

Haribhakti & Co. LLP
Chartered Accountants

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Consolidated Financial Statements of CL Educate Limited

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**For the year ended March 31,
2018**

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HARIBHAKTI & CO. LLP

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Members of CL Educate Limited Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of CL Educate Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associates comprising of the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income), Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates, in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with relevant rules issued thereunder. The respective Board of Directors of the companies included in the Group and its associates, are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the 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, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the Companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibility

Our responsibility is to express an opinion on these Consolidated Ind AS Financial Statements based on our audit. While conducting the 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.



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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 Consolidated Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Ind AS 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 Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Ind AS Financial Statements.

We are also responsible to conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and of its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.

We believe that the audit evidence obtained by us and the information and explanation provided by the Management as referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and on other financial information of the subsidiaries and associates provided by the Management, the aforesaid Consolidated Ind AS 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 including the Ind AS, of the consolidated state of affairs of the Group and its associates as at March 31, 2018, their consolidated profit including other comprehensive income, consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note 53 of accompanying consolidated Ind AS financial statements, wherein the Management has explained the reasons for considering certain old vocational outstanding receivables as recoverable.

Our opinion is not modified in respect of this matter.



Other Matters

- (a) We did not audit the Ind AS financial statements of 4 subsidiaries, whose Ind AS financial statements reflects total assets of Rs. 1229.23 lacs and net assets of Rs. 28.11 lacs as at March 31, 2018, total revenues of Rs.1276.26 lacs for the year ended on that date, as considered in the Consolidated Ind AS Financial Statements. The Consolidated Ind AS Financial Statements also include Group's share of net profit of Rs. 6.37 lacs for the year ended March 31, 2018, as considered in the consolidated Ind AS financial statements, in respect of 2 associates, whose Ind AS financial statements have not been audited by us. These Ind AS financial statements are unaudited and have been furnished to us by the Management and our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on such unaudited Ind AS financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements/financial information are not material to the Group.
- (b) The comparative Consolidated financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 01, 2016 included in these Consolidated Ind AS financial statements, are based on the previously issued Statutory Consolidated financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by us on which we expressed an unmodified opinion dated May 29, 2017 and July 28, 2016 respectively. The adjustments to those Consolidated Ind AS financial statements for the differences in accounting principles adopted by the Company on transition to the Ind AS have been audited by us. Our opinion on the Consolidated Ind AS Financial Statements and our report on the Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on Ind AS financial statements and other financial information as certified by the management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid Consolidated Ind AS Financial Statements;
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept by the Company so far as it appears from our examination of those books;
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement, dealt with by this Report are




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in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements;

- d. In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rules issued thereunder;
- e. On the basis of written representations received from the directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company that none of the directors of the Group companies and its associate companies incorporated in India is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the the Group and its associates and the operating effectiveness of such controls, we give our separate Report in the "Annexure".
- j. 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 Consolidated Ind AS Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates, jointly controlled entities and joint operations - Refer Note 43 to the Consolidated Ind AS Financial Statements;
 - (ii) The Group and its associates 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 Holding Company, its subsidiary companies and its associate companies incorporated in India.

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


Raj Kumar Agarwal
Partner
Membership No.: 074715



Place: New Delhi
Date: May 23, 2018

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the members of CL Educate Limited on the consolidated Ind AS financial statements for the year ended March 31, 2018]

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Holding Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of the Group and its associate companies which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Group and its associate companies which are companies incorporated in India, are 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 the respective 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.

Auditor's 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, 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 (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.

Qualified opinion

I) According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified on the adequacy (and therefore operating effectiveness) of the Group's Internal Financial control Over Financial Reporting as at March 31, 2018:

a) In case of one of the subsidiary, Keystone Integrated Marketing Services Private Limited, comprehensive procurement policies for purchase of goods and services have not been documented, which could potentially result in the aforesaid Company procuring unnecessary goods and services, or procuring goods of lower quality, or procure goods and services at higher prices.

II) According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the operating effectiveness of the Group's Internal Financial control Over Financial Reporting as at March 31, 2018:

a) In case of Holding Company, the procurement policy implemented for purchase of goods and services was not operating effectively, which could potentially result in the Company procuring unnecessary goods and services, or procuring goods of lower quality, or procure goods and services at higher prices.

b) In case of Holding Company, the policy of periodic balance confirmations and reconciliations of receivables / payables were not operating effectively during the year, which may result in unwarranted disputes and over/ understatement of party balances.

c) In case of one of the subsidiary, Keystone Integrated Marketing Services Private Limited, it has not maintained adequate documentation for 'partially completed events' in the Event management services for the complete year/ all the events in the newly implemented APEX ERP software which was implemented with effect from January 2018. This could potentially result in incorrect recording of provisional revenue and corresponding provisional expenses in respect of such incomplete services at the reporting date.

The statutory auditor of Keystone Integrated Marketing Services Private Limited have similarly issued a qualified opinion in their report on the financial statements of the subsidiary with respect to para I) a) and II) c) above.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of



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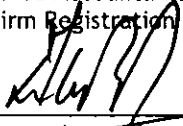
Chartered Accountants

the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of March 31, 2018, 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.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2018 financial statements of the Company, and these material weaknesses do not affect our opinion on the financial statements of the Company.

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

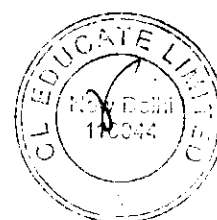

Raj Kumar Agarwal
Partner
Membership No.074715



Place: New Delhi
Date: May 23, 2018

CL Educate Limited
Consolidated Balance Sheet as at March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

	Notes	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Assets				
Non-current assets				
Property, plant and equipment	3	4,719.76	5,380.75	7,663.60
Capital work-in-progress	3	63.13	63.13	63.13
Investment property	4	108.78	110.85	112.91
Goodwill	5	3,345.05	2,518.45	2,518.45
Other intangible assets	6	2,058.64	1,241.96	1,081.93
Intangible assets under development		135.24	-	-
Investment in associates accounted for using equity method	59	5,053.00	-	-
Financial assets				
(i) Investments	7	-	50.00	50.00
(ii) Loans	8	282.83	154.93	133.14
(iii) Other financial assets	9	1,474.15	1,277.22	1,120.30
Deferred tax assets (net)	10	1,565.28	1,728.05	1,644.43
Non-current tax assets (net)	11	2,354.56	1,638.92	1,566.38
Other non-current assets	12	145.52	260.92	424.44
Total non-current assets		21,305.94	14,425.18	16,378.71
Current assets				
Inventories	13	799.67	816.99	653.42
Financial assets				
(i) Trade receivables	14	11,484.66	10,661.72	9,471.45
(ii) Cash and cash equivalents	15	1,365.90	8,759.03	919.48
(iii) Bank balances other than (ii) above	16	3,057.75	13,492.76	667.38
(iv) Loans	17	2,009.44	2,176.47	5,410.05
(v) Other financial assets	18	1,813.10	1,347.53	659.75
Other current assets	19	2,599.06	1,168.46	1,804.64
		23,129.58	38,422.96	19,586.17
Assets classified as held for sale	20	2,923.24	7,349.92	944.47
Total current assets		26,052.82	45,772.88	20,530.64
Total assets		47,358.76	60,198.06	36,909.35
Equity and liabilities				
Equity				
Equity share capital	21	1,416.57	1,416.33	1,193.96
Other equity	22	30,922.61	31,650.05	20,399.50
Equity attributable to owners of the company		32,339.18	33,066.38	21,593.46
Non-controlling interest		12.40	(43.11)	(17.75)
Total equity		32,351.58	33,023.27	21,575.71
Liabilities				
Non-current liabilities				
Financial liabilities				
(i) Borrowings	23	521.32	760.51	2,548.67
Provisions	24	442.33	375.49	351.23
Deferred tax liabilities (net)	25	72.34	71.62	71.62
Other non-current liabilities	26	316.65	301.65	291.84
Total non-current liabilities		1,352.64	1,509.27	3,263.36
Current liabilities				
Financial liabilities				
(i) Borrowings	27	4,236.79	4,386.85	3,772.10
(ii) Trade payables	28	4,641.85	4,238.03	3,721.23
(iii) Other financial liabilities	29	1,792.07	13,901.67	2,199.66
Other current liabilities	30	2,305.22	2,081.97	1,604.90
Provisions	31	33.34	14.12	17.21
Current tax liabilities (net)	32	645.27	986.25	755.18
Total current liabilities		13,654.54	25,608.89	12,070.28
Liabilities included in disposal group held-for-sale	54	-	56.63	-
Total liabilities		15,007.18	27,174.79	15,333.64
Total equity and liabilities		47,358.76	60,198.06	36,909.35

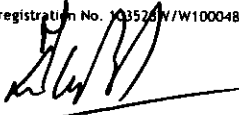


CL Educate Limited
Consolidated Balance Sheet as at March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

Summary of significant accounting policies 2
The accompanying notes 1 to 64 are an integral part of these financial statements.

As per our report of even date.

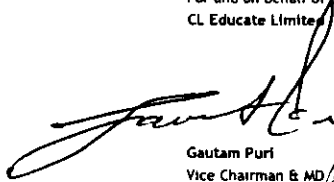
For Haribhakti & Co. LLP
Chartered Accountants
Firm registration No. 103526/W/W100048


Raj Kumer Agarwal
Partner
Membership No.:074715

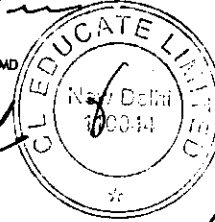


Place: New Delhi
Date: May 23, 2018

For and on behalf of the Board of Directors of
CL Educate Limited


Gautam Puri
Vice Chairman & MD
DIN: 00099548


Rachna Sharma
Company Secretary
and Compliance Officer
ICSI M. No.: A17780



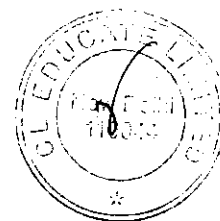

Nikhil Mahajan
Executive Director and
Group CEO Enterprise
Business
DIN: 00033404


Sudhir Bhargava
Chief Financial Officer

Place: New Delhi
Date: May 23, 2018

CL Educate Limited
Consolidated statement of profit and loss for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

	Notes	Year ended March 31, 2018	Year ended March 31, 2017
Continuing Operations			
Income			
Revenue from operations	33	28,888.97	26,330.09
Other income	34	1,291.23	1,059.93
Total Income		30,180.20	27,390.02
Expenses			
Cost of material consumed	35	1,286.76	1,417.35
Purchase of stock in trade	36	104.22	5.17
Changes in inventories of stock-in-trade	37	13.49	(207.70)
Employee benefit expense	38	6,109.56	5,369.32
Finance costs	39	642.98	781.48
Depreciation and amortisation expense	40	846.53	670.80
Franchisee expenses		6,121.53	4,865.36
Other expenses	41	14,271.32	12,522.88
Total expenses		29,396.39	25,424.66
Profit from continuing operation before share of net profits of Investments accounted for using equity method and tax		783.81	1,965.36
Share of net profit of associates accounted for using the equity method	59	6.80	-
Profit before tax from continuing operations		790.61	1,965.36
Tax expense:			
Current tax		475.35	746.13
For earlier years		24.90	1.92
Deferred tax	60	(34.00)	(138.95)
Profit from continuing operations		324.36	1,356.26
Discontinued Operations			
Profit from discontinued operation before tax	54	249.58	383.05
Tax expense/(benefit):			
Current tax	60	-	162.11
Deferred tax		-	(4.18)
Profit from discontinued operation		249.58	225.12
Profit for the year		573.94	1,581.38
Other comprehensive Income			
Items that may be subsequently reclassified to statement of profit and loss			
Exchange difference on translation of foreign operation		(12.79)	8.24
Income tax relating to above		4.27	(2.85)
Items that will not be reclassified to statement of profit and loss			
Remeasurement of defined benefit plans		40.37	24.90
Income tax relating to these items		(13.14)	(8.56)
Other comprehensive income for the period, net of tax		18.71	21.73
Total comprehensive income for the period		592.65	1,603.11



CL Educate Limited
 Consolidated statement of profit and loss for the year ended March 31, 2018
 (All amounts are in Rupees lacs, unless otherwise stated)

Profit attributable to:

Owners of the company	570.63	1,606.75
Non-controlling interests	3.31	(25.37)
	<u>573.94</u>	<u>1,581.38</u>

Other comprehensive income attributable to:

Owners of the company	18.71	21.73
Non-controlling interests	-	-
	<u>18.71</u>	<u>21.73</u>

Total comprehensive income attributable to:

Owners of the company	589.34	1,628.48
Non-controlling interests	3.31	(25.37)
	<u>592.65</u>	<u>1,603.11</u>

Earnings per share- continuing operations

Basic	42	2.29	11.34
Diluted	42	2.28	11.32

Earnings per share- discontinued operations

Basic	42	1.76	1.88
Diluted	42	1.76	1.88

Earnings per share- continued and discontinued operations

Basic	42	4.18	13.40
Diluted	42	4.17	13.38

Summary of significant accounting policies 2

The accompanying notes 1 to 64 are an integral part of these financial statements.

As per our report of even date.

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

Raj Kumar Agarwal
 Partner

Membership No. 074715



Place: New Delhi
 Date: May 23, 2018

For and on behalf of the Board of Directors of
 CL Educate Limited

Gautam Puri
 Vice Chairman & MD
 DIN: 0003548

Rachna Sharma
 Company Secretary
 and Compliance Officer
 ICSI M. No.: A17780

Nikhil Mahajan
 Executive Director and Group
 CEO Enterprise Business
 DIN: 00033404

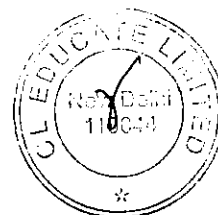
Sudhir Bhargava
 Chief Financial Officer

Place: New Delhi
 Date: May 23, 2018

CL Educate Limited

Consolidated Statement of cash flows for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

	Year ended March 31, 2018	Year ended March 31, 2017
A. Cash flow from operating activities		
Net Profit before tax from:		
Continuing operation	790.61	1,965.36
Discontinued operation	249.58	383.05
Profit before income tax including discontinued operation	1,040.19	2,348.41
Adjustment for:		
Depreciation and amortisation	854.28	763.09
Loss on sale of property, plant and equipment	-	6.85
Depreciation on investment property	2.07	2.06
Gain on sale of property, plant and equipment	(81.94)	-
Profit on sale of business on slump sale basis	(76.80)	-
Property, plant and equipment written off	1.12	9.07
Provision for slow moving inventory	27.77	18.32
Finance cost	568.81	1,102.51
Lease equalisation reserve	(7.13)	(4.29)
Share of profits of associates	(6.80)	-
Advances written off	11.53	100.73
Loss allowance on advances	-	14.65
Rent income on investment property	(23.05)	(21.20)
Liability no longer required written back	(193.78)	(177.39)
Unwinding of interest on security deposits	(29.11)	(19.62)
Transfer to stock options outstanding	32.46	(139.48)
Unrealised foreign exchange (gain) / loss (net)	(29.02)	(20.20)
Expense recognized on amortized cost	30.88	21.05
Movement in financial guarantee	7.24	7.91
Provision for security	-	1.55
Interest Income	(421.72)	(767.18)
Provision for sales return	8.45	(2.46)
Reversal of loss allowance on doubtful debtors	(34.84)	(12.33)
Loss allowance on trade receivables	363.77	117.60
Bad debts written off	806.11	544.54
Operating profit before working capital changes	2,850.49	3,894.19
Movements in working capital :-		
- (Increase)/Decrease in Trade receivables	(1,442.83)	(2,334.80)
- (Increase)/Decrease in Inventories	(10.45)	(181.89)
- (Increase)/Decrease in Non-current financial assets	(196.93)	(156.92)
- (Increase)/Decrease in Non-current Loans	(18.70)	(82.26)
- (Increase)/Decrease in current Loans	210.79	(172.74)
- (Increase)/Decrease in current financial assets	(428.97)	(682.82)
- (Increase)/Decrease in Other non current assets	117.02	55.87
- (Increase)/Decrease in Other current assets	(1,464.77)	481.42
- Increase/(Decrease) in Other non-current liabilities	21.81	16.43
- Increase/(Decrease) in Trade payables	403.89	514.38
- Increase/(Decrease) in Provisions	114.46	52.05
- Increase/(Decrease) in Other current financial liabilities	(11,809.12)	11,833.47
- Increase/(Decrease) in Other current liabilities	587.12	371.56
Cash Generated from/ (used in) operations	(11,066.19)	13,607.94
Less: Income Tax Paid (net of refunds)	(1,506.46)	(705.23)
Net Cash generated from / (used in) operating activities (A)	(12,572.65)	12,902.71
B. Cash flow from Investing activities		
Purchase of property, plant and equipment	(1,034.45)	(261.98)
Purchase of other intangible assets	(951.92)	(160.03)
Disposal of property, plant & equipment	841.41	11.96
Purchase of investment of in subsidiaries and associates	(6,998.76)	-
Loan given to related parties	(33.81)	(713.90)
Proceeds from realisation of loan given	3,810.65	299.62
Term deposits not considered as cash and cash equivalents	10,434.99	(12,825.45)
Interest received	372.38	909.19
Rent income on investment property	23.05	21.20
Net Cash Generated from / (Used in) Investing Activities (B)	6,463.54	(12,719.39)



CL Educate Limited

Consolidated Statement of cash flows for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

C. Cash Flow from Financing Activities

Proceeds from issue of equity share capital (including securities premium)	0.24	222.37
Share issue expenses paid	(11.16)	(1,082.87)
Security premium received	10.56	10,853.33
Proceeds from long-term borrowings	700.00	250.31
Repayment of long-term borrowings	(1,176.91)	(1,965.14)
Net increase in working capital borrowings	(150.06)	614.75
Interest Expense Paid	(556.71)	(1,085.52)
Dividend adjusted	0.02	0.07
Repayment of loan from related party	(100.00)	(150.00)
Net Cash generated from / (used in) Financing Activities (C)	(1,284.02)	7,657.30
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(7,393.13)	7,840.62
Balance at the beginning of the year		
Cash and cash equivalents at the beginning of the year	8,759.03	919.48
Effect of exchange differences on cash and cash equivalents held in foreign currency	-	(1.07)
Balance at the end of the year	1,365.90	8,759.03

Notes to cash flow statement

(i) Components of cash and cash equivalents (refer note 15)

Balances with banks		
- on current account	1,241.82	8,663.09
Cheques/ drafts on hand	36.23	32.43
Cash on hand	87.85	63.51
	1,365.90	8,759.03

(ii) Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities:

Particulars	Non-current borrowings (Including current maturities)	Current borrowings	Interest on borrowings
For the year ended March 31, 2018			
Balance as at April 1, 2017	1,493.58	4,386.85	12.78
Loan draws (in cash) / interest accrued during the year	700.00	(150.06)	551.39
Loan repayments/interest payment during the year	(1,176.91)	-	(556.71)
Other non cash changes	12.11	-	(3.50)
Balance as at March 31, 2018	1,028.78	4,236.79	3.96

There are no non-cash changes on account of effect of changes in foreign exchange rates and fair values.

(iii) The above Cash Flow Statement has been prepared in accordance with the 'Indirect Method' as set out in the Ind AS - 7 on 'Cash Flow Statements' specified under Section 133 of the Companies Act, 2013, as applicable.

(iv) The above statement of cash flows should be read in conjunction with the accompanying notes 1 to 64.

As per our report of even date.

For Haribhakti & Co. LLP
Chartered Accountants
Firm registration No. 1035231/1/100048

Raj Kumar Agarwal
Partner

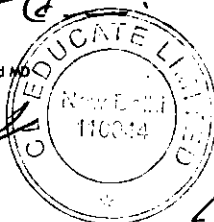
Membership No.:074715



For and on behalf of the Board of Directors of
CL Educate Limited

Gautam Puri
Vice Chairman and MD
DIN: 00013548

Rachna Sharma
Company Secretary
and Compliance Officer
ICSI M. No.: A17780



Nikhil Mahajan
Executive Director and
Group CEO Enterprise
Business
DIN: 00033404

Sudhir Bhargava
Chief Financial Officer

Place: New Delhi
Date: May 23, 2018

Place: New Delhi
Date: May 23, 2018

CL Educate Limited
Statement of Changes in Equity for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

Particulars	Amount
Balance as at April 1, 2016	1,193.96
Change in equity share capital during the year	222.37
Balance as at March 31, 2017	1,416.33
Change in equity share capital during the year	0.24
Balance as at March 31, 2018	1,416.57

(a) Equity share capital

Particulars	Attributable to owners of the company										Total	
	Retained earnings	Security premium reserve	Share options outstanding amount	General reserve	Equity component of compound financial instruments	Deemed equity	Capital reserve	Exchange differences on translation of foreign operation	Items of OCI	Total attributable to owners of the company		
Adjusted balance as at April 1, 2016	568.92	20,083.60	283.75	64.70	4.85	25.80	0.20	-	-	21,031.82	(650.07)	20,381.75
Addition during the year	-	-	(139.48)	-	-	-	-	-	-	(139.48)	-	(139.48)
Gross compensation for the year	1,606.75	-	-	-	-	-	-	-	-	1,606.75	(25.37)	1,581.38
Profit for the year	-	10,853.32	-	-	-	(8.89)	-	-	-	10,844.43	-	10,844.43
Addition during the year	-	(1,082.87)	-	-	-	-	-	-	-	(1,082.87)	-	(1,082.87)
Share issue expenses	-	-	-	-	-	-	-	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	-	-	-	5.39	-	5.39	-	5.39
Total comprehensive income for the year	1,606.75	9,770.45	(139.48)	-	-	(8.89)	-	5.39	-	11,250.56	(25.37)	11,225.19
Balance as at March 31, 2017	2,175.67	29,854.05	144.27	64.70	4.85	16.91	0.20	5.39	-	32,282.38	(675.44)	31,606.94
Profit for the year	570.63	-	-	-	-	-	-	-	-	570.63	3.31	573.94
Addition during the year	-	-	-	-	-	-	-	-	-	-	-	-
Gross compensation for the year	-	10.56	-	-	-	15.87	-	-	-	26.43	-	26.43
Share issue expenses	-	-	32.46	-	-	-	-	-	-	32.46	-	32.46
Transaction with NCI	-	(11.16)	-	-	-	-	-	-	-	(11.16)	-	(11.16)
Other comprehensive income for the year	-	-	-	-	-	-	-	(8.52)	-	18.71	-	10.19
Total comprehensive income for the year	570.63	(0.40)	32.46	-	-	15.87	-	(8.52)	-	837.07	(1,309.00)	(471.93)
Balance as at March 31, 2018	2,746.30	29,853.45	176.73	64.70	4.85	32.78	0.20	(3.13)	-	32,919.45	(1,984.44)	30,935.01

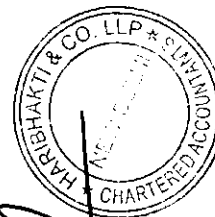
(b) Other equity

The accompanying notes 1 to 64 an integral part of these financial statements.

As per our report of even date

For Haribhakti & Co LLP
Chartered Accountants
Firm registration No. 103527W/100048

Raj Kumar Agarwal
Partner
Membership No. 074215



For and on behalf of the Board of Directors of
CL Educate Limited

Gauram Puri
Vice Chairman and Managing Director
DIN: 00083148

Nikhil Mahajan
Executive Director and Group CEO
DIN: 00033404

Rachna Sharma
Company Secretary and Compliance Officer
ICSI M. No.: A17780

Place: New Delhi
Date: May 23, 2018

Place: New Delhi
Date: May 23, 2018

Reporting Entity

CL Educate Limited ('the Company') is a company domiciled in India, with its registered office situated at A-41, Espire Building, Lower Ground Floor, Mohan Co-operative Industrial Area, Main Mathura Road, New Delhi - 110 044. The Company was incorporated in India on April 25, 1996 to conduct various educational and consulting programmes. The Company is providing education and test preparation training programmes which include tuitions to school students and coaching to aspirants for a variety of entrance examinations both at the school i.e. 10+2 level and graduate / post graduate levels, education infrastructure service, event management, manpower resourcing and publication of books through formation/acquisition of various subsidiaries.

The company's equity shares are listed with Bombay Stock Exchange Limited (BSE) and National Stock Exchange (NSE) in India.

The Company along with its subsidiaries its associates and its joint venture have been collectively hereinafter referred to as "the Group".

1. Basis of preparation.

(i) Statement of compliance:

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The Group's consolidated financial statements up to and for the year ended March 31, 2017 were prepared in accordance with the Companies (Accounting Standards) Rules, 2006, notified under Section 133 of the Act and other relevant provisions of the Act as per IGAAP ("Previous GAAP").

As these are the Group's first consolidated financial statements prepared in accordance with Indian Accounting Standards (Ind AS), Ind AS 101, First-time Adoption of Indian Accounting Standards has been applied. An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Group is provided in Note 61.

The financial statement provides comparative information in respect of previous year. In addition, the group presents balance sheet as at beginning of the previous year, (April 1, 2016), which is the transition date of Ind AS.

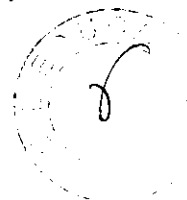
These consolidated financial statements were authorised for issue by the Board of Directors on May 23, 2018.

The significant accounting policies adopted in the preparation of these financial statements are included in note 2. These policies have been consistently applied to all the years presented, unless otherwise stated.

(ii) Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Act.

Based on the nature of services, the operating cycle of the Group cannot be ascertained as it typically ranges from 1 month to 2 years given the wide range of various tuitions and test preparation coaching programmes being offered by the Group. In absence of any ascertainable operating cycle, the same has



been taken as 12 months for the purpose of current and non-current classification of assets and liabilities except in case of trade receivables, unearned revenue, trade payables related to franchisee fees and prepaid franchisee fees which in view of the management are directly linked to revenue from coaching and hence have been treated as current for the purpose of classification.

(iii) **Functional and presentation currency**

These consolidated financial statements are presented in Indian Rupees (Rs.), which is also the Group's functional currency. All amounts have been rounded-off to the nearest lacs, unless otherwise indicated.

(iv) **Basis of measurement**

The consolidated financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations
Contingent consideration in business combination	Fair value
Share based payments	Fair value
Assets held for sale	Lower of carrying amount and fair value less cost to sell.

(v) **Use of estimates and judgements**

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the following notes:

- Note no 44: leases: whether an arrangement contains a lease;
- Note no 44: lease classification.
- Note no 57: classification of financial assets: assessment of business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.;
- Note no 54: assets held for sale: availability of the asset for immediate sale, management's commitment for the sale and probability of sale to conclude if their carrying amount will be recovered principally through a sale transaction rather than through continuing use.



Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending March 31, 2018 is included in the following notes:

- Note no 45: measurement of defined benefit obligations and plan assets: key actuarial assumptions;
- Note no 3: measurement of useful lives and residual values to property, plant and equipment;
- Note no 6: measurement of useful lives of intangible assets;
- Note no 57: fair value measurement of financial instruments;
- Note no 43: recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of outflow of resources;
- Note no 60: recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used.
- Note no 5 and 6: impairment test of non-financial assets: key assumptions underlying recoverable amounts including the recoverability of expenditure on internally- generated intangible assets;
- Note no 57: impairment of financial assets.
- Note no 5: impairment of goodwill.
- Note 56: acquisition of subsidiary and associates: fair value of the consideration transferred (including contingent consideration) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis; and

(vi) Measurement of fair value

A number of accounting policies and disclosures require measurement of fair value for both financial and non-financial assets and liabilities. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an ordinary transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either -

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to/ by the Group.

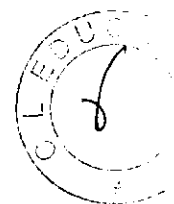
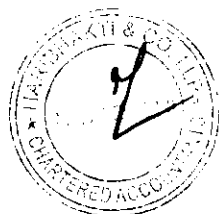
All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole-

Level 1 – Quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.



The Group measures financial instruments, such as, investments (other than investment in subsidiaries), at fair value at each reporting date. The same are disclosed in Note 57.

2. Significant accounting policies

(i) Basis of consolidation:

a) Subsidiaries:

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

The acquisition method of accounting is used to account for business combinations by the group.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Inter Group transactions, balances and unrealised gain on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively. NCI are measured at their proportionate share of the acquiree's net identifiable assets at the date of acquisition.

b) Associates:

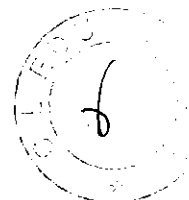
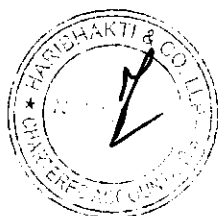
The Group's interests in equity accounted investees comprise interests in associates. An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies.

Interests in associates are accounted for using the equity method. They are initially recognised at cost which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of profit or loss and OCI of equity-accounted investees until the date on which significant influence ceases.

c) Loss of control:

The group treats transactions with non-controlling interests that do not result in a loss of control as transaction with equity owners of the group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

When the group ceases to consolidate or equity account for an investment because of a loss of control or significant influence, any retained interest in the equity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purpose of subsequently accounting for the retained interest as an associate or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.



If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

(ii) Revenue

Revenue is recognised when it is probable that the entity will receive the economic benefits associated with the transaction and the related revenue can be reliably measured. Revenue is recognised at the fair value of the consideration received or receivable, which is generally the transaction price, net of any taxes/duties and discounts.

