

Synergy Brings New Energy

MT Educare Limited Annual Report 2017-18

CONTENTS

Corporate Overview	
Corporate Information	01
Synergy Brings New Energy	02
The world of MT Educare	04
Geographical Presence	06
Business Highlights	07
Financial Highlights	80
From the desk Chairman & Managing Director	10
Our Brands	12
Our Academic Achievements	20
Statutory Reports	
Management Discussion & Analysis	21
Directors' Report	27
Corporate Governance Report	51
Financial Statements	
Standalone	
ndependent Auditors' Report	70
Balance Sheet	76
Statement of Profit and Loss	78
Cash Flow Statement	80
Notes	82
Consolidated	
Independent Auditors' Report	130
Balance Sheet	134
Statement of Profit and Loss	136
Cash Flow Statement	138
Notes	140
Notice	191

Cautionary Statement Regarding Forward-Looking Statement
The statements contained in the report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

Corporate Information

BOARD OF DIRECTORS*

Mr. Mahesh R. Shetty

- Chairman and Managing Director

Mr. Naarayanan Iyer

- Non Independent, Non Executive Director

Dr. Chhaya Shastri

- Non Independent, Non Executive Director

Ms. Drushti Desai

- Independent, Non Executive Director

Mr. Yatin Samant

- Independent, Non Executive Director

Mr. Uday Lajmi

- Independent, Non Executive Director

BOARD COMMITTEES

Audit Committee

Ms. Drushti Desai (Chairperson)

Mr. Uday Lajmi Dr. Chhaya Shastri

Remuneration and Nomination Committee

Mr. Uday Lajmi (Chairman)

Mr. Yatin Samant Ms. Drushti Desai

Stakeholders Relationship Committee

Mr. Yatin Samant (Chairman)

Mr. Drushti Desai Dr. Chhaya Shastri

Corporate Social Responsibility Committee

Mr. Uday Lajmi (Chairman)

Mr. Mahesh Shetty

Dr. Chhaya Shastri

CHIEF FINANCIAL OFFICER

Mr. Sanjay Sethi (upto May, 2017)

Mr. Sandesh Naik

(w.e.f. November 30, 2017)

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Dinesh Darji

(upto November 30, 2017)

Mr. Raju Bamane

(w.e.f. November 30, 2017 to February 23, 2018)

BANKERS

Kotak Mahindra Bank Limited

ICICI Bank Limited

Axis Bank Limited

IndusInd Bank Limited

HDFC Bank Limited

STATUTORY AUDITORS

M/s. MSKA & Associates

(Formerly known as MZSK & Associates)

Chartered Accountants

Mumbai

INTERNAL AUDITORS

M/s. Mukund M. Chitale & Co.,

Chartered Accountants

Mumbai

SECRETARIAL AUDITORS

M/s. Manish Ghia & Associates

Company Secretaries

Mumbai

REGISTERED OFFICE

MT Educare Limited

(CIN:L80903MH2006PLC163888)

220, 2nd Floor, "FLYING COLORS"

Pandit Din Dayal Upadhyay Marg, L.B.S. Cross Road,

Mulund (West), Mumbai - 400080.

REGISTRAR & TRANSFER AGENTS

Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg,

Vikhroli (West),

Mumbai - 400 083

* Mr. Naarayanan Iyer, Dr. Chhaya Shastri, Ms. Drushti Desai, Mr. Yatin Samant and Mr. Uday Lajmi resigned from Board/Committees of the Company w.e.f. June 05, 2018. Mr. Himanshu Mody, Mr. Ajey Kumar, Dr. Manish Agarwal and Dr. Sangeeta Pandit were appointed on Board/Committees of the Company w.e.f. June 05, 2018. Further the Committees were reconstituted w.e.f. June 05, 2018.

Mr. Mahesh Shetty ceased to be Chairman and Managing Director of the Company w.e.f. June 05, 2018 but he continues to be a Director of the Company.







Synergy Brings New Energy

The education sector is one of the fastest growing sectors in the country. With the growing population and their ever-increasing aspirations, the demand for better quality education is rising. The world is becoming increasingly competitive and the education system demands enhanced skills and modern methods of learning & development, to enable students to excel in their lives and careers.

