaon  
Dated : May 13, 2013

For and on behalf of the Board

  
Rajendra S. Pawar  
Director  
DIN - 00042516

  
Vijay Kumar Thadani  
Director  
DIN - 00042527

  
Avika Kapoor  
Company Secretary