



**Career Launcher Infrastructure Pvt.ltd.**

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

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

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

**CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED**

**ANNUAL REPORT FOR THE FINANCIAL YEAR 2017-2018**



## Career Launcher Infrastructure Pvt.ltd.

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CIN : U45200DL2008PTC174240

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

### **THE BOARD OF DIRECTORS (As on July 06, 2018)**

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

: Director  
: Director  
: Director

### **STATUTORY AUDITORS** **(Financial Year 2017-18)**

: Haribhakti & Co. LLP,  
Chartered Accountants

### **REGISTERED OFFICE**

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

### **CORPORATE OFFICE**

: A-41, Espire Building, Lower Ground Floor,  
Mohan Co-Operative Industrial Area, Main  
Mathura Road, New Delhi – 110 044



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**CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED**

CIN: U45200DL2008PTC174240

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

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

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 11<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED WILL BE HELD ON WEDNESDAY, AUGUST 08, 2018 AT 09:30 A.M. AT A-41, ESPIRE BUILDING, LOWER GROUND FLOOR, MOHAN CO-OPERATIVE INDUSTRIAL AREA, MAIN MATHURA ROAD NEW DELHI 110044, TO TRANSACT THE FOLLOWING BUSINESSES:**

**ORDINARY BUSINESS:**

**1. Adoption of Annual Financial Statements for the Financial Year ended March 31, 2018;**

To receive, consider and adopt the Annual Audited Financial Statements of the Company for the financial year ended March 31, 2018, along with the reports of the Board of Directors and Statutory Auditors 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.”

**3. Ratification of Appointment of the Statutory Auditors for the Financial Year 2018-19 and to fix their remuneration in this regard;**

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

**“RESOLVED THAT** pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s) thereof) and pursuant to the recommendation of the Board of Directors, and pursuant to the confirmation of the appointment of the Auditors for a period of 5 (Five) years by the members of the Company at the Annual General Meeting held on September 30, 2014, the members hereby ratify the appointment of M/s Haribhakti & Co, LLP, Chartered Accountants (Firm Registration No. – 103523W), as the Statutory Auditors of the Company for the Financial Year 2018-19 at such remuneration and reimbursement of out of pocket expenses as may be agreed upon between the Auditors and the Board of Directors of the Company.”



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**SPECIAL BUSINESS:**

**4. Approval to increase Borrowing Powers of the Board under Section 180(1)(c) of the Companies Act, 2013:**

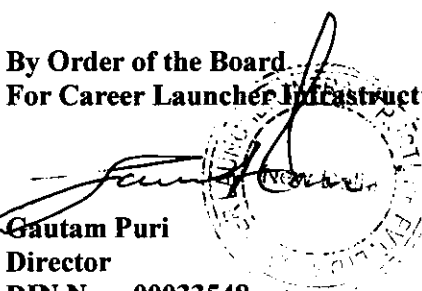
To consider and if thought fit, to pass, with or without modification (s) the following resolution as a **Special Resolution:**

**“RESOLVED THAT** in supersession of the earlier Ordinary Resolution passed in this respect, under Section 293(1)(d) of the Companies Act, 1956 at the Extra Ordinary General Meeting of the Company held on February 03, 2009 and pursuant to the provisions of Section 180(1)(c) and all other applicable provision, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification or reenactment thereof, for the time being in force), and the Articles of Association of the Company, the consent of the members’ of the Company be and is hereby accorded, as a special resolution, to increase the borrowing powers of the Board so as to bring within the ambit of Board’s absolute discretion, the power to borrow money(s), for and on behalf of the Company, with or without security and on such terms and conditions as the Board may in its absolute discretion deem fit, and for any purpose whatsoever, such that the money(s) to be borrowed together with the money(s) already borrowed, (excluding temporary loans obtained from the Company’s bankers in the ordinary course of Business) at any given point of time does not exceed Rs. 25,00,00,000/- (Rupees Twenty Five Crores only), notwithstanding that the money(s) to be borrowed together with the money(s) already borrowed by the Company (apart from cash credit arrangements, discounting of bills and other temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) exceeds the aggregate of the paid up share capital of the Company, and its free reserves, that is to say, reserves not set apart for any specific purpose.

