

NOTICE

NOTICE is hereby given that the **5th ANNUAL GENERAL MEETING** of the Members of the Company will be held on Wednesday, the 16th July, 2014 at 3.00 a.m. at the Registered Office at Hilton House, 48/2 Central Road, MIDC, Andheri (East), Mumbai 400 093, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Profit & Loss Account for the year ended 31st March, 2014 and the Balance Sheet as at that date and the report of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Ramanathan Sriram (DIN 00065069), who retires by rotation and being eligible offers herself for re-appointment.
3. To appoint **B. K. KHARE & CO.**, Chartered Accountants (Firm Registration No. 105102W), as Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as an Ordinary Resolution:

"RESOLVED THAT Mr. Rahul D. Dandekar (DIN 05139819), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 23rd April, 2014 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act") and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company."

FOR & ON BEHALF OF THE BOARD



**D. D. DANDEKAR
CHAIRMAN**

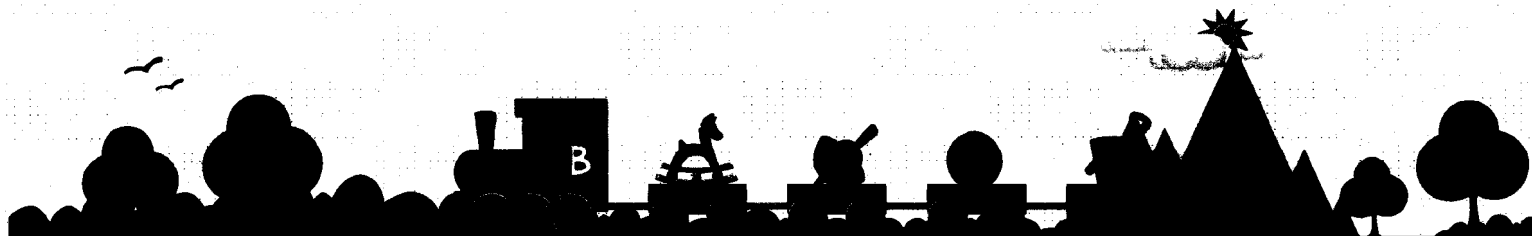
Place : Mumbai.

Dated : 9th May, 2014

NOTES:

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company.

The Explanatory Statement as required under section 102(1) of the Companies Act, 2013 in respect of business referred to under item no. 4 is annexed hereto.





Alphakids Learning and Activity Centre Limited
Bungalow No 17, Magnum Unit C,
2nd Cross Lane, Lokhandwala Back Road,
Andheri (West), Mumbai 400053.
Tel: 022 65131155 / 65131166. info@alphakids.co.in
CIN NO: U80301MH2009PLC191396
Regd Office: 48/2, Hilton House, Central Road,
MIDC, Andheri (E), Mumbai 400 093.

ANNEXURE FORMING PART OF THE NOTICE EXPLANATORY STATEMENT
(Pursuant to Section 102(1) of the Companies Act, 2013)

SPECIAL BUSINESS:

Mr. Rahul D. Dandekar was appointed as Additional Director of the Company on 23rd April, 2014. As per the provisions of section 161 of the Companies Act, 2013 ("Act"), Mr. Rahul D. Dandekar hold Office only upto the date of forthcoming Annual General Meeting of the Company and eligible for appointment. The Company has received notices under section 160 of the Act, in respect of him, proposing his appointment as Director of the Company, alongwith the requisites deposit.

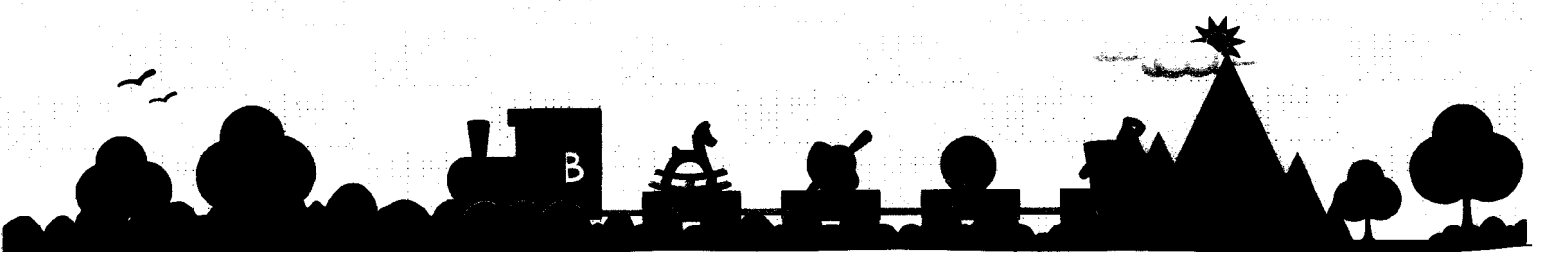
No Directors other than Mr. Dilip D. Dandekar and Ms. Aditi D. Dighe is concerned or interested in the resolution.

