

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF CAREER POINT EDUTECH LIMITED (CIN: U80302RJ2006PLC023306) WILL BE HELD ON WEDNESDAY, 26TH DAY OF JULY, 2017 AT 11.30 A.M. AT B-28, 10-B SCHEME, GOPALPURA BYEPASS, JAIPUR (RAJASTHAN) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

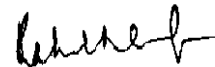
1. To receive, consider and adopt the audited financial statements and consisting of the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Notes annexed to, and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Rahul Nawal (DIN: 05243940), who retires by rotation and, being eligible, offers himself for re-appointment.
3. **Ratification of Appointment of Statutory Auditor**

To Consider and if though fit to pass with or without modification(s), the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s Nitu Natani & Company, Chartered Accountants, Kota (Firm Registration No.: 020001C), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2018 and to authorise the Board of Directors to fix the remuneration.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to file necessary forms with Registrar of Companies and to do all such acts, deeds and things as may be considered necessary to give effect to the above said resolution”.

By Order of the Board of Directors



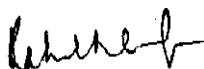
Rahul Nawal
Director

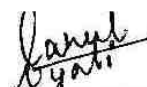
Place: Jaipur

Dated April 22, 2017

Notes:

- I. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF COMPANIES, SOCIETIES, ETC. MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY, AS APPLICABLE. A BLANK PROXY FORM IS ATTACHED WITH THE ANNUAL REPORT. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY.





CAREER POINT EDUTECH LIMITED

(CIN: U80302RJ2006PLC023306)

B-28, 10-B SCHEME, GOPALPURA BYEPASS JAIPUR JAIPUR RJ 302018 IN

Directors` Report

Dear Members,

The Board of Directors ("Board") of your Company with immense pleasure present their report for the financial year 2016-17. This Report is being presented along with the audited financial statements for the year.

Financial Highlights, Financial Performance and Key Business Developments

The detailed financial statement, Financial Performance and Key Business Developments of the Company for the financial year 2016-17 is attached with this report.

(Amount in Rs.)

| Particulars | 2016-17 | 2015-16 |
|-------------------|----------|-----------|
| Total Revenue | 13798504 | 5,267,742 |
| Total Expenditure | 7698264 | 8,886,376 |

Material Changes and Commitments, if any, affecting the Financial Position between the end of the Financial Year and the date of Report:

There are no material changes and commitments affecting the financial position of the company between the end of financial year and the date of report.

Dividend

The company has not declared any Dividend during the year under review.

Directors' Responsibility Statement

Pursuant to the requirements of Section 134 of the Companies Act, 2013 and to the best of their knowledge & belief and according to the information and explanations obtained, your Directors state that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed and proper explanations provided relating to material departures, if any;
- such accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- 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;
- the annual accounts have been prepared on a going concern basis;
- requisite internal financial controls were laid down and that financial control are adequate and are operating effectively; and
- proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Details of Board Meetings

Board Meetings- During the year, 4 Board Meetings were duly convened and held and the intervening gap between any two meetings was within the period prescribed under the Companies Act, 2013. All the Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Directors

The Company has following Directors as on 31st March, 2017 and as on date of this Report:

Mr. Nawal Kishore Maheshwari, Director.

Mr. Pramod Maheshwari, Director

Mr. Rahul Nawal, Director

Mr. Rahul Nyati, Director

Internal Control:

The Board is of the opinion that there exists adequate internal control commensurate with the size and operations of the Company and with reference to financial statements. During the year, such control was tested and no weakness was observed.

Auditors and Auditors' Report

M/s Nitu Natani & Co., Chartered Accountants, are appointed by ratification as Statutory Auditors of your Company.

The Notes on Accounts referred to in the Auditors' Report are self explanatory and do not require any further comments. There is no instance of fraud in the Company, hence auditors have not reported in their report.

Extract of Annual Return

The Extract of Annual Return as required under Section 134(3)(a) of the Companies Act, 2013 is set out at **Annexure-I** which forms part of this report.

Particulars of Loans, Guarantees or Investment

Details of loans, guarantees and investments are given in the financial statements.

Disclosure of composition of Audit Committee and Vigil Mechanism

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company during the year under review.

Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or Outflow during the year under review.

Public Deposits

During the year, your Company has neither invited not accepted any deposits from the public within the meaning of section 2(32) and 74 of the Companies Act, 2013 and as such, no amount of principal or interest on deposit was outstanding as of the balance sheet date.

Significant and Material Orders Passed by the Regulators or Courts

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

Particulars of Employees:

The Company had no employee during the year covered under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Risk Management

Considering the asset base and the investments made by the Company, the Board is of the opinion that there are no major risks affecting the existence of the Company.

CSR Policy and Initiatives

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

Policy relating to Directors appointment, payment of remuneration and Discharge of their duties

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy as provided under Section 178(3) of the Companies Act, 2013.

Shares

- a) BUY BACK OF SECURITIES
The Company has not bought back any of its securities during the year under review
- b) SWEAT EQUITY
The Company has not issued any Sweat Equity Shares during the year under review.
- c) BONUS SHARES
No Bonus Shares were issued during the year under review.
- d) EMPLOYEES STOCK OPTION PLAN
The Company has not provided any Stock Option Scheme to the employees.

Disclosure relating to equity shares with differential rights

The Company has not issued any equity shares with differential rights and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Provisions relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 do not apply on the Company.

Green Initiative

Your Company has taken the initiative of going green and minimizing the impact on the environment.