**RESOLVED FURTHER THAT** the members of the Board, be and are hereby authorised and empowered to arrange or settle the terms and conditions on which such moneys are to be borrowed from time to time as to interest, repayment, security or otherwise as it may in its absolute discretion think fit;

**RESOLVED FURTHER THAT** the members of the Board, be and are hereby severally or jointly authorized to take such steps as may be necessary, and generally to do all such acts, deeds and things that may be considered necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

By Order of the Board  
For Career Launcher Infrastructure Private Limited

  
**Gautam Puri**  
Director  
DIN No. : 00033548

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

Date: July 06, 2018  
Place: New Delhi



## Career Launcher Infrastructure Pvt.ltd.

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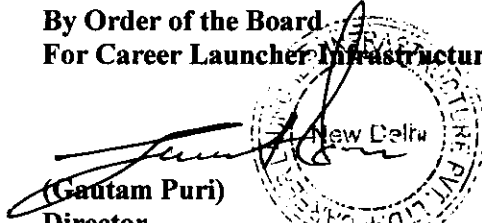
CIN : U45200DL2008PTC174240

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

### 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 Career Launcher Infrastructure Private Limited

  
(Gautam Puri)  
Director  
DIN No. : 00033548

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

Date: July 06, 2018  
Place: New Delhi



**Career Launcher Infrastructure Pvt. Ltd.**

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

**ITEM NO. 4**

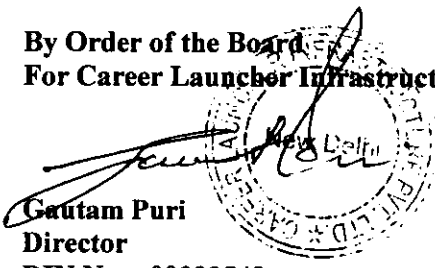
The approval of the members by way of special resolution is required in case the Company intends to borrow money(s) which (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) is in excess of the paid-up capital and the free reserves, that is to say reserves not set apart for any specific purpose subject to such borrowings. For the above purpose, the Board recommends to the members to increase the limit of borrowings to an amount not exceeding Rs. 25,00,00,000/- (Rupees Twenty Five Crores only), at any time.

The Board of Directors of your Company, therefore, recommends the Resolution to be passed as a Special Resolution by the Members.

None of the Directors or Key Managerial Personnel (KMPs) of the Company and/or their relatives are, in any way, concerned or interested, whether financially or otherwise, in passing the Proposed Resolution (Item No. 4) of the Notice.

Copies of all the documents mentioned herein above, if any, 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 Career Launcher Infrastructure Private Limited