Educational and training business of the Group includes revenue from services and sales of text books.

Revenue from services

Revenue in respect of educational and training programme received from students is recognised in profit and loss in proportion to the stage of completion of the services at the reporting date. The stage of completion is assessed by reference to the curriculum. Fee is recorded at invoice value, net of discounts and taxes, if any.

Revenue in respect of vocational training is recognised over the period of the training duration, after taking into account the uncertainty involved in conditions to be fulfilled under the terms of the contract.

Revenue in respect of event management services is recognised on proportionate completion method by relating the revenue with work accomplished and certainty of consideration available.

Revenue in respect of managed manpower services is recognised on an accrual basis, in accordance with the terms of the respective contract.

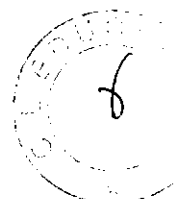
Revenue from sale of other text books

In case of online sale of text books is recognised when the significant risks and rewards of ownership have passed on to the buyer and is disclosed net of sales return and trade discounts. Allowances for sales returns are estimated and provided for in the period of sales.

In case of test preparation services sale of text books is recognised at the time of receipt of payment on account of education and training program provided by the Group and is recorded net of discounts and taxes, if any.

Other operating income

- Revenue in respect of start-up fees from franchisees is recognised on performing a contractually agreed assignment over a period of time, whether during a single period or over more than one period as per agreed terms of the franchise agreement.
- License fee on account of grant of brand on non-exclusive basis is one-time fee charge from different schools and is recognised in the period in which contract is executed.
- Revenue from consultancy services and seminar and alliance income is recognised as and when services are actually rendered.
- Revenue in respect of training fee, school fee and subscription fee is recognised on accrual basis in the period to which it pertains.
- Pass-through revenue arises on account of facility provided to customers, in which debtors of the customers are realised through the Group. Revenue is generally a portion of such realisation and recognition of such revenue is made on receipt of request of such realisation from customers.



- Revenue from royalty is recognised on an accrual basis in accordance with the terms of the relevant agreement.
- Content development fee is recognised on accrual basis on raising of bill for the period for which services are provided.

Other income

- Revenue from advertising income is recognised on stage of completion basis as per the terms of the agreement.
- Revenue in respect of infrastructure fee and soft skills fee are charged from different institutions on revenue sharing basis and are recognised on accrual basis over the period of rendering services.
- Rental income from investment property is recognised as part of revenue from operations in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

Interest income

Interest income on time deposits and inter corporate loans is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

Dividend

Dividend income is recognised in profit and loss on the date on which the Group's right to receive payment is established

Unbilled revenue

Unbilled revenue, included in other current financial assets, represents amounts recognised based on services performed in advance of billing in accordance with service terms.

Unearned revenue

Amounts billed and received or recoverable prior to the reporting date for services and such services or part of such services are to be performed after the reporting date are recorded as unearned revenue in other current liabilities.

(iii) **Property, plant and equipment**

Recognition and measurement

Items of property, plant and equipment are measured at cost net of recoverable taxes (wherever applicable), which includes capitalised borrowing costs less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, if any, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.



If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the statement of profit and loss.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016, measured as per the Previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

Subsequent expenditure

Subsequent expenditure are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only if it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced.

All other repairs and maintenance are charged to the statement of profit and loss during the reporting year in which they are incurred.

Depreciation methods, estimated useful lives and residual values

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual value over their useful life using straight line method, and is recognised in the statement of profit and loss.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as under and the same are equal to lives specified as per schedule II of the Act.

The useful lives of the assets are as under:

Particulars	Useful lives (in years)
Tangible assets:	
Leasehold land	90 (period of lease)
Building	60
Furniture and fixtures	8-10
Plant & Machinery	10-15
Office equipment	5
Vehicle	8-10
Computer equipment,	3-5
Computer server and	6
networks	
Leasehold improvements	Lesser of 3 years or period of lease

Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets. Depreciation on addition to property, plant and equipment is provided on pro-rata basis from the date the assets are ready for intended use. Depreciation on sale/discard from property, plant and equipment is provided for up to the date of sale, deduction or discard of property, plant and equipment as the case may be.

Depreciation method, useful lives and residual values are reviewed at each financial year-end, and changes, if any, are accounted for prospectively.



Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

(iv) **Goodwill and other intangible assets**

Goodwill

For measurement of goodwill that arises on a business combination see Note 5 and 56. Subsequent measurement is at cost less any accumulated impairment losses.

Other intangible assets

An intangible asset is recognised when it is probable that the future economic benefits attributable to the asset will flow to the Group and where its cost can be reliably measured.

Intangible assets are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses. Cost comprises the purchase price and any cost attributable to bringing the assets to its working condition for its intended use.

Internally generated intangible assets

Expenditure on research activities is recognised in the statement of profit and loss as incurred.

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Group intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in the statement of profit and loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortisation and any accumulated impairment losses.

Others

Other intangible assets including those acquired by the Group in a business combination are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

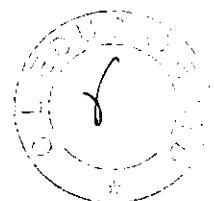
Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in the statement of profit and loss as incurred.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its intangible assets recognised as at April 1, 2016, measured as per the Previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

Amortisation

Goodwill is not amortised and is tested for impairment annually.



Amortisation is calculated to write off the cost of intangible assets over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the statement of profit and loss.

The useful lives of intangible assets are as follows:

Intangible assets: (years)	Useful lives (in years)
Brand	10
Software	5
Non-compete fee	3-4
Content development	5
License fees	Over the period of license
Website	5
Intellectual property rights	5-10
CAT online module	1-3

Amortisation method, useful lives and residual values are reviewed at each financial year-end, and changes, if any, are accounted for prospectively.

Losses arising from the retirement of, and gain or losses 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.

(v) Business combinations

As part of its transition to Ind AS, the Group has elected to apply the relevant Ind AS, viz. Ind AS 103, Business Combinations, to only those business combinations that occurred on or after the transition date.

In accordance with Ind AS 103, the Group accounts for these business combinations using the acquisition method when control is transferred to the Group. The consideration transferred for the business combination is generally measured at fair value as at the date the control is acquired (acquisition date), as are the net identifiable assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in other comprehensive income ("OCI") and accumulated in equity as capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as resulting in a bargain purchase; otherwise the gain is recognised directly in equity as capital reserve.. Transaction costs are expensed as incurred except to the extent of issue of debt or equity securities.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not re-measured subsequently and settlement is accounted for within equity. Other contingent consideration is re-measured at fair value at each reporting date and changes in the fair value of the contingent consideration are recognised in profit or loss.

If a business combination is achieved in stages, any previously held equity interest in the acquiree is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in the statement of profit and loss or OCI, as appropriate.

In respect of the business combinations affected prior to the transition date, goodwill represents the amount recognised under the Group's previous accounting framework under Indian GAAP adjusted for the reclassification of certain intangibles.



(vi) Impairment of non-financial assets

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's or CGU's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

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

(vii) Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

Transition to Ind AS

On transition to Ind AS, the Group has elected to continue with the carrying value of all of its investment property recognised as at April 1, 2016, measured as per the Previous GAAP and use that carrying value as the deemed cost of such investment property.

The fair value of investment property is disclosed in the notes. Fair value is determined by an independent valuer who holds a recognised and relevant professional qualification and has recent experience in the relevant location and category of the investment property being valued.

Depreciation on building component of investment property is calculated on a straight-line basis using the rate arrived at based on the useful life estimated by the management, which are equal to useful lives specified as per Schedule II to the Act.

Particulars	Useful lives (in years)
Building	60

Any gain or loss on disposal of an investment property is recognised in the statement of profit and loss.



(viii) **Borrowing costs**

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(ix) **Investment in subsidiaries and associates**

Investment in subsidiaries and associates are carried at cost, less any impairment in the value of investment, in these consolidated financial statements.

(x) **Financial instruments**

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, transaction costs that are directly attributable to its acquisition or issue, except for an item recognised at fair value through profit and loss. Transaction cost of financial assets carried at fair value through profit and loss is expensed in the statement of profit and loss.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- Fair value through other comprehensive income (OCI), or
- Fair value through profit and loss (FVTPL)

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

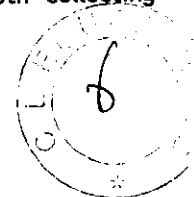
Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Group changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and



- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI - equity investment). This election is made on an investment by investment basis.

All financial assets not classified to be measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets

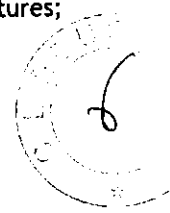
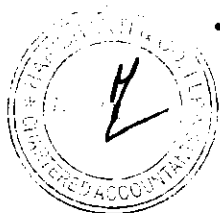
Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;



- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the sole payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at amortised cost: These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses, if any. Interest income and impairment are recognised in the statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.

Financial assets at FVTPL: These assets are subsequently measured at fair value. Net gains and losses, including any interest income, are recognised in the statement of profit and loss.

Debt investments at FVOCI: These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On Derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

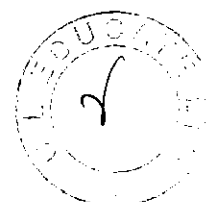
Equity investments at FVOCI: These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to profit or loss.

Financial liabilities: classification, subsequent measurement & gain and loss

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the statement of profit and loss. Any gain or loss on derecognition is also recognised in the statement of profit and loss.

iii. Offsetting

Financial assets and monetary liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the assets and settle the liabilities simultaneously.



iv. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of profit and loss.

v. Impairment of financial instruments:

The Group recognises loss allowances for expected credit losses on:-

- Financial assets measured at amortised cost; and
- Financial assets measured at FVOCI- debt investments

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes the following observable data:

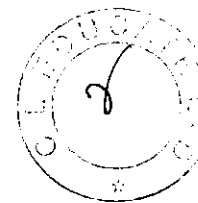
- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being past due for agreed credit period;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Expected credit loss:

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).



In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than agreed credit period..

The Group considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- the financial asset is past due and not recovered within agreed credit period.

Measurement of expected credit losses

Expected credit losses are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets disclosed in the Balance Sheet.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

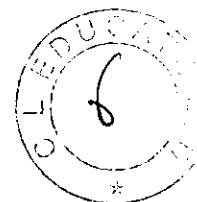
(xi) **Non-current assets held for sale**

Non-current assets or disposal groups comprising assets and liabilities are classified as held for sale if it is highly probable that the carrying value will be recovered primarily through sale rather than through continuing use.

Such assets or disposal group are generally measured at the lower of their carrying amount and fair value less costs to sell. Losses on initial classification as held for sale and subsequent gains and losses on re-measurement are recognised in the statement of profit and loss.

Once classified as held-for-sale the related assets are no longer amortised or depreciated, and any equity-accounted investee is no longer equity accounted.

The gain or loss arising from de-recognition of an item of property, plant and equipment, classified as held for sale, shall be included in profit or loss when the item is derecognised; which is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.



(xii) Leases:

Determining whether an arrangement contains a lease.

The determination of whether an arrangement is, or contains, a lease is based on the substance of an arrangement at inception date: whether fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

At inception or on reassessment of the arrangement that contains a lease, the payments and other consideration required by such an arrangement are separated into those for the lease and those for other elements on the basis of their relative fair values.

Where the Group is lessee

Finance lease

Finance leases, which effectively transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalised.

A leased asset is depreciated on a straight-line basis over the useful life of the asset as determined by the management or the useful life envisaged in Schedule II to the Act, whichever is lower. However, if there is no reasonable certainty that the Group will obtain the ownership by the end of the lease term, the capitalised asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset, the lease term and the useful life envisaged in Schedule II to the Act.

Operating lease

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Payments made under operating leases are generally recognised in the statement of profit and loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Lease incentives received are recognised as an integral part of the total lease expense over the term of the lease.

Where the group is lessor

Finance lease

Leases in which the Group transfers substantially all the risks and benefits of ownership of the asset are classified as finance leases. Assets given under finance lease are recognised as a receivable at an amount equal to the net investment in the lease. After initial recognition, the Group apportions lease rentals between the principal repayment and interest income so as to achieve a constant periodic rate of return on the net investment outstanding in respect of the finance lease. The interest income is recognised in the statement of profit and loss. Initial direct costs are included in the initial measurement of the finance lease receivable and reduces the amount of income recognised over the lease term.



Operating lease

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Assets subject to operating leases are included in property, plant and equipment. Lease income on an operating leases is recognised in the statement of profit and loss on a straight-line basis over the lease term unless such payments are structured to increase in line with expected general inflation.

(xiii) Inventories

Raw materials are valued at lower of cost and net realisable value. The cost of inventories is based on the first in, first out formula.

The comparison of cost and net realisable value is made on an item by item basis. Cost includes purchase price, (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities), freight inwards and other expenditure incurred in bringing such inventories to their present location and condition. Inventories comprising of traded goods are measured at the lower of cost and net realisable value.

Work in progress, manufactured finished goods and traded goods are valued at the lower of cost and net realisable value. The comparison of cost and net realisable value is made on an item by item basis. Cost of work in progress and manufactured finished goods is determined on the first in first out basis and comprises direct material, cost of conversion and other costs incurred in bringing these inventories to their present location and condition. Cost of traded goods is determined on a first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. The comparison of cost and net realisable value is made on an item by item basis.

Provision of obsolescence on inventories is considered on the basis of management's estimate based on demand and market of the inventories.

(xiv) Employee Benefits

Short term employee benefits:

Short term employee benefit obligations are measured on an undiscounted basis and are expenses off as the related services are provided. Benefits such as salaries, wages, and bonus etc. are recognised in the statement of profit and loss in the year in which the employee renders the related service. The liabilities are presented as current employee benefit obligation in the balance sheet.

Long term employee benefits

Defined contribution plan: Provident fund

All employees of the Group are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employee and the employer make monthly contributions to the plan at a predetermined rate as per the provisions of The Employees Provident Fund and Miscellaneous Provisions Act, 1952. These contributions are made to the fund administered and managed by the Government of India. The Group has no further obligations under the plan beyond its monthly contributions. Obligation for contribution to defined contribution plan are recognised as an employee benefit expenses in statement of profit and loss in the period during which the related services are rendered by the employees.



Defined Benefit Plan: Gratuity

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The Group provides for retirement benefits in the form of Gratuity, which provides for lump sum payments to vested employees on retirement, death while in service or on termination of employment in an amount equivalent to 15 days basic salary for each completed year of service. Vesting occurs upon completion of five years of service. Benefits payable to eligible employees of the Group with respect to gratuity is accounted for on the basis of an actuarial valuation as at the balance sheet date.

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 other comprehensive income. The Group's obligation in respect of defined benefit plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The Group's determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the statement of profit and loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The Plan assets of the Group are managed by Life Insurance Corporation of India through a trust managed by the Group in terms of an insurance policy taken on fund obligations with respect to its gratuity plan except in case of G.K. Publications Private Limited.

Other long-term benefits: Compensated absences

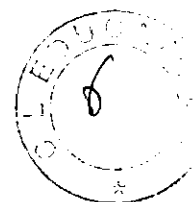
Benefits under the Group's compensated absences scheme constitute other employee benefits. The liability in respect of compensated absences is provided on the basis of an actuarial valuation using the Projected Unit Credit Method. done by an independent actuary as at the balance sheet date. Actuarial gain and losses are recognised immediately in the statement of profit and loss.

Share based payments

The Employee Stock Option Scheme ('the Scheme') provides for the grant of equity shares of the Group to its employees. The Scheme provides that employees are granted an option to acquire equity shares of the Group that vests in a graded manner. The options may be exercised within a specified period. The Group uses the grant date fair value to account for its equity settled share based payment plans granted to employee, with a corresponding increase in equity over the period that the employees unconditionally become entitled to the awards. Compensation cost is measured using independent valuation by Black-Scholes model. Compensation cost, if any is amortised over the vesting period.

(xv) Foreign exchange transactions and translations**Initial recognition**

Foreign currency transactions are recorded in the reporting currency, by applying the foreign currency amount of exchange rate between the reporting currency and foreign currency at the date of transaction..



Conversion

Foreign currency monetary assets and liabilities outstanding as at balance sheet date are restated/translated using the exchange rate prevailing at the reporting date. Non-monetary assets and liabilities which are measured in terms of historical cost denomination in foreign currency, are reported using the exchange rate at the date of transaction except for non-monetary item measured at fair value which are translated using the exchange rates at the date when fair value is determined.

Exchange difference arising on the settlement of monetary items or on restatement of the Group's monetary items at rates different from those at which they initially recorded during the year or reported in previous financials statement (other than those relating to fixed assets and other long term monetary assets) are recognised as income or expenses in the year in which they arise.

Foreign operations:

The assets and liabilities of foreign operations are translated into INR the functional currency of the Group, at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into INR at the exchange rates at the dates of the transaction or an average rate if the average rate approximates the actual rate at the date of the transaction.

(xvi) **Income tax**

Income tax comprises current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

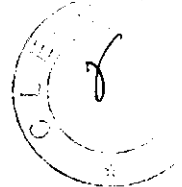
Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Group recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences



or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be real.

Minimum alternate tax

Minimum Alternative Tax ('MAT') credit entitlement under the provisions of the Income-tax Act, 1961 is recognised as a deferred tax asset when it is probable that future economic benefit associated with it in the form of adjustment of future income tax liability, will flow to the Group and the asset can be measured reliably. MAT credit entitlement is set off to the extent allowed in the year in which the Group becomes liable to pay income taxes at the enacted tax rates. MAT credit entitlement is reviewed at each reporting date and is recognised to the extent that is probable that future taxable profits will be available against which they can be used. Significant management judgement is required to determine the probability of recognition of MAT credit entitlement.

(xvii) **Contingent Liability, Contingent Asset and Provisions**

Contingent liability

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote.

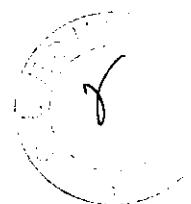
Contingent assets

Contingent assets are possible assets that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Provisions

The Group creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.



(xviii) **Cash and cash equivalents**

Cash and cash equivalents includes cash on hand, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current financial liabilities in the balance sheet.

(xix) **Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for events such as bonus issue, share split or consolidation of shares.

For 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 period are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted into equity shares as at the beginning of the period, unless they have been issued at a later date.

(xx) **Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

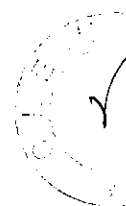
In accordance with Ind AS 108 - Operating Segments, the operating segments used to present segment information are identified on the basis of internal reports used by the Group's Management to allocate resources to the segments and assess their performance.

Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

The operating segments have been identified on the basis of the nature of products/services. Further:

1. Segment revenue includes sales and other income directly identifiable with / allocable to the segment including inter-segment revenue.
2. Expenses that are directly identifiable with / allocable to segments are considered for determining the segment result. Expenses which relate to the Group as a whole and not allocable to segments are included under unallocable expenditure.
3. Income which relates to the Group as a whole and not allocable to segments is included in unallocable income.
4. Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable assets and liabilities represent the assets and liabilities that relate to the Group as a whole and not allocable to any segment.

The Board of Director(s) are collectively the Group's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. Refer Note 55 for segment information.



(xxi) Dividends paid

Dividend to shareholders is recognised as a liability and deducted from equity, in the year in which the dividends are approved by the shareholders. However, interim dividends, if any, declared by the Board of directors, which does not need shareholder's approval, are recognised as a liability and deducted from retained earnings, in the year in which the dividends are so declared.

(xxii) Recent accounting pronouncements

Appendix B to Ind AS 21, Foreign currency transactions and advance consideration: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Appendix B to Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency.

The amendment will come into force from April 1, 2018. The Group is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.

Ind AS 115- Revenue from Contract with Customers: On March 28, 2018, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition:

- Retrospective approach - Under this approach the standard will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors
- Retrospectively with cumulative effect of initially applying the standard recognized at the date of initial application (Cumulative catch - up approach). The effective date for adoption of Ind AS 115 is financial periods beginning on or after April 1, 2018.

The Group will adopt the standard on April 1, 2018 by using the cumulative catch-up transition method and accordingly comparatives for the year ending or ended March 31, 2018 will not be retrospectively adjusted. The Group is evaluating the requirements of the amendment and the effect on the financial statements is being evaluated.



3. Property, plant and equipment

Reconciliation of carrying amount	Freehold land	Leasehold land (refer note 11)	Buildings	Building improvements	Plant and machinery	Leasehold improvement	Furniture and fixtures	Office equipments	Computers	Vehicles	Total	Capital work in progress
Cost or deemed cost (Gross carrying amount)												
Deemed cost as at April 1, 2016	1,053.24	196.78	5,329.50	1.43	66.22	148.42	270.85	218.02	366.95	94.05	7,663.60	63.13
Additions during the year	425.82	-	-	-	3.27	85.03	22.42	27.89	45.09	0.13	609.65	-
Reclassification from asset held for sale during the year	518.65	-	-	-	0.60	0.28	13.13	3.73	8.54	0.84	518.65	-
Disposals during the year	-	-	-	-	-	-	-	-	-	-	-	-
Reclassification of assets as held for sale as part of disposal group	365.13	-	2,583.61	0.27	5.17	2.89	20.77	5.72	1.52	2.56	2,987.64	-
Balance as at March 31, 2017	1,632.58	196.78	2,745.89	0.40	63.72	148.42	259.37	236.46	401.98	90.78	5,776.38	63.13
Balance as at 1 April 2017	1,632.58	196.78	2,745.89	0.40	63.72	148.42	259.37	236.46	401.98	90.78	5,776.38	-
Additions during the year	6.10	-	-	7.89	11.07	77.17	90.31	59.61	71.12	35.31	358.58	-
Acquisitions through business combination (refer note 56)	-	-	-	-	-	-	15.95	61.88	80.29	-	158.12	-
Disposals during the year	566.29	-	9.39	0.40	23.79	20.27	142.12	22.79	7.23	12.78	805.06	-
Balance as at March 31, 2018	1,072.39	196.78	2,736.50	7.89	51.00	205.32	223.51	335.16	546.16	113.31	5,488.02	63.13
Accumulated depreciation and impairment losses												
Depreciation for the year	-	2.51	92.50	-	7.74	55.55	40.71	61.15	163.30	26.44	449.90	-
Disposals during the year	-	-	-	-	-	-	-	-	-	-	-	-
Reclassification of assets as held for sale as part of disposal group	-	-	44.35	-	0.46	1.51	4.17	1.67	0.57	1.54	54.27	-
Balance as at March 31, 2017	-	2.51	48.13	-	7.28	54.04	36.54	59.48	162.73	24.90	395.63	-
Balance as at 1 April 2017	-	2.51	48.13	-	7.28	54.04	36.54	59.48	162.73	24.90	395.63	-
Depreciation for the year	-	2.51	48.03	1.02	6.52	58.33	30.69	76.77	173.53	19.71	417.11	-
Disposals during the year	-	-	0.20	-	1.37	5.41	19.75	8.41	1.53	7.81	44.48	-
Balance as at March 31, 2018	-	5.02	95.98	1.02	12.43	106.96	47.48	127.84	334.73	36.80	768.26	-
Carrying amount (net)												
As at April 1, 2016	1,053.24	196.78	5,329.50	1.43	66.22	148.42	270.85	218.02	366.95	94.05	7,663.60	63.13
As at March 31, 2017	1,632.58	194.27	2,697.74	0.40	56.44	94.38	322.83	176.98	239.25	65.88	5,380.75	63.13
As at March 31, 2018	1,072.39	191.76	2,640.52	6.87	38.57	98.36	176.03	207.32	211.43	76.51	4,719.76	63.13

Notes:

- The Group has elected Ind AS 101 exemption and will continue with the carrying value for all of its property, plant and equipment as its deemed cost as at the date of transition, for details refer note 61.
- For details related to assets identified for lump sale (discontinued operations) (Refer note 54)
- Please refer note-44 for details of assets held under finance lease
- Please refer note 43 for capital commitments.
- Pursuant to the board resolution dated 31 October 2017, the Group had classified freehold land amounting Rs. 518.65 lacs located at Faridabad, as property, plant and equipment held for sale shown under assets classified as held for sale (Refer note 20). However, during the year ended March 31, 2017, due to non-availability of buyers the same has been re-classified in property, plant and equipment.
- The Group has not carried out any revaluation of property, plant and equipment for the year ended March 31, 2018 and March 31, 2017.
- Certain property, plant and equipment, are subject to charge against secured borrowings of group companies referred in notes as secured term loans from other and secured term loans from banks and bank overdrafts. (Refer note 23 and 27).
- There are no impairment losses recognised during the year.
- There are no exchange differences adjusted in property, plant & equipment.
- See Accounting Policy in Note 2.



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Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

4. Investment property

A. Reconciliation of carrying amount	Amount	
Cost or deemed cost		
Deemed cost as at April 1, 2016		112.91
Additions during the year		-
Balance as at March 31, 2017		112.91
Additions during the year		-
Balance as at March 31, 2018		112.91
Accumulated depreciation		
Depreciation for the year ended March 31, 2017		(2.06)
Balance as at March 31, 2017		(2.06)
Depreciation for the year ended March 31, 2018		(2.07)
Balance as at March 31, 2018		(4.13)
Carrying amounts		
As at April 1, 2016		112.91
As at March 31, 2017		110.85
As at March 31, 2018		108.78

B. Amounts recognised in statement of profit or loss for investment property

Rental income	23.05	21.20
Profit from investment properties before depreciation	23.05	21.20
Depreciation expense	(2.07)	(2.07)
Profit from investment property	20.98	19.13

C. Measurement of fair value

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Investment property	480.00	480.00	480.00
	480.00	480.00	480.00

D. Estimation of fair values

The Group obtains independent valuations for each of its investment property by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

Fair market value is the amount expressed in terms of money that may be reasonably be expected to be exchanged between a willing buyer and a willing seller, with equity or both. The valuation by the valuer assumes that Group shall continue to operate and run the assets to have economic utility.

Valuation technique:

Under the market comparable method (or market comparable approach), a property's fair value is estimated based on comparable transactions. The market comparable approach is based upon the principle of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. In theory, the best comparable sale would be an exact duplicate of the subject property and would indicate, by the known selling price of the duplicate, the price for which the subject property could be sold. The unit of comparison applied by the Group is the price per square metre (sqm).

Fair value hierarchy:

The fair value measurement for the investment property has been categorised as a Level 2 fair value based on the inputs to the valuation technique used.

The valuation techniques and the inputs used in the fair value measurement categorised within Level 2 of the fair value hierarchy is as follows:

Valuation technique	Observable inputs
Market method	Guideline rate (Per sq. m.) Similar piece of land rate (Per sq. m.)

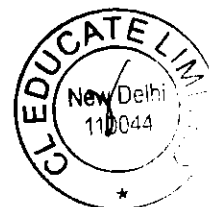
The fair values of the investment property as at March 31, 2018 and March 31, 2017 significantly approximates with the fair value computed as at April 1, 2016.

E. Leasing arrangements

The Group has given its premises on cancellable operating lease to one of its franchise. Lease receipts recognized in the Statement of Profit and Loss during the year amounts to Rs. 23.05 lacs (March 31, 2017: Rs 21.20 lacs). Further information about these leases is included in Note 44.

Notes:

- The Group has elected Ind AS 101 exemption and continue with the carrying value for all of its property, plant and equipment as its deemed cost as at the date of transition, for details refer note 61.
- The Group has not carried out any revaluation of investment property for the year ended March 31, 2018 and March 31, 2017.



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Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

5. Goodwill

Reconciliation of carrying amount	Amount
Cost or deemed cost	
Deemed cost as at April 1, 2016	2,518.45
Acquisitions through business combinations	-
Impairment charge	-
Balance as at March 31, 2017	2,518.45
Acquisitions through business combinations	826.60
Impairment charge	-
Balance as at March 31, 2018	3,345.05

5.1 Impairment tests for Goodwill

Goodwill is monitored by management at the level of the five operating segments identified in note 55.

For the purpose of impairment testing, goodwill is allocated to the Group's operating divisions which represent the lowest level within the Group at which goodwill is monitored for internal management purposes, which is not higher than the Group's operating segments. The aggregate carrying amounts of goodwill allocated to segments are as follows:

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a) Consumer test prep	826.60	-	-
b) Consumer publishing	610.44	610.44	610.44
c) Enterprise corporate	488.20	488.19	488.19
d) Enterprise institutional	1,351.33	1,351.34	1,351.34
e) Others (Incl Vocational and K12)	68.48	68.48	68.48

5.2 Significant estimate: key assumptions used for value-in-use calculations

The group tests whether goodwill has suffered any impairment on an annual basis. The recoverable amount of a cash generating unit (CGU) is determined based on value-in-use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. These growth rates are consistent with forecasts included in industry reports specific to the industry in which each CGU operates.

The following table sets out the key assumptions for those CGUs that have significant goodwill allocated to them. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been on historical data from both external and internal sources.

