
Career Launcher Infrastructure Private Limited.

Statutory Audit for the year
ended March 31, 2017

INDEPENDENT AUDITOR'S REPORT

To the Members of Career Launcher Infrastructure Private Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Career Launcher Infrastructure Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls and ensuring their operating effectiveness and the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- (1) As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

- (2) As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of;
 - d. On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - e. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure 2".
 - f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations which would impact its financial position;
 - (ii) The Company did not have any long-term contracts including derivative contracts. Hence, the question of any material foreseeable losses does not arise;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



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(iv) The company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with the books of account maintained by the company and as produced to us by the Management (Refer Note No. 31 to the financial statements)

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W/W100048



(Raj Kumar Agarwal)

Partner

Membership No.074715



Place: New Delhi

Date: May 29, 2017

ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Career Launcher Infrastructure Private Limited on the financial statements for the year ended March 31, 2017]

- (i)
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) During the year, the fixed assets of the Company have been physically verified by the management and as informed, no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) The title deeds of immovable properties recorded as fixed assets in the books of account of the Company are held in the name of the Company.
- (ii) The Company does not hold any inventory. Accordingly, paragraph 3 (ii) of the Order is not applicable to the Company.
- (iii) The Company has granted unsecured loan to party covered in the register maintained under Section 189 of the Act.
- (a) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that, the terms and conditions of the aforesaid loans granted by the Company are not prejudicial to the interest of the Company.
 - (b) The schedule of repayment of principal and payment of interest in respect of such loans has not been stipulated thus we are unable to comment whether the repayments or receipts are regular and report amounts overdue for more than ninety days, if any, as required under paragraph 3(iii)(c) of the Order.
 - (c) In respect of the aforesaid loans, as the schedule of repayment of principal has not been stipulated, we are unable to comment whether there is any overdue amount of loans granted to party listed in the register maintained under Section 189 of the Act.
- (iv) Based on information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Act.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under.
- (vi) The Central Government has not prescribed the maintenance of cost records for any of the products of the Company under sub-section (1) of Section 148 of the Act and the rules framed there under.
- (vii) The Company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, however, there have been slight delay in few cases.
- (a) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax, customs duty, excise duty, cess and any other material statutory dues applicable to it, were outstanding, at the year end, for a period of more than six months from the date they became payable.

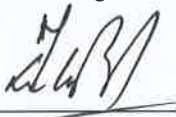


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- (b) According to the information and explanation given to us, there are no dues with respect to income tax, sales tax, service tax, value added tax, customs duty, excise duty, which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions. There are no debenture holders.
- (ix) In our opinion and according to the information and explanations given to us, the Company has utilized the money raised by way of term loans during the year for the purposes for which they were raised. The Company has not raised money by way of public issue offer during the year.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (xi) According to the information and explanations given to us, the Company has not paid / provided the managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Section 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year.
- (xvi) According to the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No. 103523W/ W100048



(Raj Kumar Agarwal)
Partner
Membership No.: 074715



Place: New Delhi
Date: May 29, 2017

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of Career Launcher Infrastructure Private Limited on the financial statements for the year ended March 31, 2017]

Report on the Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Career Launcher Infrastructure Private Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that



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(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 103523W/W100048



(Raj Kumar Agarwal)



Partner

Membership No. 074715

Place: New Delhi

Date: May 29, 2017

Career Launcher Infrastructure Private Limited
Balance Sheet as at March 31, 2017

		(Amount in ₹)	
	Note	March 31, 2017	March 31, 2016
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	2,484,680	2,484,680
Reserves and surplus	4	187,343,084	207,042,716
		189,827,764	209,527,396
Non-current liabilities			
Long-term borrowings	5	-	181,857,989
		-	181,857,989
Current liabilities			
Short-term borrowings	6	277,057,140	94,722,197
Other current liabilities	7	11,959,282	24,587,157
		289,016,422	119,309,354
TOTAL		478,844,186	510,694,739
ASSETS			
Non-current assets			
Fixed assets			
-Tangible assets	8	413,970,927	380,095,193
-Intangible assets	9	-	63,965
-Capital work-in-progress	21	6,312,785	6,312,785
Long-term loans and advances	10	8,362,162	20,375,425
		428,645,874	406,847,368
Current assets			
Trade receivables	11	31,667,704	11,559,346
Cash and bank balances	12	7,665,247	45,899
Short-term loans and advances	13	683,372	21,797,888
Other current assets	14	10,181,989	70,444,238
		50,198,312	103,847,371
TOTAL		478,844,186	510,694,739
Summary of significant accounting policies	2		

The accompanying notes form integral part of the financial statements.
As per our report of even date

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 103523W/W100048

Raj Kumar Agarwal
Partner
Membership No.: 074715

Place: New Delhi
Date: May 29, 2017

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

Gautam Puri
Director
DIN: 00033548

Place: New Delhi
Date: May 29, 2017

Sujit Bhattacharyya
Director
DIN: 00033613



Career Launcher Infrastructure Private Limited
Statement of Profit and Loss for the year ended March 31, 2017

		(Amount in ₹)	
	Note	March 31, 2017	March 31, 2016
Income			
Revenue from operations	15	-	-
Other income	16	3,524,970	10,528,327
Total revenue		3,524,970	10,528,327
Expenses			
Finance cost	17	77,888	411
Depreciation and amortisation	18	-	-
Other expenses	19	953,899	389,372
Total Expenses		1,031,787	389,783
Loss before tax		2,493,183	10,138,544
Tax expense			
- Earlier years' tax adjustment		1,076	-
Profit for the Year from Continuing operations		2,492,107	10,138,544
Loss from Discontinued operations	30	(22,191,739)	(23,740,785)
Tax expenses of Discontinued operations		-	-
Loss for the Year from discontinuing operations		(22,191,739)	(23,740,785)
Loss for the year		(19,699,632)	(13,602,241)
Loss per equity share (in ₹)	23		
Nominal value of ₹ 10 each (Previous year ₹ 10 each)			
Computed on the basis of Profit from Continuing Operation			
-Basic and diluted		25.31	102.96
Computed on the basis of Loss for the year			
-Basic and diluted		(200.06)	(138.14)
Summary of significant accounting policies	2		