Declaration by Independent Directors

Provisions relating to appointment of Independent Directors under the Companies Act, 2013 do not apply on the Company. The Company has received necessary declaration from independent director under Section 149 (7) of the Companies Act, 2013 that he holds the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013.

Subsidiary Companies, Joint Ventures and Associates Companies

The Company does not have any Subsidiary, Joint venture or Associate Company.

Cash Flow Statement

Your Company is also presenting the Cash Flow Statement prepared in accordance with the Accounting Standard issued by the Institute of Chartered Accountants of India.

Particulars of Contract or arrangement with Related Parties

A There is no Related Party Transaction that may have potential conflict with the interest of the Company at large. The Company's major Related Party Transactions are generally Holding Company and Enterprises under the same management. The Related Party Transactions are entered into based on the considerations of various business exigencies and Company's long term strategy. All the transactions entered during the financial year 2015-16 with Related Parties were on arm's length basis and the same are reported under notes to the financial statements.

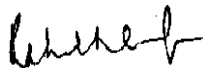
All transactions covered under Related Party Transactions are regularly/periodically ratified and/or approved by the Board/Audit Committee. Form AOC-2 is enclosed herewith as Annexure.

Acknowledgements and Appreciation

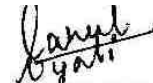
Your Directors are thankful to all Advisors, Bankers, Governmental Authorities, and all concerned for their continued support. The Directors also wish to express their heartfelt gratitude to the stakeholders for their continued support to the Company.

For and on behalf of the Board of Directors

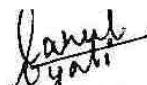
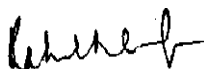
Place: Jaipur
Date: 22/04/2017



Mr. Rahul Nawal
Director



Mr. Rahul Nyati
Director



FORM NO. MGT - 9

Extract of Annual Return as on financial year ended on 31st March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 & Rule 12(1) of the Companies (Management and Administration) Rule, 2014]

I. REGISTRATION AND OTHER DETAILS:

| | | |
|---|---|--|
| 1 | CIN | U80302RJ2006PLC023306 |
| 2 | Registration Date | 09/11/2006 |
| 3 | Name of the Company | Career Point Edutech Limited |
| 4 | Category / Sub-Category of the Company: | Company limited by shares |
| 5 | Address of the Registered office & contact details | B-28, 10-B Scheme, Gopalpura Bypass Jaipur Jaipur RJ 302018 IN, email- om@cpil.in |
| 6 | Whether listed company Yes / No | No |
| 7 | Name, Address and Contact details of Registrar and Transfer Agent, if any | N.A. |

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:-

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service* | % to total turnover of the company |
|---------|--|-----------------------------------|------------------------------------|
| 1 | Information Communication & technologies | 892 | 99.83% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sl No | Name & Address of the Company | CIN/GLN | HOLDING/ SUBSIDIARY/ ASSOCIATE | % OF SHARES HELD | APPLICABLE SECTION |
|-------|--|-----------------------|--------------------------------|------------------|--------------------|
| 1 | Career Point Limited, CP Tower, Road No-1, IPIA Kota-324005, Rajasthan | L72200RJ2000PLC016272 | Holding Company | 100 | Section 2(46) |

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

(i) A Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % change during the year |
|---------------------------------|---|----------|----------|-------------------|---|----------|----------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | 0 | 6 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Central Govt. or State Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| c) Bodies Corporate | 0 | 5,78,941 | 5,78,947 | 100% | 0 | 5,78,947 | 5,78,947 | 100% | 0.00 |
| d) Bank/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |

[Handwritten Signature]

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| | | | | | | | | | |
|---|---|----------|----------|------|---|----------|----------|------|------|
| e) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| SUB TOTAL:(A) (1) | 0 | 5,78,947 | 5,78,947 | 100% | 0 | 5,78,947 | 5,78,947 | 100% | 0.00 |
| (2) Foreign | | | | | | | | | |
| a) NRI- Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| b) Other Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| c) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| d) Banks/Fl | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| e) Any other... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| SUB TOTAL (A) (2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total Shareholding of Promoter (A)= (A)(1)+(A)(2) | 0 | 5,78,947 | 5,78,947 | 100% | 0 | 5,78,947 | 5,78,947 | 100% | 0.00 |
| B. PUBLIC SHAREHOLDING | | | | | | | | | |
| (1) Institutions | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks/Fl | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| C) Central Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| d) State Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| e) Venture Capital Fund | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| g) FIIS | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| SUB TOTAL (B)(1): | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| (2) Non Institutions | | | | | | | | | |
| a) Bodies corporates | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Corporate Client Bene | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Corporate Client Margin | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| b) Individuals | 0 | 0 | 0 | 0. | 0 | 0 | 0 | 0 | 0.00 |
| i) Individual shareholders holding nominal share capital upto Rs.1 lakhs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs | 0 | 0 | 0 | 0 | 0 | 00 | 0 | 0 | 0.00 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| SUB TOTAL (B)(2): | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total Public Shareholding (B)= (B)(1)+(B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | N.A. | 0 | 0 | 0 | N.A. | 0.00 |
| Grand Total (A+B+C) | 0 | 5,78,947 | 5,78,947 | 100% | 0 | 5,78,947 | 5,78,947 | 100% | 0.00 |

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(ii) Shareholding of Promoters

| Sl No | Shareholders Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding 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 | |
| I | Career Point Limited, | 5,78,947 | 100% | 0.00 | 5,78,947 | 100% | 0.00 | 0.00 |

(i) Change in Promoters shareholding (Please specify, if there is no change)
---Not Applicable

