

**G.K. PUBLICATIONS PRIVATE LIMITED**

**ANNUAL REPORT FOR THE FINANCIAL YEAR 2020-21**

**THE BOARD OF DIRECTORS (as on August 03, 2021)**

**Mr. Satya Narayanan R**  
**Mr. Gautam Puri**  
**Mr. Nikhil Mahajan**

Director  
Director  
Director

**STATUTORY AUDITOR**  
**(Financial Year 2020-21)**

M/s. Walker Chandio & 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

**G.K. PUBLICATIONS PRIVATE LIMITED**

**CIN: U22110HR2001PTC076979**

**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 110, E-mail: [rachna.sharma@careerlauncher.com](mailto:rachna.sharma@careerlauncher.com)

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 20<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF G. K. PUBLICATIONS PRIVATE LIMITED WILL BE HELD ON MONDAY, SEPTEMBER 06, 2021 AT 01:30 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.

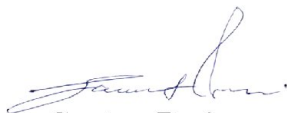
**2. Retirement by Rotation:**

To appoint a Director in place of Mr. Gautam Puri(DIN: 00033548), 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. Gautam Puri(DIN: 00033548), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.”

**By order of the Board  
For G.K. Publications Private Limited**



**Gautam Puri  
Director  
DIN: 00033548**

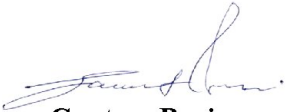
**Date: August 03, 2021  
Place: New Delhi**

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

**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 G.K. Publications Private Limited**



**Gautam Puri  
Director  
DIN: 00033548**

**Date: August 03, 2021  
Place: New Delhi**

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

## **G.K. PUBLICATIONS PRIVATE LIMITED**

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

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

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

<b>Particulars</b>	<b>(Rs. in Lakhs)</b>	
	<b>March 31, 2021</b>	<b>March 31, 2020</b>
Total Revenue	40.35	385.91
Total expenditure	53.42	548.35
(Loss) Before tax	(13.07)	(162.44)
Tax Expenses	3.97	(58.17)
(Loss) after tax	(17.04)	(104.27)
Other Comprehensive Income	3.28	(3.18)
Total Comprehensive Income	(13.76)	(107.45)
Profits brought forward from previous year	(617.85)	(510.40)
Carried to Balance sheet	(631.61)	(617.85)

The total revenue of the Company was Rs. 40.35 Lakhs in Financial Year 2020-21 as against Rs. 385.91 Lakhs in Financial Year 2019-20, recording a decrease of 89.5% over the previous Financial Year. This was mainly due to higher sales return due to the global pandemic

The expenditure of the Company has decreased by 90.3% to a total expenditure of Rs. 53.42 Lakhs during Financial Year 2020-21 as against Rs. 548.35 Lakhs during Financial Year 2019-20.

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

Your Company is currently engaged in the business of distribution of test preparation guides, books and other academic material.

The Directors are optimistic about the future prospects and they expect the business to do much better 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 AND FINANCE**

The paid up Equity Share Capital of the Company as on March 31, 2021 was Rs. 19 Lakhs. During the year under review, the Company has not issued any shares.

The Company currently has no debts from any external banking/financial institution.

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

No material changes and commitments affecting the financial position of the Company have occurred between end of 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. 32 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**

The Company did not transfer any amount to reserves during the Financial Year 2020-21.

**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 aligned its current systems of internal financial control with the requirement of the Companies Act 2013. The Internal Control systems are intended to increase transparency and

accountability in an organisation's process of designing and implementing a system of internal control. The framework requires a company to identify and analyse risks and manage appropriate responses. The Company has successfully laid down the framework and ensured its effectiveness. The Company's internal controls are commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance of corporate policies. The Company has a well-defined system of delegation of power with authority limits for approving revenue as well as expenditure. Processes for formulating and reviewing annual and long term business plans have been laid down. The Company uses a state-of-the-art enterprise resource planning (ERP) system to record data for accounting, consolidation and management information purposes and connects to different locations for efficient exchange of information. It has continued its efforts to align all its processes and controls with best practices.

Your management assessed the effectiveness of the Company's internal control over financial reporting as of March 31, 2021. The assessment involved management review, internal audit and statutory audit.

