



Career Launcher Infrastructure Pvt. Ltd.

Corporate Office: A-41, Espire Building, Mohan Co-operative Industrial Area, New Delhi-110044.

Phone: 011-41280800/1100 **Fax:** 011 - 41280801 **CIN :** U45200DL2008PTC174240

Regd. Office: R-90, First Floor, Greater Kailash Part-1, New Delhi-110048.

CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED ANNUAL REPORT 2017

THE BOARD OF DIRECTORS (As on August 24, 2017)

Mr. Gautam Puri
Mr. Sujit Bhattacharyya
Mr. Gopal Jain

: Director
: Director
: Director

AUDITORS (2016-17)

: Haribhakti & Co. LLP,
Chartered Accountants

REGISTERED OFFICE

: R-90, First Floor, Greater Kailash, Part-1,
New Delhi – 110048

CORPORATE OFFICE

: A-41, Espire Building, Lower Ground Floor, Mohan
Co-operative Industrial Area, Main Mathura Road,
New Delhi -11 00 44

CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED

CIN: U45200DL2008PTC174240

Registered Office: **R-90, First Floor, Greater Kailash, Part-I, New Delhi – 11 00 48**

Tel.: 011-4128 1100, Fax: 011-4128 1110, E-mail: rachna@careerlauncher.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 10TH ANNUAL GENERAL MEETING OF THE MEMBERS OF CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED WILL BE HELD ON SATURDAY, SEPTEMBER 30, 2017 AT 09:00 A.M. AT A-41, ESPIRE BUILDING, LOWER GROUND FLOOR, MOHAN CO-OPERATIVE IND. AREA, MAIN MATHURA ROAD NEW DELHI 110044, TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

Item No. 1 – Adoption of Annual Accounts - To receive, consider and adopt, the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, and the reports of the Board of Directors and Auditors thereon;

Item No. 2 – Reappointment of Mr. Gopal Jain - To appoint a Director in place of Mr. Gopal Jain (DIN: 00032308), Director, who retires by rotation at the forthcoming Annual General Meeting, and being eligible, has offered himself for re-appointment.

Item No. 3 – Ratification of the Appointment of Statutory Auditor

To ratify the appointment of statutory auditors of the Company, and to fix their remuneration and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, and pursuant to the recommendation of the Board of Directors, and pursuant to the confirmation of the appointment of the Auditors for a period of 5(Five) years by the members of the Company at the Annual General Meeting held on September 30, 2014, the members hereby ratify the appointment of M/s Haribhakti & Co, LLP, Chartered Accountants (Firm Registration No. – 103523W), as the Statutory Auditors of the Company for the Financial Year 2017-18 at such remuneration and reimbursement of out of pocket expenses as may be agreed upon between the Auditors and the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

SPECIAL BUSINESS:

Item No. 4 – Ratification of the Related Party Transactions under Section 188 of the Companies Act, 2013

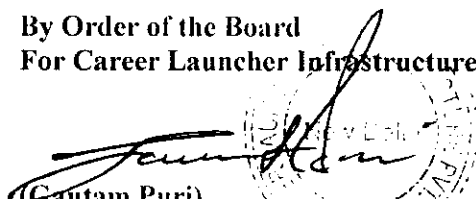
To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modifications (s) or re-enactment thereof, for the time being in force), the approval/ratification of the shareholders be and is hereby accorded to the Board of Directors for continuing the existing related party transactions for a period of 5 (Five) years w.e.f. April 01, 2014, up to the maximum amount annually as given below:

Parties	Arrangement	Whether on an Arm's length Basis	Justification of the transaction being on an arm's length basis	Quantum of Transaction (Annual)
Career Launcher Infrastructure Private Limited (CLIP) and Nalanda Foundation (NF), a Group Entity	1. Leasing out of infrastructure facilities for Indus World Schools. 2. Interest Payable on outstanding loan	Yes	CLIP has given infrastructure to Nalanda Foundation for running the schools. In return NF pays a certain % of revenue to CLIP and this % is almost similar or in range to what NF pays to outside infrastructure providers. Additionally NF pays CLIP interest at 5 BP higher than the rate CLIP has borrowed money from lenders for amounts outstanding.	Rs. 25 Lakhs

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt that may arise and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient, to finalize any documents and writings related thereto, to give effect to the above mentioned related party transactions.”

