

G. K. Publications Pvt Ltd

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CIN No.: U22110DL2001PTC111015

www.gkpublications.com



G K PUBLICATIONS PRIVATE LIMITED

ANNUAL REPORT FY 2016

Registered Office: R-90, First Floor, Greater Kailash, Part-I, New Delhi – 110048

THE BOARD OF DIRECTORS (As on July 28, 2016)

Mr. Satya Narayanan .R	: Director
Mr. Gautam Puri	: Director
Mr. Nikhil Mahajan	: Director

AUDITORS 2015-16:

Haribhakti & Co., LLP
Chartered Accountants

REGISTERED OFFICE:

R-90, First Floor, Greater Kailash, Part-I, New Delhi – 110048

CORPORATE OFFICE:

H – 205, Sector 63, Noida - 201307, Uttar Pradesh

G K PUBLICATIONS PRIVATE LIMITED

CIN: U22110DL2001PTC111015

Registered Office: R-90, First Floor, Greater Kailash, Part-I, New Delhi – 11 00 48

Tel.: 011-4128 1100, Fax: 011-4128 1110, E-mail: rachna@careerlauncher.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 15TH ANNUAL GENERAL MEETING OF THE MEMBERS OF G K PUBLICATIONS PRIVATE LIMITED WILL BE HELD ON FRIDAY, THE 30TH DAY OF SEPTEMBER, 2016, AT 10.30 A.M. AT A-41, ESPIRE BUILDING, LOWER GROUND FLOOR, MOHAN CO-OPERATIVE INDUSTRIAL AREA, MAIN MATHURA ROAD NEW DELHI 110044 TO TRANSACT THE FOLLOWING BUSINESSES;

ORDINARY BUSINESS:

Item No. 1- Adoption of Annual Accounts - To receive, consider and adopt, the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, and the reports of the Board of Directors and Auditors thereon.

Item No. 2 - Reappointment of Mr. Satya Narayanan .R- To appoint a Director in place of Mr. Satya Narayanan .R (DIN: 00307326), who retires by rotation at the ensuing Annual General Meeting (AGM), and who being eligible, has offered himself for re-appointment.

Item No. 3 – Ratification of the Appointment of Statutory Auditors

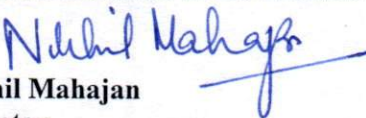
To ratify the appointment of statutory auditors of the Company, and to fix their remuneration and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, and pursuant to the recommendation of the Board of Directors, and pursuant to the confirmation of the appointment of the Auditors for a period of 5 (Five) years by the members of the Company at the Annual General Meeting held on September 30, 2014, the members hereby ratify the appointment of M/s Haribhakti & Co, Chartered Accountants, LLP (Firm Registration No. – 103523W), as the Statutory Auditors of the Company for the Financial Year 2016-17.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

For and on behalf of the Board of Directors

G K Publications Private Limited


Nikhil Mahajan
Director

DIN No. : 00033404

Date: July 28, 2016
Place: New Delhi

Address: H. No. 457, Sec. 30,
Faridabad – 121 003, Haryana

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a member of the Company. Proxy in order to be effective must be deposited at the company's Registered Office not less than 48 (Forty Eight) hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
2. In the case of Corporate Member, it is requested to send a certified copy of the Board Resolution authorizing the representative to attend and vote on its behalf at the meeting.
3. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

For and on behalf of the Board of Directors

G K Publications Private Limited


Nikhil Mahajan
Director
DIN No. : 00033404

Date: July 28, 2016
Place: New Delhi

Address: H. No. 457, Sec. 30,
Faridabad – 121 003, Haryana

G K PUBLICATIONS PRIVATE LIMITED
DIRECTORS' REPORT 2016

Your directors are pleased to present their report on the business and operations of your Company for the year ended March 31, 2016.