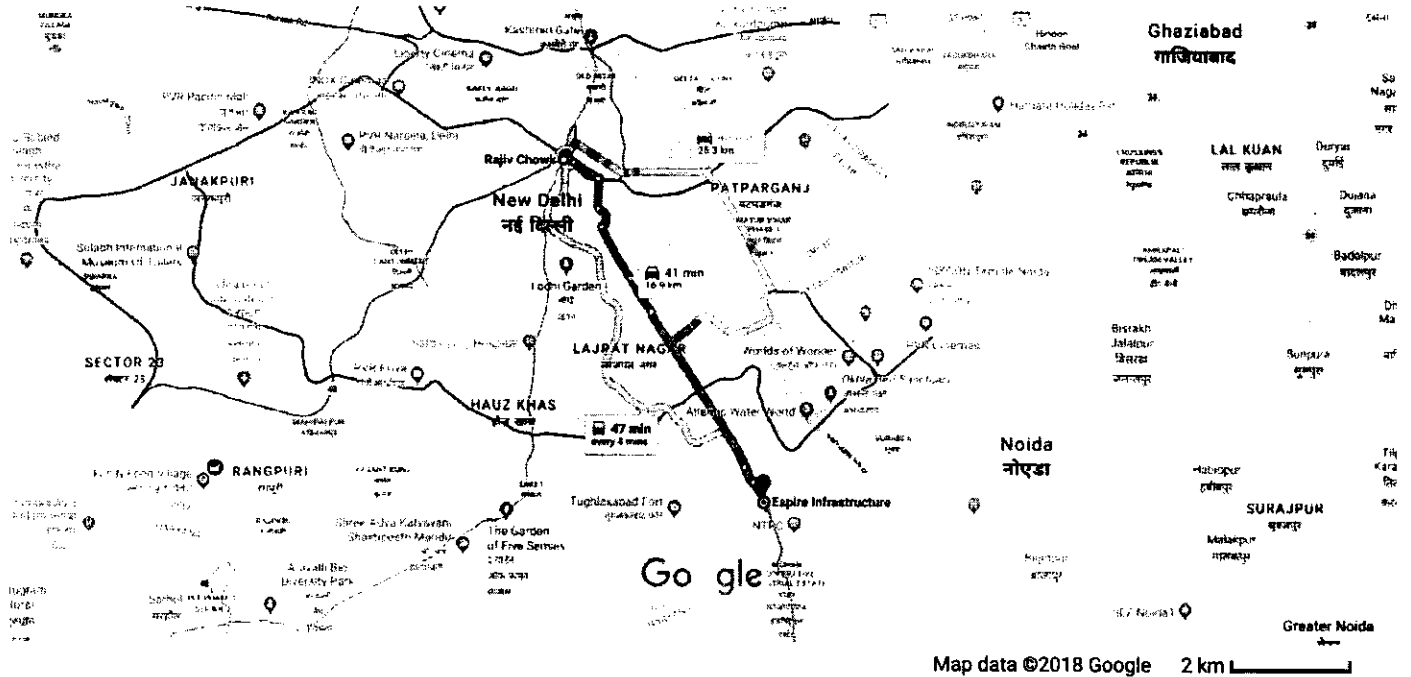
  
Gautam Puri  
Director  
DIN No. : 00033548

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

Date: July 06, 2018  
Place: New Delhi

Google Maps

Route Map from Rajiv Chowk to AGM Venue 'A-41, Espire Building, Lower Ground Floor, Mohan Co-operative Ind. Area, Main Mathura Road New Delhi 110044'



## **CAREER LAUNCHER INFRASTRUCTURE PRIVATE LIMITED**

### **BOARD'S REPORT 2018**

Your Directors are pleased to present their report on the business and operations of the Company for the financial year ended March 31, 2018.

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

<b>Particulars</b>	<b>(Rs. in Lacs)</b>	
	<b>March 31, 2018</b>	<b>March 31, 2017</b>
Total Revenue	81.83	35.26
Total expenditure	54.75	31.91
Profit / Loss from Continuing Operations before tax	27.08	3.35
Tax Expense	-	-
Profit / Loss from Continuing Operations after tax	27.08	3.35
Profit / Loss From discontinued Operations before Tax	2.47	(227.31)
Tax expenses of Discontinued operations	-	-
Profit / loss for the financial year from discontinuing operations	2.47	(227.28)
Profit / Loss for the financial year from Continuing & Discontinuing Operations	29.55	(223.93)
Profits brought forward from previous year	(1,492.22)	(1,268.29)
Carried to Balance sheet	(1,462.67)	(1,492.22)

During the financial year under review, your Company earned total revenue from operations of Rs. 81.83 Lacs as against 35.26 Lacs earned during financial year 2016-17, registering an increase of 132.08%.

The expenditures from operations have increased by 71.58% from a total expenditure of Rs. 31.91 Lacs during financial year 2016-17 to Rs. 54.75 Lacs during financial year 2017-18.

The profit from operations has increased by 708.36% from 3.35 Lacs in financial year 2016-17 to Rs.27.08 Lacs in financial year 2017-18. The profit from discontinued operations has increased by 101.09% from loss of Rs.227.28 Lacs in financial year 2016-17 to profit of Rs.2.47 Lacs in financial year 2017-18.

The Company earned a net profit of Rs. 29.55 Lacs in financial year 2017-18 against a net loss of Rs. 223.93 Lacs during financial year 2016-17.

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

CLIP, a wholly owned subsidiary of CLEIS, and hence an indirect subsidiary of CL, was incorporated in the year 2008. CLIP was engaged in the business of providing infrastructure facilities for K-12 schools operating under the brand Indus World School.

