



**ACCENDERE KNOWLEDGE MANAGEMENT SERVICES PRIVATE LIMITED**  
**ANNUAL REPORT FOR THE FINANCIAL YEAR 2020-21**

**THE BOARD OF DIRECTORS (as on 03-08-2021)**

**Mr. Nikhil Mahajan**  
**Mr. Sujit Bhattacharyya**

Director  
Director

**STATUTORY AUDITOR**  
**(Financial Year 2019-20)**

**Walker Chandiok & Co LLP**  
Chartered Accountants

**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

**ACCENDERE KNOWLEDGE MANAGEMENT SERVICES PRIVATE LIMITED**

CIN: U74900HR2008PTC077200

**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  
Tel.: 011-4128 1100, Fax: 011-4128 1101, E-mail: [rachna.sharma@careerlauncher.com](mailto:rachna.sharma@careerlauncher.com)

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 13<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF ACCENDERE KNOWLEDGE MANAGEMENT SERVICES PRIVATE LIMITED WILL BE HELD ON, MONDAY, SEPTEMBER 06, 2021 AT 02:00 P.M. AT PLOT NO. 9A, SECTOR-27A, MATHURA ROAD, FARIDABAD, HARYANA - 121003, TO TRANSACT THE FOLLOWING BUSINESSES:**

**ORDINARY BUSINESS:**

**1. Adoption of Annual Financial Statements for the Financial Year ended March 31, 2021;**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, along with the reports of the Board of Directors and Statutory Auditor thereon.

**2. Retirement by Rotation;**

To appoint a Director in place of Mr. Sujit Bhattacharya (DIN: 00033613 ), Director of the Company, who retires by rotation at the ensuing Annual General Meeting, and being eligible, offers himself for re-appointment.

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

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Sujit Bhattacharya (DIN: 00033613), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.”

**By order of the Board**

**For Accendere Knowledge Management Services Private Limited**

  
**Sujit Bhattacharya**  
**Director**  
**DIN: 00033613**



**Date: 03-08-2021**  
**Place: Noida**

**Address: F-501, Prateek Stylome, Gautam Buddha Nagar,  
Sector-45, Noida-201303**

## 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. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and public holidays) from 11:00 A.M. to 04:00 P.M. up to the date of the Annual General Meeting of the Company.

**By order of the Board**

**For Accendere Knowledge Management Services Private Limited**

*Sujit Bhattacharyya*

**Sujit Bhattacharyya**

**Director**

**DIN: 00033613**



**Date: 03-08-2021**

**Place: Noida**

**Address: F-501, Prateek Stylome, Gautam Buddha Nagar,  
Sector-45, Noida-201303**

## **ACCENDERE KNOWLEDGE MANAGEMENT SERVICES PRIVATE LIMITED**

### **BOARD'S REPORT 2021**

Your Directors are pleased to present their report on the business and operations of the Company for the Financial Year ended March 31, 2021.

#### **1. FINANCIAL HIGHLIGHTS**

<b>(Rs. in Lakhs)</b>		
<b>Particulars</b>	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Total Income	145.74	289.24
Total expenditure	131.41	336.97
Profit / (Loss) Before tax	14.33	(47.73)
Tax Expenses	(0.26)	(7.95)
Profit / (Loss) after tax	14.59	(39.78)
Other Comprehensive Income	2.80	0.75
Total Comprehensive Income	17.39	(39.03)
Profits brought forward from previous year	(21.94)	17.09
Carried to Balance Sheet	(4.55)	(21.94)

The total revenue of the Company was Rs. 145.74 Lakhs in Financial Year 2020-21 as against Rs. 289.24 Lakhs in Financial Year 2019-20, recording a decrease of 49.6% over the Financial Year 2019-20. This was mainly due to the global pandemic which resulted in universities and colleges remaining closed for major portion of the Financial Year 2019-20.

The expenditures of the Company have decreased by 61.0% to a total expenditure of Rs. 131.41 Lakhs during Financial Year 2020-21 from a total expenditure of Rs. 336.97 Lakhs during Financial Year 2019-20.