The accompanying notes form an integral part of the financial statements.
As per our report of even date

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: 103523W/W/100048

Raj Kumar Agarwal
Partner
Membership No.: 074715



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

Gautam Puri
Director
DIN: 00033548

Sujit Bhattacharyya
Director
DIN: 00033613

Place: New Delhi
Date: May 29, 2017

Place: New Delhi
Date: May 29, 2017



Career Launcher Infrastructure Private Limited
Cash Flow Statement for the Year ended March 31, 2017

	(Amount in ₹)	
	Year ended March 31, 2017	Year ended March 31, 2016
Cash flow from operating activities		
Net Profit before tax from continuing business	2,493,183	10,138,544
Net Loss before tax from discontinuing business	(22,191,739)	(23,740,785)
<i>Non- cash adjustment to reconcile profit before tax and prior period items to net cash flows</i>		
Depreciation and amortization from continuing operations	-	-
Depreciation and amortization from discontinuing operations	8,870,996	9,981,240
Loss on sale of Fixed Assets, net	653,899	89,372
Forfeiture of advance received	(2,450,000)	(5,350,000)
Written off of Advances	-	-
Interest expense on term loan from bank	73,907	-
Interest on delay of payment of taxes	3,981	411
Interest income	(850,559)	(5,177,369)
	(13,396,332)	(14,058,587)
Movement in assets and liabilities, net		
<i>Adjustments for (increase)/decrease in operating assets:</i>		
Long-term loans and advances	443,000	1,084,000
Trade receivables	(20,108,358)	1,011,967
Short-term loans and advances	1,070,311	(1,272,231)
Other current assets	5,469,130	(926,023)
<i>Adjustments for increase/(decrease) in operating liabilities:</i>		
Other current liabilities	12,655,551	43,634
	(470,366)	(58,654)
Cash generated from/(used in) operations	(13,866,698)	(14,117,241)
Less: taxes paid net of refund	1,122,507	(2,720,704)
Net cash (used in) from operations	(12,744,191)	(16,837,945)
Cash flow from investing activities		
Purchase of fixed assets including capital work in progress	(3,085,145)	(1,948,437)
Movement in capital advances (net)	10,446,680	
Interest on delay of payment of taxes	(3,981)	(411)
Proceeds from sale of fixed assets	949,996	115,000
Loans advanced to related parties (refer footnote)	(1,795,795)	(21,669,061)
Loans realised from related parties	21,840,000	49,163,500
Interest on loans to related parties	13,061,488	517,737
Net cash generated from investing activities	41,413,243	26,178,328

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Career Launcher Infrastructure Private Limited
Cash Flow Statement for the Year ended March 31, 2017

Continued from previous page

	(Amount in ₹)	
	Year ended March 31, 2017	Year ended March 31, 2016
Cash flows from financing activities (refer footnote)		
Repayment of Short Term borrowing	182,334,936	-
Repayment of Long Term borrowing	(203,310,735)	(9,538,914)
Interest paid	(73,907)	(30,437,524)
Net cash (used in) financing activities	(21,049,706)	(39,976,438)
Net (decrease) in cash and cash equivalents (A)	7,619,346	(30,636,055)
Cash and cash equivalents (Refer note 13)		
-Beginning of the year (B)	45,899	244,430
-End of the year (A+B)	7,665,245	(30,391,625)
Deposit with original maturity of more than three months		-
Cash and bank balances as per balance sheet (A+B)	7,665,247	45,899

Footnote:

Includes trade receivable amounting ₹ Nil (Previous year ₹ 21,111,061) converted into unsecured loans.

Summary of significant accounting policies (refer note 2)

- i. The notes referred above form an integral part of the financial statements.
- ii. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard 3 on "Cash Flow Statements" as notified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

As per our report of even date

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.: 103523W


Raj Kumar Agarwal

Partner

Membership No.: 074715



For and on behalf of Board of Directors of

Career Launcher Infrastructure Private Limited


Gautam Puri

Director

DIN: 00033548


Sujit Bhattacharyya

Director

DIN: 00033613

Place: New Delhi

Date: May 29, 2017

Place: New Delhi

Date: May 29, 2017



Career Launcher Infrastructure Private Limited

Notes to the financial statements for the year ended March 31, 2017

1. Background

Career Launcher Infrastructure Private Limited ('the Company') was incorporated in India on February 20, 2008 to provide various infrastructure facilities. The infrastructure facilities are under use of third party in accordance with the agreement entered by the company. The company is a 100% subsidiary of Career Launcher Education Infrastructure and Services Limited which is a subsidiary of CL Educate Limited, the Ultimate Holding Company.

The accompanying financial statements reflect the results of the activities undertaken by the Company during the year April 1, 2016 to March 31, 2017.

2. Summary of Significant Accounting Policies

(a) Basis of preparation

The Financial Statements have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP) under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

(b) Current/non-current classification of assets/liabilities

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

(c) Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the reported date and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, actual results could differ from these estimates. Any revision in accounting estimate is recognized prospectively in current and future periods.

(d) Tangible assets

Tangible fixed assets are stated at cost of acquisition net of CENVAT (wherever applicable), less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and any cost attributable to bringing the assets to its working condition for its intended use.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance and cost of replacing parts, are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

Fixed assets retired from active use and held for disposal are stated at lower of book value and net realisable value as estimated by the Company and are shown separately in the financial statements under other current assets. Loss determined, if any, is recognised immediately in the Statement of Profit and Loss, whereas profit and sale of such assets is recognised only upon completion of sale thereof.



Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

(e) Intangible assets

An intangible asset is recognised when it is probable that the future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortisation and impairment losses, if any. Cost comprises the purchase price and any cost attributable to bringing the assets to its working condition for its intended use.

