Knowledge is wealth

NEL/BSE/127/2021

Date: 6th September, 2021

Corporate Relationship Department
Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring,-
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400001.

Dear Sirs,

Ref: Scrip Code – 508989

Sub. : Annual Report for the Financial Year 200-21 and Notice convening the 35th Annual General Meeting

Pursuant to Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Annual Report for the Financial Year 2020-21 and Notice convening the 35th Annual General Meeting of the Company to be held on Wednesday, 29th September, 2021 at 11.30 a.m through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

You are requested to take note of the above.
Thanking you,

Yours faithfully,
FOR NAVNEET EDUCATION LIMITED

NAVNEET EDUCATION LIMITED MUMBAI INDIA

AMIT D. BUCH
COMPANY SECRETARY
Encl.: as above

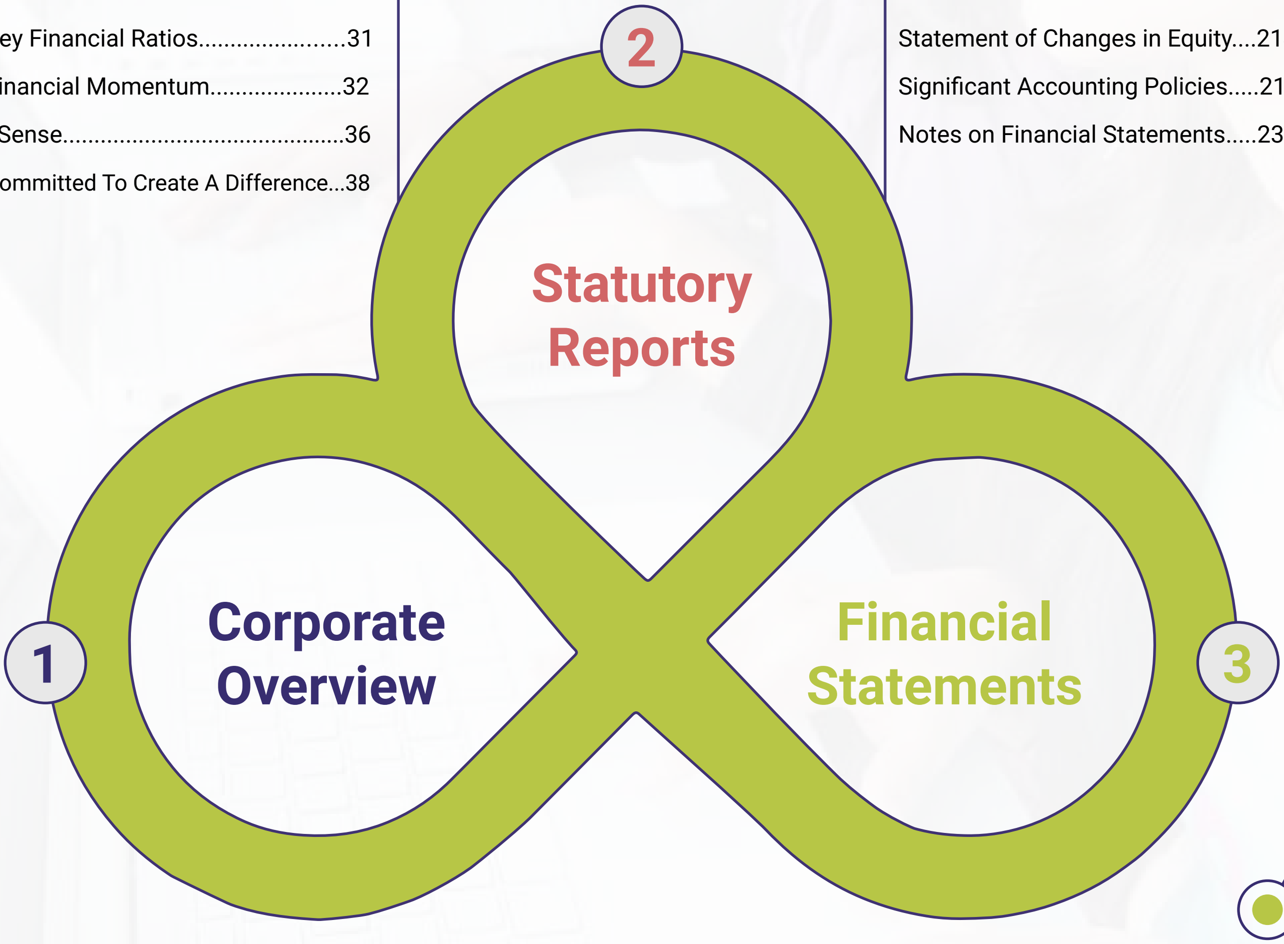
NAVNEET EDUCATION LIMITED
CIN: L22200MH1984PLC034055
Navneet Bhavan, Bhavani Shankar Road, Near Shardashram Society, Dadar (W), Mumbai 400 028. India.
Tel.: 022 6662 6565 · email: nel@navneet.com · www.navneet.com · /navneet.india

NAVNEET
Knowledge is wealth

Reinforcing Hope, Igniting Minds

35th
ANNUAL REPORT
2020-21

WHAT'S INSIDE



REINFORCING HOPE, IGNITING MINDS

Year 2020 was marked with the world dealing with a pandemic and global economic recession, the impact of which was visible in every industry. Education was one of the most severely hit sectors, forcing schools and institutions to come to a grinding halt and rely on digital methods, while most state board schools, one of Navneet Education's main focus area, saw several challenges in implementing teaching through online platforms. India, a developing economy with a massive youth population, displayed determination and innovative measures to overcome such uncertain times. The main goal was to reinforce hope within people of a better and brighter tomorrow given present challenges.

The purpose of education is to brighten lives in the darkest times. Education empowers masses to solve the biggest problems and come out victorious. Amidst the pandemic and the continuing economic instability, Navneet Education took the initiative to bring feasible solutions to students and continued igniting the nation's young minds.

Over the last year, Navneet Education enabled high-quality and efficient digital products provided seamless connectivity and convenience to both teachers and students across the area of its operations. By ensuring remote access to study materials and easy-to-use programs, we fulfilled our mission. With the education system yet to be on track for the long-term, technology-based smart solutions are a viable alternative. As the world strives to return to the pre-Covid times, we at Navneet Education will continue to enrich and uphold educational systems.

Learning gives creativity, creativity leads to thinking, thinking provides knowledge, knowledge makes you great

- A. P. J. Abdul Kalam

The quest for greatness has transformed humankind from hunter-gatherers to world explorers. At the core of this transition is education, which motivates a person to become their best version. All the core factors of education – learning, creativity and thinking have brought positive changes and ignited minds. This is exactly what Navneet Education wants to consistently achieve.

Over the years Navneet Education is synonymous with the best educational materials for students. The dedication of being the best is reflected on the students who choose Navneet for their learning. Our solutions rest on laurels of easy-to-use, convenient and accessible for all. With the continuous success we have had in the industry, we look forward to touching more lives over the globe and helping more students realise their dreams with the power of knowledge.

KEY FACTS

35Mn+
Students using Navneet products

5,500+
No. of Titles

3
Printing / Manufacturing Locations

5
Number of languages published

5
Number of subsidiaries

FY 2021

Total Revenue
81,749

EBITDA
12,585

PAT
6,163

Networth
1,03,886

(₹ in Lakhs)

CORPORATE INFORMATION

BOARD OF DIRECTORS
Kamlesh S. Vikamsey (Chairman)
Gnanesh D. Gala (Managing Director)
Raju H. Gala (Joint Managing Director)
Bipin A. Gala (Whole time Director)
Anil D. Gala (Whole time Director)
Shailendra J. Gala (Whole time Director)
Anil Swarup (Director)
Mohinder Pal Bansal (Director)
Nilesh S. Vikamsey (Director)
Tushar K. Jani (Director)
Dr. Vijay B. Joshi (Director)
Usha Laxman (Director)

COMPANY SECRETARY
Amit D. Buch

CHIEF FINANCIAL OFFICER
Deepak L. Kaku

CHIEF STRATEGY OFFICER
Chirag A. Daru

AUDITORS
N.A. Shah Associates LLP
Chartered Accountants, Mumbai

INTERNAL AUDITORS
Mahajan & Aibara
Chartered Accountants, Mumbai

BANKERS
Kotak Mahindra Bank Ltd.
ICICI Bank Ltd.
The Hongkong and Shanghai Banking Corporation Ltd.
DBS Bank India Ltd.
HDFC Bank Ltd.
Yes Bank Ltd.
FirstRand Bank Ltd.
Qatar National Bank
Standard Chartered Bank
Citi Bank N.A.

REGISTERED OFFICE
Navneet Bhavan,
Bhavani Shankar Road,
Dadar (West),
Mumbai – 400 028.
Tel : +91 22 666 26565
Fax : +91 22 666 26470

CORPORATE IDENTITY NUMBER
L22200MH1984PLC034055

AHMEDABAD OFFICE
Navneet House, Gurukul Road,
Memnagar
Ahmedabad - 380 052.

MANUFACTURING PLANTS
Village Dantali, Behind Kasturi Nagar
Dist. & Tal. Gandhinagar Gujarat.
Village Sayali, Silvassa
Rakanpur, Taluka Kalol,
Dist. U.T. off. Dadra and Nagar Haveli
Village Khaniwade
Tal. Vasai, Dist. Palghar

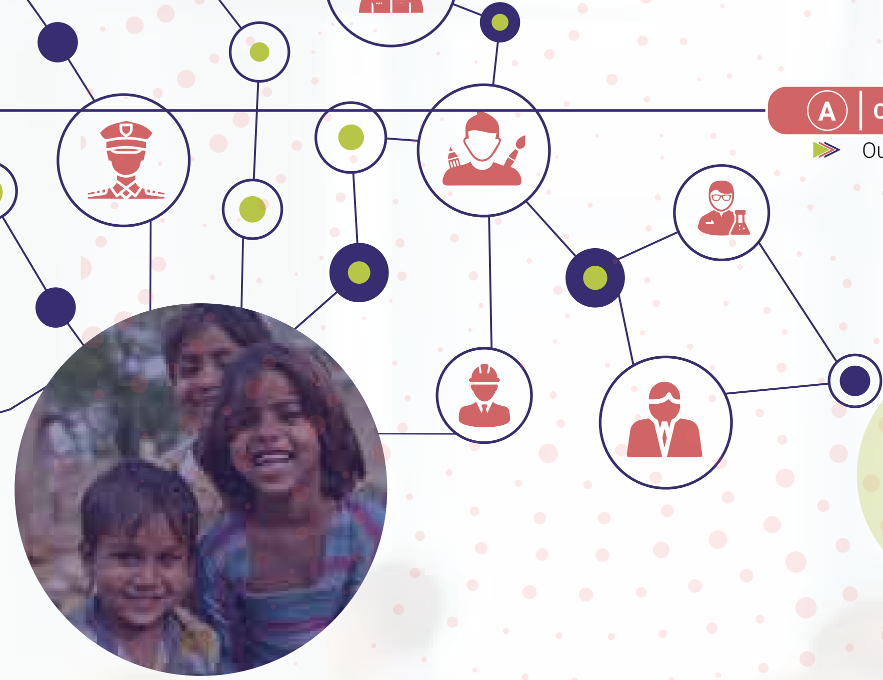
E-MAIL
investors@navneet.com

WEBSITE
www.navneet.com

REGISTRAR AND SHARE TRANSFER AGENTS
Link Intime India Pvt. Ltd.
C - 101, 247 Park,
L.B.S. Marg,
Vikhroli (West),
Mumbai–400 083
Tel : +91 22 49186000
Fax : +91 22 49186060
E-mail - rnt.helpdesk@linkintime.co.in
Website - www.linkintime.co.in

JOURNEY SO FAR

- **35 Mn+** — Students using Navneet products
- **5,500+** — No. of Titles
- **25,000+** — No. of State Board Schools visited annually
- **8,500+** — CBSE / ICSE Schools visited annually
- **300+** — No. of Authors
- **4,000+** — Digital Classrooms
- **350+** — Hours of Digital Library
- **5** — Mediums / Languages for State Board Publications
- **600+** — SKU's in Stationery
- **2** — Presence in States for Supplementary Books
- **3,000+** — No. of Employees
- **3** — Printing / Manufacturing Locations
- **48,000+** — Presence in Retail Outlets for Stationery in India
- **50,000+ Tons** — Paper consumed
- **25+** — Presence in Countries for Paper Stationery



OUR IDENTITY

ABOUT US

Navneet Education Limited founded by the Gala Family is an educational syllabus-based content provider in Print & Digital medium, a manufacturer of Scholastic Paper stationery, a publisher of General & Children books and also has a wide range of Scholastic Non-Paper stationery products. Over the years, the company has built a strong brand in the Educational Content & Scholastic Stationery gaining a leadership position. The company has a dominant market share of about 65% in western India. And, with a new range of supplementary books for students of CBSE and ICSE Boards, its educational products are now available across India.

VISION

- To provide the highest quality of educational products and services to customers in the language/medium of their choice

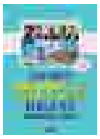
MISSION

- To provide students with best quality supplementary study material and curriculum text books at affordable price
- To harness the power of InformationTechnology and bring home its wonder to children through e learning.
- To provide students with scholastic stationery products

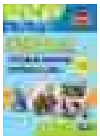
CORE VALUES

- Excellence | Proactive | Student Centric | Transparency

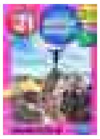
EVOLUTION OVER THE YEARS



1959
First Digest / Guide Published for Std. X

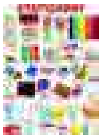


1970
Workbook Concept Introduced



1975
Published 21 Most Likely Question Sets

1990
Children Books Introduced



1993
Scholastic Stationery

1994
BSE & NSE
First Educational Publisher to be listed on BSE and NSE

2008
eSense Ensuring Success
Entered B2B Digital Learning Space

2011
Ventured into School Management

2014
Entered B2C Digital Learning Space

2016
New Stationery brand YOUVA launched, Acquired Indiannica Learning Pvt. Ltd. (earlier Encyclopaedia Britannica (India) Pvt. Ltd.)

2017
Achieved Milestone Turnover of ₹1,000 crores, Introduction of premium stationery products under brand "HQ"

2018
Digital Assessment Platform for schools / children

2019
Branded Stationery in UAE

2020
Launch of new Edtech Products

SEGMENTAL OVERVIEW

NAVNEET EDUCATION LIMITED

CONTENT

- **PRINT**
- **E-LEARNING(Adaptive Learning) B2B & B2C**

STATIONERY

- **PAPER STATIONERY**

- Curriculum (Maharashtra & Gujarat)
- Non Curriculum (Pan-India & Exports)

- Supplementary Books
- Text – Books (ICSE / CBSE)

- SSC (Maharashtra & Gujarat)

- Domestic (Pan - India)
- Exports (USA, Europe, Africa)

OTHER BUSINESS

School Management

PRODUCTS


NAVNEET
Based on the Textbook
Digest
STANDARD XII
BIOLOGY
PART 1 (Chapters 1 to 7)


NAVNEET
Based on the Textbook
Digest
STANDARD XII
PHYSICS
PART 1 (Chapters 1 to 6)

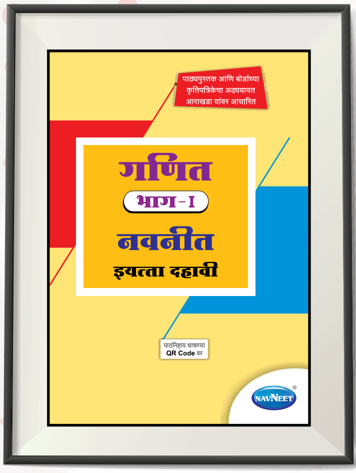

Thoroughly Updated as per the Textbook and Board's Activity Sheet
NAVNEET
ENGLISH
KUMARBHARATI
DIGEST
STANDARD X


NAVNEET
पाठ्यपुस्तकावर आधारित
Digest
STANDARD XII
अर्थशास्त्र

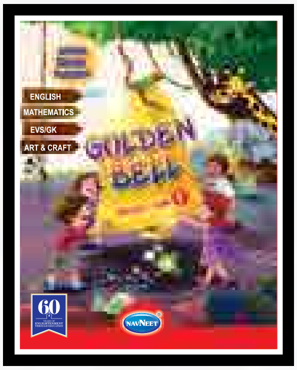

Thoroughly Updated as per the Textbook and Board's Activity Sheet
NAVNEET
SCIENCE AND
TECHNOLOGY
PART–1
DIGEST
STANDARD X

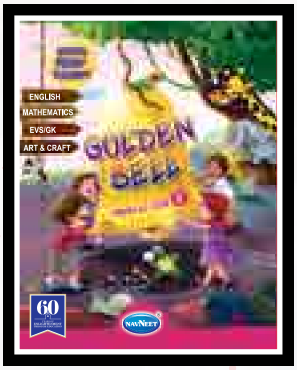

NAVNEET
पाठ्यपुस्तकावर आधारित
Digest
STANDARD XII
राज्यशास्त्र

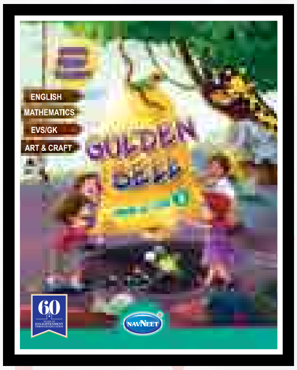

विज्ञान आणि
तंत्रज्ञान
भाग - 1
नवनीत
इयत्ता दहावी

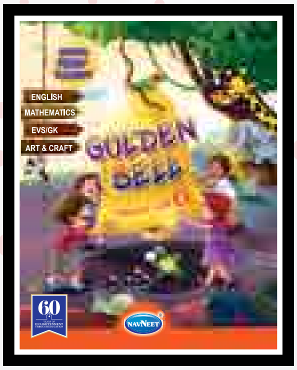

गणित
भाग - I
नवनीत
इयत्ता दहावी

PRE-SCHOOL

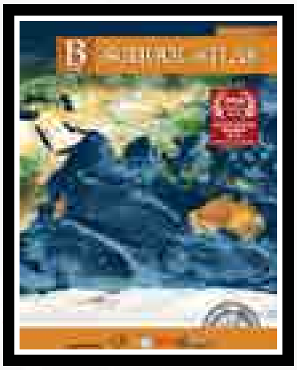


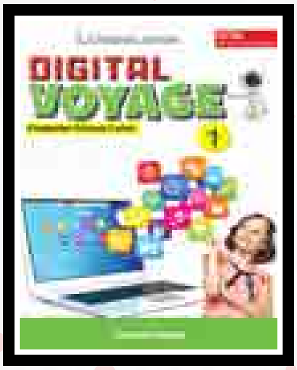


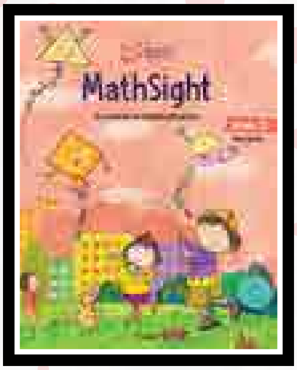


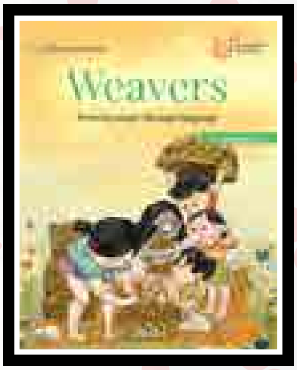


INDIANNICA LEARNING









AWARDS & ACCOLADES


FMB for Outstanding Performance


Financial Express CFO Award

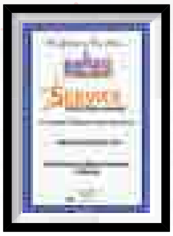

OHSAS 18001:2007 for Occupational Health & Safety Managment System Certificate


Forest Stewardship Council Certificate


CII - 5S Excellence, Silvassa


CII - 5S Excellence, Khaniwade


ISO 9001:2008 for Quality Management System


eSense Service Excellenc


CII - Gold Level, Khaniwade


CSR Leadership Award


CII - Gold rating as per CII National 5S Excellence, Khaniwade


Platinum Level Warehouse, Khaniwade


Gold Level Warehouse, Silvassa


ISO 14001:2004 for Environmental Management System Certificate

GLOBAL PRESENCE

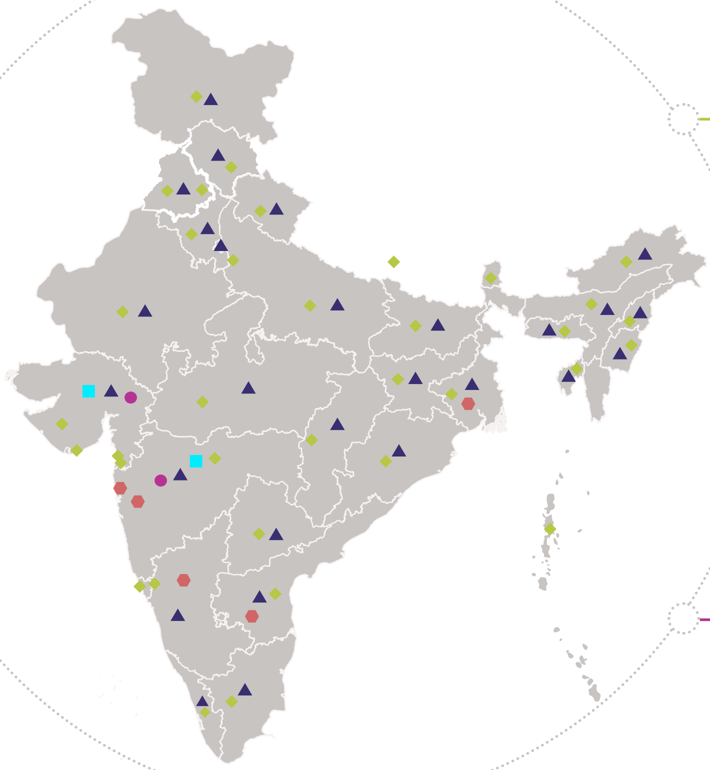
PAN INDIA PRESENCE

TEXT BOOKS

Andaman & Nicobar, Andhra Pradesh, Arunachal Pradesh, Assam, Bihar, Chhattisgarh, Delhi, Gujarat, Haryana, Himachal Pradesh, Jammu & Kashmir, Jharkhand, Karnataka, Kerala, Madhya Pradesh, Maharashtra, Manipur, Meghalaya, Nagaland, Odisha, Punjab, Rajasthan, Tamil Nadu, Telangana, Tripura, Uttar Pradesh, Uttarakhand, West Bengal

STATIONERY

Maharashtra, Goa, Gujarat, Dadra & Nagar Haveli, Diu & Daman, Madhya Pradesh, Chhattisgarh, West Bengal, Bihar, Jharkhand, Orissa, Rajasthan, Delhi, Haryana, Chandigarh, Punjab, Himachal Pradesh, Uttar Pradesh, Uttarakhand, Jammu & Kashmir, Karnataka, Kerala, Tamil Nadu, Andhra Pradesh, Telangana, Andaman & Nicobar, Assam, Meghalaya, Manipur, Tripura, Nagaland, Arunachal Pradesh, Sikkim



Maharashtra & Gujarat

SUPPLEMENTARY BOOKS

Mumbai, Pune, Bengaluru, Hyderabad and Kolkata

ORCHID INTERNATIONAL

Maharashtra & Gujarat

DIGITAL PRESENCE

MANUFACTURING PLANTS

KHANIWADE

Inside View

Finished Product Storage Area

Binding Machine

Web Ruling Machine

Aerial View

ECH WILL Exercise Books Manufacturing Machine

Finished Product Storage Area

Outside View

SILVASSA

Saddle Stitching Machine

DANTALI

Inside View

Web Printing Machine

BOARD OF DIRECTORS

Shri Kamlesh S. Vikamsey
Chairman

Qualification :	Date of Birth :	Director wef :
Chartered Accountant	06 December 1960	30 May 1992

Professional Career

He is a qualified Chartered Accountant with over three decades of experience in Accounting & Finance, Taxation, Corporate and consulting services and has been a part of various advisory and expert committees at national and international levels. Currently he is the Chairperson of the Audit Advisory Committee of UNICEF, USA, member of Audit Committee of World Meteorological Organisation (WMO), Geneva, Switzerland and also member of National Advisory Board Manav Sadhan Vikas Sanstha. He is the past Chairperson of the External Audit Committee of International Monetary Fund, USA.

Shri Gnanesh D. Gala
Managing Director

Qualification :	Date of Birth :	Director wef :
B. Com.	02 January 1963	01 June 2013

Professional Career

He heads key areas of finance, taxation and legal of the Company and has over three decades of experience in the corporate world during which he forged the strengths of the Company.

Shri Raju H. Gala
Jt. Managing Director

Qualification :	Date of Birth :	Director wef :
Diploma in Printing Technology	01 July 1963	01 June 2013

Professional Career

He has over three decades of experience in purchase and marketing and heads the marketing department for the Company's Gujarat operations.

Shri Bipin A. Gala
Whole time Director

Qualification :	Date of Birth :	Director wef :
Diploma in Printing Technology	22 December 1950	01 June 2013

Professional Career

He oversees all matters pertaining to maintenance of old and setting up of new estates and plants of the Company.

Shri Anil D. Gala
Whole time Director

Qualification :	Date of Birth :	Director wef :
B. Com.	03 April 1957	01 June 2013

Professional Career

He has over three decades of experience and has mastered the fine art of publishing, its myriad from content creation to printing, marketing, sales and distribution. He has been instrumental in creating over 500 titles published by the Company.

Shri Shailendra J. Gala
Whole time Director

Qualification :	Date of Birth :	Director wef :
B. Com.	21 January 1969	01 June 2013

Professional Career

He has over two decades of experience in marketing of stationery products of the Company. His key role is product development, designing, manufacturing, sales and marketing of stationery products.

BOARD OF DIRECTORS

Shri Anil Swarup
Non-Independent & Non-Executive Director

Qualification :	Date of Birth :	Director wef :
MA (Political Science)	01 July 1958	08 August 2019

Professional Career

Before joining the Indian Administrative Service (IAS) in 1981, he served the Indian Police Service for a year. As a civil servant, he held various assignments within both the State (Uttar Pradesh and Central Government. He also served as Secretary to the Government of India in the Ministry of Coal where he handled the aftermath of the coal scam. Thereafter, he served as Secretary, School Education and Literacy where he attempted to foster publicprivate partnership to improve the quality of school education. As a strategic thinker and an innovative leader, he won several other awards and nominations, including nominations for the Policy Change Agent by the Economic Times multiple times. He was selected as one of the 35 Action Heroes in India Today's 35th Annual Edition.

Shri Nilesh S. Vikamsey
Non-Independent & Non-Executive Director

Qualification :	Date of Birth :	Director wef :
Chartered Accountant, DISA	16 August 1964	01 June 2013

Professional Career

He is a senior partner in one of the reputed Chartered Accountancy firm. He is the past President and elected member of the Central Council - the Apex decision making body of the Institute of Chartered Accountants of India(ICAI). He is a Chairman & a Member of various committees of ICAI and also member of various other committee constituted by Government bodies. He has over two decades of experience and expertise in the field of audit, management consultancy, special audits, due diligence, corporate restructuring valuation, strategic planning, mergers and amalgamation.

Shri Mohinder Pal Bansal
Independent Director

Qualification :	Date of Birth :	Director wef :
Chartered Accountant	08 May 1957	01 June 2013

Professional Career

He is a Chartered Accountant, with an illustrious career spanning over three decades of experience in M&A, strategic advisory, capital markets, portfolio company integration in addition to post acquisition performance management in India, Asia and Europe. He has significant operational experience in managing corporate entities as well as advising private equity firms in India on improving the performance of their portfolio companies in multiple sectors including logistics, auto components, manufacturing, realty, banking, education and IT. He has successfully launched Walton Street Blacksoil Real Estate Debt Fund I, (SEBI registered Category II AIF).

Shri Tushar K. Jani
Independent Director

Qualification :	Date of Birth :	Director wef :
B. Sc.	29 April 1953	24 June 2010

Professional Career

He is an Innovative Entrepreneur with over three decades of experience in corporate world. He is the past Chairman of Maharashtra State Council of CII. He has envisioned, founded and mentored numerous companies. He is Founder Ex-Chairman of Blue Dart Express Ltd.

Smt. Usha Laxman
Independent Director

Qualification :	Date of Birth :	Director wef :
B. Com.	08 January 1958	11 August 2014

Professional Career

She has over 25 years experience in the field of education. She was the educational head of a playschool & nursery of an NGO. Besides, she has experience of handling marketing in India & whole of Asia for software consulting solutions.

Dr. Vijay B. Joshi
Independent Director

Qualification :	Date of Birth :	Director wef :
M.Sc., Ph.D.	12 April 1957	31 October 2013

Professional Career

An eminent Academician with vast experience in academic and administrative functions in higher education space and been nominated on various Governing Bodies of Universities and higher education institutes. Has served as Dean faculty of Science and Technology at University of Mumbai and has implemented innovative need-based changes in curricula and evaluation across science and technology subjects. He was nominated by Hon. Chancellor on the Academic Council of University of Mumbai and has served on many committees. Has served as Chief Consultant and Joint Director (In Charge) at Rashtriya Uchchatar Shiksha Abhiyan (Maharashtra). He is a pioneer in establishing academic autonomy in higher education. He was instrumental in transforming K.J. Somaiya College of Science and Commerce (Autonomous) during his tenure as a Principal. As a researcher, he has published research papers and delivered sessions at national and International conference.

The end product of education should be a free creative man, who can battle against historical circumstances and adversities of nature

- Dr. Sarvepalli Radhakrishnan

CHAIRMAN'S LETTER

Dear Shareholders,

The year 2020 has been an unprecedented year for all of us. The Covid-19 pandemic impacted all industries and sectors, plummeting the global economy in the process. The resultant depression became a major hurdle for developing economies who were already facing challenges. The lockdowns halted nearly all operations and manufacturing, testing the will of humankind like never before. The last fiscal was all about rising to challenges, adopting innovative measures and cultivating new ideas.

In the Financial Year 2020-21, the global economy was dealing with the multiple obstacles which arose due to the pandemic. The closures and lockdowns across all nations brought major ramifications in economic activities, especially global trade. The Indian economy contracted by 23.9 per cent in Q1FY21, but a V-shaped recovery during the latter stages of the year brought much-needed stability. The Government of India announced numerous measures to contain the damage, including cash transfers, food security measures and a special stimulus package which was almost 10 per cent of India's GDP.

Education too was affected on account of closure of schools and institutions. Examinations could not be conducted for most grades and were delayed for higher education, competitive and professional courses. **"The Students were the most sufferers".** This adversely affected publications and stationery business. However, the government-imposed lockdowns demanded a smarter way of learning and this gave way to digital learning methods. Most of the CBSE, ICSE and international curriculum schools, students and teachers connected via digital platforms and continued their learning schedule. Classes, homework and exams were all submitted via online methods, prompting more boards to consider online learning as a new way of learning and not just an alternative to offline teaching. Unfortunately, most state board schools across India could not cope up with the same and had to almost halt teaching.

Transformational reforms at all levels of education have also been promised in the National Education Policy 2020 (NEP). With the foundations of Access, Equity, Quality, Affordability and Accountability, the policy aims to set up regional and national institutes, more than 15,000 schools, 100 new Sainik schools and 750 Eklavya model school in tribal regions.

FY21 was full of challenges for Navneet Education. Non opening of schools made revenues and profitability of the company fall compared to previous year but our decision-making and resilient business model at the least made sure that the Company ended the financial year on positive terms. On standalone basis, The Company had a total revenue of appx ₹ 81,749 Lakhs and PAT of appx ₹ 6,163 Lakhs. Publication revenues declined by 58% to ₹ 29,464 Lakhs and Stationery revenues declined by 32% to ₹ 50,674 Lakhs and on consolidation basis, Publications/content revenues declined by 58 % to ₹ 32,623 Lakhs and Stationery revenues declined by 32% to ₹ 50,675 Lakhs.

The following points highlight a few major talking points from FY21:

We seamlessly transitioned our workforce to a remote work environment wherein we provided increased flexible work options, work-from-home support, additional technology supplies, training and support resources on transitioning to remote team management. For those required to go to office or factories, we provided transport, frequent cleaning services, personal protective equipment and alternate work schedules to maintain safety protocols and continuous operations at the same time.

With the publication and domestic stationery business paused during not only the lockdowns but most part of the year, our digital learning solutions provided help to numerous institutions and students. The digital methods might be perceived as a growing business vertical, but their impact in the recent financial year has enabled many students achieve their learning goals regardless of the pandemic. Indiannica and e-Sense have garnered much praise over the years and customers are relying on the platforms' capabilities for their needs. With unlocking measures in the horizon, we are looking to significantly expand our library of workbooks and e-courses to provide as much help as possible to the young minds.

Going ahead, we are excited about the possibilities in the e-learning segment and look to capitalise on them. Our objectives for FY22 and onwards will be reaching out to more students for our learning solutions, improvise on our product offerings, identifying the trends and delivering on our promise of accessible education for all.

Company's spent on CSR continued even in this difficult period and did not reduce. Since the beginning of the pandemic, your company came forward and supported with various medical facilities and equipment across various regions. We did not stop our ongoing projects and same were continued during the year.

The financial position of NEL remains positive, considering the uncertain circumstance the world has been through since a year. As an organisation aware of its responsibilities, we will amplify our eco-friendly efforts in addition to the solar dependency across all locations of Navneet.

The relationships we have forged over the years with customers, business partners and our employees are of paramount importance to everyone at Navneet. We always contribute towards an educated and uplifted society, while achieving significant milestones towards our vision. NEL looks forward to FY22 and will continue our value addition for our customers and shareholders.