FINANCIAL HIGHLIGHTS

Particulars	Figures (in Rs. Lacs)	
	31-March-2016	31-March-2015
Total Income	1487.20	1693.99
Total expenditure	1636.24	1721.10
Prior Period Expenses		-
Profit / Loss Before tax	(149.04)	(27.11)
Deferred Tax Expenses	(43.39)	(8.13)
Profit / Loss after tax	(105.65)	(18.98)
Profits brought forward from previous year	164.97	184.86
Carried to Balance sheet	59.32	164.97

OPERATIONAL REVIEW

During the year under review, your Company earned a total income of Rs.1487.20 Lacs in FY 2015-16 as against an income of Rs.1693.99 Lacs in FY 2014-15. The Company incurred a net loss of Rs.105.65 lacs in FY 2015-16 as against a net loss of Rs.18.98 lacs in FY 2014-15. The loss is largely on account of the sales return of Rs. 809.44 Lacs in FY 2015-16 as against sales return of Rs. 846.07 Lacs during the FY 2014-15.

Your Directors are optimistic about the Company's current year performance, and they expect the Company to do much better in the years to come.

DIVIDEND

In order to strengthen the reserves of the Company, no dividend is recommended for the year 2015-16.

SUBSIDIARIES & ASSOCIATES

Our Company does not have any subsidiary or any associate Company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE COMPANY'S FINANCIAL POSITION

There have been no material changes and commitments affecting the financial position of the Company between the end of financial year (March 31, 2016) and the date of the Report (July 28, 2016).

CHANGES IN CAPITAL STRUCTURE

During the financial year, there was no change in the capital structure of our company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

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

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All transactions entered by the Company with Related Parties were in the Ordinary Course of Business and at Arm's Length pricing basis. Suitable disclosures as required under AS-18 have been made in the Notes to the financial statement.

The particulars of contracts or arrangements with related parties in prescribed form AOC-II is annexed as **Annexure - I.**

AMOUNT PROPOSED TO BE CARRIED TO ANY RESERVES

Pursuant to section 134(3)(j), there is no amount which Company proposes to carry to any reserve in the Balance Sheet.

EXTRACT OF THE ANNUAL RETURN

Pursuant to Section 92 of the Companies Act, 2013 read with the Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in prescribed form MGT-9 is attached as **Annexure -II.**

DISCLOSURE OF PARTICULARS

Information as per the Rule 8 of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, Internal financial control systems etc.

Information to be included in Board's Report is provided hereunder:

- a) **Conservation of Energy** –The planning and installation of equipment of the Company are done in a manner such that maximum energy is conserved. To the extent possible, energy efficient equipment and instruments are used.
- b) **Technology absorption** – Since your Company does not carry out any manufacturing activity, the particulars regarding technology absorption and other particulars as required by the Companies Act, 2013 and rules made thereunder are not applicable.
- c) **The foreign exchange earnings and outflows** – Nil
- d) **Internal Financial Control Systems** - The Company has a set of robust Internal Financial Control Systems in place, some of which are as under:
 - 1. All accounting entries are passed through a fully integrated and robust ERP system, through which real time reports can be generated anytime;

2. There is an appropriate maker-checker system in place, whereby there is complete manpower segregation while making the accounting entries, and while posting the same into the ERP system.
3. All the bank accounts are maintained and operated under joint signatories.
4. Internal Audit is performed regularly.

PARTICULARS OF EMPLOYEES

People are our most valuable asset and your Company places the engagement, development and retention of talent as its highest priority, to enable achievement of organizational vision.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016, the names of the top ten employees in terms of remuneration drawn, as on March 31, 2016, along with the relevant information thereon is given in **Annexure III**.

Further, during the year 2015-16, there was no employee who:

- (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;
- (ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakhs and fifty thousand rupees per month;
- (iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

DIRECTORS

There was no change in the Board of Directors of the Company during the year under review.

Retirement by Rotation at the ensuing AGM:

Mr. Satya Narayanan .R Director been longest in office, would retire by rotation at the forthcoming AGM, along with a proposal for his re-appointment.

AUDITORS

At Board meeting held on August 11, 2014, the Board of Directors of the Company had approved of the appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants., for an initial term of 5 years. At the Annual General Meeting of the Company held on September 30, 2014, the members of the Company confirmed the Board's recommendation by appointing M/s. Haribhakti & Co., LLP, Chartered Accountants, for an initial term of 5 years.

