

NIIT MEDIA TECHNOLOGIES LLC

**SPECIAL PURPOSE FINANCIAL STATEMENTS
FOR THE YEAR ENDED MARCH 31, 2013**

The Board of Directors
NIIT Media Technologies LLC (the "Company")
699 Broad Street, 8th Floor,
Augusta, GA 30901, U.S.A

Report on special purpose financial statements

1. This report is issued in accordance with the terms of our agreement dated May 15, 2013.
2. We have audited the accompanying special purpose financial statements of NIIT Media Technologies LLC (the "Company") which comprise the Balance Sheet as at March 31, 2013, and the 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, which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

3. Management is responsible for the preparation of these special purpose financial statements in accordance with the Accounting Standard Companies (Accounting Standards) Rules, 2006 notified by the Central Government of India, to the extent considered relevant by it for the purpose for which these special purpose financial statements have been prepared (the "accounting principles generally accepted in India"). The responsibility includes the design, implementation and maintenance of internal control relevant to the preparation of special purpose financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

4. Our responsibility is to express an opinion on these special purpose 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.
5. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the special purpose financial statements. The procedures selected depend on the auditors' 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 auditors consider internal control relevant to the entity'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 accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.
6. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

7. Based on our audit, 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. 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;



- c. In our opinion and to the best of our information and according to the explanations given to us, the special purpose financial statements, together with the notes thereon and attached thereto, fairly present, in all material respects, in conformity with the accounting principles generally accepted in India:
- (i) in the case of the Balance Sheet, the state of affairs of the Company as at March 31, 2013;
 - (ii) in the case of the Statement of Profit and Loss, the profit for the year ended on that date; and
 - (iii) in the case of the Cash flow statement, of the cash flows for the year ended on that date.

Emphasis of Matter – Basis of Preparation

8. We draw attention to Note 2(i) to the special purpose financial statements, which describes the basis of its preparation. The special purpose financial statements are not the statutory financial statements of the Company, and are not intended to, and do not, comply with the disclosure provisions applicable to statutory financial statements prepared under the Companies Act, 1956, as those are considered irrelevant by the Management and the intended users of the special purpose financial statements for the purposes for which those have been prepared. Our opinion is not qualified in respect of this matter.

Other Matter

9. The special purpose financial statements dealt with by this report, have been prepared for the express purpose of and use of management and the Board of Directors in their preparation of the Consolidated Financial Statements of the ultimate Parent Company. The Consolidated Financial Statements of the ultimate Parent Company is required to be audited in order to comply with Clause 32 of the Listing Agreement.

Restriction on Use

10. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of any financial statements of the Company.
11. This report is addressed to the Board of Directors of the Company and has been prepared for and only for the purposes set out in paragraph 9 above. This report should not be otherwise used or shown to or otherwise distributed to any other party or used for any other purpose except with our prior consent in writing. Price Waterhouse neither accepts nor assumes any duty, responsibility or liability to any other party or for any other purpose.

For Price Waterhouse
Firm Registration No. 301112E
Chartered Accountants



Usha Rajeev

Place: New Delhi
Date: May 17, 2013


Partner
Membership No. 87191

NIIT Media Technologies LLC
Balance Sheet

	Note	As At March 31, 2013 USD		As At March 31, 2012 USD	
EQUITY AND LIABILITIES					
Shareholder's funds					
Share Capital	3	5,366,671		5,366,671	
Reserves and Surplus	4	<u>351,972</u>	5,718,643	<u>(1,777,929)</u>	3,588,742
Current liabilities					
Trade payables	5	1,165,424		881,075	
Other current liabilities	6	<u>238,950</u>	1,404,374	<u>42,418</u>	923,493
TOTAL			7,123,017		4,512,235
ASSETS					
Non-current assets					
Fixed assets					
Tangible assets	7	2,105,076		1,632,318	
Intangible assets	8	<u>394,376</u>	2,499,452	<u>345,382</u>	1,977,700
Current assets					
Trade receivables	9	942,305		861,266	
Cash and Bank Balances	10	2,066,723		467,130	
Short-term loans and advances	11	<u>1,614,537</u>	4,623,565	<u>1,206,139</u>	2,534,535
TOTAL			7,123,017		4,512,235

The notes are an integral part of these financial statements
This is the Balance Sheet referred to in our report of even date.