Thank You,

Kamlesh S. Vikamsey
Chairman

FIVE YEARS AT A GLANCE

(₹ in Lakhs except EPS)

Year Ended March 31	2021	2020	2019	2018	2017
Income Statement Data					
Operating Revenue	80,297	1,44,180	1,36,054	1,13,224	1,08,941
Cost of Goods Sold	56,684	92,659	88,540	74,482	68,268
Gross Profit	**23,613**	**51,521**	**47,514**	**38,742**	**40,673**
as a % of Revenues	29.41%	35.73%	34.92%	34.22%	37.33%
Operating Expenses:					
Selling, general and administrative expenses	9,062	15,229	14,905	11,822	11,801
Other Operating expenses	3,029	2,787	3,844	3,450	3,819
Impairment & Non Recurring Charge #	390	1,693			
Total Operating Expenses	**12,481**	**19,710**	**18,749**	**15,272**	**15,620**
Operating Income	**11,132**	**31,812**	**28,765**	**23,470**	**25,052**
as a % of Revenues	13.86%	22.06%	21.14%	20.73%	23.00%
Other Income	1,452	2,539	1,938	2,921	2,392
Depreciation	3,473	3,529	2,446	2,349	2,499
Finance Cost	684	1,307	1,186	597	347
Profit before Income Tax	**8,428**	**29,514**	**27,071**	**23,445**	**24,598**
Income tax benefit / (expense)	(2,265)	(7,579)	(9,324)	(8,124)	(8,434)
Profit for the year	**6,163**	**21,935**	**17,747**	**15,321**	**16,164**
as a % of Total Revenues	**7.54%**	**14.95%**	**12.86%**	**13.19%**	**14.52%**
Earnings per share (₹)					
Basic	2.69	9.58	7.67	6.56	6.81
Diluted	2.69	9.58	7.67	6.56	6.81
Dividend per Share (₹)	1.00 *	3.00	1.00	1.50	2.50
Balance Sheet Data					
Cash and Cash equivalents, net of bank overdraft	1,712	216	(1,530)	(7,414)	(853)
Operating working capital**	47,461	62,342	68,879	61,308	52,946
Total Assets	1,21,052	1,30,689	1,29,613	1,13,519	98,966
Long Term Debt, excluding current portion	-	-	-	-	-
Non Current Lease Liabilities	2,037	2,883	-	-	-
Current Debt	-	19,001	29,501	21,197	14,589
Current Lease Liabilities	846	744			
Total Stockholders' equity	1,03,886	96,572	87,196	80,841	72,560
Additional Data					
Net Cash provided by/(used in):					
- Operating activities (pre-tax)	30,146	36,924	18,650	17,358	16,940
- Investing activities	(5,493)	(7,352)	(3,253)	(4,731)	(155)
- Financing activities	(20,430)	(20,495)	127	(7,722)	(10,241)
Expenditure on Property, Plant and Equipment & Intangibles	1,512	3,642	2,384	3,069	1,341

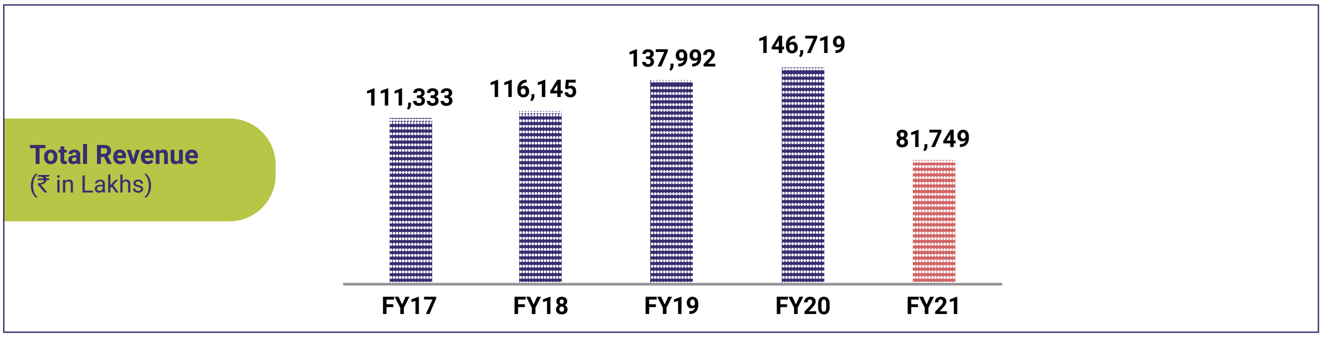
* Recommended
# Includes amount paid towards Dispute Resolution of MVAT Liability and Impairment of Investments
** Operating Working Capital = Trade Receivables + Inventories - Trade Payables.

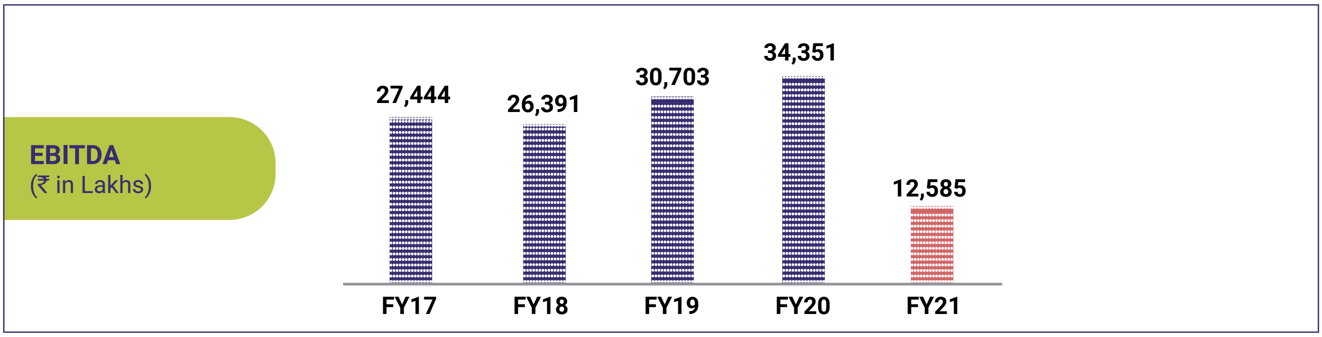
KEY FINANCIAL RATIOS

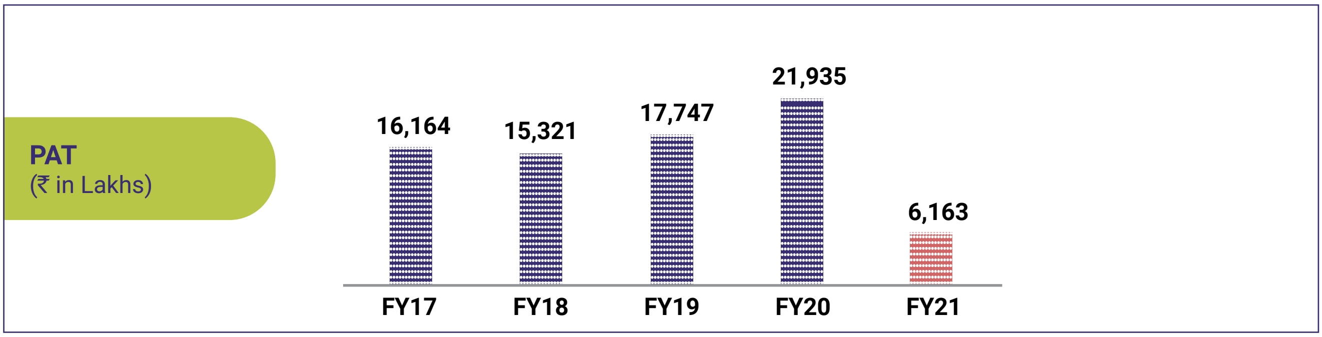
Year Ended March 31	2021	2020	2019	2018	2017
PROFITABILITY RATIOS					
Gross Margin (%)	29.41	35.73	34.92	34.22	37.33
Adjusted EBITDA margin (%) #	16.16	25.00	22.57	23.31	25.19
Adjusted PAT Margin (%) #	8.16	16.39	13.04	13.53	14.84
Return on Net Worth (%)	5.93	22.71	20.35	18.95	22.28
Return on Capital Employed (%)	8.60	30.99	32.41	29.25	33.67
ASSET PRODUCTIVITY RATIOS (%)					
Fixed Asset Turnover	5.13	9.23	9.04	7.75	7.41
Total Assets Turnover	0.64	1.11	1.12	1.06	1.21
WORKING CAPITAL RATIOS					
Working Capital Days	388	252	249	261	243
FG Inventory Days*	158	107	104	103	101
RM Inventory Days	186	111	104	108	98
Receivable Days*	78	53	62	72	63
Payable days	34	19	22	23	20
GEARING RATIOS (X)					
Debt/ Equity	-	0.20	0.34	0.26	0.20
Interest Coverage Ratio	13.32	23.57	23.83	40.25	71.95
Current Ratios	4.39	2.52	1.96	2.37	2.51
VALUATION RATIOS					
Earning Per Share {Post Tax} (₹)	2.69	9.58	7.67	6.56	6.81
Book Value Per Share (₹)	45.39	42.20	38.10	34.61	31.07
Dividend Payout (%)	50.00	150.00	50.00	75.00	125.00
Trailing Price/ Earning Ratio (X)	29.75	6.46	14.17	21.69	23.85
EV EBITDA Multiple Ratio (X)	14.43	4.67	9.01	13.38	14.35

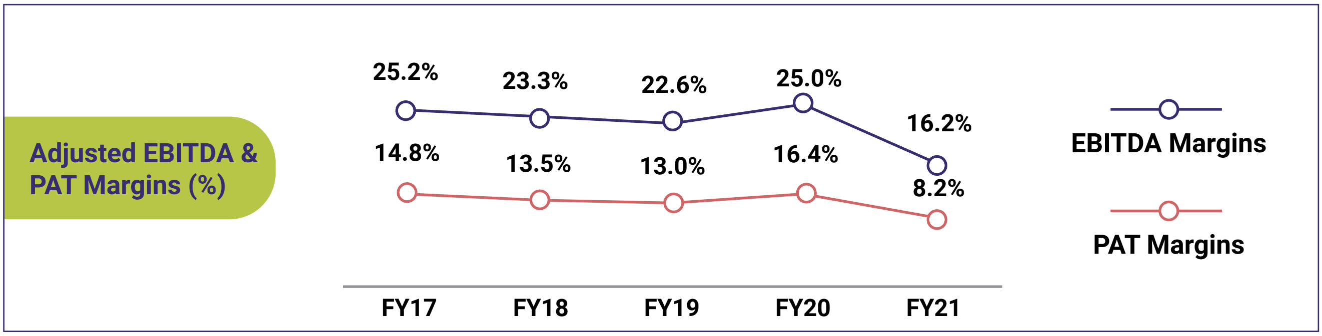
(1) Fixed Asset Turnover : Net Sales/ Average Net Fixed Assets (Property, Plant and Equipment)
(2) Total Asset Turnover : Net Sales/ Average Total Assets
(3) Working Capital Days : Inventory Days + Debtor Days - Creditor Days
(4) FG Inventory Days : (Average of Closing FG Inventory as on March)/(Cost of Goods Sold for the year) * 360
(5) RM Inventory Days : (Average of Closing RM Inventory as on March)/(Cost of Goods Sold for the year) * 360
(6) Receivable Days : (Average of Receivables as on March)/(Net Sales for the year) * 360
(7) Payable Days : (Average of Payables as on March)/(Cost of Goods Sold for the year) * 360
(8) Book Value per Share : Total Equity/ Outstanding Equity Shares
(9) Dividend Payout :% of Payout
(10) Trailing Price: Closing Share Price on the last working day of March
 # EBITDA and PAT adjusted for non cash impairment charge and other non-recurring costs.

FINANCIAL MOMENTUM

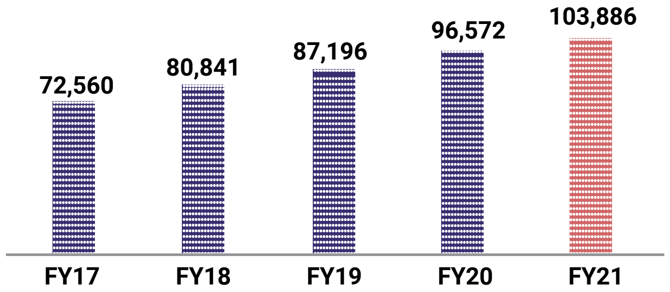




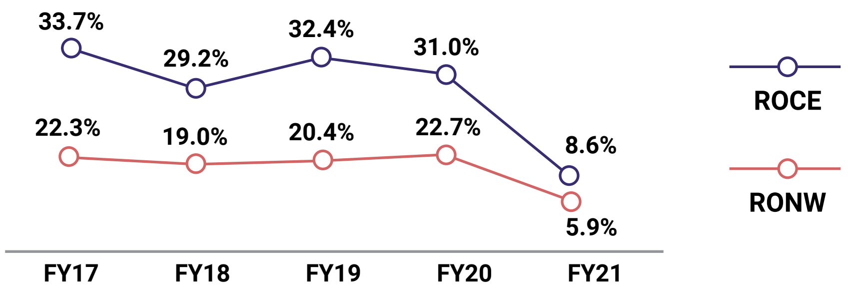




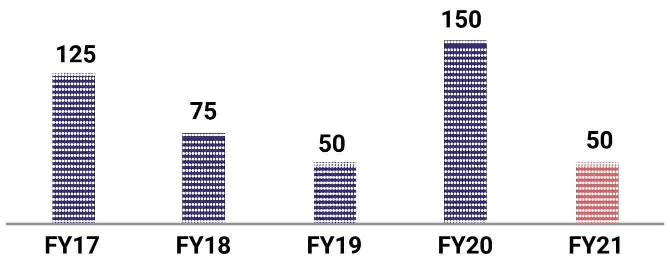
Networth (₹ in Lakhs)



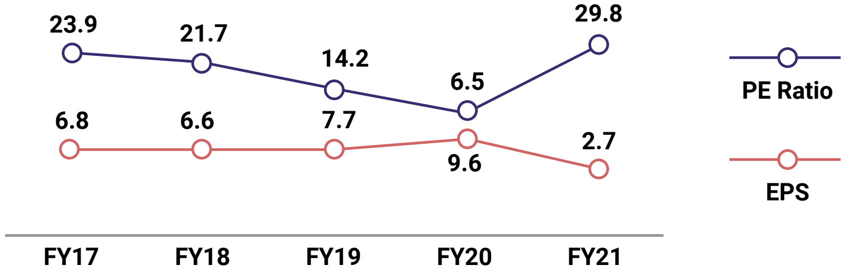
ROCE & RONW%



Dividend (%)



Price to Earnings(x) EPS (in ₹)



Navneet Education has dedicated itself to realising its vision of providing the best educational help to students from all corners of the country regardless of their language or medium of study. This contribution towards nation building will reap long-term rewards, propelling us to the modern and progressive society we desire.

The aforementioned quote of Swami Vivekananda motivates us about the value of education in taking the world further and the scale of our impact. All our efforts and thoughts are invested to break down the barriers between a student and the knowledge they deserve. As we help more bright minds in achieving the perfection already in them, we will come closer to transforming our vision into reality.

eSense

Going Digital

E-learning is a modern, digital and a more convenient technique of education since it allows students to learn from anywhere and at any time. Furthermore, the methods employed make learning more interesting and engaging. This is a win-win situation for both teachers and pupils since it ensures a smooth flow of knowledge and information without any obstacles.

NEL

At Navneet Education, we have progressed well in developing and implementing various digital products & platforms to make conventional education methods more interactive. 'Navneet Digi-book', a companion to physical book saw good use by our existing customers. Such offering not only provides much more than a physical book to all students but also ensures that Navneet is much ahead of its competitors, and which will benefit Navneet increase in physical books sales too.

An after-school e-learning platform for the age group of 2-8 years has progressed well and the same will also be launched in the year FY 21-22.

A classroom platform 'TOC' for teachers was launched in the year FY 20-21 and got good acceptance across. The same is being revamped based on various suggestions received.

eSense

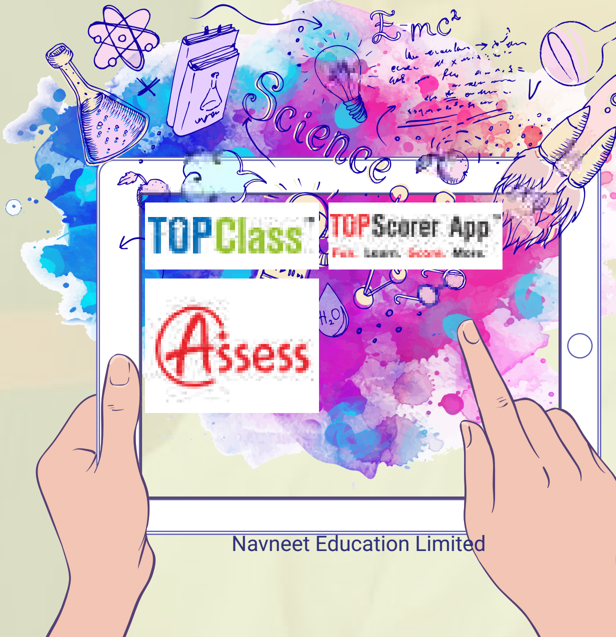
NEL through its subsidiary eSense has been a forerunner in developing and delivering e-learning. 'Top-Class' is a first-of-its-kind digital classroom solution, which has improved students' overall learning experience by using a digital room that clarifies subjects and breaks down complex topics. In the sphere of state board education, more than 4,000 schools consider 'Top-Class' a key influence.

'Top-Scorer,' another service from eSense, is aimed at providing pupils with an audio-visual learning mode. This aids in simplification of complex concepts so that students may understand them without difficulty. Top-Scorer has unique teaching tools, test papers and analytics to help students prepare for examinations.

Our 'Top-Assessment' platform is highly useful for a detailed understanding of a student's academic progress. It encourages students to participate in dialogues and then assesses their understanding of various concepts. Top-Assessment is also known for adding new dimensions to learning processes and assisting teachers in teaching subjects using digital methods.

eSense program focuses on e-learning solutions for schools and students. It is digital education brand whose mission is to improve the learning experience by making it more effective and interesting in new ways. The goal is to enliven the learning environment by going beyond the conventional methods of teaching. It currently caters to the state board students of Maharashtra & Gujarat and is in the process of making similar programs for CBSE schools & students and few of such programs have already been launched in the market.

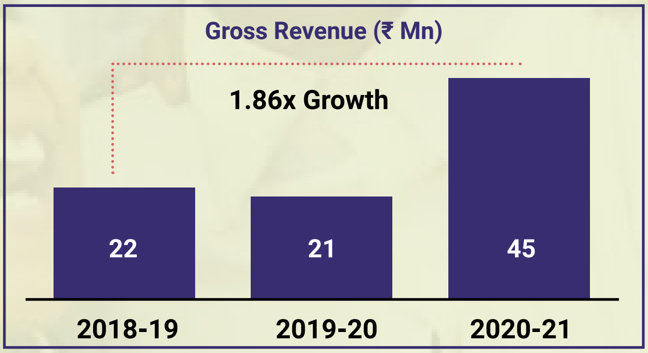
4,000+	Institutes using TOPClass
1.2Mn	Students learning through TOPScorer
350+	Hours of digital content
15,000+	Classrooms Digitised
210+	Team of Authors, Illustrators and animators
15,000+	Videos
2,00,000+	MCQs

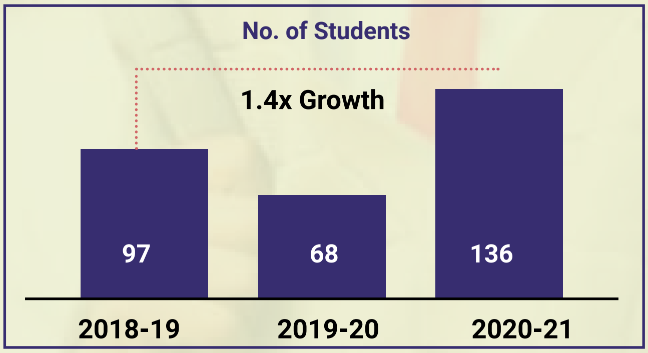


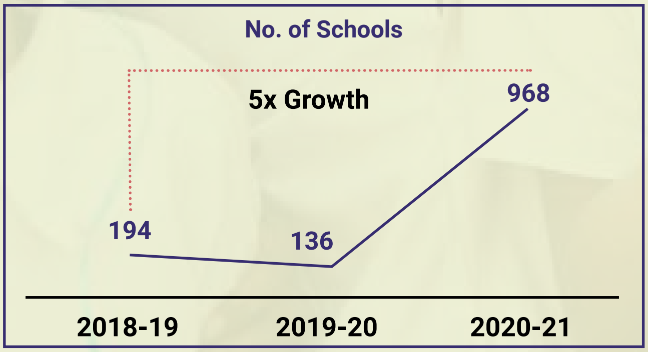
TopScorer Highlights

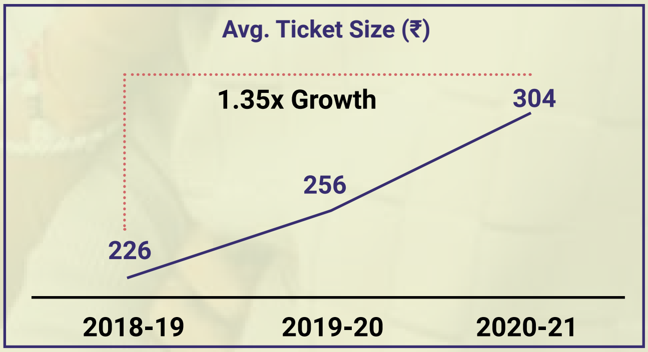
April 2019 – Mar 2020		April 2020 – Mar 2021
6 Lakhs	App Downloads	17 Lakhs
2 Lakhs	User Registrations	12.5 Lakhs
1 Lakhs	Hours Of Video Viewing	10 Lakhs
42.5 Lakhs	Mcqs Answered	2.1 Cr
1 Lakhs	Monthly Active Users	2.35 Lakhs

TopScorer Performance in 2021



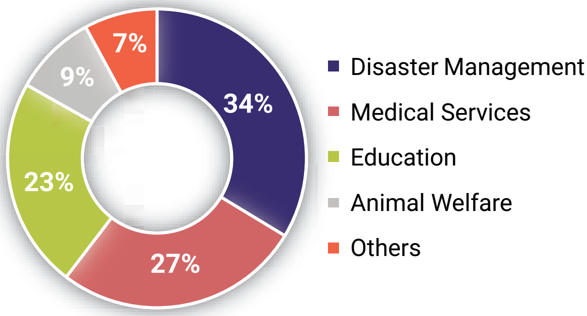






COMMITTED TO CREATE A DIFFERENCE

Navneet Education Limited contributed towards its commitment to the development of the society. The emphasis was on providing support to people affected by the pandemic, quality education and improve access to health and medical care to the unreached and deprived communities. Providing a safe, healthy and dignified life to voiceless animals is also a priority for the organisation.

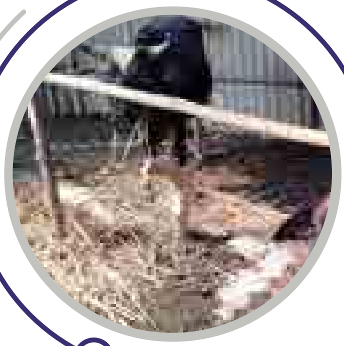


Disaster Management - Pandemic Intervention

Health And Medical Intervention - Extending Medical Help During Pandemic

Education Initiatives For A Brighter Tomorrow


Animal Welfare



Community And Tribal Development


Other Initiatives



MANAGEMENT DISCUSSION AND ANALYSIS

Global economy

Global prospects remain highly ambiguous one year into the pandemic. The International Monetary Fund (IMF) anticipates a decline of 3.3% in 2020. Advanced economies contracted by 4.7%, while emerging markets and developing economies contracted by 2.2%. The US economy contracted by 3.5% and that of the UK by 9.9% during the year.

Most advanced economies initiated liquidity support, tax cuts and other regulatory changes to stimulate the economy. Countries that rely on tourism and exports witnessed severe economic output losses. New virus mutations and the rising death count raise concerns, even as growing vaccine coverage is a ray of hope. Economic recoveries are varying across countries and sectors, reflecting the impact of pandemic-induced disruptions and the extent of policy support.

The broad-based growth slowdown in the global economy has been accompanied by a sharp slowdown in international trade flows and global manufacturing activity over the past year. Amid rising tariffs and shifts in trade policies, business confidence has deteriorated, dampening investment growth across most regions. While the shift towards more accommodative monetary policies seems to have eased short-term financial market pressures, long-term fault lines create significant uncertainty.

Outlook

According to the International Monetary Fund, global growth will be at 6% in 2021 and almost 4.4% in 2022. Increased financial support, the anticipated vaccine-powered recovery in the second half of 2021, and continued adaptation of new economic measures to subdued mobility are expected to contribute to the recovery. However, the recovery depends on factors such as the status of the pandemic, the effectiveness of policy support and the unravelling financial conditions.

Indian Economy

Indian economy witnessed a sharp contraction of 23.9% during Q1FY21 owing to the pandemic-induced lockdown and recorded a 7.5% drop in Q2FY21. Since July 2020, the economy witnessed a V-shaped growth, fuelled by a resurgence in power demand, e-way bills, GST collection and steel consumption. Inflation, mainly driven by the rising food prices, remained above 6% for most of the year. As a result, the Indian economy contracted by 7.3% in FY 2021 against a 4% expansion in FY 2020. Nevertheless, the economy manages to witness some growth-driven initiatives by government consumption, better private consumption and net exports. The agriculture sector has witnessed a growth of 3.4% during the year, much higher than most industries.
The Government of India, along with the Reserve Bank of India (RBI), announced a series of measures to provide immediate relief to the vulnerable sections, stabilise the economy, and boost liquidity and credit flow. The cumulative stimulus amounted to ₹29.7 lakh crore (equivalent to 15% of GDP), focusing on boosting domestic manufacturing and strengthening supply chains.

India GDP Growth

FY20	FY21(E)	FY22(P)	FY23(P)
4.2	-8.0	11.5	6.8

Outlook

The IMF upgraded its gross domestic product (GDP) projection for India to 11.5% in FY 2022. India is the only nation expected to achieve double-digit growth in this fiscal, aided by the aggressive vaccination drive. The industrial sector is expected to witness buoyancy with mining, manufacturing and construction registering double-digit growth rates. An increase in commodity prices and a resurgence of domestic demand, and improved goods and services tax (GST) collections indicate sharper-than-expected recovery. Proactive policy measures by regulators and the government are expected to ensure the smooth functioning of businesses, domestic markets and financial institutions. However, risks surrounding the economy remain due to renewed fears of localised lockdowns or restrictions on mobility following the second wave of the pandemic.

Industry Overview

Education Sector

The global education sector is on the verge of major developments with increasing awareness, government support, higher enrolment ratios and growing importance of e-learning. The vast youth population will be the crucial factor in pioneering growth mostly in the Asia-Pacific region, more specifically in India . The population demographics and growing middle class will also play an important role in developing the education sector. The fastest-growing ingredient for the future of education however is very clearly, technology.

Education sector faces a major financial obstacle, with COVID-19 putting significant strains on household, donor and government funding. Schools and universities across countries were expected to go digital or online so as to allow students to continue their learning during the pandemic. But it did not happen for the state board schools which form almost 95% of the total schooling system in India. It is quite likely that post pandemic physical teaching in most institutions will resume and continue thereafter with higher usage of digital aids in the classroom. However, the importance of technology shall keep increasing and evolving in times to come.

Impact of COVID-19 on India’s education sector

- Over 1.5 million schools across India closed down due to the pandemic and a switch to large-scale digital education is not possible now
- 286 million school children from pre-primary to secondary levels have been affected
- Only 24% of households have access to the internet, according to a 2019 government survey
- In rural India, the numbers are far lower, with only 4% of

households having access

- The Education Ministry's budget for digital e-learning was slashed to ₹469 crores in FY 2021 – the year COVID struck — from ₹604 crores the previous year
- According to World Bank, due to school closures, India is estimated to lose US$ 440 billion (₹32.3 lakh crore) in possible future earnings

Changing trends in the sector

As COVID-19 disrupted India's education sector, it also brought new opportunities and ideas of innovation with it. As a result, FY 2021 saw some new trends which dominated the sector:

- There was a massive surge in education technology as digital platforms helped schools navigate to online learning. There has been a rise in a combination of synchronous and asynchronous methodologies using digital platforms and video-assisted learning.
-
- Remote learning has forced students to learn in an innovative manner. As a result, personalised learning has grown by many folds, allowing educators to customise learning according to the student.
- Institutions which prefer Project Based Learning (PBL) are relying more on Edtech tools, promoting collaboration within students for project works.
- COVID-19 called for teachers to adapt to new techniques of learning, which involves using digital tools to impart education.

Government initiatives to boost the sector

- To liberalise the sector, the Government has taken initiatives such as the National Accreditation Regulatory Authority Bill for Higher Educational and the Foreign Educational Institutions Bill.
- The government announced the National Education Policy 2020 on July 29, 2020. The NEP has outlined various measures to improve the quality of higher education, which is a determining factor for outbound student mobility. It proposes transforming the existing institutions to multi-disciplinary universities and knowledge hubs that promote holistic development and foster innovation, and flexible curricular structure allowing multiple entries and exits for students to choose novel courses along with rigorous specialisations.
- In January 2021, to mitigate the impact of challenges created due to the COVID-19 pandemic, the Ministry of Education announced guidelines for identification, admission and continued education of migrant children.
- On January 15, 2021, the third phase of Pradhan Mantri Kaushal Vikas Yojana (PMKVY) was launched in 600 districts with 300+ skill courses. Spearheaded by the Ministry of Skill Development and Entrepreneurship, the third phase will focus on new-age and COVID-related skills. PMKVY 3.0 aims to train eight lakh candidates.
- In April 2021, India, along with Bangladesh, Brazil, China, Egypt, Indonesia, Mexico, Nigeria and Pakistan, joined the United Nation's E9 initiative. E9 initiative is the first of a three-phased process to co-create an initiative on digital learning and skills, targeting marginalised children and youth, especially girls. The initiative aims to accelerate recovery and advance the Sustainable Development Goal 4 agenda by driving rapid change in education systems.
- According to Union Budget 2021-22, the government allocated ₹54,873.66 crore (US$7.53 billion) for the Department of School Education and Literacy in comparison to ₹59,845 crore (US$8.56 billion) in Union Budget 2020-21.
- The government allocated an expenditure budget of ₹38,350.65 crore (US$5.28 billion) for higher education and ₹54,873 crore (US$ 7.56 billion) for school education and literacy. The government also allocated ₹3,000 crore (US$ 413.12 million) under Rashtriya Uchchatar Shiksha Abhiyan (RUSA).
- In the Union Budget 2021-22, the Central Government announced the emphasis on strengthening the nation's digital infrastructure for learning by setting up the National Digital Educational Architecture (NDEAR).

Publication Sector

The Indian publishing industry makes an integral part of the Indian education system. The publishing sector is non-homogenous and is structured according to region, state and language. The 24 Indian languages and English give ample scope and variety to the industry. More than 50% of the total titles printed in India are in Hindi and English, with the former constituting about 26% followed by English at 24%. India ranks second in the world in English language publishing. To make India a publishing hub, the government has allowed 100% FDI in publishing houses across the country by utilising the vast English-speaking technical workforce.

Publishing in India saw several challenges in 2020 due to the Covid-19 pandemic, but focusing on online sales and making the best use of various digital platforms helped promote books. However, lockdown restrictions hampered functioning of schools and delivery of physical books. The industry is now looking for innovative ways to use the digital medium to reach out to and engage the readers.
Though there is a paradigm shift towards adoption of digital media, print books currently dominate(90%) the publishing landscape in India. According to industry participants, digital formats account for a very small share i.e. 8-10% of the market. However, e-books and audiobooks are expected to be critical growth drivers and have a promising future in the industry.

K-12 market

K-12 Education Market is anticipated to rise at a CAGR of 31.6% between fiscal 2021 and 2026. An important factor is the schools shifting from the traditional blackboard approach to integrating smart technology into learning environments. K-12 contributes 60% to the formal segment's revenue, while tertiary and higher education brings up the rest.

With increasing awareness, private Indian players are collaborating with international brands to provide education of international standard. Schools are investing in information and multimedia education technologies to provide better education to students. By 2024, ~47% learning management tools are expected to be enabled by AI capabilities.

The pandemic has forced students to study at home; schools have been compelled to fast-track the adoption of e-learning technologies to remain in touch with their students. Consumption of online content has increased drastically during this period and many publishers have made their online resources available for free to students. Edtech companies are also using augmented reality and virtual reality in delivering learning content to K-12 students.

The demand for K-12 technology is expected to grow in the coming years. Both state and local institutions are reforming their approach around remote learning and investing in digital tools for such purpose. Parents are also preferring educational agencies which incorporate technology to educate the students.

Ed-Tech

Past few years has witnessed the emergence of Ed-Tech sector with enhanced learning opportunities for students. Though, formal education system in India is multi fold and regulated, the demand for informal education which includes supplemental learning tools, coaching classes, test preparation, vocational training etc. has grown up significantly in last five years as a result of introduction of education technology in India.

The closure of educational institutions due to the pandemic led the e-learning industry in India towards exponential growth, paving the way to revolutionize education and learning sector. Lockdowns increased the demand for Ed-Tech products in India manifold. In response to the growing demand, Ed-Tech players have scaled up their offerings and new players with innovative business models catering to unserved segments. Also, recently introduced NEP 2020 is expected to give stimulus to Ed-Tech, both in classroom and outside the classroom, due to increased focus on concept-based learning for students.

Following are the key highlights of India's EdTech industry:

- Total market size of US$10 Billion by FY 25
- More than 4,500 active Ed-Tech start-ups
- 39% anticipated compounded annual growth rate upto FY 2025

- Edtech firms raised $2.3 billion in 2020, the highest of all sectors, against $426 million in 2019

There has been a marked progress within the Indian Ed-tech industry to improve teacher's and student's interaction in to a virtual classroom. While these developments and technologies saw low adoption in the pre-COVID-19 world, several existing off-the-shelf advances have recently experienced a welcome adoption in educational institutions. Smart classrooms are making teaching more engaging and accessible to students – just like a classroom interaction. All competitive assessments are also being undertaken online.

The growth of Ed-Tech sector has coincided with increased internet penetration in the country, availability of cheaper smartphones and low data prices, particularly in Tier 3 & Tier 4 cities and Villages. The sector has also seen increased investor activity due to tremendous growth potential of the Ed-Tech players in India. Segments such as online tutoring, test preparation and STEM have witnessed increase in investments in the last few years. The pandemic has been a shot in the arm of Ed-Tech and we strongly believe that the current Ed-Tech product landscape will keep on evolving with new products focusing on providing more customised and personalised learning experience for users. India has emerged to be among the top three countries in the world after China and USA to get the venture capital funding in Ed-Tech sector.

Navneet Education Limited (NEL)

Navneet Education Limited is a purpose-driven organisation, doing what it takes to move the needle and promulgate knowledge. The Gala family established the brand in 1959 and since then have been a major force in the dissemination of knowledge to the little learners of India. We publish textbooks, workbooks, supplementary books, extracurricular activity books and general & children's books along with paper and non-paper stationery products. We also provide e-learning services in Gujarat and Maharashtra, through our wholly owned subsidiary, eSense Learning Pvt Ltd.

We have also been publishing textbooks, workbooks and extracurricular activity books under the brand 'Grafalco' and textbooks for CBSE and ICSE students under the 'Indiannica' brand. Furthermore, we are one of the largest manufacturers and exporters of paper-based scholastic and office stationery. Scholastic stationery is widely distributed in the domestic market under the brand name 'Youva'.

In the digital space, we have been providing various digital products under the brands' Top Scorer' and 'Top Class'. We have collaborated with around 4,000 schools to provide digital teaching solutions in classrooms. Products such as e-learning tablets, cloud-based interactive exams and application-based audio visuals have been identified as key growth areas.

We have a minority stake in K12 Techno Services Pvt. Ltd., which provides management services to around 35 schools, under 'Orchids, The International School' brand.

