

Walker Chandiook & Co LLP

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Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of CL Educate Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results (the 'Statement') of CL Educate Limited (the 'Company') for the quarter ended 31 December 2021 and the year to date results for the period 1 April 2021 to 31 December 2021, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Walker Chandiook & Co LLP

Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date Results of CL Educate Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (cont'd)

4. Based on our review conducted as above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 4 to the Statement, which describes the uncertainties relating to COVID-19 pandemic outbreak and management's evaluation of its impact on the operations of the Company and accompanying Statement as at and for the period ended 31 December 2021, the extent of which is significantly dependent on future developments as they evolve.

Our conclusion is not modified in respect of this matter.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Neeraj Goel

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Neeraj Goel
Date: 2022.02.02
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Neeraj Goel

Partner

Membership No. 099514

UDIN : 22099514AAAAAY3154



Place: New Delhi

Date: 2 February 2022

UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2021

(Rs. in lacs, except per share data)

Particulars	For the quarter ended			For the nine months ended		For the year ended
	December 31, 2021	September 30, 2021	December 31, 2020	December 31, 2021	December 31, 2020	March 31, 2021
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
INCOME						
I Revenue from operations	2,326.84	2,853.19	2,312.37	8,167.90	7,302.71	9,986.49
II Other income	335.64	139.38	152.76	616.72	563.04	837.50
III Total income (I+II)	2,662.48	2,992.57	2,465.13	8,784.62	7,865.75	10,823.99
EXPENSES						
(a) Purchases of stock-in-trade	130.09	239.46	7.15	505.15	195.12	444.33
(b) Changes in inventories of stock-in-trade	19.32	(18.58)	116.09	47.12	123.70	75.29
(c) Employee benefits expense	529.38	478.58	420.92	1,557.22	1,188.54	1,738.85
(d) Finance costs	59.14	68.83	94.54	209.89	307.47	369.94
(e) Depreciation and amortization expense	173.69	149.26	116.67	471.24	514.09	608.18
(f) Franchisee expenses	870.49	974.13	754.85	2,867.15	2,275.79	3,383.42
(g) Other expenses	866.36	968.59	804.51	2,698.22	2,773.85	4,829.33
Total expenses (IV)	2,648.47	2,860.27	2,314.73	8,355.99	7,378.56	11,449.34
V Profit /(loss) before tax (III-IV)	14.01	132.30	150.40	428.63	487.19	(625.35)
VI Tax expense	(61.64)	82.57	58.49	44.57	166.19	(112.55)
VII Profit /(loss) for the period/year (V-VI)	75.65	49.73	91.91	384.06	321.00	(512.80)
VIII Other comprehensive income						
(i) Items that will not be reclassified to profit or loss	1.12	1.11	1.69	3.35	5.07	4.46
(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.31)	(0.31)	(0.47)	(0.93)	(1.41)	(1.24)
IX Total comprehensive income/(loss) for the period/year (comprising profit and other comprehensive income for the period/year) (VII+VIII)	76.46	50.53	93.13	386.48	324.66	(509.58)
X Paid-up equity share capital (face value of Rs. 5 each)	1,416.57	1,416.57	1,416.57	1,416.57	1,416.57	1,416.57
XI Other equity						27,803.10
XII Earnings per equity share* (refer note 6):						
(a) Basic	0.27	0.18	0.33	1.36	1.14	(1.81)
(b) Diluted	0.27	0.18	0.33	1.36	1.14	(1.81)

*Earnings per equity share for the quarters and nine months ended have not been annualised



Nikhil Mahajan

Notes:

1. The above standalone financial results of CL Educate Limited (the 'Company') for the quarter and period ended December 31, 2021 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 02, 2022 and have been reviewed by the statutory auditors of the Company.
2. The above standalone financial results for the quarter and period ended December 31, 2022 have been prepared in accordance with the Indian Accounting Standards ('Ind-AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), specified under section 133 of the Companies Act, 2013.
3. The Board of Directors of the Company has approved the scheme of arrangement of amalgamation of its subsidiary companies into the Company ("the Scheme") in its meeting held on November 27, 2018. The scheme has been approved by the National Stock Exchange of India Limited ("the NSE") and BSE Limited ("the BSE"). During the previous year 2019-20, an application under regulation 37 of the SEBI (LODR) Regulations, 2015 was filed with the National Company Law Tribunal (NCLT), for the proposed amalgamation of Career Launcher Education Infrastructure and Services Limited, CL Media Private Limited, Accendere Knowledge Management Services Private Limited, G.K. Publications Private Limited and Kestone Integrated Marketing Services Private Limited ("Amalgamating Company") with CL Educate Limited ("Amalgamated Company"). The Scheme will be effective upon approval from NCLT, which is pending as on date, predominantly on account of the COVID-19 pandemic. The appointed date as proposed date by the Company is April 1, 2019. The Company has filed a petition in NCLT to expedite the process of merger. The last hearing was scheduled on January 07, 2022. The court has reserved the order on aforementioned merger and the pronouncement of the same is expected in the next hearing.
4. The nationwide lockdown due to spread of COVID-19 and other significant restrictions imposed on the movement had an impact on the sectors/ businesses that the Company operates. The Management had, however, made necessary adjustments to its service and customer acquisition processes, moving to a largely Digital model, thereby minimizing the business impact of the pandemic.

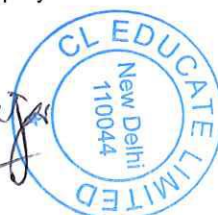
During the current period, the Management has re-evaluated the likely impact of COVID-19 on its business operations, demand for its products/services, profitability, capital and financial resources, liquidity position, ability to service debt arrangements and financial and non-financial assets, etc. Based on the projected cash flows drawn for the current financial year, the Management has concluded that the Company will have sufficient liquidity to continue its operations in an uninterrupted manner. Also, the Management is of the view that there is no material impact and is confident of recovering the carrying amount of all the assets. Any possibilities of delays in collection are covered by the Expected Credit Loss Model.

For the aforesaid evaluation, the Management has considered internal and external sources of information up to the date of approval of these financial results. The actual impact of the pandemic may, however, differ from that estimated as at date of approval of these financial results and the Management will continue to closely monitor any material changes to future economic conditions.

5. The management of the company has concluded the sale of its property at Faridabad, the proposal for which had been reviewed and approved by Board Members and Audit committee in its meeting held on June 24, 2021.
6. The Members of the Company at the 25th Annual General Meeting of the Company held on September 07, 2021, had approved the sub-division of each Fully Paid-up Equity Share of the Company of Face Value of Rs.10/- into 2 (Two) fully paid-up Equity Shares of Face Value of Rs.5/- each w.e.f. October 01, 2021 ('Record date').



Nishi Mahajan



Notes (cont'd)

Consequently, on October 1, 2021, the equity shares of the Company have been sub-divided from 1,41,65,678 at face value of Rs. 10 (Ten) each fully paid to 2,83,31,356 at face value of Rs. 5 (five) each fully paid. Pursuant to such sub-division, the earnings per share (EPS) presented for the preceding periods have been restated in accordance with the requirements of the Indian Accounting Standards.

7. Information in respect of segments have been disclosed in the consolidated financial results of the Company.
8. Figures for the previous period have been regrouped/ reclassified wherever necessary to conform to the current period's classification.



Place: New Delhi
Date: February 02, 2022

For and on behalf of the Board

Nikhil Mahajan
Nikhil Mahajan

Executive Director and Group CEO Enterprise Business