For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants


Usha Rajeev
Partner
Membership Number: 87191

Place: New Delhi
Date: May 17, 2013

For and on behalf of the Board of Directors of NIIT Media Technologies LLC


Pratibha K Advani
Director


Lalit Kumar Dhingra
Director


Arvind Thakur
Director

NIIT Media Technologies LLC

Statement of Profit and Loss

	Note	Year Ended March 31, 2013	Period Ended March 31, 2012
		USD	USD
Revenue			
Revenue from Operations	12	21,199,849	11,282,022
Other Income	13	1,023	7,935
Total Revenue		21,200,872	11,289,957
Expenses			
Employee benefits expense	14	6,228,940	2,971,468
Depreciation and amortization expense	15	730,592	380,507
Development Charges	16	3,909,960	1,678,642
Other expenses	17	8,201,479	8,037,269
Total Expense		19,070,971	13,067,886
Profit/(Loss) before exceptional and extraordinary items		2,129,901	(1,777,929)
Profit/(Loss) before tax		2,129,901	(1,777,929)
Profit/(Loss) after tax for the year / period		2,129,901	(1,777,929)

Earnings per Unit: [Nominal Value Per Unit: \$ 53670
(2012 : \$ 53670)]

Basic/ Diluted Earning/(Loss) Per Unit	20	21,299	(17,779)
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The notes are an integral part of these financial statements.

This is the statement of profit and Loss referred to in our report of even date.

For Price Waterhouse

Firm Registration Number: 301112E

Chartered Accountants



Usha Rajeev

Partner

Membership Number: 87191

For and on behalf of the Board of Directors of NIIT Media Technologies LLC



Pratibha K Advani

Director



Arvind Thakur

Director



Lalit Kumar Dhingra

Director

Place: New Delhi

Date: May 17, 2013

NIIT Media Technologies LLC

CASH FLOW STATEMENT

	Year ended March 31, 2013	Period Ended March 31, 2012
	USD	USD
A. Cash flow from Operating activities:		
Profit before taxation and extraordinary items	2,129,901	(1,777,929)
Adjustments for :		
Depreciation and Amortisation	730,592	380,507
Operating profit before working capital changes	2,860,493	(1,397,422)
Changes in Working Capital :		
(Increase)/Decrease in Trade Receivables	(81,038)	(861,266)
(Increase)/Decrease in Short Term Loans and Advances	(408,398)	(1,206,139)
Increase/(Decrease) in Other Current Liabilities	480,881	923,493
Cash Generated from Operating activities	2,851,938	(2,541,334)
Income Tax Paid (Including Tax deducted at Source)	-	-
Net cash Generated from Operating activities (A)	2,851,938	(2,541,334)
B. Cash flow from Investing activities:		
Purchase of Tangible/Intangible assets	(1,252,345)	(2,350,725)
Proceeds from Sale of Tangible assets	-	(7,482)
Net cash used in Investing activities (B)	(1,252,345)	(2,358,207)
C. Cash flow from Financing activities:		
Proceeds from issue of Share capital	-	5,366,671
Net cash from Financing activities (C)	-	5,366,671
Net Increase in Cash and Cash Equivalents (A+B+C)	1,599,593	467,130
Cash and Cash Equivalents at the beginning of the period	467,130	-
Cash and Cash Equivalents at the end of the year	2,066,723	467,130
Net Increase in Cash and Cash Equivalents	1,599,593	467,130

NOTES:

1 Cash and Cash equivalents comprise of:

Balances with Banks (refer note 10)

2,066,723

467,130

Total

2,066,723

467,130

2 The above cash flow statement has been prepared under the indirect method set out in Accounting Standard-3 notified u/s 211(3C) of the Companies Act, 1956.