By Order of the Board
For Career Launcher Infrastructure Private Limited


(Gautam Puri)
Director
DIN No. : 00033548

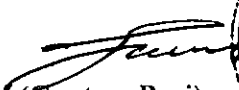
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Part-I, New Delhi -110 048

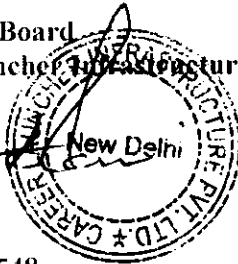
Date: August 24, 2017
Place: New Delhi

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company. Proxy in order to be effective must be deposited at the company's Registered Office not less than 48 (Forty Eight) hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
2. In the case of Corporate Member, it is requested to send a certified copy of the Board Resolution authorizing the representative to attend and vote on its behalf at the meeting
3. Members desirous of any further information regarding the special business matters to be transacted may write to the company at its registered office at least seven days before the date of the meeting so as to enable the management to keep the information ready.
4. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

By Order of the Board
For Career Launcher Infrastructure Private Limited


(Gautam Puri)
Director
DIN No. : 00033548



Address: R-90, Greater Kailash,
Part-I, New Delhi -110 048

Date: August 24, 2017
Place: New Delhi

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING, PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Companies Act, 2013 aims to ensure transparency in the transactions while dealings with the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement with the related party, the Company shall obtain prior approval of the Board of Directors and prior approval of the shareholders, if the said transactions are not in the ordinary course of business and at arm's length price or exceeding the prescribed limits. As a matter of abundant precaution and good corporate governance, the Board of Directors have proposed to obtain approval of shareholders in this regard although the transactions entered by the Company with the Related Parties are in the ordinary course of business and do not require the members' approval.

All the prescribed disclosures / particulars of contracts / arrangements / transactions as required to be given under the provisions of the Companies Act, 2013 are given below for kind perusal of the members:


Name of the Related Parties	Name of the Director or KMP who is related, if any	Nature of relationship	Payment Schedule	Nature, material terms and particulars of the Arrangement	Duration of the contract
Career Launcher Infrastructure Private Limited (CLIP) and Nalanda Foundation (NF), Group Entity	None	Not Applicable	As per Contract	1. Leasing out of infrastructure facilities for Indus World Schools. 2. Interest Payable on outstanding loan	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active through out 2016-17.

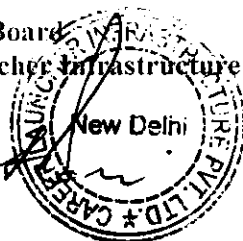
The Board of Directors of your Company recommends the resolution set out at item no. 4 to be passed as a Special Resolution by the members.

None of the Directors or their relatives are concerned or interested, financially or otherwise, in this resolution

Copies of all the documents mentioned herein above are open for inspection at the Registered Office of the Company during normal business hours (09:00 a.m. to 05:00 p.m.) on all working days except Saturdays and Sundays, up to the date of the Annual General Meeting of the Company.

By Order of the Board
For Career Launcher Infrastructure Private Limited


(Gautam Puri)
Director
DIN No. : 00033548



Address: R-90, Greater Kailash,
Part-I, New Delhi -110 048

Date: August 24, 2017
Place: New Delhi

CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED

DIRECTORS' REPORT 2017

Your Directors are pleased to present their report on the business and operations of your Company for the financial year ended March 31, 2017.

FINANCIAL HIGHLIGHTS

(Figures in Rs. Lakhs)		
Particulars	March 31, 2017	March 31, 2016
Total Revenue	35.25	105.28
Total expenditure	10.32	3.90
Profit / Loss from Continuing Operations before tax	24.93	101.39
Tax Expense	0.01	-
Profit / Loss from Continuing Operations after tax	24.92	101.39
Profit / Loss From discontinued Operations before Tax	(221.92)	(237.41)
Tax expenses of Discontinued operations		
Profit / loss for the Year from discontinuing operations	(221.92)	(237.41)
Profit / Loss for the year from Continuing & Discontinuing Operations	(197.00)	(136.02)
Profits brought forward from previous year	(1268.83)	(1132.80)
Carried to Balance sheet	(1465.83)	(1268.83)

During the year under review, Revenue from operations have decreased by 66.52% from 105.28 Lakhs in financial year 2015-16 to Rs.35.25 Lakhs in financial year 2016-17.

The expenditures from operations have increased by 164.62% from Rs. 3.90 Lakhs during financial year 2015-16 to Rs. 10.32 Lakhs during financial year 2016-17.

