

# **ICE GATE EDUCATIONAL INSTITUTE PRIVATE LIMITED**

Registered Office: 204, Shop No.101, First Floor, Amit Enclaves, B. No. 64, Swastik Society, Opposite Sagun complex, Navrangpura Ahmedabad – 380009, Gujarat, India

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**ICE GATE EDUCATIONAL INSTITUTE PRIVATE LIMITED**

**ANNUAL REPORT FOR THE FINANCIAL YEAR 2021-22**

**THE BOARD OF DIRECTORS (as on August 03, 2022)**

**Mr. Rohan Garg**  
**Mr. Lloyd Mohan Palikandy**  
**Mr. Gautam Puri**  
**Mr. Himanshu Jain**  
**Mr. Sujit Bhattacharyya**

**Director**  
**Director**  
**Director**  
**Director**  
**Director**

**STATUTORY AUDITORS**  
**(Financial Year 2021-22)**

**M/s. NKSC & Co.**  
**Chartered Accountants**

**REGISTERED OFFICE**

**Shop No.101, First Floor, Amit Enclaves, B. No. 64,**  
**Swastik Society, Opp. Sagun complex, Navrangpura**  
**Ahmedabad Gujarat 380009**

**ISIN: INE08RB01014**

**ICE GATE EDUCATIONAL INSTITUTE PRIVATE LIMITED**

CIN: U80300GJ2015PTC084170

**Registered Office:** Shop No.101, First Floor, Amit Enclaves, B. No. 64, Swastik Society, Opp Sagun complex,  
Navrangpura Ahmedabad Gujarat 380009

**Telephone:** 079 4006 8001, **Email:** [hoaccounts@icegateinstitute.com](mailto:hoaccounts@icegateinstitute.com)

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 7<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF ICE GATE EDUCATIONAL INSTITUTE PRIVATE LIMITED WILL BE HELD ON THURSDAY, SEPTEMBER 15, 2022 AT 09:15 A.M. AT A-45 FIRST FLOOR, MOHAN CO-OPERATIVE INDUSTRIAL ESTATE, NEW DELHI 110044\*, TO TRANSACT THE FOLLOWING BUSINESSES:**

**ORDINARY BUSINESS:**

**1. Adoption of Annual Audited Financial Statements for the Financial Year ended March 31, 2022;**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022, along with the reports of the Statutory Auditor and Board of Directors thereon.

**2. Retirement by Rotation;**

To appoint a Director in place of Mr. Rohan Garg (DIN: 07188764), 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. Rohan Garg (DIN: 07188764), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.”

**3. Re-appointment of the Statutory Auditor for a period of One (1) year 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, if any, of the Companies Act, 2013, including any statutory amendment(s) or reenactment(s) thereof for the time being in force, read with the Companies (Audit and Auditors) Rules, 2014, and based on the recommendation of the Board of Directors of the Company, the approval of the Members be and is hereby accorded to the re-appointment of M/s. NKSC & Co., Chartered Accountants (Registration No. 20076N), as the Statutory Auditor of the Company for a period of One (1) year, i.e., for the Financial Year 2022-23, to hold office till the conclusion of the 08<sup>th</sup> Annual General Meeting to be held in the year 2023, at such terms and conditions, remuneration and reimbursement of out of pocket expenses as may be agreed upon between the Statutory Auditor and the Board of Directors of the Company.”

***\*Consent to hold the AGM at a place other than where the Registered Office of the Company is situated received in writing from 100% shareholders.***

**By order of the Board**  
**ICE Gate Educational Institute Private Limited**

  
**Rohan Garg**  
**Director**  
**DIN: 07188764**



**Address: B-82, Prime Plaza, NFD Circle,**  
**Bodakdev, Ahmedabad 380054 Gujarat**

**Date: August 03, 2022**  
**Place: New Delhi**

**NOTES:**

- 1.** A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company. Proxy in order to be effective must be deposited at the company's Registered Office not less than 48 (Forty Eight) hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
- 2.** In case of Corporate Member, a certified copy of the Board Resolution authorizing the representative to attend and vote on its behalf at the meeting must be sent.
- 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.