3 The enclosed notes 1 to 22 form an integral part of cash flow statement.

4 Figures in parenthesis indicate cash outflow.

5 Previous year's figures have been regrouped / reclassified to confirm the current year's classification.

This is the Cash Flow Statement referred to in our report of even date.

For Price Waterhouse

Firm Registration Number: 301112E

Chartered Accountants

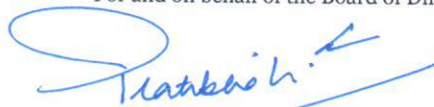


Usha Rajeev

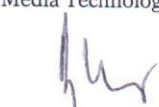
Partner

Membership Number: 87191

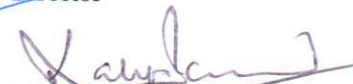
For and on behalf of the Board of Directors of NIIT Media Technologies LLC



Pratibha K Advani
Director



Arvind Thakur
Director



Lalit Kumar Dhingra
Director

Place: New Delhi

Date: May 17, 2013

NIIT Media Technologies LLC

Notes to the financial statements

1. General Information:

NIIT Media Technologies LLC (NMT) is a Joint Venture between NIIT Technologies Inc. USA and Morris Communications Company LLC, a privately held company with diversified holdings that include newspaper and magazine publishing, outdoor advertising, radio broadcasting, book publishing and distribution and online services.

During the period ended March 31, 2012, NIIT Media Technologies LLC (NMT) was formed by contribution from Morris for Assets for its 40% share wherein NIIT contributes Cash for its 60% share in the JV. NMT took over the existing Morris shared services center in Augusta, Georgia which provides Technology and Business process services to the Morris Group.

NMT based out of Augusta, Georgia USA, is currently providing Technology and Business Process services to the various companies of the Morris Group and external customers as well. It has established a near-shore delivery center for:

- Managed Services
- Hosting Services
- Business Process Outsourcing and
- Advertising Hub services

NMT is dedicated to supporting media companies with its comprehensive business and IT solutions. NMT serves the customers by offering State of the Art Media Solutions, Ad – Creation Services , Data Center Operations, as well as ERP solutions along with Shared services which offers P2P, R2R, Hire to Retire, Fixed Assets, O2C, Credit Sales and a full-fledged 24X7 Call Center Operations.

2. STATEMENT ON SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation:

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) [Companies (Accounting Standards) Rules, 2006, as amended]. These financial statements are not the statutory financial statement of the company and have been prepared for the express purpose of and use of management and the Board of Directors in their preparation of the Consolidated Financial Statements of the Ultimate Parent Company.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle. Based on the nature of products and the time between the acquisition of assets for processing and their realization 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.

2.2 Tangible Assets:

Tangible Assets are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any,



NIIT Media Technologies LLC

Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of tangible assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements. Any expected loss is recognised immediately in the Statement of Profit and Loss.

Losses arising from the retirement of, and gains or losses arising from disposal of tangible assets which are carried at cost are recognised in the Statement of Profit and Loss.

Depreciation is provided on a pro-rata basis on the straight-line method over the estimated useful lives of the assets, which are as follows:

Description	Useful Life
Plant & Machinery consisting of Computers, Accessories and Office Equipments	3-5 Years
Furniture and fixtures	7 Years

2.3 Intangible Assets:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortised on a straight line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use is considered by the management. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly. The estimated useful lives of the assets are as follows:

Description	Useful Life
Intangible Assets – Computer Software	3-5 Years

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

Further, computer systems and software are technically evaluated each year for their useful life and the unamortized depreciable amount of the asset is charged to Statement of profit and loss as depreciation over their revised remaining useful life.