The Directors recommend the Ordinary Resolutions for your approval.

FOR & ON BEHALF OF THE BOARD

A handwritten signature in black ink, appearing to read "D. D. Dandekar", written over a horizontal line.

**D. D. DANDEKAR
CHAIRMAN**



DIRECTORS' REPORT

Your Directors have pleasure in presenting herewith the 5th Annual Report and Audited Statement of Accounts for the financial year ended 31st March, 2014.

REVIEW OF OPERATIONS:

During the year the company reported total revenue from operations Rs.232.13 lacs as compared to Rs.245.65 lacs for the previous year. The main reason for decrease in income from operations is the management's decision to close pre-school located at Thane and Kandivali which were operational in the previous year. The decision to close these schools was taken as the same were not economically viable.

The Board of our Holding Company M/s. Kokuyo Camlin Limited had approved the resolution of dis-investing the entire stake in the Company, Equity and Preference capital to Mr. Dilip D. Dandekar and his family members. This dis-investment is subject to ratification by the members of the holding Company. With the said transaction, your Company is no longer a subsidiary of Kokuyo Camlin Limited w.e.f. 1st April, 2014. This will be subject to ratification by the members of Holding Company.

Our Company has changed the name of the Company from its previous name "Camlin Alphakids Limited" to "Alphakids Learning and Education Centre Limited" with effect from 25th March 2014.

In view of operational loss the Board of Directors regrets their inability to recommend dividend on Preference/Equity shares.

The Management is optimistic of registering improved performance in the year to come.

INCREASED IN AUTHORISED / PAID UP SHARE CAPITAL:

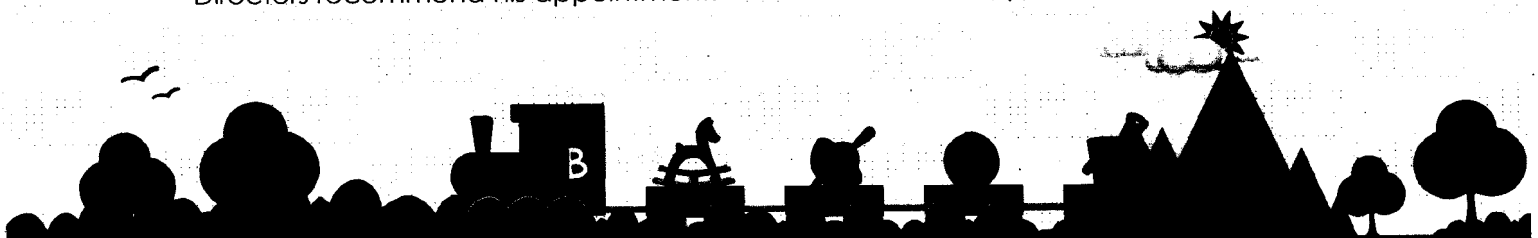
During the year, under review members accorded approval for increase in Authorised Share Capital from Rs. 200.00 Lacs to Rs. 250.00 Lacs by way of creation of 500000 Equity Shares of Rs. 10/- each ranking pari passu in all respects with the existing Equity Shares.

The paid up Equity Share Capital of the Company has also increased from Rs.100.00 Lacs to Rs. 130.00 Lacs by way of issuance of 300000 Equity shares of Rs. 10/- each to Kokuyo Camlin Limited by converting loan amount.

DIRECTORS:

Mr. Ramanathan Sriram, Director of the Company retires by rotation and being eligible have offered himself for re-appointment. You are requested to re-appoint him.

The Company had appointed Mr., Rahul D. Dandekar as an Additional Director on 23rd April, 2014. As per the provision of section 161 of the Companies Act, 2013, he holds the office only upto the date of forthcoming Annual General Meeting of the Company. The Directors recommend his appointment.



With effect from 23rd April, 2014, Mr. Chetan R. Badal and Mr. Nitin V. Pitale relinquished their office. Your Director feel privileged to have had long Association with the said Directors and express their appreciation for the valuable services rendered by them during their tenure.