**ICE GATE EDUCATIONAL INSTITUTE PRIVATE LIMITED**

(CIN: U80300GJ2015PTC084170)

**BOARD'S REPORT 2022**

Your Directors are pleased to present their report on the business and operations of ICE Gate Educational Institute Private Limited (hereinafter referred to as the "Company" or "ICE Gate") for the Financial Year ended March 31, 2022.

**1. FINANCIAL HIGHLIGHTS**

(Amount in Rs. Lakhs)

Particulars	March 31, 2021	March 31, 2022
Total Income	466.68	248.59
Total expenditure	499.33	311.95
Profit / Loss Before tax	(32.65)	(63.36)
Tax Expenses	2.81	(17.36)
Profit / Loss after tax	(35.46)	(46.00)
Other Comprehensive Income	0.78	2.12
Total Comprehensive Income	(34.68)	(43.88)

The total income of the company decreased by about 47% to Rs. 248.59 Lakhs in FY 2022 from Rs. 466.68 Lakhs in FY 2021. This was mainly due to subsequent waves of the global pandemic COVID 19 as a result of which the physical Coaching Centers remained closed through most of the year.

Consequently, the expenses also decreased by about 38% to Rs. 311.95 Lakhs in FY 2022 from Rs. 499.33 Lakhs in FY 2021.

**2. STATE OF COMPANY'S AFFAIRS**

Your Company is currently engaged in the business of providing education for students preparing for Graduate Aptitude Test in Engineering (GATE) and related exams.

Your Directors 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. SUBSIDIARIES, JOINT VENTURES & ASSOCIATES**

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

**5. DIVIDEND**

Your Directors do not recommend any dividend for the year ended March 31, 2022.

**6. CAPITAL STRUCTURE**

The paid-up Equity Share Capital of the Company as on March 31, 2022 was Rs. 1.00 Lakh. During the year under review, the Company did not issue any shares.

**7. 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.

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

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

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

All transactions entered into by the Company with Related Parties during the Financial Year 2021-22 as defined under section 2(76) of the Companies Act, 2013 were in the Ordinary Course of Business and at Arm's Length basis. Suitable disclosures as required under IndAS-24 have been made in the Note No. 36 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, are annexed as **Annexure-I** to this Report.

## **10. TRANSFER TO RESERVES**

In view of the losses incurred by the Company during the Financial Year 2021-22, no amount has been transferred to reserves.

## **11. 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 2021-2022 is attached as **Annexure - II** to this Report.

## **12. 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.

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

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

## **14. 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 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.

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.



## **15. 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, 2022, along with the relevant information thereon is given in **Annexure III**.

Further, during the Financial Year 2021-22, 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.

## **16. DIRECTORS**

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

Mr. Rohan Garg (DIN: 07188764) Director, been longest in office retires by rotation at the forthcoming Annual General Meeting (2022) and being eligible offers himself for re-appointment. Resolution seeking members' approval to the appointment of Mr. Rohan Garg (DIN: 07188764) has been incorporated in the notice convening the 7<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 2021-22 and 2022-23.

The Company has received confirmation from all the Directors that as on March 31, 2022, none of the Directors were disqualified to act as Directors by virtue of the provisions of Section 164(2) of the Act.

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

The Board of Directors as well as the Members of the Company, had, at their respective Meetings held on August 05, 2019, and September 28, 2019, approved the appointment of M/s. NKSC & Co., Chartered Accountants (Registration No. 20076N), as the Statutory Auditor of the Company, for a term of 3 (Three) consecutive years commencing from the Financial Year 2019-20 i.e. to hold office till the conclusion of the 07<sup>th</sup> Annual General Meeting to be held during the Financial Year 2021-22.