2.4 Impairment of Assets:

All assets are reviewed for impairment losses wherever event or changes in circumstances indicate that the carrying amount may not be recoverable. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount.

2.5 Revenue Recognition:

Sale of Services: The revenue is recognized on rendering of services in accordance with terms of contracts with the customers.



2.6 Provisions and Contingent Liabilities:

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is termed as a contingent liability.

2.7 Segment Reporting:

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company.

2.8 Cash and Cash equivalents:

In the cash flow statement, cash and cash equivalents include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

2.9 Leases:

Operating Leases: Lease rental in respect of operating lease arrangements are charged to expense over the period of the lease on a straight line basis

2.10 Earnings Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share are the net profit for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2.11 Employee benefits:

The Company makes defined contributions on a monthly basis towards retirement benefits of the employees, which is charged to the statement of profit and loss. The Company has no further obligations towards the retirement benefits.

2.12 Foreign Currency Transactions:

Transactions in foreign currency (currency other than company's reporting currency) are booked at standard rates determined periodically which approximate the actual rates, and all monetary assets and liabilities in foreign currency are restated at the year-end. Gain/Loss arising out of fluctuations on realization /payment or restatement is charged / credited to the Statement of profit and loss.



NIIT Media Technologies LLC

3 Share Capital

	As At March 31, 2013 USD	As At March 31, 2012 USD
Authorised: 100 (March 31, 2012: 100) Units of USD 53670 (March 31, 2012 : USD 53670) each	5,366,671	5,366,671
Total	5,366,671	5,366,671

(a) Reconciliation of number of Units

	As at March 31, 2013		As at March 31, 2012	
	Number of Shares	Amount USD	Number of Shares	Amount USD
Balance as at the beginning of the year/period	100	5,366,671	-	-
Addition during the year	-	-	100	5,366,671
Balance at the end of the year/period	100	5,366,671	100	5,366,671

(b) Right , Preference and restrictions attached to Units

The Company has one class of units with ownership rights, which have full voting rights on all matters submitted to the members of Company for their consideration and approval. A member shall not dispose of or encumber all or any portion of its units except in accordance with the terms specified in "Limited Liability Company Agreement" of NIIT Media Technologies LLC. The board of directors shall make distributions of free cash flow to the members in proportion to their sharing ratios, at such times and in such amounts as may be determined by the board of directors.

In the event of dissolution , the Company property shall be distributed among the members in proportion to their respective positive capital account balance, as determined after taking into account all capital account adjustment for year during which liquidation of the Company occurs. all distributions in kind to the members shall be made subject to liability of each distributee for costs , expenses and liabilities thereto incurred for which the Company has committed prior to date of distribution.

(c) Units held by holding company and subsidiary of holding Company

	As At March 31, 2013 USD	As At March 31, 2012 USD
60 units held by NIIT Technologies Inc., USA a subsidiary of NIIT Technologies Limited, India*	3,220,003	3,220,003
Balance at the end of the year/period	3,220,003	3,220,003

* No unit is held by the ultimate holding company.

(d) Details of Units held by shareholders holding more than 5% of the aggregate units in the Company

	As At March 31, 2013 USD	As At March 31, 2012 USD
Equity Shares 60 units held by NIIT Technologies Inc., USA a subsidiary of NIIT Technologies Limited, India	3,220,003	3,220,003
40 units held by M Star Solutions LLC	2,146,668	2,146,668
Balance at the end of the year/period	5,366,671	5,366,671

4 Reserves and Surplus

	As At March 31, 2013 USD	As At March 31, 2012 USD
Balance at the beginning of the year	(1,777,929)	-
Surplus/(Deficit) in Statement of Profit and Loss	2,129,901	(1,777,929)
Total	351,972	(1,777,929)



NIIT Media Technologies LLC

5 Trade Payables

	As At March 31, 2013 USD	As At March 31, 2012 USD
Trade Payables	1,165,424	881,075
Total	1,165,424	881,075

There are no dues that are payable to micro and small enterprises as per the Micro, Small and Medium Enterprises Development Act, 2006.

