

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L74899HR1996PLC076897

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACC3885C

(ii) (a) Name of the company

CL EDUCATE LIMITED

(b) Registered office address

Plot No. 9A, Sector-27A,  
Mathura Road,  
Faridabad  
Faridabad  
Haryana  
121002

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

rachna.sharma@careerlaunch

(d) \*Telephone number with STD code

01141281100

(e) Website

www.cleducate.com

(iii) Date of Incorporation

25/04/1996

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM Scheduled on 07th September, 2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted  Yes  No

(f) Specify the reasons for not holding the same

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	P	Education	P4	Educational support services	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 13

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KESTONE INTEGRATED MARKE +	U73100HR1997PTC076900	Subsidiary	100
2	KESTONE CL ASIA HUB PTE. LTI +		Subsidiary	100
3	KESTONE CL US LIMITED		Subsidiary	100
4	G K PUBLICATIONS PVT LTD	U22110HR2001PTC076979	Subsidiary	100
5	CL MEDIA PRIVATE LIMIEDT	U74300HR2008PTC077265	Subsidiary	100
6	ACCENDERE KNOWLEDGE MAI +	U74900HR2008PTC077200	Subsidiary	100
7	CAREER LAUNCHER EDUCATIO +	U70101HR2005PLC076899	Subsidiary	100
8	CAREER LAUNCHER INFRASTRU +	U22100DL2008PTC174240	Subsidiary	100
9	CAREER LAUNCHER PRIVATE LI +	U80301DL2021PTC378555	Subsidiary	100
10	ICE GATE EDUCATIONAL INSTI +	U80300GJ2015PTC084170	Subsidiary	58.95
11	THREESIXTYONE DEGREE MINC +	U74910TN2006PTC060463	Associate	4.41
12	CL Educate (Africa) Limited		Subsidiary	90
13	CAREER LAUNCHER FOUNDAT +	U80902DL2020NPL372856	Subsidiary	100

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

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	16,000,000	14,165,678	14,165,678	14,165,678
Total amount of equity shares (in Rupees)	160,000,000	141,656,780	141,656,780	141,656,780

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES WITH VOTING RIGHTS				
Number of equity shares	16,000,000	14,165,678	14,165,678	14,165,678
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	160,000,000	141,656,780	141,656,780	141,656,780

**(b) Preference share capital**

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	67,085	14,098,593	14165678	141,656,780	141,656,780	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	

x. Others, specify <input type="text"/>				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>				0	0	
<b>At the end of the year</b>	67,085	14,098,593	14165678	141,656,780	141,656,780	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>				0	0	
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE201M01011

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil  
 [Details being provided in a CD/Digital Media]  Yes  No  Not Applicable

Separate sheet attached for details of transfers  Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

998,648,555.15

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

2,921,966,780

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	5,905,743	41.69	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,255,460	8.86	0	
10.	Others Society	11,433	0.08	0	
	<b>Total</b>	<b>7,172,636</b>	<b>50.63</b>	<b>0</b>	<b>0</b>

**Total number of shareholders (promoters)**

23

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,804,761	19.8	0	
	(ii) Non-resident Indian (NRI)	171,347	1.21	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	23	0	0	
6.	Foreign institutional investors	1,232,572	8.7	0	
7.	Mutual funds	779,311	5.5	0	
8.	Venture capital	251,409	1.77	0	
9.	Body corporate (not mentioned above)	752,384	5.31	0	
10.	Others Foreign Corporate Bodies a	1,001,235	7.07	0	

	<b>Total</b>	6,993,042	49.36	0	0
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**Total number of shareholders (other than promoters)**

18,865

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

18,888

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

4

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ARJUNA FUND PTE. LT +	83 TRAS STREET SINGAPORE		SG	707,035	4.99
BNP PARIBAS ARBITRA +	BNP PARIBAS HOUSE 1 NORTH AV +		IN	207,000	1.46
ASHOKA PTE LTD	83 TRAS STREET SINGAPORE		SG	141,818	1
FLOWERING TREE INV +	HSBC SECURITIES SERVICES 11TH F +		IN	176,719	1.25