None of the Directors are disqualified from being appointed as Directors, as specified in Section 274(1) (g) of the Companies Act, 1956.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement under Section 217(2AA) of the Companies Act, 1956 with respect to Directors' Responsibility Statement, it is hereby confirmed:

1. that in the preparation of the Annual Accounts for the financial year ended 31st March, 2014, the applicable accounting standards have been followed along with proper explanations relating to material departures;
2. that the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2014 and of the loss of the Company for the year under review;
3. that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records for the year ended 31st March, 2014 in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. That the Directors have prepared the Annual Accounts for the financial year ended 31st March, 2014 on a 'going concern' basis.

AUDITORS:

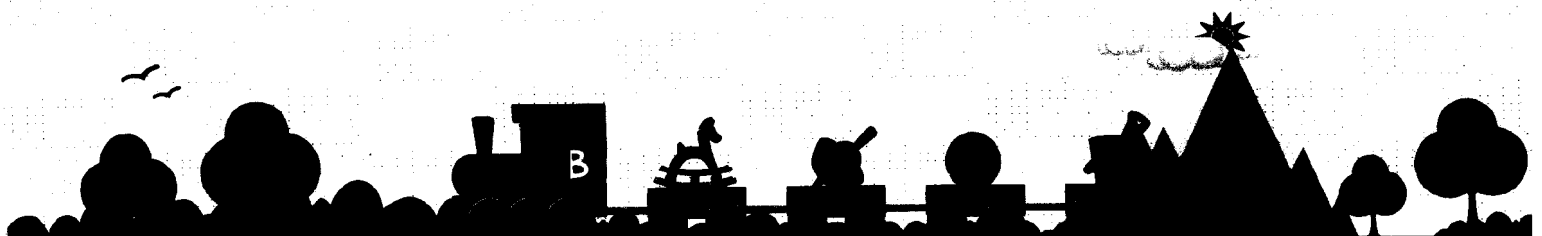
The retiring Auditors B.K.Khare & Co., Chartered Accountants, Mumbai, being eligible have given their consent for reappointment for the year 2014-2015. You are requested to appoint them.

SECRETARIAL COMPLIANCE CERTIFICATE:

Secretarial Compliance Certificate obtained pursuant to provisions of Section 383A of the Companies Act, 1956 from M/s.J.H.Ranade & Associates, Company Secretaries, Thane is attached hereto.

EMPLOYEE RELATIONS:

The relations between the Company and its employees at all levels remained cordial.



GENERAL:

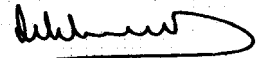
There were no employees in receipt of remuneration of Rs.60,00,000/- or more if employed throughout the year or Rs.5,00,000/- per month if employed for part of the year.

The nature of the Company's business and the operations during the year were such that the Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, do not apply to the Company.

ACKNOWLEDGMENTS:

The Directors place on record their appreciation and acknowledge with gratitude the co-operation extended by the Suppliers, Clients, Employees at all levels, Bankers and various Government Authorities.

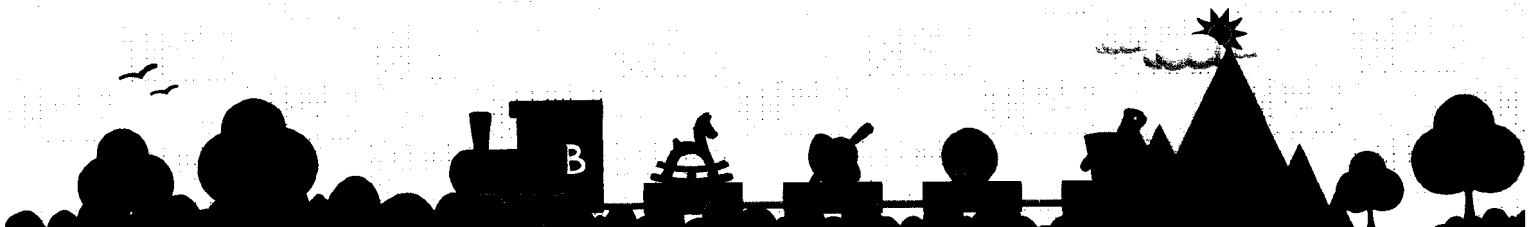
FOR & ON BEHALF OF THE BOARD



**D.D.DANDEKAR
CHAIRMAN**

Place: Mumbai.

