
CL Higher Education Services Private Limited

Statutory Audit for the year
ended March 31, 2015

Independent Auditors' Report

To the Members of CL Higher Educational Services Private Limited

Report on the Financial Statements

We have audited the accompanying financial statements of CL Higher Educational Services Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to 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 principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls and ensuring their operating effectiveness and the accuracy and completeness of the accounting records, 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

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the 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 auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.

An audit also includes evaluating the appropriateness of accounting policies used and the



reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, of the state of affairs of the Company as at 31st March, 2015, its profit and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to note 2(i) of the accompanying financial statements which states that the Board of Directors propose to wind up the operations of the Company for reasons more fully explained in the said note. Accordingly, the accounts have been prepared on the assumption that the Company is no longer a going concern and the financial statements have been prepared under the realisable value basis of accounting. Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

- (1) As required by the Companies (Auditors' Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (2) As required by Section 143(3) of the Act, we report that:
 - a. We have sought and 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 it appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



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- (i) The Company does not have any pending litigations which would impact its financial position;
- (ii) The Company did not have any long-term contracts including derivative contracts hence, the question of any material foreseeable losses does not arise;
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 103523W



Pranav Jain
Partner
Membership No. 098308

Date: May 13, 2015
Place: New Delhi

HARIBHAKTI & CO. LLP

Chartered Accountants

Annexure to Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of CL Higher Educational Services Private Limited on the financial statements for the year ended March 31, 2015]

- (i) The Company does not have any fixed assets. Accordingly, the provisions stated in paragraphs 3 (i) (a) and 3 (i) (b) of the Order are not applicable to the Company.
- (ii) The Company is a service company engaged in setting up and running schools, colleges and universities and does not hold inventory. Accordingly the provisions stated in paragraph 3 (ii) of the Order are not applicable to the Company.
- (iii) As informed, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions stated in paragraph 3 (iii) (a) and 3 (iii) (b) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there are no transactions in respect of purchase of inventory and fixed assets or of sale of goods and services. Accordingly, the provisions stated in paragraph 3 (iv) of the Order are not applicable to the Company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under.
- (vi) The Central Government of India has not prescribed the maintenance of cost records for any of the business activities of the Company under sub-section (1) of Section 148 of the Act and the rules framed there under.
- (vii) (a) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, however, there have been slight delay in few cases.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no dues with respect to income tax, sales tax, wealth tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, which have not been deposited on account of any dispute.

(c) According to the information and explanations given to us, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- (viii) As the Company is registered for a period less than five years, the provisions stated in paragraph 3 (viii) of the Order are not applicable to the Company.
- (ix) According to the information and explanations given to us, there are no dues to banks, financial institutions or debenture holders outstanding during the year.



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Accordingly, the provisions stated in paragraph 3 (ix) of the Order are not applicable to the Company.

- (x) 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. Accordingly, the provisions stated in paragraph 3 (x) of the Order are not applicable to the Company.
- (xi) The Company has not obtained any term loans.
- (xii) 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 any such instance by the management.

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 103523W

Pranav Jain



Pranav Jain
Partner
Membership No. 098308

Date: *May 13, 2015*
Place: New Delhi

CL Higher Educational Services Private Limited
Balance Sheet as at March 31, 2015

| | | (Amount in ₹) | |
|-------------------------------|------|----------------|----------------|
| | Note | March 31, 2015 | March 31, 2014 |
| EQUITY AND LIABILITIES | | | |
| Shareholders' funds | | | |
| Share capital | 3 | 100,000 | 100,000 |
| Reserves and surplus | 4 | (100,000) | (323,977) |
| | | - | (223,977) |
| Current liabilities | | | |
| Short-term borrowings | 5 | - | 145,000 |
| Other current liabilities | 6 | - | 97,845 |
| | | - | 242,845 |
| TOTAL | | - | 18,868 |
| ASSETS | | | |
| Non-current assets | | | |
| Long-term loans and advances | 7 | - | 8,784 |
| | | - | 8,784 |
| Current assets | | | |
| Cash and bank balances | 8 | - | 10,084 |
| Total | | - | 10,084 |
| | | - | 18,868 |

Summary of significant accounting policies 2
The accompanying notes are an integral part of the financial statements.