(ii) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):
Not Applicable

(iii) Shareholding of Directors and Key Managerial Personnel: Not Applicable

(iv) Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amount in Rs.)

| Particulars | Secured Loans Excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | Nil | 50,99,915 | NA | 50,99,915 |
| ii) Interest due but not paid | Nil | Nil | Nil | NA |
| iii) Interest accrued but not due | Nil | Nil | Nil | NA |
| Total (i+ii+iii) | Nil | 50,99,915 | NA | 50,99,915 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | Nil | 4,513,043 | NA | 4,513,043 |
| ii) Interest due but not paid | Nil | Nil | NA | Nil |
| iii) Interest accrued but not due | Nil | Nil | NA | Nil |
| Total (i+ii+iii) | Nil | 4,513,043 | NA | 4,513,043 |

(v) Remuneration of Directors and Key Managerial Personnel

a. Remuneration to Managing Director, Whole-time Directors and/or Manager:
NOT APPLICABLE

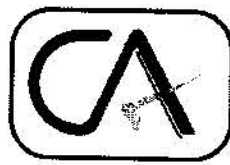
b. Remuneration to other directors:
NOT APPLICABLE

c. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD
NOT APPLICABLE

(vi) PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES (Under the Companies Act): None

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Independent Auditor's Report

To the Members of CAREER POINT EDUTECH LIMITED

Report on the financial statements I have audited the accompanying financial statements of **Career Point Edutech Limited** ("the Company"), which comprise the balance sheet as at 31 March, 2017, the statement of profit and loss, the statement of cash flows for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "financial statements").

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

I 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.

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

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

I believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis or my audit opinion on the financial statements.



Opinion

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

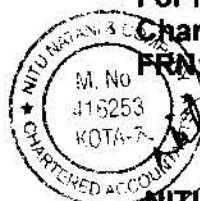
Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, I am giving in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143(3) of the Act, I report that:
 - (a) I have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of my audit.
 - (b) In my opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.;
 - (d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 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 Company and the operating effectiveness of such controls, refer to my separate report in "Annexure B"; and
 - (g) 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 my opinion and to the best of my information and according to the explanations given to me:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 25 to the financial statements.

For NITU NATANI & CO.

Chartered Accountants

FRN: 020001C



NITU NATANI
(PROPRIETOR)

Membership No. 416253

Place:-KOTA

Date: 22/04/2017



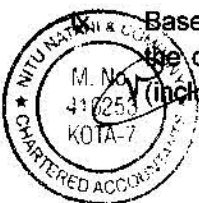
Annexure ' A '

The Annexure referred to in paragraph 1 of My Report on "Other Legal and Regulatory Requirements".

I report that:

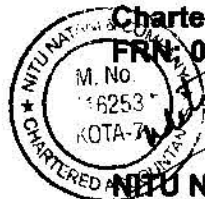
- i.
 - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - b. As explained to me, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
 - c. The title deeds of immovable properties are held in the name of the Company.
- ii. As explained to me inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to me and on the basis of my examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of paragraph 3(iii)(a, b and c) of the order are not applicable to the Company.
- iv. The Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii.
 - a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2017 for a period of more than six months from the date they became payable.
 - b. According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.
- viii. The company does not have any Loans or Borrowings from Financial Institutions, Banks, Government or Debenture holders during the year. Accordingly, paragraph 3(viii) of the order is not applicable.

Based on my audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.



- x. According to the information and explanations given to me, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. The company is a private limited company. Hence the provisions of paragraph 3(xi) of the order are not applicable to the company.
- xii. The company is not a Nidhi Company. Therefore paragraph 3(xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to me and based on my examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. The company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For NITU NATANI & CO.
Chartered Accountants**



**NITU NATANI
(PROPRIETOR)**

Membership No. 416253

Place:-KOTA

Date: 22/04/2017



• **Annexure 'B'**

Report on Internal Financial Controls Over Financial Reporting

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

I have audited the internal financial controls over financial reporting of CAREER POINT EDUTECH LIMITED ("the Company") as of 31 March 2017 in conjunction with my audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. I have conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that i 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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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.

Opinion

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

For NITU NATANI & CO.

Chartered Accountants

FRN: 020001C



**NITU NATANI
(PROPRIETOR)**

Membership No. 416253

Place:-KOTA

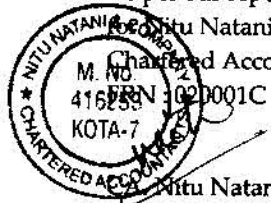
Date: 22/04/2017

Career Point Edutech Limited
Balance Sheet as at 31st March, 2017
CIN : U80302RJ2006PLC023306

(Amount in ₹)

