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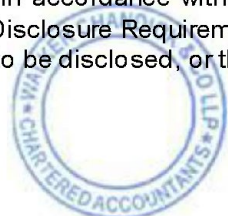
Walker Chandiook & Co LLP  
21st Floor, DLF Square  
Jacaranda Marg, DLF Phase II  
Gurugram - 122 002  
India

T +91 124 462 8099  
F +91 124 462 8001

**Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)**

**To the Board of Directors of CL Educate Limited**

1. We have reviewed the accompanying statement of standalone unaudited financial results (the '**Statement**') of CL Educate Limited (the '**Company**') for the quarter ended 30 June 2021, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. The Statement, which is the **responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act')**, and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.



# Walker Chandiook & Co LLP

## Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of CL Educate Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

5. We draw attention to Note 5 to the Statement, which describes the uncertainties relating to COVID-19 pandemic outbreak and **management's evaluation of its impact on the operations** of the Company and accompanying Statement as at and for the period ended 30 June 2021, the extent of which is significantly dependent on future developments as they evolve.

Our conclusion is not modified in respect of this matter.

6. The review of standalone unaudited quarterly financial results for the period ended 30 June 2020 included in the Statement was carried out and reported by Haribhakti & Co. LLP who have expressed unmodified conclusion vide their review report dated 22 August 2020, whose report have been furnished to us and which have been relied upon by us for the purpose of our review of the Statement. Our conclusion is not modified in respect of this matter.

### For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

**NEERA** Digitally signed  
by NEERAJ GOEL  
**J GOEL** Date: 2021.08.03  
19:00:37 +05'30'

### Neeraj Goel

Partner

Membership No. 099514

UDIN : 21099514AAAAEZ7682

**Place:** New Delhi

**Date:** 3 August 2021



CL Educate Limited  
CIN No:- L74899HR1996PLC076897  
Registered Office: Plot No.9A, Sector 27A, Mathura Road, Faridabad, Haryana -121003  
Corporate office:A-45, First Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044

UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30,2021

(Rs. in lacs, except per share data)

Particulars	For the quarter ended			For the year ended
	June 30, 2021	March 31, 2021	June 30, 2020	March 31, 2021
	Reviewed	Refer note 7	Reviewed	Audited
<b>INCOME</b>				
I (a) Revenue From Operations	2,987.87	2,683.78	2,657.41	9,986.49
II (b) Other Income	141.70	273.38	241.59	837.50
<b>III Total income (I+II)</b>	<b>3,129.57</b>	<b>2,957.16</b>	<b>2,899.00</b>	<b>10,823.99</b>
<b>IV EXPENSES</b>				
(a) Purchases of Stock-in-Trade	135.60	249.21	61.94	444.33
(b) Changes in inventories of Stock-in-Trade	46.38	(48.41)	10.54	75.29
(c) Employee benefits expense	549.26	548.98	390.77	1,738.85
(d) Finance costs	81.92	62.47	105.02	369.94
(e) Depreciation and amortization expense	148.29	94.09	216.44	608.18
(f) Franchisee expenses	1,022.53	1,107.63	883.06	3,383.42
(g) Other expenses	863.27	2,055.73	945.93	4,829.33
<b>Total expenses (IV)</b>	<b>2,847.25</b>	<b>4,069.70</b>	<b>2,613.70</b>	<b>11,449.34</b>
<b>V Profit /(loss) before tax (III-IV)</b>	<b>282.32</b>	<b>(1,112.54)</b>	<b>285.30</b>	<b>(625.35)</b>
VI Tax expense	23.64	(278.74)	97.40	(112.55)
<b>VII Profit /(Loss) for the period/year (V-VI)</b>	<b>258.68</b>	<b>(833.80)</b>	<b>187.90</b>	<b>(512.80)</b>
<b>VIII Other Comprehensive Income</b>				
(i) Items that will not be reclassified to profit or loss	1.12	(0.61)	1.69	4.46
(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.31)	0.17	(0.47)	(1.24)
<b>IX Total Comprehensive Income/(Loss) for the period/year (Comprising Profit and Other comprehensive Income for the period/year) (VII+VIII)</b>	<b>259.49</b>	<b>(834.24)</b>	<b>189.12</b>	<b>(509.58)</b>
X Paid-up Equity Share Capital (face value of Rs. 10 each)	1,416.57	1,416.57	1,416.57	1,416.57
XI Other equity				27,803.10
<b>XII Earnings per equity share*:</b>				
(a) Basic	1.83	(5.89)	1.33	(3.62)
(b) Diluted	1.83	(5.89)	1.33	(3.62)