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

Pursuant to the CLIP Business Transfer Agreement, CLIP has agreed to transfer its business of providing leasing and infrastructural services required for operating K-12 schools which are run by Nalanda Foundation and all assets, liabilities, rights, obligations, etc. thereof, including land and buildings situated at Raipur and Indore and movable assets, receivables and contracts in connection with operation of the K-12 schools situated at the aforementioned locations("School Infrastructure"), on a slump sale basis, to I-



Takecare. The proposed sale of School Infrastructure is being undertaken for a lumpsum consideration of Rs. 4500.00 Lacs to be paid by I-Takecare to CLIP, out of which Rs. 4000.00 Lacs is payable prior to the closing of such transaction and balance in tranches. Further, under the terms of the CLIP Business Transfer Agreement, CLIP is required to pay a monthly interest amount calculated at 11% p.a. on advance sale consideration of ` 100.00 Lacs received from I-Takecare from the date of the CLIP Business Transfer Agreement until the date of closing of the transaction. The closing of the proposed sale of School Infrastructure is subject to fulfillment of certain conditions provided in the CLIP Business Transfer Agreement, which include, execution of sale deeds for sale of land, execution of assignment deed by CLIP in relation to the infrastructure contracts entered into between CLIP and Nalanda Foundation and receipt of all requisite consents and approvals by CLIP. However, till date I-Takecare has failed to fulfill its part of the contract and payments. Till the Company is able to sell these assets, the assets are leased to Nalanda Foundation on a quarterly rental basis.

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

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

### **4. DIVIDEND**

Your Directors do not recommend any Dividend for the Financial Year 2017-18.

### **5. CAPITAL STRUCTURE**

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

### **6. MATERIAL CHANGES**

There have been no material changes and commitments affecting the financial position of the Company between the end of financial year (March 31, 2018) and the date of the Report (July 06, 2018).

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

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

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

All transactions entered by the Company with Related Parties during the Financial Year 2017-18 as defined under section 2 (76) of the Companies Act, 2013 read with the Companies (Specification of Definitions Details) Rules, 2014 were in the Ordinary Course of Business and at Arm's Length pricing basis and in accordance with the provisions of the Companies Act, 2013. The Board of Directors were 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 Notes 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 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.

### **9. AMOUNT PROPOSED TO BE CARRIED TO ANY RESERVES**

The Company did not transfer any amount to reserves during the Financial Year 2017-18.

**10. EXTRACT OF THE ANNUAL RETURN**

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

**11. 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.

**12. INTERNAL FINANCIAL CONTROL SYSTEMS**

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

1. All accounting entries are passed through a fully integrated and robust ERP system, through which real time reports can be generated anytime;
2. There is an appropriate maker-checker system in place, whereby there is complete manpower segregation while making the accounting entries, and while posting the same into the ERP system.
3. All the bank accounts are maintained and operated under joint signatories.
4. Internal Audit is performed regularly.

**13. PARTICULARS OF EMPLOYEES**

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

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016, the names of the top ten employees in terms of remuneration drawn, as on March 31, 2018, along with the relevant information: NIL.

Further, during the financial year 2017-18, 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.

#### **14. DIRECTORS/ MANAGERS/ SECRETARY**

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

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

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

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

#### **15. AUDITORS**

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

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

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

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

In this connection, the attention of the members is invited to item no.3 of the Notice convening the Annual General Meeting 2018.

#### **16. AUDITOR'S REPORT 2018**

There are no reservations/ views/qualifications etc. of the auditors expressed in the Clauses of the Auditors/CARO Report 2018 and no instance of fraud has been reported by auditors under sub section (12) of section 143 of the Companies Act, 2013.

## 17. 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.

- **Number of Board Meetings held during the financial year 2017-18, with dates are as under:**

S. No.	Date	Board Strength	No. of Directors Present*
1	May 29, 2017	3	2
2	August 24, 2017	3	2
3	November 21, 2017	3	2
4	February 02, 2018	3	3

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

- **Attendance at Board Meetings held during the financial year 2017-18:**

Board and Board Committees	Board
Meetings held	4
Directors' Attendance	
Mr. Gautam Puri	4
Mr. Sujit Bhattacharyya	4
Mr. Gopal Jain	1

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

## 18. CORPORATE SOCIAL RESPONSIBILITY

The said provisions are yet not applicable on the Company.