During the Financial Year 2020-21, Value Square Advisors Private Limited, Internal Auditor of CL Educate Limited (CL), the 100% holding company of the Company, carried out the internal audit of the Company as a part of the group internal audit, based on an internal audit plan, which is reviewed each year in consultation with the Audit Committee of CL Educate Limited (Holding Company) and Statutory Auditor. The conduct of internal audit is oriented towards the review of internal controls and risks in its operations such as IT processes and general controls, accounting and finance, procurement, employee engagement. The management reviews audit reports submitted by internal auditors and statutory auditors. Suggestions for improvement are considered. The management also meets Statutory Auditor to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the Board of Directors informed of its major observations periodically.

There are no adverse remarks or qualified opinion expressed by the Statutory Auditor in its report on Internal Financial Controls over financial reporting under Section 143 of the Act

## **16. PARTICULARS OF EMPLOYEES**

People are the most valuable assets 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 lakhs 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.



## 17. **DIRECTORS**

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

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

Mr. Gautam Puri (DIN: 00033548), Director, been longest in office, retires by rotation at the forthcoming AGM, and being eligible offers himself for re-appointment. Resolution seeking members' approval to the appointment of Mr. Gautam Puri has been incorporated in the notice convening the 20<sup>th</sup> AGM of the Company.

### b. **Disclosnre 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. **AUDITORS AND AUDITOR'S REPORT**

### **Appointment of Statntory Anditor**

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 21<sup>st</sup> Annual General Meeting to be held during the Financial Year 2022-23

### **Statntory Anditor's Report 2021**

There are no reservations / views / qualifications / adverse remarks expressed by the auditors in the Auditors/CARO Report 2021 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 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.

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 dnring the Financial Year 2020-21 are as nnder:**

S. No.	Date	Board Strength	No. of Directors Present
--------	------	----------------	--------------------------

1	June 29, 2020	3	3
2	August 21, 2020	3	3
3	November 09, 2020	3	3
4	February 12, 2021	3	3

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

<b>Board and Committee Meetings</b>	<b>Board</b>
<b>Meetings held</b>	<b>4</b>
<b>Directors' Attendance</b>	
Mr. Satya Narayanan R	4
Mr. Gautam Puri	4
Mr. Nikhil Mahajan	4

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

## **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 under the Whistle Blower mechanism during the Financial Year 2020-21.

## **23. DISCLOSURES**

- No Bonus Shares were declared for the Financial Year 2020-21.
- There was no amount which was required to be transferred to the Investor Education and Protection Fund (IEPF).
- Your Company has not issued any Equity shares with Differential rights during the Financial Year under review.
- Your Company has not issued any Employees Stock options/ Sweat Equity Shares.
- Your Company has not redeemed any preference shares or Debentures during the Financial Year under review.
- Your Company has not accepted any Public Deposits.
- 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/Loss 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  
G.K. Publications Private Limited**



**Gantam Pnri  
Director  
DIN: 00033548**

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

**Date: Angnst 03, 2021  
Place: New Delhi**



**Nikhil Mahajan  
Director  
DIN: 00033404**

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

## 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 Educate Limited, 100% holding company	Material Purchase and Sale. Sale of books by GKP to CL.	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.	CL Purchase books from GKP and provides support for its students. These books are purchased at 15% to 60% discount on MRP which is similar to terms on which GKP sells to outside distributors or dealers.	29.06.2020	-	20.23
CL Educate Limited, 100% holding company	Cost Sharing for shared infrastructure and incidental expenses by GKP	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 GKP and both the parties have agreed that GKP 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% holding company	Cost Sharing for shared infrastructure and incidental expenses by GKP	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>Corporate office</b> is co- shared with GKP and both the parties have agreed that GKP will pay an amount proportionate to the usage by it. It includes the operating, running electricity costs etc.	29.06.2020	-	3.00
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		33.37
CL Media Private Limited (CLM), Fellow Subsidiary	Sales & Sales return from GKP to 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.	Sales return by GKP to CLM		-	203.32
Career Launcher Infrastructure Private Limited (CLIP), Fellow Subsidiary	Material Sale.	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	Good sent by CLIP to GKP for rework	29.06.2020		346.33
Career Launcher Infrastructure Private Limited (CLIP), Fellow Subsidiary	Material Purchase	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	CLIP to publish all the course books for GKP and to sell the same to GKP at a discount of upto 60% on the MRP as per standard industry practice.	29.06.2020	-	636.05