Losses arising from the retirement of, and gain or loss arising from disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of asset and recognised as income or expense in the Statement of Profit and Loss.

(f) Depreciation and amortisation

Depreciation has been calculated on Straight Line Method based on the following useful lives, based on management estimates and which are equal to the lives specified as per schedule II to the Act.

Depreciation on addition to tangible assets is provided on pro-rata basis from the date the assets are ready for intended use. Depreciation on sale/discard of tangible assets is provided for, up to the date of the sale, deduction or discard of tangible assets as the case may be.

Useful lives as per Schedule II to the Companies Act, 2013 are as under:-

Asset	Useful life in years
Tangible assets:	
Building	60
Building and leasehold improvements	3
Plant and Machinery	15
Furniture and Fixtures	8
Office Equipments	5
Vehicles	8
Computer Equipments	3
Intangible assets :	
Software	5

Amortization

Intangible assets are amortized over a period of 5 years on straight line method from the year of acquisition or validity of the license, whichever is earlier.

Amortization on addition to intangible assets is provided on pro-rata basis from the date the asset is ready/available for its intended use. Amortization on sale/deduction from intangible assets is provided for up to the date of deduction, as the case may be.

All intangible assets costing \leq 5,000 or below are amortized in full by way of a one-time amortization charge.

(g) Borrowing Costs

Borrowing costs relating to acquisition or construction or production of assets which take substantial period of time to get ready for its intended use are included as cost of such assets to the extent they relate to the period till such assets are ready to be put to use. Other borrowing costs are recognised as an expense in the period in which they are incurred.



Career Launcher Infrastructure Private Limited

Notes to the financial statements for the year ended March 31, 2017

(h) Impairment of assets

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors as mentioned in Accounting Standard- 28 "Impairment of Assets". An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

(i) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the Company and revenue can be reliably measured.

Infrastructure Fee: Infrastructure fee is charged from different institutions on revenue sharing basis and is recognized on accrual basis over the year of rendering infrastructure facilities.

License Fee: License fee on account of grant of brand on non-exclusive basis is onetime fee charged from different schools is recognised on execution of the agreement.

Interest Income: Revenue from interest on inter-corporate loans and time deposits are recognised on the time proportion method taking into consideration the amount outstanding and the applicable interest rates.

(j) Employee benefits

Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as Short term employee benefits. Benefits such as salaries, bonus etc. are recognized in the Statement of Profit and Loss in the period in which the employee renders the related service.

Long term employee benefits

i) Defined contribution plan:

The Company is not presently liable to contribute, deduct and deposit Provident Fund.

ii) Defined benefit plan: Gratuity

The Company provides for retirement benefits in the form of Gratuity. Benefits payable to eligible employees of the Company with respect to gratuity, a defined benefit plan is accounted for on the basis of an actuarial valuation as at the Balance Sheet date. In accordance with the Payment of Gratuity Act, 1972, the plan provides for lump sum payments to vested employees on retirement, death while in service or on termination of employment an amount equivalent to 15 days basic salary for each completed year of service. Vesting occurs upon completion of five years of service. The present value of such obligation is determined by the projected unit credit method and adjusted for past service cost and fair value of plan assets as at the Balance Sheet date through which the obligations are to be settled. The resultant actuarial gain or loss on change in present value of the defined benefit obligation or change in return of the plan assets is recognised as an income or expense in the Statement of Profit and Loss. The Company contributes to a fund set by Life Insurance Corporation of India through employee group gratuity trust.

iii) Other long term employee benefits: Leave encashment

Benefits under the Company's leave encashment scheme constitute other employee benefits. The liability in respect of leave encashment is provided on the basis of an actuarial valuation done by an independent actuary using Projected Unit Credit Method at the end of the year. Actuarial gain and losses are recognised immediately in the Statement of Profit and Loss.



Career Launcher Infrastructure Private Limited

Notes to the financial statements for the year ended March 31, 2017

(k) Tax Expense

Tax expense for the year comprising current tax, MAT credit and deferred tax is included in determining the net profit (loss) for the year.

Current tax

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

Deferred Tax

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carry forward of losses, deferred tax assets are recognised only if there is a virtual certainty backed by convincing evidence of realization of such assets. Deferred tax assets are reviewed at each Balance Sheet date and are written-down or written up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the Statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(l) Leases

Operating Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership over the lease term are classified as operating lease.

As lessee

Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight line basis over the lease term.

As lessor

The assets given under operating lease are shown in the Balance Sheet under fixed assets and depreciated according to depreciation policy of the Company. The lease income is recognized in the Statement of Profit and Loss on a straight-line basis over the lease period.

(m) Provision, contingent liabilities and contingent assets

Provision

Provisions are recognized when the Company has a present obligation as a result of past events and it is more likely that an outflow of resources will be required to settle the obligations and the amount has been reliably estimated. Such provisions are not discounted to their present value and are determined based on the management's estimation of the obligation required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect management's current estimates.



Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

Contingent liabilities

A disclosure for a contingent liability is made where it is more likely than not that a present obligation or possible obligation may result in or involve an outflow of resources. When no present or possible obligation exists and the possibility of an outflow of resources is remote, no disclosure is made.

Contingent assets

Contingent assets are neither recorded nor disclosed in the financial statements.

(n) Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with banks, other short term highly liquid investments with original maturity of three months or less.

(o) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the reporting period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares, except where the result would be anti-dilutive. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date.

(p) Material Events

Material Events occurring after Balance Sheet date are taken into cognizance.

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Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

3. Share capital

The Company has two classes of shares i.e. equity shares and 0.01% optionally convertible non cumulative preference shares, both having a par value of ₹ 10 per share.