We, at MT Educare, have been serving and nurturing India's talent for 3 decades now. The year 2018 marks the 30th year of achieving our mission of reaching every home through our teachers by the use of technology and realizing our vision of GREAT — Global Reach in Education and Training. At MT Educare, we have worked hard with perseverance and have undertaken a lot of development activities that have helped train our teachers better. Through the application of these skills, our teachers have become adept at imparting the best-inclass education and are making the learning process much easier and more exciting for our students. In order to meet our goal of achieving excellence in knowledge dissemination, we have been running these trainings in tandem with technology for the last three decades. Our advancement in technology has taken us to unchartered territories, with Robomate+ ranking as the fastest growing education app in the market.

Today, we feel much closer to achieving our objectives, as we synergise our capabilities with Zee Learn – the flagship company of the renowned Essel Group. The scale that we have achieved over the last 30 years will further be catapulted by this collaboration. With this association, our education offerings on a consolidated basis would reach around 3.50 lakh students, making us one of the biggest education companies globally in terms of the number of students served. With this brand new association, we will create high-value content and enrich the student experience by leveraging the strong experience of the academic teams of both the companies. The synergies that we'll be achieving by sharing the infrastructure and repository of knowledge will significantly strengthen MT Educare in the education sector in India and also open new avenues of growth, as together we will achieve more not only for our students, but also for all our stakeholders including employees, vendors, the Government, the community as a whole and above all – our valued shareholders.



The World of MT Educare

LEARN. GROW. FVOIVE

These are the three fundamental principles of Team MT Educare. From a small localised coaching class set-up to a corporate education conglomerate, MTEL has indeed achieved unprecedented echelons of growth and evolution in the field of learning / education to one and all.

Making education simpler for the most average students, thereby reaching out to the masses as well as preparing ALL INDIA TOPPERS from the top class students through its extremely talented pool of teachers with complete elan has been the forte of MT Educare since its inception.

Established in the year 1988, MT Educare is India's leading educational institutes and is headquartered at Mumbai. Mahesh Tutorials is a flagship brand of the Company with a strong presence in 136 locations across 12 states and union territories of India currently.

The Company's service offering is spread across four verticals – School, Science, 'Commerce & UVA' as well as Robomate+. Our diversified product offerings cater to students right from Std. VIII to students appearing for Engineering Entrance (JEE Mains, JEE Advanced & State level engineering entrance exams) and Medical Entrance (NEET) as well as all 3 levels of exams for CA course and MBA Entrance (CAT).

We continue to focus on result oriented quality coaching with technology enabled classrooms and digitized content and emphasis on teacher training through intensive workshops. We have an experienced management team, consisting of senior professionals, having a strong background in academics and administration.

Today, MT Educare is truly a national player with multi-city presence and a diverse product portfolio, standing a class apart due to technology enabled business processes, digital content delivery and 24×7 online support for the courses offered.



VISION

Global Reach in Education And Training (GREAT)

MISSION

We are committed to take Education to every home through our teachers by using technology in the following areas of the education eco-system.

- Digital content for Learning, Teaching and Assessment
- 2. Innovative learning and teaching methodologies such as blended learning and flipped classrooms
- 3. Flexible delivery models of education on different technology & end-user platforms

Our Offerings



MAHESH TUTORIALS SCHOOL SECTION

SCHOOL COURSES

Secondary Education | Class VII, IX & X | National Boards | CBSE | ICSE | State Boards - Maharashtra | Gujarat | Karnataka | Foundation Courses for Competitive Exams



Lakshya Forum for Competitions

SCIENCE COURSES

- Gettions: Higher Secondary Education | Class XI & Class XII | Engineering Entrance | JEE- Main | JEE- Advanced State Level Entrance | Medical Entrance | NEET



MAHESH TUTORIALS COMMERCE

COMMERCE COURSES

Higher Secondary & Professional Education | Class XI & Class XII | Chartered Accountancy | CA Foundation | Inter CA | Final CA



ROBOMATE + Learning Made Simple

I School Courses I Science Courses I Commerce Courses I Test Prep Courses



MT EDUCARE'S CPLC

Empowering Minds. Building Careers.