Business growth strategy

- Introduction of NEP: Any changes in the syllabus of State Board, CBSE and ICSE schools shall be a major growth driver. It does away with the old and second-hand books from trade as students must buy new supplementary books basis the revised syllabus. Likewise, introduction of NEP and suggested changes in curriculum will result in further growth for the publications business.

- CBSE-affiliated schools: With the rapid growth of CBSE schools in the country, the market for books pertaining to the syllabus will grow at a fast pace.

- CBSE pattern schools: A lot of English medium private state board schools (~94,000 in India) have started repositioning as CBSE pattern schools where they utilise private publishers' textbooks up to grade VIII.

- Demand for domestic stationery: Increasing number of schools, better standard of living as well as preference of premium quality products are some of the crucial factors that would drive demand.

- Exports stationery: India is known for quality and timely delivery of stationery. It is the preferred choice over other countries exporting stationery. We are one of the leading players in the segments and are ready to leverage the opportunity of exporting our stationery.

- Designing and implementing new methods of delivering products to its customers.

- Making technology and content acquisitions that complement our existing businesses.

- Introducing new products and services on physician and digital platform for both domestic and international markets.

NEL segments and outlook

Educational content publication segment

Educational textbooks and related supplementary material form the core of our business. This business is seasonal, with majority of sales occurring during the start of the academic year. Changes in the syllabus as directed by the state ensures that education boards play a significant role in ensuring students receive the right information periodically. These revisions motivate students to buy the latest books to keep themselves updated. This is a growth driver for NEL's educational content publishing sector. However, this year, the syllabus changed only marginally in the state-run schools of Maharashtra & Gujarat.

Revenue from the publication segment on a standalone basis de-grew 58% y-o-y to ₹ 29,464 Lakhs. Despite a challenging year, we are optimistic about the future. Our publication business depends on re-opening of schools. With the mass vaccination, we expect schools to re-open towards the end of 2021. Moreover, with the introduction of NEP, many new subjects and a change in curriculum will increase demand and help us grow.

Stationery segment – Domestic and exports

We offer an all-encompassing range of stationery products – both paper and non-paper. We cater to India's stationery needs and export our stationery products to the global market.

Our Domestic Stationery segment (paper and non-paper), which accounted for 15% of the total income on a consolidated basis during FY 2021, witnessed a de-growth of 53% on a y-o-y basis to ₹ 11,778 Lakhs on account of Covid-19 closures and same is expected to reverse with opening of schools and offices.

Overall, the Stationery Exports segment witnessed a 21% decline over FY 2020 and stood at ₹ 38,896 Lakhs. However, the revenue from exports is expected to remain steady in the short to medium term with a pick-up in demand from export markets, especially the US. Optimal working capital requirements are also expected to boost exports.

Stationery Exports will continue to grow at a good pace backed by orders. We have also expanded our product line for the international market to maintain the growth momentum. We also expect to receive more orders from international customers due to the rising trust in the quality of our products.

Unleashing Potential with Indiannica Learning Pvt. Ltd

Indiannica Learning is an integral part of our educational content and product portfolio. Furthermore, the vertical will be crucial in exploring new geographies in addition to keeping up with accelerated CBSE-based curriculum publishing.

Indiannica reported revenue of ₹ 3,106Lakhs in FY 2021, as against ₹ 5,497 Lakhs in FY2020. The impact of lockdown was immense on this segment as the Company lost revenue in Q4 FY 2021. The segment remains challenging owing to the increasingly competitive scenario. At the same time, the growing trend of schools switching from traditional state boards to CBSE boards poses an opportunity to this segment of our publication business in the long term.

To offset concentration risk, we have started diversifying through organic and inorganic routes. We are also focusing on providing digital solutions along with the changing syllabus to cater to the evolving needs of the students.

Digital Innovations to enable better learning

We have been a pioneer in offering and innovating the e-learning segment. 'Top-Class' is our first-of-its-kind digital classroom product, which has enhanced the overall learning experience for students with the help of a digital room that makes concepts clearer and more logical. 'Top-Scorer' is another offering directed towards providing an audio-visual learning mode to students, simplifying many complicated topics. In addition, Top Scorer comes with a unique teaching feature and provides test papers and analytics to prepare students for exams.

The strategy behind e-learning is to provide interactive and tailor-made solutions. eSense Learning Private Limited, our subsidiary, makes the modern method of e-learning easily accessible to students. The operational revenue of eSense stood at ₹ 1,037 Lakhs in FY 2021, which was lower than ₹ 2,058 Lakhs in FY 2020. The reduction again is on account of schools not re-opening. We have also started developing new, innovative products to cater to the CBSE segment. This will help us grow our business in the coming years.

School Management through K12 Techno Services Private Limited (K12 Techno)

The K-12 model is efficient for students of all ages before they move to higher education. The system offers unconventional practices to ensure systematic education of children from kindergarten to the 12th grade.

Through our subsidiary Navneet Learning LLP, we have 29.78% stake in K12 Techno, an associate company in its pursuit to enrich K-12 education. 'Orchids, The International School', operated by K12 Techno, is now a dominant player in providing management services in the direct education field.

During H1 FY2021, K12 Techno Services Private Limited received a fresh round of investment from Sofina capital (₹ 23,760 Lakhs for 15.73% ownership), which diluted existing investors' stock. Our Company's stake got diluted to 29.78% in H1 FY 2021 from 35.97% in FY 2020.

Key metrics and financial ratios (₹ in Lakhs)

Year ended March 31	2021	2020	2019
Total revenue	81,749	1,46,719	1,37,992
Operating expenses	(69,165)	(1,12,368)	(1,07,289)
EBITDA	12,585	34,351	30,703
Depreciation	(3,473)	(3,529)	(2,446)
EBIT	9,112	30,822	28,258
Finance cost	(684)	(1,307)	(1,186)
EBT	8,428	29,514	27,072
Tax	(2,265)	(7,579)	(9,324)
PAT	6,163	21,935	17,747
Capital employed	1,05,924	99,455	88,738
Net worth	1,03,886	96,572	87,196
Return on capital employed (%)	8.60	30.99	32.41
Return on net worth (%)	5.93	22.71	20.35

In FY 2021, we recorded a pre-tax profit of ₹ 8,428 Lakhs and post-tax profits of ₹ 6,163 Lakhs. The total comprehensive income for FY 2021 stood reduced to ₹ 7,314 Lakhs from ₹ 20,414 Lakhs in FY 2020.

NEL Dividend policy and five-years dividend history

Considering various financial parameters, internal, external and several other relevant factors, NEL may generally continue to pay minimum a 25% of its profit after tax as dividend to its shareholders. For FY2021, ₹1/- (50%) per share is recommended, if declared at the AGM would amount to ₹ 228 Lakhs constituting 37.10% of net profit.

Below is the dividend history for last 5 financial years

Year	Dividend type	% dividend declared
FY 2021	*Final	50
FY 2020	Second interim	25
	First Interim	125
FY 2019	Final	50
FY 2018	Final	75
FY 2017	Final	125

*recommended

Credit rating

During the year under review CRISIL Limited has reassigned CRISIL A1+ (pronounced CRISIL A one Plus) rating to the Commercial Paper programme of the Company. The instruments with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations.

During the year under review credit rating by CARE Ratings Limited has been changed to CARE AA+ (pronounced CARE Double A Plus) Negative from CARE AA+ Stable rating for the Long Term Bank facilities and A1+ (pronounced CARE A Plus) for Short Term Bank facilities of the Company. The bank facilities covered with this ratings are also considered to have strong degree of safety regarding timely payment.

Risk management

We have set up a well-structured risk management framework, to manage three types of risks – enterprise risks, process risks and compliance risks. We review the framework every year and make the necessary improvements and modifications.

- Enterprise risks: Enterprise risk management ensures that the Company continues to evaluate potential risks to its business and works towards eliminating them.
- Process risks: In process risk management, the internal audit department assures the effectiveness of the business and financial controls and processes in all key activities across the various businesses.
- Compliance risks: Compliance risk management comprises a detailed mechanism of assurances with respect to adherence of all laws and regulations, with a comprehensive reporting process that cascades upwards from accountable business line executives to our Audit Committee and then on to the Board of Directors.

Corporate social responsibility

We fulfil our responsibility towards the society by implementing various CSR activities in the areas of education, healthcare, rehabilitation, disaster relief and animal welfare. We also monitor on ground level the utilisation and channelisation of resources in most optimal manner and strive to ensure that the benefit of these initiatives reach the right people. We continue to use eco-friendly materials for most of our major products catering to environmental needs. This year, we contributed ₹ 5.49 crore towards our CSR projects.

Internal controls

Our internal control system is dependable, efficient and crucial to the success of our organisation. We review our numerous sectors and sales operations with the help of the internal control system. We deploy an effective internal control system that assures proper maintenance of internal audit controls, observing various operations, protecting assets and complying with regulations. The yearly internal audit covers important areas of business operations, identified by a team of experts. Each area is reviewed by internal auditors, Audit Committee and the Board. The Audit Committee considers the inputs from the internal auditors and advises ways to enhance the internal controls time and again.

Cautionary statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward-looking statements' within the meaning of applicable laws and regulations. The management has based these forward-looking statements on its current expectations and projections about future events. The management of NEL has prepared and is responsible for the financial statements that appear in this report. These are in conformity with the accounting principles generally accepted in India and therefore, may include amounts based on informed judgements and estimates. The management also accepts responsibility for the preparation of other financial information that is included in this report. Such statements involve known and unknown risks significant changes in political and economic environment in India or key markets abroad, tax laws, litigation, labour relations, exchange rate fluctuations, interest and other costs and may cause actual results to differ materially.

NOTICE

NOTICE is hereby given that the Thirty Fifth Annual General Meeting of the Members of Navneet Education Limited will be held on **Wednesday, 29th September, 2021** at 11.30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS :

1) To receive and adopt the

   (a) Audited Financial Statement of the Company for the Financial Year ended 31st March, 2021 including the Audited Balance Sheet as at 31st March, 2021 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and Independent Auditors thereon; and

   (b) Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2021 including the Audited Consolidated Balance Sheet as at 31st March, 2021 and the Consolidated Statement of Profit and Loss for the year ended on that date together with the Report of Independent Auditors thereon.

2) To declare a dividend for the Financial Year ended 31st March, 2021.

3) To appoint a Director in place of Shri Gnanesh D. Gala (DIN: 00093008), who retires by rotation, and being eligible, offers himself for re-appointment.

4) To appoint a Director in place of Shri Bipin A. Gala (DIN: 00846625), who retires by rotation, and being eligible, offers himself for re-appointment.

5) To appoint a Director in place of Shri Anil Swarup (DIN: 08502196), who retires by rotation, and being eligible, offers himself for re-appointment.

By Order of the Board of Directors
sd/-
Amit D. Buch
Company Secretary

Place: Mumbai
Date: 27th May, 2021

NOTES:

1) In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, AGM of the Company is being held through VC / OAVM.

2) Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3) Institutional/Corporate Shareholders (i.e. other than individuals/HUFs/NRIs etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to sunil@sunildedhia.com with a copy marked to investors@navneet.com

4) The Register of Members and the Share Transfer Books of the Company will remain closed from Thursday, 23rd September, 2021 to Wednesday, 29th September, 2021 (both days inclusive) for the purpose of payment of final dividend, if declared at the ensuing AGM and also for the purpose of AGM.

5) Pursuant to provisions of Section 205A and 205C of the Companies Act, 2013, the amount of dividend remaining unclaimed as unpaid for a period of seven

years from the date of transfer to the unpaid dividend account is required to be transferred to "Investor Education and Protection Fund" (IEPF) of the Central Government. Accordingly, the Company has transferred unclaimed or unpaid amounts of final dividend for the financial year 2012-13 to the IEPF. Dividend declared by the Company thereafter, is still lying in the respective unpaid dividend accounts of the Company. Members who have not yet encashed these dividend(s) are requested to contact Company's Registrar and Share Transfer Agents M/s. Link Intime India Pvt. Ltd.

Unclaimed final dividend for financial year 2013-14 is due for transfer to IEPF in November, 2021. Kindly note that no claim shall lie against the Company after the transfer of the said dividend amount to IEPF.

6) As per Section 125 of the Companies Act, 2013, and Investor Education and Protection Fund (IEPF) Rules, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

   The Members/ claimants whose shares and unclaimed dividend have been transferred to IEPF may claim the same by making an application to IEPF Authority in Form 5 (available on www. iepf.gov.in) along with requisite fees.

7) Change of Address/ Bank details: Members holding shares in physical form are requested to inform the Company's Registrar and Share Transfer Agents M/s. Link Intime India Pvt. Ltd. immediately of any change in their address and bank details. Members holding shares in dematerialised forms are requested to intimate all changes with respect to their address, bank details, bank mandate etc. to their respective Depository Participants. These changes will then be automatically reflected in the Company's records which would help the Company to provide efficient and better service to the Members.

8) Members holding shares in dematerialised form are requested to provide their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11digit IFS Code) with their Depository Participants. Members holding shares in physical form are requested to provide their latest Bank Account details (Core Banking Solutions enabled account number, 9 digit MICR and 11 digit IFS code) along with their Folio Number to Company's Registrar and Share Transfer Agents M/s. Link Intime India Pvt. Ltd.

9) The Securities and Exchange Board of India (SEBI) vide its earlier circulars has made the Permanent Account Number (PAN) as the sole identification number for all participants transacting in the security market, irrespective of the amount of the transaction. Members are requested to submit the PAN details to their respective Depository Participant in case of holdings in dematerialisation form or the Company's Registrar and Share Transfer Agent in case of holdings in physical form, mentioning the correct folio number.

10) As required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the relevant details of Directors and seeking appointment/ re-appointment at the ensuing Annual General Meeting are given in the note to the Notice of Annual General Meeting.

11) All documents referred in the accompanying Notice and statement setting out material facts are open for inspection at the Registered Office of the Company on all working days between 11.00 am and 1.00 pm up to the date of AGM.

12) Members desiring any information, as regards the Annual Accounts are requested to write to the Company at least ten days before the date of Annual General Meeting to enable the Management to keep the information ready.

13) In terms of Section 107 and 108 of the Companies Act, 2013 read with the Rules made thereunder, the Company is pleased to provide the facility to its Members holding shares in physical or dematerialised form as on the **cut-off date, being Wednesday, 22nd September, 2021** to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice and the business may be transacted through e-Voting Services provided by Company's Registrar and Share Transfer Agent namely M/s. Link Intime India Pvt. Ltd.

14) Details of the process and manner of e- voting is being sent to all the members along with the Annual General Meeting Notice.

15) In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, upon poll being demanded, in the larger interest of the Members, the Chairman may order a poll on his own motion or on demand at the Meeting in terms of Section 109 of the Companies Act, 2013 for all businesses specified in the Annual General Meeting Notice. For abundant clarity, in the event of poll please note that members who have exercised the right to vote by electronic means shall not vote by way of poll at the meeting. The voting right of the Members shall be in proportion to the shares of the paid up equity share capital of the Company, subject to the provisions of the Companies Act, 2013. The poll process shall be conducted and scrutinised and report thereon will be prepared in accordance with Section 109 of the Companies Act, 2013 read with the Rules made thereunder.

16) The Results declared along with Scrutinizer's Report(s) will be available on the website of the Company www.navneet.com , within two (2) days of passing of the resolutions and communication of the same to Bombay Stock Exchange Ltd. and National Stock Exchange of India Ltd.

17) Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

18) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

19) **Voting through electronic means:**

(A) In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to its members facility to exercise their right to vote at the 35th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited(CDSL).

The Instructions for e-voting are as under:

(I) In case of members receiving an e-mail:

(i) Log on to the e-voting website www.evotingindia.com.

(ii) Click on Shareholders / Members tab

(iii) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for "NAVNEET EDUCATION LIMITED".

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xviii) **Note for Non - Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUFs/NRIs etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(II) In case the shareholders receiving physical copy:

(i) Please follow all steps from (i) to (xvi) above.

(ii) The voting period begins on Saturday, 25th September, 2021 (9.00am) and ends on Tuesday, 28th September, 2021 (5.00pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 22nd September, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(iii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

20) During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".

21) Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

22) CS. Sunil M. Dedhia (COP No.2031), Company Secretary in Practice has been appointed as the Scrutinizer to scrutinize the e- Voting process in a fair and transparent manner.

23) The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e- Voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against , if any, forthwith to the Chairman of the Company.

24) The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's report shall be placed on the Company's website www.navneet.com and on the website of CDSL within two (2) days of passing of the resolutions at AGM of the Company and communicated to the BSE and NSE.

Instructions for Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the Scrutiniser during the Meeting, the Members who have not exercised their vote through the remote e-voting can cast their vote as under:

i) On the Shareholders VC page, click on the link for e-Voting "Cast your vote".

ii) Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered e-mail Id) received during registration for InstaMeet and click on 'Submit'.

iii) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

iv) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents No. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

v) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

vi) Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH INSTAMEET (VC/OVAM):

Members who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the Meeting.

Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the Meeting.

In case the Members have any queries or issues regarding e-voting, you can write an e-mail to instameet@linkintime.co.in or Call on 022-49186175.

Instructions for Members to attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under:

1) Members are entitled to attend the Annual General Meet ing through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/ OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

2) Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General

Meeting. Members with > 2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors, etc. may be allowed to the Meeting without restrictions of first come first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the Meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time.

3) Members will be provided with InstaMeet facility wherein they shall register their details and attend the Annual General Meeting as under:

   i) Open the internet browser and launch the URL for InstaMeet https://instameet.linkintime.co.in and register with your following details:

   a) Demat Account No.: Enter your 16 digit Demat Ac count Number or Folio Number registered with the Company

   b) PAN: Enter your 10 digit Permanent Account Number (PAN)

   c) Mobile No.

   d) Email ID

   ii) Click "Go to Meeting"

Note:

Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the Members have any queries or issues regarding e-voting, they can write an e-mail to instameet@ linkintime. co.in or Call on 022-49186175.

Instructions for Members to register themselves as Speakers during Annual General Meeting.

Members who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/ folio number, e-mail id, mobile number at nelagm@ navneet.com at least 7 days before the date of Annual General Meeting.

Members who would like to ask questions, may send their questions in advance mentioning their name, demat account number/ folio number, e-mail id, mobile number at nelagm@ navneet.com. The same will be replied by the Company suitably.

Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the Meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the Meeting.

By Order of the Board of Directors

sd/-

Amit D. Buch
Company Secretary

Place: Mumbai
Date: 27th May, 2021

Brief details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting(SS-2) issued by The Institute of Company Secretaries of India.

Particulars	Shri Gnanesh D. Gala	Shri Bipin A. Gala
Date of birth/ age	2-01-1963/58 years	22-12-1950/70 years
Date of Appointment on Board	1^{st} June, 2013	1^{st} June, 2013
Qualifications	B.Com.	Diploma in Printing Technology
Experience and expertise in specific functional areas	He heads key areas of finance, taxation and legal of the Company and has over three decades of experience in the corporate world during which he forged the strengths of the Company.	He oversees all matters pertaining to maintenance of old and setting up of new estates and plants of the Company.
Directorships held in other (excluding foreign) Companies	1) Shemaroo Entertainment Limited	Nil
Memberships/Chairmanships of Committees across public companies	Audit Committee 1) Shemaroo Entertainment Limited- Chairman	Nil
Number of shares held in the Company	31,85,676	22,37,516

Particulars	Shri Anil Swarup
Date of birth/ age	01-07-1958/ 62 years
Date of Appointment on Board	08^{th} August, 2019
Qualifications	M.A.(Political Science)
Experience and expertise in specific functional areas	Before joining the Indian Administrative Service (IAS) in 1981, he served the Indian Police Service for a year. As a civil servant, he held various assignments within both the State (Uttar Pradesh) and Central Government. He also served as Secretary to the Government of India in the Ministry of Coal where he handled the aftermath of the coal scam. Thereafter, he served as Secretary, School Education and Literacy where he attempted to foster public private partnership to improve the quality of school education. As a strategic thinker and an innovative leader, he won several other awards and nominations, including nominations for the Policy Change Agent by the Economic Times multiple times. He was selected as one of the 35 Action Heroes in India Today's 35^{th} Annual Edition.
Directorships held in other (excluding foreign Companies)	Nil
Memberships/Chairmanships of Committees across public companies	Nil
Number of shares held in the Company	Nil

Directors' Report

Dear Shareowners,

Your Directors present their thirty-fifth Annual Report along with the Audited Statement of Accounts of the Company for the Financial Year ended 31st March, 2021.

(1) FINANCIAL RESULTS : (₹ in Lakhs)

Particulars	STANDALONE		CONSOLIDATED	
	2020-21	2019-20	2020-21	2019-20
Revenue from Operations	**80,297**	**1,44,180**	**83,457**	**1,51,205**
Other Income	1,452	2,539	1,365	2,242
Total Revenue	81,749	1,46,719	84,822	1,53,447
Expenses	73,321	1,17,205	80,480	1,26,255
Profit Before Tax	8,428	29,514	4,342	27,192
Tax Expenses	2,265	7,579	3,284	7,461
Profit After Tax	6,163	21,935	5,591	19,724
Share of Profit/(Loss) of Associate			281	(6)
Other Comprehensive Income/(Expense)(net of tax)	1,151	(1,521)	1,177	(1,498)
Total Comprehensive Income for the year	**7,314**	**20,414**	**6,768**	**18,226**

(2) DIVIDEND :

Your directors recommended a final dividend of ₹ 1/- (50%) per share for the Financial Year 2020-21. The dividend so recommended, if declared works out to 44.70% of Net Profit of the Company. During the Financial Year 2019-20 the Company paid two interim dividends total amounting to ₹ 3/- (150%) per share. The Dividend Distribution Policy of the Company as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached. The said dividend distribution policy is attached and marked as **Annexure 'A'** and the same is also available on the website of the Company.

(3) OPERATIONS :

Your Company achieved a total revenue (including other income) of ₹ 81,749 Lakhs during the year under review as against ₹ 1,46,719 Lakhs achieved in the previous financial year 2019-20. The EBITDA for the year under review stood at ₹ 12,585 Lakhs as against ₹ 34,351 Lakhs in the previous year. After providing ₹ 3,473 Lakhs towards depreciation, ₹ 2,568 Lakhs for income tax, ₹ 249 Lakhs deferred tax Income and ₹ 54 Lakhs as short provision of tax of earlier years, your Company achieved Net Profit before OCI of ₹ 6,163, Lakhs for the year ended 31st March, 2021 as against ₹ 21,935 Lakhs achieved in the previous year on standalone basis.

(4) PERFORMANCE OF DIVISIONS :

Content Publishing Division:

Your Company's content publishing business clocked a turnover of ₹ 29,464 Lakhs during the year under review as compared to ₹ 69,875 Lakhs achieved in the previous Financial Year. There was a de-growth of about 58 % over the last year.

Stationery Division:

Your Company's Stationery division achieved a turnover of ₹ 50,674 Lakhs as against turnover of ₹ 74,124 Lakhs of the previous Financial Year 2019-20.

(5) FINANCING :

During the year under review, the Company has issued Commercial Papers (CPs) to meet working capital requirements. As on 31st March, 2021, the outstanding amount of CPs was nil. The other financing requirements of the Company has been met through working capital loans from multiple banks.

(6) BUY BACK OF SHARES :

The Board of Directors approved the buyback of fully paid-up equity shares having face value of ₹ 2/- (Rupees two only) each at a price not exceeding

₹ 100/- (Rupees Hundred Only) per Equity Share and for an aggregate amount not exceeding ₹ 50,00,00,000/- (Rupees Fifty Crore Only) from the shareholders of the Company excluding promoters, promoter group and persons who are in control of the Company, payable in cash from the open market through the stock exchange mechanism as provided under the SEBI (Buy back of Securities) Regulations and the Companies Act. The indicative maximum number of Equity Shares to be bought back would be 50,00,000 which is 2.18 % of the total number of paid-up Equity Shares of the Company as on 31st March, 2021.

(7) DIRECTORS' RESPONSIBILITY STATEMENT :

As required under Section 134(3) (c) of the Companies Act, 2013 your Directors hereby state:

- that in the preparation of annual financial statements for the year ended 31st March, 2021, the applicable Indian Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- that the Directors had selected such accounting policies and applied them consistently and 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 at the end of the financial year and of the profit and loss of the Company for that period;
- that the Directors had taken proper and sufficient care 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;
- that the Directors had prepared the annual accounts on a going concern basis;
- the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

(8) DIRECTORS :

Shri Gnanesh D. Gala (DIN: 00093008), Shri Bipin A. Gala (DIN: 00846625) and Shri Anil Swarup (DIN: 08502196) Directors of the Company, retire by rotation and, being eligible offer themselves for re-appointment. Your Directors recommend their re-appointments.

(9) RISK MANAGEMENT POLICY:

During the year under review, the Company has identified and evaluated elements of business risk. Business risk, *inter-alia,* includes fluctuations in Foreign Exchange, Regulatory Risk, Competition from other players and High Input Costs. The Risk Management Framework defines the risk management approach of the Company and includes periodic review of such risk and also documentation, mitigating controls and reporting mechanism of such risks. The Board of Directors and senior management team currently assess the operations and operating environment to identify potential risks and take necessary action to mitigate the same. As required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formed Risk Management Committee to discuss, identify evaluate and mitigate the various business risks that the company may face during its functioning.

(10) CORPORATE SOCIAL RESPONSIBILITY:

Your Company has contributed towards development in the sectors of health and medical care, education improvement, Sports and animal welfare.

DISASTER MANAGEMENT - PANDEMIC COVID INTERVENTION

The migrant workers and daily wage earners were the first groups that faced the impact of Lockdown that was brought in as necessary measure to combat the virus spread. With loss of job, they lost the source of food. Immediately kitchens were setup in Mumbai and Gujarat to cook healthy and hygienic food for the daily-wage and migrant workers. The department of Police supported the drive for food distribution in various communities. Healthy food kits with rice, wheat flour, dals, sugar, oil and Indian spices were distributed amongst most needy communities. During the relief period 44,316 families were supported with food supplies in the regions.

The front line workers, who were risking their lives while treating the COVID positive patients, were helped by providing them with complete safety kits. As the severity of the virus resulted in increase in deaths, support was extended by providing lifesaving drugs to government hospitals.

The lock down resulted in many losing their jobs. Families found it difficult to meet the daily needs. Such 2,000 families were provided with financial support to manage their expenses for kitchen, rentals, maintenance, and others. School fees for 3,227 children from 80 villages in rural parts of Maharashtra and Gujarat were paid as their parents lost their jobs.

Treatment of COVID was supported for 402 patients at hospitals and COVID centres. Two Blood plasma donation camps organised by an organisation was supported which resulted in 53 donors coming forward to help other COVID patients treatment.

HEALTH AND MEDICAL INTERVENTION

Medical Camps to screen and treat various ailments in rural Gujarat provided access to 245 patients who availed pre-surgery diagnostic services and those requiring treatment and surgeries were admitted in camp hospital facility. Such 471 sonography tests and 3,760 X- rays were done at the camp. The diagnostic tests helped 27 patients identify need for surgeries. camp. At other medical camp, 591 cataract surgeries and 350 heart surgeries were performed in rural areas reaching to the unreached communities.

The underpriviledged communities in 53 villages were supported by contributing to 3,306 families given medical insurance premium.

Blood kits for transfusion for 145 Thalessemic patients were supported, while 35 special needs girls were provided with food support at their shelter providing special education and vocation training. Fifty three patients under treatment for tuberculosis were provided with nutritious and supplementary food kits every month throughout the year. Every single day, 500 families from Rural village in Kutch, Gujarat were provided with buttermilk. 7,30,000 ltrs of butter milk was distributed during the year.

EDUCATION

Coaching and mentoring was provided to 447 underprivileged youth who aspiring to pursue careers in administrative and civil services. Education fees paid for 323 children belonging to needy families, 31 children who were under treatment for cancer and for 35 girls pursuing higher studies and receiving mentoring and coaching during the year. Vocational training in tailoring was provided to 80 young girls and women in Mumbai to help them become financially independent. Motivational learning books were distributed in 400 libraries of Gujarat. English learning program witnessed participation of 900 children. Other 600 children in Gujarat were given books and school kits. Two schools in Gujarat that served the underprivileged children were repaired and necessary maintenance was done.

During lockdown, methods of learning and teacher changed and there was need for online teaching methods. 'NavDisha' program through web portal was launched to equip the teachers to meet these changes that were brought in by pandemic. More than 1 Lakh teachers participated in various 35 webinars, workshops and training on conducting online curriculum learning were organised to empower teachers to manage learning and students during crisis. Various webinars were conducted to enable teachers to continue provide quality education through digital platforms and develop professional skills of teachers. This platform helped update on important developments and recent changes in the education system.

ANIMAL WELFARE

Due to lockdown, people have not been able to reach out to distressed animals and birds for food. Fodder was provided for 250 cattle in a shelter while 500 birds were fed in Mumbai during lockdown. Other 150 animals were provided with medical treatment at centre. More than 188 organisation providing food, medical care and shelter to more than 10,000 cattle and animals were supported.

COMMUNITY AND TRIBAL DEVELOPMENT

Core value of community development programs were participation and sustainable development programs. Community intervention programs focused in development of skills amongst the tribal villagers. It also included increase in access to resources for health and income generation sources. The program was implemented in Maharashtra, Assam, Bihar and Meghalaya. The process of intervention involved community need assessment by Participatory Rural

Appraisal. Meetings with tribal community were organised to understand their problems and involve them in building strategies to meet the needs.

In another initiative, 3,000 women were supported to expand their Dairy business by opening three retail shops for sale of milk and milk products at Lonavala, Pune and Talegaon in the State of Maharashtra.

Primary Health Care centre providing medical services to the tribal community near Mumbai was supported in an initiative to develop herbal garden. This garden is accessible to the villagers with 107 medicinal and herbal plants.

SPORTS DEVELOPMENT

Two badminton players, Naisha Bhatoye and Pranay Shettigar under 16 years of age were supported for their training, health and fitness care. Diya Chitle, tennis player under 18 of age was supported for International and domestic training and tournaments, Foreign Coaching, and Nutrition, Medical tests and assessments. Mountaineer Keval Kaka was supported in completing Tri summit, the first ever Indian conquered 3 peaks above 8000m viz Mt. Makalu (8485 m); Mt. Kangchenjunga (8586 m); Mt. Annapurnal (8091 m).

CSR annual report is annexed as Annexure 'B' and forms an integral part of this Report.

(11) NOMINATION AND REMUNERATION POLICY:

In compliance with the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has laid down a Nomination and Remuneration Policy (NRC Policy) which has been uploaded on the Company's website.

The salient features of the NRC Policy are as under:

i) Setting out the objectives of the Policy;

ii) Definitions for the purposes of the Policy;

iii) Policy for appointment and removal of Director, KMP and Senior Management ;

iv) Policy relating to the Remuneration for the Managerial Personnel, KMP, Senior Management Personnel;

v) criteria for selection and appointment of Board members.

(12) BOARD MEETINGS :

Five (5) Board Meetings were held during the Financial Year ended 31st March, 2021. The details of the Board Meetings with regard to their dates and attendance of each of the Directors thereat have been provided in the Corporate Governance Report.

(13) INTERNAL CONTROL SYSTEM AND ITS ADEQUACY:

Your Company has maintained a proper and adequate system of internal controls. The Company's internal control procedures which includes internal financial controls, ensure compliance with various policies, practices and statutes and keeping in view the organisation's pace of growth and increasing complexity of operations. This ensures the safeguarding of assets and properties of the Company and protects against unauthorised use and disposal of the assets. Your Company's internal control systems commensurate with the nature and size of its business operations. The internal auditor's team carries out extensive audits throughout the year across all locations and across all functional areas and submits its reports to the Audit Committee of the Board of Directors .

(14) INDEPENDENT DIRECTORS :

The Company has received declarations / confirmations from all the Independent Directors of the Company as required under Section 149(7) of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that they meet and are in compliance with the criteria of independence as laid down in Section 149(6) of the Companies Act,2013.

(15) RELATED PARTY TRANSACTIONS:

All related party transactions entered into during the FY 2020-21 were on an arm's length basis and in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large.

All related party Transactions are presented to the Audit Committee. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis, specifying the nature, value and terms and conditions of transactions.

The details of related party transactions are provided in the accompanying financial statements. Since all related party transactions entered into by the Company were in ordinary course of business and on an arm's length basis, Form AOC–2 is not applicable to Company.

(16) PERFORMANCE OF SUBSIDIARIES:

a) eSense Learning Private Limited

Your Company's wholly owned subsidiary Company namely eSense Learning Private Limited is focussed on providing digital education through eLearning solutions to students in India. The revenue of this subsidiary stood at ₹ 1,037 Lakhs for FY21 as compared to ₹ 2,058 Lakhs in the previous year. The loss (before tax and OCI) of the subsidiary increased to ₹ 1,428 Lakhs in FY21 as compared to loss of ₹ 684 Lakhs in the previous year. The subsidiary company continues its focus on scaling up quality of revenues and focusing on B2B model for sustainable growth.

b) Indiannica Learning Private Limited

Indiannica Learning Private Limted, your Company's another wholly owned subsidiary focuses on enriching the learning experiences in CBSE/ ICSE curriculum. The revenue of this subsidiary stood at ₹ 3,106 Lakhs for FY 21 as compared to ₹ 5,497 Lakhs in the previous year. The Company posted a loss (before tax and OCI) of ₹ 2,627 Lakhs in FY21 as compared to a loss of ₹ 1,834 Lakhs in the previous year.

c) Navneet (HK) Limited

This subsidiary was incorporated in January, 2017. Your Company holds 70% of its paid up equity share capital. This subsidiary achieved turnover of ₹ 211 Lakhs in FY 21.

d) Navneet Learning LLP

The Company holds 93% of voting rights and equivalent share in profit/loss in Navneet Learning LLP ('the LLP'). After considering administrative expenses, the LLP incurred loss of ₹ 20,025/- for the Financial Year ended 31st March, 2021.

e) Navneet EduTech LLP

Navneet EduTech LLP (LLP) is incorporated on 30th March, 2021. This LLP has been incorporated to setup, own and operate Technology based or driven education in India. The Company's committed contribution is ₹ 24 Crore (96%) out of the total capital contribution of the LLP of ₹ 25 Crore. The LLP is newly incorporated and therefore the turnover of the LLP as on 31st March, 2021 is nil.

(17) CONSOLIDATED FINANCIAL STATEMENT :

Your Directors have pleasure in presenting Consolidated Financial Statement which form part of the Annual Report and Accounts.

(18) LISTING OF SECURITIES :

The equity shares of the Company are listed on the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) with security ID 508989 and symbol of NAVNETEDUL respectively.The outstanding Commercial Papers issued are listed on NSE under separate security ID for each tranche. The Company confirms that the annual listing fees to both the stock exchanges for the Financial Year 2021-22 have been paid.

(19) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of loans, guarantees or investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the note number 47 to the financial statement.

(20) BOARD EVALUATION:

Pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 a structured questionnaire was prepared after taking into consideration various aspects of Board's function, composition of the Board and its committee, culture, execution and performance of specific duties, obligations and governance.