	Consumer test prep	Consumer publishing	Enterprise corporate	Enterprise institutional	Others
March 31, 2018					
Sales volume (% annual growth rate)	21.00%	10.00%	17.00%	35.00%	5.00%
Long term growth rate (%)	6.00%	6.00%	6.00%	6.00%	6.00%
Pre-tax discount rate (%)	17.12%	16.60%	16.60%	16.60%	10.70%

Management has determined the values assigned to each of the above key assumptions as follows:

Assumption Approach used to determining values

Sales volume :	Average annual growth rate over the five-year forecast period; based on past performance and management's expectations of market development.
Long-term growth rate:	This is the weighted average growth rate used to extrapolate cash flows beyond the budget period. The rates are consistent with forecasts included in industry reports.
Pre-tax discount rates:	Reflect specific risks relating to the relevant segments and the countries in which they operate.
The management believes that any reasonably possible change in the key assumptions would not cause the carrying amount to exceed the recoverable amount of the cash generating unit.	



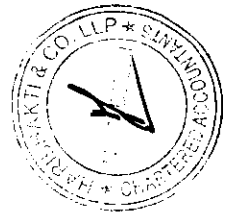
CL Educate Limited
Notes to consolidated financial statements for the year ended March 31, 2018
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6. Other intangible assets

Reconciliation of carrying amount	Brand	Intellectual property rights and trademarks	Computer softwares	License fees	Content development	Web Site	Distribution network	Non-compete fees	CAT Online Module	Wain Connect	IQM	Melting Pot	Total
Cost or deemed cost (Gross carrying amount)													
Balance as at April 1, 2016	-	712.65	46.05	87.29	198.46	0.04	28.56	5.00	3.88	-	-	-	1,081.93
Additions during the year	-	26.43	16.19	-	211.55	22.00	-	-	5.72	-	-	-	281.89
Additions - internally developed (refer note a below)	-	-	-	-	191.32	-	-	-	-	-	-	-	191.32
Acquisitions through business combination (refer note 5c)	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2017	-	739.08	62.24	87.29	601.33	22.04	28.56	5.00	9.60	-	-	-	1,535.14
Balance as at 1 April 2017	-	739.08	62.24	87.29	601.33	22.04	28.56	5.00	9.60	-	-	-	1,535.14
Other additions during the year	-	-	24.80	-	366.69	-	-	-	17.38	-	-	-	408.87
Additions - internally developed (refer note a below)	-	-	-	-	181.59	-	-	-	-	-	-	-	181.59
Acquisitions through business combination (refer note 5c)	330.00	-	-	-	-	-	-	79.00	-	22.50	118.40	112.69	433.18
Disposals during the year	-	-	-	-	-	-	-	-	-	-	-	-	409.00
Balance as at March 31, 2018	330.00	739.08	87.04	87.29	1,149.61	22.04	28.56	84.00	26.98	22.50	118.40	112.69	2,808.19
Accumulated amortisation and impairment losses													
Balance as at April 1, 2016	-	-	16.34	26.42	89.95	0.05	28.56	5.00	8.65	-	-	-	313.18
Amortisation for the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Disposals during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2017	-	138.21	16.34	26.42	89.95	0.05	28.56	5.00	8.65	-	-	-	313.18
Balance as at 1 April 2017	-	138.21	16.34	26.42	89.95	0.05	28.56	5.00	8.65	-	-	-	313.18
Amortisation for the year	33.00	140.62	17.24	26.42	181.10	7.33	-	22.57	1.14	1.13	2.98	2.84	436.37
Disposals during the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2018	33.00	278.83	33.58	52.84	271.05	7.38	28.56	27.57	9.79	1.13	2.98	2.84	749.55
Carrying amount (net)													
As at April 1, 2016	-	712.65	46.05	87.29	198.46	0.04	28.56	5.00	3.88	-	-	-	1,081.93
As at March 31, 2017	-	600.87	48.90	80.87	511.38	21.99	-	-	0.95	-	-	-	1,241.96
As at March 31, 2018	287.00	460.25	53.46	34.45	878.56	14.66	-	56.43	17.19	23.37	115.42	109.85	2,058.64

Notes:

- Intangible assets are subject to first pari passu charge to secure the Group's borrowings referred in notes as secured term loan from banks and bank overdrafts. (Refer note 23 and 27)
- For details related to assets identified for slump sale (discontinued operations) (Refer note 54)
- The Group has elected Ind AS 101 exemption and continue with the carrying value for all of its intangible assets as its deemed cost as at the date of transition, for details refer note 61.
- Content is at core of the offering of the test preparation product and is an intellectual property. It includes content in form of books, questions and solutions, mock test, video lectures and analysis of test papers. Amortisation is calculated to write off the cost of content over their estimated useful life (range 1 to 5 years) using the straight-line method.
- A non-compete fee is the outcome of an agreement entered between Group and Indican for on-going business should be protected from competition by the outgoing entity. Amortisation is calculated to write off the cost of non-compete fees over its useful life of 5 years using the straight-line method.
- Brand is recognised separately for ETEN acquisition. ETEN was a business division of Indican, engaged in the test preparation business for chartered accountancy courses and civil services entrance examination supported by VSAT (very small aperture terminal) network in India, were acquired by the Group via Business Transfer Agreement. Amortisation is calculated to write off the cost of brand over its useful life of 10 years using the straight-line method.
- Intuitive Minds (IQM) is India's biggest quiz challenge at school and college level. It is an endeavour to encourage young India to learn through contests and know more about what's happening around the world. Amortisation is calculated to write off the cost of IQM over its useful life of 10 years using the straight-line method.
- Melting Pot 2020 Innovation Summit is the platform for enabling collaboration, networking and knowledge sharing between the various stakeholders in the innovation eco-system to catalyze the transformation of the region into a global innovation hub. Amortisation is calculated to write off the cost of Melting Pot over its useful life of 10 years using the straight-line method.
- The Group has not carried out any revaluation of intangible assets for the year ended March 31, 2018 and March 31, 2017.
- The Group does not have acquired intangible assets free of charge, or for nominal consideration, by way of a government grant.
- There are no other intangible assets other than as already disclosed.
- Refer note 46 for amortisation.
- Refer note 2 for details of internally generated intangible assets.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

a. Details of internally generated intangible assets

Reconciliation of carrying amount	Content development	Melting Pot	IQM	Wain Connect	Total
Cost or deemed cost (Gross carrying amount)					
Balance as at April 1, 2016	23.52	-	-	-	23.52
Additions during the year	191.32	-	-	-	191.32
Disposals during the year	-	-	-	-	-
Balance as at March 31, 2017	214.84	-	-	-	214.84
Balance as at 1 April 2017	214.84	-	-	-	214.84
Additions during the year	181.59	112.69	118.40	22.50	435.18
Disposals during the year	-	-	-	-	-
Balance as at March 31, 2018	396.43	112.69	118.40	22.50	650.02
Accumulated amortisation and impairment losses					
Balance as at April 1, 2016	-	-	-	-	-
Amortisation for the year	23.72	-	-	-	23.72
Disposals during the year	-	-	-	-	-
Balance as at March 31, 2017	23.72	-	-	-	23.72
Balance as at 1 April 2017	23.72	-	-	-	23.72
Amortisation for the year	39.95	2.84	2.98	1.13	46.90
Disposals during the year	-	-	-	-	-
Balance as at March 31, 2018	63.67	2.84	2.98	1.13	70.62
Carrying amount (net)					
As at April 1, 2016	23.52	-	-	-	23.52
As at March 31, 2017	191.12	-	-	-	191.12
As at March 31, 2018	332.76	109.85	115.42	21.37	579.40

i. Content is at core of the offering of the test preparation product and is an intellectual property. It includes content in form of books, questions and solutions, mock test, video lectures and analysis of test papers. Amortisation is calculated to write off the cost of content over their estimated useful life (range 1 to 5 years) using the straight-line method.

ii. Melting Pot 2020 Innovation Summit is the platform for enabling collaboration, networking and knowledge sharing between the various stakeholders in the innovation eco-system to catalyze the transformation of the region into a global innovation hub. Amortisation is calculated to write off the cost of 'Melting Pot' over its useful life of 10 years using the straight-line method.

iii. Inquisitive Minds (IQM) is India's biggest quiz challenge at school and college level. It is an endeavour to encourage young India to learn through contests and know more about what's happening around the world. Amortisation is calculated to write off the cost of 'IQM' over its useful life of 10 years using the straight-line method.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

7 Non-current Investments

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
<i>In equity instruments</i>			
<i>Unquoted at fair value through profit and loss</i>			
Nil (March 31, 2017: 909; April 1, 2016: 909) fully paid up equity shares of Rs. 10 each of Threesixtyone Degree Minds Consulting Private Limited	-	50.00	50.00
50,000 (Previous year 50,000) shares of Rs. 10 each fully paid up in Investment in Energy Plantation Project Private Limited	5.00	5.00	5.00
Sub total	5.00	55.00	55.00
<i>Impairment in the value of investments</i>			
Energy Plantation Project Private Limited	5.00	5.00	5.00
Sub total	5.00	5.00	5.00
Total	-	50.00	50.00
<i>Aggregate amount of unquoted investments</i>	5.00	55.00	55.00
<i>Aggregate amount of quoted investments</i>	-	-	-
<i>Aggregate amount of impairment in value of investments</i>	-	-	-

Note:

i. There are no significant restrictions on the right of ownership, realisability of investments or the remittance of income and proceeds of disposal.

ii. Threesixtyone Degree Minds Consulting Private Limited became an associate on 3 August 2017, due to compulsory representation in the board of directors by the director nominated by the Company. (refer note 59)

8 Non-current financial assets - loans

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
<i>Unsecured, considered good</i>			
Loan to employees	-	-	0.61
Security deposits	282.83	154.93	132.53
	282.83	154.93	133.14

Note:

i. The Group's exposure to credit and currency risks are disclosed in Note 57.

9 Other non-current financial assets

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Non-current bank balances (Deposits with maturity for more than 12 months from reporting date) (Refer note i)	1,474.15	1,277.22	1,120.30
	1,474.15	1,277.22	1,120.30

Note:

i. Non-current bank balance include:

- Deposits of Rs. 1.01 lacs (March 31, 2017: Rs. 1.01 lacs; April 1, 2016: Rs. 0.75 lacs) for issue of guarantees in favor of value added tax authorities,
- Deposits of Rs. 19.75 lacs (March 31, 2017: Rs. 19.75 lacs; April 1, 2016: Rs. 16.84 lacs) for issue of guarantees in favor of Development Support Agency of Gujarat-TDD Project,
- Deposits of Rs. 2.56 lacs (March 31, 2017: Rs. 2.55 lacs; April 1, 2016: Rs. 2.00 lacs) for issue of guarantees in favor of The Directorate of Employment Training, Gandhi Nagar-TDD,
- Deposits aggregating to Rs. 1100.00 lacs (March 31, 2017: Rs. 1100.00 lacs; April 1, 2016: Rs. 1100.00 lacs) pledged with banks for certain loan facility (Refer note 23),
- Deposits of Rs. 0.82 lacs (March 31, 2017: Rs. 0.82 lacs; April 1, 2016: Rs. 0.70 lacs) submitted in bank against consumer court case appeal,
- Deposits of Rs. Nil (March 31, 2017: Rs. 87.50 lacs; April 1, 2016: Rs. Nil) pledged with Shri Ram City Union Finance Limited for loan taken (Refer note 23),
- Deposits of Rs 290.00 lacs (March 31, 2017 Rs 230.00 lacs; April 1, 2016 Rs 190.00 lacs) are under lien towards cash credit facility from IndusInd Bank,
- Deposits of Rs Nil. (March 31, 2017 Rs 200.00 lacs; April 1, 2016 Rs 200.00 lacs) are under lien towards overdraft facility from IndusInd Bank to GK Publication Private Limited (A fellow subsidiary with common Directors),
- Deposits of Rs. 350.00 lacs (March 31, 2017 Rs. Nil; April 1, 2016 Rs. Nil) pledged with RBL Bank for term loan facility (Refer note 23),

ii. The Group's exposure to credit and currency risks are disclosed in Note 57.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

10 Deferred tax assets (net)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Deferred tax assets (net) (refer note 60)	1,565.28	1,728.05	1,644.43
	1,565.28	1,728.05	1,644.43

11 Non-current tax assets (net)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Advance tax (Net of provision for income tax of Rs. 1751.94 lacs) [March 31, 2017 - Rs. 1986.64 lacs; April 1, 2016 - Rs. 1825.89 lacs]	2,354.56	1,638.92	1,566.38
	2,354.56	1,638.92	1,566.38

12 Other non-current assets

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Capital advances	18.11	16.49	124.15
Prepaid expenses	126.11	31.41	87.27
Gratuity fund	1.30	-	-
Service tax paid under protest	-	213.02	213.02
	145.52	260.92	424.44

13 Inventories

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
<i>Valued at lower of cost and Net Realisable value unless otherwise stated</i>			
Raw materials (refer note i)	35.09	41.65	70.82
Work-in-progress (refer note ii)	-	73.13	27.23
Finished goods produced	826.50	725.27	578.85
Less: Provision for slow moving inventory	(61.92)	(23.06)	(23.48)
	799.67	816.99	653.42

Note:

- Includes raw materials lying with third parties Rs. 35.09 lacs (March 31, 2017: Rs. 41.65 lacs, April 1, 2016: Rs. 70.82 lacs).
- Includes work-in-progress lying with third parties Rs. Nil (March 31, 2017: Rs. 73.13 lacs, April 1, 2016: Rs. 27.23 lacs).
- Inventories are pledged as securities for borrowings taken from banks (refer note 23)
- All inventories categories represent text books.

14 Trade receivables

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
<i>Unsecured</i>			
Considered good	11,484.66	10,661.72	9,471.45
Doubtful	2,010.86	1,859.37	1,748.61
Less: Allowances for doubtful trade receivables	(2,010.86)	(1,859.37)	(1,748.61)
	11,484.66	10,661.72	9,471.45

Note:

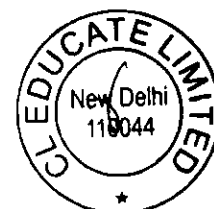
- For trade receivables from related parties refer note 46.
- The Group's exposure to credit and currency risks and loss allowances related to trade receivables are disclosed in Note 57.
- Trade receivable are non interest bearing and are normally received in normal operating cycle.
- Trade receivable are pledged as securities for borrowings taken from banks (refer note 23).
- Trade receivable for amounting Rs. 136.34 lacs (March 31, 2017: Rs. 136.34 lacs; April 1, 2016: Rs. 139.31 lacs) considered good (refer note 49).

15 Cash and cash equivalents

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balances with banks:			
- on current account	1,241.82	8,663.09	842.72
Cheques/ drafts on hand	36.23	32.43	40.95
Cash on hand	87.85	63.51	35.81
	1,365.90	8,759.03	919.48

Note:

- The Group's exposure to liquidity risks are disclosed in Note 57.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

16 Bank balances other than cash and cash equivalent

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Unpaid dividend account- bank balance (refer note (v))	0.18	0.19	0.26
Restricted balances with banks	-	-	-
- on current account (refer note (i))	-	12,905.98	-
Margin money deposits (refer note (ii))	-	15.50	13.34
Deposits with original maturity for more than three months but less than twelve months from the reporting date	3,057.57	571.09	653.78
	3,057.75	13,492.76	667.38

Note :

(i) Rs. Nil (March 31, 2017: Rs. 12,905.98 lacs ; April 1, 2016: Nil) lying in public issue account CL Educate IPO and which is considered as restricted cash.

(ii) Deposits of Rs. Nil (March 31, 2017: Rs. 15.50 lacs ; April 1, 2016: Rs. 13.34 lacs) for issue of guarantees in favor of Northern Eastern Council Secretariat, Shillong

(iii) Deposits of Rs 290.00 lacs (March 31, 2017 Rs 230.00 lacs; April 1, 2016 Rs 190.00 lacs) are under lien towards cash credit facility from Indusind Bank.

(iv) Deposits of Rs Nil. (March 31, 2017 Rs 200.00 lacs; April 1, 2016 Rs 200.00 lacs) are under lien towards overdraft facility from Indusind Bank to GK Publication Private Limited (A fellow subsidiary with common Directors)

(v) The amount represents minimum balance required to be maintained in current account and does not represent unpaid dividend amount.

(vi) The Group's exposure to liquidity risks are disclosed in Note 57.

17 Current financial assets - loans

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Secured, considered good			
Security deposits	16.81	0.71	0.70
Unsecured, considered good			
Loan to employees	50.58	27.34	31.69
Security deposits	138.44	378.62	211.49
Loans to related parties:	1,803.61	1,769.80	5,166.17
Unsecured, considered doubtful			
Loans to CL USA	399.49	399.49	399.49
Less: Provision for loss allowance	(399.49)	(399.49)	(399.49)
Loans to related parties	8.34	8.34	14.04
Less: Provision for loss allowance	(8.34)	(8.34)	(14.04)
Security deposits	28.05	28.05	13.86
Less: Provision for loss allowance	(28.05)	(28.05)	(13.86)
	2,009.44	2,176.47	5,410.05

Note:

i. Refer note 46 for transactions with related party.

ii. The Group's exposure to credit and currency risks are disclosed in Note 57.

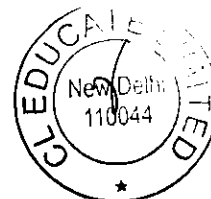
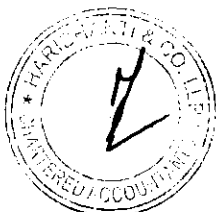
18 Other current financial assets

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Unbilled Revenue	1,271.61	1,087.51	384.13
Amount recoverable from Non Banking Financial Company	0.27	0.16	0.24
Interest accrued but not due on deposits	135.73	13.00	23.83
Interest accrued but not due on loans to related parties	31.57	104.95	236.13
Other receivables	-	-	-
Receivables on account of transfer of property, plant and equipment	26.35	133.71	-
Other receivables	10.54	8.20	15.42
Receivable on account of sale of business	335.20	-	-
Application money paid towards securities	1.83	-	-
	1,813.10	1,347.53	659.75

Note:

i. Refer note 46 for transactions with related party.

ii. The Group's exposure to credit and currency risks are disclosed in Note 57.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

19 Other current assets

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Advances to related parties	95.50	95.50	95.50
Prepaid expenses	1,136.59	716.41	960.06
Advances to employees	9.84	17.60	73.97
Gratuity fund	0.13	0.13	0.12
Balances recoverable from government authorities	488.81	128.88	11.42
Advances to suppliers	868.19	210.28	663.57
Loss allowance for doubtful advances	-	(0.34)	-
	<u>2,599.06</u>	<u>1,168.46</u>	<u>1,804.64</u>

Note:

i. Refer note 46 for transactions with related party.

20 Assets classified as held for sale

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Property, plant and equipment held for sale	-	-	944.47
Disposal group held for sale (note 54)	2,923.24	7,349.92	-
	<u>2,923.24</u>	<u>7,349.92</u>	<u>944.47</u>

Note:

i. Pursuant to the Board Resolution dated 31 October 2012, the Group had classified freehold land amounting Rs. 518.65 lacs located at Faridabad, as assets held for sale. However, during the year March 31, 2017, due to non availability of buyers the same has been re-classified in property, plant and equipment.

Fair value measurements

i. The fair value of asset classified as held for sale is higher than its carrying value as at April 1, 2016 and hence no impairment loss has been recognised.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

21 Share capital

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorised shares			
16,000,000 (March 31, 2017: 16,000,000; April 1, 2016: 16,000,000) equity shares of Rs. 10 each fully paid up	1,600.00	1,600.00	1,600.00
Issued, subscribed and paid-up shares			
14,165,678 (March 31, 2017: 14,163,278; April 1, 2016: 11,939,588) equity shares of Rs. 10 each fully paid up	1,416.57	1,416.33	1,193.96
	<u>1,416.57</u>	<u>1,416.33</u>	<u>1,193.96</u>

a. Terms and rights attached to equity shares

Voting

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

Dividends

The Group 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. The Group has not distributed any dividend in the current year and previous year.

Liquidation

In the event of liquidation of the Group, the holders of equity shares shall be entitled to receive all of the remaining assets of the Group, 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.

b. Reconciliation of number of shares outstanding at the beginning and end of the year :

	For the year ended March 31, 2018		For the year ended March 31, 2017	
	No. of shares	Amount	No. of shares	Amount
At the beginning of year	14,163,278	1,416.33	11,939,588	1,193.96
Add: Share issued during the year by way of:				
- Employee stock option plan	2,400	0.24	43,571	4.36
- Allotment of share for a consideration in cash (Refer note i)	-	-	2,180,119	218.01
Outstanding at the end of the year	<u>14,165,678</u>	<u>1,416.57</u>	<u>14,163,278</u>	<u>1,416.33</u>

Note: i

For the year ended March 31, 2018

Date of allotment	No. of shares	Share capital	Securities	Total
October 13, 2017	2,400.00	0.24	6.96	7.20

For the year ended March 31, 2017

During the year ended March 31, 2017, the Group had completed the initial public offer (IPO), pursuant to which 2,180,119 equity shares of Rs. 10 each were allotted, at an issue price of Rs 502 per equity share.

The equity shares of the Company were listed on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) with effect from March 31, 2017.

c. Details of shareholders holding more than 5% shares in the Company:

	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	No. of shares	Percentage	No. of shares	Percentage	No. of shares	Percentage
Promoters' Holding						
Mr. Gautum Puri	2,262,579.00	15.97%	2,262,579.00	15.97%	2,562,579.00	21.46%
Mr. Satya Narayanan R	2,262,579.00	15.97%	2,262,579.00	15.97%	2,562,579.00	21.46%
GPE (India) Limited	946,473.00	6.68%	946,473.00	6.68%	1,426,473.00	11.95%
Bilakes Consulting Private Limited	1,253,090.00	8.85%	1,253,090.00	8.85%	1,253,090.00	10.50%
	<u>6,724,721.00</u>	<u>47.47%</u>	<u>6,724,721.00</u>	<u>47.47%</u>	<u>7,804,721.00</u>	<u>65.37%</u>

d. Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date

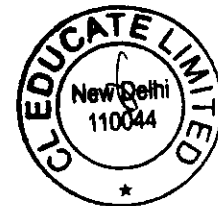
	As at March 31, 2018 (No. of shares)	As at March 31, 2017 (No. of shares)	As at April 1, 2016 (No. of shares)
Equity shares allotted as fully paid-up pursuant to contracts for consideration other than cash	1,511,627	1,511,627	2,092,555
	<u>1,511,627</u>	<u>1,511,627</u>	<u>2,092,555</u>

In addition to aforesaid, the Group has issued equity shares aggregating 77,700 (March 31, 2017: 75,300; April 1, 2016: 36,504) of Rs. 10 each fully paid up during the period of five years immediately preceding the reporting date, on exercise of options granted under the employee stock option plans wherein part consideration was received in form of employee services.

e. No class of shares have been bought back by the Group during the period of five years immediately preceding the reporting date.

f. Shares reserved for issue under options

For details of shares reserved for issue under the employee stock option of the Group (refer to Note 52)



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

	As at March 31, 2018	As at March 31, 2017
22 Other equity		
a. Securities premium		
Opening balance	29,854.05	20,083.60
-on issue of equity shares	6.96	-
-for consideration other than cash	-	-
-for consideration in cash (refer note i of 21 (b))	-	10,726.19
-of ESOP	3.60	127.13
Less: Share issue expenses	(11.16)	(1,082.87)
Closing balance (A)	29,853.45	29,854.05
b. Capital reserves (B)	0.20	0.20
c. General reserves		
Opening balance	64.70	64.70
Add: Transferred from ESOP reserves	-	-
Closing balance (C)	64.70	64.70
d. Employee stock option outstanding		
Gross employee stock compensation for options granted in earlier years	144.27	283.75
Add: Gross compensation for options for the year	14.26	(62.07)
Add: Gross compensation for options granted to employees of subsidiary	18.20	(77.41)
Less: Transferred to general reserve	-	-
Closing balance (D)	176.73	144.27
e. Surplus in the Statement of Profit and Loss		
Opening balance	2,192.01	568.92
Add: Net profit/(loss) for the year	573.94	1,581.38
Transactions with NCI	(3.31)	25.37
Other comprehensive Income		
Remeasurement of defined benefit obligation	27.23	16.34
Closing balance (E)	2,789.87	2,192.01
f. Foreign currency translation reserve		
Opening balance	5.39	-
Addition during the year	(8.52)	5.39
Closing balance (F)	(3.13)	5.39
g. Deemed equity		
Opening balance	16.91	25.80
Addition during the year	15.87	(8.89)
Closing balance (G)	32.78	16.91
h. Equity component of compound financial instruments	4.85	4.85
Closing balance (H)	4.85	4.85
i. Non-controlling interest reserve		
Opening balance	(675.44)	(650.07)
Transaction during the year	(1,309.00)	(25.37)
Closing balance (I)	(1,984.44)	(675.44)
Total reserves and surplus (A+B+C+D+E+F+G+H+I)	30,935.01	31,606.94

Nature and purpose of other reserves/ other equity

(i) **General reserve**

The Group appropriates a portion to general reserves out of the profits either as per the requirements of the Companies Act 2013 ('Act') or voluntarily to meet future contingencies. The said reserve is available for payment of dividend to the shareholders as per the provisions of the Company Act, 2013.

(ii) **Securities premium reserve**

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Company Act, 2013.

(iii) **Employee stock options outstanding amount**

The Group appropriates a portion to general reserves out of the profits either as per the requirements of the Companies Act 2013 ('Act') or voluntarily to meet future contingencies. The said reserve is available for payment of dividend to the shareholders as per the provisions of the Company Act, 2013.

(iv) **Foreign currency translation reserve**

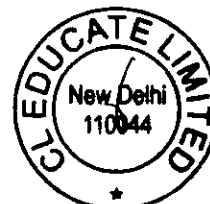
The Group appropriates a portion to general reserves out of the profits either as per the requirements of the Companies Act 2013 ('Act') or voluntarily to meet future contingencies. The said reserve is available for payment of dividend to the shareholders as per the provisions of the Company Act, 2013.

(v) **Deemed equity**

Deemed equity arising out of financial guarantee received from its Promoters.

(vi) **Capital reserve**

The capital reserve was generated on account of acquisition of erstwhile Paragon classes in the FY 2001-02.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

23 Non-current borrowings

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Secured loans			
From banks			
-Term loans (refer note ii)	818.37	246.92	443.23
-Vehicle loans (refer note i)	40.29	37.04	50.35
From financial institutions			
-Term loans (refer note iii)	-	-	2,027.63
-Vehicle loans (refer note iv)	4.16	9.86	18.86
Unsecured loans			
-Term Loan from financial institution (Refer note v)	-	329.77	284.89
-Working capital term loan from bank (Refer note vi)	36.10	521.60	75.34
-Working capital term loan from others (Refer note vii)	129.88	348.40	291.13
Finance lease obligations	52.31	45.93	39.55
Total non-current borrowings	1,081.11	1,539.52	3,230.98
Less: Current maturities of non-current borrowing (included in note 29)	530.32	747.10	657.12
Less: Current maturities of finance lease obligations (included in note 29)	25.51	19.13	12.75
Less: Interest accrued but not due on borrowings (included in note 29)	3.96	12.78	12.44
Non-current borrowings (as per balance sheet)	521.32	760.51	2,548.67

The Group's exposure to currency risks, liquidity risks and interest rate risks are disclosed in Note 57.

Notes:

i. Vehicle loans from banks are secured against hypothecation of concerned vehicles.

The terms of the vehicle loans are as follows:

For amount outstanding as at March 31, 2018

Loan	Outstanding Amount	Equal monthly instalment (EMI)	Rate of Interest	Date of Last EMI
	Amount	Amount		
Loan 1	2.86	0.28	14.00%	5-Feb-19
Loan 2	1.31	0.13	14.00%	5-Feb-19
Loan 3	3.89	0.38	14.00%	5-Feb-19
Loan 4	8.05	0.78	13.50%	5-Feb-19
Loan 5	2.45	0.26	13.50%	5-Feb-19
Loan 6	10.69	0.25	8.70%	7-Jul-22
Loan 7	10.69	0.25	8.70%	7-Jul-22
	39.94			

For amount outstanding as at March 31, 2017

Loan	Outstanding Amount	Equal monthly instalment (EMI)	Rate of Interest	Date of Last EMI
	Amount	Amount		
Loan 1	5.58	0.28	14.00%	5-Feb-19
Loan 2	2.57	0.13	14.00%	5-Feb-19
Loan 3	7.59	0.38	14.00%	5-Feb-19
Loan 4	15.77	0.78	13.50%	5-Feb-19
Loan 5	5.07	0.26	13.50%	5-Feb-19
	36.58			



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

For amount outstanding as at April 1, 2016

Loan	Outstanding Amount	Equal monthly installment (EMI)	Rate of Interest	Date of Last EMI
	Amount	Amount		
Loan 1	0.65	0.33	11.99%	7-May-16
Loan 2	0.44	0.22	12.24%	7-May-16
Loan 3	1.43	0.25	12.27%	7-Sep-16
Loan 4	3.10	0.33	11.53%	5-Jan-17
Loan 5	7.35	0.26	13.50%	5-Jan-19
Loan 6	7.96	0.28	14.00%	5-Feb-19
Loan 7	3.66	0.13	14.00%	5-Feb-19
Loan 8	10.82	0.38	14.00%	5-Feb-19
Loan 9	14.48	0.78	13.50%	5-Feb-19
	49.89			

ii. Secured term loans from Bank-other term loans

i. The Group had entered into a finance facility agreement with limit amounting Rs.5,100 lacs (March 31, 2017: 5,100 lacs; April 1, 2016: 5,100 lacs) with Kotak Mahindra Bank, under which various term loans and overdrafts have been availed at different times. The term loans so availed comprise two loans of Rs. 500 lacs and Rs. 440 lacs. Year end balances of these loans are Rs. Nil and Rs. 124.07 lacs (March 31, 2017: Nil and 245.14 lacs; April 1, 2016: 91.40 lacs and 350.09 lacs) respectively.