As per our report of even date
For Haribhakti & Co. LLP
Chartered Accountants

ICAI Firm Registration No. 105523W

Pranav Jain
Partner
Membership No.: 098308



Place: New Delhi

Date: May 13, 2015

For and on behalf of the Board of Directors of
CL Higher Educational Services Private Limited

Gautum Puri
Director
DIN No. 00033548

Place: New Delhi

Date: May 13, 2015

Sreenivasan R.
Director
DIN No. 00034190



CL Higher Educational Services Private Limited
Statement of Profit and Loss for the year ended March 31, 2015

| Particulars | Note | (Amount in ₹) | |
|----------------------------------|------|------------------------------|------------------------------|
| | | Year ended March 31, 2015 | Year ended March 31, 2014 |
| Income | | | |
| Other income | 9 | 351,272 | - |
| Total Revenue | | 351,272 | - |
| Expenses | | | |
| Finance cost | 10 | - | 2,951 |
| Other expenses | 11 | 127,295 | 118,625 |
| Total expenses | | 127,295 | 121,576 |
| Profit/ (Loss) before tax | | 223,977 | (121,576) |
| Less: Tax expense | | - | - |
| Profit (Loss) after tax | | 223,977 | (121,576) |

Earnings /(Loss) per equity share (in ₹): (Nominal value of ₹ per share)

-Basic and diluted 15 22.40 (12.16)

Summary of significant accounting policies 2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.:103523W

Pranav Jain

Pranav Jain

Partner

Membership No.:098308



Place: New Delhi

Date: May 13, 2015

For and on behalf of the Board of Directors of
CL Higher Educational Services Private Limited

Gautum Puri

Gautum Puri

Director

DIN No. 00033548

Place: New Delhi

Date: May 13, 2015

Sreenivasan R.

Sreenivasan R.

Director

DIN No. 00034190



CL Higher Educational Services Private Limited
Cash Flow Statement for the year ended March 31, 2015

| | (Amount in ₹) | |
|---------------------------------------------------------|------------------------------|------------------------------|
| Note | Year ended March 31, 2015 | Year ended March 31, 2014 |
| Cash flow from operating activities | | |
| Net loss before tax | 223,977 | (121,576) |
| <i>Adjustments for non-cash items:</i> | | |
| Finance costs | - | 2,951 |
| Liabilities written back | (351,272) | - |
| Sundry balances written off | 8,784 | - |
| | <u>(342,488)</u> | <u>2,951</u> |
| Operating loss before working capital changes | (118,511) | (118,625) |
| <u>Changes in working capital:</u> | | |
| Increase (decrease) in other current liabilities | 108,427 | (18,749) |
| | <u>108,427</u> | <u>(18,749)</u> |
| Cash generated from (used in) operations | (10,084) | (137,374) |
| Net income tax (paid)/refunds | - | - |
| Net cash used in operating activities (A) | <u>(10,084)</u> | <u>(137,374)</u> |
| Cash flow from financing activities | | |
| Repayment from short-term borrowings (net) | - | 145,000 |
| | <u>-</u> | <u>145,000</u> |
| Net cash generated from financing activities (C) | <u>-</u> | <u>145,000</u> |
| Net (decrease) in cash and cash equivalents (A+B+C) | <u>(10,084)</u> | <u>7,626</u> |
| Cash and cash equivalents (Refer to note 8) | | |
| -Beginning of the year | 10,084 | 2,458 |
| -End of the year | <u>-</u> | <u>10,084</u> |
| Summary of significant accounting policies | 2 | |

- i. Notes to the Financials Statements are integral part of the Cash Flow Statement.
ii. The above Cash Flow Statement has been prepared under the indirect method set out in AS-3 "Cash Flow Statements" as specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.

As per our report of even date

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 70373W

Pranav Jain
Pranav Jain

Partner

Membership No.: 098303

Place: New Delhi

Date: May 13, 2015



For and on behalf of the Board of Directors of
CL Higher Educational Services Private Limited

Gautum Puri
Gautum Puri
Director

Sreenivasan R.
Sreenivasan R.
Director



Place: New Delhi

Date: May 13, 2015

CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

1. Background

CL Higher Educational Services Private Limited ('the Company') was incorporated in India on August 28, 2011 to establish, setup, and run in any part of India Schools, Colleges, Universities, wherein professional, Technical, vocational or higher education will be imparted. The Company is a subsidiary of CL Educate Limited which holds 65.76% of its equity share capital.