The following were the Evaluation Criteria:

a) For Independent Directors: -

and Skills - Professional Conduct - Duties, Role and Functions - Fulfillment of the Independence Criteria; and

b) For Executive Directors: -

Performance as Team Leader/Member - Evaluating Business Opportunity and analysis of Risk Reward Scenarios - Set Key Goals and Achievements - Professional Conduct and Integrity - Sharing of Information with the Board.

The Board of Directors expressed its satisfaction with the evaluation process.

(21) REPORTING OF FRAUDS:

There was no instance of fraud during the year under review, which required the Statutory Auditors to report to the Audit Committee and/ or Board under Section 143(2) of the Companies Act, 2013 and Rules framed thereunder.

(22) TRANSFER OF SHARES TO IEPF:

During the financial year under review the Company transferred 65,822 equity shares to Investor Education and Protection Fund Authority (IEPF) as required under Section 124 of the Companies Act, 2013 in respect of which dividend has not been encashed by the shareholders for seven consecutive years or more. Details of the shares so transferred have been uploaded on the website of IEPF as well as the Company.

(23) WHISTLE BLOWER POLICY:

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Vigil Mechanism or Whistle Blower Policy for directors, employees and other stakeholders to report genuine concerns has been established. The same is uploaded on the website of the Company.

(24) ANNUAL RETURN :

The details forming part of the extract of the Annual Return in the Form MGT-9 as required under Section 92 of the Companies Act, 2013 is included in the report as **Annexure 'C'** and forms part of this Report.

(25) SECRETARIAL AUDIT :

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel)Rules, 2014 and amendments thereto, your Company engaged the services of CS Sunil M. Dedhia (COP No. 2031), Proprietor of Sunil M. Dedhia & Co., Company Secretary in Practice to conduct the Secretarial Audit of the Company for the Financial Year ended 31st March, 2021.The Secretarial Audit Report in Form MR- 3 is attached as **Annexure 'D'** forming part of this Report.

As regards other observations in Clause (ii) sub clause (i) and (ii), the same are self explanatory and warrant no further clarifications.

(26) SUBSIDIARY COMPANY :

The Company does not have any material subsidiary whose net worth exceeds 10 % of the consolidated net worth of the Company in the immediately preceding accounting year or has generated 10 % of the consolidated income of the company during the previous financial year. A statement containing salient features of the financial statement of subsidiary company in the prescribed format AOC-1 is included in the report as **Annexure 'E'** and forms part of this Report.

(27) FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS :

The Company has a familiarisation programme for Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the business models of the Company etc. and the same is available on the website of the Company.

(28) REGISTRATION OF INDEPENDENT DIRECTORS ON 'DATABANK OF INDEPENDENT DIRECTORS' :

As per the notification issued by the Ministry of Corporate Affairs namely Companies (Creation and Maintenance of databank of Independent Directors) Rules, 2019 and Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019 in respect of compliances for independent Directors which have come into effect from 1st December, 2019, all Independent Directors of your Company have registered themselves with the 'Databank for Independent Directors' created and maintained by the Indian Institute of Corporate Affairs website.

(29) CORPORATE GOVERNANCE :

A report on Corporate Governance as stipulated under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith requisite certificate obtained from M/s. N A Shah Associates LLP, Statutory Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached and forms part of this Report marked as **Annexure 'F'**.

(30) TRANSFER TO GENERAL RESERVES :

The Company has not transferred any amount to General Reserves and retained the profits in Retained Earnings.

(31) AUDITORS :

Pursuant to provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s N.A. Shah Associates LLP (Firm Registration No. 116560W/W100149), Chartered Accountants were appointed as Statutory Auditors of the Company to hold office from the conclusion of 31st Annual General Meeting (AGM) until the conclusion of 36th AGM, subject to ratification by shareholders at every subsequent AGM.

Amended provisions of Section 139 of the Act vide Companies (Amendment) Act, 2017 notified from 7th May, 2018 no longer requires ratification of appointment of Auditors by members at every subsequent Annual General Meeting (AGM). In view of this, appointment of Auditors is not required for ratification at this AGM.

M/s N. A. Shah Associates LLP, (Firm Registration No. 116560W/W100149), Chartered Accountants have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company.

(32) COMMENTS ON AUDITORS' REPORT:

There are no qualifications, reservations or adverse remarks or disclaimer made by the Statutory Auditors in their report requiring explanation or comments from the Board of Directors as required under Section 134(3) of the Companies Act, 2013.

(33) BUSINESS RESPONSIBILITY REPORT (BRR):

Based on market capitalization criteria as on 31st March, 2020, Business Responsibility Report (BRR) is applicable to your Company which would form part of the Annual Report of the Company for the Financial Year 2020-21.

The BRR of the Company for the year ended 31st March, 2021 is attached herewith and marked as **Annexure 'G'**.

(34) PARTICULARS OF EMPLOYEES:

Disclosure pertaining to remuneration as per Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **Annexure 'H'** to this report. However, as per the provisions of Section 136(1) of the Companies Act, 2013, this Report is sent to the shareholders excluding the said information. Any shareholder interested in obtaining such information may write to the Company Secretary at the Registered Office of the Company.

(35) MANAGEMENT DISCUSSION AND ANALYSIS :

As per Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis report forms part of this Report.

(36) CREDIT RATING:

During the year under review CRISIL Limited has reassigned CRISIL A1+ (pronounced CRISIL A one Plus) rating to the Commercial Paper programme of the Company. The instruments with this rating are considered to have very strong degree of safety regarding timely payment of financial obligations.

During the year under review credit rating by CARE Ratings Limited has been changed to CARE AA+

(pronounced CARE Double A Plus) Negative from CARE AA+ Stable rating for the Long Term Bank facilities and A1+ (pronounced CARE A Plus) for Short Term Bank facilities of the Company. The bank facilities covered with this ratings are also considered to have strong degree of safety regarding timely payment.

(37) SIGNIFICANT OR MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS :

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

(38) NUMBER OF CASES FILED AND THEIR DISPOSAL UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. The details of number of complaints pending at the beginning of the financial year, received during the financial year and pending as on end of financial year is as under:

Particulars	Number of Complaints
Number of complaints pending as on the beginning of the financial year	Nil
Number of complaints filed during the financial year	Nil
Number of complaints pending as on the end of the financial year	Nil

(39) MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statement relate and the date of report.

(40) DEPOSITS:

During the year under review, your Company did not accept any deposits within the meaning of the provisions of Chapter V - Acceptance of Deposits by Companies read with the Companies (Acceptance of Deposits) Rules, 2014.

(41) OTHER DISCLOSURES:

a) During the financial year under review, the Company has not issued equity shares with differential voting rights as to dividend, voting or otherwise.

b) During the financial year under review, the Company has not issued any sweat equity shares.

c) Details of shares held in trust for the benefit of employees where the voting rights are not exercised directly by the employees in terms of Section 67 of the Companies Act, 2013 - Not applicable

d) The Company was not required to revise its financial statements or Directors' Report during the financial year under review in terms of Section 131 of the Companies Act, 2013.

(42) DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO :

(A) CONSERVATION OF ENERGY

Company's plant was designed to achieve high efficiency in the utilisation of energy. The key areas with regards to reduction of energy are identified and constant efforts are made towards energy conservation.

(B) TECHNOLOGY ABSORPTION, ADOPTATION AND INNOVATION

Research & Development

(1) Efforts in brief towards technology absorption, adaptation & innovation

Through visits of technical personnel to developed Western countries, your Company keeps abreast with the advanced Technology Development and through specific programmes introduces, adopts and absorbs these sophisticated technologies.

(2) Benefits derived as a result of the above efforts

In view of the above, your Company has been able to achieve a higher production, accuracy and perfection in printing.

(3) In case of Imported Technology

(i)	Technologies Imported	None, your Company has not imported any technology
(ii)	Year of Import	
(iii)	Has the technology been fully absorbed?	

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company's export turnover has been ₹ 37,659 Lakhs.

Total Foreign Exchange earned and used :

(i) Foreign Exchange earned : ₹ 37,406 Lakhs

(ii) Foreign Exchange used : ₹ 1,548 Lakhs

(43) ACKNOWLEDGEMENT :

The Board of Directors take this opportunity to thank Company's customers, vendors, investors, bankers, central and state governments and all other regulatory authorities for their continued support extended to the Company during the year. The Board of Directors place on record its appreciation towards employees of the Company at all levels for their hard work, solidarity, cooperation and support given during the year under review.

For and on behalf of the Board of Directors

sd/-

Kamlesh S. Vikamsey
Chairman

Place : Mumbai
Date : 27th May, 2021

Annexure 'A' - Dividend Distribution Policy

INTRODUCTION

Regulation 43 A of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), mandates top 500 listed entities, determined on the basis of their market capitalization as calculated on 31st March every financial year to formulate a Dividend Distribution Policy.

In compliance with Regulation 43 A of the Listing Regulations, the Company has framed this Dividend Distribution Policy ('Policy').

DEFINITIONS:

- Financial Year, shall have the same meaning defined under Section 2(41) of the Companies Act, 2013 and any amendment thereto.
- Dividend includes interim dividend.
- Board of Directors means the collective body of directors of the Company.
- Company shall have the same meaning as defined under Section 2(20) of the Companies Act, 2013 and any amendments thereto.
- Profit shall mean profit after tax and deferred tax.

PURPOSE

This Policy reflects the intent of the Company to reward to its shareholders by sharing the portion of its distributable profit after retaining sufficient fund for its future growth and maintaining the financial soundness of the Company. The purpose of this Policy is also to lay down the criteria to be considered by the Board of Directors of the Company ('the Board') in taking decision for recommending dividend to its shareholders for any Financial Year.

APPLICABILITY

This Policy shall not apply to determination and declaration of dividend on preference shares, if any, issued or to be issued by the Company since dividend on preference shares will always be as per the terms of issue approved by the shareholders.

REGULATORY FRAMEWORK

The Dividend, if any, declared by the Company shall be governed by the provisions of the Companies Act,2013 read with the Companies(Declaration of Payment of Dividend) Rules,2014, the Listing Regulations and the provisions of Articles of Associations of the Company, as in force from time to time('the Applicable Laws').

THE INTERNAL AND EXTERNAL FACTORS THAT SHALL BE CONSIDERED FOR DECLARATION OF DIVIDEND:

Subject to the provisions of the Applicable Law, the Company's dividend payout will be determined based on available financial resources, growth/ investment requirements and fair shareholder return. The Company will broadly take into consideration the following financial parameters and/or internal and external factors to determine whether or not to declare dividend or to determine quantum of the dividend to be declared.

INTERNAL FACTORS

- Profit earned during the Financial Year and the retained profit of the previous years in accordance with the provision of Section 123 and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder;
- Cash flow position of the Company and the debt equity ratio;
- Retained earnings;
- Reserves and Surplus;
- Projection with regard to the performance of the Company;
- Fund requirement to finance capital expenditure;
- Funds requirement to finance any organic/ inorganic growth opportunities or to finance working capital needs of the Company;
- Opportunities for investment of the fund of the Company to capture future growth and current and future leverage;
- Dividend payout history.

EXTERNAL FACTORS

- Business cycle and long term/ shot term industry outlook;
- Cost of external financing;
- Changes in the government policy, rate of inflation and taxes structure etc.;
- Quantum of dividend pay out by others comparable concerns etc.

The Company has been historically paying minimum 25% of its profit after tax as dividend to its shareholders. Considering various financial parameters, internal and external factors and several other relevant factors, the Company may generally continue to pay minimum 25% of its profit after tax as dividend to its shareholders.

CIRUCUMSTANCES UNDER WHICH THE SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND

The Company has been consistently paying out dividend to its shareholders and can be reasonable expected to continue in future as well, unless the company is restrained to declare the dividend due to insufficient profit or due to any of the internal and external factors listed above.

Further,

Though the Company endeavors to declare the dividend to the shareholders, the Board may propose not to recommend dividend after analysis a various financial and other parameters including those listed above, cash flow position and fund required for future growth and capital expenditure or instead of a proposal to utilize excess cash for buy back of existing share capital.

POLICY AS TO HOW THE RETAINED EARNINGS SHALL BE UTILISED:

The profit being retained in the business shall be continued to be deployed in business for meeting the operating expenses, capital expenditure, augmentation of working capital including servicing of term loan, cash outflow for business growth and potential acquisition, if any, does contributing to the growth of the business and operations of the company.

The company stands committed to deliver sustainable to all its stakeholders.

AMENDMENTS AND UPDATIONS

To the extent any change / amendment is required in terms of any applicable law or change in regulations, the regulation shall prevail over this policy. In such a case the provisions in this policy would be modified in due course to make it consistent such amended law and the amended policy shall be placed before the board for noting and necessary ratification.

PARAMETERS THAT SHALL BE ADOPTED WITH REGARD TO VARIOUS CLASSES OF SHARES:

The holders of the equity shares of the Company as per the paid - up equity share Capital, on the record date/book closure date(s), are entitled to receive dividends. The other class of shares for example Preference Shares,if any, or shares with differential voting rights, if any, will be governed by the terms of the issue of such shares. Any convertible instruments into equity share that may be issued by the Company shall be entitled for dividend only upon conversion into equity share.

REVIEW OF POLICY

The Board of Directors will review the policy periodically and consider modifying, amending, deleting any of the provisions of this policy. If the Board , at any time, proposes to declare dividend on the basis of criteria other than those specified in this Policy, proposes to modify any of the criteria, then it shall disclose such changes, along with the rationale for the same .

DISCLAIMER

This policy does not purport to solicit investment in the Company's equity shares nor this policy purports to provide any kind of assurance to shareholders of any guaranteed returns (in any form), for investments in the Company's equity shares.

Annexure 'B' - Corporate Social Responsibility

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1	A brief of the Company's CSR policy,including overview of projects or programmes proposed to be undertaken and a reference to the web - link to the CSR policy and projects or programs and the Composition of SCR Committee	Refer Corporate Responsibility Section of Director's Report and Management Discussion & Analysis.The CSR policy approved by the Board of Directors has been uploaded on the Company's website.The web link is http:// www.navneet.com/policy/CSR-Policy.pdf.
2	Composition of CSR Committee	Dr. Vijay B. Joshi - (Independent Director) Smt. Usha Laxman - (Independent Director) Shri Bipin A. Gala - (Whole -Time Director) Shri Anil D. Gala - (Whole - Time Director)
3	Average net profit of the Company for last three financial years	₹ 27,420 Lakhs
4	Prescribed CSR expenditure (two percent of the amount as in item 3 above)	₹ 548 Lakhs
5	Details of CSR spent during financial year	₹ 549 Lakhs
	Total amount to be spent for the financial year	
6	Amount unspent, if any	Nil
7	Manner in which the amount spent during the financial year	Details given below

Sr. No.	Project/Activities	Sector in which project is undertaken	Location where the project is undertaken (Local Area/ District)	Amunt Outlay (Budget) Project or program wise (₹)	Amount spent on the project or programs (1) direct expenditure on projects or programs (2) overheads (₹)	Cumulative expenditure upto the reporting period (₹)	Amount spent: Direct or through implementing agency
1	Disaster Management	Health (Covid19)	Maharashtra	1,88,20,015	1,88,20,015	1,88,20,015	Implementing agency*
2	Health care and medical services	Medical and health services	Gujarat & Maharashtra	1,45,63,648	1,45,63,648	1,45,63,648	Implementing agency*
3	Education aid, teacher's skill development, digital education facility development	Education	Gujarat & Maharashtra	1,26,75,936	1,26,75,936	1,26,75,936	Implementing agency*
4	Medical services, food for distressed animals	Animal welfare	Gujarat & Maharashtra	47,08,000	47,08,000	47,08,000	Implementing agency*
5	Environment conservation,sports and others	Others	Maharashtra	41,41,360	41,41,360	41,41,360	Implementing agency*
		Total		**5,49,08,959**	**5,49,08,959**	**5,49,08,959**	

*Details of Implementing agencies: Navneet Foundation, BAPS

8 The CSR Committee Chairman confirm that the implementation and monitoring of CSR Policy is in compliance with the CSR objectives and policy of the Company.

	sd/-	sd/-
Place:Mumbai	**Dr. Vijay B. Joshi**	**Kamlesh S. Vikamsey**
Date: 27th May, 2021	Chairman CSR Committee	Chairman

Annexure 'C'- Extract of Annual Return

FORM NO.MGT-9
Extract of Annual Return as on the financial year ended on 31st March, 2021
(Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014)

I REGISTRATION AND OTHER DETAILS :

(I)	CIN	L22200MH1984PLC034055
(II)	Registration Date	18th September, 1984
(III)	Name of the Company	Navneet Education Limited
(IV)	Category/Sub-Category of the Company	Public Company Limited by Shares
(V)	Address of the Registered office and contact details	Navneet Bhavan, Bhavani Shankar Road, Near Shardashram Society, Dadar (West), Mumbai-400028. Telephone - 022 - 66626565 Fax - 022 - 66626470 Email - secretarial@navneet.com, Website - www.navneet.com
(VI)	Whether listed company	Yes
(VII)	Name,Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited C- 101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400083 Tel : +9122 49186000 Fax : +912249186060 Email - mt.helpdesk@linkintime.co.in, Website - www.linkintime.co.in

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	The Company is engaged in the business of publication of education and non-education books and manufacture of paper and non-paper stationery products	Publication NIC code -5811 Stationery NIC code : 17099	Publication - 36.69 Stationery - 63.11

III PARTICULARS OF HOLDINGS,SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	eSense Learning Private Limited Navneet Bhavan, Bhavani Shankar Road, Near Shardashram Society, Dadar (West), Mumbai-400028	U72200MH2008PTC181531	Subsidiary	100	2(87)
2	Indiannica Learning Private Limited A-41 Ground Floor, (L2), Mohan Co-operative Industrial Estate, Main Mathura Road, New Delhi - 110 044	U22110DL1998PTC094399	Subsidiary	100	2(87)

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
3	Navneet Learning LLP Navneet Bhavan, Bhavani Shankar Road, Near Shardashram Society, Dadar (West), Mumbai-400028	AAA-3855	Subsidiary	93	2(87)
4	Navneet (HK) Limited Room 718, Metro Centre II, 21, Lam Hing Street, Kowloon Bay, Kowloon, Hong Kong	2480211	Subsidiary	70	2(87)
5	K12 Techno Services Private Limited 4/1, Trintera Building, New BWL Road, Mayuri Signal,AG'S Layout, Mathikere, Bangalore KA 560054	U80101KA2010PTC072102	Associate (see note below)	27.69	2(6)
6	Navneet EduTech LLP Floor G2,Plot 435, Navneet Bhavan, Baburao Parulekar Marg, Dadar (West), Mumbai -400028	AAW-5364	Subsidiary	96	2(87)

Note : The Company is holding 93% of voting rights and equivalent share in profit/loss in Navneet Learning LLP ('the LLP') and the LLP holds 29.77% in K 12 Techno Services Private Limited ('K12'). As per Indian Accounting Standard, the Company has an indirect control (through the LLP) on K 12 and therefore K 12 becomes an Associate Company of the Company.

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

i) Categaory - wise share Holding

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year - 01st April, 2020				Shareholding at the end of the year -31st March, 2021				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	**Shareholding of Promoter and Promoter Group**									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	5,06,28,149	0	5,06,28,149	22.13	5,05,06,360	0	5,05,06,360	22.08	-0.05
(b)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Any Other (Specify)									
	Promoter Trust	9,14,19,090	0	9,14,19,090	39.94	9,14,19,090	0	9,14,19,090	39.94	0.00
	Corporate Body	7,20,813	0	7,20,813	0.31	7,20,813	0	7,20,813	0.31	0.00

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year - 01st April, 2020				Shareholding at the end of the year -31st March, 2021				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
	Sub Total (A)(1)	**14,27,68,052**	**0**	**14,27,68,052**	**62.38**	**14,26,46,263**	**0**	**14,26,46,263**	**62.33**	**-0.05**
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0	0	0	0	0	0
(b)	Government	0	0	0	0	0	0	0	0	0
(c)	Institutions	0	0	0	0	0	0	0	0	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0
(e)	Any Other (Specify)	0	0	0	0	0	0	0	0	0
	Sub Total (A)(2)	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	**14,27,68,052**	**0**	**14,27,68,052**	**62.38**	**14,26,46,263**	**0**	**14,26,46,263**	**62.33**	**-0.05**
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	3,60,06,205	0	3,60,06,205	15.73	3,49,19,937	0	3,49,19,937	15.26	-0.47
(b)	Venture Capital Funds	0	0	0	0	0	0	0	0	0
(c)	Alternate Investment Funds	2,087,947	0	20,87,947	0.91	11,53,480	0	11,53,480	0.50	-0.41
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0
(e)	Foreign Portfolio Investor	88,60,052	0	88,60,052	3.87	95,14,407	0	95,14,407	4.16	0.29
(f)	Financial Institutions / Banks	61,413	0	61,413	0.03	14,124	0	14,124	0	-0.03
(g)	Insurance Companies	0	0	0	0	0	0	0	0	0
(h)	Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0	0
(i)	Any Other (Specify)									
	Sub Total (B)(1)	**4,70,15,617**	**0**	**4,70,15,617**	**20.54**	**4,56,01,948**	**0**	**4,56,01,948**	**19.92**	**-0.62**
[2]	Central Government/ State Government(s)/ President of India	2,500	0	2500	0	2500	0	2,500	0	**0**
	Sub Total (B)(2)	**0**	**0**	**0**	**0**	**2,500**	**0**	**2,500**	**0**	**0**
[3]	Non-Institutions	**4,70,18,117**	**0**	**4,70,18,117**	**20.54**	**4,56,04,448**	**0**	**4,56,04,448**	**19.92**	**-0.62**
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto ₹1 lakh.	2,28,18,591	22,39,960	2,50,58,551	10.95	2,34,74,343	2129774	2,56,04,117	11.19	0.24
(ii)	Individual shareholders holding nominal share capital in excess of ₹1 lakh	57,56,210	0	57,56,210	2.52	57,73,649	0	57,73,649	2.52	0
(b)	NBFCs registered with RBI	0	0	0	0	0	0	0	0	0

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year - 01st April, 2020				Shareholding at the end of the year -31st March, 2021				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(c)	Employee Trusts	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	IEPF	4,06,981	0	4,06,981	0.18	4,72,803	0	4,72,803	0.21	0.03
	Trusts	1	0	1	0.00	1	0	1	0.00	0.00
	Hindu Undivided Family	14,19,680	0	14,19,680	0.62	13,94,907	0	13,94,907	0.61	-0.01
	Non Resident Indians (Non Repat)	4,91,161	0	4,91,161	0.21	4,25,332	0	4,25,332	0.19	-0.02
	Non Resident Indians (Repat)	5,91,740	1,86,550	7,78,290	0.34	9,95,832	1,67,500	11,63,332	0.51	0.17
	Office Bearers	15,300	15,025	30,325	0.01	13,800	12,525	26,325	0.01	0.00
	Clearing Member	3,37,199	0	3,37,199	0.15	1,62,380	0	1,62,380	0.07	-0.08
	Other Director	1,050	0	1,050	0.00	1,050	0	1,050	0.00	0.00
	Bodies Corporate	47,99,258	5,625	48,04,883	2.10	55,90,268	5,625	55,95,893	2.45	0.35
	Sub Total (B)(3)	**80,62,370**	**2,07,200**	**82,69,570**	**3.61**	**90,56,373**	**1,85,650**	**92,42,023**	**4.04**	**0.43**
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	**8,36,55,288**	**24,47,160**	**8,61,02,448**	**37.62**	**8,39,08,813**	**23,15,424**	**8,62,24,237**	**36.36**	**-1.33**
	Total (A)+(B)	**22,64,23,340**	**24,47,160**	**22,88,70,500**	**100.00**	**22,65,55,076**	**23,15,424**	**22,88,70,500**	**100.00**	**0.00**
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.00	0	0	0	0.00	0.00
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.00	0	0	0	0.00	0.00
	Total (A)+(B)+(C)	**22,64,23,340**	**24,47,160**	**22,88,70,500**	**100.00**	**22,65,55,076**	**23,15,424**	**22,88,70,500**	**100.00**	**0.00**

(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year -2020			Shareholding at the end of the year -2021			% change in shareholding during the year
		No of Shares held	% of total Shares of the Company	%of Shares Pledged/ encumbered to total shares	No of Shares held	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1	Bipin A Gala/Gnanesh D Gala - Trustee for Navneet Trust	9,14,19,090	39.94	0.00	9,14,19,090	39.94	0	0.00
2	Kalpesh H Gala/Madhuriben H Gala	34,93,321	1.53	0.00	34,93,321	1.53	0	0.00
3	Anil D Gala/Bhairaviben A Gala	32,13,640	1.40	0.00	32,13,640	1.40	0	0.00

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year -2020			Shareholding at the end of the year -2021			% change in shareholding during the year
		No of Shares held	% of total Shares of the Company	%of Shares Pledged/ encumbered to total shares	No of Shares held	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
4	Gnanesh D Gala/Priti G Gala	30,65,392	1.34	0.00	30,65,392	1.34	0	0.00
5	Ranjanben B Gala/Bipin A Gala	25,98,191	1.14	0.00	25,98,191	1.14	0	0.00
6	Ketan B Gala/Ranjanben B Gala	24,09,211	1.05	0.00	24,09,211	1.05	0	0.00
7	Sandeep S Gala/Vimlaben S Gala	19,14,622	0.84	0.00	19,14,622	0.84	0	0.00
8	Devish Gnanesh Gala	14,03,136	0.61	0.00	14,03,136	0.61	0	0.00
9	Priti G Gala/Gnanesh D Gala	13,47,477	0.59	0.00	13,47,477	0.59	0	0.00
10	Bipin A Gala/Ranjan B Gala	12,89,687	0.56	0.00	12,89,687	0.56	0	0.00
11	Bhairaviben A Gala/Anil D Gala	12,40,715	0.54	0.00	12,40,715	0.54	0	0.00
12	Sangeeta R Gala/Raju H Gala	11,64,557	0.51	0.00	11,64,557	0.51	0	0.00
13	Raju H Gala/Sangeeta R Gala	11,08,174	0.48	0.00	11,08,174	0.48	0	0.00
14	Gnanesh D Gala/Bipin A Gala	10,17,120	0.44	0.00	10,17,120	0.44	0	0.00
15	Harshil Anil Gala	9,34,577	0.41	0.00	9,34,577	0.41	0	0.00
16	Darsha D Sampat/Dilip C Sampat	9,32,638	0.41	0.00	9,32,638	0.41	0	0.00
17	Jayshree J Sampat/Jaisinh K Sampat	8,96,195	0.39	0.00	8,96,195	0.39	0	0.00
18	Shantilal R Gala/Vimlaben S Gala/Sandeep S Gala	8,93,903	0.39	0.00	8,93,903	0.39	0	0.00
19	Archit R Gala	8,71,338	0.38	0.00	8,71,338	0.38	0	0.00
20	Madhuriben H Gala/Kalpesh H Gala	8,47,794	0.37	0.00	8,47,794	0.37	0	0.00
21	Jitendra L Gala (HUF)	7,94,808	0.35	0.00	7,94,808	0.35	0	0.00
22	Vimlaben S Gala/Shantilal R Gala/Sandeep S Gala	7,53,967	0.33	0.00	7,53,967	0.33	0	0.00
23	Bipin A Gala (HUF)	7,35,170	0.32	0.00	7,35,170	0.32	0	0.00
24	Shaan Sandeep Gala	5,69,110	0.25	0.00	5,69,110	0.25	0	0.00
25	Parth Sandeep Gala	4,80,800	0.21	0.00	4,80,800	0.21	0	0.00
26	Pooja K Gala	2,73,379	0.12	0.00	2,73,379	0.12	0	0.00
27	Chandni Ketan Gala	2,55,162	0.11	0.00	2,55,162	0.11	0	0.00
28	Karishma Ketan Gala	2,52,242	0.11	0.00	2,52,242	0.11	0	0.00
29	Jigna Nilesh Shah/Nilesh V Shah	1,99,675	0.09	0.00	1,99,675	0.09	0	0.00
30	Anil D Gala (HUF)	1,61,637	0.07	0.00	1,61,637	0.07	0	0.00

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year -2020			Shareholding at the end of the year -2021			% change in shareholding during the year
		No of Shares held	% of total Shares of the Company	%of Shares Pledged/ encumbered to total shares	No of Shares held	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
31	Dilip C Sampat	1,26,267	0.06	0.00	1,26,267	0.06	0	0.00
32	Jaini Anil Gala	1,00,966	0.04	0.00	1,00,966	0.04	0	0.00
33	Henal Tanay Mehta/ Bhairaviben A Gala	1,04,800	0.04	0.00	1,04,800	0.04	0	0.00
34	Mita Manoj Savla	96,305	0.04	0.00	96,305	0.04	0	0.00
35	Vimlaben Shantilal Gala/ Shantilal R Gala	87,969	0.04	0.00	87,969	0.04	0	0.00
36	Jaisinh K Sampat/Jayshree J Sampat	86,165	0.04	0.00	86,165	0.04	0	0.00
37	Stuti K Gala	83,827	0.04	0.00	83,827	0.04	0	0.00
38	Amarchand R Gala (HUF)	76,990	0.03	0.00	76,990	0.03	0	0.00
39	Aditya Sanjeev Gala	65,100	0.03	0.00	65,100	0.03	0	0.00
40	Dungarshi R Gala (HUF)	54,501	0.02	0.00	54,501	0.02	0	0.00
41	Siddhant S Gala	53,078	0.02	0.00	53,078	0.02	0	0.00
42	Punita Chirayu Andani	50,489	0.02	0.00	0	0.00	0	-0.02
43	Sanjeev Jitendra Gala/ Jasmine S Gala	6,67,483	0.29	0.00	6,67,483	0.29	0	0.00
44	Sanjeev J Gala/Aditya S Gala	6,15,791	0.27	0.00	6,15,791	0.27	0	0.00
45	Kalpesh H Gala	8,34,314	0.36	0.00	8,34,314	0.36	0	0.00
46	Ketan B Gala	43,424	0.02	0.00	43,424	0.02	0	0.00
47	Kanchan N Shah	5,00,000	0.22	0.00	5,00,000	0.22	0	0.00
48	Anushka Kalpesh Gala	42,759	0.02	0.00	42,759	0.02	0	0.00
49	Rekhaben Kiritbhai Shah	43,750	0.02	0.00	43,750	0.02	0	0.00
50	Shailendra J Gala	34,91,144	1.53	0.00	34,91,144	1.53	0	0.00
51	Gnanesh D Gala	1,20,284	0.05	0.00	1,20,284	0.05	0	0.00
52	Shantilal R Gala	3,63,489	0.16	0.00	3,63,489	0.16	0	0.00
53	Manjulaben J Gala	9,41,375	0.41	0.00	9,41,375	0.41	0	0.00
54	Jaisinh Kanji Sampat	29,512	0.01	0.00	29,512	0.01	0	0.00
55	Mansi Kiritbhai Shah	28,125	0.01	0.00	0	0.00	0	-0.01
56	Parini Kiritbhai Shah	28,125	0.01	0.00	0	0.00	0	-0.01
57	Vimlaben S Gala	1,60,199	0.07	0.00	1,60,199	0.07	0	0.00
58	Manav S Gala	21,681	0.01	0.00	21,681	0.01	0	0.00
59	Manisha S Gala/Shailendra J Gala	21,681	0.01	0.00	21,681	0.01	0	0.00
60	Bipin A Gala	9,47,829	0.41	0.00	9,47,829	0.41	0	0.00
61	Jyoti Sanjiv Bhatia	15,050	0.01	0.00	0	0.00	0	-0.01
62	Sandeep S Gala/Kavita S Gala	13,549	0.01	0.00	13,549	0.01	0	0.00
63	Anil D Gala	95,406	0.04	0.00	95,406	0.04	0	0.00

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year -2020			Shareholding at the end of the year -2021			% change in shareholding during the year
		No of Shares held	% of total Shares of the Company	%of Shares Pledged/ encumbered to total shares	No of Shares held	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
64	Jasmine S Gala	12,022	0.01	0.00	12,022	0.01	0	0.00
65	Sanjeev J Gala	22,19,864	0.97	0.00	22,19,864	0.97	0	0.00
66	Priti G Gala	8,908	0.00	0.00	8,908	0.00	0	0.00
67	Shantilal R Gala/Vimlaben S Gala	8,539	0.00	0.00	8,539	0.00	0	0.00
68	Madhuriben H Gala	20,228	0.01	0.00	20,228	0.01	0	0.00
69	Raju H Gala	8,99,975	0.39	0.00	8,99,975	0.39	0	0.00
70	Sandeep S Gala	9,60,660	0.42	0.00	9,60,660	0.42	0	0.00
71	Ranjanben B Gala	9,27,041	0.41	0.00	9,27,041	0.41	0	0.00
72	Amrutlal Nanji Shah/Lilvanti Amrutlal Shah	15,000	0.01	0.00	15,000	0.01	0	0.00
73	Amrutlal Nanji Shah	1,42,190	0.06	0.00	1,42,190	0.06	0	0.00
74	Harakhchand Nanji Shah	1,76,393	0.09	0.00	1,76,393	0.09	0	0.00
75	Shaan Realtors Private Limited	7,20,813	0.31	0.00	7,20,813	0.31	0	0.00
76	Sangita Raju Gala	1,08,264	0.06	0.00	1,08,264	0.06	0	0.00
		14,27,68,052	**62.38**	**0.00**	**14,26,46,263**	**62.33**	**0.00**	**-0.05**

(iii) Change in Promoters Shareholding

Sr No.	Name & Type of Transaction	Shareholding at the beginning of the year 01st April, 2020		Transactions during the year			Cumulative Shareholding at the end of the year - 31st March, 2021	
		No of Shares Held	% of Total Shares of the Company	Date of Transaction	No of Shares	Reason	No of Shares Held	% of Total Shares of the Company
1	Punita Chirayu Andani	50,489	0.02	27th July, 2020	(50,489)	Re Classification of Promoter into public category	0	0
2	Mansi Kiritbhai Shah	28,125	0.01	27th July, 2020	(28,125)	Re Classification of Promoter into public category	0	0
3	Parini Kiritbhai Shah	28,125	0.01	27th July, 2020	(28,125)	Re Classification of Promoter into public category	0	0
4	Jyoti Sanjiv Bhatia	15,050	0.01	27th July, 2020	(15,050)	Re Classification of Promoter into public category	0	0

(iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding at the beginning of the year - 2020		Transactions during the year			Cumulative Shareholding at the end of the year - 2021	
		No of Shares Held	% of Total Shares of the Company	Date of Transaction	No of Shares	Reason	No of Shares Held	% of Total Shares of the Company
1	HDFC TRUSTEE COMPANY LTD - A/C HDFC MID - CAP OPPORTUNITIES FUND	2,00,13,016	8.74	05 Jun 2020	(12,000)	Sale	2,00,01,016	8.74
				26 Jun 2020	23,000	Purchase	2,00,24,016	8.75
				03 Jul 2020	12,000	Purchase	2,00,36,016	8.75
				05 Feb 2021	1,96,000	Purchase	2,02,32,016	8.84
2	FRANKLIN INDIA SMALLER COMPANIES FUND	1,11,77,038	4.88	25 Dec 2020	(78,222)	Sale	1,10,98,816	4.85
				31 Dec 2020	(4,47,299)	Sale	1,06,51,517	4.65
				01 Jan 2021	(26,500)	Sale	1,06,25,017	4.64
				08 Jan 2021	(2,47,979)	Sale	1,03,77,038	4.53
				05 Feb 2021	(2,00,000)	Sale	1,01,77,038	4.45
3	SOMERSET EMERGING MARKETS SMALL CAP FUND LLC	31,84,306	1.39	27 Nov 2020	(40,508)	Sale	31,43,798	1.37
				04 Dec 2020	(9,945)	Sale	31,33,853	1.37
				18 Dec 2020	(58,525)	Sale	30,75,328	1.34
				25 Dec 2020	(1,00,000)	Sale	29,75,328	1.30
				31 Dec 2020	(32,000)	Sale	29,43,328	1.29
				01 Jan 2021	(13,000)	Sale	29,30,328	1.28
				08 Jan 2021	(15,000)	Sale	29,15,328	1.27
4	AMALTAS CAPITAL INDIA FUND LLC*	0	0.00	03 Jul 2020	13,842	Purchase	13,842	0.01
				10 Jul 2020	2,16,418	Purchase	2,30,260	0.10
				07 Aug 2020	10,908	Purchase	2,41,168	0.11
				04 Sep 2020	15,299	Purchase	2,56,467	0.11
				11 Sep 2020	57,080	Purchase	3,13,547	0.14
				18 Sep 2020	56,139	Purchase	3,69,686	0.16
				25 Sep 2020	97,037	Purchase	4,66,723	0.20
				30 Sep 2020	77,557	Purchase	5,44,280	0.24
				02 Oct 2020	27,700	Purchase	5,71,980	0.25
				09 Oct 2020	1,03,563	Purchase	6,75,543	0.30
				16 Oct 2020	10,9,112	Purchase	7,84,655	0.34
				23 Oct 2020	80,179	Purchase	8,64,834	0.38
				30 Oct 2020	57,600	Purchase	9,22,434	0.40
				13 Nov 2020	20,355	Purchase	9,42,789	0.41

Sr. No.	Name	Shareholding at the beginning of the year - 2020		Transactions during the year			Cumulative Shareholding at the end of the year - 2021	
		No of Shares Held	% of Total Shares of the Company	Date of Transaction	No of Shares	Reason	No of Shares Held	% of Total Shares of the Company
				20 Nov 2020	14,000	Purchase	9,56,789	0.42
				11 Dec 2020	75,000	Purchase	10,31,789	0.45
				18 Dec 2020	88,530	Purchase	11,20,319	0.49
				25 Dec 2020	1,77,673	Purchase	12,97,992	0.57
				31 Dec 2020	2,65,000	Purchase	15,62,992	0.68
				01 Jan 2021	30,000	Purchase	15,92,992	0.70
				08 Jan 2021	1,74,217	Purchase	17,67,209	0.77
				26 Mar 2021	7,890	Purchase	17,75,099	0.78
				31 Mar 2021	93,000	Purchase	18,68,099	0.82
5	ITI SMALL CAP FUND*	0	0.00	22 Jan 2021	5,05,000	Purchase	5,05,000	0.22
				29 Jan 2021	4,043	Purchase	5,09,043	0.22
				05 Feb 2021	36,140	Purchase	5,45,183	0.24
				26 Feb 2021	1,47,573	Purchase	6,92,756	0.30
				05 Mar 2021	93,884	Purchase	7,86,640	0.34
				19 Mar 2021	7,86,850	Purchase	15,73,490	0.69
6	SUNDARAM MUTUAL FUND A/C SUNDARAM EMERGING SMALL CAP - SERIES I	13,70,014	0.60	21 Aug 2020	10,710	Purchase	13,80,724	0.60
				28 Aug 2020	40,000	Purchase	14,20,724	0.62
				04 Sep 2020	65,000	Purchase	14,85,724	0.65
				11 Sep 2020	17,196	Purchase	15,02,920	0.66
				18 Sep 2020	7,178	Purchase	15,10,098	0.66
				09 Oct 2020	(995)	Sale	15,09,103	0.66
				18 Dec 2020	15,958	Purchase	15,25,061	0.67
				29 Jan 2021	(2,153)	Sale	15,22,908	0.67
				12 Feb 2021	(959)	Sale	15,21,949	0.67
7	NEMISH S SHAH	14,68,192	0.64	-	-	-	14,68,192	0.64
8	KOTAK EMERGING EQUITY SCHEME	34,19,219	1.49	03 Apr 2020	(4,19,141)	Sale	30,00,078	1.31
				10 Apr 2020	(23,494)	Sale	29,76,584	1.30
				14 Aug 2020	(46,083)	Sale	2,930,501	1.28
				21 Aug 2020	(84,235)	Sale	28,46,266	1.24
				28 Aug 2020	(39,101)	Sale	28,07,165	1.23
				30 Sep 2020	(52,267)	Sale	27,54,898	1.20
				09 Oct 2020	(38,721)	Sale	27,16,177	1.19

Sr. No.	Name	Shareholding at the beginning of the year - 2020		Transactions during the year			Cumulative Shareholding at the end of the year - 2021	
		No of Shares Held	% of Total Shares of the Company	Date of Transaction	No of Shares	Reason	No of Shares Held	% of Total Shares of the Company
				16 Oct 2020	(17,824)	Sale	26,98,353	1.18
				23 Oct 2020	(38,304)	Sale	26,60,049	1.16
				30 Oct 2020	(1,822)	Sale	26,58,227	1.16
				20 Nov 2020	(4,84,288)	Sale	21,73,939	0.95
				15 Jan 2021	(64,454)	Sale	21,09,485	0.92
				22 Jan 2021	(5,66,543)	Sale	15,42,942	0.67
				05 Mar 2021	(1,34,204)	Sale	14,08,738	0.62
9	J P MORGAN INDIA SMALLER COMPANIES FUND	12,85,636	0.56	-	-	-	12,85,636	0.56
10	INTERACTIVE TECHNOLOGIES PRIVATE LIMITED	12,16,265	0.53	01 May 2020	(376)	Sale	12,15,889	0.53
11	SHAMYAK INVESTMENT PRIVATE LIMITED**	9,78,795	0.43	-	-	-	9,78,795	0.43
12	ABAKKUS EMERGING OPPORTUNITIES FUND-1**	19,41,000	0.85	10 Apr 2020	30,000	Purchase	19,71,000	0.86
				17 Apr 2020	3,000	Purchase	19,74,000	0.86
				08 May 2020	15,000	Purchase	19,89,000	0.87
				31 Jul 2020	(1,047)	Sale	19,87,953	0.87
				19 Mar 2021	(10,90,980)	Sale	8,96,973	0.39
				31 Mar 2021	(1,32,733)	Sale	7,64,240	0.33

*Not in the list of top 10 shareholders at the beginning of the year i.e. as on 1-4-2020. The same is reflected above since the shareholder was in the list of top 10 shareholders as on 31-3-2021.

**Ceased to be in the top 10 shareholders as on 31-3-2021. The same is reflected above since the shareholders were in the list of top 10 shareholders as on 31-3-2020.

Notes:

1. Paid up Share Capital of the Company (Face Value ₹ 2/- each) at the end of the year is 22,88,70,500 Shares.
2. The details of holding has been clubbed based on PAN.
3. % of total Shares of the Company is based on the Paid up Share Capital of the Company at the end of the year.

(v) Shareholding of Directors and Key Managerial Personnel :

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
1	Kamlesh S Vikamsey	-	-	-	-	-	-	-
2	Gnanesh D Gala	31,85,676	1.39	-	-	-	31,85,676	1.39
3	Raju H Gala	20,08,149	0.88	-	-	-	20,08,149	0.88
4	Bipin A Gala	22,37,516	0.98	-	-	-	22,37,516	0.98
5	Anil D Gala	33,09,046	1.44	-	-	-	33,09,046	1.44
6	Shailendra J Gala	34,91,144	1.53	-	-	-	34,91,144	1.53
7	Nilesh S Vikamsey	-	-	-	-	-	-	-
8	Mohinder Pal Bansal	-	-	-	-	-	-	-
9	Tushar K Jani	-	-	-	-	-	-	-
10	Dr. Vijay B Joshi	1,050	-	-	-	-	1,050	-
11	Usha Laxman	-	-	-	-	-	-	-
12	Amit D Buch	-	-	-	-	-	-	-
13	Deepak Kaku	-	-	-	-	-	-	-

V. INDEBTEDNESS

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

(₹ in Lakhs)

Particulars	Secured Loans excluding deposits	UnSecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	-	19,000	-	19,000
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	1	-	1
Total (i+ii+iii)	**-**	**19,001**	**-**	**19,001**
Change in Indebtedness during the financial year				
Addition	10,581	18,500	-	29,081
Reduction	(10,581)	(37,501)	-	(48,082)
Net Change	-	(19,001)	-	(19,001)
Indebtedness at the end of the financial year				
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**-**	**-**	**-**	**-**

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director,Whole-time Directors and /or Manager :

(Amount in ₹)

Sr No.	Particulars of Remuneration	MD	JMD	WTD	WTD	WTD	Total
		Gnanesh D Gala	Raju H Gala	Bipin A Gala	Anil D Gala	Shailendra J Gala	
1	**Gross Salary** (a) Salary as per provisions contained in Section 17 (1) of the Income-Tax Act,-1961	1,09,29,300	1,09,29,300	10,929,300	1,09,29,300	1,00,18,100	5,37,35,300
	(b) Value of Perquisites u/s.17(2) of the Income-tax Act,1961	-	-	-	-	-	-
	(c) Profits in lieu of salary u/s.17 (3) of the Income-tax Act,1961	-	-	-	-	-	-
2	Stock Option	-	-	-	-	-	-
3	Sweat Equity	-	-	-	-	-	-
4	Commission	-	-	-	-	-	-
	- as % of profit	-	-	-	-	-	-
	- others,specify....	-	-	-	-	-	-
5	Others, please specify	-	-	-	-	-	-
	Total (A)	**1,09,29,300**	**1,09,29,300**	**1,09,29,300**	**1,09,29,300**	**1,00,18,100**	**53,7,35,300**
	Ceiling as per Act	10% of net profit of the Company					

B. Remuneration to other Directors:

(Amount in ₹)

Sr. No.	Particulars of Remuneration	Kamlesh S Vikamsey	Nilesh S Vikamsey	Mohinder Pal Bansal	Tushar K Jani	Vijay B Joshi	Usha Laxman	Anil Swarup	Total
1	Non-Independent & Non-Executive Director, Independent & Non-Executive Director								
	Fees for attending Board/ Committee Meetings	2,70,000	3,50,000	3,70,000	3,15,000	3,60,000	3,05,000	2,00,000	**21,70,000**
	Commission	-	-	-	-	-	-		-
	Others, please specify	-	-	-	-	-	-		-
	Total	**2,70,000**	**3,50,000**	**3,70,000**	**3,15,000**	**3,60,000**	**3,05,000**	**2,00,000**	**21,70,000**
	Total Managerial Remuneration								
	Overall Ceiling as per Act	1% of net profit of the Company							

C REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in ₹)

Sr No	Particualrs of Remuneration	Company Secretary	CFO	Total
1	**Gross Salary** (a) Salary as per provisions contained in Section 17 (1) of the Income-Tax Act,-1961	35,14,452	53,16,684	88,31,136
	(b) Value of Perquisites u/s.17(2) of the Income-tax Act,1961	0	0	0
	(c) Profits in lieu of salary u/s.17 (3) of the Income-tax Act,1961	0	0	0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission	0	0	0
	- as % of profit	0	0	0
	- others,specify	0	0	0
5	Others,please specify	0	0	0
	Total	**35,14,452**	**53,16,684**	**88,31,136**

VII PENALTIES /PUNISHMENT/COMPOUNDING OFFENCES

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	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Annexure 'D'

Form No. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2021

(Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
Navneet Education Limited
(CIN: L22200MH1984PLC034055)
Navneet Bhavan, Near Shardasharan Society.
Bhavani Shanker Road, Dadar(W), Mumbai 400028

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Navneet Education Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on **March 31, 2021 ('Audit Period')** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment, External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 which were not applicable to the Company during Audit Period;

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 which were not applicable to the Company during Audit Period;

(e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 which were not applicable to the Company during Audit Period; and

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 which were not applicable to the Company during Audit Period.

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) Listing Agreements entered into by the Company with

BSE Limited and National Stock Exchange of India Limited;

During the Audit Period under review and as per the representations and clarifications made, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above , **except that:**

(i) Processing of two demat request for aggregate 4375 shares received during quarter ended 30.09.2020 and two demat request for aggregate 9375 shares received during quarter ended 31.12.2020 were delayed beyond 21 days which delays, however, are covered under relaxations granted vide SEBI Circular No. SEBI/HO/MIRSD/RTAMB/P/CIR/2021/558 dated April 29, 2021 read with SEBI Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/59 dated April 13, 2020; and

(ii) There have been some delays in crediting final dividend amount for FY 2012-13 to Investor Education and Protection Fund(IEPF) on shares transferred to IEPF authority and transfer of shares in respect of which dividends were unpaid or unclaimed for the seven years due to be transferred during the Audit Period to IEPF which delays, however, are covered under relaxations granted vide MCA General Circular No. 16/2020 dated April 13, 2020 and MCA General Circular No. 35/2020 dated September 29, 2020 respectively.

I further report that based on review of compliance system prevailing in the Company and on the basis of the Compliance Certificate(s) issued by the Senior Management officials and taken on record by the Board of Directors at their meetings, I am of the opinion that the Company has adequate systems and processes in place commensurate with its size and nature of operations to monitor and ensure compliance with the following laws applicable specifically to the Company:

(a) Press and Registration of Books Act, 1867;

(b) Copyright Act 1957 read with Copyrights Rules, 2013;

(c) The Trade Marks Act, 1999 read with Trade Marks Rules 2012;

(d) The Information Technology Act, 2000;

(e) Legal Metrology Act, 2009;

(f) Delivery of Books and Newspapers (Public Libraries) Act, 1954;

(g) Air(Prevention and Control of Pollution) Act 1981;

(h) Water(Prevention and Control of Pollution) Act 1974;

(i) The Noise (Regulation and Control) Rules 2000;

(j) Environment Protection Act, 1986 and other environmental laws; and

(k) Hazardous Wastes (Management, Handling And Transboundary Movement) Rules, 2016.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at the Board Meetings and Committee Meetings were taken unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Audit Period under review, in my view, there were no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

This report is to be read with Annexure which forms an integral part of this report.

sd/-

CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Practising Company Secretary
FCS No: 3483 C.P. No. 2031
Peer Review Certificate No. 867/2020
UDIN: F003483C000663912

Place: Mumbai
Date: July 20, 2021

Annexure

To The Members,
Navneet Education Limited
(CIN: L22200MH1984PLC034055)
Navneet Bhavan,
Near Shardasharan Society.
Bhavani Shanker Road,
Dadar(W), Mumbai 400028

My report of even date is to be read along with this letter.

(1) Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

(2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

(3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

(4) Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.

(5) The compliance of the provisions of Corporate and Other Applicable Laws, Rules, Regulations, Standard is the responsibility of Management. My examination was limited to the verification of procedures on test basis.

(6) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

sd/-

CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Practising Company Secretary
FCS No: 3483 C.P. No. 2031
Peer Review Certificate No. 867/2020
UDIN: F003483C000663912

Place: Mumbai
Date: July 20, 2021

Annexure 'E' - Form AOC 1

Form AOC-1

(Pursuant to first proviso to Sub-Section (3) of Section 129 read with rule 5 of Companies (Account) Rules, 2014

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY /ASSOCIATES

SUBSIDIARIES (₹ in Lakhs)

Sr No	Name of Subsidiary Company	Reporting Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit / (Loss) Before Tax	Provision for Tax	Total of Profit / (Loss) and other Comprehensive Income	Other Comprehensive Income	Proposed Dividend	% of Share-holding
1	eSense Learning Private Limited	₹	2,363	(2,903)	1,209	1,749	-	1,046	(1,428)	-	(1,428)	9	-	100
2	Navneet Learning LLP	₹	11,860	-	11,860	-	11,859	-	#	-	#	-	-	93
3	Indiannica Learning Private Limited	₹	4,935	(3,484)	8,274	6,823	-	3,116	(2,627)	40	(2,587)	16	-	100
4	Navneet Edutech LLP*	₹	-	-	-	40	-	-	#	-	#	-	-	96
5	Navneet (HK) Limited	₹	37	(16)	42	21	-	(2,627)	(7)	-	(7)	-	-	70
	# below ₹50,000/-													
	*The above numbers of Subsidiary company are based on un-audited financial results as furnished by its management.													

ASSOCIATE (₹ in Lakhs)

Sr No	Name of Associate Company	Reporting Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit / (Loss) Before Tax	Provision for Tax	Total of Profit / (Loss) and other Comprehensive Income	Other Comprehensive Income	Proposed Dividend	% of Share-holding
1	K 12 Techno Services Private Limited	₹	2,006	40,665	50,982	8,311	0	10,821	735	0	735	5	0	nil

Note: The above numbers of associate company are based on un-audited financial results as furnished by its management.

Annexure - 'F'

To,
The Members of
Navneet Education Limited

Independent Auditors' Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

1. Based on the engagement by the management of Navneet Education Limited ('the Company'), we have examined details of compliance of conditions of Corporate Governance by the Company for the year ended 31st March, 2021 as stipulated in Regulations 17-27, clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('Listing Regulations'), pursuant to the Listing Agreement of the Company with Stock exchange.

Management's Responsibility for compliance with the conditions of Listing Regulations

2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditors' Responsibility

3. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2021.

4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

5. Our examination was limited to a review of procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause/Regulation as applicable. It is neither an audit nor an expression of opinion on the financial statements of the Company.

6. We conducted our examination of the relevant records of the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016), issued by the Institute of Chartered Accountants of India ('ICAI') and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. In our opinion, and to the best of our information and according to explanations given to us and representations made by the Directors and management, we certify that during the year ended 31st March, 2021, the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement and Listing Regulations as applicable mentioned in para 1 above.

9. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Restriction on use

10. The certificate is addressed and provided to the members of the Company solely for the purpose of compliance with the requirement of the Listing Regulations, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration No. 116560W/ W100149

sd/-
Sandeep Shah
Partner
Membership No.: 37381
UDIN: 21037381AAAABY5115

Place: Mumbai
Date: 27th May, 2021

Corporate Governance Report

Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. Navneet Education Limited ('the Company') considers its stakeholders as partners in its success and the Company remains committed to maximizing stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from its belief that sound governance system, based on relationship and trust is integral to create enduring value for all.

(1) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), and the report contains the details of Corporate Governance systems and processes followed by the Company.

Corporate governance is an integral part of values, ethics and best business practices followed by the Company. The Company believes in ensuring corporate fairness, transparency, professionalism and accountability in its functioning. Good corporate governance is reflected in investors' confidence and trust, employee loyalty, effective stakeholder relationships and adoption of good corporate governance shall ensure that all the concerned parties associated with the Company obtain requisite information which would help them to make informed decision.

The Company's corporate governance philosophy has been further strengthened by adopting a Code of Business Conduct and Ethics and Code of Conduct to Regulate, Monitor and Report trading by Insiders for prevention of insider trading by the Directors and Designated Persons and Code of practices for fair disclosure of unpublished price sensitive information.

(2) BOARD OF DIRECTORS

(a) Composition and Board Diversity

The Board of Directors consists of well qualified and persons with considerable professional expertise and experience. All the Directors take active part at the Board and Committee Meetings by providing valuable inputs, guidance and advise on various aspect of business and policy decisions of the Company.

The Board of Directors of the Company is broad- based, consisting of twelve Directors. Since the Company has a Non-Executive Chairman, the Board meets the stipulated requirement of at least one third of the Board of Directors comprising of Independent Directors. Brief particulars of Directors who are being appointed/ re-appointed at the ensuing Annual General Meeting ('AGM'), nature of expertise in specific functional area and other statutorily required details is provided in the Notice convening AGM.

(b) Category of Directors, Number of Board meetings held and attendance at Board Meeting and last AGM by Directors

During the year 2020-21, five (5) board meetings were held on 17th June, 2020, 12th August, 2020, 10th November, 2020, 12th February, 2021 and 30th March, 2021. The details of category of each Director, attendance by Directors at the above Board meetings and attendance at last Annual General Meeting by the Directors for the year is given below:

Sr. No.	Name of Director	Category	No. of Board Meetings attended	Attendance at last AGM
1	Shri Gnanesh D. Gala	P& ED	5	Yes
2	Shri Raju H. Gala	P&ED	5	Yes
3	Shri Bipin A. Gala	P&ED	5	Yes
4	Shri Anil D. Gala	P & ED	5	Yes
5	Shri Shailendra J. Gala	P& ED	5	Yes
6	Shri Anil Swarup	NI &NED	4	Yes
7	Shri Kamlesh S. Vikamsey	NI &NED	5	Yes
8	Shri Nilesh S.Vikamsey	NI &NED	5	Yes

Sr. No.	Name of Director	Category	No. of Board Meetings attended	Attendance at last AGM
9	Smt. Usha Laxman	I &NED	4	Yes
10	Shri Tushar K. Jani	I &NED	4	Yes
11	Shri Mohinder Pal Bansal	I &NED	5	Yes
12	Dr. Vijay B. Joshi	I&NED	4	Yes

P & ED- Promoter & Executive Director, I & NED Independent & Non-Executive Director, NI & NED- Non-Independent & Non-Executive Director.

None of the Directors on the Board:

- holds directorships in more than ten public companies;
- serves as Director or as Independent Directors in more than seven listed entities; and
- who are Executive Directors and serves as Independent Directors in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2021 have been made by the Directors.

(c) Directorship in other Public Limited Companies as on 31st March, 2021:

Sr. No.	Name of Director	No. of Directorship*	No. of Committee Positions held**	No. of Committee Chaired**
1	Shri Gnanesh D. Gala	1	1	1
2	Shri Raju H. Gala	1	1	0
3	Shri Bipin A. Gala	0	0	0
4	Shri Anil D. Gala	1	0	0
5	Shri Shailendra J. Gala	0	0	0
6	Shri Anil Swarup	0	0	0
7	Shri Kamlesh S. Vikamsey	4	4	4
8	Shri Nilesh S.Vikamsey	8	8	3
9	Smt Usha Laxman	0	0	0
10	Shri Tushar K. Jani	3	3	0
11	Shri Mohinder Pal Bansal	2	2	2
12	Dr. Vijay B. Joshi	0	0	0

*The Directorship held by directors as mentioned above includes private limited company which is subsidiary of a public limited company, company whose specified security is listed on recognised stock exchange and do not include directorship in foreign company, Section 8 company and private limited company.

** Committee of Directors includes Audit Committee & Stakeholders' Relationship Committee.

(d) Names of listed companies where a Director is a Director and category of Directorship

Sr. No.	Name of Director	Name of listed company where Director	Category of Director
1	Shri Gnanesh D. Gala	Shemaroo Entertainment Limited	Independent Director
2	Shri Raju H. Gala	Nil	NA
3	Shri Bipin A. Gala	Nil	NA
4	Shri Anil D. Gala	Nil	NA
5	Shri Shailendra J. Gala	Nil	NA
6	Shri Anil Swarup	Nil	NA
7	Shri Kamlesh S. Vikamsey	Man Infraconstruction Limited	Independent Director
		Tribhovandas Bhimji Zaveri Limited	Independent Director
		Apcotex Industries Limited	Independent Director
		PTC India Financial Services Limited	Independent Director
8	Shri Nilesh S. Vikamsey	IIFL Finance Limited	Independent Director
		IIFL Wealth Management Limited	Independent Director & Non-Executive Chairman
		Thomas Cook (India) Limited	Independent Director
		PNB Housing Finance Limited	Independent Director
		NSEIT Limited	Independent Director
		SOTC Travel Limited	Independent Director
		Nippon Life India Trustee Limited	Additional Independent Director
		Gati Limited	Additional Independent Director
9	Smt. Usha Laxman	Nil	NA
10	Shri Tushar K. Jani	VIP Industries Limited	Independent Director
11	Shri Mohinder Pal Bansal	Allcargo Logistics Limited	Independent Director
		Prince Pipes and Fittings Limited	Independent Director
12	Dr. Vijay B. Joshi	Nil	NA

(e) Relationship between directors inter-se:

Shri Anil D. Gala and Shri Gnanesh D. Gala are related as brother. Shri Kamlesh S. Vikamsey and Shri Nilesh S.Vikamsey are related as brother.

(f) Shares held by Non- Executive Directors in the Company as on 31st March, 2021.

Name of Director	No. of shares held	% of shareholding
Shri Kamlesh S. Vikamsey	-	-
Shri Nilesh S. Vikamsey	-	-
Shri Tushar K. Jani	-	-

Name of Director	No. of shares held	% of shareholding
Shri Mohinder Pal Bansal	-	-
Dr. Vijay B. Joshi	1,050	0.00
Smt. Usha Laxman	-	-
Shri Anil Swarup	-	-

(g) Details of familiarisation programme

As per the Regulation 27(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, the Company has to put in its place the familiarisation programme of the Company for the non-executive and Independent Directors. The objective of familiarisation programme is to ensure that non-executive and Independent Directors are updated on the business environment and overall operations of the Company. This would enable them to take better informed decisions in the interest of the Company and its stakeholders.

The Board members were regularly apprised with the overview of the Company and latest happenings at Company's various locations. The Directors are also briefed about the industry's specific issues to enable them to understand the business environment in which the Company operates. During the Board meeting on a quarterly basis, a brief presentation on the performance of business units and future strategy is made to the Board of Directors. The Board members were provided necessary documents, reports and other presentations about the Company from time to time. Further, the Board is also regularly apprised of all regulatory and policy changes. An overview of the familiarisation programme is placed on the Company's website www.navneet.com

Performance and Evaluation of Directors

The evaluation of Board of Directors has been carried out as required under the Listing Regulations and the Companies Act, 2013 which shall evaluate the effectiveness of the Board. The Company has laid down criteria for the performance of executive /Independent/ Non executive and non -independent Directors and the chairperson. One of the key functions of the Board is to monitor and review the Board evaluation framework. During the year, the performance evaluation was carried out internally which included the Board, committee and Directors independently. Each Board member was requested to evaluate the effectiveness of the Board, dynamics and relationships information flow, decision making of the directors, relationship to stakeholders, company performance and the effectiveness of the entire board and its committees on a scale of one to five. Kindly refer para on Board Evaluation mentioned in Report of Board of Directors forming part of this Annual Report.

(h) Criteria setting out the skills/expertise/competence identified by the Board of Directors_

The Board of Directors (Board) has identified the following skills / expertise / competencies fundamental for the effective functioning of the Company:

i) business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions;

ii) strategy and Planning Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments;

iii) governance Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

The Board has not established specific minimum age, education, years of business experience or specific types of skills for appointing any individual as a Board member, but, in general, expects an individual to have ample experience and a proven record of professional success, leadership and the highest level of personal and professional ethics, integrity and values and loyalty to the interest of the Company and its stakeholders.

The Board would generally ensure that an individual should have ability to exercise objectivity and independence in making informed business decisions, willingness and commitment to devote the required time to fulfil his/her duties, ability to communicate effectively and collaborate with other Board members to contribute effectively to the diversity of perspectives that enhances Board including a willingness to listen and respect the views of others.

The Board would also assess individual's skills, knowledge and expertise relevant to the Company's business, with extensive experience at a senior leadership level in a comparable company or organization, including, but not limited to relevant experience in international operations, public service, finance, accounting, strategic planning, technology and marketing.

The Company believes that an effective and diverse Board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will ensure that the Company retains its competitive advantage. The ultimate objective is to have a Board that offers a broad range of perspectives that are directly relevant to the business and organizational needs.

Chart / matrix setting out the skills/expertise/ competence of the Board of Directors.

The Board of the Company is highly structured to ensure a high degree of diversity by age, education/ qualifications, professional background, sector expertise and special skills.

The following are the skills as identified by the Board.

Core skills/expertise/ competencies identified by the Board of Directors as required in the context of its business(es) and sector(s)	Names of Directors who have such skills / expertise / competence
Finance, Law, Management, Administration, Corporate Governance related to the Company's business	Shri Kamlesh S.Vikamsey, Shri Gnanesh Gala, Shri Anil Gala, Shri Tushar K.Jani, Shri Mohinder Pal Bansal, Dr. Vijay B. Joshi, Smt Usha Laxman, Shri Nilesh S. Vikamsey, Shri Anil Swarup
Technical Operations and knowledge on Production, Processing, Quality and Marketing of Company's products	Shri Bipin A. Gala, Shri Gnanesh D.Gala, Shri Shailendra J. Gala, Shri Raju H. Gala, Shri Anil D.Gala.
Management, Strategy, Sales, Marketing, Administration Technical Operations related to the Company's business	Shri Kamlesh S.Vikamsey, Shri Gnanesh D.Gala, Shri Bipin A. Gala,Shri Raju Gala, Shri Shailendra J.Gala, Shri Anil D. Gala, Shri Tushar K. Jani, Shri Anil Swarup

Independent Directors are non - executive directors as defined under Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149(6) of the Companies Act, 2013 along with rules made thereunder. Based on the declarations received from Independent Directors, the Board of Directors has confirmed that they meet criteria of independence as mentioned under Regulation 16(1) (b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149(6) of the Companies Act, 2013 along with rules made thereunder and that they are independent of the management.

As required under Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the meeting of Independent Director was held on 26th March, 2021 without the presence of non-independent directors and members of the management.

(3) AUDIT COMMITTEE

(a) The Company has constituted Audit Committee in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The role, scope and terms of reference of the Audit Committee covers matters as prescribed in Regulation 18(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The role, scope and terms broadly include overseeing financial reporting process, accounting policies and practises, reviewing periodic financial results, adequacy of Internal Audit function, related party transactions, and discussion with internal and statutory auditors.

(b) Terms of Reference

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process. The Audit Committee, *inter-alia*, performs the functions of discussing and reviewing quarterly/yearly unaudited/audited financial results, recommendation of appointment of statutory auditors and their remuneration, recommendation of appointment and remuneration of internal auditors, review of Internal Audit Reports, approval and review of related party transactions. For the smooth and effective functioning, the Audit Committee has also powers to investigate any activity within its terms of reference, to seek information from employees and obtain outside and legal/ professional advice. In addition to the above, the other role and terms of reference of the Audit Committee cover the matters as specified in Section 177 of the Companies Act, 2013 read with Regulation 18(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(c) Composition, name of members, Chairman, number of meetings held and attended during the year

- During the year 2020-21, four (4) Audit Committee Meetings were held on 17th June, 2020, 12th August, 2020, 10th November, 2020, and 12th February, 2021.
- The composition of the Audit Committee and other relevant details are as under:-

Name of Member	Category	No. of meetings Attended
Shri Mohinder Pal Bansal (Chairman of the Committee)	I & NED	4
Shri Tushar K. Jani	I & NED	3
Dr. Vijay B. Joshi	I & NED	4
Shri Nilesh S. Vikamsey	NI & NED	4
Smt. Usha Laxman	I & NED	3

I & NED – Independent & Non -Executive Director, NI & NED- Non- Independent & Non- Executive Director.

At the invitation of the Company, senior representatives from various divisions of the Company, internal auditors, statutory auditors and Company Secretary who acts as secretary to the Audit Committee attended the Audit Committee Meetings to respond to the various queries raised at the Audit Committee meetings. The previous AGM of the Company was held on 28th September, 2020 and was attended by Shri Mohinder Pal Bansal, Chairman of the Audit Committee.

(4) NOMINATION AND REMUNERATION COMMITTEE

(a) Broad Terms of Reference

The terms of Reference of Nomination and Remuneration Committee are to evaluate and appraise the performance of the Managing / Executive Directors and Senior Management Personnel, determine and recommend to the Board the compensation payable to them. The other terms of Nomination and Remuneration Committee shall be as mentioned in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant Section and provisions of the Companies Act, 2013.

(b) Remuneration Policy

The remuneration policy of the Company is based on performance of senior managerial personnels. The remuneration policy is in consonance with existing industry practice.

During the year two (2) Nomination and Remuneration Committee meetings were held on 5th June, 2020 and 26th March, 2021.The composition of Nomination and Remuneration Committee and other relevant details are as under:

Name of Member	Category	No. of meetings Attended
Shri Tushar K. Jani (Chairman of the Committee)	I & NED	2
Dr. Vijay B. Joshi	I & NED	2
Smt.Usha Laxman	I & NED	1
Shri Kamlesh S. Vikamsey	NI & NED	2

I & NED – Independent & Non -Executive Director, NI & NED- Non Independent & Non-Executive Director.

(5) Remuneration of Directors

(a) Pecuniary relationship or transactions of the Independent & Non-Executive Directors and Non Independent & Non-Executive Directors and vis-a-vis the Company.

There were no pecuniary relationship or transaction of the Independent & Non-Executive Directors and Non Independent & Non-Executive Directors of the company vis-a-vis the Company, except following transactions:

➢ The Independent & Non-Executive Directors and Non Independent & Non-Executive Directors are paid sitting fees for attending the meeting of the Board of Directors and its committee meetings.

➢ Shri Anil Swarup, Non Independent & Non-Executive Director is paid consultancy fees of ₹ 16.20 Lakhs during FY 2020-21.

(b) Criteria for making payment to the Non -Executive Directors

The role of the Independent & Non-Executive Directors and Non Independent & Non-Executive Directors of the Company is not just restricted to Corporate Governance or outlook of the Company but they also bring with them significant professional experience and expertise across the whole spectrum of the functional areas such as production, marketing, corporate strategy, legal, finance and other corporate functions. The Company seeks their expert advise on various matters relating to the business of the Company.

(i) The details of remuneration and sitting fees paid / provided to each Director during FY 2020-21 for attending Board and committee meetings are as detailed hereunder:

(Amount in ₹)

Sr. No.	Name of Director	Category	Salary	Bonus	Other Benefits	Contri. To PF	Sitting Fees	Total remuneration
1	Shri Gnanesh D. Gala	P&ED	90,00,600	12,85,800	6,42,900	7,35,764	-	1,03,12,116
2	Shri Raju H. Gala	P&ED	90,00,600	12,85,800	6,42,900	7,33,264	-	1,06,97,856
3	Shri Bipin A. Gala	P&ED	90,00,600	12,85,800	6,42,900	7,45,764	-	1,03,12,116
4	Shri Anil D. Gala	P&ED	90,00,600	12,85,800	6,42,900	7,45,764	-	1,03,12,116
5	Shri Shailendra J. Gala	P&ED	74,25,180	11,78,600	5,89,300	6,71,088	-	94,52,372
6	Shri Kamlesh S. Vikamsey	NI & NED	-	-	-	-	2,70,000	2,70,000
7	Shri Nilesh S. Vikamsey	NI & NED	-	-	-	-	3,50,000	3,50,000
8	Smt. Usha Laxman	I &NED	-	-	-	-	3,05,000	3,05,000
9	Shri Tushar K. Jani	I &NED	-	-	-	-	3,15,000	3,15,000
10	Shri Mohinder Pal Bansal	I &NED	-	-	-	-	3,70,000	3,70,000
11	Dr. Vijay B. Joshi	I &NED	-	-	-	-	3,60,000	3,60,000
12	Shri Anil Swarup	NI&NED	-	-	-	-	2,00,000	2,00,000

P & ED- Promoter & Executive Director, NI & NED- Non Independent & Non-Executive Director, I & NED- Independent & Non -Executive Director.