Interest rate

a) These loans carry interest at bank's base rate + 3.75% (March 31, 2017: bank's base rate + 3.75%; April 1, 2016: bank's base rate + 3.75%) per annum ranging from 10.90% to 13.25% (March 31, 2017: 13.25% to 14.25%; April 1, 2016: 13.25% to 14.25%).

Repayment schedule:

a) The loan of Rs. 500.00 lacs was repayable in 24 equal monthly instalments of Rs. 24.07 lacs (inclusive of interest) for which July 25, 2016 was the last installment date.
b) The loan of Rs. 440.00 lacs is repayable in 48 equal monthly instalments of Rs. 12.08 lacs (inclusive of interest) for which March 1, 2019 is the last installment date.

Primary security

These loans together with short term borrowings are secured by way of first and exclusive charge on all present and future current and moveable assets including moveable fixed assets of the Group.

Collateral security

a) Lien over fixed deposits of Rs. 1,100.00 lacs
b) The loans are further secured by equitable mortgage on following properties of the Group:
- Plot No. 15-A, Block II, Knowledge Park, Greater Noida
- Plot No. 9A, Sector 27-A, Faridabad
- Office space No. 1 and 2, Third Floor, FC Road, Shivaji Nagar, Pune
- Unit No. 207, Second Floor, District Centre, Laxmi Nagar, Delhi
- Office Space No. 201, Second Floor, Business Point, Andheri West, Mumbai.

c) The loans were secured by personal guarantees of the promoter and directors (Satyanarayan R., Gautam Puri and Nikhil Mahajan) of the Group.

d) These loans are part of overall limit sanctioned by the bank to the Group, which comprise term loans as detailed above, overdraft facility upto Rs. 3,850.00 lacs (March 31, 2017: 3,850.00 lacs; April 1, 2016: 4,400.00 lacs) (disclosed in current borrowings in the financial statements), cash management facility of Rs. 25.00 lacs (March 31, 2017: 25.00 lacs; April 1, 2016: 25.00 lacs) and overdraft against credit card receivables of Rs. 150.00 lacs (availed) (March 31, 2017: 150.00 lacs; April 1, 2016: 150.00 lacs). Securities mentioned above are securities provided by the Group for such overall limit.

ii. Unsecured loans represent term loan taken from Ratnakar Bank Limited (RBL). Year end balances of these loans are Rs. 700.00 lacs (March 31, 2017: Nil, April 1, 2016: Nil)

Interest rate:

These loans carry interest at 10.50% per annum.

Repayment schedule:

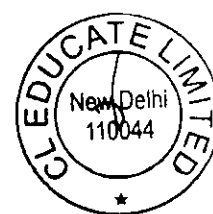
a) During the year, the Group has taken an loan of Rs. 700.00 lacs which is repayable in 12 equal quarterly instalments of Rs. 58.33 lacs (exclusive of interest). The repayment of instalments will commence from June 30, 2018 and the last instalment will be due on March 31, 2021.

Primary security

(a) These loans together with current borrowings are secured by subservient charge by way of hypothecation on all present and future current assets inclusive of stock and book debts and moveable fixed assets of the Group.
b) Lien on fixed deposit of Rs. 350.00 lacs to be kept with Bank during the tenure of Loan.

Collateral security:

a) The loan is secured by personal guarantees of the promoter and directors (Satyanarayan R., Gautam Puri and Nikhil Mahajan) of the Group.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

iii. Secured term loans- from financial institutions

During the year ended March 31, 2017, the Group has repaid the long term loan amounting to Rs.20.33 Crores and requested HDFC Bank to issue the No objection Certificate (NOC). Subsequent to the Balance sheet date the Group 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 April 1, 2016

Secured term loan from others represents loan taken by Career Launcher Infrastructure Private Limited, a wholly owned subsidiary of Career Launcher Education Infrastructure and Services Limited, the subsidiary of CL Educate Limited.

The secured loans are secured by way of:

- a) First equitable mortgage of land and building of projects
 - Indus World School (IWS), off. Bypass Road, Near County Walk Township, Jhalaria, Indore.
 - IWS - Planet City, Vill. Mujgahan, Old Dhantari Road, Raipur.
 - 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, Chhawanl, Indore and all other schools that are being run by Nalanda Foundation.
- c) First charge on all bank accounts of CLIP, 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 CLIP via an escrow mechanism.
- e) First charge on all bank accounts of Career Launcher Education Infrastructure and Services Limited (CLEIS), the holding Group of CLIP, 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 Group of CLIP, 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 CLIP held by CLEIS, the holding Group of CLIP.
- j) Corporate guarantee from CL Educate Limited (CL), the ultimate holding Group, and CLEIS, the holding Group of CLIP.
- k) Personal guarantees of Mr. Satya Narayanan R., Mr. Gautam Puri, Mr. Sujit Bhattacharyya, Mr. Sreenivasan R., Mr. Shiv Kumar Ramchandran and Mr. Nikhil Mahajan.
- l) Undertaking from CLEIS, the holding Group of CLIP to the effect that:
 - 1.) they will continue to hold at least 51% of equity share capital of CLIP throughout the tenure of the loan.
 - 2.) to provide funds by way of additional equity/unsecured loans to CLIP for project completion and meeting cost overruns of the project if any including interest and principal repayments.
- m) Undertaking from CL, the ultimate holding Group of CLIP, to the effect that:
 - 1.) they will continue to hold at least 51% of equity share capital of CLEIS, the holding Group, throughout the tenure of the loan.
 - 2.) to provide funds by way of additional equity/unsecured loans to CLIP 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 CLIP 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 April 1, 2016 & March 31, 2017.

Rate of interest

Rate of interest shall be variable and linked to HDFC's Corporate Prime Lending Rate (CPLR) and shall be lower than the same by 325 basis points. The applicable interest rate will be 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 is completely repaid and there is no outstanding in the said loan account on March 31, 2017.

Aggregate amount of loans guaranteed by directors of the Group Rs. Nil (March 31, 2017: Rs.4727.84 lacs; April 1, 2016: Rs. 6332.95 lacs) [Includes amount of Rs. Nil (March 31, 2017: Rs. 266.38 lacs; April 1, 2016: Rs. 497.82 lacs) disclosed under other current liabilities as current maturities of non-current borrowing (Refer to Note 12.1)]

CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

iv. Vehicle loans from financial institutions are secured against hypothecation of concerned vehicles.

The terms of the vehicle loans are as follows:

For amount outstanding as at March 31, 2018

Loan	Outstanding Amount	Equal monthly installment (EMI)	Rate of Interest	Date of Last EMI
	Amount	Amount		
Loan 1	4.16	0.45	17.74%	1-Jan-19

For amount outstanding as at March 31, 2017

Loan	Outstanding Amount	Equal monthly installment (EMI)	Rate of Interest	Date of Last EMI
	Amount	Amount		
Loan 1	1.45	0.49	10.59%	10-Jun-17
Loan 2	8.41	0.45	17.74%	1-Jan-19

For amount outstanding as at April 1, 2016

Loan	Outstanding Amount	Equal monthly installment (EMI)	Rate of Interest	Date of Last EMI
	Amount	Amount		
Loan 1	6.89	0.49	10.59%	10-Jun-17
Loan 2	11.97	0.45	17.74%	1-Jan-19

v. Unsecured term Loan from financial institutions

a. Unsecured loans represent term loan taken from Shri Ram City Union Finance Limited was pre-paid on June 20, 2017.

Interest rate:

These loans carry interest at 16.00% per annum.

Repayment schedule:

During the year ended March 31, 2017 the Group had taken an additional loan of Rs. 150.00 lacs which is repayable in 36 equal monthly installments of Rs. 5.27 lacs (inclusive of interest) for which September 5, 2019 is the last installment date.

As at April 1, 2016 the Group had taken loan of Rs. 300.00 lacs which is repayable in 36 equal monthly installments of Rs.10.55 lacs (inclusive of interest) for which January 5, 2019 is the last installment date."

Collateral security:

The loan is secured by personal guarantees of the promoter and directors (Satyanarayan R., Gautam Puri and Nikhil Mahajan) of the Group.

Registered mortgage of agricultural land in Amritsar capitalised in the books of subsidiary named Career Launcher Infrastructure Private Limited (CLIP).

125,000 shares of the Group held by Bilakes Consulting Private Limited.

Lien on fixed deposit of Rs. 87.50 lacs to be kept with financial institution during the tenure of Loan.

vi. Unsecured working capital loans- from banks

During the year ended March 31, 2017, Career Launcher Education Infrastructure and Services Limited has taken working loan from banks, details of the loans are as follows:

For amount outstanding as at March 31, 2017

Name of Bank	Loan taken	Rate of Interest	Tenure	Date of first EMI	EMI
IndusInd Bank	25.00	18.50%	36 Months	4-Oct-15	0.91
Deutsche Bank	25.00	19.00%	36 Months	5-Oct-15	0.92
Kotak Mahindra Bank	25.00	18.70%	36 Months	1-Nov-16	0.91
Ratnakar Bank Limited	500.00	16.00%	36 Months	28-Feb-17	41.67

Note:

(i) Group has given security, Corporate & personal guarantee while borrowing from RBL Bank:

1. Negative lien on agricultural properties situated at:

- Hyderabad(Agriculture Land) which is in the name of its subsidiary Company CLIP

- Faridabad(Agriculture Land) which is in the name of its subsidiary Company CLIP

2. Personal Guarantee of Satya Narayan, Gautam Puri and Nikhil Mahajan remain valid throughout the currency of facilities.

3. Corporate Guarantee of -CL Educate Limited to remain valid throughout the currency of facilities.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

For amount outstanding as at April 1, 2016

Name of Bank	Loan taken	Rate of Interest	Tenure	Date of first EMI	EMI
Indusind Bank	25.00	18.50%	36 Months	4-Oct-15	0.91
Deutsche Bank	25.00	19.00%	36 Months	5-Oct-15	0.92

Guarantees :

The loan from Indusind Bank is secured by guarantee of CL Educate Limited.

vii. Unsecured working loans- from financial institutions

During the year, Career Launcher Education Infrastructure and Services Limited has taken working loan from financial institution, details of the loans are as follows:

For amount outstanding as at March 31, 2018

Name of Bank	Loan taken	Rate of Interest	Tenure	Date of first EMI/EDI	EMI
Magma Fincorp Limited	90.00	19.00%	36 Months	7-Oct-15	3.30
Magma Fincorp Limited	30.00	19.00%	24 Months	7-Feb-17	1.51
Tata Capital Financial Services Limited	50.00	18.65%	36 Months	9-Oct-15	1.83
Capital First Limited	75.00	18.75%	36 Months	5-Nov-15	2.74
Dewan Housing Finance Corporation Ltd.	35.00	13.50%	36 Months	10-Oct-15	1.19
Neo Growth Credit Private Limited	30.00	30.47%	450 Days	3-Sep-16	0.08
Aditya Birla Finance Limited	45.00	18.50%	24 Months	5-Nov-16	2.26

Guarantees:

The loans taken from Magma Fincorp Limited and Indusind bank are secured by corporate guarantee of CL Educate Limited, the Holding Company.

For amount outstanding as at March 31, 2017

Name of Bank	Loan taken	Rate of interest	Tenure	Date of first EMI/EDI	EMI
Magma Fincorp Limited	90.00	19.00%	36 Months	7-Oct-15	3.30
Tata Capital Financial Services Limited	50.00	18.65%	36 Months	9-Oct-15	1.83
Dewan Housing Finance Corporation Ltd.	35.00	13.50%	36 Months	10-Oct-15	1.19
Capital First Limited	75.00	18.75%	36 Months	5-Nov-15	2.74
Neo Growth credit private Limited	30.00	16.22%	450 Days	3-Sep-16	0.08
Aditya Birla Finance Limited	45.00	18.50%	24 Months	5-Nov-16	2.26
Magma Fincorp Limited	30.00	19.00%	24 Months	7-Feb-17	1.51

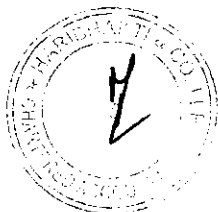
For amount outstanding as at April 1, 2016

Name of Bank	Loan taken	Rate of Interest	Tenure	Date of first EMI	EMI
Magma Fincorp Limited	90.00	19.00%	36 Months	7-Oct-15	3.30
Tata Capital Financial Services Limited	50.00	18.65%	36 Months	9-Oct-15	1.83
Capital First Limited	75.00	18.75%	36 Months	5-Nov-15	2.74
Dewan Housing Finance Corporation Ltd.	35.00	13.50%	36 Months	14-Oct-15	1.19
Neo Growth credit private Limited	30.00	16.22%	450 days	3-Sep-16	8000 (daily)
Aditya Birla Finance Limited	45.00	18.50%	24 Months	5-Nov-16	2.26
Magma Fincorp Limited	30.00	19.00%	24 Months	5-Feb-17	1.51

During the year, CL Media Private Limited has taken working loan from banks and financial institution, details of the loans are as follows:-

For amount outstanding as at March 31, 2018

Name of Bank	Loan taken	Rate of Interest	Tenure	Date of first EMI/EDI	EMI
Ratnakar Bank Limited	35.00	19.00%	36 Months	5-Jan-16	1.28
Name of financial institutions					
Edelweiss Retail	30.00	18.50%	36 Months	5-Mar-16	1.09
Capital First Limited	40.00	18.50%	36 Months	5-Oct-16	1.46
IIFL	35.00	19.50%	24 Months	3-Nov-16	1.77



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

For amount outstanding as at March 31, 2017

Name of bank	Loan taken	Rate of Interest	Tenure	Date of first EMI	EMI
Ratnakar Bank Limited	35.00	19.00%	36 Months	5-Jan-16	1.28

Name of financial institutions	Loan taken	Rate of Interest	Tenure	Date of first EMI	EMI
Fullerton India Credit Group Limited	50.00	18.50%	24 Months	4-Feb-16	2.51
Edelweiss Retail Finance Limited	30.00	18.50%	36 Months	31-Mar-16	1.09
Tata Capital Financial Services Limited	22.27	18.79%	18 Months	3-Oct-16	1.43
Capital First Limited	40.00	18.50%	36 Months	5-Oct-16	1.46
IIFL	35.00	19.50%	24 Months	3-Nov-16	1.77
Capital Float	25.00	19.00%	360 Days	5-Nov-16	2.30
LendingKart	25.00	19.20%	12 months	29-Jan-17	2.31

For amount outstanding as at April 1, 2016

Name of financial	Loan taken	Rate of Interest	Tenure	Date of first EMI	EMI
Fullerton India Credit Group Limited	50.00	18.50%	24 Months	4-Feb-16	2.51
Edelweiss Retail Finance Limited	30.00	18.50%	36 Months	31-Mar-16	1.09

vii. Unsecured working loans- from others

Loan from others represents interest free loan taken from directors of subsidiary and others. The said loans are payable on or after 24 months from the reporting date.

24 Non-current provisions

Provision for employee benefits (refer note 45)
Gratuity
Compensated absences

As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
268.07	217.38	201.25
174.26	158.11	149.98
442.33	375.49	351.23

25 Deferred tax liabilities (net)

Deferred tax liabilities (refer note 60)

As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
72.34	71.62	71.62
72.34	71.62	71.62

26 Other non current liabilities

Unearned revenue
Financial guarantee payable
Lease equalisation reserve

As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
304.26	295.71	290.22
0.01	0.37	0.98
12.38	5.57	0.64
316.65	301.65	291.84



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

27 Current borrowings

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Secured			
-From banks			
-Cash credit from bank (Refer note i)	4,236.29	4,342.46	3,762.05
Unsecured			
Loan from others	-	34.34	-
From related parties	0.50	10.05	10.05
Total current borrowings	4,236.79	4,386.85	3,772.10

Notes:

Details of these loans are as follows:

i. Cash credit represents two loans from Kotak Mahindra Bank taken by CL Educate Limited and G.K. Publications Private Limited and two loans from IndusInd Bank taken by Kestone Integrated Marketing Services Private Limited and G.K. Publications Private Limited which are repayable on demand.

Cash credit from Kotak Mahindra Bank- loan 1

1. It carries interest rate of bank's base rate plus 3.75 % ranging from 10.90% to 13.25% (Previous year 13.75% to 14.25%) calculated on monthly basis on the actual amount utilised.
2. Refer note 23 for detail of security provided against such loans.

Cash credit from Kotak Mahindra Bank- loan 2

1. This loan represents the limit availed out of the total fund limit of Rs. 150.00 lacs (March 31, 2017: Rs. 150.00 lacs, April 1, 2016: Rs 150.00 lacs). The loan is secured by the following:

2. Security details:

Primary security

First and exclusive charge on all present and future current and movable assets including movable fixed assets of the G.K. Publications Private Limited.

Collateral Security

Lien over the fixed deposit of Rs. 15,000,000.

The loan is further secured by personal guarantees of Mr. Satya Narayanan R., Mr. Gautam Puri and Mr. Nikhil Mahajan.

The facility carries an interest rate ranging between 12.05% p.a. and 12.25% p.a.(previous year 12.40% p.a. and 13.75% p.a.) payable on monthly basis.

This loan is repayable on demand.

Cash credit from IndusInd Bank- loan 1

1. It carried interest rate as follows:

- a. 11.50% p.a (Base rate of 10.55% + Margin of 3%) from September 26, 2017
- b. 13.55% p.a (Base rate of 10.55% + Margin of 3%) from January 17, 2017
- c. 13.60% p.a (Base rate of 10.60% + Margin of 3%) from October 19, 2015 to to January 16, 2017

2. Security details:

Primary Security

First and exclusive charge on entire current assets of Kestone Integrated Marketing Services Private Limited both present and future.

Collateral Security

a. First and exclusive charge on movable fixed assets of Kestone both present and future.

b. Corporate guarantee of CL Educate Limited (Holding Group) amounting Rs. 1450.00 lacs (March 31, 2017 : Rs 1,150.00 lacs ; April 1, 2016 : Rs 950.00 lacs)

c. Lien on fixed deposits amounting Rs. 290.00 lacs (March 31, 2017: Rs 230.00 lacs; April 1, 2016: Rs 190.00 lacs).

d. Personal guarantee of directors, Mr Nikhil Mahajan and Mr. Gautam Puri.

Cash credit from IndusInd Bank- loan 2

1. This loan represents over draft facility from IndusInd Bank. The above amount represents the limit availed out of the total fund limit as on March 31,2018 Rs. Nil (March 31, 2017: Rs. 190.00 lakhs , April 1, 2016: Rs.190.00 lakhs).

2. Kestone Integrated Marketing Services Private Limited has pledged its fixed deposits amounting Rs. Nil (March 31, 2017 Rs. 200.00 lacs; April 1, 2016 Rs. 200.00 lacs) as security for the above over draft facility from IndusInd Bank Limited.

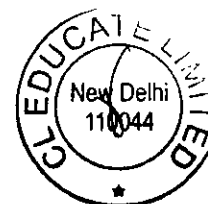
3. The facility carries an interest rate of 9.75% (Bank fixed deposits rate i.e., 8.00% + 1.75%) per annum payable on monthly basis.

4. During the year ended March 31, 2018, the Group has repaid the unsecured loan amounting to Rs.188.21 lacs.

ii. The Group has taken unsecured working capital term loans from financial institutions. Details of interest rate, tenure and repayment of the said loan are as follows:

For amount outstanding as at March 31, 2017

Name of financial institutions	Loan taken	Rate of Interest	Date of EMI	Tenure	Amount of EMI
Capital Float	25.00	19.00%	5/Nov/16	360 Days	2.30
Lending Kart	25.00	19.20%	29/Jan/17	12 months	2.31



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

28 Trade payables

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Trade payables			
- to micro enterprises and small enterprises	34.49	77.64	-
- to others	4,607.36	4,160.39	3,721.23
	<u>4,641.85</u>	<u>4,238.03</u>	<u>3,721.23</u>

Note:

- for trade payables to related parties please refer note 46.
- Refer note 51 for dues to micro and small enterprises.
- The Group's exposure to currency and liquidity risks related to trade payables are disclosed in Note 57.
- Other creditor are non interest bearing and are normally settled in normal trade cycle.

29 Other current financial Liabilities

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Current maturities of non-current loan from bank	383.49	323.03	434.02
Current maturities of non-current loan- vehicle loan from bank	22.81	17.69	21.34
Current maturities of non-current loan- vehicle loan from others	4.16	5.70	9.00
Current maturities of non-current loan from others	119.86	400.68	192.77
Current maturity of finance lease obligations	25.51	19.13	12.75
Interest accrued but not due on borrowings	3.96	12.78	12.44
Payable to selling shareholders	47.71	11,774.31	-
Payables for purchase of investments			
- to related parties (refer note 46)	15.08	15.08	-
- to others	-	100.00	265.08
Payable for property, plant and equipment			
- to related parties (refer note 46)	12.94	3.18	-
- to others	5.15	22.26	64.76
Other payables			
Employee related payables	564.47	719.12	818.03
Security deposit received	-	-	30.24
Receipt on behalf of clients	226.80	378.70	339.23
Payable towards business combination (refer note 56)	310.13	-	-
Contingent consideration (refer note 56)	50.00	-	-
	<u>1,792.07</u>	<u>13,901.67</u>	<u>2,199.66</u>

Note:

- The Group's exposure to currency risks, liquidity risks and interest rate risks are disclosed in Note 57.
- Refer note 46 for transactions with related party.

30 Other current liabilities

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Unearned revenue	1,604.61	1,344.12	1,153.38
Lease equalisation reserve	0.32	0.64	-
Statutory dues payable	569.72	356.88	211.70
Provision for security	1.55	1.55	-
Advance from customers	2.18	78.35	239.82
Employee imprest	16.46	-	-
Advance against slump sale	110.38	300.43	-
	<u>2,305.22</u>	<u>2,081.97</u>	<u>1,604.90</u>

31 Current provisions

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Provision for employee benefits (refer note 45)			
Gratuity	9.35	2.67	3.23
Compensated absences	8.51	4.42	4.49
Provision for sales return (refer note i)	15.48	7.03	9.49
	<u>33.34</u>	<u>14.12</u>	<u>17.21</u>



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

Note:

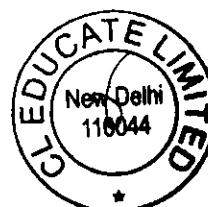
i. Provision for sales return has been created for estimated loss of margin on expected sales returns in future period against products sold during the year. The provision has been recorded based on management's estimate as per past trend and actual sales return till the date of approval of financial statements. Following is the movement in provision made:

	As at March 31, 2018	As at March 31, 2017
Opening balance	7.03	9.49
(+) Additions during the year	15.48	7.03
(-) Utilised/reversed during the year	(7.03)	(9.49)
Closing balance	15.48	7.03

32 Current tax liabilities (net)

Provision for income tax (Net of advance tax of Rs. 1758.86 lacs
[March 31, 2017 Rs. 1886.07 lacs and April 1, 2016 Rs. 1448.93 lacs])

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	645.27	986.25	755.18
	645.27	986.25	755.18



CL Educate Limited

Notes to consolidated statement of profit and loss for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

33 Revenue from operations

	Year ended March 31, 2018	Year ended March 31, 2017
Sale of products		
- Text books	5,034.54	4,731.73
Sale of services		
- Online education services	1,180.82	2,393.64
- Vocational training services income	-	237.93
- Manpower services income	643.93	1,246.86
- Event management Services income	8,084.79	6,605.84
- Education and training programmes	12,309.83	10,082.56
Other operating revenue	-	-
Start up fees from franchisees	250.77	197.32
License fees	-	-
Advertising Income	1,369.53	829.93
Infrastructure fees	13.09	3.72
Other miscellaneous operating Income	1.67	0.56
	28,888.97	26,330.09

34 Other Income

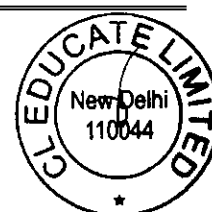
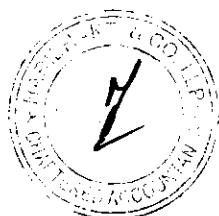
	Year ended March 31, 2018	Year ended March 31, 2017
Interest income from financial assets measured at amortised cost		
-Security deposits	29.11	19.62
Interest income on		
-Fixed deposits	351.39	135.74
-Income tax refund	29.15	38.94
-Loan to related parties (refer note 46)	41.06	105.53
-Loan to others	0.12	-
Finance income on financial guarantees	0.36	0.62
Manpower cost sharing	279.71	294.72
Liabilities no longer required written back	193.78	177.39
Rent income on investment property net of expenses	20.98	19.13
Reversal of loss allowance on doubtful debtors	34.84	12.33
Sale of scrap	-	2.97
Insurance claim received	-	0.42
Amount forfeited against sale of land	-	24.50
Income on employee stock option (ESOP) scheme (refer note 52)	-	139.49
Net gain on foreign currency transactions and translations	27.38	-
Bad debts recovered	-	35.47
Miscellaneous Income	124.61	53.06
Profit on sale of property, plant and equipment	81.94	-
Profit on sale of business on slump sale basis	76.80	-
	1,291.23	1,059.93

35 Cost of materials consumed

	Year ended March 31, 2018	Year ended March 31, 2017
Inventory at the beginning of the year	41.65	70.82
Add: Purchases during the year	1,280.20	1,388.18
	1,321.85	1,459.00
Less: Inventory at the end of the year	35.09	41.65
Cost of raw material and components consumed	1,286.76	1,417.35

36 Purchases of stock in trade

	Year ended March 31, 2018	Year ended March 31, 2017
Text books	104.22	5.17
	104.22	5.17



CL Educate Limited

Notes to consolidated statement of profit and loss for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

37 Changes in inventories of stock in trade

	Year ended March 31, 2018	Year ended March 31, 2017
Inventories at the beginning of the year		
Finished goods	740.65	578.85
On acquisition of subsidiary	16.14	
Work-in-progress	73.13	27.23
	<u>829.92</u>	<u>606.08</u>
Inventories at the end of the year		
Finished goods	816.43	740.65
Work-in-progress		73.13
	<u>816.43</u>	<u>813.78</u>
Net decrease/(increase) in inventories of stock in trade	<u>13.49</u>	<u>(207.70)</u>

38 Employee benefit expense

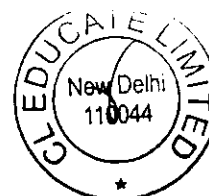
	Year ended March 31, 2018	Year ended March 31, 2017
Salaries, wages and bonus	5,518.32	4,880.01
Expenses related to post-employment defined benefit plans (refer note 45)	107.50	83.21
Expenses related to compensated absences (refer note 45)	32.18	26.68
Staff welfare expenses	203.10	185.92
Contribution to provident and other funds	216.00	193.50
Employee share-based payment expense (refer note 52)	32.46	-
	<u>6,109.56</u>	<u>5,369.32</u>

39 Finance cost

	Year ended March 31, 2018	Year ended March 31, 2017
Interest expense on financial liabilities measured at amortised cost	59.64	172.33
Interest expense on other borrowings	446.04	526.76
Interest on delayed payment of statutory dues	77.62	44.97
Finance cost on finance lease obligation	6.38	6.38
Other borrowing costs	45.71	22.51
Finance cost on financial guarantees	7.59	8.53
	<u>642.98</u>	<u>781.48</u>

40 Depreciation and amortization expense

	Year ended March 31, 2018	Year ended March 31, 2017
Depreciation on tangible assets	410.16	358.30
Amortisation on intangible assets	436.37	312.50
	<u>846.53</u>	<u>670.80</u>



CL Educate Limited

Notes to consolidated statement of profit and loss for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

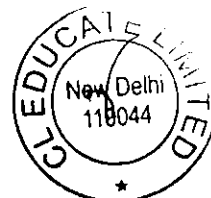
41 Other expenses

	Year ended March 31, 2018	Year ended March 31, 2017
Giveaways	1,735.31	1,943.19
Event consultancy	1,363.10	1,233.66
Banquet and hotel charges	1,282.55	950.15
Rent (refer note 44)	1,072.26	1,007.51
Business promotion	1,243.59	673.05
Travelling and conveyance	1,021.58	882.22
Faculty expenses	913.60	817.00
Bad debts written off	806.11	544.54
Equipment hire charges	758.26	635.94
Communication	525.38	443.01
Legal and professional (Refer note i below)	448.62	247.72
Temporary manpower resources	497.92	668.29
Loss allowance on trade receivables	363.77	117.60
Advertisement, publicity and sales promotion	491.04	607.75
Office expenses	561.18	513.17
Sales incentive	153.22	87.83
Material printing cost	176.09	246.51
Sponsorship fee	128.59	197.54
Repairs to:	-	-
-Buildings	127.16	71.43
-Others	49.66	74.60
Freight and cartage expenses	97.11	111.79
Bank charges	65.57	59.89
Rates, taxes and fees	65.71	43.88
Provision for sales return	15.48	-
Provision for slow moving inventory	27.77	18.32
Insurance	36.14	36.08
Advances written-off	11.53	100.73
Commission to non executive directors	12.28	12.71
Recruitment, training and development expenses	96.10	79.09
Property, plant and equipment written off	1.12	9.07
Net loss on foreign currency transactions and translations	1.36	30.20
Loss allowance on advances	-	14.65
Loss on sale of property, plant and equipment	-	6.85
Miscellaneous expenses	122.16	36.91
	14,271.32	12,522.88