| Particulars | Note No. | As at 31/03/2017 | As at 31/03/2016 |
|--|----------|------------------|-------------------|
| I EQUITY & LIABILITIES | | | |
| 1 Shareholder's funds | | | |
| (a) Share Capital | 2 | 57,89,470 | 57,89,470 |
| (b) Reserves & Surplus | 3 | (25,87,400) | (67,65,013) |
| | | 32,02,070 | (9,75,543) |
| 2 Non-current Liabilities | | | |
| (a) Deferred Tax Liabilities | 4 | - | - |
| | | - | - |
| 3 Current Liabilities | | | |
| (a) Short term borrowings | 5 | - | 45,13,043 |
| (b) Trade Payable | 6 | - | 28,810 |
| (c) Other current liabilities | 7 | 71,512 | 14,18,631 |
| (d) Short Term Provisions | 8 | 9,12,900 | - |
| | | 9,84,412 | 59,60,484 |
| Total Liabilities | | 9,84,412 | 59,60,484 |
| Total Liabilities and Equity | | 41,86,482 | 49,84,941 |
| II ASSETS | | | |
| 1 Non-current Assets | | | |
| (a) Fixed Assets | 9 | | |
| (i) Tangible assets | | 9.12 | 2,695 |
| (ii) Intangible assets | | 2,502.00 | 8,70,492 |
| (b) Deferred Tax Assets | 4 | 11,14,354.00 | 30,36,981 |
| Total Non-current Assets | | 11,16,865 | 39,10,168 |
| 2 Current Assets | | | |
| (a) Inventories | 10 | 3,64,316.68 | 1,08,700 |
| (b) Trade Receivables | 11 | 3,95,787.86 | - |
| (c) Cash & Cash Equivalents | 12 | 11,84,611.96 | 8,38,708 |
| (d) Short Term Loan & Advances | 13 | 11,24,900.00 | 1,27,364 |
| Total Current Assets | | 30,69,617 | 10,74,772 |
| Total Assets | | 41,86,482 | 49,84,941 |
| Accounting Policies | 1 | | |
| Notes to and forming part of the account | 21-27 | | |

As per our report of even date attached



Nitu Natani
 Proprietor
 M. No. : 416253

Kota
 Date : 22/04/2017

for and on behalf of the Board of Directors of
 Career Point Edutech Limited

Rahul Nawal
 Rahul Nawal
 Director
 DIN : 05243940

Rahul Nyati
 Rahul Nyati
 Director
 DIN : 05179184

Career Point Edutech Limited
Profit and Loss statement for the period ended 31st March, 2017
CIN : U80302RJ2006PLC023306

(Amount in ₹)

| Sr. No. | Particulars | Note No. | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|---------|--|----------|---------------------------------------|---------------------------------------|
| I | Revenue from Operations | 14 | 1,37,51,993 | 52,58,930 |
| II | Other Income | 15 | 46,512 | 8,812 |
| III | Total Revenue (I+II) | | 1,37,98,504 | 52,67,742 |
| IV | Expenses | | | |
| | Cost of Material Purchase | 16 | 54,96,746 | 5,06,665 |
| | Change in Inventory | 17 | (2,55,617) | (87,422) |
| | Employee Benefit Expenses | 18 | 4,94,506 | 45,44,829 |
| | Financial Charges | 19 | 2,01,635 | 3,57,454 |
| | Depreciation and amortization expense | 9 | 8,70,676 | 34,94,288 |
| | Other expenses | 20 | 8,90,318 | 70,562 |
| | Total expenses | | 76,98,264 | 88,86,376 |
| V | Profit before exceptional and extraordinary items and tax (III-IV) | | 61,00,240 | (36,18,634) |
| VI | Extraordinary items | | - | - |
| VII | Profit before tax after extraordinary items(V-VI) | | 61,00,240 | (36,18,634) |
| VIII | Tax expense: | | | |
| | (a) Provision for tax | | 10,87,900 | - |
| | (b) MAT Credit | | (10,87,900) | - |
| | (c) Deferred Tax Assets | 4 | 19,22,627 | (11,18,157) |
| | | | 19,22,627 | (11,18,157) |
| IX | Profit/ (Loss) after tax for the period (VII - VIII) | | 41,77,613 | (25,00,477) |
| X | Minority Interest in income | | - | - |
| XI | Share of Profit / Loss in associate companies | | - | - |
| XII | Profit available for distribution | | 41,77,613 | (25,00,477) |
| XIII | Earnings per equity share: | | | |
| | (1) Basic | | 7.22 | (4.32) |
| | (2) Diluted | | 7.22 | (4.32) |

As per our report of even date attached
for Nitu Natani & Company

Chartered Accountant

M. No. 416253
KOTA-7

Nitu Natani

Proprietor

M. No. : 416253

Kota

Date : 22/04/2017

for and on behalf of the Board of Directors of
Career Point Edutech Limited

Rahul Nawal

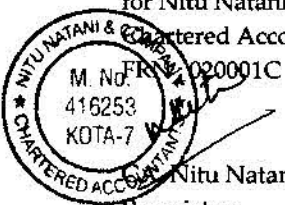
Director

DIN : 05243940

Rahul Nyati

Director

DIN : 05179184



Career Point Edutech Limited

Cash Flow Statement

CIN : U80302RJ2006PLC023306

(Amount in ₹)

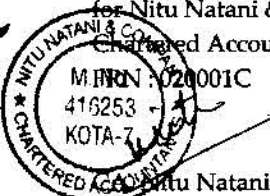
| Particular | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|--|--|--|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net profit before Tax & Extraordinary Items | 61,00,240 | (36,18,634) |
| Adjustments for : | | |
| Interest Expenses | 2,01,635 | 3,57,454 |
| Depreciation | 8,70,676 | 34,94,288 |
| Operating Profit before Working Capital Changes | 71,72,551 | 2,33,108 |
| Increase/(Decrease) in Current & Non Current Liabilities | (13,75,929) | 13,49,410 |
| (Increase)/Decrease in Inventories | (2,55,617) | (87,422) |
| (Increase)/Decrease in Trade Receivables | (3,95,788) | - |
| (Increase)/Decrease in Other Current Assets | 15,364 | (15,364) |
| Cash generated from Operations | 51,60,582 | 14,79,732 |
| Direct taxes paid | 1,00,000 | 23,172 |
| Net Cash flow from Operating Activities | 50,60,582 | 14,56,560 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Assets Purchased | - | - |
| Net Cash flow from / Used in Investing Activities | - | - |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Interest Paid | (2,01,635) | (3,57,454) |
| Unsecured Loan repaid | (45,13,043) | (5,86,872) |
| Net Cash flow from / Used in Financing Activities | (47,14,678) | (9,44,326) |
| Net Decrease / Increase in Cash or Cash Equivalents (A+B+C) | 3,45,904 | 5,12,234 |
| Cash and Cash Equivalents at beginning of the period | 8,38,708 | 3,26,473 |
| Cash and Cash Equivalents at end of the period | 11,84,612 | 8,38,708 |

1. Cash flow statement has been prepared under the indirect method as set out in the Accounting Standard (AS) 3 : "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.
2. Cash and cash equivalents represent bank balance.