6 Other Current Liabilities

	As At March 31, 2013 USD	As At March 31, 2012 USD
Statutory Dues(including payroll tax and withholding tax)	238,950	42,418
Total	238,950	42,418



NITF Media Technologies LLC

7. Tangible Assets

Description of Assets	As at April 01 2012	GROSS BLOCK			DEPRECIATION			NET BLOCK		
		Additions	Sales/Adjustments	As at March 31 2013	As at April 01 2012	Additions	Sales/Adjustments	As at March 31 2013	As at March 31 2013	As at March 31 2012
Plant and Machinery	1,845,311	1,038,581	-	2,883,892	273,643	559,690	833,333	2,050,559	1,571,668	
Furniture and Fixtures	66,085	3,456	-	69,541	5,435	9,589	15,024	54,517	60,650	
Total	1,911,396	1,042,037	-	2,953,433	279,078	569,279	848,357	2,105,076	1,632,318	
Previous Period	-	2,003,078	91,681	1,911,397	-	286,561	279,079	1,632,318	-	

(Amount in USD)

8. Intangible Assets

Description of Assets	As at April 01 2012	GROSS BLOCK			AMORTIZATION			NET BLOCK		
		Additions	Sales/Adjustments	As at March 31 2013	As at April 01 2012	Additions	Sales/Adjustments	As at March 31 2013	As at March 31 2013	As at March 31 2012
Computer Software	439,328	210,307	-	649,635	93,946	161,313	255,259	394,376	345,382	
Total	439,328	210,307	-	649,635	93,946	161,313	255,259	394,376	345,382	
Previous Period	-	439,328	-	439,328	-	93,946	93,946	345,382	-	

(Amount in USD)



9 Trade Receivables

	As At March 31, 2013 USD	As At March 31, 2012 USD
Secured Considered good Outstanding for a period exceeding 6 months from the date they are due for payment.	-	-
Others	942,305	861,266
Total	942,305	861,266

10 Cash and Bank Balances

	As At March 31, 2013 USD	As At March 31, 2012 USD
Cash and Cash Equivalents Balance with Bank In Current Account	2,066,723	467,130
Total	2,066,723	467,130

11 Short Term Loan and Advances

	As At March 31, 2013 USD	As At March 31, 2012 USD
(Unsecured, considered good unless otherwise stated)		
Others Loans and Advances	19,148	15,035
Prepaid Expenses	1,595,389	1,191,104
Total	1,614,537	1,206,139



NIIT Media Technologies LLC

12 Revenue From Operations

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Sale of Services	21,199,849	11,282,022
Total	21,199,849	11,282,022

13 Other Income

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Profit on sale of Tangible assets (Net)	-	7,420
Miscellaneous Income	1,023	515
Total	1,023	7,935

14 Employee Benefits Expense

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Salaries, Wages and Bonus	6,086,047	2,851,978
Contribution to retirement benefit plan [refer note (a) below]	3,482	-
Staff Welfare Expenses	139,411	119,489
Total	6,228,940	2,971,467

Note(a) Employee benefits:

Defined Contribution Plan

The Company makes contribution towards retirement pension plan for eligible employees. During the year, the Company has charged the following amount to statement of profit and loss:

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Contribution to retirement pension plan	3,482	-

15 Depreciation and Amortization Expense

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Depreciation on Tangible Assets	569,279	286,561
Amortization on Intangible Assets	161,313	93,946
Total	730,592	380,507



16 Development Charges

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Subcontracting Cost	3,909,960	1,678,642
Total	3,909,960	1,678,642