Note:

i. Payment to auditors (Excluding service tax/GST)

	Year ended March 31, 2018	Year ended March 31, 2017
Statutory audit	54.72	59.80
Limited review	24.00	-
Consolidation audit fee	4.00	5.00
Other services [including fee for Initial Public Offerings ('IPO')]*	7.40	69.25
Out of pocket expenses	2.78	4.08
	92.90	138.13



CL Educate Limited

Notes to consolidated statement of profit and loss for the year ended March 31, 2018

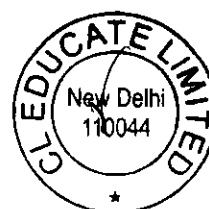
(All amounts are in Rupees lacs, unless otherwise stated)

42 Earning per share

	Year ended March 31, 2018	Year ended March 31, 2017
(a) Basic earnings per share		
From continuing operations (a)/(e)	2.29	11.34
From discontinuing operations (b)/(e)	1.76	1.88
Total basic earnings per share attributable to the equity holders of the company	4.18	13.40
(b) Diluted earnings per share		
From continuing operations (c)/(f)	2.28	11.32
From discontinuing operations (d)/(f)	1.76	1.88
Total basic earnings per share attributable to the equity holders of the company	4.17	13.38
(c) Reconciliations of earnings used in calculating earnings per share		
Basic earnings per share		
Profit attributable to the equity holders of the company used in calculating basic earnings per share:		
From continuing operations (a)	324.36	1,356.26
From discontinuing operations (b)	249.58	225.12
From other comprehensive Income	18.71	21.73
	592.65	1,603.11
Diluted earnings per share		
Profit attributable to the equity holders of the company used in calculating basic earnings per share:		
From continuing operations (c)	324.36	1,356.26
From discontinuing operations (d)	249.58	225.12
From other comprehensive Income	18.71	21.73
Profit attributable to the equity holders of the company used in calculating diluted earnings per share	592.65	1,603.11
(d) Weighted average number of shares used as the denominator		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share (e)		
	14,164,396	11,964,183
Adjustments for calculation of diluted earnings per share:		
Stock Options Plan	36,568	18,817
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share (f)	14,200,964	11,983,000

(e) Information concerning the classification of securities

Share options : Options granted to employees are considered to be potential equity shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive. The options have not been included in the determination of basic earnings per share.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

43 Contingent liabilities, contingent assets and commitments

A. Commitments

- a. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
	-	-	530.14
	-	-	530.14

B. Contingent liabilities

- Claims against the Group not acknowledged as debts (refer note i)
Corporate guarantee given to bank for loan taken by related party (refer note 46)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Claims against the Group not acknowledged as debts (refer note i)	1,508.55	805.61	3,111.38
Corporate guarantee given to bank for loan taken by related party (refer note 46)	150.00	150.00	150.00
	1,658.55	955.61	3,261.38

Note i: Details of claims against the Group not acknowledged as debt

Particulars	Year pertaining	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Service Tax and	Matters in dispute under appeal for various years	755.09	755.04	3,073.12
Income Tax	Matters in dispute under appeal for various years	702.89	-	-
Other cases (a)	Matters in dispute under appeal for various years	50.57	50.57	38.26
Total		1,508.55	805.61	3,111.38

Amount above includes:

i. The management is of the opinion that, based on issues decided in the earlier year and the legal advice that the ultimate outcome of the legal proceedings in respect to tax matters, as given above, will not have material adverse effect to the financial position of the Group.

ii. The Group received demand of income tax amounting to Rs.718.32 lacs and Rs.501.44 lacs pertaining to AY 2011-12 and 2012-13 respectively. Although the same is a disputed and appeals have been filed with the Appellate Authority and are pending for disposal, the management of the Group is of the view that since the disputed demand pertains to a specific issue which has been consistently decided in the favour of the Group, in earlier years, by the ITAT and Honourable High Court and there being no appeal filed by the department with Supreme Court, the issue is considered to be in favour of the Group and therefore there cannot be any contingent liability on the Group on this specific issue for these years. Accordingly, the same is not included in contingent liability. Further, in AY 2013-14 and 2014-15, the department itself has not raised any demand on this issue, which further strengthens the view of the Group.

a. Other cases

Triangle Education, a franchisee of the Group in Jaipur, had arbitrarily terminated the agreement and started a competing business using the brand of CL Educate. The Group has filed a statement of claim before the sole Arbitrator amounting Rs. 190.00 lacs (March 31, 2017: Rs. 190.00 lacs; April 1, 2016: Rs. 190.00 lacs) against triangle education. Triangle Education also filed a counter claim against the Group amounting Rs. 32.06 lacs (March 31, 2017: Rs. 32.06 lacs; April 1, 2016: Rs. 32.06 lacs).

A student, has filled a case against the Group for refund of fees amounting Rs. 6.20 lacs (March 31, 2017: Rs. 6.20 lacs; April 1, 2016: Rs. 6.20 lacs) on the ground that he paid fees to Brilliant Tutorials considering the fact that the Group has a tie-up with Brilliant Tutorial which was subsequently called off by the Group.

The Director of Industries and Commerce cum Chairman MSE- Chandigarh has sent a notice amounting Rs. 12.31 lacs (March 31, 2017: Rs.12.31 lacs including interest of Rs. 3.30 lacs) on behalf of Reivera Fabricators regarding non payment of dues on account of uniforms supplied to Indus World Schools. The Group has preferred an appeal against the same and the matter is pending for final argument.

C. Contingent Assets

The Group does not have any contingent assets as at March 31, 2018, March 31, 2017 and April 1, 2016.

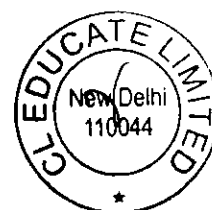
44 Leases

Operating leases

A. Leases as a lessee

The Group is lessee under various operating leases for coaching centres across India. The lease terms of these premises range from 1 to 5 years and accordingly are short term leases. These lease agreements have varying terms, escalation clauses ranging from 0% to 10%, renewal rights and are usually renewable on mutually agreeable terms.

Disclosure in respect of such operating leases is as given below:



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
i Future minimum lease payments			
Not later than one year	135.63	47.21	118.81
Later than one year but not later than five years	327.15	71.58	0.37
Later than five years	-	-	-
	462.78	118.79	119.18
ii Amounts recognised in profit and loss account		For the year ended March 31, 2018	For the year ended March 31, 2017
Rent expense		1,072.26	1,007.51

B. Leases as a lessor

The Group has given its premises on cancellable operating lease to one of its franchise

Lease receipts are recognized in the statement of profit and loss including depreciation on investment property during the year amounting Rs 23.05 lacs (March 31, 2017: Rs. 21.20 lacs). There are no non cancellable leases and hence disclosure relating to minimum lease receipts has not been provided.

Finance leases

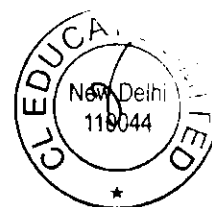
A. Leases as a lessee

The Group has obtained a leasehold land on finance lease basis. The legal title to the leasehold land vests with the lessor. The lease term of such leasehold land is 90 years with annual payments subject to an escalation clause of maximum 50% after every 10 years post commencement of the agreement. The interest rate used for arriving at the finance lease obligation is 20%.

The minimum lease payments and the present value of minimum lease payments in respect of arrangements classified as finance leases are as below:

		As at March 31, 2018		
		Future minimum lease payments (MLP)	Interest element of MLP	Present value of minimum lease payments
i	Particulars			
	Not later than one year	12.75	6.38	6.38
	Later than one year but not later than five years	25.51	25.51	-
	Later than five years	452.79	419.61	45.93
		491.05	451.50	52.31
		As at March 31, 2017		
		Future minimum lease payments (MLP)	Interest element of MLP	Present value of minimum lease payments
ii	Particulars			
	Not later than one year	12.75	6.38	6.37
	Later than one year but not later than five years	25.51	25.51	-
	Later than five years	465.54	425.98	39.56
		503.80	457.87	45.93
		As at April 1, 2016		
		Future minimum lease payments (MLP)	Interest element of MLP	Present value of minimum lease payments
iii	Particulars			
	Not later than one year	12.75	6.38	6.38
	Later than one year but not later than five years	25.51	25.51	-
	Later than five years	471.92	438.74	33.18
		510.18	470.63	39.56

Refer note 3 for net carrying amount at the end of reporting period.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

45 Employee benefits

The Group contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund, which are defined contribution plans. The Group has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

	Year ended March 31, 2018	Year ended March 31, 2017
Employers contribution to provident fund	201.74	193.95

(ii) Defined Benefit Plan:

Gratuity

The Group operates a post-employment defined benefit plan for Gratuity. This plan entitles an employee to receive half month's salary for each year of completed service at the time of retirement/exit. The Group contributes to a trust set up by the Group which further contributes to a policy taken from the Life Insurance Corporation of India. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognize each period of service as giving rise to additional employee benefit entitlement and measures each unit separately to build up the final obligation.

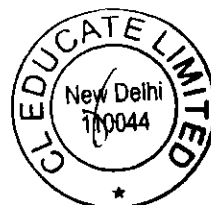
A. Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Group's financial statements as at balance sheet date:

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Net defined benefit (asset)/liability			
Gratuity (funded)	277.42	221.85	204.48
Total employee benefit liabilities	277.42	221.85	204.48
Non-current	268.07	219.17	201.25
Current	9.35	2.68	3.23
	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Net defined benefit (asset)/liability			
Gratuity (funded)	1.30	-	-
Total employee benefit liabilities	1.30	-	-
Non-current	1.30	-	-
Current	-	-	-

B. Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

	As at March 31, 2018			As at March 31, 2017		
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance at the beginning of the year	250.41	28.56	221.85	230.07	27.79	202.28
Included in profit or loss						
Current service cost	76.76	-	76.76	68.38	-	68.38
Interest cost (Income)	19.10	2.19	16.91	18.42	2.26	16.16
Past Service Cost including curtailment	13.84	-	13.84	2.20	-	2.20
Gains/Losses						
	109.70	2.19	107.51	89.00	2.26	86.74
Included in OCI						
Remeasurements loss (gain)						
- Actuarial loss (gain) arising from:						
- financial assumptions	(11.95)	-	(11.95)	11.59	-	11.59
- demographic adjustment	1.44	-	1.44	(0.07)	-	(0.07)
- experience adjustment	(29.94)	-	(29.94)	(36.86)	-	(36.86)
Return on plan assets	-	(0.08)	0.08	-	0.12	(0.12)
	(40.45)	(0.08)	(40.37)	(25.34)	0.12	(25.46)
Other						
Not considered in last year	-	0.03	(0.03)	-	0.43	(0.43)
Contributions paid by the employer	-	21.53	(21.53)	-	26.87	(26.87)
Fund management charges	-	(3.58)	3.58	-	(0.25)	0.25
Admin charges	-	(0.12)	0.12	-	(0.69)	0.69
Received from LIC against provision	-	(2.64)	2.64	-	(0.83)	0.83
Acquisition adjustment IN	6.19	-	6.19	-	-	-
Acquisition adjustment Out	(3.25)	-	(3.25)	-	-	-
Benefits paid	(19.03)	(18.44)	(0.59)	(43.33)	(27.14)	(16.19)
	(16.09)	(3.22)	(12.87)	(43.33)	(1.61)	(41.72)
Balance at the end of the year	303.57	27.45	276.12	250.41	28.56	221.85



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

Expenses recognised in the Statement of profit and loss

	Year ended	
	March 31, 2018	March 31, 2017
Service cost	90.59	68.38
Net interest cost	16.91	16.16
	<u>107.50</u>	<u>84.54</u>

C. Plan assets

The plan assets of the Group are managed by Insurance companies through a trust managed by the Group in terms of an insurance policy taken to fund obligations of the Group with respect to its gratuity plan. The categories of plan assets as a percentage of total plan assets is based on information provided by Life Insurance Corporation of India with respect to its investment pattern for group gratuity fund for investments managed in total for several other companies.

	As at	As at	As at
	March 31, 2018	March 31, 2017	April 1, 2016
Funds Managed by Insurer (investment with insurer)	100.00%	100.00%	100.00%

D. Actuarial assumptions

a) Economic assumptions

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation assumptions are as follows which have been selected by the group.

	As at	As at	As at
	March 31, 2018	March 31, 2017	April 1, 2016
Discount rate	7.80%	7.50%-7.69%	8%-8.13%
Expected rate of future salary increase	8.00%	8%-8.25%	8%-8.25%

b) Demographic assumptions

i) Retirement age (years)

ii) Mortality rates inclusive of provision for disability

iii) Ages

	As at	As at	As at
	March 31, 2018	March 31, 2017	April 1, 2016
Retirement age (years)	58.00	58.00	58.00
Mortality rates inclusive of provision for disability		100% of IALM (2006-08)	
Ages	Withdrawal rate (%)	Withdrawal rate (%)	Withdrawal rate (%)
Upto 30 years	3.00-1.22	3.13-2.62	3.00-2.08
From 31 to 44 years	2.00-0.90	3.76-1.06	2.00-1.77
Above 44 years	1.00-0.06	1.00-0.00	1.00-0.00

E. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Sensitivity due to mortality and withdrawals are not material and hence impact of change not calculated. Sensitivity as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

	As at March 31, 2018		As at March 31, 2017	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	(22.00)	22.84	(16.92)	18.28
Expected rate of future salary increase (0.5% movement)	21.53	(20.93)	18.11	(16.92)

Description of risk exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Group is exposed to various risks as follow -

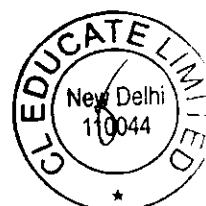
- A) Salary increases- Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.
- B) Investment risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.
- C) Discount rates: Reduction in discount rate in subsequent valuations can increase the plan's liability.
- D) Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.
- E) Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

F. Expected maturity analysis of the defined benefit plans in future years

Particulars	As at	As at	As at
	March 31, 2018	March 31, 2017	April 1, 2016
Duration of defined benefit obligation			
Less than 1 year	9.36	2.68	3.23
Between 1-2 years	3.84	3.45	3.35
Between 2-5 years	15.74	17.74	15.60
Over 5 years	274.62	226.53	207.89
Total	<u>303.56</u>	<u>250.40</u>	<u>230.07</u>

Expected contributions to post-employment benefit plans for the year ending March 31, 2019 is Rs. 126.15 lacs.

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 22.89-18.78 years (March 31, 2017: 20.4-18.44 years, April 1, 2016: 21.26-18.50 years).



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

(f) Other long-term employee benefits:

The Group provides for compensated absences to its employees. The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. Since the compensated absences do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilized wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit.

The present value obligation in respect of earned leave is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligations. The summarised positions of various defined benefits are as under:

A. Based on the actuarial valuation obtained in this respect, the following table sets out the status of the compensated absences and the amounts recognised in the Group's financial statements as at balance sheet date:

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Net defined benefit liability			
Earned Leave (unfunded)	182.77	164.26	154.47
Total employee benefit liabilities	182.77	164.26	154.47
Non-current	174.26	159.84	149.98
Current	8.51	4.42	4.49

B. Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

	As at March 31, 2018			As at March 31, 2017		
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance at the beginning of the year	164.26	-	164.26	154.47	-	154.47
Included in profit or loss						
Current service cost	42.02	-	42.02	39.60	-	39.60
Interest cost (income)	12.63	-	12.63	12.36	-	12.36
Past Service Cost including curtailment	0.42	-	0.42	-	-	-
Gains/Losses	55.07	-	55.07	51.96	-	51.96
Included in OCI						
Remeasurements loss (gain)						
- Actuarial loss (gain) arising from:						
- financial assumptions	(2.26)	-	(2.26)	5.51	-	5.51
- demographic adjustment	(0.01)	-	(0.01)	0.00	-	0.00
- experience adjustment	(20.63)	-	(20.63)	(30.54)	-	(30.54)
Return on plan assets						
	(22.90)	-	(22.90)	(25.03)	-	(25.03)
Other						
Acquisition adjustment IN	3.37	-	3.37	-	-	-
Acquisition adjustment Out	(1.79)	-	(1.79)	-	-	-
Benefits paid	(15.23)	-	(15.23)	(17.14)	-	(17.14)
	(13.65)	-	(13.65)	(17.14)	-	(17.14)
Balance at the end of the year	182.77	-	182.77	164.26	-	164.26
Expenses recognised in the Statement of profit and loss				For the year ended March 31, 2018	For the year ended March 31, 2017	
Service cost				42.44	39.60	
Net interest cost				12.63	12.36	
Actuarial (Gain)/Loss on obligation				(22.89)	(25.03)	
				32.18	26.93	

C. Actuarial assumptions

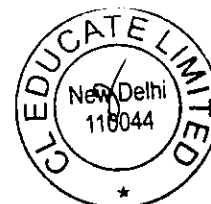
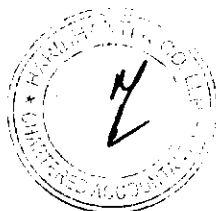
a) Economic assumptions

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation assumptions are as follows which have been selected by the group.

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Discount rate	7.80%	7.50%-7.69%	8%-8.13%
Expected rate of future salary increase	8.00%	8%-8.25%	8%-8.25%

b) Demographic assumptions

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
i) Retirement age (years)	58.00	58.00	58.00
ii) Mortality rates inclusive of provision for disability		100% of IALA (2006-08)	
iii) Ages	Withdrawal rate (%)	Withdrawal rate (%)	Withdrawal rate (%)
Upto 30 years	3.00-0.00	3.00-1.52	3.00-2.08
From 31 to 44 years	2.23-2.00	2.00-1.67	2.00-1.77
Above 44 years	1.00-0.0	1.00-0.00	1.00-0.00



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

D. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the obligation by the amounts shown below.

Sensitivity due to mortality and withdrawals are not material and hence impact of change not calculated. Sensitivity as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement & life expectancy are not applicable being a lump sum benefit on retirement.

	As at March 31, 2018		As at March 31, 2017	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	(9.34)	10.11	(8.65)	9.35
Expected rate of future salary increase (0.5% movement)	10.05	(9.37)	9.28	(8.66)

Description of risk exposures:

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such Group is exposed to various risks as follow -

A) Salary increases - Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment risk - If Plan is funded then assets (liabilities mismatch if actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability).

C) Discount rate: Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability - Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) Withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liability.

E. Expected maturity analysis of the defined benefit plans in future years

Particulars	As at	As at	As at
	March 31, 2018	March 31, 2017	April 1, 2016
Duration of defined benefit obligation			
Less than 1 year	8.50	4.50	4.49
Between 1-2 years	3.15	6.00	2.59
Between 2-5 years	29.87	8.34	10.81
Over 5 years	141.24	145.41	136.58
Total	182.76	164.25	154.47

Expected contributions to post-employment benefit plans for the year ending March 31, 2019 is Rs. 68.48 lacs.

The weighted average duration of the defined benefit plan obligation at the end of the reporting period is 22.89-18.78 (March 31, 2017: 19.57-18.44 years, April 1, 2016: 19.75-18.50 years).



CL Educate Limited

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(All amounts are in Rupees lacs, unless otherwise stated)

46 Related parties

In accordance with the requirements of Ind AS 24 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are:

A. Name and description of relationship of the related party

- i. Associate companies** Three Sixty One Degree Minds Consulting Private Ltd (wef August 3, 2017)
B&S Strategy Services Private Limited (wef July 1, 2017)
- ii. Employees' benefit trusts, where control exists** Career Launcher Education Infrastructure & Services Limited Employee Group Gratuity Trust
Career Launcher Employee Group Gratuity Trust
CL Media Employee Gratuity Trust
Career Launcher Infrastructure Private Limited Employee Group Gratuity Trust
CL Employee Welfare Society

iii. Names of other related parties with whom transactions have taken place during the year :

- Enterprises in which KMP and their relatives are able to exercise significant influence**
- Career Launcher Education Foundation, India
CLEF - AP, India
Nalanda Foundation, India (upto 30 June 2017)
Bitakes Consulting Private Limited, India
CL Media Employee Gratuity Trust
Phoenix Acedamy (wef November 1, 2017)
Phoenix Education (wef November 1, 2017)
Zenith Learning Services Private Limited (wef November 1, 2017)
Zeal Learning Services (wef November 1, 2017)
- Key management personnel (KMP)**
- Mr. Satya Narayanan R (Chairman and Executive Director)
Mr. Gautam Puri (Vice Chairman and Managing Director)
Mr. Nikhil Mahajan (Executive Director and Group CEO Enterprise Business)
Mr. Sridhar Aravamudhan Iyengar (Non-Executive Independent Director)
Mr. Gopal Jain (Non-Executive Non Independent Director)
Mr. Viraj Tyagi (Non-Executive Independent Director)
Mr. Kamil Hasan (Non-Executive Independent Director) (upto May 01, 2017)
Mr. Paresh Surendra Thakker (Non-Executive Independent Director) (wef. July 02, 2017)
Ms. Madhumita Ganguli (Non-Executive Independent Director) (wef. July 02, 2017)
Ms. Sangeeta Modi (Non-Executive Non Independent Director) (upto July 03, 2017)
Mr. Safrin Anand (Non-Executive Independent Director) (upto February 7, 2018)
Mr. Sushil Kumar Roongta (Additional (Non-Executive Independent) Director) (wef. March 13, 2018)

B. Transactions during the year:

	Year ended March 31, 2018	Year ended March 31, 2017
a Enterprises in which KMP and their relatives are able to exercise significant influence		
i Revenue from operations		
a. Soft skill fees		
- Nalanda Foundation	74.59	246.91
b. License fees		
- Nalanda Foundation	6.88	22.50
c. Infrastructure Fees		
- Nalanda Foundation	72.35	219.96
ii Other income		
Interest on loans		
- Nalanda Foundation	8.44	560.26
iii Loan given		
- Nalanda foundation	55.00	776.13
iv Conversion of trade receivables into unsecured loan		
- Nalanda Foundation	-	15.56
v Conversion of Interest accrued into unsecured loan		
- Nalanda Foundation	6.67	491.97
vi Repayment of loans		
-Nalanda Foundation	56.95	896.21
vii Payment received on our behalf by:		
- Nalanda Foundation	-	84.54
viii Liability taken over		
- Nalanda Foundation		25.53
ix Tuition Expenses		
Phoenix Education	208.25	-
Zenith Learning Services Private Limited	113.00	-
Zeal Learning Services	39.82	-



CL Educate Limited

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(All amounts are in Rupees lacs, unless otherwise stated)

b Employees' benefit trusts, where control exists		
I Other Income		
a. Interest on loans		
- Career launcher education foundation	5.65	6.51
- CLEF AP Trust	26.97	25.73
b. Interest Income on gratuity fund		
- CL Media Employee Gratuity Trust	0.54	0.96
II Loan given		
- Career Launcher Education Foundation	0.17	1.10
- CLEF AP		
III Conversion of interest accrued into unsecured loan		
- CLEF - AP	26.97	25.73
Reimbursement of expense from related parties		
- CLEF - AP	0.40	-
- B & S Strategy Services Private Limited	15.27	-
Reimbursement of expense to related parties		
- B & S Strategy Services Private Limited	2.48	-
Payment received on behalf of		
- B & S Strategy Services Private Limited	48.31	-
Repayment of Interest accrued but not due on loans		
Nalanda foundation	-	129.76
c Key management personnel (KMP)		
Short term employee benefits:		
- Mr. Gautam Puri	57.96	69.83
- Mr. Satya Narayanan R.	58.61	69.83
- Mr. Nikhil Mahajan	62.04	69.28
Post employment benefits:		
- Mr. Gautam Puri	5.19	-
- Mr. Satya Narayanan R.	2.94	-
- Mr. Nikhil Mahajan	2.37	-
Other long term benefits		
- Mr. Gautam Puri	0.34	0.86
- Mr. Satya Narayanan R.	1.35	2.12
- Mr. Nikhil Mahajan	0.44	1.53
Commission to non-executive Directors		
	12.28	12.71



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

C. Related party balances as at the year end:

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Enterprises in which KMP and their relatives are able to exercise significant influence			
Current Loans			
- Career Launcher Education Foundation	1,328.01	1,327.84	1,326.74
- Nalanda Foundation	27.54	4,043.09	3,659.65
- CLEF - AP	236.49	209.52	183.79
Non-current loans			
- Bilakes Consulting Private Limited	16.00	16.00	16.00
Interest accrued on loans			
- Nalanda Foundation	1.35	79.83	216.87
- Career Launcher Education Foundation	30.21	25.13	19.27
Other receivables			
- Bilakes Consulting Private Limited	95.50	95.50	95.50
- Nalanda Foundation	-	10.80	10.80
- CLEF AP Trust	0.40	-	-
- B & S Strategy Services Private Limited	337.03	-	-
Trade receivables			
- Career Launcher Education Foundation	75.28	75.28	75.28
- Nalanda Foundation	-	829.11	276.78
Trade payable			
- Career Launcher Education Foundation	8.92	8.92	8.92
Payable for expenses			
- Career Launcher Education Infrastructure and Services Limited Employee Group Gratuity Trust	-	-	0.06
Non current financial assets			
- CL Media Employee Gratuity Trust	12.55	12.73	11.16
Other payable			
Phoenix Education	2.36		
Zenith Learning Services Private Limited	11.84		
Other receivable			
Zeal Learning Services	1.60		
Payable for purchase of investments			
- Bilakes Consulting Pvt.Ltd	15.08	15.08	15.08
Guarantees given on behalf of			
- Nalanda Foundation	-	150.00	150.00
Guarantees given to Group:			
- Bilakes Consulting Private Limited (Guarantee against loans given to Career Launcher Education Foundation)	457.58	457.58	457.58
Remuneration payable to KMPs			
Short term employee benefits:			
- Mr. Gautam Puri	3.89	29.29	30.99
- Mr. Satya Narayanan R	4.42	33.35	32.09
- Mr. Nikhil Mahajan	15.96	33.35	32.45
Post employment benefits:			
- Mr. Gautam Puri	15.19	10.00	10.00
- Mr. Satya Narayanan R	12.94	10.00	10.00
- Mr. Nikhil Mahajan	12.37	10.00	10.00
Other long term benefits			
- Mr. Gautam Puri	22.70	22.36	21.50
- Mr. Satya Narayanan R	21.46	20.11	17.99
- Mr. Nikhil Mahajan	21.92	21.48	19.95

D. Terms and conditions of transactions with the related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions and are at market value. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. For the year ended March 31, 2018, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

47 Corporate Social Responsibility

As at March 31, 2018

- a) Gross amount required to be spent by the Group during the year was Rs. 160.15 lacs.
b) Amount spent during the year on:

Particulars	In cash	Yet to be paid in cash	Total
Cultural activity relating to promotion of regional language	3.96	2.32	6.28
Total	3.96	2.32	6.28

As at March 31, 2017

- a) Gross amount required to be spent by the Group during the year was Rs. 105.42 lacs.
b) Amount spent during the year Rs Nil.

As at March 31, 2016

- a) Gross amount required to be spent by the Group during the year was Rs. 44.61 lacs.
b) Amount spent during the year Rs Nil.

- 48 In the financial year 2009-10, the Group had given a franchisee to Ms. Monica Oll in the name of Comprehensive Education and IT Training Institute to provide test preparation services in Dubai (UAE). In the financial year 2012-13, the Group had terminated the franchise agreement on account of non-recovery of fees collected by the franchisee from students. At the time of the cancellation of agreement the total amount of receivables from and payable to Ms Monica Oll in the name of Comprehensive Education and IT Training Institute were AED 1,019,842 (Rs. 150.88 lacs) and AED 261,318 (Rs. 38.66 lacs) respectively. The details of the amount recoverable are as follows:

1. An amount of AED 625,775 on account of short deposit of fee collected by Monica Oll in the name of the Group from the students;
2. An amount of AED 1,392,200 on account of fee collected by Monica Oll against the installment due as on January 31, 2013 and not deposited in the bank account of the Group.
3. An amount of AED 18,120 on account of settlement of wage account and cancellation of visa of Mr. Yogeshwar Singh Batyal by the Group;
4. An amount of AED 4,300 on account of payment of outstanding dues of bill in respect of communication expenses of Mr. Akhlesh Jha, an employee and erstwhile center manager of Dubai office of the Group.

In the financial year 2012-13, the Group had adjusted/squared off traded receivables of AED 261,318 (Rs. 38.66 lacs) against the amounts payable to AED 261,318 (Rs. 38.66 lacs) on account of its share in the books of account.

In the financial year 2013-14, the Group had initiated legal actions against Monica Oll to recover the said amounts. The Group had sent legal notice dated 6 November 2013 to Monica Oll asking her to pay the following amounts to the Group.

- 1) An amount of AED 2,040,395 as mentioned above;
- 2) An amount of AED 50,000 on account of losses suffered by the Group due to non-communication by Monica Oll regarding termination of agreement;
- 3) An amount of AED 1,000,000 on account of damages for starting a same/similar business in violation of terms of the agreement and unauthorizedly using data/information, manuals etc. pertaining to the Group;

The Group had preferred arbitration in the matter and the Hon'ble Arbitrator had issued notices to parties for appearance.