Note: The above amount excludes provision for gratuity and leave benefits which have been actuarially determined on overall basis

(ii) The Promoter & Executive Directors of the Company have been appointed on a contractual basis, in terms of the resolutions passed by the shareholders at the Annual General Meeting. Elements of remuneration comprises of salary, perquisite and other benefits as approved by the shareholders at the Annual General Meeting. The Promoter & Executive Directors are required to give 90 days notice to the Company for termination of service agreement. There is no separate provision for payment of severance fees. However, Non Independent - Non-Executive Directors and Independent Directors are not subject to any notice period and severance fees.

(iii) Employees Stock Option Scheme (ESOS).

The Company do not have any Employees Stock Option Scheme (ESOS).

(6) STAKEHOLDERS RELATIONSHIP COMMITTEE

Brief terms of reference of the Committee, *inter alia*, cover reviewing status of share transfer/ transmissions of shares, issue of duplicate share certificates, non-receipt of Annual Report, non-receipt of declared dividends, review/ redresser of Investors' Grievance, ensuring that communications to those shareholders whose dividend was outstanding to claim the same have been sent and also ensuring that the shareholders have received dividend declared during the year and annual report in time as statutorily required. The committee also discuss and note if Company's Registrar & Share Transfer Agent namely - Link Intime India Private Limited has adhered to the service standard and that the critical queries have been addressed by them to the shareholders.

During the financial year 2020-21 one (1) Stakeholders Relationship Committee meeting was held on 26th March, 2021.The composition of Stakeholders Relationship Committee and other relevant details are as under:

Name of Member	Category	No. of Meetings Attended
Shri Tushar K. Jani (Chairman of the Committee)	I & NED	1
Shri Mohinder Pal Bansal	I & NED	1
Dr. Vijay B. Joshi	I & NED	1
Shri Gnanesh D. Gala	P & ED	1

I & NED- Independent & Non -Executive Director, P & ED- Promoter & Executive Director.

Shri Amit D. Buch, Company Secretary is the "Compliance Officer". During the year two complaints were received and both were resolved as on 31st March, 2021.

The previous AGM of the Company was held on 28th September, 2020 and was attended by Shri Tushar K. Jani, Chairman of Stakeholders Relationship Committee.

(7) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The CSR Committee formulated and recommended a CSR Policy in terms of Section 135 of the Companies Act, 2013 along with a list of projects / programmes to be undertaken for CSR spending in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Company was required to spend ₹ 548 Lakhs constituting 2% of the average net profits of the Company, made during the three immediately preceding financial years, towards CSR spending for the FY20-21. The Company spent ₹ 549 Lakhs towards CSR during FY 20-21.

During the year one (1) CSR Committee meeting was held on 26th March 2021.The composition of CSR Committee and other relevant details are as under:

Name of Member	Category	No. of Meetings Attended
Dr. Vijay B. Joshi (Chairman of the Committee)	I & NED	1
Shri Bipin A.Gala	P & ED	1
Shri Anil D. Gala	P & ED	1
Smt.Usha Laxman	I & NED	1

(8) RISK MANAGEMENT COMMITTEE

The Company's Risk Management Committee is overseeing all the risks that the organization faces such as strategic, financial, market, IT, legal, regulatory, reputational and other risks and recommends suitable action.

During the year, one (1) Risk Management Committee meeting was held on 26th March, 2021. The composition of Risk Management Committee and other relevant details are as under:

Name of Member	Category	No. of Meetings Attended
Shri Gnanesh D. Gala (Chairman of the Committee)	P & ED	1
Shri Shailendra J. Gala	P & ED	1
Dr. Vijay B. Joshi	I & NED	1

(9) GENERAL MEETINGS

(a) The details of last three Annual General Meetings held are given below:

Financial Year & Meeting No.	Day & Date	Time	Venue
2019-20 Thirty Fourth	Monday, 28th September, 2020	03:30 p.m.	Video Conferencing (VC) / Other Audio Visual Means (OAVM)
2018-19 Thirty Third	Wednesday, 24th July, 2019	10:30 a.m.	M. C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai – 400 001.
2017-18 Thirty Second	Tuesday, 24th July, 2018	03:30 p.m.	P.L. Deshpande Maharashtra Kala Academy, Mini Theatre, 3rd Floor, Ravindra Natya Mandir, Sayani Road, Prabhadevi, Mumbai - 400025.

(b) Special Resolutions passed at last three Annual General Meetings.

(i) At the 34th AGM held on 28th September, 2020, no Special Resolution was passed.

(ii) At the 33rd AGM held on 24th July, 2019, five special resolutions were passed as detailed below:

- Re-appointing Shri Mohinder Pal Bansal as an Independent Director for a second term of five years;
- Re-appointing Shri Tushar K. Jani as an Independent Director for a second term of five years;
- Re-appointing Smt. Usha Laxman as an Independent Director for a second term of five years;
- Re-appointing Dr.Vijay B. Joshi as an Independent Director for a second term of five years;
- Re-classification of some of the person forming part of Promoter Group from “Promoter & Promoter Group category” to “Public Category”.

(iii) At the 32nd AGM held on 24th July, 2018, no Special Resolution was passed.

(c) Passing of Resolutions by Postal Ballot

No resolutions were passed last year i.e. in FY 2020-21 through postal ballot. Hence, giving details of the person who conducted the postal ballot exercise and procedure for postal ballot are not required. No Special Resolution is proposed to be conducted through Postal Ballot as on the date of this report.

(10) MEANS OF COMMUNICATIONS

The Company publishes its unaudited quarterly financial results and audited financial results for the entire financial year in ‘The Economic Times’ and ‘Maharashtra Times’ newspapers in Mumbai. The said results and official news release, if any, are disclosed on the website of the Company at www.navneet.com after the same is submitted to the stock exchange where the shares of the Company are listed. The Company also hosts any presentation shared/ made to analysts/ institutional investors on website of the Company at www.navneet.com. The said presentation is also submitted to the stock exchanges where the shares of the Company are listed.

(11) GENERAL SHAREHOLDER INFORMATION

(a) 35th Annual General Meeting :

Day & Date:	Wednesday, 29th September, 2021
Time :	11.30 a.m.
Venue:	The Company is conducting meeting through Video Conference/ Other Audio Visual Mechanism and as such there is no requirement to have venue of AGM. For details please refer to the Notice of this AGM.

(b) **Financial Year:** April to March.

(c) Dividend payment during the year under review:

The Board of Directors has recommended dividend of ₹ 1/-per share (50%) for the FY2020-21. The dividend as recommended, if declared by the shareholders at the ensuing Annual General Meeting to be held on Wednesday, 29th September, 2021 would be paid to those eligible shareholders whose names appeared in Company's Register of Members on book closure date.

(d) Financial Calendar for FY 2021-22 (tentative and subject to change):

Board Meetings to be held for approving Quarterly Financial Results:

(i) Quarter ending 30th June, 2021, 30th September, 2021, 31st December, 2021: within 45 days from the date of closure of the respective quarter.

(ii) For the financial year ending 31st March, 2022: within 60 days of close of the financial year.

(iii) AGM for the financial year ending 31st March, 2022: by July/ August, 2022.

(e) Date of Book Closures:

The Company's Register of Members and Share Transfer Books will remain closed for the purpose of payment of final dividend, if declared at the ensuing Annual General Meeting and for the purpose of Annual General Meeting from Thursday, 23rd September, 2021 to Wednesday, 29th September, 2021 (both days inclusive).

f. Listing of Shares:

The shares of the Company are listed on the following Stock Exchanges:

(i) BSE Ltd.
Phiroze Jeejebhoy Towers, Dalal Street,
Mumbai -400001

(ii) National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai-400051

The Listing Fees for FY2021-22 have been paid to both the above Stock Exchanges.

g. Stock and ISIN Code of Company's shares:

BSE : 508989 NSE: NAVNETEDUL

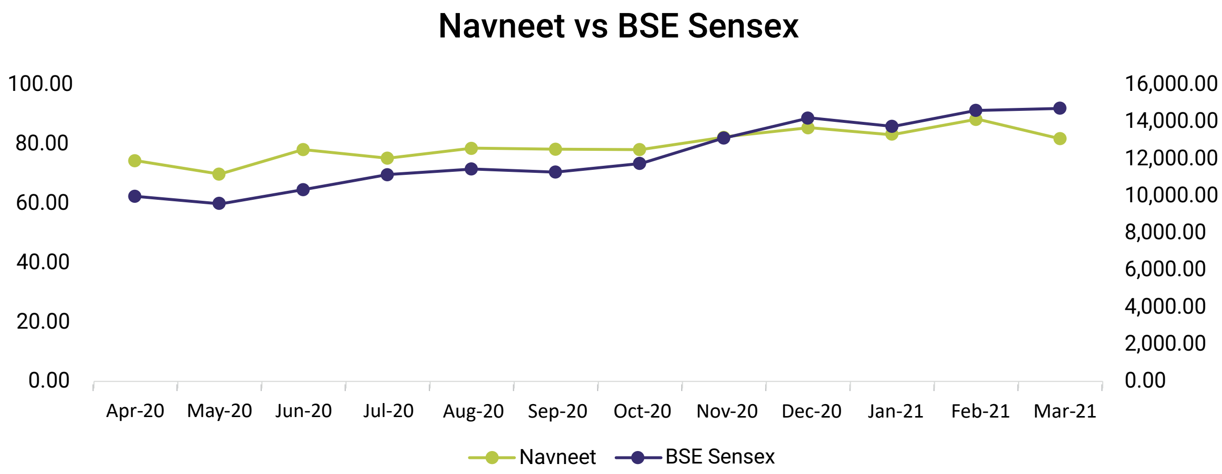
ISIN : INE 060A01024

(h) Volume of Shares traded and Stock Price Movement on a month to month basis :

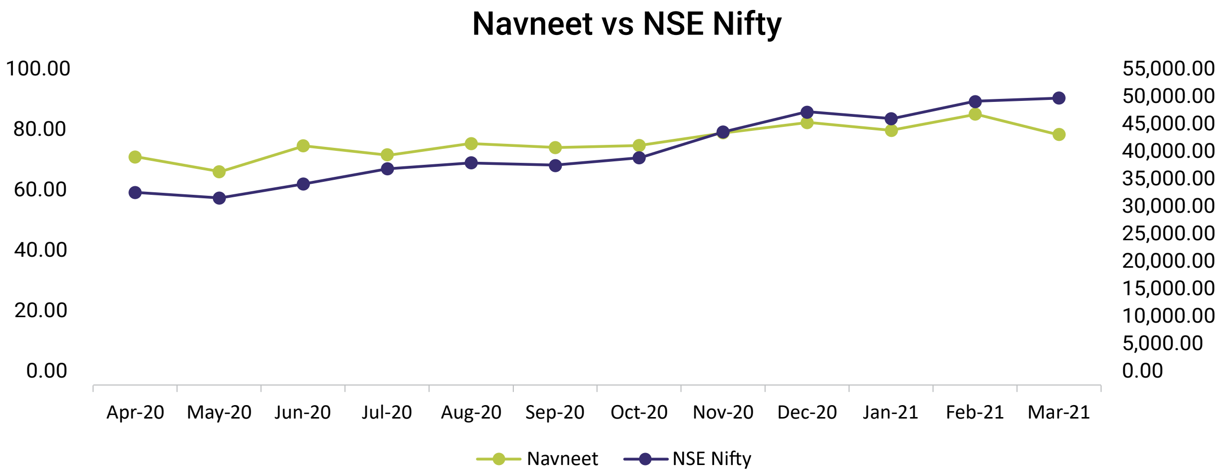
Month	BSE	NSE	BSE	BSE	NSE	NSE
	No. of Shares	No. of Shares	(High) (₹)	(Low) (₹)	(High) (₹)	(Low) (₹)
April, 2020	1,42,740	18,26,351	84.85	60.00	84.40	60.00
May, 2020	65,356	8,44,618	78.70	65.50	73.95	65.45
June, 2020	5,51,624	53,01,502	82.15	67.00	82.50	65.30
July, 2020	2,10,389	15,48,076	81.80	73.00	81.00	73.00
August, 2020	2,97,093	23,34,986	83.45	72.85	84.00	73.00
September, 2020	1,50,572	14,53,891	86.15	74.40	86.20	75.00
October, 2020	1,33,798	13,23,693	82.55	75.60	82.80	75.60
November, 2020	2,10,134	22,18,495	93.00	75.25	88.85	75.00
December, 2020	4,71,878	50,53,035	92.40	78.60	95.50	78.40
January, 2021	3,12,486	37,97,701	95.00	79.70	89.25	79.70
February, 2021	4,78,834	32,23,754	91.80	80.00	91.00	80.35
March, 2021	7,98,318	85,79,423	95.10	79.50	95.20	79.45

(i) Performance in comparison to broad - based indices viz. BSE Sensex and NSE Nifty

Navneet Education Limited Share Price movement v/s BSE Sensex April 2020 - March 2021



Navneet Education Limited Share Price movement v/s NSE Nifty April 2020 - March 2021



(j) Volume of Shares traded during the year under review as a percentage of the number of Shares outstanding as on 31st March, 2021 :

BSE: 1.73 % 39,80,312 shares NSE: 16.39 % 3,75,05,525 shares

(k) Registrar & Share Transfer Agent:

Link Intime India Private Limited
C-101,247 Park,
L. B. S. Marg, Vikhroli (West), Mumbai - 400083
Tel.: (91-022) 49186270 Fax : 91-022- 49186060
E-mail: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

(l) Share Transfer in Physical Form

Effective 1st April, 2019, the Securities and Exchange Board of India has amended Regulation 40 of the Listing Regulations, which deals with transfer, transmission or transposition of securities. According to this amendment, the request for effecting the transfer of listed securities shall not be processed unless the securities are held in dematerialised form with a Depository. Therefore, for effecting any transfer, the securities shall mandatorily be required to be in demat form.

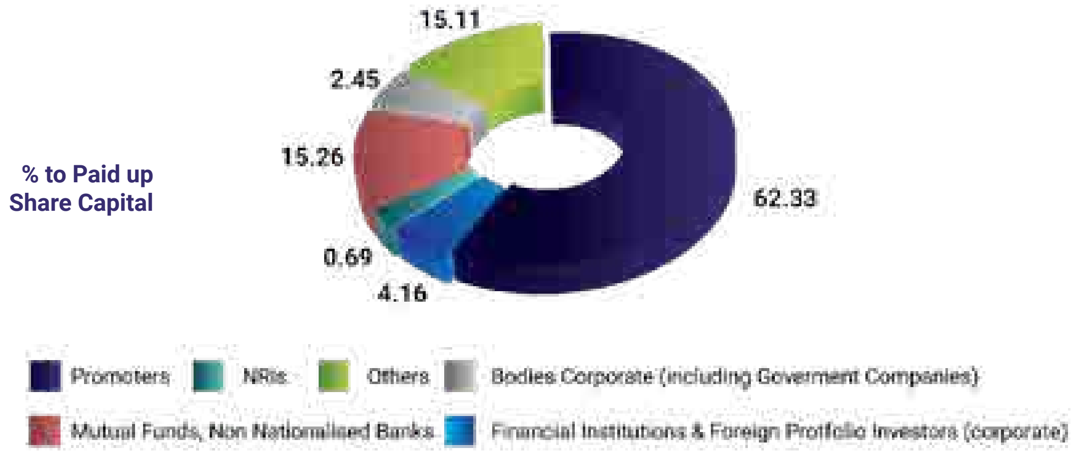
According to SEBI, this amendment will bring the following benefits:

- It shall curb fraud and manipulation risk in physical transfer of securities by unscrupulous entities.
- Transfer of securities only in demat form will improve ease, convenience and safety of transactions for investors.

(m) Distribution of Shareholding as on 31st March, 2021:

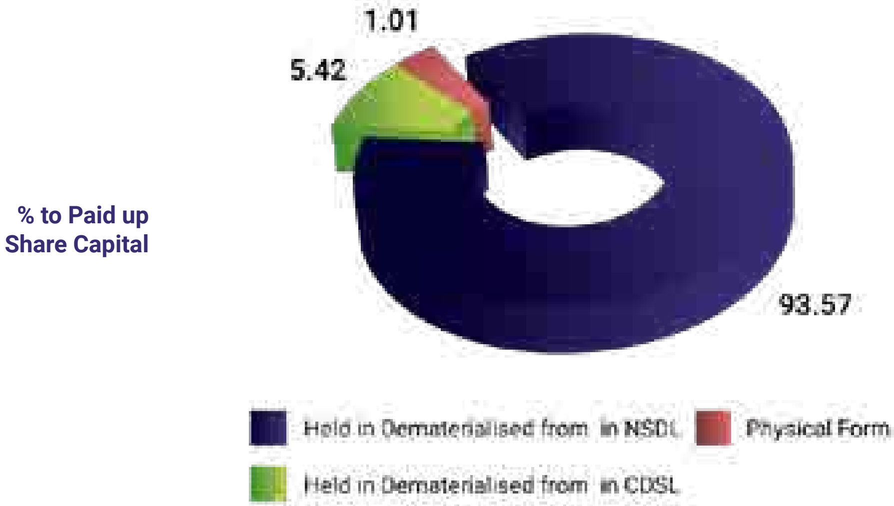
No. of equity Shares held	No. of Shareholders	%of Shareholders	No. of Shares	% of Shares
001-500	25,689	79.03	30,66,356	1.34
501-1000	2,566	7.89	20,38,756	0.89
1001-2000	1,405	4.32	20,75,259	0.91
2001-3000	593	1.82	14,94,064	0.65
3001-4000	643	1.99	23,42,401	1.02
4001-5000	253	0.78	11,90,995	0.52
5001-10000	672	2.07	45,98,500	2.01
10001 & above	684	2.10	21,20,64,169	92.66
Total	**32,505**	**100**	**22,88,70,500**	**100**

(n) Category of Shareholders as on 31st March, 2021:



(o) Dematerialisation of Shares and liquidity:

The shares of the Company are in compulsory dematerialisation segment and are available for trading system of both the depositories in India viz. National Securities Depository Limited (NSDL) and Central Depository Securities (India) Limited (CDSL). The status of dematerialisation of shares as on 31st March, 2021 is as under:



The Company's shares are regularly traded on National Stock Exchange of India Ltd. and Bombay Stock Exchange Ltd. in electronic form.

(p) Outstanding GDRs / ADRs / Warrants:

The Company has not allotted any GDR(s) / ADR(s) / Warrants / Convertible instruments.

(q) Commodity price risk or foreign exchange risk and hedging activities.

The Company do not have commodity risk as such. The Company is exposed to market risk, credit risks and liquidity risk which are summarised in the Note No. 60 forming part of 'Notes on Standalone Ind AS Financial Statements' for the year ended 31st March, 2021. During the financial year 2020-21, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against exports and imports.

The management periodically reviews the Risk Management Policy for managing each of these risks.

(r) Plant Locations:

The Company's Plants are located at the following places:

- Village Dantali, Behind Kasturi Nagar, Dist. & Tal. Gandhinagar, Gujarat
- Village Sayali, Silvassa, Rakanpur, Taluka Kalol, Dist. U.T. off. Dadra and Nagar Haveli
- Village Khaniwade, Tal. Vasai, Dist. Palghar

(s) Address for Correspondence

Registered Office:	Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai 400 028. Tel : +91-22-66626565 Fax : +91-22-66626470 Email : investors@navneet.com

Corporate Identification Number(CIN) : L22200MH1984PLC034055

(t) Compliance Officer

Company Secretary and Compliance Officer :	Shri Amit D. Buch
Email ID :	amit.buch@navneet.com

(u) Details of credit ratings obtained during FY 2020-21

Sr. No.	Name of credit rating agency	Rating	Facilities / Instruments	Amount (₹ in Lakhs) *
1.	CRISIL Limited	A1+	Commercial Paper- Short term	30,000
2.	CARE Ratings Limited	AA+ Negative/A1+	Bank Facility – Long / short term	45,000
		A1+	Bank Facility – Short term	200

* The Company does not have any amount payable towards these facilities as at year-end.

(12) Other Disclosures:

(a) Disclosure on materially significant related party transactions:

All transactions entered into with related party as defined under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and at arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. All the related party transactions entered by the Company during the year under review do not fall under the definition of 'Materially significant related party transactions' as given in Regulation 23 (1) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and hence disclosure is not required. However, suitable disclosure as required by Indian Accounting Standard (Ind AS) 24 'Related Party Disclosures' has been made in the notes forming part of the annual accounts.

(b) Disclosure of non- compliance by the Company, penalties, and strictures imposed on the Company by the Stock Exchanges, Securities and Exchange Board of India or any other statutory authority on any matter related to capital markets during the last three years.

The Company has complied with all requirements of the Listing Regulations with the stock exchanges as well as regulations and guidelines of Securities and Exchange Board of India. No penalties or strictures imposed on the Company by the stock exchanges, Securities and Exchange Board of India or any other statutory authority or any matter related to capital markets during the last three years.

(c) Vigil Mechanism /Whistle Blower Policy :

As required under the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 4 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has formed Vigil Mechanism/Whistle Blower policy to report genuine concerns or grievances. The same is hosted on the website of the Company. None of the employees of the Company has been denied access to the Audit Committee, for making complaint on any Integrity issue.

(d) The Company is in compliance with all the mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in addition the status of compliance with non-mandatory requirements is as under:

Sr. No.	Particulars	Remarks
1	Non-Executive Chairman's Office	The Company has Non-Executive Chairman and he maintains his own separate office. The Company do not bear expense of maintaining his office and do not reimburse any expense to him for performing his duty as Chairman, except paying him sitting fees.
2	Shareholders' Rights	As the quarterly and half yearly financial performance are published in the newspapers and also posted on the Company's website, the same are not being sent to the shareholders.
3	Audit Qualifications	The Company's financial statement for the year 2020-21 does not contain any audit qualification.
4	Separate post of Chairman and CEO	The Company has separate post of Chairman and MD/CEO.
5	Reporting of Internal Auditor	The Internal Auditor reports directly to the Audit Committee.

(e) Policy for determining 'material' subsidiaries:

The Company does not have a material non-listed Indian subsidiary Company whose income or net worth exceeds 10% of the consolidated income or net worth respectively of the Indian holding Company in the immediately preceding accounting year. Though the Company do not have any 'material' subsidiary company, the policy for determining subsidiaries has been formed and the same is put on website of the Company www.navneet.com.

(f) Policy on dealing with related party transactions:

The policy on dealing with related party transactions has been uploaded on the Company's website on www.navneet.com.

(g) Risk Management:

The Company's Risk Management Committee is overseeing all the risks that the organization faces such as strategic, financial, market, IT, legal, regulatory, reputational and other risks and recommends suitable action.

(h) The Company did not raise any funds through preferential allotment or qualified institutions placement during the year.

(i) A certificate from a practicing company secretary has been received stating that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority.

(j) All the recommendations of the various committees made were accepted by the Board.

(k) During the financial year 2020-21 details of amount charged to Statement of Profit and Loss by the Company and its subsidiaries with respect to the Statutory Auditors of holding Company and all entities in the network firm/network entity of which Statutory Auditors is a part (Below table does not include audit fees paid by an associate):

Particulars	Amount (₹ In Lakhs)
Audit matters (Statutory and tax audit)	33.65
Taxation matters (Including GST Audit)	Nil
Others (including reimbursement)	0.99
Total	**34.64**

(Note: Above amount is exclusive of applicable taxes)

(l) **Disclosure in relation to the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013.**

In terms of the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the number of complaints received during the financial year 2020-21 along with their status of redressal as on financial year ended 31st March, 2021 are as under:

Particulars	Number of Complaints
Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on the end of the financial year	Nil

(13) Disclosure to the extent to which the discretionary requirements have been adopted:

The extent up to which the Company has adopted discretionary requirements as specified in Part E of Schedule II is as detailed under Other Disclosures at serial no 12(d) above.

(14) Details of non-compliance of any requirement of Corporate Governance Report

The Company has complied with the requirements of Corporate Governance Report of Paras (2) to (10) mentioned in part 'C' of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and disclosed necessary information as specified in Regulation 17 to 27 and Regulation 46(2) (b) to (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the respective places in this Report.

(15) Code Of Conduct:

The Board of Directors has adopted the Code of Conduct for the Directors and Senior Management Personnel. A copy of Code of Conduct has been put on the Company's Website www.navneet.com

Code of Conduct has been circulated to all the Members of the Board and Senior Management Personnel of the Company and compliance of the same is affirmed by them.

In accordance with Regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a declaration signed by Managing Director & CEO affirming that all the Board Members and Senior Management of the Company have compliance with the Code of Conduct guideline as applicable to them for the Financial Year ended 31st March, 2021 is annexed as Annexure I to this report.

(16) CEO and CFO Certification :

The certificate required under Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, duly signed by CEO and CFO of the Company was placed before the Board. The same is provided as Annexure II to this report.

(17) Disclosure with respect to demat suspense account/ unclaimed suspense account:

During the year, the Company has credited ₹ 43.46 Lakhs to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of the Companies Act, 2013.

The cumulative amount transferred by the Company to IEPF up to March 31, 2021 is ₹ 183.72 Lakhs.

In accordance with the provisions of the Companies Act, 2013, the Company has transferred 65,822 equity shares of ₹ 2/- each, to the credit of IEPF Authority, on 28th October, 2020, in respect of which dividend had not been paid or claimed by the members for seven consecutive years or more as on the cut-off date, i.e. 9th September, 2020. The Company has initiated necessary action for transfer of shares in respect of which dividend has not been paid or claimed by the members consecutively since 2013-14.

The Company has uploaded on its website, the details of unpaid and unclaimed amounts lying with the Company as on date of last Annual General Meeting (i.e. 28th September, 2020).

Details of shares transferred to IEPF Authority during financial year 2020-21 are also available on the website of the Company.

The Company has also uploaded these details on the website of the IEPF Authority (www.iepf.gov.in).

The voting rights on the shares transferred to IEPF Authority shall remain frozen till the rightful owner claims the shares.

Due Date for transfer to IEPF, of Unclaimed / unpaid dividends for the financial year 2013-14 and thereafter:

Dividend Year	Declaration Date	Due Date
Final Dividend - 2013-14	29-Sep-14	02-Nov-21
Final Dividend - 2014-15	28-Sep-15	01-Nov-22
Interim Dividend - 2015-16	05-Mar-16	09-Apr-23
Final Dividend - 2016-17	03-Aug-17	06-Sep-24
Final Dividend - 2017-18	24-Jul-18	27-Aug-25
Final Dividend - 2018-19	24-Jul-19	27-Aug-26
1st Interim Dividend - 2019-20	13-Nov-19	17-Dec-26
2nd Interim Dividend - 2019-20	13-Mar-20	17-Apr-27

COMPLIANCE OF CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND REGULATION 46(2) (B) TO (I) OF LISTING REGULATIONS

Sr. No.	Particulars	Regulation	Compliance Status Yes/No/N.A	Key Compliance observed
1.	Board of Directors	17	Yes	• Composition and Appointment of Directors • Meetings and quorum • Review of compliance reports • Plans for orderly succession for appointments • Code of Conduct • Fees/Compensation to Non-Executive Directors • Minimum information to be placed before the Board • Compliance Certificate by Chief Executive Officer and Chief Financial Officer

Sr. No.	Particulars	Regulation	Compliance Status Yes/No/N.A	Key Compliance observed
				• Risk assessment and risk management plan • Performance evaluation of Independent Directors • Recommendation of Board for each item of special business • Directorship in listed entities
2.	Maximum number of Directorship	17A	Yes	• Directorship in listed entities
3.	Audit Committee	18	Yes	• Composition • Meeting and quorum • Chairperson present at Annual General Meeting • Role of the Committee
4.	Nomination and Remuneration Committee	19	Yes	• Composition • Meeting and quorum • Chairperson present at Annual General Meeting • Role of the Committee
5.	Stakeholders Relationship Committee	20	Yes	• Composition • Meeting and quorum • Chairperson present at Annual General Meeting • Role of the Committee
6.	Risk Management Committee	21	Yes	• Composition • Meeting • Role of the Committee
7.	Vigil Mechanism	22	Yes	• Vigil Mechanism for Directors and employees • Adequate safeguard against victimisation • Direct access to Chairperson of Audit Committee
8.	Related Party Transactions	23	Yes	• Policy on Materiality of related party transactions and dealing with related party transactions • Prior approval including omnibus approval of Audit Committee for related party transactions • Periodic review of related party transactions • Disclosure on related party transactions
9.	Subsidiaries of the Company	24	Yes	• Review of financial statements and investments of subsidiaries by the Audit Committee • Minutes of Board of Directors of the subsidiaries are placed at the meeting of the Board of Directors • Significant transactions and arrangement of subsidiaries are placed at the meeting of the Board of Directors

Sr. No.	Particulars	Regulation	Compliance Status Yes/No/N.A	Key Compliance observed
10.	Secretarial Audit	24A	Yes	• Annual Secretarial Audit and Annual Secretarial Compliance Report
11.	Obligation with respect to Independent Directors	25	Yes	• Maximum directorship and tenure • Meetings of Independent Directors • Cessation and appointment of Independent Directors • Familiarisation of Independent Directors • Declaration from Independent Director that he/she meets the criteria of Independence • Directors insurance for all the Independent Directors
12.	Obligation with respect to employees including Senior Management Key Managerial Personnel, Directors & Promoters	26	Yes	• Membership / Chairmanship in Committees • Affirmation on compliance of Code of Conduct by Directors and Senior Management • Disclosure of shareholding by Non-Executive Directorship • Disclosure by Senior Management about potential conflict of interest • No agreement with regard to compensation or profit sharing in connection with dealings in securities of the Company by Key Managerial Personnel, Director and Promoter
13.	Other Corporate Governance	27	Yes	• Compliance with discretionary requirements • Filing of quarterly, half-yearly and yearly compliance report on Corporate Governance
14.	Website	46(2)(b) to (i)	Yes	• Terms and condition of appointment of Independent Directors • Composition of various committees of Board of Directors • Code of Conduct of Board of Directors and Senior Management Personnel • Details of establishment of Vigil Mechanism / Whistle-blower policy • Policy on dealing with related party transactions • Policy for determining material subsidiaries • Details of familiarisation programmes imparted to Independent Directors

Annexure 'I'

Declaration

In accordance with Regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct guideline as applicable to them for the Financial Year ended 31st March, 2021.

For Navneet Education Limited

Place : Mumbai

Sd/-

Date : 27th May, 2021

Gnanesh D. Gala
Chief Executive Officer

Annexure 'II'

CEO AND CFO CERTIFICATION

We hereby certify that-

a) we have reviewed financial statements and the cash flow statements for the year ended 31st March, 2021 and that to the best of our knowledge and belief

    i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

    ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Indian Accounting Standards, applicable laws and regulations.

b) there are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c) we accept responsibility for establishing and maintaining internal controls for financial reporting, we have evaluated the effectiveness of internal control system of Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken to rectify these deficiencies.

d) we further certify that-

    i) there have been no significant changes in the internal control over financial reporting during the year,

    ii) there have been no instances of significant fraud which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

	sd/-	sd/-
Place: Mumbai	**Gnanesh D. Gala**	**Deepak L. Kaku**
Date : 27th May, 2021	Chief Executive Officer	Chief Financial Officer

Annexure 'G' - Business Responsibility Report

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1. **Corporate Identity Number**: L22200MH1984PLC034055
2. **Name of the Company**: Navneet Education Limited
3. **Registered office Address** : Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai-400028.
4. **Website:** www.navneet.com
5. **E-mail Id:** investors@navneet.com
6. **Financial Year reported**: 2020-21
7. **Sector(s) that the Company is engaged in (industrial activity code- wise) :**

Name and description of main products	Description	*Industrial Group
The Company is engaged in the business of publication of education and non-education books and manufacture of paper and non -paper stationery	Publication Stationery	5811 17099

*As per National Industrial Classification

8. **List of three key products/services that the company manufactures/provides (as in balance Sheet):**

   Publication : (a) work books (b) Children Story Books (c)General books

   Stationery : (a) Long books(b) Short Books(c) file folders

9. **Total number of locations where business activity is undertaken by the Company:**

   (a) **Number of International Locations (Provide details of major 5):** Nil

   (b) Number of National Locations :

   The Company has its presence in the State of Maharashtra and Gujarat with its Registered Office situated at Mumbai and manufacturing units situated at(i) Village Dantali - Dist. and Tal. Gandhinagar, (ii) Village Sayali, Silvassa U.T. of Dadra and Nagar and (iii)Village Khaniwade, Tal. Vasai, Dist. Thane.

10. **Markets served by the Company- Local/State/ National/International:**

    In addition to Indian Market, the Company also exports its stationery products to USA, Europe, parts of Africa and Middle East.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1. Paid -up Capital: ₹ 4,577 Lakhs
2. Total Turnover (including other income): ₹ 81,749 Lakhs
3. Total Comprehensive Income After Tax: ₹ 7,314 Lakhs
4. Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)

   (i) 7.51 % of Total Comprehensive Income After tax for FY 21.

   (ii) 2.00 % of average Net Profit for last three financial years.

5. List of activities in which expenditure in 4 above has been incurred:

   Disaster management -Covid 19, Education, Medical and health, animal welfare, Sports and others.

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies? Yes. The Company has 5 (five) subsidiary companies as on 31st March, 2021.
2. Do the Subsidiary Company/ Companies participate in the BR initiatives of the parent company? If Yes, then indicate the number of such subsidiary company(s).

   Given the current size and scale of operations, subsidiary companies, as of now, are not engaged in initiatives process of the Company OR There is no participation.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? if yes, then indicate the percentage of such entity/ entities[(less than 30%,30-60%, More than 60%)]

   No. Other entities with whom the Company does business with viz. suppliers, distributors etc. do not participate in the BR initiatives of the Company.

SECTION D: BR information

1. Details of Director/ Directors responsible for BR:

   (a) Details of the Director/Directors responsible for implementation of the BR policy/policies

   Shri Bipin A. Gala- Whole time Director (DIN: 00846625)

   (b) Details of the BR head

   The Company does not have BR head as of now. Shri Bipin A. Gala, Whole time Director would oversee BRR implementation.

2. Principle-wise (as per NVGs) BR Policy/policies?

   The National Voluntary Guidelines on Social, Environmental and Economic Responsibilities (NVGs) released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These are as under:

   P1- Business should conduct and govern themselves with Ethics, Transparency and Accountability.

   P2- Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

   P3- Businesses should promote the well- being of all employees.

   P4- Businesses should respect the interest of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

   P5- Businesses should respect and promote human rights.

   P6- Businesses should respect, protect and make efforts to restore the environment.

   P7- Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

   P8- Businesses should support inclusive growth and equitable development.

   P9- Businesses should engage with and provide value to their customers and consumers in a responsive manner.