\*Earnings per equity share for the quarters have not been annualised



Nikhil Mahajan



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Registered Office: Plot No. 9A, Sector 27A, Mathura Road, Faridabad ,Haryana -121003  
Corporate office:A-45, First Floor, Mohan Co-operative Industrial Estate, New Delhi- 110044

**UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2021  
STANDALONE SEGMENT REVENUE, RESULTS, ASSETS AND LIABILITIES**

(Rs. in Lacs, except per share data)

Segment Wise Performance	For the Quarter Ended			For the Year Ended
	June 30, 2021	March 31, 2021	June 30, 2020	March 31, 2021
	Reviewed	Refer note 7	Reviewed	Audited
<b>Segment Revenue</b>				
Partner	1,667.93	1,641.89	1,412.93	5,432.73
Digital	1,319.94	1,041.89	1,244.48	4,553.76
Vocational	-	-	-	-
<b>Total Segment Revenue from Operations (Gross)</b>	<b>2,987.87</b>	<b>2,683.78</b>	<b>2,657.41</b>	<b>9,986.49</b>
<b>Segment Results</b>				
Partner	343.26	251.79	289.05	999.47
Digital	222.44	24.20	146.12	435.45
Vocational	(17.15)	(1,037.43)	(50.94)	(1,250.23)
<b>Total Segment Results</b>	<b>548.55</b>	<b>(761.44)</b>	<b>384.23</b>	<b>184.69</b>
Add: Other Income	141.70	273.38	241.59	837.50
Less:- Finance Costs	81.92	62.47	105.02	369.94
Less:- Unallocated expenses	326.01	562.01	235.50	1,277.60
<b>Profit /(Loss) before tax</b>	<b>282.32</b>	<b>(1,112.54)</b>	<b>285.30</b>	<b>(625.35)</b>
Less: Tax Expenses	23.64	(278.74)	97.40	(112.55)
<b>Profit /(Loss) for the period/year</b>	<b>258.68</b>	<b>(833.80)</b>	<b>187.90</b>	<b>(512.80)</b>
Other Comprehensive Income (net of tax)	0.81	(0.44)	1.22	3.22
<b>Total Comprehensive Income</b>	<b>259.49</b>	<b>(834.24)</b>	<b>189.12</b>	<b>(509.58)</b>
<b>Segment Assets</b>				
Partner	4,284.11	4,361.50	4,031.69	4,361.50
Digital	2,978.81	3,060.65	3,279.32	3,060.65
Vocational	399.18	397.71	1,503.97	397.71
Unallocated	29,701.63	29,202.39	29,543.97	29,202.39
<b>Total</b>	<b>37,363.73</b>	<b>37,022.25</b>	<b>38,358.95</b>	<b>37,022.25</b>
<b>Segment Liabilities</b>				
Partner	1,579.79	1,643.60	1,139.99	1,643.60
Digital	1,906.85	1,590.01	1,882.86	1,590.01
Vocational	696.08	695.30	998.72	695.30
Unallocated	3,701.24	3,873.67	4,420.79	3,873.67
<b>Total</b>	<b>7,883.96</b>	<b>7,802.58</b>	<b>8,442.36</b>	<b>7,802.58</b>



Nikhil Mahajan



## Notes:

1. The above standalone financial results of CL Educate Limited (the 'Company') for the quarter ended June 30, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on August 3, 2021 and have been reviewed by the statutory auditors of the Company.
2. The above standalone financial results for the quarter ended June 30, 2021 have been prepared in accordance with the Indian Accounting Standards ('Ind-AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), specified under section 133 of the Companies Act, 2013.
3. In accordance with Ind AS-108 "Operating Segments" and based on "Management Evaluation", the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on the analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments. The accounting principles used in preparation of financial statements are constantly applied to record revenue and expenditure in individual segments.