**For and on behalf of the Board of Directors  
G.K. Publications Private Limited**



**Gantam Puri  
Director  
DIN: 00033548**

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

**Date: August 03, 2021  
Place: New Delhi**



**Nikhil Mahajan  
Director  
DIN: 00033404**

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

**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

U22110HR2001PTC076979

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCG7711Q

(ii) (a) Name of the company

G K PUBLICATIONS PVT LTD

(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

www.gkpublications.com

(iii) Date of Incorporation

28/05/2001

(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  (DD/MM/YYYY) To date  (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

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

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1					

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

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

**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	250,000	190,000	190,000	190,000
Total amount of equity shares (in Rupees)	2,500,000	1,900,000	1,900,000	1,900,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES WITH VOTING RIGHTS				
Number of equity shares	250,000	190,000	190,000	190,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000	1,900,000	1,900,000	1,900,000

**(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>	190,000	0	190000	1,900,000	1,900,000	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Pubic 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>	190,000	0	190000	1,900,000	1,900,000	
<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"/>
---	----------------------	---	----------------------

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

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

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

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

**(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**

0

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

-61,261,103.05

**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	1	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)	189,999	100	0	
10.	Others	0	0	0	
	<b>Total</b>	190,000	100	0	0

**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
--	--------------	---	---	---	---

**Total number of shareholders (other than promoters)**

0

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

2

**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	3	0	3	0	0
<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	3	0	3	0	0

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

3



**(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)
SATYA NARAYANAN R	00307326	Director	0	
GAUTAM PURI	00033548	Director	0	
NIKHIL MAHAJAN	00033404	Director	1	

**(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 Meeting	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	3	3	100
2	21/08/2020	3	3	100
3	09/11/2020	3	3	100
4	12/02/2021	3	3	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	SATYA NARA	4	4	100	0	0	0	Yes
2	GAUTAM PUF	4	4	100	0	0	0	Yes
3	NIKHIL MAHA	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 ☒ Nii

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 ☒ Nii

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

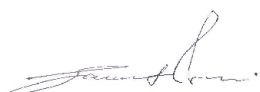
The details are available with the Company and can be obtained by members upon request.

## 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  
G.K. Publications Private Limited



Gautam Puri  
Director  
DIN: 00033548

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

Date: August 03, 2021  
Place: New Delhi



Nikhil Mahajan  
Director  
DIN: 00033404

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

### 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 Lakhs)	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	Jaya Shankar	Manager-B Business Development	8.30	Whole Time Employee	B.Com and LLB	21	26.10.2017	52	McGraw Hills Education	Nil	Nil
2	Janendra Atri	Manager-Business Development	6.84	Whole Time Employee	B.Com	12	11.07.2016	37	McGraw Hills Education	Nil	Nil
3	Brajesh Kumar Pandey	Deputy Manager-Marketing	5.08	Whole Time Employee	MBA	10	25.05.2012	36	HDFC Sales Pvt. Ltd.	Nil	Nil
4	K Rajendran	Executive-Business Development	3.47	Whole Time Employee	Graduation	10	01.06.2016	35	PHI Learning	Nil	Nil
5	Zeba Khan	Sr. Executive – Operations	3.01	Whole Time Employee	MBA(Banasthali University)	3.5yrs	06.08.18	28	GMASTO Venture, Navjyoti India Foundation	NA	NA
6	Jyoti Yadav	Sr. Executive – Operations	2.99	Whole Time Employee	Graduation	10 yrs	01.04.19	41	GKP	NA	NA

S. No.	Name of the Employee	Designation	Gross Remuneration paid (Rs. in Lakhs)	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
7	Rakesh Ranjan	Sr. Executive – Business Development	2.77	Whole Time Employee	Graduation(College of Commerce, Patna)	13 yrs	01.04.14	39	Arihant Publication	NA	NA
8	Sharad Kumar	Executive – Operations	2.65	Whole Time Employee	12th (Govt. School, UP)	29yrs	01.07.12	52	Sanya Fibers GKP	NA	NA
9	Diksha Hazari	Sr. Executive – Operations	2.51	Whole Time Employee	Graduation (Jammu University)	2.5 yrs	23.07.18	25	NA	NA	NA
10	Sandeep Yadav	Executive – Business Development	2.11	Whole Time Employee	Graduation(subodh S Jain College)	7 yrs	01.11.18	29	FULL HARKS PVT LTD	NA	NA

**For and on behalf of the Board of Directors  
G.K. Publications Private Limited**



**Gantam Pnri**  
**Director**  
**DIN: 00033548**

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

**Date: August 03, 2021**  
**Place: New Delhi**



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

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