As per our report of even date attached

for Nitu Natani & Company

Chartered Accountant



Nitu Natani

Proprietor

M. No. : 416253

Kota

Date : 22/04/2017

for and on behalf of the board of Directors of
Career Point Edutech Limited

Rahul Nawal

Rahul Nawal

Director

DIN : 05243940

Rahul Nyati

Rahul Nyati

Director

DIN : 05179184

1. SIGNIFICANT ACCOUNTING POLICIES:

A. Corporate Information

Career Point Edutech Limited is engaged in the business of selling of Video Lecture of physics, chemistry, math and Biology in pen drive and memory card, Books of IIT/JEE. Company also developed the software for online test series and maintaining of student data and provide the software on fixed price to educational institutions.

B. Basis of Accounting

These financial statements are prepared in accordance with Indian Generally Accepted Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 the provisions of the Act.

C. Use of estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that effect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of financials statement and reported amounts of income and expenses during the period.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

D. Revenue Recognition

Income considered receivable is accounted for on accrual basis except those, which cannot be, ascertain with certainty in the respective accounting year.

Revenue is primarily derived from sale of video lecture of physics, chemistry, math and biology in the pen drive or in memory card.

Company also provide the software for online test.

E. Fixed Assets

Fixed Assets are stated at cost of recognition/ installation and include directly attributable cost for bringing the assets to working condition for intended use.

F. Depreciation and amortization

Depreciation on tangible assets is provided on straight-line method over the useful lives of assets estimated as per the Schedule II of the Companies Act, 2013. Depreciation for assets purchased during a period is proportionately charged.



For Career Point Edutech Limited

For Career Point Edutech Limited

G. Taxes on Income

Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year and quantified using the tax rates and laws enacted or substantively enacted as on the balance sheet date.

H. Provisions, Contingent Liabilities and Contingent Assets

(a) Provisions are recognized for liabilities that can be measured only by using substantial degree of estimation, if

- (i) there is a present obligation as a result of past event;
- (ii) a probable outflow of resources is expected to settle the obligation;
- (iii) the amount of the obligation can be reliably estimated.

(b) Contingent liability is disclosed in the case of:

- (i) a present obligation arising from a past event, when it is not probable that an outflow of resource will be required to settle the obligation,
- (ii) a present obligation when no reliable estimate is possible; and
- (iii) a possible obligation arising from past events where the probability of outflow of resource is not remote

(c) Contingent Assets are neither recognized, nor disclosed.

Provision, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

I. Cash and cash equivalents

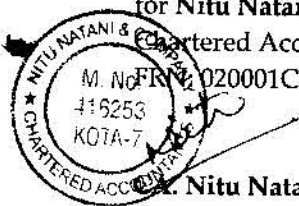
Cash and cash equivalents comprises cash and cash on deposit with banks.

J. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accrual of past or future operating cash receipts of payments and item or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

for Nitu Natani & Company

Chartered Accountant



N. Nitu Natani

Proprietor

M. No.: 416253

Date: 22/04/2017

Kota

for and on behalf of the board of Directors of
Career Point Edutech Limited

Rahul Nawal

Director

DIN: 05243940

Rahul Nyati

Director

DIN: 05179184

Career Point Edutech Limited
Notes to Accounts Forming the part of Balance Sheet

2. SHARE CAPITAL

(Amount in ₹)

| Particular | As at 31/03/2017 | As at 31/03/2016 |
|--|------------------|------------------|
| Authorised: | | |
| 5,000,000 Equity Shares of Rs. 10/- each | 5,00,00,000 | 5,00,00,000 |
| Issued: | | |
| 578,947 Equity Shares of Rs. 10/- each | 57,89,470 | 57,89,470 |
| Subscribed and paid-up: | | |
| 578,947 Equity Shares of Rs. 10/- each | 57,89,470 | 57,89,470 |
| | 57,89,470 | 57,89,470 |

Sub notes:

- (a) The company has only one class of share referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company, after payment of all liabilities.

- (b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

| Particulars | As at 31/03/2017 | | As at 31/03/2016 | |
|---|------------------|------------|------------------|------------|
| | No. of | Amount (₹) | No. of | Amount (₹) |
| Equity Shares with voting rights | | | | |
| Opening balance | 5,78,947 | 57,89,470 | 5,78,947 | 57,89,470 |
| Changes during the period | - | - | - | - |
| Closing balance | 5,78,947 | 57,89,470 | 5,78,947 | 57,89,470 |

- (c) Details of shares held by each shareholder holding more than 5% shares of the aggregate shares in the Company:

| Name of shareholder | As at 31/03/2017 | | As at 31/03/2016 | |
|----------------------|------------------|---------|------------------|---------|
| | No. of shares | % held | No. of shares | % held |
| Career Point Limited | 5,78,947 | 100.00% | 5,78,947 | 100.00% |

* As per records of the company, including its register of shareholders/members. Career Point Limited is Holding Company.