The Board of Directors, at its meeting held on August 03, 2022, has approved and recommended the re-appointment of M/s. NKSC & Co. Chartered Accountants (Registration No. 20076N) as the Statutory Auditor of the Company for a further period of One (1) year i.e. from the conclusion of 07<sup>th</sup> Annual General Meeting till the conclusion of the 08<sup>th</sup> Annual General Meeting of the Company to be held during the financial year 2023-24.

The Company has received written consent and a certificate from the Statutory Auditor stating that they satisfy the eligibility criteria provided under Section 141 of the Act read with the Rules made thereunder and that the appointment, if approved by the members of the Company, shall be within the limits

prescribed under the Companies Act, 2013, and confirming that they are not disqualified for such appointment pursuant to the applicable provisions of the Act and the Rules made thereunder.

In this respect, the Members are requested to approve the re-appointment of M/s. NKSC & Co. Chartered Accountants, as the Statutory Auditor of the Company for a further term of One (1) year i.e., to hold office from the conclusion of the 07<sup>th</sup> Annual General Meeting to be held in the Financial Year 2022-23 till the conclusion of the 08<sup>th</sup> Annual General Meeting to be held during the Financial Year 2023-24 and to fix their remuneration in this regard.

#### **Statutory Auditor's Report 2022**

There is no qualification, reservation, adverse remark or disclaimer made by the auditors in the Auditors/CARO Report and no instance of fraud has been reported by the auditors under sub section (12) of section 143 of the Companies Act, 2013.

### **18. 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.

The Board of Directors comprises of 5 Directors, of which One i.e., Mr. Rohan Garg is Executive Director and the rest are Non-Executive Directors. Mr. Gautam Puri, Mr. Sujit Bhattacharyya and Mr. Himanshu Jain are Nominee (Of CL Educate Ltd.- the Holding Company of the Company) Directors on the Board of the Company. The Company paid a total remuneration of Rs. 33.00 Lakhs to Mr. Rohan Garg during the Financial Year 2021-22.

- **Details of the Board Meetings held during the Financial Year 2021-2022 are as under:**

S. No.	Date of Meeting	Board Strength	No. of Directors Present
1	June 23, 2021	5	5
2	August 03, 2021	5	2
3	October 30, 2021	5	4
4	February 02, 2022	5	3

- **Attendance at Board Meetings held during the Financial Year 2021-22:**

Board	Board
Meetings held	4
Directors' Attendance	
Mr. Lloyd Mohan Palikandy	2
Mr. Rohan Garg	1
Mr. Gautam Puri	3
Mr. Himanshu Jain	4
Mr. Sujit Bhattacharyya	4

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

### **19. CORPORATE SOCIAL RESPONSIBILITY**

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

### **20. 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.



## **21. 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, 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 (Listing Obligations and Disclosures Requirements) 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 affirms that no complaints were received under the Whistle Blower / Vigil Mechanism during the Financial Year 2021-22, and no complaint was pending to be resolved as on March 31, 2022.

## **22. DISCLOSURES**

- a) No Bonus Shares were declared for the current Financial Year.
- b) There was no amount which was required to be transferred to the Investor Education and Protection Fund (IEPF).
- c) Your Company has not issued any Equity shares with Differential rights during the 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) The maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable on the Company.
- j) During the year under review, the Company did not make any application under the Insolvency and Bankruptcy Code, 2016, and hence no proceeding is pending under the Code.
- k) The requirement of stating the difference between the amount of valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions does not arise, and the same is not applicable on the Company.

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

During the year under review, the total number employees on the payroll of the Company was well below the threshold prescribed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder for the Constitution of an Internal Complaints Committee. Hence the requirement of constituting Internal Complaints Committee was not applicable on your Company. However, 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.

## **24. 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, 2022, 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, 2022 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

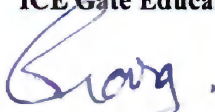
- and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the Annual Financial Statements/Annual Accounts on a 'going concern' basis;
  - e) the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial 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.