Particulars	(Amount in ₹)			
	March 31, 2017		March 31, 2016	
	Numbers	Amount in ₹	Numbers	Amount in ₹
Authorised shares				
Equity shares of ₹ 10 each (previous year ₹ 10 each)	100,000	1,000,000	100,000	1,000,000
0.01% Optionally convertible non cumulative preference shares of ₹ 10 each (previous year ₹ 10 each)	200,000	2,000,000	200,000	2,000,000
Issued, subscribed and fully paid up shares				
Equity shares of ₹ 10 each (previous year ₹ 10 each)*	98,468	984,680	98,468	984,680
0.01% Optionally convertible non cumulative preference shares of ₹10 each	150,000	1,500,000	150,000	1,500,000
	248,468	2,484,680	248,468	2,484,680

* The equity shares of the Company, aggregately 51%, out of total holding of Career Launcher Education Infrastructure and Services Limited, the holding company were pledged with HDFC Limited against sanctioned term loan of ₹ 280,000,000 (previous year ₹ 280,000,000). The Company has repaid the said loan on March 31, 2017 and accordingly equity shares are free of any encumbrance, pledge etc.

a) Reconciliation of shares outstanding as at the beginning and at the end of the reporting period

Equity shares

Particulars	March 31, 2017		March 31, 2016	
	Numbers	Amount in ₹	Numbers	Amount in ₹
At the begning of the year	98,468	984,680	98,468	984,680
Outstanding at the end of the year	98,468	984,680	98,468	984,680

Preference shares

Particulars	March 31, 2017		March 31, 2016	
	Numbers	Amount in ₹	Numbers	Amount in ₹
At the beginning of the year	150,000	1,500,000	150,000	1,500,000
Outstanding at the end of the year	150,000	1,500,000	150,000	1,500,000

b) Terms/rights attached to equity/preference shares

Equity shares

Voting

Each holder of equity shares is entitled to one vote per share held.

Dividends

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting, except in the case where interim dividend is distributed.

Liquidation

In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive all of the remaining assets of the Company, after distribution of all preferential amounts, if any. Such distribution amounts will be in proportion to the number of equity shares held by the shareholders.



Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

Preference shares

Voting

The preference shares do not carry any voting rights.

Dividends

The Company declares and pays dividends in Indian rupees. Preference shares have preferential right of dividend over equity shares in event of declaration of dividend. These shares carry dividend rate of 0.01%. The dividend is payable only when the Company declares dividend during a particular financial year.

Terms of conversion/redemption

The preference shares are issued for a period of five years with an option of their conversion into equity shares. The price, rate and other terms of conversion/redemption will be mutually agreed upon at the time of redemption.

Liquidation

In the event of liquidation of the Company, the holders of OCNPS shall be entitled to receive all of the remaining assets of the Company, after distribution of all preferential amounts and before payment to equity shareholders, if any. Such distribution amounts will be in proportion to the number of OCNPS held by the shareholders upto the extent of agreed redemption amount of such shares.

c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity and preference shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

Equity Shares

Name of share holders	March 31, 2017			March 31, 2016		
	Numbers	Amount in ₹	% held	Numbers	Amount in ₹	% held
i. Career Launcher Education Infrastructure and Services Limited (Holding Company)	93,468	934,680	94.92	93,468	934,680	94.92

Preference Shares

Name of share holders	March 31, 2017			March 31, 2016		
	Numbers	Amount in ₹	% held	Numbers	Amount in ₹	% held
Career Launcher Education Infrastructure and Services Limited (Holding Company)	150,000	1,500,000	100.00	150,000	1,500,000	100.00

d) Details of shareholders holding more than 5% shares in the Company

Equity Shares

Name of share holders	March 31, 2017			March 31, 2016		
	Numbers	Amount in ₹	% held	Numbers	Amount in ₹	% held
i. Career Launcher Education Infrastructure and Services Limited (Holding Company)	93,468	934,680	94.92	93,468	934,680	94.92
ii. Satya Narayanan R. (as nominee of Career Launcher Education Infrastructure and Services Limited)	5,000	50,000	5.08	5,000	50,000	5.08

Preference Shares

Name of share holders	March 31, 2017			March 31, 2016		
	Numbers	Amount in ₹	% held	Numbers	Amount in ₹	% held
Career Launcher Education Infrastructure and Services Limited (Holding Company)	150,000	1,500,000	100.00	150,000	1,500,000	100.00

e) No class of shares have been allotted as fully paid up pursuant to contracts without payment being received in cash, allotted as fully paid up by way of bonus shares or bought back during the period of five years immediately preceding the date of Balance sheet.



Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

4. Reserves and surplus

4.1 Securities premium

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Opening balance	333,925,845	333,925,845
Closing balance (A)	333,925,845	333,925,845

4.2 Deficit in the Statement of Profit and Loss

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Opening balance	(126,883,129)	(113,280,888)
Add: Net (Loss) for the year as per the Statement of Profit and Loss	(19,699,632)	(13,602,241)
Closing balance (B)	(146,582,761)	(126,883,129)
Total reserves and surplus (A+B)	187,343,084	207,042,716

5. Long term borrowings

	(Amount in ₹)			
	Non-current portion		Current maturities	
	March 31, 2017	March 31, 2016	March 31, 2017	March 31, 2016
Term loans, secured				
- From financial institutions [note (i)]	-	181,857,989	-	21,452,746
Amount disclosed under the head "other current liabilities" (refer note 7)	-	-	-	(21,452,746)
Total	-	181,857,989	-	-

For the year ended on March 31, 2017:

During the year on March 31, 2017, the Company has repaid the long term loan amounting to Rs.20.33 Crores and requested the HDFC Bank to issue the Non objection Certificate. Subsequent to the Balance sheet date the company has received the NOC from HDFC Bank and filed Form No.CHG4 to MCA for removal of charges from various assets.