3. RESERVES AND SURPLUS

(Amount in ₹)

| Particular | As at 31/03/2017 | | As at 31/03/2016 | |
|---------------------------------|------------------|-------------|------------------|-------------|
| Retained earnings: | | | | |
| As per last balance sheet | (67,65,013) | | (42,64,537) | |
| Add / (Less): Transferred from: | | | | |
| Profit and Loss Account | 41,77,613 | (25,87,400) | (25,00,477) | (67,65,013) |
| | | (25,87,400) | | (67,65,013) |

4. DEFERRED TAX ASSETS / LIABILITY (NON CURRENT ASSETS/LIABILITIES)

(Amount in ₹)

| Particular | As at 31/03/2017 | As at 31/03/2016 |
|----------------------------------|------------------|------------------|
| Deferre Tax (Assets)/Liabilities | (11,14,354) | (30,36,981) |
| Total | (11,14,354) | (30,36,981) |

The major components of deferred tax assets and deferred tax liabilities are as under:-

(Amount in ₹)

| Particular | As at 31/03/2017 | | As at 31/03/2016 | |
|---|---------------------|------------------------|---------------------|------------------------|
| | Deferred Tax Assets | Deferred Tax Liability | Deferred Tax Assets | Deferred Tax Liability |
| Difference between book and tax WDV | 75,093 | | | 85,380 |
| Tax benefit on Buisness loss during the period | 10,39,261 | - | 31,22,361 | - |
| | 11,14,354 | - | 31,22,361 | 85,380 |
| Net Deffered Tax Liability / Asssets | 11,14,354 | - | 30,36,981 | - |
| Net Assets charged to the profit and loss account | (19,22,627) | - | 11,18,157 | - |
| Net Incremental Liability / Asssets | (19,22,627) | - | 11,18,157 | - |



For Career Point Edutech Limited
Rohit
Director

Jaime
Jyot

Career Point Edutech Limited
Notes to Accounts Forming the part of Balance Sheet

(Amount in ₹)

| Particular | As at 31/03/2017 | As at 31/03/2016 |
|---|------------------|------------------|
| CURRENT LIABILITIES | | |
| 5. SHORT TERM BORROWINGS | | |
| a) Loans and advances | | |
| - Unsecured and considered good Holding Company | - | 45,13,043 |
| | - | 45,13,043 |
| 6. TRADE PAYABLE | | |
| a) Trade Payable | | |
| - Unsecured and considered good | - | 28,810 |
| | - | 28,810 |
| 7. OTHER CURRENT LIABILITIES | | |
| a) Accrued Salaries and benefits | | |
| -Salaries and benefits | 28,149 | 8,49,680 |
| b) Other liabilities | | |
| -Withholding Taxes | 24,064 | 1,34,851 |
| -Security Payable | - | 4,26,400 |
| -Others | 19,299 | 7,700 |
| | 71,512 | 14,18,631 |
| 8. SHORT TERM PROVISIONS | | |
| a) Provision for Income Tax (Net) | 9,12,900 | - |
| | 9,12,900 | - |
| Total | 9,84,412 | 59,60,484 |

(Amount in ₹)

| Particular | As at 31/03/2017 | As at 31/03/2016 |
|---|------------------|------------------|
| CURRENT ASSETS | | |
| 9. INVENTORIES | | |
| a) Inventories of Pen Drive & Memory Card | 3,64,317 | 1,08,700 |
| | 3,64,317 | 1,08,700 |
| 10. TRADE RECEIVABLES | | |
| (a) Debts outstanding for a period exceeding six months | | |
| (i) Unsecured Considered good | - | - |
| Less : Provision for doubtful debts | - | - |
| | - | - |
| (b) Debts outstanding for a period less than six months | | |
| (i) Unsecured Considered good | 3,95,788 | - |
| | 3,95,788 | - |
| Less : Provision for doubtful debts | - | - |
| | 3,95,788 | - |
| | 3,95,788 | - |
| 11. CASH AND CASH EQUIVALENTS | | |
| a) Cash on Hand | 1,22,375 | 1,17,943 |
| Balances with Banks | | |
| b) In Current Accounts | 10,62,237 | 7,20,765 |
| | 11,84,612 | 8,38,708 |
| 12. SHORT TERM LOAN & ADVANCES | | |
| a) Balances with Revenue authorities | 37,000 | 15,364 |
| b) TDS Receivable | - | 1,12,000 |
| c) MAT Credit | 10,87,900 | - |
| | 11,24,900 | 1,27,364 |
| Total | 30,69,617 | 10,74,772 |

Note:- Refer Note no. 25 for Disclosure of SBN held and transacted during the demonatisation period from 08-11-2016 to 30-12-2016, as per the Notification issued as on 30 March 2017.