## 19. RISK MANAGEMENT

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

## 20. WHISTLE BLOWER/VIGILANCE POLICY

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

## 21. DISCLOSURES

- No Bonus Shares were declared for the current financial year.
- 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.

- 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.
- i) Your company did not come across any complaint by any employee during the financial year under review under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## **22. DIRECTORS' RESPONSIBILITY STATEMENT**

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

- a) in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and no material departures have been made from the same;
- b) appropriate Accounting Policies have been selected and applied consistently and they have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company on March 31, 2018 and of the Profit and Loss of the Company for the financial year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Annual Accounts have been prepared on a going concern basis.
- e) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## **23. 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.



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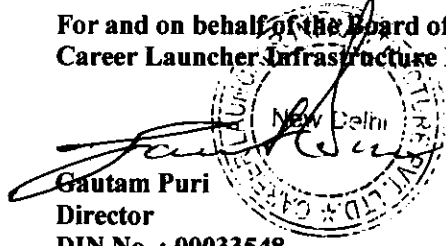
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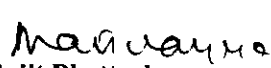
Your Directors also place on record their appreciation for the excellent contribution made by all employees who are committed to strong work ethics, excellence in performance and commendable teamwork and have thrived in a challenging environment.

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

  
Gautam Puri  
Director  
DIN No. : 00033548

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

Date: July 06, 2018  
Place: New Delhi

  
Sujit Bhattacharyya  
Director  
DIN No. : 00033613

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

**Annexure-I**

**Form - AOC-2**

**Particulars of Contracts / arrangements made with related parties**

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

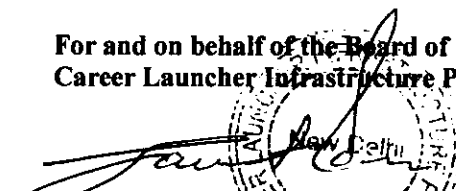
Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

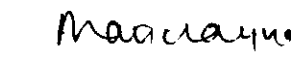
**1. Details of contract or arrangements of transactions not at arm's length basis:** There were no contracts or arrangements or transactions entered into by the Company with any of its Related Parties during the financial year ended March 31, 2018, which were not at arm's length basis.

**2. Details of Material contracts or arrangement or transactions at arm's length basis:** The details of material contracts or arrangements or transactions at arm's length basis for the financial year ended March 31, 2018 are as follows:-

S. No.	Name(s) of the related party and nature of relationship	Nature of Contracts/ arrangements/ 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 31.03.2018
1	Career Launcher Infrastructure Private Limited (CLIP) & Nalanda Foundation, Group Entity	Leasing out of infrastructure facilities for Indus World Schools.	-	CLIP has given infrastructure to Nalanda Foundation for running the schools. In return NF pays a certain % of revenue to CLIP and this % is almost similar or in range to what NF pays to outside infrastructure providers. Additionally NF pays CLIP interest at 5 BP higher than the rate CLIP has borrowed money from lenders for amounts outstanding.	29.05.2017	Nil	Rs. 282 Lacs

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

  
Gautam Puri  
Director  
DIN No. : 00033548

  
Sujit Bhattacharyya  
Director  
DIN No. : 00033613

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

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

Date: July 06, 2018  
Place: New Delhi

**Annexure II**
**FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**
**As on the financial year ended on March 31, 2018**
**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014**
**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U45200DL2008PTC174240
2.	Registration Date	February 20, 2008
3.	Name of the Company	Career Launcher Infrastructure Private Limited (CLIP)
4.	Category/Sub-category of the Company	Unlisted Private Limited Company / Limited by Shares (Wholly owned subsidiary of Public Company)
5.	Address of the Registered office & contact details	R-90, First Floor, Greater Kailash, Part - I, New Delhi – 110 048 Tel. No.: +91 11 41281100 Fax No.: +91 11 – 4128 1110
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, Telangana State Tel. No.: +91 40 6716 2222

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

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

\*As per National Industrial Classification 2008

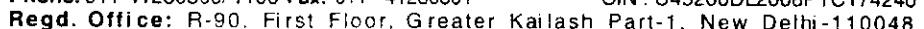
**III. PARTICULARS OF HOLDING /SUBSIDIARY AND ASSOCIATE COMPANIES** (as on March 31, 2018)

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

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

\*\* Mr. Satya Narayanan .R, holds (5000) five thousand equity shares of the Company as a nominee, for and on behalf of CLEIS.