2. Summary Of Significant Accounting Policies

(i) Basis for preparation of Financial Statements:

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the Act"), read with Rule 7 of the Companies (Accounts) Rules, 2014. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

Due to adverse market conditions, the Company suffered a set-back and the operations have been curtailed for a long time and the management does not foresee any significant improvement in future. In view of the same, the management has proposed to wind up the operations of the Company. The accounts have been prepared for the purpose of the accompanying the same to the Declaration of Solvency proposed to be made to wind up Company voluntarily under section 488 of the Companies Act, 1956.

These accounts have been prepared on the assumption that the Company is no longer a going concern and accordingly these financial statements have been prepared under the realisable value basis of accounting.

(ii) Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the reported date and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the managements' best knowledge of current events and actions, actual results could differ from these estimates. Any revision in accounting estimate is recognised prospectively in current and future periods.

(iii) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the Company and revenue can be reliably measured.

Interest on loans granted is recognised using the time proportion method based on interest rates implicit in the transaction.

(iv) Cash and cash equivalents

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.

(v) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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 year are adjusted for the effects of all dilutive potential equity shares except where the results would



CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

be anti-dilutive. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date.

(vi) **Borrowing Cost**

Borrowing costs relating to acquisition or construction or production of assets which take substantial period of time to get ready for its intended use are included as cost of such assets to the extent they relate to the period till such assets are ready to be put to use. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(vii) **Provisions, contingent liabilities and contingent assets**

Provision

Provisions are recognized when the Company has a present obligation as a result of past events and it is more likely that an outflow of resources will be required to settle the obligations and the amount has been reliably estimated. Such provisions are not discounted to their present value and are determined based on the management's estimation of the obligation required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect management's current estimates.

Contingent liabilities

A disclosure for a contingent liability is made where it is more likely than not that a present obligation or possible obligation may result in or involve an outflow of resources. When no present or possible obligation exists and the possibility of an outflow of resources is remote, no disclosure is made.

Contingent assets

Contingent assets are neither recorded nor disclosed in the financial statements.

(viii) **Tax Expense**

Tax expense for the year comprising current tax, deferred tax charge or benefit and MAT credit entitlement is included in determining the net profit for the year.

Current Tax

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

Deferred Tax

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty backed by convincing evidence of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and are written-down or written-up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realized.



CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

(ix) **Material events**

Material Events occurring after the Balance Sheet date are taken into cognizance.

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CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

3. Share capital

The Company has only one class of share capital having a par value of ₹ 10 per share, referred to herein as equity share.

| | March 31, 2015 | | March 31, 2014 | |
|----------------------------------------------------|----------------|----------------|----------------|----------------|
| | Number | Amount in ₹ | Number | Amount in ₹ |
| Authorised Shares | | | | |
| Equity shares of ₹ 10 each (previous year ₹ 10) | 10,000 | 100,000 | 10,000 | 100,000 |
| Issued, subscribed and fully paid-up shares | | | | |
| Equity shares of ₹ 10 each (previous year ₹ 10) | 10,000 | 100,000 | 10,000 | 100,000 |
| | 10,000 | 100,000 | 10,000 | 100,000 |

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.

| Particulars | March 31, 2015 | | March 31, 2014 | |
|------------------------------------|----------------|----------------|----------------|----------------|
| | Number | Amount in ₹ | Number | Amount in ₹ |
| At the beginning of the year | 10,000 | 100,000 | 10,000 | 100,000 |
| Outstanding at the end of the year | 10,000 | 100,000 | 10,000 | 100,000 |

b. Terms/rights attached to equity share

Voting

Each holder of equity shares is entitled to one vote per share held.

Dividends

The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current and previous year.

Liquidation

In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive all of the remaining assets of the Company after distribution of all preferential amounts, if any. Such distribution amounts will be in proportion to the number of equity shares held by the shareholders.

c. Shares held by the holding company / ultimate holding company and/or their associates/ subsidiaries

| Name of shareholder | March 31, 2015 | | March 31, 2014 | |
|--------------------------------------|----------------|--------|----------------|--------|
| | Numbers | % held | Numbers | % held |
| CL Educate Limited (Holding Company) | 6,576 | 65.76% | 6,576 | 65.76% |

d. Detail of shareholders holding more than 5% of equity share of the Company

| Name of shareholder | March 31, 2015 | | March 31, 2014 | |
|------------------------------------|----------------|--------|----------------|--------|
| | Numbers | % held | Numbers | % held |
| CL Educate Limited | 6,576 | 65.76% | 6,576 | 65.76% |
| Bilakes Consulting Private Limited | 1,537 | 15.37% | 1,537 | 15.37% |
| GPE (India) Limited | 829 | 8.29% | 829 | 8.29% |
| Mr. Shantanu Prakash | 571 | 5.71% | 571 | 5.71% |

e. No class of shares have been allotted as fully paid up pursuant to contract/(s) without payment being received in cash, allotted as fully paid up by way of bonus shares or bought back.



CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

4. Reserves and surplus

| | (Amount in ₹) | |
|-------------------------------------------------------------------------------|------------------|------------------|
| | March 31, 2015 | March 31, 2014 |
| (Deficit) in the Statement of Profit and Loss | | |
| Opening balance | (323,977) | (202,401) |
| Add: Profit/(Loss) after tax for the year as per Statement of Profit and Loss | 223,977 | (121,576) |
| Closing balance | (100,000) | (323,977) |

5. Short-term borrowings

| | (Amount in ₹) | |
|-----------------------------------------------------|----------------|----------------|
| | March 31, 2015 | March 31, 2014 |
| Unsecured | | |
| From related parties (Refer footnote a and note 18) | - | 145,000 |
| | - | 145,000 |

Footnote a: The Company had taken interest free unsecured loans from two related parties. Such loans are repayable on demand.

6. Other current liabilities

| | (Amount in ₹) | |
|-----------------------------------------------------------------------------|----------------|----------------|
| | March 31, 2015 | March 31, 2014 |
| Others | | |
| - Payables for expenses (refer note 14) | - | 76,305 |
| - Other liabilities (represent statutory liabilities payable to Government) | - | 21,540 |
| | - | 97,845 |

7. Long term loans and advances

| | (Amount in ₹) | |
|------------------------------------------------------------------------------|----------------|----------------|
| | March 31, 2015 | March 31, 2014 |
| Unsecured, considered good | | |
| Advance income-tax (net of provision for tax of ₹ Nil (previous year ₹ Nil)) | - | 8,784 |
| Total | - | 8,784 |

8. Cash and bank balances

| | (Amount in ₹) | |
|----------------------------------|----------------|----------------|
| | March 31, 2015 | March 31, 2014 |
| Cash and cash equivalents | | |
| Balances with banks | | |
| - in current accounts | - | 10,084 |
| | - | 10,084 |

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CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

9. Other income

Other non-operating income:

-Liabilities no longer required written back

| | (Amount in ₹) |
|------------------------------|------------------------------|
| Year ended March 31, 2015 | Year ended March 31, 2014 |
| 351,272 | |
| 351,272 | - |

10. Finance cost

Interest expense on

- Delay in payment of statutory dues

| | (Amount in ₹) |
|------------------------------|------------------------------|
| Year ended March 31, 2015 | Year ended March 31, 2014 |
| - | 2,951 |
| - | 2,951 |

11. Other expenses

Legal and professional charges (refer note 13)

Bank charges

Rates and taxes

Sundry balances written off

| | (Amount in ₹) |
|------------------------------|------------------------------|
| Year ended March 31, 2015 | Year ended March 31, 2014 |
| 85,956 | 91,170 |
| 32,555 | 27,051 |
| - | 404 |
| 8,784 | - |
| 127,295 | 118,625 |

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CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

12. Contingent liabilities and commitments

There are no contingent liabilities as at March 31, 2015 and March 31, 2014.

There are no capital or other material commitments as at March 31, 2015 and March 31, 2014.

13. Payment to auditors (excluding service tax)(included in legal and professional expense)

| | (Amount in ₹) | |
|-----------------|------------------------------|------------------------------|
| | Year ended March 31, 2015 | Year ended March 31, 2014 |
| Statutory audit | 75,000 | 75,000 |
| | <u>75,000</u> | <u>75,000</u> |

14. Based on the information available with the management, there are no amounts due to Micro, Small and Medium Enterprises at the year end. There are no other amounts that require disclosure pursuant to Clause 27 of Chapter V of Micro, Small and Medium Enterprises Development Act, 2006.