The profit from operations has decreased by 75.42% from 101.39 Lakhs in financial year 2015-16 to Rs.24.92 Lakhs in financial year 2016-17. The loss from discontinued operations has decreased by 6.52% from 237.41 Lakhs in financial year 2015-16 to 221.92 Lakhs in financial year 2016-17.

The Company incurred a net loss of Rs. 197.00 Lakhs in financial year 2016-17 against a net loss of Rs. 136.02 Lakhs during financial year 2015-16.

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK

Your Company is currently engaged in the business of providing infrastructure facilities for K-12 schools operating under the brand Indus World School.

During the year under review, your Company executed a Business transfer agreement dated March 16, 2017 ("CLIP Business Transfer Agreement") with CLEIS (100% Holding Company) and I-Takecare Private Limited ("I-Takecare"):

Pursuant to the CLIP Business Transfer Agreement, CLIP has agreed to transfer its business of providing leasing and infrastructural services required for operating K-12 schools which are run by Nalanda Foundation and all assets, liabilities, rights, obligations, etc. thereof, including land and buildings situated at Raipur and Indore and movable assets, receivables and contracts in connection with operation of the K-12 schools situated at the aforementioned locations ("School Infrastructure"), on a slump sale basis, to I-Takecare. The proposed sale of School Infrastructure is being undertaken for a lump sum consideration of ₹ 4500.00 lakhs to be paid by I-Takecare to CLIP, out of which ₹ 4000.00lakhs is payable prior to the closing of such transaction

and balance in tranches. Further, under the terms of the CLIP Business Transfer Agreement, CLIP is required to pay a monthly interest amount calculated at 11% p.a. on advance sale consideration of 100.00 lakhs received from I-Takecare from the date of the CLIP Business Transfer Agreement until the date of closing of the transaction. The closing of the proposed sale of School Infrastructure is subject to fulfilment of certain conditions provided in the CLIP Business Transfer Agreement, which include, execution of sale deeds for sale of land, execution of assignment deed by CLIP in relation to the infrastructure contracts entered into between CLIP and Nalanda Foundation and receipt of all requisite consents and approvals by CLIP. The transaction of disinvestment of the business is likely to close in Q2 2017.

The amendments related to the above transaction are mentioned in Point no.(a) of Material Changes and Commitments.

Your Directors are optimistic about the Company's future prospects, and they expect the Company to do much better in the years to come.

SUBSIDIARIES & ASSOCIATES

Our Company does not have any subsidiary or any associate Company.

DIVIDEND

Your Directors do not recommend any Dividend for the Financial Year 2016-17.

CAPITAL STRUCTURE

During the Financial Year, there was no change in the capital structure of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 forms part to the notes to the audited financial statement.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All transactions entered by the Company with Related Parties were in the Ordinary Course of Business and at Arm's Length pricing basis. Suitable disclosures as required under AS-18 have been made in the Notes to the financial statement.

The particulars of contracts or arrangements with related parties in prescribed form AOC-II is annexed as **Annexure - I**.

AMOUNT PROPOSED TO BE CARRIED TO ANY RESERVES

Pursuant to section 134(3)(j), there is no amount which Company proposes to carry to any reserve in the Balance Sheet.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN MARCH 31, 2017 AND AUGUST 24, 2017 (DATE OF THE REPORT)

The following Material Changes have occurred between the end of the Financial Year (March 31, 2017) and the date of the Report (August 24, 2017).

- a) CLIP executed a Business transfer agreement dated March 16, 2017 ("CLIP Business Transfer Agreement") with CLEIS and I-Takecare Private Limited ("I-Takecare"). Pursuant to the CLIP Business Transfer Agreement, CLIP has agreed to transfer its business of providing leasing and infrastructural services required for operating K-12 schools which are run by Nalanda Foundation and all assets, liabilities, rights, obligations, etc. thereof, including land and buildings situated at Raipur and Indore and movable assets, receivables and contracts in connection with operation of the K-12 schools situated at the aforementioned locations ("School Infrastructure"), on a slump sale basis, to I-Takecare. The proposed sale of School Infrastructure is being undertaken for a lump sum consideration of ₹ 4500.00 lakhs to be paid by I-Takecare to CLIP, out of which ₹ 4000.00 lakhs is payable prior to the closing of such transaction and balance in tranches. Further, under the terms of the CLIP Business Transfer Agreement, CLIP is required to pay a monthly interest amount calculated at 11% p.a. on advance sale consideration of ₹ 100.00 lakhs received from I-Takecare from the date of the CLIP Business Transfer Agreement until the date of closing of the transaction. The closing of the proposed sale of School Infrastructure is subject to fulfilment of certain conditions provided in the CLIP Business Transfer Agreement, which include, execution of sale deeds for sale of land, execution of assignment deed by CLIP in relation to the infrastructure contracts entered into between CLIP and Nalanda Foundation and receipt of all requisite consents and approvals by CLIP. The transaction of disinvestment of the business is likely to close in Q2 2017.