#### **2. STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK**

Your Company is currently engaged in the business of facilitating educational institutions in establishing their institutional credibility, international presence and thought leadership by improving their research output in terms of both the quality and quantity of research articles published by them.

Your Directors are optimistic about the future prospects of the business, and they expect it to do well in the years to come.

#### **3. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

There was no change in the nature of business of the Company during the year under review.

#### **4. SCHEME OF AMALGAMATION**

Pursuant to the recommendation of the Audit Committee and approval of the Board of Directors of the Company, both dated November 27, 2018, an application under Regulation 37 of the SEBI (LODR) Regulations, 2015 was filed by CL Educate Limited with the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") for the proposed Amalgamation of 5 wholly owned subsidiary Companies of CL Educate Limited (CL Educate)- Career Launcher Education Infrastructure and Services Limited (CLEIS), CL Media Private Limited (CLM), Accendere Knowledge Management Services Private Limited (AKMS), G.K. Publications Private Limited (GKP) and Kestone Integrated Marketing

Services Private Limited (Kestone) with CL Educate Limited (CL Educate). The scheme has been approved by the NSE & BSE.

The First Motion Petition with respect to the proposed Amalgamation was filed by all the Petitioner Companies with the Hon'ble NCLT Chandigarh on August 28, 2019. NCLT Chandigarh heard the First Motion Application on November 14, 2019 and issued its 1st Motion Order dated December 11, 2019.

As per the directions given by the NCLT Chandigarh in its 1st Motion Order, the meetings of Equity Shareholders of CL Educate and of the Unsecured Creditors with value of INR 1 lakh or more of Kestone were held on February 01, 2020, at 10:00 AM and 12:00 Noon, respectively.

The proposed scheme of Amalgamation was duly approved by the Shareholders of CL Educate and Unsecured Creditors of Kestone.

The 2nd Motion Petition with respect to the proposed Amalgamation was filed by the Petitioner Companies with the Hon'ble NCLT Chandigarh on February 14, 2020, which was heard by the NCLT on March 05, 2020. While NCLT was satisfied with the Petition, it directed the Companies, CL Educate Limited and Kestone to file respective affidavits that no objections had been received from any stakeholder against the Scheme. These Affidavits were filed by the respective Companies on March 17, 2020.

However, on account of the nationwide lockdown, and limited functioning of the NCLT Bench, the hearing of the 2nd Motion Petition of CL Educate Limited has been adjourned by the NCLT Chandigarh Bench each time it was scheduled.

On August 12, 2020, the Company filed an application for early hearing of its 2nd Motion Petition with the Hon'ble NCLT Chandigarh Bench. The NCLT Bench heard this application on October 27, 2020 and passed an Order which was pronounced on November 25, 2020 in which the Companies were directed to issue notices to the regulatory authorities and publish the same in two newspapers. Further, the Scheme was listed for hearing on January 28, 2021. As per the directions contained in the Order, the notices were issued and advertisements were published by the Companies and Affidavits to this extent were filed with the NCLT Bench.

The 2nd Motion Petition filed by the Company was heard by the NCLT Bench on July 30, 2021. It has, vide its order dated July 30, 2021, directed the Petitioner Companies to issue fresh notices to the Regional Director and Registrar of Companies. The next date of hearing has been fixed as October 29, 2021.

## **5. SUBSIDIARIES, JOINT VENTURES & ASSOCIATES**

Your Company does not have any subsidiary or joint ventures or associate Company.

## **6. DIVIDEND**

Your Directors do not recommend any Dividend for the Financial Year 2020-21.

## **7. CAPITAL STRUCTURE**

The paid-up Equity Share Capital of the Company as on March 31, 2021 was Rs. 1.20 Lakhs. During the year under review, the Company has not issued any shares.

## **8. MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the financial position of the Company have occurred between the end of the Financial Year and the date of this report.

