

HELPING *India*
achieve its POTENTIAL



Annual Report 2012-13



Zee Learn Anthem

You are within me, you are infinite,

You are unique,

my potential inside!

You are the wings, beneath my flight,

You define me,

my potential inside!

Today I pledge, with all my might,

I shall achieve you,

my potential inside!



Contents

02	Company Overview	02
04	Board of Directors	04
06	CEO's Message	06
08	Highlights	08
10	Our Brands	10
15	Management Discussion & Analysis	15
26	Company Information	26
27	Notice	27
32	Directors' Report	32
38	Corporate Governance Report	38
46	Shareholders' Information	46
52	Certification on Financial Statements	52
53	Standalone Financial Statements	53
82	Consolidated Financial Statements	82
	Attendance Slip and Proxy Form	



We nurture the unique potential



KIDZEE

INDIA'S FAVOURITE PRESCHOOL



Mount Litera Zee School

Great School. Great Future



Mount Litera World Preschool



Zee Learn Ltd. is a leading education company, founded with the purpose of 'Improving Human Capital'. The company has contributed in the field of education across age groups, all the while maintaining its core values of integrity, ownership, leadership, trust and continuous learning. We believe that every child has a unique and infinite potential and we are committed to help children realize their capabilities.

Under its portfolio, Zee Learn has over 1250 centres of the leading preschool chain in India, Kidzee, educating over 270,000 children over the years. With over 135 K-12 schools already signed under franchise network and the endeavours of our skilled professionals and academicians we have created the fastest growing chain of schools in India—Mount Litera Zee School (MLZS). With the ever-growing need for premium preschool education, Zee Learn has also initiated Mount Litera World Pre School in its brand portfolio.

of children to improve the human capital of our country



Mount Litera School
INTERNATIONAL



ZIMA
ZEE Institute of Media Arts
www.zimainstitute.com



INDIA'S 1st EDUTAINMENT CHANNEL



A new world of learning

Capitalising on our experience of running high-performance schools, we have branched out in providing school management services to 6 schools under MLZS. For subject and skill-specific interventions in schools, we provide a curriculum-mapped activity-based science program called BrainCafé Science to 95 schools across India.

In FY13 Zee Learn also started providing educational content and management services to India's first edutainment TV channel for children, 'ZeeQ'. The youth is looking to explore vocational courses outside the traditional curriculum. Zee Institute of Media Arts (ZIMA) provides diploma courses in TV and film making courses and Zee Institute of Creative Art (ZICA) is India's first full-fledged institute providing diploma courses in 2D and 3D animation, widespread across the country with 31 centres spread across 16 cities in India.

Board of Directors



Himanshu Mody
Chairman



Subodh Kumar
Non-Executive Director



Dr. Manish Agarwal
Independent Director



Surjit Banga
Independent Director

Senior Management



Navneet Anhal
Chief Executive Officer

Pradeep Pillai
Chief Operating Officer

Umesh Pradhan
Manager & Chief Financial Officer (CFO)

Subhadarshi Tripathy
Business Head – Content

Amit Bhatnagar
Business Head – Schools Operations

Sindu Aven
Head – Academic Content

Vinay Agarwal
Head - Procurement & Supply Chain

Aman Pal Singh
Head – Human Resources

Deepa George
Head - Legal

CEO's Message



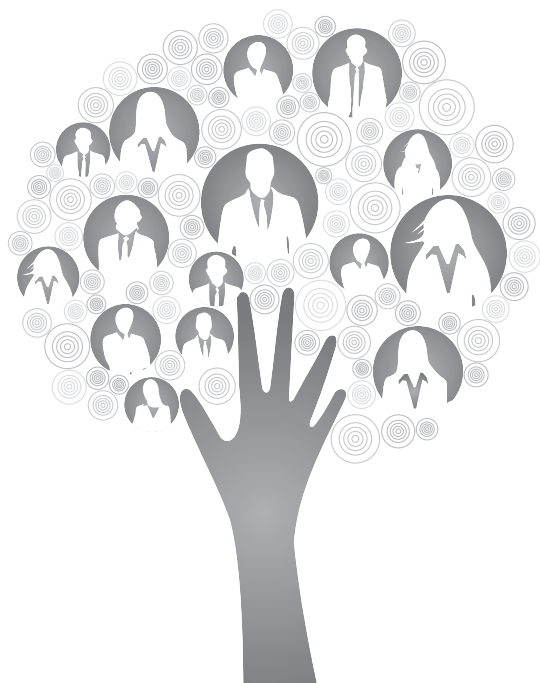
Dear Shareholders,

A retrospect over last year's fiscal is rather a pleasant moment for us, as we reached a milestone of ₹.100 crores, first time ever. While the overall economic growth remained somber, we maintained our growth momentum and our standalone revenues, despite the market challenges, grew by an impressive 63% to 1 billion.