For the year ended on March 31, 2016:

Note (i) The secured loans are secured by way of:

a) First equitable mortgage of land and building of projects

1. Indus World School (IWS), off. Bypass Road, Near County Walk Township, Jhalaria, Indore.
2. IWS - Planet City, Vill. Mujgahan, Old Dhamtari Road, Raipur.
3. IWS - Village Yeolawadi, Taluka Haveli, District Pune and construction thereon, present and future.

b) First charge on all receivables, present and future, arising from the above mentioned projects, from Indus World School located at 9, Sanyogitaganj, Near Mission Hospital, Chhawani, Indore and all other schools that are being run by Nalanda Foundation.

c) First charge on all bank accounts of the Company, including without limitation to the Project account/Trust and retention account/escrow accounts, Debt service reserve account and any other accounts wherever mentioned.

d) First charge on all receivables of the Company via an escrow mechanism.

e) First charge on all bank accounts of Career Launcher Education Infrastructure and Services Limited (CLEIS), the holding company, including without limitation to Project account/Trust and retention account/Escrow account, Debt service reserve account and any other accounts wherever mentioned.

f) First charge on all receivables of CLEIS, the holding company, via an escrow mechanism.

g) First charge on bank accounts of Nalanda Foundation related to all schools under Nalanda Foundation.

h) First charge on all receivables of Nalanda Foundation, via an escrow mechanism.

i) Pledge of 51% shares of the Company held by CLEIS, the holding company.

j) Corporate guarantee from CL Educate Limited (CL), the ultimate holding company, and CLEIS, the holding company.

k) Personal guarantees of Mr. Satya Narayanan R., Mr. Gautam Puri, Mr. Sujit Bhattacharyya, Mr. Sreenivasan R., Mr. Shiv Kumar Ramachandran and Mr. Nikhil Mahajan.

l) Undertaking from CLEIS, the holding company to the effect that: 1.) they will continue to hold at least 51% of equity share capital of the Company throughout the tenor of the loan 2.) to provide funds by way of additional equity/unsecured loans to the Company for project completion and meeting cost overruns of the project if any including interest and principal repayments.



Career Launcher Infrastructure Private Limited**Notes to the financial statements for the year ended March 31, 2017**

m) Undertaking from CL Educate, the ultimate holding company, to the effect that: 1.) they will continue to hold at least 51% of equity share capital of CLEIS, the holding company, throughout the tenor of the loan 2.) to provide funds by way of additional equity/unsecured loans to the Company for project completion and meeting cost overruns of the project if any including interest and principal repayments.

n) Undertaking from Nalanda Foundation that payment to the Company towards payment of loans will be made prior to any other payments after day to day expenses are met.

o) Any other security of equivalent or higher amount that may be acceptable to the lender, HDFC Limited. There is no other security demanded by the lenders as at March 31, 2017 & March 31, 2016.

Rate of interest

Rate of interest variable and linked to HDFC's Corporate Prime Lending Rate (CPLR) and lower than the same by 325 basis points. The applicable interest rate reviewed/reset on monthly basis i.e. on first day of every calendar month.

Terms of repayment

The loan shall be repaid by way of 32 unequal quarterly installments with the first installment falling due on February 28, 2015. The said loan completely repaid and there is no outstanding in the said loan account on 31st March, 2017.

6. Short term borrowings

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
From related parties - unsecured [Foot note (i) & (ii)]	277,057,140	94,722,197
	<u>277,057,140</u>	<u>94,722,197</u>

Note (i) The Company has taken an interest free of unsecured loan of `9.09 Crores (Previous year `9.47 Crores)from Career Launcher Education Infrastructure and Services Limited, the holding company. The Loan is payable on demand or by February 26, 2019 whichever is earlier. As per the terms of the agreement the Holding Company may extend loan upto a maximum limit of ₹ 15 Crores.

Note (ii) The Company has taken unsecured loan of `18.61 Crores (Previous year `Nil) from CL Educate Limited at an interest rate of 14.5% p.a. The loan is payable on demand or by March 31, 2022 whichever is earlier. As per the terms of the agreement the Holding Company may extend loan upto a maximum limit of `19 Crores. Interest due on Loan is debited to Loan account at the end of every financial year.

7. Other current liabilities

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Current maturities of long-term borrowings (refer note 5)	-	21,452,746
Payable for expenses (refer note 27 & 29)	1,184,124	1,089,507
Payables for capital expenditure*	542,737	1,923,417
Provision for security	154,875	
Advance Against Sale of Business Undertaking (Slump Sale)	10,043,397	
Other liabilities (represent statutory liabilities payable to government authorities)	34,149	121,487
	<u>11,959,282</u>	<u>24,587,157</u>

* Includes amount due to related parties (refer note 27).

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Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

8. Tangible fixed assets

Current year

Particulars	Gross block (at cost)			Accumulated depreciation			Net block As at March 31, 2017
	As at April 1, 2016	Additions/ Adjusted	Disposal / Adjustments	As at April 1, 2016	Depreciation for the year	Disposal / Adjustments	
Own Assets							
Land*	105,323,520	42,582,191	-	147,905,711	-	-	147,905,711
Building	281,856,122	-	-	281,856,122	4,451,374	-	254,848,771
Building improvement	8,059,650	-	1,514,613	7,916,581	-	1,438,882	67,338
Leasehold improvement	3,251,459	-	249,268	2,337,044	479,447	221,049	406,749
Plant & machinery	2,616,216	-	71,966	2,544,250	155,966	11,558	1,605,163
Furniture & fittings	20,469,543	1,536,939	2,953,116	19,053,366	1,882,236	1,770,045	7,523,442
Office equipments	8,771,970	127,270	795,880	8,103,360	808,204	627,162	935,125
Vehicle	5,982,891	12,756	-	6,987,193	891,890	-	392,683
Computers	5,440,563	27,500	1,126,022	4,342,041	137,910	1,038,274	285,945
Total	441,771,934	44,286,656	6,710,865	479,347,724	8,807,027	5,106,970	413,970,927

Footnote:

* During the FY 2012-13 the Company has entered into agreements with various parties to sale lands located at Faridabad and Amritsar. The same was shown as "Assets held for sale" under the head "Other Current Assets" till F.Y.15-16. Moreover, during the C.Y. due to unavailability of buyer for such lands, the same are reclassified as fixed assets.