In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors has to be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants, as the statutory auditors of the Company, is placed for ratification by the shareholders.

The Company has received confirmation from the firm regarding its consent for such appointment, and eligibility under Sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 for appointment as the Auditor of the Company.

The Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. The members are requested to ratify the appointment of the Auditors as well as to authorize the Board to fix the Auditor's remuneration.

In this connection, the attention of the members is invited to item no. 3 of the Notice convening the Annual General Meeting.

AUDITOR'S REPORT 2016

There is no reservations/ views/qualifications etc. of the auditors expressed in the Clauses of the Auditors/CARO Report 2016 and no instance of fraud has been reported by auditors under sub section (12) of section 143 of the Companies Act, 2013.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any public deposits under any relevant applicable provisions contained in the Companies Act, 2013, and/or rules thereunder.

CORPORATE GOVERNANCE

Your company strives to ensure that best Corporate Governance practices are identified, adopted and consistently followed. Your Company believes that good governance is the basis for sustainable growth of the business and for enhancement of stakeholder value.

- **Details of Remuneration paid**

There is no Executive Director on Board of the Company. The Company has not paid any remuneration and/or commission to its directors during the year.

- **Stock Option details**

The Company, G K Publications Private Limited does not have any Stock Option Plan, and has not granted any options or shares under any ESOP or any other plan to any of the Directors or employees of the Company.

- **Number of Board Meetings held with dates**

S. No.	Date	Board Strength	No. of Directors Present
1	13-May-15	3	3
2	23-June-15	3	3
3	03-Aug-15	3	3
4	26-Oct-15	3	3
5	29-Jan-16	3	3
6	16 Mar 16	3	3

- **Attendance at Board Meetings held during the year**

Board	Board
Meetings held	6
Directors' Attendance	
Mr. Satya Narayanan .R	6
Mr. Gautam Puri	6
Mr. Nikhil Mahajan	6

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

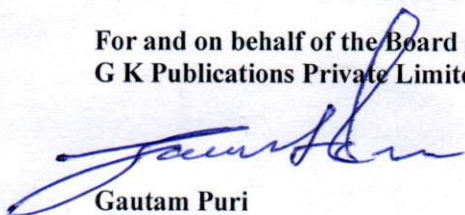
- a) in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and no material departures have been made from the same;
- b) appropriate Accounting Policies have been selected and applied consistently and they have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company on 31st March, 2016 and of the Profit and Loss of the Company for the year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Annual Accounts have been prepared on a going concern basis.
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Company's customers, shareholders, vendors and bankers for their support and look forward to their continued support in the future.

Your Directors also place on record their appreciation for the excellent contribution made by all employees who are committed to strong work ethics, excellence in performance and commendable teamwork and have thrived in a challenging environment.

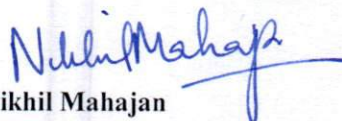
**For and on behalf of the Board of Directors
G K Publications Private Limited**



Gautam Puri
Director
DIN No. : 00033548

**Address: R-90, Greater Kailash,
Part-I, New Delhi -110 048**

**Dated: July 28, 2016
Place: New Delhi**



Nikhil Mahajan
Director
DIN No. : 00033404

**Address: H. No. 457, Sec. 30,
Faridabad - 121 003, Haryana**

Annexure-I

Particulars of Contracts / arrangements made with related parties
[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies
(Accounts) Rules, 2014 - AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. Details of contract or arrangements of transactions not at arm's length basis: There were no contracts or arrangements or transactions entered into by the Company with any of its Related Parties during the year ended March 31, 2016, which were not at arm's length basis.