## **25. 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  
ICE Gate Educational Institute Private Limited**



**Rohan Garg**  
Director  
DIN: 07188764



**Address: B-82, Prime Plaza, NFD Circle,  
Bodakdev, Ahmedabad 380054 Gujarat**

**Date: August 03, 2022  
Place: New Delhi**



**Himanshu Jain**  
Director  
DIN: 07986359

**Address: D-106, Parsvnath Prestige,  
Sector-93A, Noida 201304 Uttar Pradesh**



# ANNEXURES TO BOARD'S REPORT 2022

## 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.

- 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, 2022, which were not at arm's length basis.
- Details of Material contracts or arrangement or transactions at arm's length basis:** During the Financial Year ended March 31, 2022, there were no contracts or arrangements or transactions entered into with Related Parties that were Material. For the sake of transparency, and as a Good Corporate Governance measure, the details of all the contracts or arrangements or transactions at arm's length basis during the Financial Year ended March 31, 2022 are given here:

(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 31.03.2022
CL Educate Limited, Holding Company	Allocation of Manpower Cost in relation to shared staff (Support)	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 2021-22.	CL and ICE GATE have entered into an arrangement whereby an appropriate portion of the salaries of certain support staff, based broadly on their respective contribution to ICE GATE is allocated.	23.06.2021	-	6.13
CL Educate Limited, Holding Company	Consumption of Video Content by ICE GATE from CL Platform	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 2021-	Cost Sharing Expenses Related to Zoom & Video Consumption Charges for Video Content available on CL Platform.	23.06.2021	-	6.85



		22.				
CL Educate Limited, Holding Company	Material Purchase and Sale. Sale of books by CL (Publishing Division) to ICEGATE	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 2021-22.	CL (Publishing Division) publishes the course books for ICE GATE and sells the same at a discount of 50% on the MRP as per standard industry practice.	19.05.2022	-	10.74

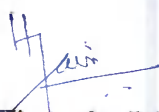
For and on behalf of the Board of Directors  
ICE Gate Educational Institute Private Limited

  
**Rohan Garg**  
Director  
DIN: 07188764



Address: B-82, Prime Plaza, NFD Circle,  
Bodakdev, Ahmedabad 380054 Gujarat

Date: August 03, 2022  
Place: New Delhi

  
**Himanshu Jain**  
Director  
DIN: 07986359

Address: D-106, Parsvnath Prestige,  
Sector-93A, Noida 201304 Uttar Pradesh

**FORM NO. MGT-7**

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

U80300GJ2015PTC084170

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AADC18954K

(ii) (a) Name of the company

ICE GATE EDUCATIONAL INSTITUTE PRIVATE LIMITED

(b) Registered office address

Shop No.101,First Floor, Amit Enclaves,B. No. 64,  
Swastik Society, Opp Sagun complex,Navrangpura  
Ahmedabad  
Ahmedabad  
Gujarat  
380002

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

rachna.sharma@careerlauncher.com

(d) \*Telephone number with STD code

01141281100

(e) Website

(iii) Date of Incorporation

12/08/2015

(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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held

(a) If yes, date of AGM Scheduled to be held on September 15, 2022

(b) Due date of AGM 30/09/2022

(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	69.5

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

(i) \*SHARE CAPITAL

(a) Equity share capital

Total number of equity shares	10,000	10,000	10,000	10,000
Total amount of equity shares (in Rupees)	100,000	100,000	100,000	100,000

Number of classes

1

	Authorised capital	Issued capital	Subscribed capital	Up capital
Number of equity shares	10,000	10,000	10,000	10,000



Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000	100,000	100,000	100,000

**(b) Preference share capital**

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

Number of classes

0

Class of shares	Number of preference shares	Nominal value per share (in rupees)	Total amount of preference shares (in rupees)	capital

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Physical	DEMAT	Total	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>						
At the beginning of the year	0	10,000	10000	100,000	100,000	
<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						
<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						
<b>At the end of the year</b>	0	10,000	10000	100,000	100,000	
<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						
<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						
<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)