Previous year

Particulars	Gross block (at cost)			Accumulated depreciation			Net block As at March 31, 2016
	As at April 1, 2015	Additions	Disposal / Adjustments	As at April 1, 2015	Depreciation for the year	Disposal / Adjustments	
Own Assets							
Land*	105,323,520	-	-	105,323,520	-	-	105,323,520
Building	281,856,122	-	-	281,856,122	4,450,288	-	259,300,145
Building improvement	8,059,650	-	-	8,059,650	13,800	-	143,069
Leasehold improvement	2,941,241	310,218	-	3,251,459	689,317	-	914,416
Plant & machinery	2,616,216	-	-	2,616,216	160,330	-	1,821,537
Furniture & fittings	19,143,785	1,325,758	-	20,469,543	1,942,195	-	9,051,810
Office equipments	8,495,860	276,110	-	8,771,970	1,381,800	-	1,784,777
Vehicle	6,394,808	-	411,917	5,982,891	925,178	207,545	1,271,817
Computers	5,333,753	106,810	-	5,440,563	291,202	-	484,103
Total	440,164,955	2,018,896	411,917	441,771,934	9,854,110	207,545	380,095,194

* During the FY 2012-13 the Company has entered into agreements with various parties to sale lands located at Faridabad and Amritsar. The same have been shown as "Assets held for sale" under the head "Other Current Assets. (refer note 14)



Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

9. Intangible fixed assets

Current year

Particulars	Gross block (at cost)			Accumulated amortisation		(Amount in ₹) Net block As at March 31, 2017
	As at April 1, 2016	Disposals/ Adjustments	As at March 31, 2017	As at April 1, 2016	Disposal / Adjustments	
Software	883,538	795,043	88,495	819,573	795,043	88,495
Total	883,538	795,043	88,495	819,573	795,043	88,495

Note: Internally generated computer software as at March 31, 2017 ₹ Nil (Previous year ₹ Nil)

Previous year

Particulars	Gross block (at cost)			Accumulated amortisation		(Amount in ₹) Net block As at March 31, 2016
	As at April 1, 2015	Disposal / Adjustments	As at March 31, 2016	As at April 1, 2015	Disposal / Adjustments	
Software	883,538	-	883,538	692,443	127,130	819,573
Total	883,538	-	883,538	692,443	127,130	819,573

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Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

10. Long-term loans and advances

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Unsecured, considered good unless stated otherwise		
Capital advances	1,602,000	12,048,680
Security deposit	133,658	576,658
Advance income tax/tax deducted at source [net of provision of tax ₹ Nil (Previous year ₹ Nil)]	6,626,504	7,750,087
	8,362,162	20,375,425

11. Trade receivables*

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Unsecured, considered good unless stated otherwise		
Outstanding for a period exceeding six months from the date they are due for payment	-	293,465
Others	31,667,704	11,265,881
	31,667,704	11,559,346

* Includes amount due from related parties (refer note 27)

12. Cash and bank balances

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Cash and cash equivalents		
Balances with banks on current accounts	7,665,247	45,899
	7,665,247	45,899

13. Short term loans and advances

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Unsecured and considered good		
Loan to related party (refer note 27)	-	20,044,205
Prepaid expenses	385,045	191,256
Security Deposit	284,875	350,000
Gratuity fund assets (refer note 22)	13,452	12,427
-Advances to suppliers	-	1,200,000
	683,372	21,797,888

Footnote:

During the period, Company has given unsecured loan to their group party and related party for meeting their working capital requirements. Details of the same is as follows:

Party Name	Amount given	Rate of Interest
Nalanda Foundation	240,000	15.05%
Total	240,000	

Year end balance of loan is as follows:

Party Name	March 31, 2017	March 31, 2016
Nalanda Foundation	-	20,044,205
Total	-	20,044,205

14. Other Current Assets

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Interest accrued		
- on loans and advances to related parties (refer note 27)	7,939,582	20,150,511
Other Receivable	2,222,148	7,711,537
Balances with government authorities	20,259	-
Assets held for sale (Refer Note 8)	-	42,582,190
	10,181,989	70,444,238



Career Launcher Infrastructure Private Limited
Notes to the financial statements for the year ended March 31, 2017

15. Revenue from operations

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Sale of services		
-Infrastructure fees	-	-
	-	-

16. Other income

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Interest income on		
- loan to related party (refer note 27)	850,559	5,177,369
- income tax refund	220,792	-
Amount forfeited against sale of land	2,450,000	5,350,000
Others	3,619	958
	3,524,970	10,528,327

17. Finance Cost

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Interest expenses on Borrowings	73,907	-
Interest on delayed payment of statutory dues	3,981	411
	77,888	411

18. Depreciation and amortisation expenses

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Depreciation of tangible fixed assets (refer note 8)	-	-
Amortisation of intangible fixed assets (refer note 9)	-	-
	-	-

19. Other expenses

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Legal & professional expenses (refer note 28)	300,000	300,000
Loss on sale of assets	653,899	89,372
	953,899	389,372

20. Contingent liabilities and commitments

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
a. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of capital advances)	-	52,625,849
	-	52,625,849

21. Capital work-in-progress

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Opening Balance	6,312,785	6,312,785
Balance at the year end	6,312,785	6,312,785

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Career Launcher Infrastructure Private Limited
Notes to the Financial Statements for the year ended March 31, 2017

22 Employee benefit obligations

A. Defined contribution plans:

The Company has not made any contribution towards Provident Fund and Employee's State Insurance as the same are currently not applicable to Company.

B. Defined employee benefits schemes:

Gratuity

As at March 31, 2017, there is no employee in the Company hence no provision in respect of gratuity has been ascertained. However, Trust has credited Interest income of ₹ 1,025 to gratuity fund on account of interest income received from L.I.C. for the year 2016-17.