During the financial year 2014-15, on March 16, 2015 the Hon'ble Arbitrator has passed an award amounting AED 2,063,267 (equivalent to Rs. 351.37 lacs) in favour of the Group.

During the previous year, the Group has filed execution petition to Delhi High Court for execution of award passed by Hon'ble Arbitrator and matter is listed for further proceedings.

Subsequent to financial year 2016-17, the Group has obtained necessary documents from Delhi High Court and were submitted to Ministry of Law on April 13, 2017. The Group understand that these documents have been sent to UAE through Indian Embassy for depositing in Dubai Courts for execution. On receipt of submission detail the Group will follow up the case in Dubai court.

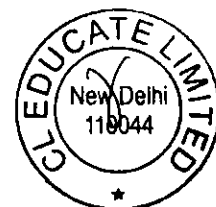
- 49 The Group has filed legal cases against certain debtors for recovery of outstanding receivables amounting Rs 269.20 lacs (March 31, 2017: Rs 344.82 lacs; April 1, 2016: Rs.389.00 lacs). The Group is of the view that all such balances are fully recoverable and no provision is required. Further, the Group has also filed cases against certain parties for recovery of damages arising from fraudulent use of Group's brand name, violation of terms and conditions of employment etc., amounting Rs 728.12 lacs (March 31, 2017: Rs. 740.93 lacs; April 1, 2016: Rs. 514.61 lacs). The amount likely to be realised, in all these cases, is currently not ascertainable but the Group, based on discussion with concerned lawyers and the proceedings of the cases is hopeful that there would not be any adverse impact on the financial position, and the realisation would be more than the outstanding amount. The Group has recorded all expenses pertaining to legal and professional charges in respect of all such cases.

- 50 During the year ended March 31, 2017, pursuant to initial public offering (IPO), 2,180,119 equity shares of face value Rs. 10 each were allotted to public at a premium of Rs. 492 per share along with offer for sale of 2,579,881 equity shares by the selling shareholders. The proceeds of the IPO was in Escrow account as at March 31, 2017. The details of which are as under:

Particulars	No. of Shares	Price per share	Amount
Gross proceeds from IPO - Fresh Issue	2,180,119	502.00	10,944.20
Gross proceeds from IPO - Selling shareholders	2,579,881	502.00	12,951.00
Total share issue expenses			1,806.75
Net Proceeds from IPO			22,088.45

The designated utilisation of proceeds from the IPO net of share issue expenses during the current year are as below:

Objects	Amount	Utilised amount upto March 31, 2018	Unutilised amount	Remarks
Repayment of loan taken by Career Launcher Infrastructure Private Limited from HDFC Bank Limited	1,860.40	1,860.40	-	The Group expects to utilize remaining funds in financial year 2018-19.
Meeting the working capital requirements of CL Educate and its subsidiaries namely Kestone Integrated Marketing Services Private Limited and GK Publications Private Limited	5,250.00	4,643.13	606.87	Remaining Unutilized amounts have been deployed in Bank FDs till full amounts are utilized.
Funding Acquisitions and other strategic Initiatives	2,000.00	1,835.11	164.89	
General Corporate purposes	1,010.25	-	1,010.25	
	10,120.65	8,338.64	1,782.01	



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The designated utilisation of proceeds from the IPO net of share issue expenses during the previous year are as below:

Objects	Amount	Utilised amount upto March 31, 2017	Unutilised amount	Remarks
Repayment of loan taken by Career Launcher Infrastructure Private Limited from HDFC Bank Limited	1,860.40	1,860.40	-	The Group expects to utilize bulk of the remaining funds in financial year 2017-18. Pending utilization the amounts have been parked into the current account of the Group and would be deployed in Bank FDs till full amounts are utilized.
Meeting the working capital requirements of CL Educate and its subsidiaries namely Keystone Integrated Marketing Services Private Limited and GK Publications Private Limited	5,250.00	-	5,250.00	
Funding Acquisitions and other strategic Initiatives	2,000.00	-	2,000.00	
General Corporate purposes	1,010.25	-	1,010.25	
	10,120.65	1,860.40	8,260.25	

51 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:

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting period included in			
Principal amount due to micro and small enterprises	19.80	77.64	-
Interest due on above	-	-	-
	<u>19.80</u>	<u>77.64</u>	-
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 the appointed day during each accounting period	-	-	-
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 period) 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 period	-	-	-
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 under section 23 of the MSMED Act 2006.	-	-	-

52 Share based payments

Description of share-based payment arrangements

Pursuant to the resolution passed by the Board of Directors at its meeting on March 6, 2008 and the Special Resolution passed by the members in the EGM held on March 31, 2008, the Group introduced "Career Launcher Employee Stock Options Plan 2008" which provides for the issue of 250,000 equity shares to employees of the Group and its subsidiaries. All the above options granted are planned to be settled in equity at the time of exercise and have maximum vesting period of 3 years from the date of respective grants, unless otherwise stated in the grant letter. As on March 31, 2018 and March 31, 2017 the Group had 60,775 and 13,168 number of options that can be granted under the scheme respectively.

Pursuant to the resolution passed by the Board of Directors at its meeting held on January 28, 2014 and special resolution passed by the members in the Extraordinary general meeting held on May 29, 2014, the Group renewed "Career Launcher Employee Stock Options Plan 2008" for a further period of one year i.e. from April 01, 2014 upto March 31, 2015 by Board and from May 30, 2014 upto May 29, 2015 by shareholders respectively. Further, pursuant to resolution passed by Board of Directors at its meeting held on August 11, 2014 and special resolution passed by the members in its Annual General Meeting held on September 5, 2014 adopted the amended and extended "Amended Career Launcher Employee Stock Options Plan 2008" the same is valid for further period of 3 years. Further, pursuant to resolution passed by Board of Directors at its meeting held on January 29, 2016 and special resolution passed by the members in its Extraordinary General Meeting held on March 22, 2016 adopted "Amended and Restated Career Launcher Employee Stock Options Plan 2014". Further, pursuant to resolution passed by the Members in the Annual General Meeting held on August 24, 2017, the Group ratified and renewed the "Amended and Restated Career Launcher Employee Stock Options Plan 2014" for further period of 1 year i.e. from September 5, 2017 to September 4, 2018.

The Group has "Amended and Restated Career Launcher Employee Stock Options Plan 2014 (CL ESOP -2014)" which provides for the issue of 250,000 stock options to directors and employees of the Group and its subsidiaries companies. The plan entitles directors and employees to purchase equity shares in the Group at the stipulated exercise price, subject to compliance with vesting conditions. The vesting period for the share options is 3 years from the grant date. All exercised options shall be settled by physical delivery of equity shares. As per the plan holders of vesting options are entitle to purchase one equity share for each option. Till date 312,468 (previous year 272,468) stock options have been granted under this scheme.

*Although a total of 250,000 options were available to be granted, these include grants that had been forfeited/lapsed, and pooled back, and granted again. At no point of time did the total number of options granted under the plan exceed 250,000.

No options were granted during the year.

a. Details of options outstanding at the year end with the range of exercise price and weighted average remaining contractual life:

Employees entitled	No. of options	Vesting conditions	Weighted Contractual life of options (in year)
Employees	106,750	3 years' service from the grant date	3.18

b. Reconciliation of outstanding share options:

The number and weighted-average exercise prices of share options under the share option plans are as follows:

ESOP to directors of the Group

	Year ended March 31, 2018		Year ended March 31, 2017	
	Weighted Average exercise price per share option	Number of options	Weighted Average exercise price per share option	Number of options
Outstanding at the beginning of the year	300.00	2,400	300.00	4,800
Granted during the year	-	-	-	-
Exercised during the year	300.00	2,400	-	-
Forfeited during the year	-	-	300.00	2,400
Outstanding at the end of the year	-	-	300.00	2,400
Vested during the year	-	-	-	-
Exercisable during the year	-	-	300.00	2,400



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(All amounts are in Rupees lacs, unless otherwise stated)

ESOP to person other than directors of the Group

	Year ended March 31, 2018		Year ended March 31, 2017	
	Weighted Average exercise price per share option	Number of options	Weighted Average exercise price per share option	Number of options
Outstanding at the beginning of the year	375.46	154,357	339.48	160,178
Granted during the year	-	-	430.00	40,000
Exercised during the year	-	-	301.80	43,571
Forfeited during the year	430.00	2,500	-	-
Expired during the year	343.02	45,107	210.00	2,250
Outstanding at the end of the year	187.89	106,750	375.46	154,357
Vested during the year	430.00	13,625	430.00	4,250
Exercisable during the year	368.53	73,125	350.47	105,857

c. Fair value of options granted:

No options were granted during the year. The fair value at grant date of options granted during the year ended March 31, 2017 was Rs. 496.29 and April 1, 2016 Rs. 495. The fair value at grant date is determined using the Black Scholes Model. Expected volatility has been determined using historical fluctuation in share issue prices of the Group.

Particulars	As at	As at	As at
	March 31, 2018	March 31, 2017	April 1, 2016
Dividend yield (%)	-	-	-
Expected volatility (%)*	0.00%	0.00%	0.00%
Risk-free interest rate (%)	7.80%	7.69%	8.00%
Weighted average share price (in Rs.)	590.00	496.29	495.00
Exercise price (in Rs.)	210-430	210-430	210-430

d. Expense arising from share-based payment transactions

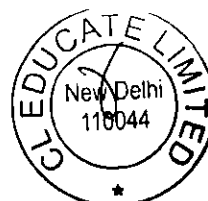
Total expenses arising from share-based payment transactions recognised in profit or loss as part of employee benefit expense were as follows:

Share based payment expenses

	Year ended	Year ended
	March 31, 2018	March 31, 2017
Employee option plan	14.26	(62.07)
Total employee share-based payment expense	14.26	(62.07)

53 The company has in the past undertaken various Central and State Government / Agencies, projects in the education / skill development sector. Most of these projects are complete, however the dues from the concerned department / agency has not been realized mainly on account of delays and long process. The details of such vocational trade receivables which are outstanding for a considerable period of time are given below. In the opinion of the management it has made the necessary provision, wherever required and such balances are fully recoverable. The details of amount recoverable are as under and refer note 56 for expected credit loss.

Nature of balance	Total Amount	Amount O/s. for more than 3 years (out of total amount)	Expected Credit Loss (ECL) on total outstanding
Vocational trade receivables	4,196.88	746.44	837.31



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

54 Discontinued operation

Ind AS 105 Non-current assets held for sale and discontinued operations requires disposal group to be identified as held for sale if the carrying amount will recovered principally through a sale transaction rather than through continuing use and sale is considered highly probable. Ind AS 105 lays down detailed guidelines and criteria in this regard. Based on the assessment performed by the management, it has been determined that the assets and liabilities of infrastructure facilities, soft skills, educational and consulting program should be presented as held for sale under Ind AS. Consequently, the assets and liabilities of disposal group held for sale has been presented separately from the other assets and other liabilities respectively in the balance sheet. There is no impact on the total equity or profit as a result of this adjustments. Further, the operation of this business has been presented as discontinued operation under both Ind AS and previous GAAP in the statement of profit and loss.

On March 16, 2017, the Group entered into a Business Transfer Agreement (BTA) with B&S Strategy Services Private Limited to sale its businesses of running & operating pre-schools , and providing school management services & infrastructure services on a slump sale basis. The proposed sale of business is consistent with the Group's long term strategy to discontinue its K-12 business and to focus in the areas of Test Prep business.

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

	<u>Period ended</u> <u>July 1, 2017</u>	<u>Year ended</u> <u>March 31, 2017</u>
Revenue	113.20	989.98
Employee benefits expenses	17.00	147.43
Finance cost	-	59.18
Depreciation & amortisation expenses	0.78	3.58
Other expenses	82.61	169.43
Profit from discontinued operations before tax	12.81	610.36
Income tax expenses	-	157.93
Profit after tax	12.81	452.43
Gain on sale of discontinued operation	-	-
Income tax on gain on sale of discontinued operation	76.80	-
Profit from discontinued operation, net of tax	-	-
	89.61	-

The profit from discontinued operation of Rs. 89.61 lacs (2016-17: Rs. 452.43 lacs) is attributable entirely to the owners of the Group.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

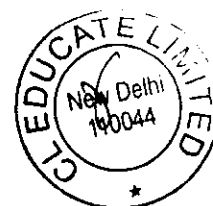
(All amounts are in Rupees lacs, unless otherwise stated)

The carrying amounts of assets and liabilities as at the date of sale i.e. July 1, 2017 and as at previous year ended on March 31, 2017 were listed below.

Particular	As at July 1, 2017	As at March 31, 2017
Property, plant and equipment	106.84	11.09
Non-current financial asset-loans	78.75	78.75
Trade receivables	598.67	514.94
Current financial asset-loans	3,819.99	3,819.29
Other current assets	0.04	0.04
Total Assets	4,604.29	4,424.11
Long term provision	3.66	3.44
Other current financial liabilities	32.91	32.46
Other current liabilities	22.63	20.64
Short term provisions	0.09	0.09
Total Liabilities	59.29	56.63
Net Asset Transferred	4,545.00	4,367.48
Consideration received (net of expenses)	4,621.80	-
Cash and cash equivalent disposed off	-	-
Net profit/ (loss)	76.80	(4,367.48)

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

	Year ended March 31, 2018	Year ended March 31, 2017
Operating activities	13.59	613.94
Investing activities	76.80	-
Financing activities	-	-



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

54 Discontinued operation (continued)

On March 16, 2017, the Group entered into a Business Transfer Agreement (BTA) with I-Take Care Private Limited for 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 business and to focus in the areas of Test Prep business.

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

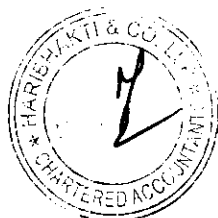
	Year ended March 31, 2018	Year ended March 31, 2017
Revenue	282.35	220.90
Finance cost	11.05	315.34
Depreciation and amortisation expenses	6.97	88.71
Other expenses	27.56	44.16
Profit/(loss) from discontinued operations before tax	236.77	(227.31)
Income tax expenses	-	-
Profit/(loss) from discontinued operations after tax	236.77	(227.31)

As at March 31, 2018, the carrying value of the fixed assets and other assets are listed below. The process of selling the said listed assets expected to be completed on March 31, 2019.

Particular	As at March 31, 2018	As at March 31, 2017
Property, plant and equipment	2,922.29	2,922.29
Non-current financial asset-loans	-	1.34
Current financial asset-loans	-	1.30
Other current assets	0.95	0.88
Total Assets	2,923.24	2,925.81

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

	Year ended March 31, 2018	Year ended March 31, 2017
Operating activities	9.44	(138.57)
Investing activities	-	-
Financing activities	-	-



55 Operating segments

A. Basis for Segmentation

Segment information is presented in respect of the Group's key operating segments. The operating segments are based on the Group's management and internal reporting structure. The chief operating decision maker identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly. All operating segments' operating results are reviewed regularly by the Board of Directors to make decisions about resources to be allocated to the segments and assess their performance.

The Board of Directors have been identified as the Chief Operating Decision Maker (CODM), since they are responsible for all major decision w.r.t. the preparation and execution of business plan, preparation of budget, planning, expansion, alliance, joint venture, merger and acquisition, and expansion of any facility.

The Board of Directors examines the Group's performance both from a product and geographic perspective and have identified the following reportable segments of its business:

The following summary describes the operations in each of the Group's reportable segments:

Reportable segments	Operations
a) Consumer test prep	This mainly includes coaching for higher education entrance exams.
b) Consumer publishing	This mainly includes publishing and sale of educational books related and third parties.
c) Enterprise corporate	The Group provides integrated business marketing and sales service like managed manpower, training, event management, customer engagement, marketing communication and digital marketing services for corporates to conduct very large conferences and exhibitions.
d) Enterprise institutional	The Group offers integrated business advisory, research incubation and outreach support services to educational institutes and universities across India
e) Others (Incl Vocational and K12)	The Group provides soft skills, infrastructure facilities and other support services to schools and senior secondary studies and specific projects undertaken (including government projects)

B. Information about reportable segments

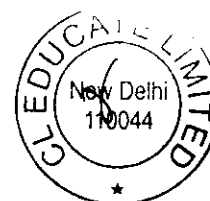
Segment assets, segment liabilities and Segment profit and loss are measured in the same way as in the financial statements.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Group's Board of Directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing, if any, is determined on an arm's length basis.

For the year ended March 31, 2018	Reportable segment					Total
	Consumer test prep	Consumer publishing	Enterprise corporate	Enterprise institutional	Other segment	
- Segment revenue	15,826.82	4,382.47	10,196.43	1,767.13	13.09	32,185.94
- Inter segment revenue		2,732.47	286.90	277.60	-	3,296.97
Revenue from external customers	15,826.82	1,650.00	9,909.53	1,489.53	13.09	28,888.97
Segment profit before tax	1,862.15	686.68	331.41	229.94	(1,112.95)	1,997.23
Segment assets	9,382.20	8,914.33	7,513.46	2,831.77	12,270.55	40,912.31
Segment liabilities	4,433.09	4,588.99	4,035.15	1,550.22	5,586.63	20,194.08

For the year ended March 31, 2017	Reportable segment					Total
	Consumer test prep	Consumer publishing	Enterprise corporate	Enterprise institutional	Other segment	
- Segment revenue	14,047.41	4,538.44	9,404.37	1,072.55	361.89	29,424.66
- Inter segment revenue		2,624.89	107.06	242.62	120.00	3,094.57
Revenue from external customers	14,047.41	1,913.55	9,297.31	829.93	241.89	26,330.09
Segment profit before tax	2,525.86	840.60	624.95	228.87	250.98	4,471.26
Segment assets	5,798.83	8,816.38	6,306.61	2,343.73	7,471.90	30,737.45
Segment liabilities	3,954.37	3,889.71	3,114.65	952.30	5,760.34	17,671.37

As at April 1, 2016	Reportable segment					Total
	Consumer test prep	Consumer publishing	Enterprise corporate	Enterprise institutional	Other segment	
Segment assets	3,148.10	6,695.69	5,136.95	2,043.99	24,556.64	41,581.37
Segment liabilities	3,741.20	3,029.34	2,287.85	649.53	5,942.11	15,650.03



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

C. Reconciliations of information on reportable segments

i Revenues

	For the year ended March 31, 2018	For the year ended March 31, 2017
Total revenue for reportable segments		
Consumer test prep	15,826.82	14,047.41
Consumer publishing	4,382.47	4,538.44
Enterprise corporate	10,196.43	9,404.37
Enterprise institutional	1,767.13	1,072.55
Other segment	13.09	361.89
Intersegment eliminations	(3,296.97)	(3,094.57)
	28,888.97	26,330.09

ii Profit before tax

Total profit before tax for reportable segments	3,925.77	4,471.26
Elimination of inter-segment profits	(335.70)	(178.63)
Unallocated expenses:		
Finance cost	642.98	781.48
Other expenses	2,163.28	1,545.79
Profit/(loss) before tax	783.81	1,965.36
Share of net profit of associates accounted for using the equity method	6.80	
Tax expense	466.25	609.10
Profit/(loss) after tax	324.36	1,356.26

Discontinued Operations

Profit/(loss) from discontinued operation before tax	249.58	383.05
Tax expense:		
Current tax	-	162.11
Deferred tax (Benefit)/Charge	-	(4.18)
Profit/(loss) from discontinued operation	249.58	225.12

Other comprehensive income

Items that may be reclassified to profit or loss

Exchange difference on translation of foreign operation	(12.79)	8.24
Income tax relating to above	4.27	(2.85)

Items that will not be reclassified to profit or loss

Remeasurement of defined benefit plans	40.37	24.90
Income tax relating to these items	(13.14)	(8.56)
Total comprehensive income for the period	592.65	1,603.11

iii Assets

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Total assets for reportable segments			
Consumer test prep	9,382.20	5,798.83	3,148.10
Consumer publishing	8,914.33	8,816.38	6,695.69
Enterprise corporate	7,513.46	6,306.61	5,136.95
Enterprise institutional	2,831.77	2,343.73	2,043.99
Other segment	12,270.55	7,471.90	23,612.17
Intersegment eliminations	(7,386.13)	(7,696.15)	(6,173.62)
Assets held for sale	2,923.24	7,349.92	944.47
Unallocated amounts	10,909.34	29,806.84	1,501.60
Investments in associates accounted using equity method	5,053.00		
Other corporate assets	5,856.34		
Total assets	47,358.76	60,198.06	36,909.35

iv Liabilities

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Total liabilities for reportable segments			
Consumer test prep	4,433.09	3,954.37	3,741.20
Consumer publishing	4,588.99	3,889.71	3,029.34
Enterprise corporate	4,035.15	3,114.65	2,287.85
Enterprise institutional	1,550.22	952.30	649.53
Other segment	5,586.63	5,760.34	5,942.11
Intersegment eliminations	(10,537.05)	(8,772.51)	(6,373.91)
Unallocated amounts	5,350.15	18,275.93	6,057.52
	15,007.18	27,174.79	15,333.64



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

v Other material items

For the year ended March 31, 2018

	Interest revenue	Interest expense	Depreciation and amortisation expense	Other significant non cash items	Capital expenditure during the year
Consumer test prep	-	-	543.61	744.10	782.63
Consumer publishing	9.63	-	24.36	35.69	0.25
Enterprise corporate	71.00	-	128.52	46.19	72.25
Enterprise institutional	-	-	7.84	76.67	-
Other segment	349.85	-	88.55	240.01	-
Unallocable	20.35	635.39	53.64	-	68.04
	450.83	635.39	846.52	1,142.66	923.17

For the year ended March 31, 2017

	Interest revenue	Interest expense	Depreciation and amortisation expense	Other significant non cash items	Capital expenditure during the year
Consumer test prep	1.69	-	298.83	610.39	507.42
Consumer publishing	11.80	-	20.05	-	28.27
Enterprise corporate	124.50	-	147.25	46.98	30.73
Enterprise institutional	-	-	0.49	11.57	23.28
Other segment	121.01	-	83.55	36.76	17.04
Unallocable	40.83	772.95	120.63	27.19	50.32
	299.83	772.95	670.80	732.89	657.06

D. Geographic information

The geographic information analyses the Group's revenue and non-current assets by the Group's country of domicile in other countries. In presenting the geographic information, segment revenue has been based on the geographic location of customers and segment assets were based on the geographic location of the assets.

a) Revenues from different geographies

Within India
Outside India

	For the year ended March 31, 2018	For the year ended March 31, 2017
Within India	27,674.43	25,832.59
Outside India	1,214.54	497.50
	28,888.97	26,330.09

b) Non-current assets

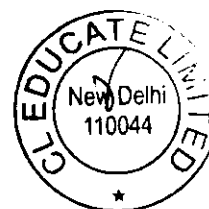
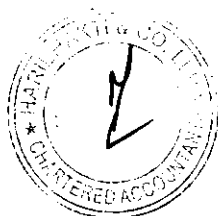
Within India
Outside India

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Within India	17,971.65	11,211.25	13,426.50
Outside India	12.02	3.73	4.34
	17,983.67	11,214.98	13,430.84

Non-current assets other than financial instruments, deferred tax assets, post-employment benefit assets

E. Major customer

Revenue from two major customers of the Group's Enterprise Institutional segment is Rs. 3,774.00 lacs (March 31, 2017: Rs. 3,772.00 lacs) and Rs. 2,344.00 lacs (March 31, 2017: Rs. 2,650.00 lacs) which is more than 10% of the Group's total revenues.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

56 Business combinations

Acquisition of IndiaCan Education Private Limited

Summary of acquisitions

Pursuant to the term sheet dated December 23, 2016 with IndiaCan Education Private Limited, all the assets and liabilities of ETEN, a business division of IndiaCan, engaged in the test preparation business for chartered accountancy courses and civil services entrance examination supported by VSAT (very small aperture terminal) network in India, were acquired by the Group via Business Transfer Agreement signed on April 18 2017 and is effective from April 1, 2017. This acquisition will enable the Group to make its presence in the commercial coaching of prestigious courses like Civil Services and Chartered Accountancy in India. It will also enable the Group to connect with the students through the Digital VSAT network.

As per para 18 of Ind AS 103 (Business Combinations), all identifiable assets and liabilities were assumed by the Group at fair values.

A. Consideration transferred

The following table summarises the acquisition date fair values of each major class of consideration transferred:

	<u>Amount</u>
Purchase consideration	
Consideration committed in cash and equivalents	593.81
Contingent consideration	50.00
Total purchase consideration	<u>643.81</u>

B. Acquisition-related costs

The Group incurred acquisition-related costs of Rs 1 lakh on professional and other costs. These costs were included in 'Miscellaneous expenses'.

C. Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the date of acquisition.

	<u>Amount</u>
Property, plant and equipment (refer note 3)	157.05
Intangible assets (refer note 6)	409.00
Financial assets	93.58
Non financial assets	11.11
Deferred tax liabilities	(141.55)
Financial liabilities	(29.79)
Non Financial liabilities	(30.62)
Provisions	(37.35)
Total identifiable net assets acquired	<u>431.43</u>

D. Calculation of Goodwill

Consideration transferred (A)	643.81
Less: Net identifiable assets acquired (B)	431.43
Goodwill (A-B)	<u>212.38</u>

E. Contingent consideration

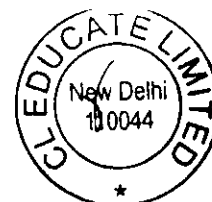
The Group had agreed to pay to the seller in each of the 3 years starting from FY 2017-18 an additional consideration @ 4% per annum of the revenue generated from Chartered Accountancy and Civil Services business. Further, if cumulative revenues exceeds Rs. 15,000.00 lacs in 3 years starting FY 2017-18 an additional consideration @ 1% shall be payable to seller. The Company has included Rs.50.00 lacs as contingent consideration related to the additional consideration, which represents its fair value at the date of acquisition. As at March 31, 2018, the contingent consideration has remained same.

F. Revenue and profit contribution

The acquired business contributed revenues of Rs 471.29 lacs and losses of Rs 321.97 lacs to the Group for the year ended March 31, 2018.

G. Descriptive note on goodwill (explaining payment of goodwill)

This acquisition will enable the Company to launch CA product and also add General Studies product offering for the Civil Services entrance examination leading to strengthening and enhancing penetration of its test prep business. The Company would acquire the brand name ETEN, the studios at various locations including alliances/partnerships for academic delivery, franchise relationships at about 25 locations.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

56 Business combinations (continued)**Acquisition of Ice Gate Educational Institute Private Limited****Summary of acquisitions**

Pursuant to the share purchase agreement dated October 18, 2017 with the promoters of ICE Gate Educational Institute Private Limited (ICEGate), CL Educate Limited acquired a 50.70% stake in ICEGate. ICEGate offers coaching services for Graduate Aptitude Test in Engineering (GATE) and Indian Engineering services (IES) in certain engineering streams. This acquisition enabled the Group to enter the competitive post-graduate engineering entrance segment.

As per para 18 of Ind AS 103 (Business Combinations), all identifiable assets and liabilities were assumed by the Group at fair values.

A. Consideration transferred

The following table summarises the acquisition date fair values of each major class of consideration transferred:

	Amount
Purchase consideration	
Consideration committed in cash and equivalents	623.61
Contingent consideration	-
Total purchase consideration	623.61

B. Acquisition-related costs

The Group incurred acquisition-related costs of Rs 26.96 lacs on legal fees and due diligence costs. These costs were included in 'Miscellaneous expenses'.

C. Identifiable assets acquired and liabilities assumed

The following table summarises the recognised amounts of assets acquired and liabilities assumed at the date of acquisition.

	Amount
Property, plant and equipment (refer note 3)	0.54
Inventories	8.18
Other non-current assets	33.43
Other current assets	214.54
Cash and cash equivalents	12.70
Trade receivables	0.97
Loans	7.61
Unsecured loan from Director	(0.51)
Trade payables	(39.26)
Other financial liabilities	(50.41)
Other current liabilities	(145.62)
Other non-current liabilities	(32.78)
Total identifiable net assets acquired	9.39

D. Calculation of Goodwill

Consideration transferred (A)	623.61
Less: Net identifiable assets acquired (B)	9.39
Goodwill (A-B)	614.22

E. Revenue and profit contribution

The acquired business contributed revenues of Rs 305.42 lacs and profit of Rs 6.72 lacs to the Group for the year ended March 31, 2018. If the acquisitions had occurred on 1 April 2017, consolidated pro-forma revenue and profit for the Group for the year ended March 31, 2018 would have been Rs. 29,234.95 lacs and Rs. 571.42 lacs respectively.

F. Descriptive note on goodwill (explaining payment of goodwill)

This acquisition enabled the Group enter the competitive post graduate engineering and Indian Engineering Services segment. ICEGate had developed quality and valuable content comprising books, study material, mock tests and video lectures. ICEGate at the time of acquisition had a presence in 11 cities in 4 states offering test preparation / coaching services for Graduate Aptitude Test in Engineering (GATE) and Indian Engineering services (IES) in certain engineering streams. GATE is a qualifying examination for Masters in Engineering at various engineering colleges as also jobs at Public Sector Undertakings (PSUs). This acquisition help the Group add another product to its test prep segment. The goodwill is attributable to the running business and the expected profitability of the acquired business.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees (acs, unless otherwise stated))

57. Fair value measurement and financial instruments

a. Financial instruments - by category and fair values hierarchy

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy.