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				
Date of registration of transfer (Date Month Year)				
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Transferor				
Transferor's Name				
	Surname	middle name	first name	
Ledger Folio of Transferee				



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**

23,922,754

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

-1,326,631

**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	3,050	30.5	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)	6,950	69.5	0	
10.	Others	0	0	0	
	<b>Total</b>	<b>10,000</b>	<b>100</b>	<b>0</b>	<b>0</b>

**Total number of shareholders (promoters)**

3

**(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)**

3

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

<b>Detail</b>	<b>At the beginning of the year</b>	<b>At the end of the year</b>
Promoters	5	3
Members (other than promoters)	0	0
Debenture holders	0	0

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

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

<b>Category</b>	<b>Number of directors at the beginning of the year</b>		<b>Number of directors at the end of the year</b>		<b>Percentage of shares held by directors as at the end of year</b>	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	0	1	1	25.5	5
<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	3	0	3	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	3	0	3	0	0
<b>Total</b>	2	3	1	4	25.5	5

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

5

**(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)
GAUTAM PURI	00033548	Nominee director	0	
Sujit Bhattacharyya	00033613	Nominee director	0	
Lloyd Mohan Palikandy	05236563	Director	500	
ROHAN GARG	07188764	Whole-time director	2,550	
HIMANSHU JAIN	07986359	Nominee 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

3

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	06/09/2021	4	3	98.9
Extra Ordinary General Meeting ("EGM")	24/11/2021	4	2	90.05
Extra Ordinary General Meeting ("EGM")	14/03/2022	3	2	95

**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	23/06/2021	5	5	100
2	03/08/2021	5	2	40

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	30/10/2021	5	4	80
4	02/02/2022	5	3	60

#### 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  Scheduled on 15/09/2022
		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	
1	GAUTAM PUF	4	3	75	0	0	0	
2	SUJIT BHATT	4	4	100	0	0	0	
3	LLOYD MOHA	4	2	50	0	0	0	
4	ROHAN GARG	4	1	25	0	0	0	
5	HIMANSHU JA	4	4	100	0	0	0	

#### 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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rohan Garg	Whole Time Dire	3,300,000	0	0	0	3,300,000
	Total		3,300,000	0	0	0	3,300,000

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

0



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

0

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

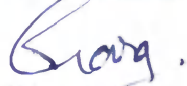
☒ Yes ☐ No

**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  
ICE Gate Educational Institute Private Limited



Rohan Gang  
Director  
DIN: 07188764

Address: B-82, Prime Plaza, NFD Circle,  
Bodakdev, Ahmedabad 380054 Gujarat

Date: August 03, 2022  
Place: New Delhi



Himanshu Jain  
Director  
DIN: 07986359

Address: D-106, Parsvnath Prestige,  
Sector-93A, Noida 201304 Uttar Pradesh



**Annexure - III**

**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**

**Top 10 employees in terms of remuneration during the Financial Year 2021-22**

S. No.	Name of the Employee	Designation	Gross Remuneration paid per annum (Rs. in Lakh)	Nature of Employment	Educational Qualification	Experience (in years)	Date of Joining	Age	Previous employment	Equity holding in the Company as on March 31, 2022	Name of director or manager who is the relative of Employee
1	Rohan Garg	Director and Promoter	33.00	Permanent	B-Tech	11+	12.08.2015	35	Kamania Education Pvt Ltd	2,550 (25.5%)	-
2	Rabari Vijaybhai Jamabhai	Executive	2.07	Permanent	BA	6+	01.04.2015	33	NA	-	-

**For and on behalf of the Board of Directors  
ICE Gate Educational Institute Private Limited**

  
**Rohan Garg**  
Director  
DIN: 07188764

  
**Himanshu Jain**  
Director  
DIN: 07986359

**Address: B-82, Prime Plaza, NFD Circle,  
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**Address: D-106, Parsvnath Prestige,  
Sector-93A, Noida 201304 Uttar Pradesh**

**Date: August 03, 2022  
Place: New Delhi**