C. Other long term employee benefits

Leave Encashment

As at March 31, 2017, there is no employee in the Company hence no provision in respect of leave encashment has been ascertained.

23 Loss per share

The calculation of loss per share has been made in accordance with Accounting Standard (AS) -20 "Earning per Share". A statement on calculation of Basic and Diluted loss per share is as under:

Loss per share	Reference	Units	March 31, 2017	March 31, 2016
Profit for the Year from Continuing operations	A		2,492,107	10,138,544
Loss for the Year from discontinuing operations	B		(22,191,739)	(23,740,785)
Loss for the year	C		(19,699,632)	(13,602,241)
Weighted average no. of equity shares	D	Nos.	98,468	98,468
Add: Dilutive potential equity shares	E	Nos.	150,000*	150,000*
Number of equity shares - dilutive (of ₹10 each) for dilutive loss per share	F=D+E	Nos.	248,468	248,468
Basic & Diluted Loss per Share from continuing operations	A/D	₹	25.31	102.96
Basic & Diluted loss per Share from continuing operations	C/D	₹	(200.06)	(138.14)

* As the Company has incurred losses in the current year and previous financial years, the effect of potential equity shares is anti dilutive in nature and dilutive loss per share is equal to basic loss per share.



Career Launcher Infrastructure Private Limited
Notes to the Financial Statements for the year ended March 31, 2017

24 Segment reporting

Business segment

The disclosure as required under Accounting Standard (AS) - 17 "Segment Reporting" as notified under section 133 of the Companies Act read with rule 7 of the Companies (Accounts) Rules, 2014 has not been provided as the Company deals in one business segment namely development of school infrastructure and providing the same to third parties through various agreements.

Geographic segment

Since the company's activities / operations are primarily within India and considering the nature of services it deals in, the risks and returns across locations are same and as such there is only one geographical segment.

25 Leases

A As lessee:

The lease rentals charged during the year and maximum obligations on non-cancellable operating lease are payable as per the rentals stated in the respective agreements. Rental expenses for operating lease for the year ended March 31, 2017 and year ended March 31, 2016 were ₹ 894,739 and ₹ 845,994 respectively. Obligation on long term, non-cancellable operating lease are mentioned below:

Particulars	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Not later than 1 year	37,429	894,739
Later than 1 year but not later than 5 years	-	37,429
Later than 5 years	-	-

B As lessor:

The Company has entered into a composite agreement with Nalanda Foundation & Career Launcher Education Infrastructure & Services Limited, the holding company, for the provision of infrastructure services related to run the schools. Further, agreement with Career Launcher Education Infrastructure & Services Limited has been terminated with effect from April 1, 2014. The amount attributable to provision of Infrastructure services cannot be realistically ascertained as the consideration is based on the number of students serviced during the year and number of students serviced may differ year to year. Therefore, disclosures required to be given by the lessor as per Accounting Standard 19 "Leases", if any, have not been given.

26 Deferred tax liability

In accordance with Accounting Standard 22 on 'Accounting for Taxes on Income' the Company has evaluated the deferred tax asset / liability on the Balance Sheet date. On a prudence basis, deferred tax assets on unabsorbed losses and depreciation have been recognised only to the extent of deferred tax liabilities as below:

Particulars	(Amount in ₹)		
	March 31, 2017	Benefit/(Charge) for the year	March 31, 2016
Deferred tax assets and liabilities are attributable to the following:			
Deferred tax liabilities			
Depreciation	(38,583,789)	(1,875,812)	(36,707,977)
Total deferred tax liabilities	(38,583,789)	(1,875,812)	(36,707,977)
Deferred tax assets			
Unabsorbed losses	38,583,789	1,875,812	36,707,977
Total deferred tax assets	38,583,789	1,875,812	36,707,977
Net deferred tax liability	-	-	-



Career Launcher Infrastructure Private Limited
Notes to the Financial Statements for the year ended March 31, 2017

27. Related Party Disclosure

The Disclosure as required by the Accounting Standard -18 (Related Party Disclosure) are given below:

(a) List of related parties with whom transactions have taken place and relationships:

Relationship	Name of related party
(i) Ultimate Holding Company	: CL Educate Limited
(ii) Holding Company	: Career Launcher Education Infrastructure and Services Limited
	Mr. Nikhil Mahajan
(iii) Key Management Personnel ('KMP') and their relatives	: Mr. Gautam Puri (Director)
	Mr. Sujit Bhattacharya (Director)
	Nalanda Foundation
(iv) Enterprise in which Key Managerial Personnel are able to exercise significant influence	: Career Launcher Infrastructure Private Limited Employee Group Gratuity Trust

(b) Details of related party disclosure are as follows:

Particulars	(Amount in ₹)	
	Year ended March 31, 2017	Year ended March 31, 2016
1. Infrastructure fee Income		
Nalanda Foundation	21,996,327	22,029,670
2. Interest on loans		
Nalanda Foundation	850,559	5,177,369
CL Educate Limited	73,907	
3. Short Term Loan & Advances given		
Nalanda Foundation	240,000	558,000
4. Unsecured loan taken		
Career Launcher Education Infrastructure and Services Limited	9,650,000	-
CL Educate Limited	186,040,723	-
5. Repayment of Unsecured Loan		
Career Launcher Education Infrastructure and Services Limited	8,800,000	-
6. Conversion of trade receivable into unsecured loan		
Nalanda Foundation	1,555,795	21,082,561
7. Conversion of other receivable into unsecured loan		
Career Launcher Education Infrastructure and Services Limited	4,622,296	-
8. Transfer of security deposit from		
Nalanda Foundation	-	20,000
9. Transfer of security deposit to		
Career Launcher Education Infrastructure and Services Limited	-	179,500
10. Transfer of other current liability from		
Nalanda Foundation	-	13,500
11. Short Term Loan & Advances realized		
Nalanda Foundation	21,840,000	49,135,000
12. Repayment of Interest accrued but not due on loans & advances given		
Nalanda Foundation	12,976,429	
13. Reimbursement of Expenses from		
Career Launcher Education Infrastructure and Services Limited	1,306,461	3,048,473
CL Educate Limited	676,183	695,720
Kestone Intregarated Marketing Service Private Limited	-	189,188
14. Transfer of Advance		
Bilakes Consulting Private Limited	-	1,600,000
15. Conversion of Interest into loan		
CL Educate Limited	66,516	-