[illegible]

ADRs									
Grand Total (A+B+C)	-	98468	98468	100	-	98468	98468	100	-

**\*\* Mr. Satya Narayanan .R, holds (5000) five thousand equity shares of the Company as a nominee, for and on behalf of CLEIS.**

(b) Details of **Preference Share Holding** as on March 31, 2017 and March 31, 2018 is mentioned below:

Category of Shareholders	No. of Shares held at the beginning of the financial year [As on March 31, 2017]	% of Total Shares	No. of Shares held at the end of the financial year [As on March 31, 2018]	% of Total Shares
Promoter				
Body Corporate	150000	100	150000	100

## II. Shareholding of Promoter

### Equity Shareholding

S.No.	Shareholder's Name	Shareholding at the beginning of the financial year [As on March 31, 2017]			Shareholding at the end of the financial year [As on March 31, 2018]			Change in share holding during the financial year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Career Launcher Education Infrastructure and Services Limited (CLEIS)	93468	94.92	-	93468	94.92	-	-
2	Mr. Satya Narayanan .R*	5000	5.08	-	5000	5.08	-	-

**\*\* Mr. Satya Narayanan .R, holds (5000) five thousand equity shares of the Company as a nominee, for and on behalf of CLEIS.**

### Preference Shareholding

S. No.	Shareholder's Name	Shareholding at the beginning of the financial year [As on March 31, 2017]			Shareholding at the end of the financial year [As on March 31, 2018]			Change in share holding during the financial year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	

1	Career Launcher Education Infrastructure and Services Limited (CLEIS)	150000	100%	-	150000	100%	-	-
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III. Change in Promoters' Shareholding (please specify, if there is no change): **No Change**

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

V. Shareholding of Directors and Key Managerial Personnel:

S No.	Name of the Director/ Key Managerial Personnel	Shareholding		Date	Increase/ Decrease In share holding	Reason	Cumulative Shareholding during the financial year (March 31, 2017 to March 31, 2018)	
		No. of shares at the beginning March 31, 2017/ End of the financial year March 31, 2018	% of total shares of the Company				No. of Shares	% of total Shares
1	Mr. Satya Narayanan .R*	5000/5000	5.08/5.08	-	-	-	5000/5000	5.08/5.08

**\*\* Mr. Satya Narayanan .R, holds (5000) five thousand equity shares of the Company as a nominee, for and on behalf of CLEIS.**

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

(Rs. in Lacs)

S. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
1	Indebtedness at the beginning of the financial year (April 01, 2017)				
	i) Principal Amount	-	2770.57	-	2770.57
	ii) Interest due but not paid				
	iii) Interest accrued but not due				
	<b>Total (i+ii+iii)</b>	-	<b>2770.57</b>	-	<b>2770.57</b>
	Change in Indebtedness during the financial year				
	* Addition	-	262.40	-	262.40
	* Reduction	-	(898.62)	-	(898.62)
	<b>Net Change</b>	-	<b>(636.22)</b>	-	<b>(636.22)</b>

<b>2</b>	<b>Indebtedness at the end of the financial year (March 31, 2018)</b>				
	<b>i) Principal Amount</b>	-	2,134.35	-	2,134.35
	<b>ii) Interest due but not paid</b>				
	<b>iii) Interest accrued but not due</b>				
	<b>Total (i+ii+iii)</b>	-	2,134.35	-	2,134.35

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**


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

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

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

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

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

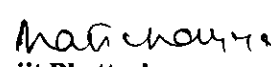
  
Gautam Puri  
Director  
DIN No. : 00033548



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

Date: July 06, 2018

Place: New Delhi

  
Sujit Bhattacharyya  
Director  
DIN No. : 00033613

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