## **9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

## **10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All transactions entered by the Company with Related Parties during the Financial Year 2020-21 as defined under section 2 (76) of the Companies Act, 2013 were in the Ordinary Course of Business and at Arm's Length basis in accordance with the provisions of the Companies Act, 2013. The Board of Directors had reviewed and approved the transactions (which were all routine and repetitive in nature). Suitable disclosures as required under IndAS-24 have been made in the note no. 29 to the Financial Statements.

Pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 the relevant details in respect of the particulars of contracts or arrangements with related parties under section 188, in prescribed form AOC-2, is annexed as **Annexure-I** to this report.

## **11. TRANSFER TO RESERVES**

Profits for Financial Year 2020-21 are being retained in the Profit and Loss Account.

## **12. EXTRACT OF THE ANNUAL RETURN**

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for the Financial Year 2020-2021 is attached as **Annexure - II** to this Report.

## **13. DISCLOSURE OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS & OUTGO**

The Company does not carry any manufacturing activity, thus, disclosure requirements under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies Accounts Rules, 2014 are not applicable to the Company. However, wherever possible and feasible, continuous efforts have been made for conservation of energy and to minimize energy cost and to upgrade the technology with a view to increase the efficiency and to reduce cost of operations.

During the Financial Year under review, the Foreign Exchange earnings and outgo were nil.

## **14. SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)**

Your Company complies with the mandatory Secretarial Standards issued by the ICSI.

## **15. INTERNAL FINANCIAL CONTROL SYSTEMS**

The Company has a set an Internal Financial Control Systems in place, some of which are as under:

1. All accounting entries are passed through a fully integrated system.
2. There is an appropriate maker-checker system in place, whereby there is complete manpower segregation while making the accounting entries.
3. All the bank accounts are maintained and operated under joint signatories.

## **16. 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) Rules, 2014, the names of the top ten employees in terms of remuneration drawn, as on March 31, 2021, along with the relevant information thereon is given in **Annexure III**.

Further, during the Financial Year 2020-21, 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 lacs 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 lacs 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.

## **17. DIRECTORS**

### **a. Retirement by Rotation at the ensuing AGM:**

Mr. Sujit Bhattacharya (DIN: 00033613), Director, been longest in office, retires by rotation at the forthcoming Annual General Meeting (2021) and being eligible offers himself for re-appointment. Resolution seeking members' approval to the appointment of Mr. Sujit Bhattacharya has been incorporated in the notice convening the 13<sup>Th</sup> AGM of the Company.

### **b. Disclosure of Interest in other concerns**

The Company has received the Annual disclosure(s) from all the Directors, disclosing their Directorship/Interest in other concerns in the prescribed format, for the Financial Years 2020-21 and 2021-22.



The Company has received confirmation from all the Directors that as on March 31, 2021, none of the Directors were disqualified to act as Directors by virtue of the provisions of Section 164(2) of the Act.

## **18. AUDITOR AND AUDITOR'S REPORT**

### **Appointment of Statutory Auditor**

The Board of Directors and Members of the Company, at their respective meetings held on August 21, 2020 and September 29, 2020, respectively, had approved the appointment of Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No.: 001076N/N500013), as the Statutory Auditors of the Company for a term of two (2) consecutive years (first term) commencing from the Financial Year 2020- 2021, i.e., to hold office till the conclusion of the 14th Annual General Meeting to be held during the Financial Year 2022-23

### **Statutory Auditor's Report 2021**

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

## **19. CORPORATE GOVERNANCE**

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

There is no Executive Director on Board of the Company. The Company has not paid any remuneration/commission to any of its directors during the financial year 2020-21.