2. Details of Material contracts or arrangement or transactions at arm's length basis: The details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2016 are as follows:-

S. No.	Name(S) Of The Related Party And Nature Of Relationship	Nature Of Contracts/ Arrangement/ Transactions	Duration Of The Contracts / Arrangements/ Transactions	Salient Terms Of The Contracts Or Arrangements Or Transactions Including The Value, If Any	Date Of Approval	Amount Paid As Advance (If Any)	Remarks (If Any)
1	CL Educate Ltd. (CL), Holding Company	Material Purchase and Sale. Sale of books by GKP.	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active throughout 2015-16.	CL purchases some books directly from GKP and provides these as additional support for its students. These books are purchased at 15-40% discount to the MRP which are more or less the same terms at which GKP sells to outside distributors or dealers.	13.05.2015	NIL	
2	CL Media Pvt. Ltd. (CLM), Group Company	Material Purchase	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active throughout 2015-16.	CLM publishes all the course books for GKP and sells to GKP at a 60% discount to the MRP as is a standard industry practice. This also enables CLM to take significant benefit of the tax exemption of its unit in Uttarakhand.	13.05.2015	NIL	
3	Kestone Integrated Marketing Services Pvt. Ltd. (Kestone), Group Company	Security extended to GKP	These are the routine & Regular group transactions, which are carried out on continuing basis. The contracts are renewed accordingly.	Security extended to GKP for loan from IndusInd Bank as the loan taken is used to repay Kestone	13.05.2015	NIL	

Annexure II

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U22110DL2001PTC111015
2.	Registration Date	28.05.2001
3.	Name of the Company	G K Publications Private Limited
4.	Category/Sub-category of the Company	Private Limited Company / Limited by Shares (Wholly owned subsidiary of a Public Co.)
5.	Address of the Registered office & contact details	R-90, First Floor, Greater Kailash, Part - I, New Delhi – 110 048 Tel. No.: +91 11 41281100 Fax No.: +91 11 – 4128 1101
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service*	% (approx.) to total turnover of the company
1	Retails sale of Books of all kinds	47611	100%

*As per National Industrial Classification 2008

III. PARTICULARS OF HOLDING /SUBSIDIARY AND ASSOCIATE COMPANIES (as on 31 March, 2016)

S. No.	Name and Address of the Company	CIN/GLN	Holding /Subsidiary/ Associate	% of shares held	Applicable Section
1	CL Educate Limited (CL)	U74899DL1996PLC078481	Holding	100%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

I. (a) Category-wise Equity Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01-April-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.									
Promoters									
(1) Indian									
a) Individual* / HUF	-	1	1	-	-	1	1	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	189999	189999	100	-	189999	189999	100	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub- Total (A) (1)	-	190000	190000	100	-	190000	190000	100	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter	-	190000	190000	100	-	190000	190000	100	-

c) Others (specify)									
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Bodies Corporate	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts/HUF/Society	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	190000	190000	100	-	190000	190000	100	-

* Mr. Nikhil Mahajan holds one share as a nominee, for and on behalf of CL Educate Limited (and not in his individual capacity).

II. Shareholding of Promoters-

S. No.	Shareholder's Name	Shareholding at the beginning of the year (01.04.2015)			Shareholding at the end of the year (31.03.2016)			Change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	CL Educate Limited	189999	100	0.00	189999	100	0.00	-
2	Mr. Nikhil Mahajan*	1	0	-	1	0	-	-

* Mr. Nikhil Mahajan holds one share as a nominee for and on behalf of CL Educate Limited (and not in his individual capacity).

III. Change in Promoters' Shareholding (please specify, if there is no change):-

S. No.	Particulars	Shareholding at the beginning of the year (01.04.2015)		Cumulative Shareholding during the year (31.03.2016)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year 01.04.2015	190000	100	190000	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-	-	-
2	At the end of the year 31.03.2016	190000	100	190000	100

IV. Shareholding Pattern of top ten Shareholders: **Not Applicable**

(Other than Directors, Promoters and Holders of GDRs and ADRs)

V. Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of the Director/ Key Managerial Personnel	Shareholding		Date	Increase/ Decrease In share Holding	Reason	Cumulative Shareholding during the year (01-04-15 to 31-03-2016)	
		No. of shares at the beginning 01.04.14/ End of the year 31.03.15	% of total shares of the Company				No. of Shares	% of total Shares
1	Mr. Nikhil Mahajan*	1 / 1	0 / 0	N.A.	N.A.	N.A.	1 / 1	0 / 0

* Mr. Nikhil Mahajan holds one share as a nominee for and on behalf of CL Educate Limited (and not in his individual capacity).

V. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Figures (in Rs. Lacs)

S. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
1	Indebtedness at the beginning of the financial year (01.04.2015)				
	i) Principal Amount	-	142.76	-	142.76
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)		142.76	-	142.76
	Change in Indebtedness during the financial year				
	* Addition	-	-	-	-
	* Reduction	-	(33.41)	-	(33.41)
	Net Change	-			
2	Indebtedness at the end of the financial year (31.03.2016)				
	i) Principal Amount	-	109.35	-	109.35
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	-	109.35	-	109.35

Note: The above secured loan amount does not include OD facility of Rs. 334.04 Lacs availed by the Company.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: NIL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: Not Applicable

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross salary*		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N/A	
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify...		
5	Others		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other directors (Independent Directors)- Not Applicable

(Rs, in Lakhs)

SN.	Particulars of Remuneration			Total Amount
1	Independent Directors			
	Fee for attending board meetings			
	Commission			
	Others, please specify			
	Total (1)			
2	Other Non-Executive Directors	N/A		
	Fee for attending board meetings			
	Commission			
	Others, please specify			
	Total (2)			
	Total (B)=(1+2)			
	Total Managerial Remuneration (A+B)			
	Overall Ceiling as per the Act			

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD- NIL Not applicable
(Rs. In Lacs)

S.no.	Particulars of Remuneration	CEO/CFO	CS	Total
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option (Exercised)			
3	Sweat Equity			
4	Commission			
	- as % of profit			
	others, specify...			
5	Others*			
	Total			

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: None

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment			NIL		
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Annexure III

Particulars of Employees and Related disclosure

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Figures (in Rs. Lacs)

S. No.	Name of the Employee	Designation	Gross Remuneration paid (Rs. In Lacs)	Nature of employment	Educational Qualification	Experience (in years)	Date of Joining	Age	Previous employment	Equity holding in the Company	Name of director or manager who is the relative of Employee
1	Sunil Kumar Agarwal	Vice President	10.75	Full Time Employee	PGDM, MDI (Gurgaon)	15	01/10/2015	37	General Manager (Cengage Learning)	Nil	None
2	Rajitha Prakash	Sr. Manager	8.59	Full Time Employee	BA, Economics	11	01/05/2005	39	Fresher	Nil	None
3	Harpreet Singh	Dy. Manager	6.00	Full Time Employee	B.Com	5	01/04/2011	37	Arihant Publications	Nil	None
4	Utsav Sinha	Assistant Manager	5.00	Full Time Employee	PGDM, Business School of Delhi	4	20/02/2013	27	Cease Fire Industries Ltd	Nil	None
5	Ishan Kumar	Executive	4.00	Full Time Employee	PG, NCR Business School (Modinagar)	2	09/06/2014	29	Leisure & Lifestyle Information Services Pvt Ltd.	Nil	None
6	Brajesh Kumar Pandey	Executive	3.50	Full Time Employee	PGDM, Sinhgad Institute Of Management, Pune	4	25/05/2012	32	HDFC	Nil	None
7	Yogesh Singh	Executive	3.37	Full Time Employee	MBA, UPTU, Lucknow	4	07/05/2012	32	Arihant Publications	Nil	None
8	Sunil Kumar	Executive	3.18	Full Time Employee	PGDM, Ghaziabad	4	25/02/2013	31	Sri Parasram Holdongs Pvt Ltd	Nil	None
9	Shaik Khadeer Basha	Senior Executive	2.46	Full Time Employee	PG, ICBM (Hyderabad)	2	09/02/2015	31	Edumedia India	Nil	None
10	Rambabu	Senior Executive	2.40	Full Time Employee	High School	11	01/05/2005	32	Fresher	Nil	None