17 Other Expenses

	For Year ended March 31, 2013 USD	For Period ended March 31, 2012 USD
Rent [Refer Note (a) below]	682,671	391,772
Rates and Taxes	15,314	19,750
Electricity and Water	109,421	67,624
Communication	902,417	510,383
Legal and Consultancy	474,185	2,275,644
Audit Expenses		
- Audit Fee	20,000	14,000
- Reimbursement of expenses	4,000	5,000
Travelling and Conveyance	238,100	96,492
Insurance Premium	37,244	37,835
Repairs and Maintenance		
- Plant and Machinery	854,093	482,304
- Others	2,943,632	1,174,765
Professional Charges	1,786,782	2,910,341
Sundry Expenses	133,620	51,359
Total	8,201,479	8,037,269

Note a:

The Company has operating leases for office premises. These lease arrangement are for the period of 1 to 5 years which include both cancellable and non cancellable leases.

(i) With respect to all operating leases :

	As At March 31, 2013 USD	As At March 31, 2012 USD
Lease expenses recognised in the statement of profit and loss during the year	682,671	391,772

(ii) With respect to non-cancellable leases :

The future minimum lease payments are as follows :

	As At March 31, 2013 USD	As At March 31, 2012 USD
Not Later than one Year	647,947	-
Later than one year and not later than five years	2,321,810	-
Later than five Years	-	-



NIIT Media technologies LLC

18 Names of the Related party and nature of relationship.

(a) Where control exists

Holding Company: NIIT Technologies INC. USA
 Ultimate Holding Company: NIIT Technologies Limited, India

b) Details of transaction with related parties carried out on an arms length basis

							USD
Nature of Transactions	Year/Period Ended	Holding Company, NIIT Technologies Inc., USA	Ultimate Holding NIIT Technologies Ltd.	Fellow Subsidiaries	Key Managerial Personnel	Parties in which Key Managerial Personnel are interested	Total
Receiving of Services	March 31 2013	-	3,881,701	-	-	-	3,881,701
	March 31 2012	-	1,677,556	-	-	-	1,677,556
Reimbursement of Expenses	March 31 2013	534,894	87,616	-	-	23,122	645,632
	March 31 2012	158,892	20,193	-	-	50,738	229,823

c) Details of balances with related parties as at year end:-

				USD
	Year/Period ended	Holding Company	Ultimate Holding Company	
Payables	As on March 31, 2013	136,130	30,278	
	As on March 31, 2012	27,401	540,564	

19. Segment information:

Primary Segment Information- business segment

The Company operates in a single business segment- Software services and accordingly, no primary segment information is being given.

Secondary Segment information:

The Company operates in a single geographical segment- North America and accordingly, no primary segment information is being given.



20 . Earning Per Share :

Basic and Diluted	Year ended March 31, 2013	Year ended March 31, 2012
Profit /(Loss) after tax (A)	2,129,901	(1,777,929)
Weighted Average number of Units Outstanding during the year/period - (B)	100	100
Basic Earning/(Loss) per Unit US\$ (A/B)	21,299	(17,779)

21. The Company is not taxable in the State of Georgia, United states of America as per the applicable taxation laws. Accordingly, the tax expense for the current year is NIL (March 31, 2012 : NIL).


22. The Previous period figures have been reclassified to conform to current year's classification.

For Price Waterhouse

Firm Registration Number: 301112E

Chartered Accountants

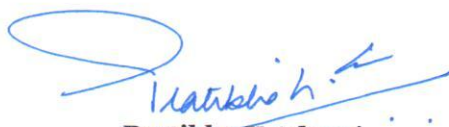
For and on behalf of the Board of Directors of NIIT Media Technologies LLC


Usha Rajeev
Partner

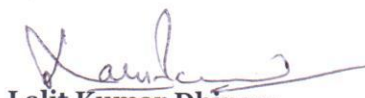
Membership Number: 87191

Place: New Delhi

Date : May 17, 2013


Pratibha K Advani
Director


Arvind Thakur
Director


Lalit Kumar Dhingra
Director