For Career Point Edutech Limited

[Signature]
Director

For Career Point Edutech Limited

[Signature]

Career Point Edutech Limited
Notes to Accounts Forming the part of Balance Sheet

8. FIXED ASSETS

(Amount in ₹)

| ASSETS | Gross block (Cost / Valuation) | | | | | Depreciation / Obsolescence / Amortisation | | | | | Net block | |
|------------------------------|--------------------------------|--------------------------------|---------------------------------|----------------------------|---------------------|--|-------------------|------------|----------------------------|--------------------|---------------------|---------------------|
| | As at 01/04/2016 | Additions and adjustment | Deductions and adjustment | Translation Adjustments | As at 31/03/2017 | Upto 01/04/2016 | For the period | Deductions | Translation Adjustments | Upto 31/03/2017 | As at 31/03/2017 | As at 31/03/2016 |
| (A) Tangible Assets | | | | | | | | | | | | |
| Furniture and fixtures | 27,150 | - | - | - | 27,150 | 24,456 | 2,686 | - | - | 27,141.88 | 8 | 2,694 |
| Computer | 1,42,400 | - | - | - | 1,42,400 | 1,42,399 | - | - | - | 1,42,399 | 1 | 1 |
| Total of (A) | 1,69,550 | - | - | - | 1,69,550 | 1,66,855 | 2,686 | - | - | 1,69,541 | 9 | 2,695 |
| (B) Intangible Assets | | | | | | | | | | | | |
| Software | 89,26,797 | - | - | - | 89,26,797 | 80,58,805 | 8,67,990 | - | - | 89,26,795 | 2 | 8,67,992 |
| Trademark | 2,500 | - | - | - | 2,500 | - | - | - | - | - | 2,500 | 2,500 |
| Total of (B) | 89,29,297 | - | - | - | 89,29,297 | 80,58,805 | 8,67,990 | - | - | 89,26,795 | 2,502 | 8,70,492 |
| Grand Total (A+B) | 90,98,847 | - | - | - | 90,98,847 | 82,25,660 | 8,70,676 | - | - | 90,96,336 | 2,511 | 8,73,187 |



For Career Point Edutech Limited
(Signature)
2017

(Signature)

Career Point Edutech Limited
FIXED ASSETS CHART AS PER INCOME TAX ACT, 1961

(Amount in ₹)

| Particulars | Rate | WDV as on 01/04/2016 | Addition During the Period | | Deletion During The Period | Total | Depreciation for the Peirod | WDV as on 31/03/2017 |
|--|------|-------------------------|----------------------------|-------------------|-------------------------------|-----------------|--------------------------------|-------------------------|
| | | | Before 180 Days | After 180 Days | | | | |
| Block A | | | | | | | | |
| Assets entitled to depreciation @ 10% (Furniture & Fixture) | | | | | | | | |
| Furniture & Fixture | 10% | 25,321 | - | - | - | 25,321 | 2,532 | 22,789 |
| | | 25,321 | - | - | - | 25,321 | 2,532 | 22,789 |
| Block B | | | | | | | | |
| Assets entitled to depreciation @ 60% (Computer) | | | | | | | | |
| Computer | 60% | 242 | - | - | - | 242 | 145 | 97 |
| Software | 60% | 5,71,315 | - | - | - | 5,71,315 | 3,42,789 | 2,28,526 |
| | | 5,71,557 | - | - | - | 5,71,557 | 3,42,934 | 2,28,623 |
| Total | | 5,96,878 | - | - | - | 5,96,878 | 3,45,466 | 2,51,412 |



FOR Career Point Edutech Limited
[Signature]
 Director

[Signature]
 Jais

Career Point Edutech Limited
Notes to Accounts Forming the part of Profit & Loss Account

13. Revenue from Operations

(Amount in ₹)

| Particulars | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|--|---------------------------------------|---------------------------------------|
| a) Sale of E-Lecture in storage devices & Study Material | 1,30,01,993 | 45,08,930 |
| b) Software Service Charges | 7,50,000 | 7,50,000 |
| Total | 1,37,51,993 | 52,58,930 |

14. Other Income

(Amount in ₹)

| Particulars | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|-----------------------|---------------------------------------|---------------------------------------|
| Other Income | 44,262 | 7,000 |
| Interest on IT Refund | 2,250 | 1,812 |
| Total | 46,512 | 8,812 |

15. Cost of Material Purchase

(Amount in ₹)

| Particular | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|-----------------------------------|---------------------------------------|---------------------------------------|
| Cost of Materials Purchase | | |
| -Pen Drive | 9,92,243 | 4,30,451 |
| -Memory Card | 78,768 | 76,214 |
| - CP Theory Notes | 44,25,735 | |
| Total | 54,96,746 | 5,06,665 |

16. Change in Inventory

(Amount in ₹)

| Particular | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|----------------------|---------------------------------------|---------------------------------------|
| Opening stock | 1,08,700 | 21,278 |
| Less : Closing Stock | 3,64,317 | 1,08,700 |
| Total | (2,55,617) | (87,422) |

17. Employee Benefit Expenses

(Amount in ₹)

| Particulars | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|-----------------|---------------------------------------|---------------------------------------|
| Salary Expenses | 4,94,506 | 45,44,829 |
| | 4,94,506 | 45,44,829 |

18. Financing Expenses

(Amount in ₹)

| Particulars | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|---------------------|---------------------------------------|---------------------------------------|
| Interest Expenses | | |
| - On Unsecured Loan | 2,01,635 | 3,57,454 |
| | 2,01,635 | 3,57,454 |

19. Other Expenses

(Amount in ₹)

| Particulars | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|------------------------------------|---------------------------------------|---------------------------------------|
| Audit Fees | 5,700 | 5,700 |
| Advertisement Expenses | 25,266 | |
| Bank Charges | 3,305 | 2,765 |
| Misc. Charges | 6,863 | 233 |
| Marketplace Expenses | 7,29,028 | 23,215 |
| Interest on late deposition/filing | 2,949 | 4,999 |
| Printing & Stationary Expenses | 9,802 | - |
| Legal & Statutory Expenses | 9,600 | 9,650 |
| Repair and Maintenance Expenses | 8,805 | - |
| Rent | 89,000 | 24,000 |
| Total | 8,90,318 | 70,562 |



For Career Point Edutech Limited

Rohit
Director

Deep
Director

Career Point Edutech Limited

Notes forming part of the Financial Statements

For the period ended March 31, 2017

20 Disclosures as required by Accounting Standard (AS) 18 Related Party Disclosures

(a) **Relationships:**

List of related parties with whom transactions were carried out during the period:

- (i) **Holding Company:-** - 1. Career Point Ltd.
- (ii) **Subsidiary companies :-** - N.A.
- (iii) **Associates :** - N.A.
- (iv) **Key Management Personnel :** - N.A.
- (v) **Enterprises under the same management :-** - 1. Career Point Accessories Pvt. Ltd.
2. Gyan Eduventures Pvt. Ltd.