EXTRACT OF THE ANNUAL RETURN

Pursuant to Section 92 of the Companies Act, 2013 read with the Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in prescribed form MGT-9 is attached as **Annexure -II.**

DISCLOSURE OF PARTICULARS

Information as per the Rule 8 of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, Internal financial control systems etc.

Information to be included in Board's Report are provided hereunder:

- a) **Conservation of Energy** –The planning and installation of equipment of the Company are done in a manner such that maximum energy is conserved. To the extent possible, energy efficient equipment and instruments are used.
- b) **Technology absorption** – Since your Company does not carry out any manufacturing activity, the particulars regarding technology absorption and other particulars as required by the Companies Act, 2013 and rules made thereunder are not applicable.
- c) **The foreign exchange earnings and outflows** – Nil
- d) **Internal Financial Control Systems** - The Company has a set of robust Internal Financial Control Systems in place, some of which are as under:
1. All accounting entries are passed through a fully integrated and robust ERP system, through which real time reports can be generated anytime;
 2. There is an appropriate maker-checker system in place, whereby there is complete manpower segregation while making the accounting entries, and while posting the same into the ERP system.
 3. All the bank accounts are maintained and operated under joint signatories.
 4. Internal Audit is performed regularly.

PARTICULARS OF EMPLOYEES

People are our most valuable asset and your Company places the engagement, development and retention of talent as its highest priority, to enable achievement of organizational vision.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016, the names of the top ten employees in terms of remuneration drawn, as on March 31, 2017, along with the relevant information: NIL.

Further, during the year 2016-17, there was no employee who:

(i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;

(ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakhs and fifty thousand rupees per month;

(iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

DIRECTORS/ MANAGERS/ SECRETARY

There was no change in the Board of Directors of the Company during the year under review.

Retirement by Rotation at the ensuing AGM:

Mr. Gopal Jain, Director, been longest in office retires by rotation at the forthcoming AGM, and being eligible offers himself for re-appointment.

As per the disclosures filed by the Directors of the Company, none of the Directors have attracted any of the Disqualifications as mentioned in Section 164 of Companies Act 2013.

AUDITORS

At the meeting held on July 29, 2014, the Board of Directors of the Company had approved of the appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants, for an initial term of 5 years. At the Annual General Meeting of the Company held on September 30, 2014, the members of the Company confirmed the Board's recommendation by appointing M/s. Haribhakti & Co., LLP, Chartered Accountants., for an initial term of 5 years.

In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors has to be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants, as the statutory auditors of the Company, is placed for ratification by the shareholders.

The Company has received confirmation from the firm regarding its consent for such appointment, and eligibility under Sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 for appointment as the Auditor of the Company.

The Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. The members are requested to ratify the appointment of the Auditors as well as to authorize the Board to fix the Auditor's remuneration.

In this connection, the attention of the members is invited to item no.3 of the Notice convening the Annual General Meeting 2017.

AUDITOR'S REPORT 2017

There are no reservations/ views/qualifications etc. of the auditors expressed in the Clauses of the Auditors/CARO Report 2017 and no instance of fraud has been reported by auditors under sub section (12) of section 143 of the Companies Act, 2013.

CORPORATE GOVERNANCE

Your company strives to ensure that best Corporate Governance practices are identified, adopted and consistently followed. Your Company believes that good governance is the basis for sustainable growth of the business and for enhancement of stakeholder value.

(A) Number of Board Meetings held during the Financial Year 2016-17, with dates:

S. No.	Date	Board Strength	No. of Directors Present*
1	29 Apr 2016	3	2
2	25 Jun 2016	3	3
3	28 Jul 2016	3	3
4	01 Sep 2016	3	3
5	27 Oct 2016	3	3
6	07 Nov 2016	3	2
7	09 Feb 2017	3	2
8	15 Mar 2017	3	2
9	24 Mar 2017	3	2

*The Attendance at the Board Meetings as given hereinabove does not consider/include the Directors participating in the meeting through tele-conferencing facility.