Dated: 9th May, 2014



B. K. KHARE & Co.

CHARTERED ACCOUNTANTS

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+ 91 022 66315835/36

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E info@bkkhareco.com

706/708, Sharda Chambers New Marine
Lines, Mumbai - 400 020, India

INDEPENDENT AUDITOR'S REPORT

To the Members of AlphaKids Learning & Activity Centre Limited (Formerly known as Camlin AlphaKids Limited)

Report on the Financial Statements

1. We have audited the accompanying financial statements of AlphaKids Learning & Activity Centre Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statements of Profit and Loss and Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's 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.

Auditor's 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, but not for the purpose of expressing an opinion on the effectiveness of the entity'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.

Pune

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Tower B, DLF Golf Course Road,
Sector - 54, Gurgaon - 122002,
Haryana, India



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

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
 - (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

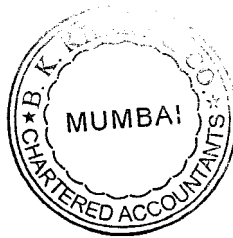
Report on Other Legal and Regulatory Requirements

7. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004, issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act (the "Order"), 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 give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
8. 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 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, the Statement of Profit and Loss and Cash Flow dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the Balance Sheet, the Statements of Profit and Loss and Cash Flow dealt with by this report, comply with the Accounting Standards referred to sub-section (3C) of section 211 of the Act;



- e. On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

For B. K. Khare & Co.
Chartered Accountants
Firm's Registration Number 105102W



A handwritten signature in black ink, appearing to read "Himanshu Chapsey".

Himanshu Chapsey
Partner
Membership Number 105731

Mumbai
May 9, 2014

ANNEXURE REFERRED TO IN PARAGRAPH 7 OF OUR REPORT OF EVEN DATE

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The fixed assets have been physically verified by the management during the year. No material discrepancies between the book records and physical inventory are noticed.

(c) There was no disposal of a substantial part of fixed assets during the year.
2. The Company does not have any inventory and hence, the provisions of clause 4(ii) of the Order are not applicable.
3. (a) During the year, the Company has taken an interest free unsecured loan from a company covered under section 301 of the Act. The maximum amount involved during the year and the year-end balance of such loan aggregated to Rs. 12 lakhs.

(b) In our opinion, the rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interest of the Company.

(c) There are no terms specified for the repayment of principal. To the best of our information and according to the explanations give to us, the principal amount has not be demanded by the lender.
4. In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to the purchase of fixed assets and in respect of rendering of services. During the course of our audit, we have not observed any major weakness or continuing failure to correct any major weakness in the internal control system of the Company in respect of these areas.
5. In our opinion, there are no contracts or arrangements that need to be entered in the register maintained under Section 301 of the Act. Accordingly, the provisions of clause 4(v)(b) of the Order is not applicable to the Company and hence not commented upon
6. The Company has not accepted deposits from the public.
7. *As per the information provided to us, no internal audit was carried out during the year.*
8. To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Act, for the products of the Company.
9. (a) The Company is regular in depositing with the appropriate authorities, undisputed statutory dues including Provident Fund, Employees State Insurance, Income tax and Service Tax. The provisions of the Investor Education and Protection Fund, Sales Tax, Wealth Tax, Custom Duty and Excise Duty are not applicable to the Company.

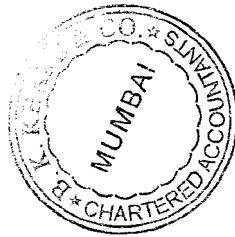


- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income Tax and Service Tax were in arrears, as on March 31, 2014 for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are no dues of Income Provident Fund, Employees State Insurance, Income Tax, Service Tax and any other statutory dues which have not been deposited on account of dispute.
10. The Company has been registered for a period of less than five years and hence we are not required to comment on whether or not the accumulated losses at the end of the financial year is fifty per cent or more of its net worth and whether it has incurred cash losses in the current financial year and in the immediately preceding financial year.
11. To the best of our knowledge and as informed, the Company has not obtained any borrowings from financial institutions, banks or debenture holders and therefore provisions of clause 4(xi) of the Order are not applicable to the Company.
12. The Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any special statute applicable to chit fund/nidhi/mutual benefit fund/society are not applicable to the Company.
14. The Company is not dealing in or trading in shares, securities, debentures and other investments.
15. According to the information and explanation given to us, the Company has not given any guarantee for loans taken by others during the year.
16. According to the information and explanations given to us, the Company has not availed of any term loans during the year and therefore provisions of clause 4(xvi) of the Order are not applicable.
17. According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been used for long-term investments.
18. During the year, the Company has not made any preferential allotment of shares to the parties and companies covered in the register maintained under Section 301 of the Act.
19. The Company has not issued any debentures during the year.
20. During the year, the Company has not raised any money by public issue of equity shares.