- **Details of the Board Meetings held during the Financial Year 2020-21 are as under:**

<b>S. No.</b>	<b>Date</b>	<b>Board Strength</b>	<b>No. of Directors Present</b>
<b>1</b>	June 29, 2020	2	2
<b>2</b>	August 21, 2020	2	2
<b>3</b>	November 09, 2020	2	2
<b>4</b>	February 12, 2021	2	2

- **Attendance at Board Meetings held during the Financial Year 2020-21:**

<b>Board</b>	<b>Board</b>
<b>Meetings held</b>	<b>4</b>
<b>Directors' Attendance</b>	
Mr. Nikhil Mahajan	4
Mr. Sujit Bhattacharyya	4

Pursuant to the provisions of Companies Act 2013, the Company is not required to constitute any committee of the Board.

## **20. CORPORATE SOCIAL RESPONSIBILITY**

The said provisions were not applicable to the Company during the year under review.

## **21. RISK MANAGEMENT**

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

## **22. WHISTLE BLOWER/ VIGIL MECHANISM**

Section 177 of the Companies Act, 2013 is not applicable to your Company, however, there is a comprehensive policy on Whistle Blower / Vigil Mechanism adopted by CL Educate Limited, the 100% holding company of the Company, that is in line with the provisions of Section 177(9) and (10) of the Act, read with Rule 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 22 of SEBI (LODR) Regulations, 2015 and Regulation 9A of SEBI (Prohibition of Insider Trading) Regulations 2015, that covers the Directors and employees of CL Educate Limited and its subsidiaries.

Your Company hereby affirms that no complaints were received during the Financial Year 2020-21.

## **23. DISCLOSURES**

- a) No Bonus Shares were declared for the Financial Year 2020-21.
- 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 Financial 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 Financial Year under review.
- f) Your Company has not accepted any Public Deposits.
- g) Your Company has not bought back any of its securities during the Financial 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.

## **24. POLICY ON PREVENTION, PROHIBITION, REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

Your Company is committed to creating and maintaining a secure work environment where its employees, agents, vendors and partners can work and pursue business together in an atmosphere free of harassment, exploitation and intimidation. In order to empower women, and protect women against sexual harassment, there is a comprehensive policy on prevention, prohibition and redressal of sexual harassment of Women at workplace adopted by CL the 100% holding Company of the Company, that is in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder that covers the employees of your Company as well. The Internal Complaints Committee constituted under the CL policy acts as the Committee for the subsidiaries of CL as well.

All employees (permanent, contractual, temporary, trainees) are covered under this policy. This policy allows employees to report instances of sexual harassment at the workplace. The Internal Complaints Committee is empowered to look into all complaints of sexual harassment and facilitate free and fair enquiry process with clear timelines. During the Financial Year 2020-21, the Company did not receive any complaint relating to sexual harassment at workplace. There is no complaint pending or outstanding for redressal as on March 31, 2021.

## **25. 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 for the Financial Year ended March 31, 2021, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. the Directors have selected such accounting policies and applied them consistently and 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 as at the end of the Financial Year ended March 31, 2021 and of the Profits of the Company for that period;
- c. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors have prepared the Annual Financial Statements/Annual Accounts on a 'going concern' basis;
- e. the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and are operating effectively; and
- f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## **26. 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**  
**Accendere Knowledge Management Services Private Limited**



**Nikhil Mahajan**  
**Director**  
**DIN: 00033404**



**Address: House No. 457, Sector 30,**  
**Faridabad – 121 003, Haryana**

**Date: 03-08-2021**  
**Place: New Delhi**



**Sujit Bhattacharyya**  
**Director**  
**DIN: 00033613**

**Address: F-501, Prateek Stylome, Gautam**  
**Buddha Nagar , Sector-45, Noida-201303**

## ANNEXURES TO BOARD'S REPORT 2021

### Annexure- I

#### 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 - AOC-2]

**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 financial year ended March 31, 2021, 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 all contracts or arrangements or transactions at arm's length basis for the Financial Year ended March 31, 2021 are as follows:-

(Rs. in Lakhs)