As at March 31, 2018

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Non-current							
Investments	-	-	-	-	-	-	-
Loans	-	-	282.83	282.83	-	-	282.83
Other financial assets	-	-	1,474.15	1,474.15	-	-	-
Current							
Trade receivables	-	-	11,484.66	11,484.66	-	-	-
Cash and cash equivalents	-	-	1,365.90	1,365.90	-	-	-
Bank balances other than cash and cash equivalents	-	-	3,057.75	3,057.75	-	-	-
Loans	-	-	2,009.44	2,009.44	-	-	-
Other financial assets	-	-	1,813.10	1,813.10	-	-	-
Total	-	-	21,487.83	21,487.83	-	-	282.83
Financial liabilities							
Non-current							
Borrowings	-	-	521.32	521.32	-	-	521.32
Current							
Borrowings	-	-	4,236.79	4,236.79	-	-	-
Trade payables	-	-	4,641.85	4,641.85	-	-	-
Other financial liabilities	-	-	1,792.07	1,792.07	-	-	-
Total	-	-	11,192.03	11,192.03	-	-	521.32

As at March 31, 2017

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Non-current							
Investments	50.00	-	-	50.00	-	-	50.00
Loans	-	-	154.93	154.93	-	-	154.93
Other financial assets	-	-	1,277.22	1,277.22	-	-	-
Current							
Trade receivables	-	-	10,661.72	10,661.72	-	-	-
Cash and cash equivalents	-	-	8,759.03	8,759.03	-	-	-
Bank balances other than cash and cash equivalents	-	-	13,492.76	13,492.76	-	-	-
Loans	-	-	2,176.47	2,176.47	-	-	-
Other financial assets	-	-	1,347.53	1,347.53	-	-	-
Total	50.00	-	37,869.66	37,919.66	-	-	204.93
Financial liabilities							
Non-current							
Borrowings	-	-	760.51	760.51	-	-	760.51
Current							
Borrowings	-	-	4,386.85	4,386.85	-	-	-
Trade payables	-	-	4,238.03	4,238.03	-	-	-
Other financial liabilities	-	-	13,901.67	13,901.67	-	-	-
Total	-	-	23,287.06	23,287.06	-	-	760.51



As at April 1, 2016

Particulars	Carrying value				Fair value measurement using		
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets							
Non-current							
Investments	50.00	-	-	50.00	-	-	50.00
Loans	-	-	133.14	133.14	-	-	133.14
Other financial assets	-	-	1,120.30	1,120.30	-	-	-
Current							
Trade receivables	-	-	9,471.45	9,471.45	-	-	-
Cash and cash equivalents	-	-	919.48	919.48	-	-	-
Bank balances other than cash and cash equivalents	-	-	667.38	667.38	-	-	-
Loans	-	-	5,410.05	5,410.05	-	-	-
Other financial assets	-	-	659.75	659.75	-	-	-
Total	50.00	-	18,381.55	18,431.55	-	-	183.14
Financial liabilities							
Non-current							
Borrowings	-	-	2,548.67	2,548.67	-	-	2,548.67
Current							
Borrowings	-	-	3,772.10	3,772.10	-	-	-
Trade payables	-	-	3,721.23	3,721.23	-	-	-
Other financial liabilities	-	-	2,199.66	2,199.66	-	-	-
Total	-	-	12,241.66	12,241.66	-	-	2,548.67

The Group's borrowings have been contracted at floating rates of interest, which resets at short intervals. Accordingly, the carrying value of such borrowings (including interest accrued but not due) approximates fair value.

The carrying amounts of trade receivables, trade payables, cash and cash equivalents and other financial assets and liabilities, approximates the fair values, due to their short-term nature. Fair value of non-current financial assets which includes bank deposits (due for maturity after twelve months from the reporting date) and security deposits is similar to the carrying value as there is no significant differences between carrying value and fair value.

There have been no transfers between Level 1, Level 2 and Level 3 for the years ended March 31, 2018 and March 31, 2017.

Valuation technique used to determine fair value

Specific valuation techniques used to value non current financial assets and liabilities for whom the fair values have been determined based on present values and the appropriate discount rates of the Group at each balance sheet date. The discount rate is based on the weighted average cost of borrowings of the Group at each balance sheet date.

Financial risk management

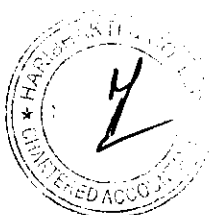
The Group has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ;
- Currency rate risk;
- Interest rate risk

Risk management framework

The Group's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors have authorised senior management to establish the processes and ensure control over risks through the mechanism of property defined framework in line with the businesses of the group.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Group's activities.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

b. Financial risk management (continued)

(i) Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Balance Sheet

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Trade receivables	11,484.66	10,661.72	9,471.45
Cash and cash equivalents	1,365.90	8,759.03	919.48
Balances other than cash and cash equivalents	3,057.75	13,492.76	667.38
Loans	2,292.27	2,331.40	5,543.19
Investments	-	50.00	50.00
Other financial assets	3,287.25	2,624.75	1,780.05

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers. The carrying amount of financial assets represents the maximum credit exposure.

The Group's credit risk is primarily to the amount due from customers. The Group maintains a defined credit policy and monitors the exposures to these credit risks on an ongoing basis.

i. Credit risk on loans is limited as the loans are given to related parties.

ii. Credit risk on cash and cash equivalents is limited as the Group invests in deposits with scheduled commercial banks with high credit ratings assigned by domestic credit rating agencies.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. The Group does monitor the economic environment in which it operates and the Group manages its Credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of customers to which the Group grants credit terms in the normal course of business.

On adoption of Ind AS 109, the Group uses expected credit loss model to assess the impairment loss or gain. The Group establishes an allowance for impairment that represents its expected credit losses in respect of trade receivable. The management uses a simplified approach (i.e. based on lifetime ECL) for the purpose of impairment loss allowance, the Group estimates amounts based on the business environment in which the Group operates, and management considers that the trade receivables are in default (credit impaired) when counter party fails to make payments as per terms of sale/service agreements. However the Group based upon historical experience determine an impairment allowance for loss on receivables.

The gross carrying amount of trade receivables is Rs. 13,495.52 lacs (March 31, 2017: Rs. 12,521.09 lacs; April 1, 2016: Rs. 11,220.06 lacs). Trade receivables are generally realised within the credit period.

The Group believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behavior.

The Group's exposure to credit risk for trade receivables are as follows:

Particulars	Gross carrying amount		
	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
1-90 days past due	4,887.42	3,438.00	3,547.82
91 to 180 days past due	980.34	571.57	3,307.12
More than 180 days past due	7,627.76	8,511.52	4,365.12
	13,495.52	12,521.09	11,220.06

Movement in the allowance for impairment in respect of trade receivables:

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Balance at the beginning	1,859.37	1,748.61
Impairment loss recognised	151.49	110.76
Balance at the end	2,010.86	1,859.37



CL Educate Limited

Notes to financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

b. Financial risk management (continued)

(ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation

The Group believes that its liquidity position, including total cash (including bank deposits under lien and the anticipated future internally generated funds from operations will enable it to meet its future known obligations in the ordinary course of business.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of credit facilities to meet obligations when due. The Group's policy is to regularly monitor its liquidity requirements to ensure that it maintains sufficient reserves of cash and funding from group companies to meet its liquidity requirements in the short and long term.

The Group's liquidity management process as monitored by management, includes the following:

- Day to day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- Maintaining rolling forecasts of the Group's liquidity position on the basis of expected cash flows.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date.

As at March 31, 2018	Contractual cash flows			
	Total	Less than one year	Between one year and five years	More than 5 years
Borrowings				
Secured				
-From banks				
a) Vehicle loans	40.29	23.16	17.13	-
b) term loans	825.70	359.03	466.67	-
-From others/financial institution				
a) Term loan				
b) Vehicle loans	4.16	4.16	-	-
Unsecured loans				
-Term Loan from others				
-Working capital term loan from bank	36.10	30.46	5.64	-
-Working capital term loan from others	131.35	122.69	8.66	-
Current borrowings				
Secured				
-Cash credit from banks	4,236.29	4,236.29	-	-
Unsecured				
-form related parties	0.50	0.50	-	-
Trade payables	4,641.85	4,641.85	-	-
Other financial liabilities				
Payables for purchase of investments	15.08	15.08	-	-
Payable for property, plant and equipment	18.09	18.09	-	-
Finance lease obligation	491.06	12.75	25.51	452.79
Payable for selling shareholders	47.71	47.71	-	-
Payable towards business combination (refer note 56)	310.13	310.13	-	-
Contingent consideration (refer note 56)	50.00	50.00	-	-
Employee related payables	564.47	564.47	-	-
Receipt on behalf of clients	226.80	226.80	-	-
Total	11,639.58	10,663.17	523.61	452.79

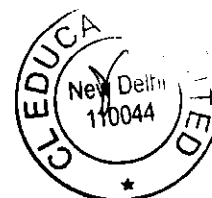


CL Educate Limited

Notes to financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

As at March 31, 2017	Contractual cash flows			
	Total	Less than one year	Between one year and five years	More than 5 years
Borrowings				
Secured				
-From banks				
a) Vehicle loans	37.05	18.16	18.89	-
b) term loans	247.86	122.20	125.66	-
-From others/financial institution				
a) Term loan				
b) Vehicle loans	9.87	5.71	4.16	-
Unsecured loans				
-Term Loan from others	332.42	150.87	181.55	-
-Working capital term loan from bank	532.83	205.28	327.55	-
-Working capital term loan from others	354.03	225.88	128.15	-
Current borrowings				
Secured				
-Cash credit from banks	4,342.46	4,342.46	-	-
Unsecured				
-form related parties	10.05	10.05	-	-
-form others	34.34	34.34	-	-
Trade payables	4,238.03	4,238.03	-	-
Other financial liabilities				
Payable to selling shareholders	11,774.31	11,774.31	-	-
Payables for purchase of investments	115.08	115.08	-	-
Payable for property, plant and equipment	25.44	25.44	-	-
Finance lease obligation	503.80	12.75	25.51	465.54
Employee related payables	719.12	719.12	-	-
Other payables	110.01	110.01	-	-
Receipt on behalf of clients	378.70	378.70	-	-
Total	23,765.40	22,488.39	811.47	465.54



CL Educate Limited

Notes to financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

As at April 1, 2016	Contractual cash flows			
	Total	Less than one year	Between one year and five years	More than 5 years
Borrowings				
Secured				
-From banks				
a) Vehicle loans	50.35	21.82	28.53	-
b) Term loans	445.46	200.09	245.37	-
-From others				
a) Term loan	2,033.11	214.53	1,818.58	-
b) Vehicle loans	18.90	9.04	9.86	-
Unsecured loans				
-Term Loan from others	287.96	90.50	197.46	-
-Working capital term loan from bank	77.28	26.10	51.18	-
-Working capital term loan from others	298.40	110.42	187.98	-
Current borrowings				
Secured				
-Term loan	-	-	-	-
-Cash credit from banks	3,762.05	3,762.05	-	-
Unsecured				
-form related parties	10.05	10.05	-	-
Trade payables	3,721.23	3,721.23	-	-
Other financial liabilities				
Payables for purchase of investments	265.08	265.08	-	-
Payable for property, plant and equipment	64.76	64.76	-	-
Finance lease obligation	510.18	12.75	25.51	471.92
Employee related payables	818.03	818.03	-	-
Security deposit received	30.24	30.24	-	-
Receipt on behalf of clients	339.23	339.23	-	-
Total	12,732.31	9,695.92	2,564.47	471.92

The above amounts reflects the contractual undiscounted cash flows, which may differ from the carrying value of the liabilities at the reporting date.



B. Financial risk management (continued)**iii. Market risk**

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, the Group mainly has exposure to two type of market risk namely: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group is exposed to the effects of fluctuation in the prevailing foreign currency exchange rates on its financial position and cash flows to the extent of earnings and expenses in foreign currencies. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Group's operating, investing and financing activities.

There are no derivative contracts entered by the Company. Hence, there is no associated risk.

Exposure to currency risk

The summary of quantitative data about the Group's exposure to currency risk, as expressed in Indian Rupees, as at March 31, 2018, March 31, 2017 and April 1, 2016 are as below:

Particulars	As at March 31, 2018					
	AED	Amount in Rs.	SGD	Amount in Rs.	USD	Amount in Rs.
Financial assets						
Trade receivables	32.33	521.95	-	-	0.54	35.40
Other financial asset	(1.18)	(20.92)	4.50	222.91	7.69	399.49
Other bank balances	2.68	47.52				
	33.83	548.55	4.50	222.91	8.23	434.89
Financial liabilities						
Trade payables	6.65	117.89	-	-	0.55	36.13
	6.65	117.89	-	-	0.55	36.13
Net exposure in respect of recognised assets and liabilities	27.18	430.66	4.50	222.91	7.68	398.76

Particulars	As at March 31, 2017					
	AED	Amount in Rs.	SGD	Amount in Rs.	USD	Amount in Rs.
Financial assets						
Trade receivables	33.08	444.20	-	-	0.14	8.79
Other financial asset	0.10	1.72	4.50	208.85	7.69	399.49
Other bank balances	1.75	30.91	-	-	-	-
	34.93	476.83	4.50	208.85	7.83	408.28
Financial liabilities						
Trade payables	6.08	92.30	-	-	0.84	62.46
	6.08	92.30	-	-	0.84	62.46
Net exposure in respect of recognised assets and liabilities	28.85	384.53	4.50	208.85	6.99	345.82

Particulars	As at April 1, 2016					
	AED	Amount in Rs.	SGD	Amount in Rs.	USD	Amount in Rs.
Financial assets						
Trade receivables	21.85	393.34	-	-	0.21	13.85
Other financial asset	6.10	135.25	3.15	154.51	7.69	399.49
Cash and bank balances	0.70	12.55	-	-	-	-
	28.65	541.14	3.15	154.51	7.90	413.34
Financial liabilities						
Trade payables	3.26	60.09	-	-	1.43	94.34
	3.26	60.09	-	-	1.43	94.34
Net exposure in respect of recognised assets and liabilities	25.39	481.05	3.15	154.51	6.47	319.00



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

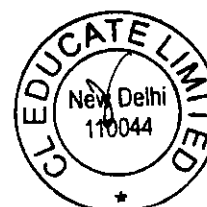
(All amounts are in Rupees lacs, unless otherwise stated)

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against below currencies at March 31, 2018 and March 31, 2017 would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

Particulars	Profit or loss		Equity, net of tax	
	Strengthening	Weakening	Strengthening	Weakening
1% depreciation / appreciation in Indian Rupees against following foreign currencies:				
For the year ended March 31, 2018				
AED	4.31	(4.31)	2.82	(2.82)
SGD	2.23	(2.23)	1.46	(1.46)
USD	3.99	(3.99)	2.61	(2.61)
Total	10.53	(10.53)	6.89	(6.89)
For the year ended March 31, 2017				
AED	3.85	(3.85)	2.51	(2.51)
SGD	2.09	(2.09)	1.37	(1.37)
USD	3.46	(3.46)	2.26	(2.26)
Total	9.40	(9.40)	6.14	(6.14)

AED: United Arab Emirates Dirham, SGD: Singapore Dollar and USD: United States Dollar.



CL Educate Limited

Notes to financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

B. Financial risk management (continued)

iii. Market risk

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's main interest rate risk arises from long-term and short term borrowings with variable interest rates, which expose the Group to cash flow interest rate risk.

Exposure to interest rate risk

The Group's interest rate risk arises majorly from the term loans from banks carrying floating rate of interest. These obligations exposes the Group to cash flow interest rate risk. The exposure of the Group's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

Variable-rate instruments	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Term loans from banks and others	984.36	1,446.68	3,122.22
Vehicle loans	44.45	46.89	69.20
Cash credit from banks	4,236.29	4,342.46	3,762.05
Total	5,265.10	5,836.03	6,953.47

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 50 basis points (bps) in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

Particulars	Profit or loss		Equity, net of tax	
	50 bps increase	50 bps decrease	50 bps increase	50 bps decrease
Interest on term loans from banks				
For the year ended March 31, 2018	(39.30)	39.30	(30.18)	37.91
For the year ended March 31, 2017	(32.67)	32.67	(24.87)	27.63
Interest on term loans from others				
For the year ended March 31, 2018	-	-	-	-
For the year ended March 31, 2017	(1.59)	1.59	(1.04)	1.04

58 Capital Management

For the purpose of the group's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Group.

Management assesses the Group's capital requirements in order to maintain an efficient overall financing structure. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

To maintain or adjust the capital structure, the Group may return capital to shareholders, raise new debt or issue new shares.

The Group monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts divided by total capital (equity attributable to owners of the parent plus interest-bearing debts).

Particulars	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Borrowings	4,758.11	5,147.36	6,320.77
Less : Cash and cash equivalent	1,365.90	517.64	919.48
Adjusted net debt (A)	3,392.21	4,629.72	5,401.29
Total equity (B)	32,351.58	33,023.27	21,575.71
Adjusted net debt to adjusted equity ratio (A/B)	10.49%	14.02%	25.03%

During the previous year ended March 31, 2017 The IPO proceeds received by the company had not been considered as part of cash and cash equivalent for calculation of adjusted net debt to adjusted equity ratio.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

59 Interests in other entities

(a) Subsidiaries

The Group's subsidiaries at March 31, 2018 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of the Entity	Place of business/ country of incorporation	Ownership interest held by the group as at			Ownership interest held by non-controlling interests as at		
		March 31, 2018	March 31, 2017	April 1, 2016	March 31, 2018	March 31, 2017	April 1, 2016
Kestone Integrated Marketing Services Private Limited	India	100%	100%	100%	-	-	-
G.K. Publications Private Limited	India	100%	100%	100%	-	-	-
CL Media Private Limited	India	100%	100%	100%	-	-	-
Career Launcher Education Infrastructure and Services Limited	India	100%	100%	100%	-	-	-
Career Launcher Infrastructure Private Limited	India	100%	100%	100%	-	-	-
Kestone CL Asia Hub Pte Ltd	Singapore	100%	100%	100%	-	-	-
Accendere Knowledge Management Services Private Limited	India	100%	51%	51%	-	49%	49%
ICE Gate Educational Institute Private Limited	India	50.70%	-	-	49.30%	-	-
Kestone CL US Limited	USA	100%	-	-	-	-	-

Principal activities of group companies

Kestone Integrated Marketing Services Private Limited and Kestone CL Asia Hub Pte Ltd

Kestone provides integrated business, marketing and sales services to our corporate customers, including event management, marketing support (including digital marketing support in the form of online marketing initiatives, to support offline marketing campaigns), customer engagement (including audience generation, lead generation, loyalty and reward programs and contest management), managed manpower and training services.

G.K. Publications Private Limited

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

CL Media Private Limited

CL Media is currently engaged in the business of content development for study material, publishing study material and books and providing sales & marketing services and research related services to Institutions and Universities.

Career Launcher Education Infrastructure and Services Limited and Career Launcher Infrastructure Private Limited

The Group provides soft skills, infrastructure facilities and other support services to schools and senior secondary studies and specific projects undertaken (including govt projects).

Accendere Knowledge Management Services Private Limited (AKMS)

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

ICE Gate Educational Institute Private Limited

This mainly includes test prep coaching examinations like Graduate Aptitude Test in Engineering/Indian Engineering Services.

Kestone CL US Limited

Kestone CL Asia has incorporated a wholly owned subsidiary in USA on March 22, 2018, in the name of Kestone CL US Limited with an objective to provide integrated sales & marketing service to corporates & institutions in USA.

(b) Associate Companies

Set out below are the associates of the group as at March 31, 2018 which, in the opinion of the directors, are material to the group.

Name of entity	Place of business	% of ownership interest	Accounting method	Carrying amount		
				As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Threesixtyone Degree Minds Consulting Private Limited	Chennai	4.43% of equity shares	Equity	450.80	-	-
B & S Strategy Services Private Limited	New Delhi	43.40% of equity shares	Equity	4,602.20	-	-
Total equity accounted investments				5,053.00	-	-

Principal activities of each associate entity

(i) Threesixtyone Degree Minds Consulting Private Limited- The company provides learning and education solutions for corporations, colleges and universities, academic service providers, and government bodies in India and internationally. The company offers graduation/diploma programs, as well as leadership programs to corporate managers.

(ii) B & S Strategy Services Private Limited: The Company is mainly engaged in rendering consulting services in the education sector and managing schools.

i. Significant judgement: existence of significant influence

(i) Threesixtyone Degree Minds Consulting Private Limited- CL Educate have representation on the board of Threesixtyone Degree Minds Consulting Private Limited and right to nominate one Director on the Board, it also participates in all significant financial and operating decisions. The group has therefore determined that it has significant influence over this entity, even though it only holds 4.43% of the voting rights

(ii) B&S Strategy Services Private Limited: Through the shareholder agreement, CL Educate holds 43.40% of the voting rights in B&S Strategy Services Private Limited and is guaranteed two seats on the board of the Group, it also participates in all significant financial and operating decisions. The group has therefore determined that it has significant influence over this entity.



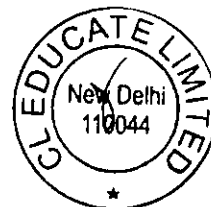
CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

ii. Summarised financial information for associates

The tables below provide summarised financial information for the associates. The information disclosed reflects the amounts presented in the financial statements of the relevant associates and not CL Educate Limited's share of those amounts. They have been amended to reflect adjustments made by the entity when using the equity method and modifications for differences in accounting policies, if any.

	Three Sixty One Degree Minds Consulting Private Limited	B & S Strategy Services Private Limited
	As at March 31, 2018	As at March 31, 2018
Summarised balance sheet		
Total current assets	746.63	1,101.75
Total non-current assets	197.20	4,337.89
Total assets	943.83	5,439.64
Total current liabilities	102.53	514.11
Total non-current liabilities	116.79	39.30
Total liabilities	219.32	553.41
Net assets	724.51	4,886.23
Summarised statement of profit and loss		
Revenue	446.61	329.70
Other income	11.60	1.05
Depreciation and amortisation	68.93	20.48
Profit before tax	(54.10)	25.09
Tax expense	0.87	8.19
Profit for the year	(54.97)	16.90
Other comprehensive income	-	-
Total comprehensive income/(loss)	(54.97)	16.90
Dividends received	-	-
iii. Reconciliation to carrying amount of investments	As at March 31, 2018	As at March 31, 2018
Investment in associates	450.00	4,596.20
Profit after the period of acquisition	18.06	13.81
Group's share in the profit	0.80	6.00
Carrying amount of investment in the associate	450.80	4,602.20
iv. Calculation of Goodwill		
Fair value of identifiable net assets of the associate as at acquisition date	61.48	3,139.78
Purchase consideration paid	450.00	4,050.00
Goodwill	388.52	910.22



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

c. Non-controlling interest (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the group. The amounts disclosed for each subsidiary are before inter-Group eliminations.

i. Accendere Knowledge Management Services Private Limited

Summarised balance sheet

	As at March 31, 2017	As at April 1, 2016
Current assets	172.03	28.26
Non-current assets	42.50	13.72
Total assets	214.53	41.98
Current liabilities	300.58	77.52
Non-current liabilities	3.45	2.20
Total liabilities	304.03	79.72
Net assets	(89.50)	(37.74)
Accumulated NCI	(43.86)	(18.49)

Summarised statement of profit and loss A/c

	Year ended March 31, 2017
Revenue	178.43
Profit/(loss) for the year	(51.77)
Other comprehensive income	-
Total comprehensive income	(51.77)
Profit allocated to NCI	(25.37)
Dividends paid to NCI	-

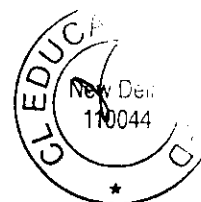
Summarised cash flow

	For the year ended March 31, 2017
Cash flows from operating activities	(86.09)
Cash flows from investing activities	(3.28)
Cash flows from financing activities	86.66
Net increase/ (decrease) in cash and cash equivalents	(2.71)

ii. ICE Gate Educational Institute Private Limited

Summarised balance sheet

	As at March 31, 2018
Current assets	482.65
Non-current assets	101.90
Total assets	584.55
Current liabilities	501.28
Non-current liabilities	58.02
Total liabilities	559.30
Net assets	25.25
Accumulated NCI	12.45



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

Summarised statement of profit and loss A/c

	Year ended March 31, 2018
Revenue	305.42
Profit/(loss) for the year	6.72
Other comprehensive income	-
Total comprehensive income	6.72
Profit allocated to NCI	3.31
Dividends paid to NCI	-

Summarised cash flow

	Year ended March 31, 2018
Cash flows from operating activities	3.66
Cash flows from investing activities	(46.00)
Cash flows from financing activities	49.31
Net increase/ (decrease) in cash and cash equivalents	6.97

iii. Transactions with non-controlling interest

The group had acquired 51% stake in AKMS private limited on March 31, 2017. On 12 April 2017, the group acquired an additional 49% stake for Rs. 132,300,000. Immediately prior to the purchase, the carrying amount of the existing 49% NCI was (Rs. 4,870,049). The effect on the equity attributable to the owners of the Group during the year is summarised as follows:

	Year ended March 31, 2018	Year ended March 31, 2018
Carrying amount of non-controlling interests acquired	(48.70)	-
Consideration paid to non-controlling interests	1,323.00	-
Excess of consideration paid recognised in retained earnings within equity	(1,371.70)	-

There were no transactions with non-controlling interests during 2016-17.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

60 Income tax

A. Amounts recognised in profit or loss

	Year ended March 31, 2018	Year ended March 31, 2017
Current tax expense		
Current year	475.35	908.24
Adjustment for prior years	24.90	1.92
	500.25	910.16
Deferred tax expense	(34.00)	(138.95)
	(34.00)	(138.95)
Total Tax Expense	466.25	771.21

B. Amounts recognised in Other Comprehensive Income

Income tax relating to items that will not be reclassified to profit or loss

- Income tax relating to remeasurement of defined benefit plans

	(8.87)	(11.41)
	(8.87)	(11.41)

C. Reconciliation of effective tax rate

	Year ended March 31, 2018		Year ended March 31, 2017	
	Rate	Amount	Rate	Amount
Profit before tax from continuing operations	34.61%	1,040.20	34.61%	2,348.41
Tax using the Company's domestic tax rate		359.99		812.74
Tax effect of:				
Non-deductible expenses		15.04		(26.78)
Non-taxable income		(2.18)		(3.94)
Tax incentives		(23.07)		(75.57)
Others		84.67		60.07
Deductible expenses		(10.59)		(0.12)
impact of rate changes		5.52		(16.50)
Tax adjustments relating to earlier years		20.05		2.28
Carried forward business losses on which deferred tax not considered		3.66		17.32
Income tax recognised directly in equity		-		1.69
Reversal of deferred tax		13.16		-
	44.82%	466.25	32.84%	771.19



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

D. Movement in deferred tax balances

	As at March 31, 2017	Recognized in P&L	Recognized in OCI	As at March 31, 2018
Deferred Tax Assets				
Unabsorbed Losses	39.72	2.35	-	42.07
Elimination of inventory profit	188.31	(19.48)	-	168.83
Provision for employee benefit	124.72	35.84	(13.14)	147.42
Provision for bonus	15.79	9.32	-	25.11
Provision for sales Incentive	3.02	(0.71)	-	2.31
Property, plant and equipment and intangibles	10.95	(9.13)	-	1.82
Provision for investment impairment	1.60	-	-	1.60
Loss allowance for doubtful debtors	694.91	25.94	-	720.85
Provision for loss allowance on doubtful advances	2.69	(2.56)	-	0.13
Provision for slow moving inventory	7.13	1.65	-	8.78
Provision for obsolescence of inventory	5.09	4.66	-	9.75
Provision for sales return	2.17	1.85	-	4.02
Lease equalisation reserve	1.82	2.50	-	4.32
Fair valuation of financial guarantee	0.12	-	-	0.12
Amortisation of deferred rent	15.90	10.34	-	26.24
Others	0.37	-	-	0.37
Current loans	144.11	6.71	-	150.82
Finance lease obligations	14.77	2.35	-	17.12
Deferred revenue - franchisee fees	124.11	-	-	124.11
Deferred revenue - admission fees	261.51	-	-	261.51
Other current liabilities	29.10	2.19	-	31.29
Prepaid FRP expenses	18.60	-	-	18.60
MAT credit entitlement	560.19	(26.30)	-	533.89
Sub- Total (a)	2,266.70	47.51	(13.14)	2,301.08
Deferred Tax Liabilities				
Business combination-GKP	71.62	-	-	71.62
Property, plant and equipment and intangibles	470.50	(51.08)	-	521.58
FCTR Impact	2.85	(0.00)	4.27	(1.42)
Deferred tax on equity accounting	-	(0.28)	-	0.28
Deemed capital contribution on corporate guarantee	6.50	-	-	6.50
Fair valuation of financial guarantee	1.69	-	-	1.69
Amortisation of security deposits	13.80	(9.84)	-	23.64
Investment property	36.65	(1.00)	-	37.65
Impact for EIR adjustment on Borrowings	6.66	1.61	-	5.05
Goodwill	-	-	-	141.55
MAT credit entitlement	-	48.63	-	-
Sub- Total (b)	610.27	(11.97)	4.27	808.14
Net Deferred Tax Liability (b)-(a)	(1,656.43)	35.54	(8.87)	(1,492.94)



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

	April 1, 2016	Recognized in P&L	Recognized in OCI	March 31, 2017
Deferred Tax Assets				
Unabsorbed Losses	38.19	1.53	-	39.72
Elimination of inventory profit	159.14	29.17	-	188.31
Provision for employee benefit	117.24	16.04	(8.56)	124.72
Provision for bonus	19.81	(4.02)	-	15.79
Provision for sales Incentive	3.70	(0.68)	-	3.02
Property, plant and equipment and intangibles	10.13	0.82	-	10.95
Provision for impairment on investment	1.65	(0.05)	-	1.60
Allowance for doubtful debtors	660.97	33.94	-	694.91
Provision for loss allowance on doubtful advances	0.73	1.96	-	2.69
Provision for slow moving inventory	5.97	1.16	-	7.13
Provision for obsolescence of inventory	1.38	3.71	-	5.09
Provision for sales return	2.93	(0.76)	-	2.17
Lease equalisation reserve	0.22	1.60	-	1.82
Fair valuation of financial guarantee	0.33	(0.21)	-	0.12
Amortisation of deferred rent	27.83	(11.93)	-	15.90
Others	0.37	-	-	0.37
Current loans	141.31	2.80	-	144.11
Finance lease obligations	12.42	2.35	-	14.77
Deferred revenue - franchisee fees	103.21	20.90	-	124.11
Deferred revenue - admission fees	109.97	151.54	-	261.51
Other current liabilities	59.71	(30.61)	-	29.10
Prepaid FRP expenses	67.22	(48.62)	-	18.60
MAT credit entitlement	606.59	(46.40)	-	560.19
Sub- Total (a)	2,151.02	124.24	(8.56)	2,266.70
Deferred Tax Liabilities				
Business combination GKP	71.62	-	-	71.62
Property, plant and equipment and intangibles	429.50	(41.00)	-	470.50
FCTR Impact	-	0.00	(2.85)	2.85
Deemed capital contribution on corporate guarantee	6.72	0.22	-	6.50
Financial guarantee receivable	-	(1.69)	-	1.69
Fair value of long term security deposit	28.18	14.38	-	13.80
Investment property	37.33	0.68	-	36.65
Impact for EIR adjustment on Borrowings	4.86	(1.80)	-	6.66
MAT credit entitlement	-	48.09	-	-
Sub- Total (b)	578.21	18.88	(2.85)	610.27
Net Deferred Tax Asset (b)-(a)	(1,572.81)	143.12	(11.41)	(1,656.43)
	March 31, 2018	March 31, 2017	April 1, 2016	
Total deferred tax assets of net deferred tax assets	1,565.28	1,728.05	1,644.43	
Total deferred tax liabilities of net deferred tax assets	72.34	71.62	71.62	
	1,492.94	1,656.43	1,572.81	



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

61 First Time Adoption of Ind AS

As stated in note 2, these are the Group's first consolidated financial statements prepared in accordance with Ind AS

The accounting policies set out in note 2 have been applied in preparing the financial statements for the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS statement of financial position at April 1, 2016 (the Group's date of transition). In preparing its opening Ind AS statement of financial position, the Group has adjusted amounts reported previously in financial statements prepared in accordance with Indian GAAP (previous GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and the notes that accompany the tables.