Every child is unique and different children learn differently is an ethos that permeates through our brands. Our innovation kit of iLLume for Kidzee, Litera Octave for Mount Litera Zee Schools (MLZS), and QuarC for

BrainCafé claims our right to differentiation by way of not only instituting a unique pedagogy but also firming up our growth plan for the next year, in addition to strengthening our operations for Youth segment (ZICA and ZIMA).

Kidzee has set in a sound learning foundation for over 2,70,000 students across the country. Leveraging our proprietary pedagogy iLLUME, we support parents to spot the unique potential in their child and help them excel in their chosen discipline. In a short stint of less than a decade, Kidzee has set up over 1250 centers in over 350 cities pan India and has become the largest Pre-school chain in Asia.



“ The focus would also remain on improving profitability by increasing utilisation, enhancing operational excellences and by tapping synergies between our various brands.”

Our K-12 schools also benefit from the credibility already established through Kidzee. We have developed a proprietary pedagogy, Litera Octave, for our K-12 schools. MLZS is the fastest growing chain of schools in India and in a short span of five years we have a total of 135 schools under the franchise network in over 100 cities including 61 operational schools. Our vocational training courses in Media Arts, Film Making, Design and Animation offered through ZIMA and ZICA also maintained their impressive growth during the year.

BrainCafé, our School Solutions package, helps student gain conceptual understanding through hands-on experiment tools. In duration of less than two years, BrainCafé Science has received an overwhelming acceptance across schools in India. Pleased by the success of BrainCafé in the secondary schools, we plan to introduce a BrainCafé module for the Pre-primary section as well.

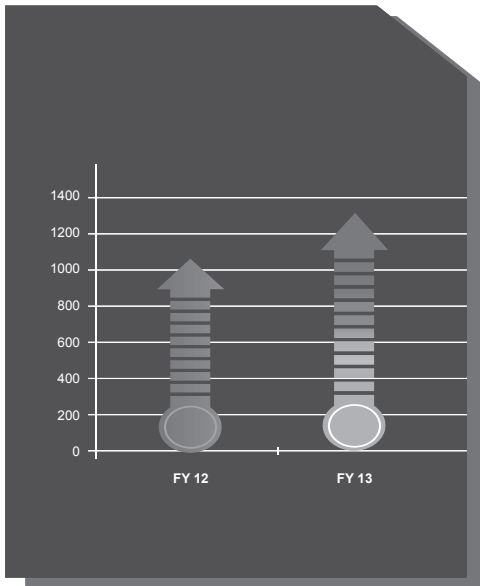
Globally, our nation is considered a young country with over 500 million of its population under the age of 25. We need world-class education systems today to become a leader tomorrow. Going ahead, leveraging the strong brand equity that we have generated since our inception, we expect to maintain our high growth momentum in each of our focused segments. The focus would also remain on improving profitability by increasing utilisation, enhancing operational excellence and by tapping synergies between our various brands. We remain confident on India's growth potential and our capabilities. We remain focused to create value for our stakeholders and thank them for their continued support and patronage.

Best wishes,

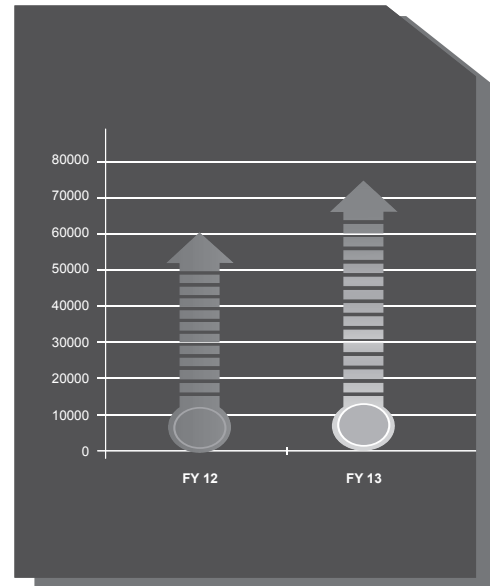
Navneet Anhal
Chief Executive Officer
Zee Learn Limited

Highlights

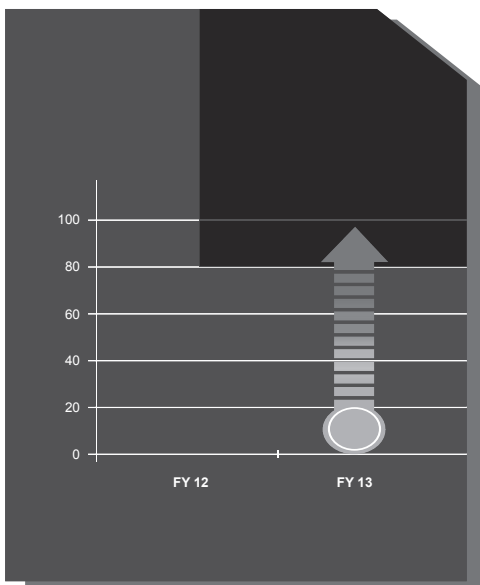
Kidzee Centre Growth



Kidzee Enrollment Growth



**BrainCafé Learning Centres
(Under New Model)**



**BrainCafé Enrollment Growth
(Under New Model)**