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

Details	At the beginning of the year	At the end of the year
Promoters	22	23
Members (other than promoters)	19,445	18,865
Debenture holders	0	0

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

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

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	3	0	3	0	34.21	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0

(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	5	3	5	34.21	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 11

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SATYA NARAYANAN F	00307326	Whole-time director	2,455,761	
GAUTAM PURI	00033548	Managing Director	2,357,130	
NIKHIL MAHAJAN	00033404	Whole-time director	32,817	
MADHUMITA GANGUL	00676830	Director	0	
SANJAY TAPRIYA	00064703	Director	0	
GIRISH SHIVANI	03593974	Director	0	
IMRAN JAFAR	03485628	Director	0	
PIYUSH SHARMA	08759840	Director	0	
ARJUN WADHWA	AANPW9242M	CFO	627	
NIKHIL MAHAJAN	AAAPM2004J	CEO	32,817	
RACHNA SHARMA	ANXPS4951J	Company Secretary	29	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PIYUSH SHARMA	08759840	Director	17/07/2020	Appointment
VIRAJ TYAGI	01760948	Director	02/11/2020	Cessation

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2020	20,049	82	50.57

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/06/2020	8	4	50
2	29/06/2020	8	7	87.5
3	22/08/2020	9	8	88.89
4	10/11/2020	8	6	75
5	13/02/2021	8	8	100

**C. COMMITTEE MEETINGS**

Number of meetings held

17

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	29/06/2020	3	3	100
2	AUDIT COMM	22/08/2020	4	3	75
3	AUDIT COMM	10/11/2020	3	2	66.67
4	AUDIT COMM	13/02/2021	4	4	100
5	Nomination, R	29/06/2020	3	3	100
6	Nomination, R	11/07/2020	4	4	100
7	Nomination, R	22/08/2020	4	2	50
8	Nomination, R	10/11/2020	3	2	66.67

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	Nomination, R	13/02/2021	3	3	100
10	Stakeholders'	29/06/2020	3	3	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SATYA NARA	5	4	80	3	3	100	
2	GAUTAM PUF	5	5	100	9	9	100	
3	NIKHIL MAHA	5	5	100	3	3	100	
4	MADHUMITA	5	4	80	4	3	75	
5	SANJAY TAPI	5	5	100	7	6	85.71	
6	GIRISH SHIVA	5	5	100	17	17	100	
7	IMRAN JAFAR	5	3	60	5	4	80	
8	PIYUSH SHAF	3	2	66.67	0	0	0	

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SATYA NARAYANA	WHOLE-TIME D	5,360,685	0	0	0	5,360,685
2	GAUTAM PURI	MANAGING DIF	5,360,685	0	0	0	5,360,685
3	NIKHIL MAHAJAN	WHOLE-TIME D	6,066,591	0	0	0	6,066,591
	Total		16,787,961	0	0	0	16,787,961

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARJUN WADHWA	CFO	3,943,772	0	0	0	3,943,772
2	RACHNA SHARMA	COMPANY SEC	2,014,484	0	0	0	2,014,484
3	NIKHIL MAHAJAN	CEO	6,066,591	0	0	0	6,066,591
	Total		12,024,847	0	0	0	12,024,847

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MADHUMITA GAN	DIRECTOR	0	0	0	0	0
2	GIRISH SHIVANI	DIRECTOR	0	0	0	0	0
3	SANJAY TAPRIYA	DIRECTOR	0	0	0	0	0
4	PIYUSH SHARMA	DIRECTOR	0	0	0	0	0
	Total		0	0	0	0	0

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

The details are available with the Company and can be obtained by members upon request.

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Form MGT-8 will be obtained from the Company's Secretarial Auditor for FY 2020-21.

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**