Exemptions and exceptions availed

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A. Ind AS optional exemptions

(i) Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after taking necessary adjustments for decommissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and investment property covered by Ind AS 40 Investment Properties. Accordingly, the Group has elected to measure all of its property, plant and equipment, intangible assets and investment property at their previous GAAP carrying value.

(ii) Leases

Appendix C to Ind AS 17 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind AS 17, this assessment should be carried out at the inception of the contract or arrangement. Ind AS 101 provides an option to make this assessment on the basis of facts and circumstances existing at the date of transition to Ind AS, except where the effect is expected to be not material.

(iii) Cumulative translation differences

Ind AS 101 permits cumulative translation gains and losses to be reset to zero at the transition date. The group elected to reset all cumulative translation gains and losses to zero by transferring it to opening retained earnings at its transition date.

(iv) Business combinations

Ind AS 101 provides the option to apply Ind AS 103 prospectively from the transition date or from a specific date prior to the transition date. This provides relief from full retrospective application that would require restatement of all business combinations prior to the transition date. The Group has elected to apply Ind AS 103 retrospectively to business combinations occurring after September 2011-12. The Group has reinstated all business combination that occurred after the date of transition. This means all assets and liabilities of the acquired business have been recorded at fair value on the date of acquisitions per Ind AS 103- "Business Combination" and non-controlling interest has been measured at its share in net assets on the date of acquisition. Business combinations occurring prior to that date have not been restated.

(v) Share based payments

Ind AS 101 permits a first time adopter to elect not to apply principles of Ind AS 102 to liabilities arising from share based payment transactions that were settled before the date of transition. The Group has elected not to apply Ind AS 102- "Share based payments" on stock options that vested before the date of transition.

(vi) Decommissioning liabilities included in the cost of property, plant and equipments

Ind AS 101 permits a first-time adopter to account for the asset retirement obligations as on date of transition in accordance with the Ind AS requirements.

B. Ind AS mandatory exceptions

(i) Estimates

An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 1, 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP. The Group made estimates for impairment of financial assets based on expected credit loss model in accordance with Ind AS at the date of transition as these were not required under previous GAAP.

(ii) Classification and measurement of financial assets

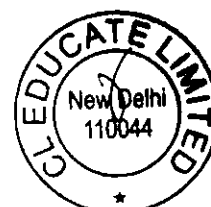
Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

(iii) Derecognition of financial assets and liabilities

As per Ind AS 101 an entity should apply derecognition requirements in Ind AS 109 prospectively for transaction occurring on or after the date of transition to Ind AS.

(iv) Non-controlling interests

Ind AS 110 requires entities to attribute the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests. This requirement needs to be followed even if this results in the non-controlling interests having a deficit balance. Ind AS 101 requires the above requirement to be followed prospectively from the date of transition. Consequently, the Group has applied the above requirement prospectively.

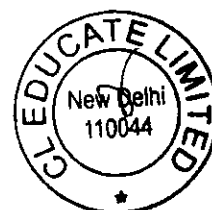


C. Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

	Notes to first time adoption	As at April 1, 2016		
		Amount as per previous GAAP*	Effects of transition to Ind AS	Amount as per Ind AS
Assets				
Non-current assets				
Property, plant and equipment	9	7,641.34	22.26	7,663.60
Capital work-in-progress		63.13	-	63.13
Investment property		112.91	-	112.91
Goodwill	10	3,310.93	(792.48)	2,518.45
Other intangible assets		1,053.37	28.56	1,081.93
Financial assets				
(i) Investments	11	55.00	(5.00)	50.00
(ii) Loans	6	233.44	(100.30)	133.14
(iii) Other financial assets		1,120.30	-	1,120.30
Deferred tax assets (net)	3	543.93	1,100.50	1,644.43
Non current tax assets (net)		1,566.38	-	1,566.38
Other non-current assets	6	337.17	87.27	424.44
Total non-current assets		16,037.90	340.81	16,378.71
Current assets				
Inventories		653.42	-	653.42
Financial assets				
(i) Trade receivables	5	11,408.59	(1,937.14)	9,471.45
(ii) Cash and cash equivalents		919.48	-	919.48
(iii) Bank balances other than (ii) above		667.38	-	667.38
(iv) Loans		5,410.05	-	5,410.05
(v) Other current financial assets		659.75	-	659.75
Other current assets	6	1,978.54	(173.90)	1,804.64
Total current assets		21,697.21	(2,111.04)	19,586.17
Assets classified as held for sale		944.47	-	944.47
Total assets		38,679.58	(1,770.23)	36,909.35
EQUITY AND LIABILITIES				
Equity				
Equity share capital		1,193.96	-	1,193.96
Other equity	4	22,864.10	(2,464.60)	20,399.50
Equity attributable to owners of the company		24,058.06	(2,464.60)	21,593.46
Non controlling interest		-	(17.75)	(17.75)
		24,058.06	(2,482.35)	21,575.71
Non-current liabilities				
Financial liabilities				
(i) Borrowings	7	2,538.96	9.71	2,548.67
Provisions		351.23	-	351.23
Deferred tax liabilities (net)	3	-	71.62	71.62
Other non-current liabilities	8,12	-	291.84	291.84
		2,890.19	373.17	3,263.36
Current liabilities				
Financial liabilities				
(i) Borrowings		3,772.10	-	3,772.10
(ii) Trade payables		3,721.23	-	3,721.23
(iii) Other financial liabilities	7,9	2,189.85	9.81	2,199.66
Other current liabilities	8,12	1,275.76	329.14	1,604.90
Provisions		17.21	-	17.21
Current tax liabilities (net)		755.18	-	755.18
		11,731.33	338.95	12,070.28
Liabilities held for sale		-	-	-
Total equity and liabilities		38,679.58	(1,770.23)	36,909.35

*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.



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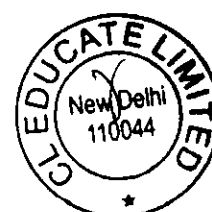
Notes to consolidated financial statements for the year ended March 31, 2018
(All amounts are in Rupees lacs, unless otherwise stated)

C. Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

	Notes to first-time adoption	As at March 31, 2017		
		Amount as per previous GAAP*	Effects of transition to Ind AS	Amount as per Ind AS
Assets				
Non-current assets				
Property, plant and equipment	9	5,358.90	21.85	5,380.75
Capital work-in-progress		63.13	-	63.13
Investment property		110.85	-	110.85
Goodwill	10	3,310.93	(792.48)	2,518.45
Other intangible assets		1,241.96	-	1,241.96
Financial assets				
(i) Investments	11	55.00	(5.00)	50.00
(ii) Loans	6	211.58	(56.65)	154.93
(iii) Other financial assets		1,277.22	-	1,277.22
Deferred tax assets (net)	3	453.39	1,274.66	1,728.05
Non current tax assets (net)		1,638.92	-	1,638.92
Other non-current assets	6	229.51	31.41	260.92
Total non-current assets		13,951.39	473.79	14,425.18
Current assets				
Inventories		816.99	-	816.99
Financial assets				
(i) Trade receivables	5	12,676.53	(2,014.81)	10,661.72
(ii) Cash and cash equivalents		8,759.03	-	8,759.03
(iii) Bank balances other than (ii) above		13,492.76	-	13,492.76
(iv) Loans		2,176.47	-	2,176.47
(v) Other current financial assets		1,347.53	-	1,347.53
Other current assets	6	1,191.16	(22.70)	1,168.46
Total current assets		40,460.47	(2,037.51)	38,422.96
Assets classified as held for sale		7,349.92	-	7,349.92
Total assets		61,761.78	(1,563.72)	60,198.06
Equity and liabilities				
Equity				
Equity share capital		1,416.33	-	1,416.33
Other equity	4	34,390.72	(2,740.67)	31,650.05
Equity attributable to owners of the company		35,807.05	(2,740.67)	33,066.38
Non controlling interest		-	(43.11)	(43.11)
Total equity		35,807.05	(2,783.78)	33,023.27
Non-current liabilities				
Financial liabilities				
(i) Borrowings	7	751.63	8.89	760.51
Provisions		375.49	-	375.49
Deferred tax liabilities (net)	3	-	71.62	71.62
Other non-current liabilities	8,12	5.25	296.39	301.65
Total non-current liabilities		1,132.37	376.90	1,509.27
Current liabilities				
Financial liabilities				
(i) Borrowings		4,386.85	-	4,386.85
(ii) Trade payables		4,238.03	-	4,238.03
(iii) Other financial liabilities	7,9	13,885.09	16.58	13,901.67
Other current liabilities	8,12	1,255.39	826.58	2,081.97
Provisions		14.12	-	14.12
Current tax liabilities (net)		986.25	-	986.25
Total Current liabilities		24,765.73	843.16	25,608.89
Liabilities held for sale		56.63	-	56.63
Total equity and liabilities		61,761.78	(1,563.72)	60,198.06

*The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

C. Reconciliation of total comprehensive income for the year ended March 31, 2017:

	Notes to first time adoption	Amount as per previous GAAP*	Effects of transition to Ind AS	Amount as per Ind AS
Income				
Revenue from operations	8	26,828.35	(498.26)	26,330.09
Other income	6,1	1,005.39	54.54	1,059.93
Total income		27,833.74	(443.72)	27,390.02
Expenses				
Cost of materials consumed		1,417.35	-	1,417.35
Purchase of stock in trade		5.17	-	5.17
Changes in inventories of stock-in-trade		(207.70)	-	(207.70)
Employee benefits expense	2	5,343.14	26.18	5,369.32
Finance costs	7,9	766.10	15.38	781.48
Depreciation and amortization expense	9	670.39	0.41	670.80
Franchise expenses		5,005.85	(140.49)	4,865.36
Other expenses	5,6,7	12,375.02	147.86	12,522.88
Total Expenses		25,375.32	49.34	25,424.66
Profit/ (loss) before tax		2,458.42	(493.06)	1,965.36
Tax expense:				
Current tax		746.13	-	746.13
For earlier years		3.14	(1.22)	1.92
Deferred tax	3	47.50	(186.45)	(138.95)
Profit/ (loss) from continuing operations		1,661.65	(305.39)	1,356.26
Discontinued Operations				
Profit/(loss) from discontinued operation before tax		393.67	(10.61)	383.05
Tax expense:				
Current tax		162.11	-	162.11
Deferred tax (Benefit)/Charge		(2.45)	(1.73)	(4.18)
Profit/(loss) from discontinued operation		234.01	(8.89)	225.12
Profit/(loss) for the year (A)		1,895.66	(314.28)	1,581.38
Other comprehensive income				
<i>Items that may be reclassified to profit or loss</i>				
Exchange difference on translation of foreign operation	13			8.24
Income tax relating to above				(2.85)
<i>Items that will not be reclassified to profit or loss</i>				
Remeasurement of defined benefit plans	2			24.90
Income tax relating to these items				(8.56)
Total other comprehensive income for the period (B)				21.73
Total comprehensive income for the period (A + B)				1,603.11



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

C. Reconciliations between previous GAAP and Ind AS

	Notes to first-time adoption	As at March 31, 2017	As at April 1, 2016
Total equity (shareholder's funds) as per Previous GAAP		35,807.05	24,058.06
Adjustments:			
Ind AS opening impacts		(2,482.34)	-
Fair valuation of security deposits	6	(1.43)	1.14
Deferred revenue on admission and franchise fees	8	(437.88)	(317.76)
Deferred revenue on franchise fees	8	(60.38)	(298.23)
Deferment of franchise fees paid		140.49	(194.24)
Recognition of financial guarantee at fair value	1	4.10	6.34
Impact of finance lease obligation	9	(6.79)	(17.29)
Impact for lease equalization reserve	12	-	(0.64)
Provision for expected credit losses on trade receivables	5	(77.67)	(1,739.25)
Measurement of borrowings as per effective interest rate method	7	0.61	18.89
Remeasurement of defined benefit plans	2	(24.90)	-
Impact of exchange difference on translation of foreign operations	13	(8.24)	-
Other adjustments on discontinued operation		(8.89)	-
Impact on written off vocational trade receivable		-	(197.89)
Impact of deferred tax on unrealised profits		29.18	159.14
Impact of earlier year tax adjustments		-	(1.21)
Impact of retrospective affect of business combination	10	-	(835.55)
Impairment of investment		-	(5.00)
Impact of amortisation of intangible asset recognised in business combination	10	(28.56)	-
Other Gaap adjustments		(0.89)	(1.52)
Tax effects of adjustments	3	158.09	940.73
Total adjustments		(2,805.52)	(2,482.34)
Total equity as per Ind AS		33,001.53	21,575.71
Other comprehensive income			
Items that will be reclassified to profit or loss			
Exchange difference on translation of foreign operations	13	8.24	-
Income tax relating to items that will not be reclassified to profit or loss			
Income tax relating to exchange difference on translation of foreign operations		(2.85)	-
Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit plans	2	24.90	-
Income tax relating to items that will not be reclassified to profit or loss			
Income tax relating to remeasurement of defined benefit plans		(8.56)	-
		21.73	-
Total equity as per Ind AS		33,023.26	21,575.71



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

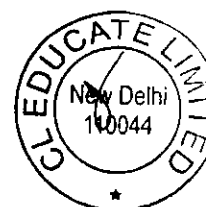
(All amounts are in Rupees lacs, unless otherwise stated)

(C) Reconciliation of total comprehensive income/ (expense) for the year ended March 31, 2017

	Notes to first-time adoption	For the year ended March 31, 2017
Net Profit/(loss) after tax as per Previous GAAP		1,895.66
Fair valuation of security deposits	6	(1.11)
Impact of fair value of financial guarantees	1	12.99
Impact for lease equalization reserve	12	(0.32)
Measurement of borrowings as per effective interest rate method	7	0.61
Other Gaap adjustments on discontinued operation		(8.89)
Impact of deferred tax on unrealised profits		29.18
Provision for expected credit losses on trade receivables	5	(77.67)
Deferred revenue on admission and franchise fees	8	(498.26)
Deferment of franchise fees paid		140.49
Impact of finance lease obligation	9	(6.79)
Impact of exchange difference on translation of foreign operations	13	(8.24)
Remeasurement of defined benefit plans	2	(24.90)
Impact of amortisation of intangible asset recognised in business combination	10	(28.56)
Other Gaap adjustments		(0.89)
Tax effects of adjustments	3	158.08
Total adjustments		<u>(314.29)</u>
Profit after tax as per Ind AS		<u>1,581.38</u>
Other comprehensive income		
<i>Items that will be reclassified to profit or loss</i>		
Exchange difference on translation of foreign operations	13	8.24
<i>Income tax relating to items that will not be reclassified to profit or loss</i>		
Income tax relating to exchange difference on translation of foreign operations		(2.85)
<i>Items that will not be reclassified to profit or loss</i>		
Remeasurement of defined benefit plans	2	24.90
<i>Income tax relating to items that will not be reclassified to profit or loss</i>		
Income tax relating to remeasurement of defined benefit plans		(8.56)
Total comprehensive income as per Ind AS		<u>1,603.11</u>

Impact of Ind AS adoption on the statements of cash flows for the year ended March 31, 2017

There were no material differences between the statement of cash flows presented under Ind AS and the previous GAAP except due to various re-classification adjustments recorded under Ind AS and difference in the definition of cash and cash equivalents under these two GAAPs.



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

D. Notes to first-time adoption:

1 Financial guarantee

Under the previous GAAP, no accounting treatment was done for financial guarantee by the Group. However under Ind AS, Group has to recognise the guarantee at fair value with a corresponding impact under other equity.

The impact of the above change is as follows:

Effect to Balance Sheet

Increase in deemed equity
(Decrease) in retained earnings
Increase in prepaid expense

	As at March 31, 2017	As at April 1, 2016
Increase in deemed equity	16.90	25.80
(Decrease) in retained earnings	(4.10)	(6.34)
Increase in prepaid expense	6.05	6.18

Effect to Statement of profit and loss

Increase in notional finance income

Year ended March 31, 2017
12.99

2 Remeasurements of post-employment benefit obligations

Under the previous GAAP, remeasurements i.e. actuarial gains and losses on the net defined liability were forming part of the profit or loss for the year. Under Ind AS, actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. As a result, profit for the year ended March 31, 2017 decreased by Rs. 24.9 lacs and is reclassified to other comprehensive income. There is no impact on the total equity as at March 31, 2017.

3 Deferred tax

Under previous GAAP, deferred tax accounting was done using income statement approach, which focuses on difference between taxable profits and accounting profits for the period. Ind AS requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. Transition to Ind AS has resulted in increase of net deferred tax asset by Rs. 940.73 lacs as at April 1, 2016 and Rs. 1087.41 lacs as at March 31, 2017.

4 Other equity

Retained earnings as at April 1, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

5 Trade Receivables

As per Ind AS, the Group is required to apply expected credit loss model for recognising the allowance for doubtful debts.

The impact of the above change is as follows:

Effect to Balance Sheet

Increase in provision for expected credit losses on trade receivables
(Decrease) in retained earnings

	As at March 31, 2017	As at April 1, 2016
Increase in provision for expected credit losses on trade receivables	1,816.92	1,739.25
(Decrease) in retained earnings	(1,816.92)	(1,739.25)

Effect to Statement of profit and loss

Increase in provision for expected credit losses on trade receivables

Year ended March 31, 2017
77.67

6 Security deposits

Under previous GAAP, interest free security deposits (that are refundable in cash on completion of the term) are recorded at their transaction value. Under Ind AS, all financial assets are required to be recognised at fair value. Accordingly the Group has fair valued these security deposits. Difference between the fair value and transaction value of the security deposits has been recognised as deferred rent.

The impact of the above change is as follows:

Effect to Balance Sheet

(Decrease) in security deposit
Increase in prepaid rent
(Decrease) in retained earnings

	As at March 31, 2017	As at April 1, 2016
(Decrease) in security deposit	(109.31)	(100.30)
Increase in prepaid rent	101.43	100.88
(Decrease) in retained earnings	(1.11)	1.14

Effect to Statement of profit and loss

Increase in rent expense

Year ended March 31, 2017
1.11

7 Borrowings

Ind AS requires transaction costs incurred towards origination of borrowings to be deducted from the carrying amount of borrowings on initial recognition. These costs are recognised in the profit or loss over the tenure of the borrowing as part of the interest expense by applying the effective interest rate method. Under previous GAAP, these transaction costs were charged to profit or loss as and when incurred.

The impact of the above change is as follows:

Effect to Balance Sheet

(Decrease) in borrowings
Increase in retained earnings

	As at March 31, 2017	As at April 1, 2016
(Decrease) in borrowings	(20.47)	(20.03)
Increase in retained earnings	0.61	18.89

Effect to Statement of profit and loss

Impact on interest expense

Year ended March 31, 2017
0.61



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

8 Revenue

Under previous GAAP admission fees and initial start-up fees was recognised upfront in statement of profit and loss. However under Ind AS the Group is required to recognise the admission fees as per the duration of the underlying course and recognise the initial start-up fees on a straight basis over the tenure of franchisee agreement.

The impact of the above change is as follows:

Effect to Balance Sheet

(Decrease) in retained earnings
(Decrease) in trade receivable

As at	As at
March 31, 2017	April 1, 2016
(498.26)	(615.99)
(197.89)	(197.89)

Effect to Statement of profit and loss

(Decrease) in revenue

Year ended
March 31, 2017
(498.26)

9 Finance lease obligations

Under previous GAAP, leasehold land was capitalized at an amount equal to the upfront payments made at the time lease. However, under Ind AS 17, such leases are capitalised at the present value of the total minimum lease payments to be paid over the lease term. Accordingly, future lease rentals have now been recognised as 'finance lease obligation' at their present values.

The impact of the above change is as follows:

Effect to Balance Sheet

Increase in non current borrowings
Increase in current financial liabilities
Increase in property, plant and equipment
(Decrease) in retained earnings

As at	As at
March 31, 2017	April 1, 2016
26.80	26.80
19.13	12.75
21.85	22.26
(24.09)	(17.30)

Effect to Statement of profit and loss

Increase in interest expense
Increase in depreciation expense

Year ended
March 31, 2017
6.37
0.42

10 Business combination

The Group has elected to apply Ind AS 103 retrospectively to business combinations occurring after September 2011-12. Consequent to this the amount of goodwill has decreased by Rs.792.48 lacs as at April 1, 2016. On the retrospective fair valuation of the Business combination, an intangible asset was identified, the WDV of which, as at April 1, 2016, was Rs. 28.56 lacs. As a result of this there was a charge on the statement of profit or loss of Rs. 28.56 lacs during the year ended March 2017. The total impact on other equity consequent to this is Rs. 864.11 lacs (April 1, 2016: Rs 835.55 lacs)

11 Financial assets - investment in equity shares

Under previous GAAP, investment in equity shares of other than subsidiary are recorded at cost. However, under Ind AS 32, certain assets which meet the definition of financial assets are classified as financial assets at fair value through profit and loss. Therefore, such financial assets have been fair valued as on April 1, 2016, being the transition date. The loss on transition date due to fair valuation has been adjusted against the retained earnings.

The impact of the above change is as follows:

Effect to Balance Sheet

Increase in impairment of investment
Decrease in retained earnings

As at	As at
March 31, 2017	April 1, 2016
-	5.00
-	5.00



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

12 Lease equalisation reserve

Under previous GAAP, the group was not recognising the lease payments on straight line basis. Under Ind AS the Group is required to record the lease payments as an expense on a straight-line basis over the lease term unless the payments to the lessor are structured to increase in line with expected general inflation. As a result of this the profit for the year ended March 31, 2017 decreased by Rs. 0.32 lacs (April 1, 2016: Rs 0.64 lacs). The total equity decreased by an equivalent amount.

The impact of the above change is as follows:

Effect to Balance Sheet

(Decrease) in retained earnings
Increase in lease equalisation reserve

As at	As at
March 31, 2017	April 1, 2016
(0.32)	(0.64)
0.96	0.64

Effect to Statement of profit and loss

Increase in rent expense

Year ended
March 31, 2017
0.32

13 Other comprehensive Income

Under previous GAAP, there was no requirement to disclose any item of statement of profit and loss in other comprehensive income. However as per requirement of Ind AS certain items of profit or loss are to be reclassified to other comprehensive income. Consequent to this, the Group has reclassified remeasurement of defined benefit plans and exchange differences arising on translation of foreign operations from the statement of profit and loss to other comprehensive income.



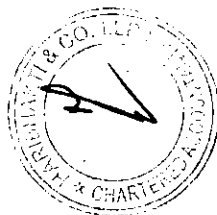
62 Additional information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary and Associates.

As at March 31, 2018

Name of Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
Holding								
CL Educate Limited	106.80%	34,550.73	-39.09%	(224.33)	71.30%	13.34	-35.6%	(210.99)
Subsidiaries								
Kestone Integrated Marketing Services Private Limited	8.94%	2,892.53	57.77%	331.56	-2.14%	(0.40)	55.9%	331.16
CL Media Private Limited	12.15%	3,929.21	112.77%	647.24	13.36%	2.50	109.6%	649.73
G.K. Publications Private Limited	-3.65%	(1,180.07)	-23.19%	(133.11)	6.36%	1.19	-22.3%	(131.92)
Accendere Knowledge Management Services Private Limited	-4.23%	(1,370.00)	6.23%	35.77	9.67%	1.81	6.3%	37.58
Career Launcher Education Infrastructure and Services Limited	-20.07%	(6,493.48)	-17.28%	(99.18)	1.44%	0.27	-16.7%	(98.92)
ICE Gate Educational Institute Private Limited	0.01%	3.46	1.03%	5.89	0.00%	-	1.0%	5.89
NCI in all subsidiaries	0.04%	12.40	0.58%	3.31	0.00%	-	0.6%	3.31
Associates (Investments as per Equity Method)	0.02%	6.80	1.18%	6.80	0.00%	-	1.1%	6.80
	100.00%	32,351.58	100.00%	573.94	100.00%	18.71	100.00%	592.65

As at March 31, 2017

Name of Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount	As % of consolidated net assets	Amount
Holding								
CL Educate Limited	105.11%	34,711.40	31.20%	493.40	20.61%	4.48	31.06%	497.88
Subsidiaries								
Kestone Integrated Marketing Services Private Limited	7.74%	2,557.32	20.86%	329.88	66.77%	14.51	21.48%	344.39
CL Media Private Limited	9.93%	3,279.47	40.90%	646.81	12.94%	2.81	40.52%	649.62
G.K. Publications Private Limited	-3.17%	(1,048.15)	-2.72%	(42.95)	-0.52%	(0.11)	-2.69%	(43.06)
Accendere Knowledge Management Services Private Limited	-0.13%	(41.89)	-1.67%	(26.40)	0.00%	-	-1.65%	(26.40)
Career Launcher Education Infrastructure and Services Limited	-19.36%	(6,392.19)	13.03%	206.01	0.19%	0.04	12.85%	206.05
NCI in all subsidiaries	-0.13%	(42.68)	-1.60%	(25.37)	0.00%	-	-1.58%	(25.37)
	100.00%	33,033.28	100.00%	1,581.38	100.00%	21.73	100.00%	1,603.11



CL Educate Limited

Notes to consolidated financial statements for the year ended March 31, 2018

(All amounts are in Rupees lacs, unless otherwise stated)

- 63 There are no borrowing cost have been capitalised for the year ended March 31, 2018 and March 31, 2017.
- 64 Previous year's figures have been regrouped / reclassified as per the current year's presentation for the purpose of comparability.

As per report of even date.

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

Raj Kumar Agarwal
Partner
Membership No.:074715



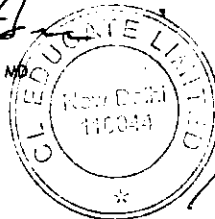
Place: New Delhi
Date: May 23, 2018

For and on behalf of the Board of Directors of
CL Educate Limited

Gautam Puri
Vice Chairman and MD
DIN: 00033548

Rachna Sharma
Company Secretary
and Compliance Officer
ICSI M. No.: A17780

Place: New Delhi
Date: May 23, 2018



Nikhil Mahajan
Nikhil Mahajan
Executive Director and Group CEO
Enterprise Business
DIN: 00033404

Sudhir Bhargava
Chief Financial Officer