Career Launcher Infrastructure Private Limited
Notes to the Financial Statements for the year ended March 31, 2017

16. Balance outstanding as at the year end

Infrastructure and soft skill charges receivable		
Career Launcher Education Infrastructure and Services Limited	-	293,465
Nalanda Foundation	31,667,704	11,265,882
Interest accrued but not due on loans & advances given		
Nalanda Foundation	7,939,582	20,150,511
Other Receivables		
Career Launcher Education Infrastructure and Services Limited	94,260	7,271,631
CL Educate Limited	1,112,889	439,906
Unsecured loans		
Career Launcher Education Infrastructure and Services Limited	90,949,901	94,722,197
CL Educate Limited	186,107,239	-
Short term loans and advances		
Nalanda Foundation	-	20,044,205
Payable for fixed assets		
CL Educate Limited	542,737	1,618,980
Long term loans and advances		
Bilakes Consulting Private Limited	1,600,000	1,600,000
Corporate guarantee given by others for long term borrowings		
CL Educate Limited	-	280,000,000
Career Launcher Education Infrastructure and Services Limited	-	280,000,000

Note: The above transactions do not include the following securities given for long term borrowings: (refer footnote (f) of note 5)

- Undertakings given by CL Educate Limited, Career Launcher Education Infrastructure and Services Limited and Nalanda Foundation.
- Charges created on the bank accounts and all receivables of Career Launcher Education Infrastructure and Services Limited and Nalanda Foundation.
- First equitable mortgage of land and buildings of various projects undertaken by Nalanda Foundation.
- Pledge of 51% equity of the Company held by Career Launcher Education Infrastructure and Services Limited
- Personal guarantees of Mr. Satya Narayanan R., Mr. Gautam Puri, Mr. Sujit Bhattacharyya, Mr. Sreenivasan R., Mr. Shiv Kumar Ramchandran and Mr. Nikhil Mahajan.

All above charges, security & corporate guarantee kept by Company against the loan is now free as on 7 April, 2017. And HDFC has issued NOC against the said loan & for that company has filed Form No.CHG4 for removal of charges on security.

28. Payment to auditors (excluding service tax) (refer note 19)

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
Statutory audit	<u>300,000</u>	<u>300,000</u>
	<u>300,000</u>	<u>300,000</u>



Career Launcher Infrastructure Private Limited
Notes to the Financial Statements for the year ended March 31, 2017

29. In terms of the clause 22 of chapter V micro, small and Medium enterprises development Act 2006 (MSMED Act 2006), the disclosure of payments due to any supplier are as follows:

	(Amount in ₹)	
	March 31, 2017	March 31, 2016
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting year included in		
Principal amount due to micro and small enterprises	306,025	-
Interest due on above	-	-
Total	306,025	-

The amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006 along with the amounts of the payment made to the supplier beyond appointed day each accounting year.

-

The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the interest specified under the MSMED Act, 2006.

-

The amount of interest accrued and remaining unpaid at the end of each accounting year.

-

The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.

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Career Launcher Infrastructure Private Limited
Notes to the Financial Statements for the year ended March 31, 2017

30 On March 16, 2017, the Company entered into a Business Transfer Agreement (BTA) with I-Take Care Private Limited to sale of its Infrastructure Services business on a slump sale basis. The proposed sale of business is consistent with the Group's long term strategy to discontinue its K-12 busins and to focus in the areas of Test Prep business.

As at March 31, 2017, the carrying value of the fixed assets and other assets subject to slump sale were ₹ 292,228,748 and ₹ 88,431 respectively. The process of selling the said assets is likely to be completed by June 30, 2017

The following statement shows the revenue and expenses of the business subject to slump sale:

	(Amount in ₹)	
	Year ended March 31, 2017	Year ended March 31, 2016
Revenue	21,996,327	22,029,670
Expenses	4,330,269	5,351,691
Profit from discontinued operations	17,666,058	16,677,979
Finance cost	30,986,801	30,437,524
Depreciation & amortisation	8,870,996	9,981,240
Loss before tax	(22,191,739)	(23,740,785)
Income tax expenses	-	-
Loss after tax	(22,191,739)	(23,740,785)

The carrying value of the assets subject to slump sale are as follows:

	Year ended March 31, 2017	Year ended March 31, 2016
Total assets	292,317,205	297,307,589

The net cash flows attributable to the business subject to slump sale are stated below:

	Year ended March 31, 2017	Year ended March 31, 2016
Operating activities	(12,744,191)	(16,837,945)
Investing activities	-	-
Financing activities	-	-

31 Disclosure of transactions in Specified Bank Notes (SBNs) are as below:

	(Amount in ₹)		
Particulars	SBNs	Other Denomination Notes	Total
Closing cash in hand as on November 8, 2016	-	-	-
Permitted receipts	-	-	-
Permitted payments	-	-	-
Deposit in banks	-	-	-
Closing cash in hand as on December 30, 2016	-	-	-

32. The Company has reclassified/regrouped previous year figures where necessary to conform to the current year classification.

As per our report of even date

For Haribhakti & Co. LLP
Chartered Accountants
ICAI Firm Registration No.: J03523W/W100048

Raj Kumar Agarwal
Partner
Membership No.: 074715



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

Gautam Puri
Director
DIN: 00033548

Sujit Bhattacharyya

Sujit Bhattacharyya
Director
DIN: 00033613

Place: New Delhi
Date: May 29, 2017

Date: May 29, 2017