TEST PREP | Management | Entrance | Common Admission Test (CAT) | CMAT & other Management Entrance | Tests XAT | SNAP | NMAT, CET | Bank PO, Civil Services



MAHESH PU COLLEGE

EDUCATION AT ITS BEST

PRE-UNIVERSITY COURSES | Science | PU 1 & PU 2 | Engineering Entrance | Medical Entrance

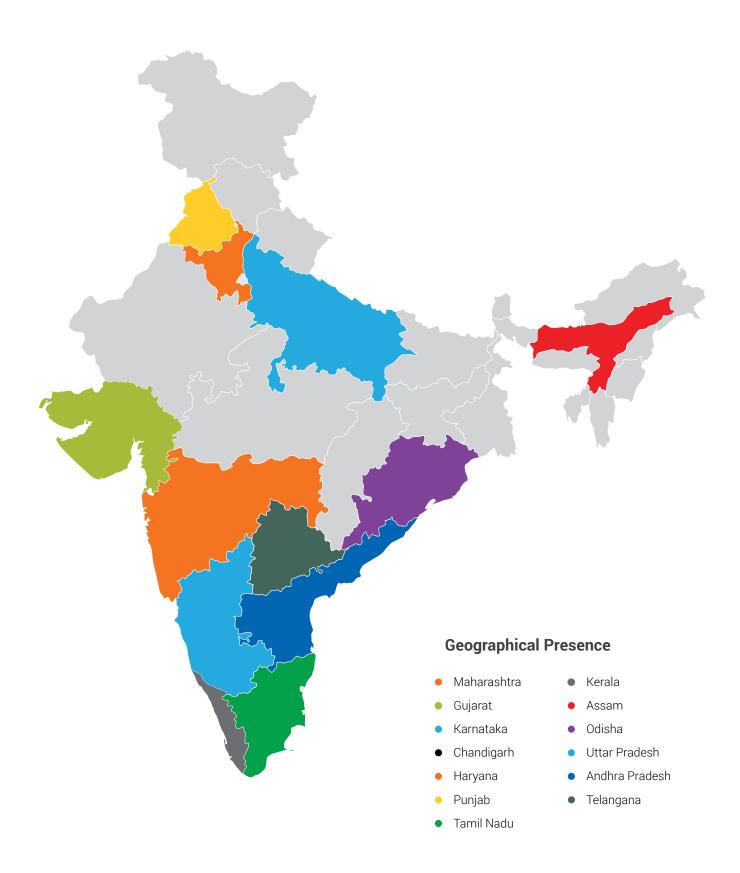
OUR STRENGTHS

- Well Recognized Brand & Experience
- Organized and Diversified Player
- Digitized Learning (Robomate+)
- Large Pool of Quality Faculty Members
- Corporatized Structure and **Experienced Management Team**
- Unique Teaching Methodology





Geographical Presence



Business Highlights

Operational Highlights

- Raised ₹ 110 crores from Xander Finance to refinance existing high cost debt and also for business expansion.
- Raised ₹ 200 crore via preferential allotment of equity share to Zee Learn Limited.
- Future-ready, fully integrated Robomate+ LMS (Learning Management Service) platform with over 2mn+ downloads.
- Presence in 13 states & union territories across the country.

Academic Highlights

Number of Students Serviced in FY18

96,502

Number of Faculty

1,200+

Content Library - AV Lectures

45,000+

IT Services/ Product Development & Support Team

40+

Number of App downloads on Google Play Store

2mn+

Number of Locations

136

Number of Centres

254



Financial Highlights



OPERATING RESULTS

₹ in Lakhs

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Total Operating Income	22,262.41	30,461.06	28,708.31	22,698.54	20,180.27
EBITDA	(17,186.33)	3,052.65	5,787.83	4,658.64	4,234.83
EBITDA Margins (%)	(77.20)	10.02	20.16	20.52	21.00
Profit Before Tax	(20,170.47)	1,074.85	4,749.28	4,073.61	3,189.23
PBT Margin (%)	(90.60)	3.53	16.54	17.95	15.80
Profit After Tax	(13,182.56)	583.96	3,234.61	2,972.47	2,103.28
PAT Margins (%)	(59.21)	1.92	11.27	13.10	10.40
Dividend Payout (inclusive of dividend distribution tax)	0	0	961.51	1,267.11	1,047.41
Retained Profit	(13,182.56)	583.96	2,273.09	1,705.36	1,055.87