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 by the Board	Amount paid as advance (if any)	Cumulative Amount of Transaction During the Financial Year ended 31.03.2020
CL Media Private Limited (CLM), Fellow Subsidiary	Research related Services rendered to/by CL Media	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 the Financial Year 2020-21.	CLM and AKMS have entered into an arrangement as per which CLM charges agency commission fee @20% of the total revenue.	29.06.2020	-	129.42
CL Educate Limited, 100% holding company	Cost Sharing for shared infrastructure and incidental expenses by AKMS	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 the Financial Year 2020-21.	The infrastructure at the <b>Registered office</b> is co- shared with AKMS and both the parties have agreed that AKMS will pay an amount proportionate to the usage by it. It includes the operating, running electricity costs etc.	29.06.2020	-	1.20
CL Educate Limited, 100%	Cost Sharing for shared	These are routine and Regular Intra-Group	The infrastructure at the <b>Corporate</b>	29.06.2020	-	1.50

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 by the Board	Amount paid as advance (if any)	Cumulative Amount of Transaction During the Financial Year ended 31.03.2020
holding company	infrastructure and incidental expenses by AKMS	Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active throughout the Financial Year 2020-21.	office is co- shared with AKMS and both the parties have agreed that AKMS will pay an amount proportionate to the usage by it. It includes the operating, running electricity costs etc.			
CL Educate Limited, 100% holding company	Interest On Loans & Advances	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 the Financial Year 2020-21.	As per the rate of Interest charged for OD Facility availed by CL Educate	29.06.2020		5.74

**For and on behalf of the Board of Directors  
Accendere Knowledge Management Services Private Limited**

*Nikhil Mahajan*

**Nikhil Mahajan**  
**Director**  
**DIN: 00033404**



*Sujit Bhattacharyya*

**Sujit Bhattacharyya**  
**Director**  
**DIN: 00033613**

**Address: House No. 457, Sector 30,  
Faridabad – 121 003, Haryana**

**Address: F-501, Prateek Stylome, Gautam  
Buddha Nagar , Sector-45, Noida-201303**

**Date: 03-08-2021**  
**Place: New Delhi**

**FORM NO. MGT-7**

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U74900HR2008PTC077200

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAHCA3316K

(ii) (a) Name of the company

ACCENDERE KNOWLEDGE MAI

(b) Registered office address

Plot No. 9A, Sector-27A,  
Mathura Road,  
Faridabad  
Faridabad  
Haryana  
121002

(c) \*e-mail ID of the company

rachna.sharma@careerlaunche

(d) \*Telephone number with STD code

01141281100

(e) Website

accendere.co.in

(iii) Date of Incorporation

19/09/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM Scheduled to be held on September 06, 2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	P	Education	P4	Educational support services	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CL EDUCATE LIMITED	L74899HR1996PLC076897	Holding	100

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	20,000	12,000	12,000	12,000
Total amount of equity shares (in Rupees)	200,000	120,000	120,000	120,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares with Voting Rights				
Number of equity shares	20,000	12,000	12,000	12,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200,000	120,000	120,000	120,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	12,000	0	12000	120,000	120,000	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0



viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <div></div>						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
<b>At the end of the year</b>	12,000	0	12000	120,000	120,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
--	---------	-------------	------------

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

14,553,000

**(ii) Net worth of the Company**

-335,364.98

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	20	0.17	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,980	99.83	0	
10.	Others	0	0	0	
	<b>Total</b>	<b>12,000</b>	<b>100</b>	<b>0</b>	<b>0</b>

**Total number of shareholders (promoters)**

2

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	<b>Total</b>	0	0	0	0
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**Total number of shareholders (other than promoters)**

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	0	0
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	2	0	2	0	0.17
<b>B. Non-Promoter</b>	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	0	2	0	2	0	0.17

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
NIKHIL MAHAJAN	00033404	Director	20	
SUJIT BHATTACHARY	00033613	Director	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS****A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL METIN	29/09/2020	2	2	100

**B. BOARD MEETINGS**

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/06/2020	2	2	100
2	21/08/2020	2	2	100
3	09/11/2020	2	2	100
4	12/02/2021	2	2	100

**C. COMMITTEE MEETINGS**

Number of meetings held

0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	06/09/2021
								(Y/N/NA)
1	NIKHIL MAHA	4	4	100	0	0	0	Yes
2	SUJIT BHATT	4	4	100	0	0	0	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☒ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						



## XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

## XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

## XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

The details are available with the Company and can be obtained by members upon request.

## XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Form MGT-8 is not applicable on the Company.

For and on behalf of the Board of Directors  
Accendere Knowledge Management Services Private Limited

*Nikhil Mahajan*

Nikhil Mahajan  
Director  
DIN: 00033404



*Sujit Bhattacharyya*

Sujit Bhattacharyya  
Director  
DIN: 00033613

Address: House No. 457, Sector 30,  
Faridabad – 121 003, Haryana

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

Date: 03-08- 2021  
Place: New Delhi

### Annexure III

#### Particulars of Employees and Related disclosure

**Pursuant to 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) Rules, 2014**

S. No.	Name of the Employee	Designation	Gross Remuneration paid (Rs. in Lacs)	Nature of employment	Educational Qualification	Experience (in years)	Date of Joining	Age	Previous employment	Equity holding in the Company	Name of director or manager who is the relative of Employee
1	Kumar Mohit	Sr. Manager – Research Mentor	10.34	Whole Time Employee	Phd (BIT Mesra)	4	01.04.17	35	NA	NA	NA
2	Prasenjit Banerjee	Sr. Manager- Research Mentor	9.97	Whole Time Employee	MCA, Vidyasagar University, Midnapore	10	25.05.2017	35	Ravenshaw University, Cuttak	NIL	NIL
3	Durgesh Nanadan	Manager- Research Mentor	7.96	Whole Time Employee	Ph.D,JP Institurte of Eng & Tech,Guna (MP)	7	21.09.2018	37	NIT Patna	NIL	NIL
4	Sanjeev Kumar	Manager- Research Mentor	7.66	Whole Time Employee	PHd, M.Tech, Jabalpur (MP)	9	26.03.2019	37	RDDF Engg College, Bhopal (2) TIT Group of engg college, Bhopal (3) Oriental Group of Engg college, Bhopal	NIL	NIL
5	Mahesh Kumar Singh	Manager – Research Mentor	7.64	Whole Time Employee	Phd	10 yrs	17.06.19	33	As Assistant Professor, BBDIT, Ghaziabad	NA	NA
6	Mamta Pandey	Manager – Research Mentor	7.62	Whole Time Employee	Phd	13	23.08.19	36	JUET, Guna	NA	NA

7	Anil Kumar Singh Bankoti	Manager-Research Mentor	7.48	Whole Time Employee	Phd (NIT Rourkela)	6 yrs	25.08.17	40	NIMS University Jaipur	NA	NA
8	Subhransu Padhee	Manager – Research Mentor	7.19	Whole Time Employee	Phd (NIT Rourkela)	2 yrs	19.06.19	36	NA	NA	NA
9	Narender	Senior Web Designer	3.36	Whole Time Employee	Diploma in Multimedia	7 yrs	01.04.19	31	IAP Company Pvt. Ltd.	NA	NA
10	Animikh Ray	Manager – Research Mentor	3.08	Whole Time Employee	Phd (UMKC)	5 yrs	09.11.20	39	Ecura Labs Pvt. Ltd., ABH Natures Products	NA	NA

*\*Mr. Animikh Ray has joined on 9<sup>th</sup> Nov, 2020.*

**For and on behalf of the Board of Directors  
Accendere Knowledge Management Services Private Limited**

*Nikhil Mahajan*

**Nikhil Mahajan  
Director  
DIN: 00033404**

**Address: House No. 457, Sector 30,  
Faridabad – 121 003, Haryana**

**Date: 03-08-2021  
Place: New Delhi**



*Sujit Bhattacharyya*

**Sujit Bhattacharyya  
Director  
DIN: 00033613**

**Address: F-501, Prateek Stylome, Gautam  
Buddha Nagar , Sector-45, Noida-201303**