   (a) Details in compliance (Reply in Y/N)

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have policy/policies for?	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	All the policies have been formulated in consultation with the Management of the Company.								
3	Does the policy confirm to the national /international stakeholders?	All the policies are compliant with respective principles of NVG guidelines.								
4	Has the policy been approved by the Board? If yes, has it been signed by MD/ owner/ CEO/appropriate Board of Directors?	The mandatory policies under Indian Laws and regulations have been adopted by the Board of Directors and signed by the Managing Director. Other operational internal policies are approved by the management.								
5	Does the Company have specified committee of the Board/Directors Official to oversee the implementation of policy?	The Board has appointed Shri Bipin A. Gala, Whole time Director to oversee policy implementation. The Company does not have BR head as of now.								
6	Indicate the link for the policy to be reviewed on line	Mandatory policies viz. CSR Policy, Insider Trading Policy, Code of Conduct are available on Company's website www.navneet.com								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes								
8	Does the Company have an in-house structure to implement the policy/policies?	Yes								

9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	The policies are evaluated regularly by the CEO and/ or respective senior executives.

2. If answer to the question at serial number 1 against any principle, is 'No', please explain why (tick up to 2 options): N.A.

3. Governance related to BR :

   (a) **Indicate the frequency with which the Board of Directors Committee of the Board of Directors or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.**

   The Company assess the BR performance more than 1 year.

   (b) **Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?**

   The BR report is available on company's website www.navneet.com . It will be published annually.

SECTION E : PRINCIPLE-WISE PERFORMANCE

Principle 1-Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

1. **Does the policy relating to Ethics, bribery and corruption cover only the Company ?** Yes /No. Does it extend to group/Joint Ventures/Suppliers/Contractors/ NGOs? Others?

   The Company has defined code of conduct for Directors and all employees that covers issues, inter alia, related to ethics and bribery. The Company acts with integrity in accordance with values of responsibility, excellence and innovation where the company does business. Compliances and adherence to the law and Company's own internal regulations are integral to the Company. It covers dealing with suppliers, customers and other business partners.

2. **How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily** resolved by the management ? If so, provide details thereof, in about 50 words or so.

   During the year under review, the Company has not received any complaints under investigation mechanism.

Principle 2 – Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

1. **List up to 3 products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.**

   The Company has always continued to believe and incorporate environment friendly initiatives and business practices in its operations as much as possible.

   The Company's products do not contribute to any environmental concern/risk/opportunities except for some of the materials used in their manufacturing process. The Company is taking below mentioned precautions:

   ➢ products are mainly paper based. To mitigate the forest depletion because of paper usage, the Company continue to use bagasse and FSC paper in its production in place of regular paper.

   ➢ Proper safety precautions used while storing and consumption of solvent based ink and PVC based adhesive.

   ➢ All hazardous wastes are disposed off to the government authorized vendor.

   In addition to what the Company was already doing to reduce the social /environmental concerns, it has also introduced below products or materials to reduce the social/environmental concerns:

   ➢ New product called "Ring Binder" using 100% recycled Kraft paper, which helps reduce plastic or virgin paper consumption;

   ➢ The Company has developed many new products with 100% recycled kraft paper and showcased to prospective customers. Production will start based on their orders;

- ➢ Started using UV varnish instead of lamination for finishing of majority of cover printing jobs;
- ➢ Jobs changed from offset printing to tinting coating process to reduce the usage of solvent base ink after making necessary developments.

Some high impact environment friendly initiatives the Company follows at its factories are as follows :

- ➢ Water based ink carbouys are lined with polybag so that carbouys can be sent back to manufacturer and are reused for next orders instead of getting new plastic carbouys against every new order and then scrap after use. This helped in saving plastic usage and thereby environmental concerns.
- ➢ Returning packaging materials like box, ring and core of wiro products to manufacturers to be reused as packaging for next orders instead of using new packaging material for every order.
- ➢ Reuse PET strap for palletization of export orders and internal palletized materials movements instead of using new straps every time.
- ➢ Changed the carbouy design of adhesives from 50 kg to 5 kg with wide mouth and lining it which helped in 100 % consumption of adhesive from the carbuouy. Previously around 1kg adhesive was wasted as leftover in each carbuoy.
- ➢ Usage of reusable antiskid grip sheets for wrapping FG and WIP for internal movement. Previously stretch wrap film was used which was single use.
- ➢ Replaced all below 50 micron plastic used like BOPP, PP bags, shrink film, etc., to above 51 micron, thereby reducing environment risk.
- ➢ Recycle and reuse old and leftover PP sheets making the manufacturer reuse it in their next production cycle, thereby reducing overall plastic consumption.
- ➢ Using latest technologies for digitalization of documents and reports help the Company in saving 35,000 sheets of A4 size 80 GSM paper. Carbon footprint reduced by this is two Tons per year. This also helps in retrieving documents by five times.

2. **For each such products, provide the following details in respect of resource use (energy , water, raw material etc.) per unit of product(optional)**

   (a) Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?

   The Company does not have an exclusive tracking system for measuring the resources used for separate processes or per product due to numerous types of products involving multiple processes.

   Below are few procedures the Company implemented to reduce the resource consumption in general during sourcing/production/distribution:

- ➢ Reduction of packing material by way of reusing the old ones after adopting various methods.
- ➢ Reducing wastages by changes in designs of carbuoys.
- ➢ Reducing wastages by inner lining of the containers.
- ➢ Reuse strapping material repeatedly.
- ➢ Replacing single use materials with multiple times usable material there by vastly reducing the consumption.
- ➢ Recycle and reuse all plastic leftovers by returning them and asking manufacturer to use them in their next production cycle and supply to the Company.

Following are some of Company's continuous measures to combat the environmental effects of the raw materials it uses. These again depend on the products the Company make as per the market or customer demand. As far as possible the Company try to balance between its commercial and environmental concerns.

Particulars	2019-20	2020-21
Usage of FSC Paper in stationery division	41%	52%
Usage of Bagasse Paper	27%	28%
Usage of Recycled & Agro based paper	20%	22%

Particulars	2019-20	2020-21
Usage of Water Based Ink	51%	39%
Usage of Starch Based Adhesive	19%	8%
Usage of solar power	1600 KWH/day	3000 KWH/day
Reduction in electricity consumption by using more natural light by way of sky lights	20000 units / year	20000 units / year

(b) Reduction during usage by consumption (energy, water) has been achieved since the previous year?

This is not applicable to the Company as no additional resources are used while consumption of its products.

3. **Does the company have procedures in place for sustainable sourcing (including transportation)?**

(a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

- The Company's major sourcing is for paper which constitutes 80% of its raw materials used. The Company ensure to purchase paper from well known, respected brands. Many of them are ISO 14001 certified ensuring compliance to environmental issues.
- The Company use FSC certified paper sourced from FSC certified plants ensuring sustainability and responsible sourcing.
- The Company's alternate method of transportation of paper through sea route by ships instead of the regular road transportation has helped in saving fuel, time and money (1689 MT Paper procured using sea route last year).
- The Company continue to educate its vendors through meetings, visits to their factories, slogans on emails and purchase orders, etc. All Company's purchase orders have a clause advising vendors to use safe and eco friendly packing material and reuse them as far as possible.
- All Company's transporters are advised, as part of the agreement with them, to keep their vehicles in good condition and keep all papers of the vehicles and drivers up to date and valid. The Company do not allow any vehicle which is not having valid certificates including PUC certificate inside the factory nor use them for its transportation purpose.

4. **Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?**

(a) **If yes, what steps have been taken to improve their capacity and capability of local and small vendors?**

The Company is committed to improve surroundings of its factories. The Company takes measures to uplift the life styles of the local people living around factories. The Company ensure this by following below practices.

- Outsourcing : The Company continue to do 50% of Company's outsourcing in the local areas within 20 kms surrounding factories.
- Procurement : First preference is given to localized procurement in the nearby areas of the factories as always. The search for improving the local vendors to make indigenous purchases is a continuous process. The Company has added a local ink supplier to its vendor base who effectively helped the Company stop purchasing from far away place and save on transportation and time.
- Employment : Local man power is preferred for recruitment.
- Packing : 30% of Company's non paper stationery packing is done in the vicinity of its factories.
- The Company has developed and encouraged local factories across India to service different sales areas. For ex: the Company has vendors developed at Bangalore, Nagpur, Pune, etc., to cater to the sales in various regions of India.
- The Company supports and trains its surrounding areas vendors employees in improving their financial stability by making them follow all the welfare schemes of the government like PMSBY, PMJJY, medical schemes, getting PAN cards, Aadhar cards, bank accounts, etc.
- The Company give the local vendors trainings in machine maintenance & quality improvement to

help them increase their business and profitability.

- ➢ The Company provide free school books for the children of the vendors employees.
- ➢ As a part of its CSR activity, the Company provide free medical assistance to many villages surrounding factories where Company's vendor factories are located helping the families lead a better and healthier life.
- ➢ The Company provide student and teacher development programmes and distribute free books in the tribal and other government schools in the surrounding areas including those of Company's vendor factories.

5. **Does the Company have a mechanism to recycle products and waste? If Yes, what is the percentage of recycling of products and waste (separately as <5%,5-10%,>10%) Also provide details thereof, in about 50 words or so.**

The Company has given utmost importance to Scrap management.

The Company has reduced its scrap holding area and started daily scrap disposal for all the major items. This ensures proper control on scrap and timely recycling of them.

Majority of Company's scrap is recyclable. Waste paper which forms majority of its scrap is sold back to paper mills for recycling through scrap dealers. The Company also recycles and reuses its plastic and card board wastes.

The Company follow all possible waste reduction practices in the production of its goods. The Company train all its employees on different techniques of scrap reduction and ensure that the same are followed. This helps in reduction of Company's carbon footprint.

Principle 3 - Businesses should promote the well-being of all employees

1. Please indicate total number of employees : 2,695
2. Please indicate the total number of employees hired on temporary/contractual/casual basis :732
3. Please indicate the number of permanent women employee :200
4. Please indicate the number of permanent employees with disabilities :20
5. Do you have an employee association that is recognized by Management : No
6. What percentage of your permanent employees is members of this recognized employee association? N.A.
7. **Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment filed in the last financial year and pending as on the date of financial year:**

Sr. No.	category	No. of complaints filed during the financial year	No. of complaints pending as on end of financial year
1.	Child labour/ forced labour/involuntary labour	Nil	Nil
2.	Sexual harassment	Nil	Nil
3.	Discriminatory employment	Nil	Nil

What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

(a) Permanent Employees: 30.58 %

(b) Permanent Women Employees : 13 %

(c) Casual/ Temporary/ Contractual Employees : 71.45%

(d) Employees with Disabilities : 32.79 %

Principle 4 - Businesses should respect the interest of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

1. **Has the Company mapped its internal and external stakeholders? Yes/ No.?**

   Yes. The Company has mapped its internal and external stakeholders.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?**

   Yes

3. **Are there any special initiatives taken by the company to engage with the disadvantaged vulnerable & marginalized stakeholders. If so, provide details thereof, in about 50 words or so.?**

   The Company conducted various community intervention programs that focused in development of skills amongst the tribal villagers. It also included increase in access to resources for health and income generation sources. The program was implemented in Maharashtra, Assam, Bihar and Meghalaya. The Company held medical camps in rural Gujarat and provided access to 245 patients who availed pre-surgery diagnostic services and those requiring treatment and surgeries were admitted in camp hospital facility. At other medical camp, 591 cataract surgeries and 350 heart surgeries were performed in rural areas reaching to the unreached communities. The migrant workers and daily wage earners were the first groups that faced the impact of Lockdown that was brought in as necessary measure to combat the virus spread. With loss of job, they lost the source of food. Immediately kitchens were setup in Mumbai and Gujarat by the Company to cook healthy and hygienic food for the daily-wage and migrant workers. Healthy food kits with rice, wheat flour, dals, sugar, oil and Indian spices were distributed amongst 44,316 families in Mumbai, other parts of Maharashtra and Gujarat.

Principle 5 - Businesses should respect and promote human rights

1. **Does the policy of the company on human rights cover only the company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others? Partially covered?**

   The Company does not have stated Human Rights Policy. However, few of the aspects are covered in the 'Company's Code of Conduct and Ethics of Employees' and 'Sexual Harassment Policy'.

2. **How many stake holder complaints have been received in the last financial year and what percent was satisfactorily resolved by the management?**

   There were two (2) complaints received from equity shareholders during the financial year 2020-21 and no complaints were pending as on 31st March, 2021.

Principle 6 - Businesses should respect, protect and make efforts to restore the environment.

1. **Does the policy related to Principle 6 cover only the company or extends to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/Others.**

   The Company continues to show its commitment to the environment sustainability by having and following environment, water & energy conservation policy and health & safety policies which works towards providing an environmentally sound and safe work atmosphere. All the employees of the Company are trained and aware of their responsibilities towards conservation, health & safety.

   Our policies extend to our whole group and associated parties.

   The Company takes care to increase the awareness of its suppliers, vendors, contractors and others with whom it deals by printing the required environment friendly instructions and what it expects out of them on all its communications with them like purchase orders and service orders. The Company has an additional clause / advise asking all its vendors to use safe and eco friendly packing material and reuse them as much as possible.

   The Company also send periodic communication to all its vendors and contractors about the company's policies and expectations in being supportive of environment conservation apart from conducting audits.

2. **Does the company have strategies /initiatives to address global environmental issues such as climate change, global warming etc.? Y/N. If yes, please give hyperlink for webpage etc.**

   Yes. The Company does have strategies/initiatives to address global environment issues as follows :

   ➢ By increasing awareness of employees and others through training of its policies and conducting competitions and programs on special days like environment day, etc. The Company involve families also in such activities for an overall effect. All its employees are well aware of their responsibilities towards conservation, health & safety. They take all necessary steps to reduce the effects of Company's operations on environment.

- ➢ The Company operates in a sustainable manner managing material, energy and water consumption by using the same efficiently, wisely and responsibly.
- ➢ The **environment policy** of the Company helps and guides us in ensuring compliance of all related environmental issues and controls by way of waste management, pollution control, etc.
- ➢ The **water & energy conservation policy** supports and enhances the Company's commitment to environmental sustainability and encourages changes in individual behaviours, actions, and processes.
- ➢ The Company communicate with its suppliers, vendors, contractors, etc. about being environment friendly and Company's expectations regularly. The Company does this by printing slogans, etc. on all its purchase orders, mails, etc. and by periodical communication about its policies and practices in being environment friendly.
- ➢ The Company conducts social compliance audits of its vendors as per BSCI norms.
- ➢ The Company conducted energy audits in its factories to assess and took necessary corrective actions to minimise energy consumption.
- ➢ The Company is following all green building initiatives and parameters for its factories.
- ➢ The Company's plants have following certifications which are renewed on regular basis showcasing its commitment to its EHS and quality initiatives.

- BSCI
- Sedex Members Ethical trade Audit (SMETA)
- ISO 9001 : 2015
- ISO 14001 : 2015
- ISO 45001 : 2018
- WAREX – Warehouse Excellency Award, Platinum Grades awarded to Company's warehouses by Institute of Logistics, CII
- FSC Certification by Forest Stewardship Council

Responsible Sourcing/social audits for customers like Walmart, Target, Staples, etc. are successfully completed. All the compliance audits of new clients are attended to and successfully completed which shows Company's continuous upgradation to all new requirements.

3. **Does the Company identify and assess potential environmental risks? Y/N**

   Yes. The Company conducts Environment risk assessment for all its processes and activities and take precautions / corrective actions as per the analysis. This is done annually or whenever any new activity is introduced.

4. **Does the Company have any project related to Clean development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?**

   The Company believes and is focused on clean development mechanism and has taken up many projects thereby reducing its carbon footprint. Some of them are as follows :

   a. India has rich availability of sunlight. In order to tap this natural resource, the Company has installed sky pipe technology to use focused sun light instead of electricity for lighting the plant. Until now the Company has installed the same in many of its premises to save power of 5.04 kwh units/hr. the project is successfully maintained since 4 years.

   b. Until now the Company has installed 724 KWP solar panels in two of its factories. The Company uses this solar power in place of regular power consumption of its factories. As a result at both the factories put together, the power consumption is reduced by around 30%.

   c. The Company has installed capacity of 4.8 MW of wind power which generates 77,38,000 units of power every year.

      The Company submits annual Environmental Audit Statement report submitted to local MPCB yearly as per the legal requirement.

5. **Has the company undertaken any other initiatives on-clean technology, energy efficiency, renewable energy etc. Y/N. If yes, please give hyperlink for web page etc.**

Apart from the points mentioned in point no. 4 above, the Company also follow below initiatives in its plants to reduce environmental impacts. There are many new initiatives taken in additional to previous ones which are listed below.

1. **Clean Technology** :

- The Company uses Bagasse and FSC paper in manufacturing to reduce the forest depletion.
- The Company test the plastics and other relevant materials for compliance of REACH, SVHC and use only safe materials.

2. **Power Consumption** :

- Production is run on solar power as much as possible. At present the Company is producing approximately 9,00,000 KWH per year in-house with the help of solar panels.
- The Company has installed sky pipes, a unique solution to use focused day light inside the buildings. By using this, the Company has increased the lux levels from 150 to 300. Power saved is calculated at 5.04 kwh/hour with the amount saving of ₹ 23 per hour.
- Natural light is used majorly during day time by using polycarbonate sheets in the roof and side walls to allow daylight inside the warehouse.
- Instead of air compressors, air guns and other alternative methods is used for cleaning wherever possible.
- Lights used in the plants are 28 Watts tube lights of T5 variety and LED lights which gives more lux levels with less power consumption.
- All the computers are with the settings to go into sleep mode if inactive for three minutes. This ensures minimum power consumption when computers are not in use.
- The inside temperature of the plants are kept low by 4-5 degrees celsius by insulating the building by smart board.
- Roof is insulated by fiber glass insulation with aluminum foil to keep temperatures low by reflecting sunlight.
- Instead of providing additional lights to increase lux levels in production, the Company has rearranged the lights to provide almost 50% more lux with same number of lights.
- Energy efficient motors of 65HP are installed in machinery to reduce power consumption of those machines considerably.
- The Company maintains all its electrical equipment in proper condition. Systems are set so that minimum power is consumed.

3. **Transport** : In continuation with the Company's sustainability initiatives, it has started ocean transport of its raw material in place of road transport, thereby saving on fuel, time and money.

While making agreements with transporters, the Company insist that vehicles with PUC and proper maintenance only need to be used for its purposes. Without PUC, no vehicle is allowed within premises nor used for loading and unloading purposes.

4. **Environment Initiatives** :

- The Company is maintaining more than ten thousands trees and plants at its factories to increase the green cover. The Company has started the concept of garden green in its factories, wherein the Company cover as much open place as possible with greenery including lawns. The Company added 400 plants to the green cover in last one year.
- Rain water harvesting is done by way of self constructed pond and wells in plants.
- Solar heater used for heating water and cooking in canteen operations.
- Solar panels of 724 KWP generate 9,00,000 KWH of solar power is generated per year.
- By making all these improvements, the Company is reducing CO2 emissions by around 671 MT per year because of reduced power consumption and less waste generated. Until now the Company saved around 5600 MT of CO2 emissions.
- In last one year the Company has undertaken many energy efficiency projects, because of which it is saving 365817 KW/H electricity and 254.4 Metric Tons of CO2 emissions.

- The Company is identified as 'Giga-guru' for its demonstrated results and continuous efforts in reducing CO2 emissions in the project Gigaton of its prime customer. Until now the Company has demonstrated a saving of 19244.2 MT of CO2 emissions.

6. Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?

   Yes. The Company conducts periodical emission / waste water testing as per norms and confirm that the parameters are maintained within the levels prescribed by the PCB.

7. Number of Show Cause/ legal notices received from CPCB? SPCB which are pending) i.e. not resolved to satisfaction) as on end of Financial Year.

   Nil

Principle 7 - Businesses when engaged in influencing public and regulatory policy should do so in a responsive manner

1. **Is your Company a member of any trade and chamber or association? If yes, Name only those major ones that your business deals with:**

   The Company is member of:

   - Indian Merchant's Chamber
   - The Federation of Educational Publishers in India
   - Bombay Booksellers & Publishers Association
   - The Federation of Indian Publishers
   - CAPEXIL
   - Gujarat Chamber of Commerce & Industry

2. **Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/ No. If yes specify the broad areas(drop box: Governance and Administration, Economic Reforms, Inclusive development Policies, Energy security, water , Food Security, Sustainable Business Principles, Others**) :No.

Principle 8 - Businesses should support growth and equitable development

1. **Does the Company have specified programs/initiatives/ projects in pursuit of the policy related to Principle 8? If yes details thereof.**

   Social development initiatives that enhance income generation to the marginalized communities, increased access to health and medical services to the rural, tribal and underprivileged individuals and encourage young girls and boys to pursue education and vocational training by support for fees, coaching and mentoring programs were supported. Activities that nurture environment with participation of people were organized.

2. **Are the programs/projects undertaken through in- house team/own foundation/external NGO/ government structures/any other organization?**

   To meet the critical needs arising from COVID pandemic, programs / projects were implemented through implementing partners who had expertise in health and medical care services.

   Programs / projects were undertaken through in-house teams and through implementing NGO partners for work on environment conservation, health and medical care, education, animal welfare, sport development.

3. **Have you done any impact assessment of your initiative?**

   Yes. Impact assessment for education program was conducted during the year.

4. **What is your company's direct contribution to community development projects-Amount in INR and the details of the project undertaken.**

Donations - Sectors Supported Year 2020-21

	in ₹	in %
Disaster Management - Covid 19	1,88,20,015	34.28
Animal Welfare	47,08,000	8.57
Education	1,26,75,936	23.09
Medical and Health	1,45,63,648	26.52
Others	41,41,360	7.54
TOTAL	**5,49,08,959**	**100**

5. **Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words or so.**

   Core value of community development programs were participation and sustainable development programs. Community intervention programs focused in development of skills amongst the tribal villagers. It also included increase in access to resources for health and income generation sources. The program was implemented in Maharashtra, Assam, Bihar and Meghalaya.

   The process of intervention involved community need assessment by Participatory Rural Appraisal. Meetings with tribal community were organised to understand their problems and involve them in building strategies to meet the needs.

Principle 9 - Businesses should engage with and provide value to their customers and consumers in a responsible manner.

1. **What percentage of customers complaints/consumer cases are pending as on the end of financial year**. Nil

2. **Does the company display product information on the product label, over and above what is mandated as per local laws ? Yes/No /N.A./Remarks (additional information)** N.A.

3. **Is there any cases filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behavior during the last five years and pending as on end of financial year, If so, provide details thereof, in about 50 words or so.** No.

4. **Did your company carry out consumer survey/ consumer satisfaction trends?** N.A.

Navneet Education Limited

Standalone Financial Statements for the year ended 31st March, 2021

Independent Auditor's Report

To,
The Members of
Navneet Education Limited

Report on the Audit of Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of **Navneet Education Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("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 2021, its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the standalone Ind AS financial statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the standalone Ind AS financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone Ind AS financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter

Recoverability of investments and loans advanced to wholly owned subsidiaries (refer note 9.3 and 10 to the standalone Ind AS financial statements)

Indiannica Learning Private Limited is a CBSE content publisher and exclusive licensee of Encyclopaedia Britannica curricular solutions in India and eSense Learning Private Limited is involved in the business of e-learning and creation of digital content. These subsidiaries have been incurring losses & hence judgement is required in regard to recoverability of investments and loans into these subsidiaries as at 31st March 2021. Accordingly, we determined this to be a key audit matter.

Our procedures on the management's assessment of these matters included discussion on impairment test carried out by management including the business outlook, basis of estimates, valuation technique (fair value report obtained from independent chartered accountant from time to time), appropriateness & reasonableness of assumptions, and various other parameters with the management. We did not identify any significant exceptions to the management's assessment as regards impairment in the carrying value of investments in subsidiaries of ₹ 16,893 Lakhs (net of impairment of ₹ 762 Lakhs) and loan of ₹ 400 Lakhs to subsidiaries is appropriate and no additional provision for impairment is necessary.

Information Other than the standalone Ind AS financial statements & Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Independent Auditor's Report

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015 as amended from time to time.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the standalone Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As a part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability

Independent Auditor's Report

to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our 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 including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian 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 31st March 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2021 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 our separate report in Annexure II; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

Independent Auditor's Report

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid / provided by the Company to its directors for the year ended 31st March 2021 is in accordance with the provisions of section 197 read with Schedule V of the Act; and

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 41 (a) & 10.1 to the standalone Ind AS financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number: 116560W/W100149

sd/-

Sandeep Shah
Partner
Membership No. 37381
UDIN: 21037381AAAACB6053

Place: Mumbai
Date: 27th May, 2021

Annexure I To Independent Auditor's Report for the year ended 31st March, 2021

[Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date]

To,
The Members of
Navneet Education Limited

(i) In respect of fixed assets:

(a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) The Company has formulated a phased program of physical verification of fixed assets designed to cover all the items at-least once over a period of three years. In accordance with the said phased program, during the year, the Company has carried out the physical verification of computer and furniture block of one location. In our opinion, this frequency of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.

(c) According to the information and explanation given to us and on the basis of our examination of the title deeds / purchase agreements / lease deed, we report that, the title deeds of immoveable properties included in the fixed asset are held in the name of the Company (including erstwhile name) as at balance sheet date.

(ii) The inventories (other than lying with third parties) have been physically verified during the year by the management. In respect of inventories lying with the third parties, confirmations have been obtained by the Company and material in transit have been verified with reference to subsequent receipts. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records were not material and have been properly dealt with in the books of account.

(iii) According to the information and explanation given to us, the Company has granted unsecured loan to Companies covered in the register maintained under section 189 of the Act. There are no firms, Limited Liability Partnership or other parties covered under said register to whom loans have been granted.

(a) In our opinion and considering the information and explanations given to us, terms and conditions for loans are prima facie not prejudicial to the interest of the Company.

(b) The terms of arrangement stipulate that the principal and interest are repayable on demand. As per the information made available to us, the principal and interest has been repaid as and when demanded. In absence of repayment schedule as regards principal and interest, the question of our comment on regularity of receipt of principal amount and interest does not arise.

(c) According to the information and explanations given to us, there are no overdue amount of principal and interest for more than 90 days.

(iv) In our opinion and according to the information and explanation given to us, the Company has complied with the provision of section 185 and 186 of the Act in respect of grant of loans, making investments, and providing guarantees and security, as applicable.

(v) In our opinion and according to the explanations given to us, the Company has not accepted any deposits. Therefore, question of reporting compliance with directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder does not arise. We are informed that no order relating to the Company has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act relating to windmill division, and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of amounts deducted / accrued in the books of account, the Company has been generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service tax, cess and any other statutory dues, as applicable to the Company, during the year with the appropriate authorities. There are no undisputed statutory dues payable in respect to above statutes, outstanding as at 31st March 2021 for a period of more than six months from the date they became payable.

(b) According to information and explanations given to us and on the basis of our examination of the records of the Company, there is no disputed income tax, sales tax, service tax, duty of customs, duty of excise, value added tax and goods and services tax as on 31st March 2021 which have not been deposited except the following disputed dues which have not been deposited since the matters are pending with the relevant forum:

Name of statutes	Nature of dues	Amount (₹) in Lakhs (net of amount paid under protest)	Period to which it relates	Forum where dispute is pending
The Income Tax Act, 1961	Income Tax	26.08	FY 2000-01	Bombay High Court
		3.51	FY 2008-09	Assessing Officer
		12.75	FY 2012-13	CIT (Appeals)
Central Sales Tax Act and VAT Act of various states	Sales Tax / CST / VAT	8.11	FY 2004-05	Sales Tax Appellate Tribunal
		1,084.56	FY 2007-08	Departmental Appellate Authorities
		1,026.32	FY 2008-09	
		58.74	FY 2014-15	
		5.15	FY 2015-16	
		9.75	FY 2013-14	Assessing Officer
		23.46	FY 2011-12 to FY 2016-17	
GST Act of various states	GST	2.53	FY 2018-19	Departmental Appellate Authorities
	Total	**2,260.96**		

(viii) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or borrowings to banks and financial institutions during the year. There are no loans or borrowings from debenture holders / Government.

(ix) In our opinion and according to the information and explanations given to us, the money raised during the year by issue of commercial papers have been applied for the purposes for which they were obtained. Further, the Company did not raise any money during the year by way of initial public offer or further public offer and term loans.

(x) During the course of our examination of the books of account and records of the Company, carried out in accordance with generally accepted auditing practices in India and according to information and explanation given to us, we have neither noticed nor have been informed by the management, any incidence of fraud by the Company or on the Company by its officers or employees.

(xi) According to the information and explanations given to us and based on our examination of the records, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

(xii) The Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.

(xiii) According to the information and explanation given to us and based on our examination of the records, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Refer note 56 of the Standalone Ind AS financial statements.

(xiv) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore, question of our comment on compliance with the provisions of Section 42 of the Act and utilisation of the amount raised for the purposes for which it was raised does not arise.

(xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with the directors. Therefore, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Therefore, the provisions of the clause (xvi) of the Order are not applicable to the Company.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number: 116560W/W100149

sd/-

Sandeep Shah
Partner
Membership No. 37381
UDIN: 21037381AAAACB6053

Place: Mumbai
Date: 27th May, 2021

Annexure II to Independent Auditor's Report for the year ended 31st March, 2021

[Referred to in paragraph 2 (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date]

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

Opinion

We have audited the internal financial controls over financial reporting of **Navneet Education Limited** ("the Company"), as of 31st March 2021, in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

In our 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 31st March, 2021, 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').

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls over Financial Reporting

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 issued by 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 the standalone Ind AS 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 the standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations 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 standalone Ind AS 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.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number: 116560W/W100149

sd/-

Sandeep Shah
Partner
Membership No. 37381
UDIN: 21037381AAAACB6053

Place: Mumbai
Date: 27th May, 2021

Standalone Balance Sheet

as at 31st March, 2021

(₹ in Lakhs)

	Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
I.	**ASSETS**			
	Non-current assets			
	(a) Property, plant and equipment	3	15,119	16,162
	(b) Right-of-use assets	4	2,569	3,424
	(c) Capital work-in-progress	5	2,212	427
	(d) Investment property	6	1,496	1,691
	(e) Intangible assets (other than Goodwill)	7	278	370
	(f) Intangible assets under development	8	-	53
	(g) Financial assets			
	(i) Investments	9	29,213	26,365
	(ii) Loans	10	2,387	2,224
	(iii) Others	11	114	126
	(h) Deferred tax assets (net)	12	484	667
	(i) Assets for non-current tax (net)	13	589	233
	(j) Other non-current assets	14	233	299
	Total non-current Assets		**54,695**	**52,041**
	Current assets			
	(a) Inventories	15	40,157	45,532
	(b) Financial assets			
	(i) Trade receivables	16	14,249	20,538
	(ii) Cash and cash equivalents	17	1,712	426
	(iii) Other bank balances	18	346	395
	(iv) Loans	19	858	5,012
	(v) Other financial assets	20	1,934	1,321
	(c) Other current assets	21	6,913	5,424
	(d) Non-current assets held for sale	22	188	-
	Total current Assets		**66,357**	**78,648**
	TOTAL ASSETS		**1,21,052**	**1,30,689**
II.	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity share capital	23	4,577	4,577
	(b) Other equity	24	99,309	91,995
	Total equity		**1,03,886**	**96,572**
	LIABILITIES			
	Non-Current liabilities			
	(a) Financial Liabilities			
	(i) Lease liabilities	25	2,037	2,883
	Total non-current liabilities		**2,037**	**2,883**
	Current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	26	-	19,001
	(ii) Lease liabilities	25	846	744
	(iii) Trade payables	27		
	- Amount due to micro and small enterprises		756	658
	- Amount due to others		6,189	3,072
	(iv) Other financial liabilities	28	2,482	3,642
	(b) Other current liabilities	29	1,150	1,185
	(c) Provisions	30	2,814	2,833
	(d) Liabilities for current tax (Net)	31	193	99
	(e) Deposits associated with assets held for sale	32	700	-
	Total current liabilities		**15,129**	**31,234**
	TOTAL EQUITY AND LIABILITIES		**1,21,052**	**1,30,689**

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Standalone Statement of Profit and Loss

for the year ended 31st March, 2021

(₹ in Lakhs)

	Particulars	Note No.	For the year ended 31st March 2021	For the year ended 31st March 2020
I	Revenue from operations	33	80,297	144,180
II	Other income (net)	34	1,452	2,538
III	**Total Revenue (I + II)**		**81,749**	**146,719**
IV	**Expenses**			
	Cost of materials consumed	35	34,606	68,964
	Purchase of stock-in-trade		44	112
	Changes in inventories of finished goods, stock-in-trade & work-in-progress	36	3,806	1,614
	Employee benefits expense	37	13,608	14,781
	Finance costs	38	684	1,307
	Depreciation and amortisation expense	39	3,473	3,529
	Other expenses	40	17,100	26,898
IV	**Total Expenses**		**73,321**	**117,205**
V	Profit before tax (III - IV)		**8,428**	**29,514**
VI	Tax expense:			
	Current tax		2,568	7,671
	Deferred tax charge / (credit)		(249)	(141)
	(Excess) / Short Provision of earlier year		(54)	49
			2,265	7,579
VII	**Profit for the year (V - VI)**		**6,163**	**21,935**
VIII	Other comprehensive income:			
a)	Items that will not be reclassified to profit or loss in subsequent year			
	Re-measurement of the net defined benefit plan		(176)	(46)
	Less: Income tax on above		44	12
b)	Items that will be reclassified to profit or loss in subsequent year			
	Cash flow hedge through other comprehensive income		1,715	(1,987)
	Less: Income tax on above		(432)	500
VIII	**Total other comprehensive income / (loss) for the year, net of tax**		**1,151**	**(1,521)**
IX	**Total comprehensive income for the year (VII + VIII) (Total of profit and other comprehensive income for the year)**		**7,314**	**20,414**
	Earnings per equity share of ₹ 2/- each (Previous Year: ₹ 2/- each)	46		
	(1) Basic		2.69	9.58
	(2) Diluted		2.69	9.58

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Standalone Statement of Cash Flows

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Cash Flow from Operating Activities		
Net profit before tax	8,428	29,514
Adjustments for:		
Interest income	(204)	(572)
(Profit) / Loss on disposal of property, plant and equipment	(3)	(141)
(Profit) / Loss on sale of investments	(79)	(81)
Finance cost	684	1,307
Income on financial assets measured at FVTPL	(26)	(47)
Allowances for doubtful advances	237	30
Impairment of investments	390	373
Allowance for bad and doubtful debts	437	353
Bad debts and other irrecoverable advance written off	49	157
Unrealised foreign exchange fluctuation loss/ (gain)	(51)	(196)
Depreciation and amortisation expense	3,473	3,529
Operating Profit before working capital changes:	**13,334**	**34,226**
Changes in operating assets and liabilities:		
(Increase) / Decrease in inventories	5,375	7,242
(Increase) / Decrease in trade and other receivables	5,854	1,162
(Increase) / Decrease in other financial assets	3,610	(4,602)
(Increase) / Decrease in other non-current financial assets	(152)	2,553
(Increase) / Decrease in other non-current assets	(182)	(38)
(Increase) / Decrease in other current assets	(2,126)	(1,041)
Increase / (Decrease) in trade and other payables	3,216	(2,153)
Increase / (Decrease) in provisions	(19)	(286)
Increase / (Decrease) in financial liabilities	569	(492)
Increase / (Decrease) in current liabilities	665	352
Cash Generated from Operations	**30,146**	**36,924**
Less: Income taxes paid (Refer note 61.2)	(2,727)	(7,331)
Net cash inflow from Operating Activities (A)	**27,419**	**29,593**
Cash flow from Investing Activities		
Purchase of property, plant and equipment, intangible assets (including capital work-in-progress)	(2,860)	(3,675)
Proceeds from disposal of property, plant and equipment	38	211
Payments for acquisition of intangible assets (including intangible under development)	(54)	(97)
Loan/advances given to subsidiary companies	(1,580)	(1,450)
Loan/advances received back from subsidiary companies	2,080	3,900
Loan/advances given	(1,210)	(1,195)
Loan/advances received back	1,111	961
Payments for capital contribution to subsidiary entity (LLP)	(700)	(1,997)
Payments for investment in Optionally convertible preference shares of subsidiaries	(2,300)	(4,900)
Payment for purchase of investment	(1,05,522)	(1,23,142)
Proceeds from sale of investment	1,05,370	1,23,009
Interest received	183	1,372
	(5,443)	(7,002)
Less: Income taxes paid on interest income (Refer note 61.2)	(50)	(350)
Net cash (outflow) from Investing Activities (B)	**(5,493)**	**(7,352)**

Standalone Statement of Cash Flows

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Cash flow from Financing Activities		
Proceeds from short term borrowings	19,081	94,427
Repayment of short term borrowings	(25,081)	(94,927)
Proceeds from issue of commercial paper	10,000	38,000
Repayment of commercial paper	(23,000)	(45,000)
Payments of Lease liabilities	(998)	(950)
Interest paid	(432)	(1,008)
Dividend Paid (including Dividend Distribution Tax) (Refer note 53)	-	(11,037)
Net cash inflow from Financing Activities (C)	**(20,430)**	**(20,495)**
Net Increase in Cash and Cash Equivalents (A + B + C)	**1,496**	**1,746**
Cash and cash equivalent as at the commencement of the year	216	(1,530)
Cash and cash equivalent as at the end of the year	1,712	216
Net Increase as mentioned above	**1,496**	**1,746**

Notes:

1. The above Statement of Cash Flows has been prepared under the 'Indirect Method' set out in IND AS 7, "Statement of Cash Flows".