15. Earnings/(Loss) per share

The calculation of loss per Share has been made in accordance with Accounting Standard (AS) -20, Earnings Per Share. A statement of Basic and Diluted Loss per share is as under:

| | Reference | Units | Year ended March 31, 2015 | Year Ended March 31, 2014 |
|---------------------------------------------------------------------------|-----------|-------|------------------------------|------------------------------|
| Profit/(Loss) attributable to equity shareholders | A | ₹ | 223,977 | (121,576) |
| Weighted average number of equity shares | B | Nos. | 10,000 | 10,000 |
| Add: Dilutive potential equity shares | C | Nos. | - | - |
| Number of equity shares for dilutive Earnings/ Profit/(Loss) per share | D=B+C | Nos. | 10,000 | 10,000 |
| Basic Earnings/(loss) per share | (A/B) | ₹ | 22.40 | (12.16) |
| Diluted Earnings/(loss) per share | (A/D) | ₹ | 22.40 | (12.16) |

16. Segment reporting

The disclosures as required under accounting standard 17 on segment reporting have not been provided as the Company deals in one business segment namely "Education Services". As the Company operates under a single geographic location i.e. India, there are no separate reportable geographic segments.

17. Deferred tax assets

The Company estimates the deferred tax benefit/(charge) using applicable rate of taxation based on the impact of timing differences between financial statements and estimated taxable income for the current year. The component of deferred tax as at March 31, 2015 is as under:

| | (Amount in ₹) | | |
|---------------------------------------------|----------------|----------------------|----------------|
| | March 31, 2015 | Benefit for the year | March 31, 2014 |
| Deferred tax assets | | | |
| Accumulated carried forward business losses | 30,090 | (69,107) | 99,197 |
| | <u>30,090</u> | <u>(69,107)</u> | <u>99,197</u> |

However, as per AS- 22, Accounting for taxes, in the absence of virtual certainty of realisation of accumulated carried forward business losses, deferred tax asset has not been recognised as at March 31, 2015 and March 31, 2014.



CL Higher Educational Services Private Limited
Notes to the financial statements for the year ended March 31, 2015

18. Related party disclosure

The disclosures as required by the Accounting Standard -18 (Related Party Disclosure) are given below:

(a) List of related parties with whom transactions have taken place and relationships:

| <u>Relationship</u> | <u>Name of related party</u> |
|--------------------------------------------------------------------------------------------------------------|---------------------------------------------|
| Holding Company | CL Educate Limited |
| Enterprises in which key management personnel and their relatives are able to exercise significant influence | Career Launcher Education Foundation, India |

(b) Details of related party transactions are as below:

| <u>Particulars</u> | (Amount in ₹) | |
|-----------------------------------------------------------------|-----------------------|-----------------------|
| | <u>March 31, 2015</u> | <u>March 31, 2014</u> |
| 1.Reimbursement of expense incurred on behalf of Company | | |
| - Career Launcher Education Foundation | - | 62 |
| 2. Loan taken from related party | | |
| - CL Educate Limited | 100,000 | 120,000 |
| - Career Launcher Education Foundation | - | 25,000 |
| 3. Repayment of loan taken | | |
| - CL Educate Limited | - | 2,579,058 |
| 4. Liability taken over and converted into loan by | | |
| - CL Educate Limited | 105,810 | - |
| 5. Loan waived by lender | | |
| - CL Educate Limited | 325,810 | 68,504 |
| - Career Launcher Education Foundation | 25,000 | - |
| 6. Other dues waived by | | |
| - Career Launcher Education Foundation | 62 | - |
| (c) Balance outstanding as at year end: | | |
| Amounts Payable | | |
| <u>Short term borrowings</u> | | |
| - CL Educate Limited | - | 120,000 |
| - Career Launcher Education Foundation | - | 25,000 |
| <u>Other current liabilities (Payable for expenses)</u> | | |
| - Career Launcher Education Foundation | - | 62 |

19. Despite the accounts being prepared on a non-going concern basis, the holding Company CL Educate Limited will continue to support the company to meet its financial liabilities till its winding up.

20. Previous year's figures have been regrouped and/or re-arranged wherever necessary to conform to current year's groupings and classifications.

As per our report of even date

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 103523W

Pranav Jain

Pranav Jain

Partner

Membership No.: 098308

Place: New Delhi

Date: *May 13, 2015*



For and on behalf of the Board of Directors of
CL Higher Educational Services Private Limited

Gautum Puri

Gautum Puri

Director

DIN No. 00033548

Place: New Delhi

Date: *May 13, 2015*

Sreenivasan R.

Sreenivasan R.

Director

DIN No. 00034190