Previously, the Company had considered "Consumer Test Prep" and "Others" as the only reportable segments of the Company. Over the last year, based on the increasing growth and focus on Digital delivery of services and the consequent changes to the nature of internal reporting provided to the CODM, the management has reassessed the Company's segments. Accordingly, reportable segments of the Company have been reclassified into "Partner", "Digital" and "Others". "Partner" segment includes the business generated and services through our Business Partners (Franchisees), whilst our "Digital" segment includes business generated and services rendered through a combination of a digital / online channel and offline point of sale counselling-cum-service centres run by the Company. The segment "Others" comprises primarily the scaled down vocational training business. Accordingly, segment information provided in these results, including in respect of comparative periods, is based on such operating segments as described above.

4. The Board of Directors of the Company has approved the scheme of arrangement of amalgamation of its subsidiary companies into the Company ("the Scheme") in its meeting held on November 27, 2018. The scheme has been approved by the National Stock Exchange of India Limited ("the NSE") and BSE Limited ("the BSE"). During the previous year 2019-20, an application under regulation 37 of the SEBI (LODR) Regulations, 2015 was filed with the National Company Law Tribunal (NCLT), for the proposed amalgamation of Career Launcher Education Infrastructure and Services Limited, CL Media Private Limited, Accendere Knowledge Management Services Private Limited, G.K. Publications Private Limited and Kestone Integrated Marketing Services Private Limited ("Amalgamating Company") with CL Educate Limited ("Amalgamated Company"). The Scheme will be effective upon approval from NCLT, which is pending as on date, predominantly on account of the COVID-19 pandemic. The appointed date as proposed date by the Company is April 1, 2019. The Company has filed a petition in NCLT to expedite the process of merger. The next hearing is scheduled to be held on October 21, 2021.
5. The nationwide lockdown due to spread of COVID-19 and other significant restrictions imposed on the movement had an impact on the education sector as well, as all of the Company's study centres across India continued to remain shut for major part of the Quarter ended June 30, 2021. The Management had, however, made necessary adjustments to its service and customer acquisition processes, moving to a largely Digital model, thereby minimizing the business impact of the pandemic.

During the current period, the Management has re-evaluated the likely impact of COVID-19 on its business operations, demand for its products/services, profitability, capital and financial resources, liquidity position, ability to service debt arrangements and financial and non-financial assets, etc. Based on the projected cash flows drawn for the current financial year, the Management has concluded that the Company will have sufficient liquidity to continue its operations in an



Nikhil Mahajan



uninterrupted manner. Also, the Management is of the view that there is no material impact and is confident of recovering the carrying amount of all the assets. Any possibilities of delays in collection are covered by the Expected Credit Loss Model.

For the aforesaid evaluation, the Management has considered internal and external sources of information up to the date of approval of these financial results. The actual impact of the pandemic may, however, differ from that estimated as at date of approval of these financial results and the Management will continue to closely monitor any material changes to future economic conditions.

6. The management of the Company intends to sell its property at Faridabad and has received a definitive proposal from a buyer. The proposal presented by the Management Committee has been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on June 24, 2021. The sale is expected to be closed in the upcoming few months. The Company has highlighted the same as "Assets Held for Sale" and the value for the same in the Company's books is Rs. 546.16 lacs.
7. Figures for the quarter ended 31 March 2021 are the balancing figures between audited figures for the full financial year and the reviewed year to date figures upto the third quarter of the financial year.
8. Figures for the previous period have been regrouped/ reclassified wherever necessary to conform to the current period's classification.



For and on behalf of the Board

*Nikhil Mahajan*  
**Nikhil Mahajan**



Place: New Delhi  
Date: August 3, 2021

Executive Director and Group CEO Enterprise Business