21. 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 instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

For B. K. Khare & Co.
Chartered Accountants
Firm's Registration Number 105102W



A handwritten signature in black ink, appearing to read "Himanshu Chapsey".

Himanshu Chapsey
Partner
Membership Number 105731

Mumbai, May 9, 2014

ALPHAKIDS LEARNING & ACTIVITY CENTRE LIMITED (Formerly CAMLIN ALPHAKIDS LTD.)

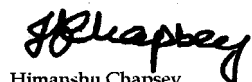
BALANCE SHEET AS AT 31st MARCH 2014

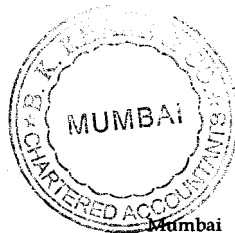
	Notes	As at 31.03.2014 (Rs. in '000)	As at 31.03.2013 (Rs. in '000)
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2.a	23,000	20,000
Reserves and surplus	2.b	(20,593)	(40,665)
Shareholders' Funds	2	2,407	(20,665)
NON-CURRENT LIABILITIES			
Unsecured Loans		-	30,532
Non-current liabilities	3	-	30,532
CURRENT LIABILITIES			
Trade payables	4.a	3,814	6,433
Other current liabilities	4.b	6,958	3,393
Current Liabilities	4	10,772	9,826
TOTAL		13,179	19,693
NON-CURRENT ASSETS			
Fixed Assets - Tangible	5.a	3,879	9,100
Deferred tax asset(net)	10.D.ii.	4,163	4,163
Long term Loans and Advances	5.b	4,150	5,820
Non-current assets	5	12,192	19,083
CURRENT ASSETS			
Trade receivables	6.a	-	56
Cash and bank balances	6.b	925	371
Short-term loans and advances	6.c	62	183
Current Assets	6	987	610
TOTAL		13,179	19,693
Significant Accounting Policies	1		

As per our report of even date annexed
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W


Dilip Dandekar
Director


Aditi Dighe
Director


Himanshu Chapsey
Partner
Membership No. 105731



Ramanathan Sriram
Director

Mumbai
Dated: 9th May, 2014

Mumbai
Dated: 9th May, 2014

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2014

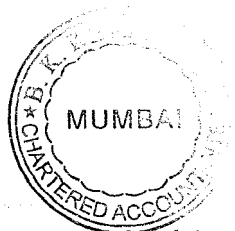
	Notes	Year ended 31.03.2014 (Rs. in '000)	Year ended 31.03.2013 (Rs. in '000)
INCOME			
Revenue from operations	7	23,213	24,565
EXPENDITURE			
Employee cost	8	1,375	1,895
Other expenses	9	27,008	34,452
Depreciation		2,890	4,166
TOTAL EXPENDITURE		31,273	40,512
Net loss before Exceptional Items		(8,060)	(15,948)
Exceptional Items	10	30,532	-
Net Profit/(Loss) before tax		22,472	(15,948)
Less : Current tax (MAT)		2,400	-
: Deferred Tax		-	239
Profit/(Loss) after tax for the period		20,072	(16,187)
Earning per share - Basic/ Diluted(in Rs.)		20.02	(16.19)
Significant Accounting Policies	1		

As per our report of even date annexed
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W




Himanshu Chapsey
Partner
Membership No. 105731

Mumbai
Dated: 9th May, 2014



Mumbai
Dated: 9th May, 2014


Dilip Dandekar
Director


Aditi Dighe
Director


Ramanathan Sriram
Director


CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st MARCH , 2014


(Rs. in '000)

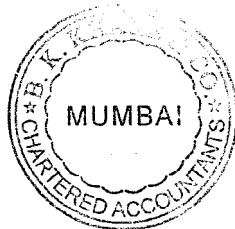
	Year ended 31.03.2014	Year ended 31.03.2013
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit / (Loss) before non-recurring items	20,072	(15,948)
Adjustments for:		
Depreciation	2,890	4,166
Exceptional item	(30,532)	-
Loss on Sale of Fixed Assets	1,333	-
Provision for Assets held for disposal	1,379	2,784
Operating Loss before Working Capital changes	(4,858)	(8,998)
Adjustments for:		
Trade and other Receivables	1,847	385
Trade Payables	(2,619)	1,866
Other Payables	3,565	698
Cash generated from Operations	(2,065)	(6,048)
Direct taxes paid	0	-
Net cash from operating activities	(2,065)	(6,048)
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Fixed Assets	-	(226)
Sale of Fixed Assets	(382)	-
Net cash used in Investing Activities	(382)	(226)
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Issue of shares	3,000	-
Unsecured Loan- from Holding Company	-	4,802
Net cash used in Financing Activities	3,000	4,802
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	554	(1,472)
Cash and Cash Equivalents (Opening Balance)	371	1,843
Cash and Cash Equivalents (Closing Balance)	925	371