(B) Attendance at Board Meetings held during the Financial Year 2016-17

Board and Board Committees	Board
Meetings held	9
Directors' Attendance	
Mr. Gautam Puri	9
Mr. Sujit Bhattacharyya	9
Mr. Gopal Jain	4

The Company was not required to constitute any committee of the Board pursuant to the provisions of Companies Act 2013.

CORPORATE SOCIAL RESPONSIBILITY

The said provisions are yet not applicable on the Company.

RISK MANAGEMENT

The Company has in-built mechanism in all its operations to mitigate risks inherent to the industry in which the Company is operating

WHISTLE BLOWER/VIGILANCE POLICY

Section 177 of the Companies Act, 2013 is not applicable to your Company and hence Vigil mechanism is not required to be established.

DISCLOSURES

- a) No Bonus Shares were declared for the current financial year.
- b) There was no amount which was required to be transferred to the Investor Education and Protection Fund (IEPF).
- c) Your Company has not issued any Equity shares with Differential rights during the Year under review.
- d) Your Company has not issued any Employees Stock options/ Sweat Equity Shares.
- e) Your Company has not redeemed any preference shares or Debentures during the Year under review.
- f) Your Company has not accepted any Public Deposits.
- g) The Company has not bought back any of its securities during the year under review.
- h) No significant and material orders have been passed by any regulators or courts or tribunals against the Company impacting the going concern status and Company's operations in future.
- i) Your company did not come across any complaint by any employee during the year under review relating to the sexual harassment.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and no material departures have been made from the same;
- b) appropriate Accounting Policies have been selected and applied consistently and they have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company on 31st March, 2017 and of the Profit and Loss of the Company for the year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Annual Accounts have been prepared on a going concern basis.


e) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Company's customers, shareholders, vendors and bankers for their support and look forward to their continued support in the future.

Your Directors also place on record their appreciation for the excellent contribution made by all employees who are committed to strong work ethics, excellence in performance and commendable teamwork and have thrived in a challenging environment.

For and on behalf of the Board of Directors
Career Launcher Infrastructure Private Limited


Gautam Puri
Director
DIN No. : 00033548



Address: R-90, Greater Kailash,
Part-I, New Delhi -110048

Date: August 24, 2017
Place: New Delhi



Sujit Bhattacharyya
Director
DIN No. : 00033613

Address: F-501, Prateek
Stylome, Sector-45, Noida-
201303

Annexure-I

Form - AOC-2

Particulars of Contracts / arrangements made with related parties

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. **Details of contract or arrangements of transactions not at arm's length basis:** There were no contracts or arrangements or transactions entered into by the Company with any of its Related Parties during the year ended March 31, 2017, which were not at arm's length basis.

2. **Details of Material contracts or arrangement or transactions at arm's length basis:** The details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2017 are as follows:-

S. No.	Name(s) of the related party and nature of relationship	Nature of Contracts/ arrangement/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval	Amount paid as advance (if any)	Cumulative Amount of Transaction During the Financial Year ended 31.03.2017
1	Career Launcher Infrastructure Private Limited & Nalanda Foundation (NF), Group Entity	1. Leasing out of infrastructure facilities for Indus World Schools. 2. Interest Payable on outstanding loan	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active throughout 2016-17.	CLIP has given infrastructure to Nalanda Foundation for running the schools. In return NF pays a certain % of revenue to CLIP and this % is almost similar or in range to what NF pays to outside infrastructure providers. Additionally NF pays CLIP interest at 5 BP higher than the rate CLIP has borrowed money from lenders for amounts outstanding.	29.04.2016	Nil	Rs.215.32 Lakhs

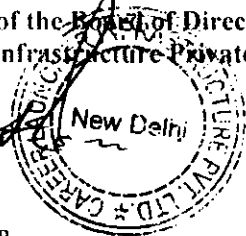
For and on behalf of the Board of Directors
Career Launcher Infrastructure Private Limited



Gautam Puri
Director
DIN No. : 00033548

Address: R-90, Greater Kailash,
Part-I, New Delhi -110048

Date: August 24, 2017

Place: New Delhi




Sujit Bhattacharyya
Director
DIN No. : 00033613

Address: F-501, Prateek
Stylome, Sector-45, Noida-201303

Annexure II**FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN****As on the financial year ended on March 31, 2017****Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014****I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U45200DL2008PTC174240
2.	Registration Date	20.02.2008
3.	Name of the Company	Career Launcher Infrastructure Private Limited (CLIP)
4.	Category/Sub-category of the Company	Unlisted Private Limited Company / Limited by Shares/ Wholly owned subsidiary of Public Company
5.	Address of the Registered office & contact details	R-90, First Floor, Greater Kailash, Part - I, New Delhi – 110 048 Tel. No.: +91 11 41281100 Fax No.: +91 11 – 4128 1101
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service*	% (approx.) to total turnover of the company
	None	None	None