(b) The following transactions were carried out with the related parties in the ordinary course of business:

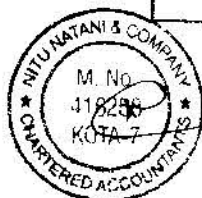
(Amount in ₹)

| Sr No. | Nature of transaction / relationship | For the period ended as on 31/03/2017 | For the period ended as on 31/03/2016 |
|--------|---|--|--|
| 1 | Loan received Holding Company Career Point Limited | 51,61,874 | 35,25,109 |
| | Total | 51,61,874 | 35,25,109 |
| 2 | Loan repaid Holding Company Career Point Limited | 96,74,917 | 41,11,981 |
| | Total | 96,74,917 | 41,11,981 |
| 3 | Services Rendered Holding Company Career Point Limited | 7,50,000 | 7,50,000 |
| | Total | 7,50,000 | - |
| 4 | Interest expenses Holding Company Career Point Limited | 2,01,635 | 3,57,454 |
| | Total | 2,01,635 | 3,57,454 |
| 5 | Purchase Holding Company Career Point Limited Enterprises under the same management Gyan Eduventure P. Ltd. Career Point Accessories P. Ltd. | 3,27,974 33,48,315 6,98,051 | - - - |
| | Total | 43,74,340 | - |
| 6 | Rent Holding Company Career Point Limited | 69,000 | - |
| | Total | 69,000 | - |

(c) Amount due to / from related parties

(Amount in ₹)

| Sr No. | Nature of transaction / relationship | As at 31/03/2017 | As at 31/03/2016 |
|--------|--|------------------|------------------|
| 1 | Loans and advances payables Holding Company Career Point Limited | - | 45,13,043 |
| | Total | - | 45,13,043 |
| 2 | Other Current Liabilities Holding Company Career Point Limited | 5,750 | - |
| | Total | 5,750 | - |



For and on behalf of
[Signature]
DIRECTOR

[Signature]
For and on behalf of

21 Segment Reporting :

The management has considered the whole business of the company as a single segment, thus no segment reporting is required.

22 Basic and Diluted Earnings per share ["EPS"] computed in accordance with Accounting Standard (AS) 20 "Earnings per Share".

(Amount in ₹)

| Particulars | March, 2017 | March, 2016 |
|---|-------------|---------------|
| Basic EPS:- | | |
| Net profit after prior period items and Income tax (₹) | 41,77,613 | (25,00,477) |
| Weighted average number of equity shares outstanding at the end of the period | 5,78,947 | 5,78,947 |
| Basic EPS (in ₹) | 7.22 | (4.32) |
| Diluted EPS:- | | |
| Adjusted profit for diluted earning per share (₹) | 41,77,613 | (25,00,477) |
| Weighted average number of shares outstanding for diluted earning per share | 5,78,947 | 5,78,947 |
| Diluted EPS (in ₹) | 7.22 | (4.32) |

23 The management of the company has reviewed the existing assets working conditions and utility as at the balance sheet date and are of the opinion that there exists no indication that an asset has been impaired and hence no impairment has been carried out.

24 Amount payable to Micro, Small & Medium Enterprises (MSMED Act)

(a) In spite of absence of a data-base identifying creditors as Micro, Small & Medium Enterprises, the management is of the opinion that there are no parties which can be classified as Micro, Small & Medium Enterprises to whom the company owes any sum. The Auditors have accepted the representations of the management in this matter.

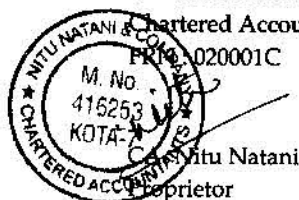
(b) The company will identify the suppliers who are covered under "The Micro, Small & Medium Enterprises Development Act, 2006" on receiving the information from them, after which necessary information as required under the said Act will be complied.

25 Disclosure of SBN held and transacted during the demonatisation period from 08-11-2016 to 30-12-2016, as per the Notification issued as on 30 March 2017.

| Particular | SBN | Other Denomination | Total |
|--|----------|--------------------|-----------------|
| Closing cash in hand as on 08.11.2016 | - | 1,31,247 | 1,31,247 |
| (+) Permitted receipts | - | 37,051 | 37,051 |
| (-) Permitted payments | - | - | - |
| (-) Amount deposited in Banks | - | 51,250 | 51,250 |
| Closing cash in hand as on 30.12.2016 | - | 1,17,048 | 1,17,048 |

26 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

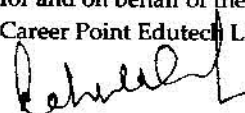
As per our report of even date attached
for Nitu Natani & Company
Chartered Accountant

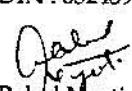


Nitu Natani
Proprietor
M. No. : 416253

Kota
Date : 22/04/2017

for and on behalf of the Board of Directors of
Career Point Edutech Limited


Rahul Nawal
Director
DIN : 05243940


Rahul Nyati
Director
DIN : 05179184