As per our report of even date annexed
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W


Dilip Dandekar
Director


Aditi Dighe
Director


Himanshu Chapsey
Partner
Membership No. 105731



Ramanathan Sriram
Director

Mumbai
Dated: 9th May, 2014

Mumbai
Dated: 9th May, 2014

ALPHAKIDS ACTIVITY & LEARNING CENTRE LTD.

Notes forming part of Financial Statements

1. STATEMENT OF ACCOUNTING POLICIES AND PRACTICES

A Basis of preparation of financial statements

The financial statements are prepared under the historical cost convention, in accordance with the Indian Generally Accepted Accounting Principles and the provisions of the Companies Act, 1956. All income and expenditure having a material bearing in the financial statements are recognised on accrual basis.

B Use of estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses, during the reported period. Difference between the actual results and estimates are recognised in the period in which the results are known /materialised.

C Fixed assets

- i) Fixed assets are recorded at cost of acquisition or construction and are stated at historical cost. The upgradation /enhancements are also capitalised and assimilated with the initial capitalisation costs.
- ii) Depreciation on all assets of the Company is provided on straight line method over the estimated useful lives of the assets determined as follows:

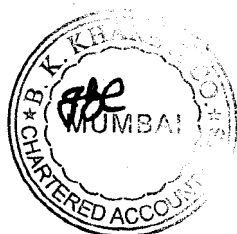
Leasehold Improvements	Over lease period
Fixtures & Electrical Fittings	Over lease period
All other assets	Rates prescribed in Schedule XIV to the Companies Act, 1956.

D Impairment of assets

The Company assesses at each Balance Sheet date whether there is any indication that any asset may be impaired. If any such indication exists, the recoverable amount of the asset is estimated. Impairment loss is recognised if the carrying amount exceeds the recoverable amount.

E Employee benefits

Short-term employee benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered.



	31.03.2014 (Rs. in '000)	31.03.2013 (Rs. in '000)
2 a. SHARE CAPITAL		
Authorised		
13,00,000 (10,00,000) Equity Shares of Rs. 10/- each	13,000	10,000
10,00,000 (10,00,000) Preference Shares of Rs. 10/- each	10,000	10,000
	23,000	20,000
Issued, Subscribed & Paid-up		
13,00,000 (10,00,000) Equity Shares of Rs. 10/- each	13,000	10,000
10,00,000 (10,00,000) 7 % Redeemable Non-cumulative Preference Shares of Rs. 10/- each	10,000	10,000
	23,000	20,000

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period - Equity Share Capital

	31.03.2014		31.03.2013	
	No of shares	Rs. In '000	No of shares	Rs. In '000
At the beginning of the period	1,000,000	10,000	1,000,000	Rs 10,000
Issued during the period	300,000	3,000	-	-
Outstanding at the end of the period	1,300,000	13,000	1,000,000	10,000

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period - Preferential Share Capital

	31.03.2014		31.03.2013	
	No of shares	Rs. In '000	No of shares	Rs. In '000
At the beginning of the period	1000000	10000	1000000	Rs 10000
Issued during the period	-	-	-	-
Outstanding at the end of the period	1000000	10000	1000000	10000

Terms/rights attached to equity/preference shares

- i) The company has two class of shares, one is Equity Shares and other is Redeemable Non -cumulative Preference Shares having par value of Rs. 10/- per share. Each holder of Equity Shares is entitled to one vote per share.
- ii) The redemption of Preference Shares shall be made at the end of the 5 years from the date of allotment of the shares or such other dates not later than 20 years from the date of allotment. The said shares shall have also an option for conversion into 10,00,000 Equity Shares of Rs. 10/- each amounting to Rs. 100,00,000 after two years from the date of allotment but before the date of redemption of the said shares.
- iii) On 28th March,2014 the Company had issued 300,000 Equity Shares at face value of Rs. 10/- each amounting to Rs. 30,00,000/- against conversion of part loan received from the holding company.
- iv) Shares held by holding/ ultimate holding company and/or their subsidiaries/ associates.
Out of the equity shares issued by the company, shares held by its holding company, are as below