*As per National Industrial Classification 2008

III. PARTICULARS OF HOLDING /SUBSIDIARY AND ASSOCIATE COMPANIES (as on March 31, 2017)

S. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
1	Career Launcher Education Infrastructure and Services Limited (CLEIS)*	U70101DL2005PLC137699	Holding	100% (through its nominee)**	2(46)

* CL Educate Limited is 100% holding Company of CLEIS. Hence, CLIP is an indirect subsidiary of CL Educate Limited.

** Mr. Satya Narayanan .R, holds 5000 shares as a nominee, for and on behalf of CLEIS (and not in his individual capacity).

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

I. (a) Category-wise Equity Share Holding

[illegible]

Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	98468	98468	100	-	98468	98468	100	-

* Mr. Satya Narayanan .R, holds shares as a nominee, for and on behalf of CLEIS (and not in his individual capacity).

I. (b) Details of **Preference Share Holding** as on March 31, 2016 and March 31, 2017 is mentioned below:

Category of Shareholders	No. of Shares held at the beginning of the year[As on March 31, 2016]	% of Total Shares	No. of Shares held at the end of the year[As on March 31, 2017]	% of Total Shares
Promoter				
Body Corporate	150000	100	150000	100

II. Shareholding of Promoter

Equity Shareholding

S.No.	Shareholder's Name	Shareholding at the beginning of the year [As on March 31, 2016]			Shareholding at the end of the year [As on March 31, 2017]			Change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Career Launcher Education Infrastructure and Services Limited (CLEIS)	93468	94.92	-	93468	94.92	-	-
2	Mr. Satya Narayanan .R*	5000	5.08	-	5000	5.08	-	-

* Mr. Satya Narayanan .R, holds shares as a nominee, for and on behalf of CLEIS (and not in his individual capacity).

Preference Shareholding

S. No.	Shareholder's Name	Shareholding at the beginning of the year [As on March 31, 2016]			Shareholding at the end of the year [As on March 31, 2017]			Change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Career Launcher Education Infrastructure and Services Limited (CLEIS)	150000	100%	-	150000	100%	-	-

III. Change in Promoters' Shareholding (please specify, if there is no change): No Change

IV. Shareholding Pattern of top ten Shareholders: Not Applicable
(Other than Directors, Promoters and Holders of GDRs and ADRs):

V. Shareholding of Directors and Key Managerial Personnel:

[illegible]

V. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Figures in Rs. Lakhs)

S. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
1	Indebtedness at the beginning of the financial year (01.04.2016)				
	i) Principal Amount	2,033.11	947.22	-	2980.33
	ii) Interest due but not paid				
	iii) Interest accrued but not due				
	Total (i+ii+iii)	2,033.11	947.22	-	2,980.33
	Change in Indebtedness during the financial year				
	* Addition	0.00	1,911.35	-	1,911.35
	* Reduction	-2,033.11	-88.00	-	-2,121.11
	Net Change	-2,033.11	1823.35	-	-209.76
2	Indebtedness at the end of the financial year (31.03.2017)				
	i) Principal Amount	0.00	2770.57	-	2770.57
	ii) Interest due but not paid				
	iii) Interest accrued but not due				
	Total (i+ii+iii)	0.00	2770.57	-	2770.57

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

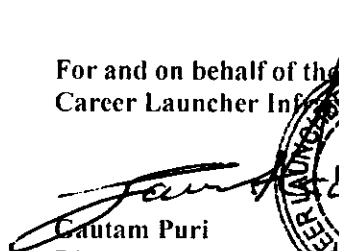
A. Remuneration to Managing Director, Whole-time Directors and/or Manager: **Not Applicable**

B. Remuneration to other directors : **Nil**

C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD: **Not Applicable**


VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: **None**

For and on behalf of the Board of Directors
Career Launcher Infrastructure Private Limited


Gautam Puri
Director
DIN No. : 00033548

Address: R-90, Greater Kailash,
Part-I, New Delhi -110048

Date: August 24, 2017
Place: New Delhi


Sujit Bhattacharyya
Director
DIN No. : 00033613

Address: F-501, Prateek
Stylome, Sector-45, Noida-
201303