Kokuyo Camlin Limited

No of shares	
31.03.2014	31.03.2013
2,300,000	2,000,000

Details of shareholders holding more than 5% shares in the company

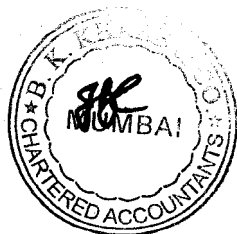
Kokuyo Camlin Limited

No of shares	
31.03.2014	31.03.2013
2,300,000	2,000,000



Notes forming part of the Financial Statements

	31.03.2014 (Rs. in '000)	31.03.2013 (Rs. in '000)
2 b. RESERVES AND SURPLUS		
Surplus / (Deficit) in the Statement of Profit and Loss		
Balance as per last financial statement	(40,665)	(24,479)
Add : Profit / (Loss) for the year	20,072	(16,187)
	<u>(20,593)</u>	<u>(40,665)</u>
3 NON-CURRENT LIABILITIES		
Unsecured Loans		
From Kokuyo Camlin Limited, the Holding Company	-	30,532
	<u>-</u>	<u>30,532</u>
4 CURRENT LIABILITIES		
a. Trade payables	3,814	6,433
b. Other current liabilities		
Provision for tax	2,448	-
Statutory Liabilities	155	283
Others	4,355	3,110
	<u>6,958</u>	<u>3,393</u>



ALPHA KIDS LEARNING & ACTIVITY CENTRE LIMITED
5.a Tangible Assets

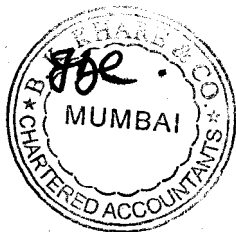
(Rs. In '000)

Particulars	Gross Block					Depreciation				Net Block		
	Opening Balance 01.04.2013	Additions During the Period	Deletions During the Period	Assets held for Disposal	As at 31.03.2014	Opening Balance 01.04.2013	For the Period	Depreciation on deletions	Accumulated depreciation on Assets held for sale	As at 31.03.2014	As at 31.03.2013	
Leasehold Premises	7,186	-	-	1,718	5,469	3,724	1,387	-	973	4,138	1,331	3,462
Office Equipments & Appliance	1,364	353	353	-	1,010	167	48	38	-	177	834	1,197
Furniture & Fixtures	7,818	1,248	-	1,275	5,295	3,955	1,244	592	717	3,890	1,405	3,863
Electrical Fittings	720	-	-	175	545	371	139	-	99	410	135	350
Computers & Software	418	(33)	-	-	451	190	73	(13)	-	277	175	228
Total	17,507	-	1,568	3,168	12,770	8,407	2,890	617	1,788	8,891	3,879	9,100
Previous Year	22,338	226	-	5,057	17,507	6,514	4,166	-	2,271	8,407	9,100	15,824



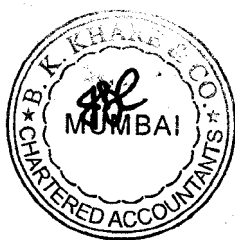
Notes forming part of the Financial Statements

	31.03.2014 (Rs. in '000)	31.03.2013 (Rs. in '000)
5 NON-CURRENT ASSETS		
b Security deposits	4,150	5,820
	<u>4,150</u>	<u>5,820</u>
6 CURRENT ASSETS		
a. Trade receivables		
i) Outstanding for a period exceeding six months from the due date	-	-
ii) Other Debts	-	56
	<u>-</u>	<u>56</u>
b. Cash and Bank balances		
Cash and Cash Equivalents		
i) Balances with bank		
In current Account	919	370
ii) Cash on Hand	6	1
	<u>925</u>	<u>371</u>
c. Short term Loans and Advances		
i) Trade Advances	5	10
ii) Others	57	173
	<u>62</u>	<u>183</u>



Notes forming part of the Financial Statements

	31.03.2014 (Rs. in '000)	31.03.2013 (Rs. in '000)
7 REVENUE FROM OPERATIONS		
School fees and related earnings	18,374	19,532
Other activity income	4,839	5,033
	<u>23,213</u>	<u>24,565</u>
8 Employee Cost		
Salaries, Wages and Bonus	1,298	1,732
Staff Welfare	77	163
	<u>1,375</u>	<u>1,895</u>
9 OPERATING EXPENSES		
Rent	11,949	13,299
Electricity Expenses	563	767
Royalty	714	3,075
Education Accessories & Aides	19	63
Advertisement and Sale Promotion	612	1,433
Gathering & Meets Cost	682	1,531
Professional Fees & Legal Charges	5,379	5,657
Establishment Cost	1,439	2,705
Communication Cost	159	209
Filing Fees	9	11
Printing & Stationery Cost	369	657
Students ferrying expenses	-	283
Auditor Remuneration*	168	197
Travelling & Conveyance	56	131
Miscellaneous outgoing	2,163	1,639
Director's Meeting Fees	15	10
Loss on Sale/ Discard of Assets	1,333	-
Provision for Assets held for sale	1,379	2,784
	<u>27,008</u>	<u>34,452</u>
*Audit fees and services		
Audit fees	112	112
Tax Audit	55	84
	<u>168</u>	<u>196</u>
10 Exceptional Item:		
Reversal of unsecured loan received from Kokuyo Camlin Limited, the Holding Company [Refer note no. 11 (C)]	30,532	-



ALPHAKIDS ACTIVITY & LEARNING CENTRE LTD.

11 NOTES TO ACCOUNTS

A Contingent liabilities

Contingent liability as on the year end Nil (Nil).

B Commitments

Value of contracts (net of advance) remaining to be executed on capital account not provided for Nil (Nil).

C Kokuyo Camlin Limited, the holding company of the Company has during the year decided to exit from the business of running preschools and sells its holding in the Company and has also waived recovery of the loan of Rs. 305.32 lacs payable by the Company to Kokuyo Camlin Limited.

In view of the above, the Company has written back the loan as an exceptional item in the Statement of Profit and Loss during the year. In April 2014 the entire holding of Kokuyo Camlin Limited in the Company has been sold to Mr. Dilip Dandekar and his associate company / relatives. This sale is subject to approval of the shareholders of Kokuyo Camlin Limited.

D Disclosures pursuant to the requirements of accounting standards

i) Total lease rentals on account of operating lease payable are as follows:

Sr.No.	Particulars	Rs. in '000
a)	Payable not later than 1 year	9,801
b)	Payable later than 1 year and not later than 5 years	5,655
c)	Payable later than 5 years	Nil

ii) Deferred taxes

Major items of deferred tax liabilities and deferred tax assets

Particulars	Rs. in '000		
	Opening Balance as on 01.04.2013	Increase/ (Decrease) during the year	Closing Balance as on 31.03.2014
Assets :			
Carried forward depreciation loss	636	-	636
Carried forward business loss	3,527	-	3,527
Net deferred tax (liability)/ asset	4,163	-	4,163

The amount of deferred tax asset in respect of unabsorbed losses is retained to the extent the company has been able to make a fair estimation of taxable income in the subsequent years based on business plans considering the fact that the initial gestation period will lead to stability of operations and growth in the revenues.



ALPHAKIDS ACTIVITY & LEARNING CENTRE LTD.

iii) Earnings per share (Basic & Diluted)

Particulars	2013-14	2012-13
Net Profit / (Loss) after Tax - Rs. in '000	20071	(16187)
Issued and Paid-up Equity Shares (Nos.)	13,00,000	10,00,000
Weighted average of numbers of Equity Shares used in computing Basic / Diluted earnings per share(Nos)	10,00,090	10,00,000
Earnings per Share Basic/Diluted per Face Value of Rs. 10/- each (Rs.)	19.89	(16.19)

iv) Related parties disclosures : (As certified by the management)

a) Name of the Related Party	Nature of Relationship
Kokuyo Camlin Limited	Holding Company

b) Key management personnel and their relatives

Name of the Person	Nature of Relationship
Key management personnel	
Mr. Dilip Dandekar	Director
Mr. Chetan Badal	Director
Mr. Nitin Pitale	Director
Mr. Ramanathan Sriram	Director
Ms Aditi Dighe	Director

c) Transaction with related parties			
		Rs. in '000	
Particulars	Related Parties	2013-14	
Net amount payable	Kokuyo Camlin Limited	-	
		(30,532)	
Figures in brackets are for the previous year.			

E Micro, Small and Medium Enterprises Development Act, 2006

The Company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31st March 2013 as micro, small or medium enterprises. Consequently the amount paid/payable to these parties during the year is Nil.

F Previous year's figures, shown separately as such or in brackets, are recast / regrouped wherever necessary.