2. Reconciliation of cash and cash equivalents as per Statement of Cash Flows :

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Cash and cash equivalents (note 17)	1,712	426
Cash credit considered as cash and cash equivalents (note 26) and book overdraft	-	(211)
Balances as per statement of cash flow	**1,712**	**216**

3. For cash flow related notes refer note 61.

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Standalone Statement Of Changes In Equity

for the year ended 31st March, 2021

A. Equity Share Capital

(₹ in Lakhs)

Balance as at 1st April 2019	Changes in equity share capital during the year 2019-20	Balance as at 31st March 2020	Changes in equity share capital during the year 2020-21	Balance as at 31st March 2021
4,577	-	4,577	-	4,577

B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and surplus				Other comprehensive income		Total other equity
	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained earnings	Re-measurement of the net defined benefit plan	Cash flow hedge reserve	
Balance as at 31st March, 2019	**33**	**76**	**2,343**	**80,249**	**(488)**	**405**	**82,619**
Amount utilized for Final and Interim Dividend and Dividend Distribution Tax theron (Refer note 53)	-	-	-	(11,037)	-	-	(11,037)
Addition during the year (net of taxes)	-	-	-	-	(35)	(1,487)	(1,522)
Net profit for the year	-	-	-	21,935	-	-	21,935
Balance as at 31st March, 2020	**33**	**76**	**2,343**	**91,147**	**(523)**	**(1,082)**	**91,995**
Addition during the year (net of taxes)	-	-	-	-	(132)	1,283	1,151
Net profit for the year	-	-	-	6,163	-	-	6,163
Balance as at 31st March, 2021	**33**	**76**	**2,343**	**97,310**	**(655)**	**201**	**99,309**

Note: Refer note 24 for nature and purpose of other equity.

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Significant Accounting Policies

for the year ended 31st March, 2021

1. Company overview, nature of entity's operations and its principal activities

Navneet Education Limited ('the Company') is a public limited Company incorporated and domiciled in India and has its registered office at Navneet Bhavan, Near Shardasharam Society, Bhavani Shankar Road, Dadar, Mumbai - 400028, Maharashtra, India. The Company is listed on Bombay Stock Exchange and National Stock Exchange.

The Company is a leading manufacturer of Maharashtra and Gujarat State Board Publication books and also Stationery Products. The Publishing segment consists of supplementary books such as workbooks, guides, and question banks which are based on the latest prescribed syllabus by state education boards under the brand name of 'Vikas' and 'Gala'. The stationery business consists of paper based and non-paper based stationery under the brand names 'Navneet' and 'Youva'.

The financial statements of the Company for the year ended 31st March, 2021 were approved and adopted by board of directors of the Company in their meeting dated 27th May 2021

2. Significant Accounting Policies and Key Accounting Estimates and Judgments

2.1 Basis of preparation

a) Statement of Compliance

The financial statements (on standalone basis) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are prepared in INR which is the functional and presentation currency. All amounts are rounded to the nearest Lakhs, except when otherwise mentioned. Figures of 50,000 or less have been denoted by #.

c) Basis of measurement

The financial statements have been prepared under historical cost convention basis, except for the following material items which are measured at fair value as required by relevant Ind AS:

i) Certain financial assets and financial liabilities (including derivative instruments) [Refer accounting policy regarding financial instruments in note no. 2.2(i)]

ii) Defined benefit plans

2.2 Significant Accounting policies

a) Presentation and disclosure of financial statements

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013, for a Company whose financial statements are made in compliance with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Based on the nature of business and their realization in cash and cash equivalents, 12 months has been considered by the Company for the purpose of current / non-current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities as the case may be.

b) Property, plant and equipment & Depreciation

i) All Property, Plant and Equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Cost of property, plant and equipment includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to

Significant Accounting Policies

for the year ended 31st March, 2021

its working condition and location and present value of the expected cost for the dismantling/ decommissioning of the asset.

ii) Capital work-in-progress comprises of cost incurred on property, plant and equipment not yet ready for their intended use at the Balance Sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

iii) Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

iv) Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these, will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred.

v) When parts of an item of property, plant and equipment have different useful lives, they are accounted for as a separate item (major components) of property, plant and equipment.

vi) The carrying amount of an item of property, plant and equipment shall be derecognised:

(a) on disposal; or

(b) when no future economic benefits are expected from its use or disposal

vii) Depreciation on property, plant and equipment

a) Depreciation on property, plant and equipment (other than freehold land and capital work in progress) is provided on WDV over the useful lives of the relevant assets net of residual value whose lives are in consonance with the lives mentioned in Schedule II of the Companies Act, 2013, except the case where individual assets whose cost does not exceed ten thousand rupees has been provided fully in the year of capitalization.

b) In the case of assets purchased, sold or discarded during the year, depreciation on such assets is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such asset has been sold or discarded.

c) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the properties, plant and equipment and in case of any changes, effect of the same is given prospectively.

d) Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with Ind AS 105 and the date that the asset is derecognised.

c) Investment properties & Depreciation on investment properties

i) Property (Land or a Building or part of a building or both and related equipment's & furniture) that are held for long term rental yields or for capital appreciation or both, rather than for:

a) Use in the production or supply of goods or services or for administrative purposes; or

b) Sale in the ordinary course of business. are recognized as investment property in books of account.

ii) Investment properties are measured initially at cost, including transaction costs. Cost of investment properties includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of any obligatory decommissioning cost for its intended use.

Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with these, will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

Significant Accounting Policies

for the year ended 31st March, 2021

iii) Depreciation on investment properties

a) Depreciation on investment properties is provided on WDV over the useful life of the relevant assets net of residual value whose life is in consonance with the life mentioned in Schedule II of the Companies Act, 2013.

b) In the case of investment property purchased, sold or discarded during the year, depreciation on such investment property is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such investment property has been sold or discarded.

c) The residual values, useful lives and methods of depreciation of investment properties are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the investment properties and in case of any changes, effect of the same is given prospectively.

d) Intangible assets & Amortisation

i) Intangible assets are recognized when the entity controls the asset, it is probable that future economic benefits attributed to the asset will flow to the entity and the cost of the asset can be reliably measured. At initial recognition, intangible assets are recognized at cost. Intangible assets are stated at cost of development and / or consideration paid for acquisition less accumulated amortisation and accumulated impairment loss, if any.

ii) Amortisation of intangible assets is provided on straight line basis over the estimated useful life as tabulated below:

Block	Useful life
Trademark and copyright	10 years*
Software	3 years

* In case where right to use copyright is available for less than 10 years, intangible asset is amortised over the available usage period on straight line basis or any other basis which is appropriate.

iii) The useful lives and methods of amortisation of intangible assets are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the intangible assets and in case of any changes, effect of the same is given prospectively.

e) Impairment of non-financial assets

Assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

f) Non-Current assets held for sale

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through sale rather than through continuing use and the sale is highly probable. Management must be committed to the sale, which should be expected within one year from the date of classification. The criteria for held for sale classification is regarded as met only when the asset is available for immediate sale in its present condition, subject to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset to be highly probable when:

i) The appropriate level of management is committed to a plan to sell the asset,

ii) An active programme to locate a buyer and complete the plan has been initiated,

Significant Accounting Policies

for the year ended 31st March, 2021

iii) The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

iv) The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

v) Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised. Gains and losses on disposals of such assets held for sale are determined by comparing proceeds with carrying amounts, and are recognised in the statement of profit and loss.

The Deposits associated with assets held for sale are presented separately from other liabilities in the balance sheet.

g) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

i) Raw materials, packing materials, consumables, stores and spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

The Cost comprises of costs of purchase, duties and taxes (other than those subsequently recoverable) and other costs after deducting discounts and rebates which are incurred in bringing them to their present location and condition. Cost is determined on weighted average basis. Cost also includes the reclassification from OCI of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

ii) Work-in-progress / Finished goods are valued at lower of cost and net realizable value. Cost includes direct materials valued on weighted average basis, conversion costs (i.e. costs directly related to the units of production), appropriate proportion of manufacturing overheads based on normal operating capacity and other costs incurred in bringing them to their present location and condition. Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

iii) Stocks in trade (Traded goods) are valued at lower of cost and net realizable value. Cost includes direct materials valued on weighted average basis, and other costs incurred in bringing them to their present location and condition.

iv) Scraps are valued at estimated net realizable value.

v) Cost of inventories is arrived at after providing for cost of obsolescence wherever considered necessary.

h) Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost.

i) Operating Segments

The operating segments have been identified based on the conditions specified in paragraph 5 to Ind AS 108, i.e. an operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's Chief

Significant Accounting Policies

for the year ended 31st March, 2021

Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Operating Segments are reported in a manner consistent with internal reporting provided to the CODM. The Managing Director is the CODM of the Company. The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

j) Financial instruments

Initial Recognition

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payables are recognized net of directly attributable transaction costs.

Classification of financial assets

Financial assets are classified as 'equity instrument' if it is a non-derivative and meets the definition of 'equity' for the issuer. All other non-derivative financial assets are 'debt instrument'.

Subsequent Measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets:

Financial assets at amortised cost and the effective interest method

Debt instruments shall be measured at amortised cost if both of the following conditions are met:

i. the asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling assets;

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

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs.

They are subsequently measured at amortised cost using the effective interest method less any impairment, with interest recognised on an effective yield basis in investment income.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts the estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

The Company may irrevocably elect at initial recognition to classify a debt instrument that meets the amortised cost criteria above as at Fair Value Through Profit & Loss (FVTPL) if that designation eliminates or significantly reduces an accounting mismatch had the financial asset been measured at amortised cost.

Investment in Subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

Equity instruments

At initial recognition, an irrevocable election is made (on an instrument-by-instrument basis) to designate investments in equity instruments other than held for trading purpose at FVTOCI.

Significant Accounting Policies

for the year ended 31st March, 2021

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity investments designated as FVTOCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all fair value changes recognised in the statement of profit and loss.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets that do not meet the criteria of classifying as amortised cost or fair value through other comprehensive income described above, or that meet the criteria but the entity has chosen to designate as at FVTPL at initial recognition, are measured at FVTPL.

Investments in equity instruments are classified as at FVTPL, unless the Company designates an investment that is not held for trading at FVTOCI at initial recognition.

Financial assets classified at FVTPL are initially measured at fair value excluding transaction costs.

Financial assets at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss.

Dividend income on investments in equity instruments at FVTPL is recognised in the statement of profit and loss in investment income when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity; and the amount of the dividend can be measured reliably.

Impairment of financial assets

On initial recognition of the financial assets, a loss allowance for expected credit loss is recognised for debt instruments at amortised cost and FVTOCI. For debt instruments that are measured at FVTOCI, the loss allowance is recognised in other comprehensive income in the statement of profit and loss and does not reduce the carrying amount of the financial asset in the balance sheet.

Expected credit loss of a financial instrument is measured in a way that reflects:

i) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;

ii) the time value of money; and

iii) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

At each reporting date, the Company assesses whether the credit risk on a financial instrument has increased significantly since initial recognition.

When making the assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. If, the credit risk on

Significant Accounting Policies

for the year ended 31st March, 2021

that financial instrument has increased significantly since initial recognition, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the statement of profit and loss.

Derecognition of financial assets

The Company derecognises a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amounts allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the statement of profit and loss. Cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities and equity instruments issued by the Company

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either 'financial liabilities at FVTPL' or 'other financial liabilities'.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

i) it has been acquired or incurred principally for the purpose of repurchasing it in the near term; or

ii) on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and for which there is evidence of a recent actual pattern of short-term profit taking; or

iii) It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may also be designated as at FVTPL upon initial recognition if:

i) such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or

ii) the financial liability forms part of a Company

Significant Accounting Policies

for the year ended 31st March, 2021

of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or

iii) It forms part of a contract containing one or more embedded derivatives, and Ind-AS 109 'Financial Instruments' permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss, except for the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability which is recognised in other comprehensive income.

The net gain or loss recognised in the statement of profit and loss incorporates any interest paid on the financial liability.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

i) the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and

ii) the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no re-classification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a re-classification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company re-classifies financial assets, it applies the re-classification prospectively from the re-classification date which is the first day of the immediately next reporting period following the change in business model. The Company does not re-state any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Significant Accounting Policies

for the year ended 31st March, 2021

Derivatives and hedge accounting

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company designates certain derivatives as either:

i) hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedge);

ii) hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge); or

iii) Hedges of a net investment in a foreign operation (net investment hedge).

The Company documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents the nature of the risk being hedged and how the Company will assess whether the hedging relationship meets the hedge effectiveness requirements (including its analysis of the sources of hedge ineffectiveness and how it determines the hedge ratio).

The full fair value of a hedging derivative is classified as a non-current financial asset or financial liability when the residual maturity of the derivative is more than 12 months and as a current financial asset or financial liability when the residual maturity of the derivative is less than 12 months.

Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the statement of profit and loss, together with any changes in the fair value of the hedged item that are attributable to the hedged risk.

Hedge accounting is discontinued when the Company revokes the hedging relationship, when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the statement of profit and loss from that date.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit and loss, and is included in the 'other gains and losses' line item.

Amounts previously recognised in other comprehensive income and accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the statement of profit and loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognised in other comprehensive income and accumulated in equity are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the statement of profit and loss.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market,

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in the most advantageous market for the asset or liability. The principal market or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

Level 1 - unadjusted quoted price in active markets for identical assets and liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 - unobservable inputs for the asset or liability

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period.

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

k) Revenue recognition

The Company earns revenue primarily from sale of knowledge based information in educational and general books, paper stationery and non-paper stationery. The Company also provides job-work services.

Revenue is recognised upon transfer of control of promised products and services to customers, when there are no longer any unfulfilled obligations, in an amount that reflects the consideration which the Company expects to receive in exchange for those products and services. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

- Sale of products

Revenue is recognized at a point in time upon transfer of control of promised products to customers, which coincides with the dispatch coincides with dispatch or delivery of goods as per the relevant terms of the contract, in an amount that reflects the consideration we expect to receive in exchange for those products. The sale is recorded at the fair value of the consideration received or receivable, net of returns and allowances, trade, volume & other discounts / rebate and any taxes or duties collected on behalf of the government such as goods and services tax, etc.

Accumulated experience and judgement is used to estimate and provide for turnover discounts, expected cash discounts, other eligible discounts, expected returns and incentives.

Payment for the sale is made as per the credit terms in the agreements with the customers. The credit period is generally short term, thus there is no significant financing component.

- Sale of services

Revenue from services rendered is recognised at a point in time based on agreements / arrangements with the customers. Revenue for fixed price contracts (including right to use contents) are recognized over the contract period on straight line basis unless there is a more appropriate allocation.

- Income from power generation

Income from power generation is recognized on the basis of electrical units generated & transferred to transmission company (in excess of captive consumption) and is recognized at prescribed rate as

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per agreement for sale of electricity by the Company. Income from power generation is grouped under 'Other operating revenue'.

- Other income

  o Interest income in respect of all the debt instruments, financial guarantee's and deposits which are measured at cost or at fair value through other comprehensive income, is recorded using effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability.

  o Dividend income on investment is accounted for in the year in which the right to receive the payment is established.

l) Government grants

Government grants are recognised when there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Incentives on exports related to operations as provided by government are recognized in books after due consideration of certainty of utilization / receipt of such incentive.

m) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date (or in the normal operating cycle of the business, if longer), they are classified as current assets, otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Loss allowance for expected life time credit loss is recognised on initial recognition.

n) Foreign currency transactions

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. As at the Balance Sheet date, foreign currency monetary assets and liabilities are translated at closing exchange rate. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

As per Appendix B to Ind AS 21, when an entity has received or paid advance contribution in a foreign currency, transaction rate as on the date of receipt of advance is considered for recognition of related asset, expenses or income.

o) Employee benefits

i) Short term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii) Post-employment benefits

a) Defined Contribution Plan

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The defined contribution plan is post-employment benefit plan under which the Company contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution. The Company's defined contribution plan comprises of Provident Fund and Labour Welfare Fund. The Company's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

b) Defined benefit plan

The Company has defined benefit plans comprising of gratuity. Company's obligation towards gratuity liability is funded and is managed by Life Insurance Corporation of India (LIC). The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Re-measurements comprising of (a) actuarial gains and losses, (b) the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability) and (c) the return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to statement if profit and loss in subsequent periods.

The return on plan assets is the Company's expectation of average long-term rate of return on the investment of the fund over the entire life of the related obligation. Plan assets are measured at fair value as at the Balance Sheet date.

The interest cost on defined benefit obligation and return on plan assets is recognised under finance cost.

Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

iii) Compensated absences

The Company has benefits in the form of compensated absences. The present value of such compensated absences is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense.

Gains or losses on the curtailment or settlement are recognised when the curtailment or settlement occurs.

p) Leases

The Company had adopted Ind AS 116 'Leases' effective from 1st April 2019, as notified by the Ministry of Corporate Affairs in the Companies (Indian Accounting Standard) Amendment Rules, 2019.

<u>As a Lessee</u>

- The Company's lease asset classes primarily consist of leases for office premises, warehouses, vehicles and computers.
- At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
- At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.
- The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprise of the initial amount of the lease liability adjusted for any lease payments made at or before the

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commencement date net of lease incentive received, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.

- The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term of right-of-use asset.

- The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method.

- The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

- The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

- Right-of-use assets and lease liability balances are adjusted on partial / full termination of lease and corresponding gain / loss on such partial / full termination is charged to other income / other expenses in the Statement of Profit and Loss.

<u>As a Lessor:</u>

Lease income from operating leases where the company is a lessor is recognized (net of GST) in income on a straight line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

q) Taxes on income

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

The current Income Tax expense charge is calculated on the basis of the tax laws enacted at the end of the reporting period. Management establishes proper provisions on the basis of amounts expected to be paid to the tax authorities.

Deferred Income Tax is provided in full, using the Balance Sheet Method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using the tax rates that have been enacted at the end of the reporting period.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in Other Comprehensive Income or directly in Equity, respectively.

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for the year ended 31st March, 2021

Uncertain Tax position

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

r) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

s) Cash flow statement

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

t) Provisions, contingent liabilities and contingent assets

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of the management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognise a contingent asset unless the recovery is virtually certain.

u) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible instruments and it is included from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

v) Dividend distribution

Final equity dividends on shares are recorded as a liability on the date of approval by the shareholders and interim equity dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.3 Use of significant accounting estimates, judgments and assumptions

The preparation of the financial statements requires

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management to make estimates, judgments and assumptions that affect the reported balances of revenues, expenses, assets and liabilities, disclosure of contingent liabilities as on the date of financial statements. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a) Estimated useful lives and scrap value (Property, plant & equipment, Investment properties and Intangible assets)

The Company has conducted internal assessment of residual value and method of depreciation / amortisation of property, plant & equipment, investment properties and intangible assets and estimated that the useful life is in consonance with Schedule II of the Companies Act, 2013. Property, plant & equipment, investment properties and intangible assets represent a significant proportion of the asset base of the Company. Further the Company has estimated that scrap value of property, plant & equipment would be able to cover the decommissioning costs of property, plant & equipment.

Therefore, the estimates and assumptions made to determine useful life, residual value, method of depreciation / amortisation and decommissioning costs are critical to the Company's financial position and performance.

b) Impairment of investment in subsidiaries

The Company conducts impairment reviews of investments in subsidiaries whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable or tests for impairment annually. Determining whether the investments in subsidiaries are impaired requires an estimate of the value in use of investments. In considering the value in use, the management has anticipated future cash flows and other factors of the underlying businesses / operations of the subsidiaries and a suitable discount rate in order to calculate the present value. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

c) Determining the lease term of contracts with renewal as a Lessee

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals).

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. Any subsequent change in certainty of exercising option to extend lease term could impact the carrying value of right of use asset and lease liability significantly.

d) Impairment of financial assets (including trade receivable)

Allowance for doubtful receivables and advances (including advances to subsidiaries) represent the estimate of losses that could arise due to inability of the customer / counter party to make payments when due. These estimates are based on the ageing, category, specific credit circumstances and the historical experience of the Company as forward looking estimates at the end of each reporting period.

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e) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgment and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgment is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

2.4 New standard issued / modified effective from 1st April, 2021 but not effective as at reporting date

Ministry of Corporate Affairs has not issued any notification to notify new standard or amendments to the existing standards which would have been effective from April 1, 2021.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

3 Property, plant and equipment (PPE)

(₹ in Lakhs)

Description of Assets	Land (Refer note 3.2 below)	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Gross block as at 31st March, 2019	**1,725**	**11,597**	**20,893**	**445**	**1,748**	**2,415**	**38,824**
Additions during the year 2019-20	-	322	2,850	25	67	311	3,576
Deduction for the year 2019-20	-	-	459	#	-	240	700
Gross block as at 31st March, 2020	**1,725**	**11,919**	**23,283**	**470**	**1,815**	**2,486**	**41,700**
Additions during the year 2020-21	403	-	627	35	71	269	1,405
Deduction for the year 2020-21	-	-	53	1	260	282	596
Transfer to assets held for sale	78	-	-	-	-	-	78
Gross block as at 31st March, 2021	**2,050**	**11,919**	**23,857**	**504**	**1,626**	**2,474**	**42,432**
Accumulated depreciation upto 31st March, 2019	**-**	**6,235**	**14,192**	**373**	**1,376**	**1,575**	**23,751**
Depreciation for the year 2019-20	-	488	1,529	36	102	261	2,416
Deduction for the year 2019-20	-	-	407	#	-	223	630
Accumulated depreciation upto 31st March, 2020	**-**	**6,723**	**15,314**	**409**	**1,477**	**1,613**	**25,537**
Depreciation for the year 2020-21	-	437	1,469	31	87	312	2,336
Deduction for the year 2020-21	-	-	50	1	247	263	560
Accumulated depreciation upto 31st March, 2021	**-**	**7,160**	**16,733**	**439**	**1,318**	**1,662**	**27,313**
Net Block as at 31st March, 2021	**2,050**	**4,760**	**7,125**	**66**	**308**	**812**	**15,119**
Net Block as at 31st March, 2020	1,725	5,196	7,969	61	338	873	16,162

3.1 Refer note 42 (a) for disclosure of contractual capital commitments for acquisition of property, plant and equipment.

3.2 The Company had adopted Ind AS 116 'Leases' and accordingly had reclassified Leasehold land whose gross block of ₹ 86 Lakhs (Previous year: ₹ 86 Lakhs) and accumulated depreciation of ₹ 84 Lakhs (Previous year: ₹ 84 Lakhs) from Property, Plant and Equipment to 'Right of use assets' (also refer note 4).

4 Right of use assets

(₹ in Lakhs)

Description of Assets	Office premises	Land (Refer note 3.2)	Total
Gross block as at 31st March, 2019	**-**	**86**	**86**
Additions during the year 2019-20	4,277	-	4,277
Deduction for the year 2019-20	-	-	-
Gross block as at 31st March, 2020	**4,277**	**86**	**4,363**
Additions during the year 2020-21	-	-	-
Deduction for the year 2020-21	-	-	-
Gross block as at 31st March, 2021	**4,277**	**86**	**4,363**
Accumulated depreciation upto 31st March, 2019	**-**	**84**	**84**
Depreciation for the year 2019-20	855	-	855
Deduction for the year 2019-20	-	-	-
Accumulated depreciation upto 31st March, 2020	**855**	**84**	**939**
Depreciation for the year 2020-21	855	-	855
Deduction for the year 2020-21	-	-	-
Accumulated depreciation upto 31st March, 2021	**1,711**	**84**	**1,794**
Net Block as at 31st March, 2021	**2,566**	**2**	**2,569**
Net Block as at 31st March, 2020	3,422	2	3,424

4.1 Refer note 43 for disclosures relating to Ind AS 116 'Leases'.

Notes on Standalone Financial Statements

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5 Capital work-in-progress

(₹ in Lakhs)

Description of Assets	Land	Building	Plant and Equipment	Furniture	Total
As at 31st March, 2019	**52**	**123**	**1,175**	**-**	**1,350**
Additions during the year 2019-20	33	26	287	29	375
Capitalised in PPE in year 2019-20	-	123	1,175	-	1,298
As at 31st March, 2020	**85**	**26**	**287**	**29**	**427**
Additions during the year 2020-21	-	1,882	266	38	2,186
Capitalised in PPE in year 2020-21	85	-	287	29	401
As at 31st March, 2021	**-**	**1,908**	**266**	**38**	**2,212**

6 Investment Property

(₹ in Lakhs)

Description of Assets	Building (Refer note 6.2 below)	Plant and Equipment	Office Equipment	Furniture and Fixtures	Total
Gross block as at 31st March, 2019	**2,862**	**104**	**7**	**171**	**3,144**
Additions during the year 2019-20	-	-	-	-	-
Deduction for the year 2019-20	-	-	-	-	-
Gross block as at 31st March, 2020	**2,862**	**104**	**7**	**171**	**3,144**
Additions during the year 2020-21	-	-	-	-	-
Deduction for the year 2020-21	-	-	-	-	-
Transfer to Assets held for sale	406	14	-	-	420
Gross block as at 31st March, 2021	**2,456**	**90**	**7**	**171**	**2,724**
Accumulated depreciation upto 31st March, 2019	**1,101**	**97**	**7**	**156**	**1,361**
Depreciation for the year 2019-20	87	1	-	4	92
Deduction for the year 2019-20	-	-	-	-	-
Accumulated depreciation upto 31st March, 2020	**1,188**	**98**	**7**	**160**	**1,453**
Depreciation for the year 2020-21	82	#	-	1	84
Deduction for the year 2020-21	-	-	-	-	-
Transfer to Assets held for sale	296	13	-	-	309
Accumulated depreciation upto 31st March, 2021	**974**	**86**	**7**	**161**	**1,228**
Net Block as at 31st March, 2021	**1,482**	**4**	**0**	**10**	**1,496**
Net Block as at 31st March, 2020	1,674	6	0	11	1,691

Notes on Standalone Financial Statements

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6.1 Amount recognized in Statement of Profit and Loss for investment properties:

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020
Rental income (grouped under note 34 in other income)	**612**	**588**
Direct operating expenses that generated rental income	(39)	(74)
Profit from investment properties before depreciation	**573**	**514**
Depreciation	(84)	(92)
Profit from investment properties	**489**	**422**

Also refer note 43 (b) for disclosure related to 'Leases' of investment properties.

6.2 Building with a carrying amount of ₹ 1,149 Lakhs (Previous year: ₹ 1,208 Lakhs) are subject to first charge to secure bank loan. The same property is provided on cancellable lease to one of its subsidiary as at 31st March, 2021.

6.3 Fair value of investment properties as at year-end 31st March 2021 is ₹ 2,966 Lakhs; determined based on valuation which was carried by external independent property valuers, having appropriate recognised professional qualifications as at year-ended 31st March. 2019. As per assessment and judgement by the Management, there is no material change in valuation of these investment properties since then. During the year, part of the assets are transferred to asset held for sale as per arrangement made with one of the related parties (also refer note 22.1).

6.4 The Company has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements and there are no restrictions on remittance of income and proceed on disposal (except restriction over disposal of investment property as disclosed in note 6.2 above).

7 Intangible assets (Other than Goodwill)

(not internally generated)

(₹ in Lakhs)

Description of Assets	Trade Mark	Copy Right	Software (including SAP)	Total
Gross block as at 31st March, 2019	**60**	**1,145**	**1,239**	**2,444**
Additions during the year 2019-20	-	-	66	66
Deduction for the year 2019-20	-	-	-	-
Gross block as at 31st March, 2020	**60**	**1,145**	**1,305**	**2,510**
Additions during the year 2020-21	1	-	105	106
Deduction for the year 2020-21	-	-	-	-
Gross block as at 31st March, 2021	**61**	**1,145**	**1,410**	**2,616**
Accumulated amortisation upto 31st March, 2019	**58**	**755**	**1,162**	**1,975**
Amortisation expense for the year 2019-20	#	119	46	165
Deduction for the year 2019-20	-	-	-	-
Accumulated depreciation upto 31st March, 2020	**58**	**874**	**1,208**	**2,140**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Description of Assets	Trade Mark	Copy Right	Software (including SAP)	Total
Amortisation expense for the year 2020-21	#	119	78	197
Deduction for the year 2020-21	-	-	-	-
Accumulated depreciation upto 31st March, 2021	**59**	**994**	**1,286**	**2,338**
Net Block as at 31st March, 2021	**3**	**151**	**124**	**278**
Net Block as at 31st March, 2020	2	271	97	370

7.1 Remaining useful life of intangible assets

(₹ in Lakhs)

Description	Carrying amount as at [Amount in Lakhs]		Remaining useful life as at [Months]	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Trade Mark	3	2	69 to 114	9 to 98
Copy Right	151	271	10 to 74	22 to 86
Software	124	97	2 to 34	2 to 35
Total	**278**	**370**		

8 Intangible assets under development (not internally generated)

(₹ in Lakhs)

Description of Assets	Software (including SAP)
As at 31st March, 2019	**22**
Additions during the year 2019-20	53
Capitalised in intangible assets in year 2019-20	22
As at 31st March, 2020	**53**
Additions during the year 2020-21	-
Capitalised in intangible assets in year 2020-21	53
As at 31st March, 2021	**-**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

9 Non Current Financial Assets - Investments

(₹ in Lakhs)

Note No.	Particulars	As at 31st March, 2021	As at 31st March, 2020
A.	**Valued at Cost, Unquoted investments**		
i)	**Investment in subsidiary companies**		
	a) eSense Learning Private Limited (Refer note 9.2 and 9.7 below)		
	Equity instruments		
	23,633,500 (PY: 23,633,500) Equity Shares of ₹ 10/- each, fully paid up	2,677	2,678
	Other instruments		
	2,30,00,000 (PY: Nil) 0% Optionally Convertible Preference Shares of ₹ 10 each	2,300	-
	Less: Impairment loss (Refer note 9.3 below)	(526)	(373)
		4,451	2,305
	b) Indiannica Learning Private Limited (Refer note 9.2 and 9.6 below)		
	Equity instruments		
	49,351,063 (PY: 49,351,063) Equity Shares of ₹ 10/- each, fully paid up	7,778	7,770
	Other instruments		
	4,90,00,000 (4,90,00,000) 0% Optionally Convertible Preference Shares of ₹ 10 each	4,900	4,900
	Less: Impairment loss (Refer note 9.3 below)	(237)	-
		12,441	12,670
	c) Navneet (HK) Limited		
	Equity instruments		
	273,070 (PY: 273,070) Equity Shares of HK$ 1 each, fully paid up	23	23
ii)	**Investment in subsidiary entity**		
	a) Navneet Learning LLP (Refer note 9.5 below)	11,853	11,153
	Sub-total (A)	**28,769**	**26,151**
B.	**Valued at fair value through profit and loss**		
i)	**Quoted Equity Share Investments**		
	a) Career Point Limited (Refer note 9.8)	444	214
	3,39,025 (1,73,559) Equity Shares, face value of ₹ 10 each, fully paid up		
	Sub-total (B)	**444**	**214**
	Total (A+B)	**29,213**	**26,365**
9.1	Aggregate amount of unquoted investments (gross amount)	29,531	26,524
	Aggregate amount of Impairment in value of unquoted investment	(762)	(373)
	Aggregate amount of unquoted investments (net amount)	28,769	26,151
	Aggregate book value / market value of quoted investments	444	214
	Total	**29,213**	**26,365**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

9.2 Financial guarantees are issued in favour of the banks against loan taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous Year ₹ 4,650 Lakhs). Fair value of such guarantee amount is included to investment disclosed above amounting to ₹ 221 (Previous year: ₹ 221) and ₹ 155 (Previous year: ₹ 147) for eSense Learning Priavte Limited and Indiannica Learning Private Limited respectively. (Refer footnote (ii) of note 56).

9.3 Impairment test for investments and loan to eSense Learning Private Limited & Indiannica Learning Private Limited:

The Company has made long-term investments into these subsidiaries. These companies have incurred losses during the year and previous years. Considering the same, detail impairment test has been carried out by the Management. Disclosure in regards to impairment tests carried in regards to these subsidiaries are as under:

a) Impairment test for investment into 'Indiannica Learning Private Limited'

During the year, the impairment test carried out by the management including the business outlook, basis of estimates, valuation technique (fair value report obtained from independent chartered accountant from time to time), appropriateness & reasonableness of assumptions, and various other parameters of the subsidiary company, and based on which, the Company has recognised impairment loss of ₹ 237 Lakhs (Previous year: ₹ Nil). This loss is charged to the Statement of Profit & Loss under 'Other Expenses'. Also refer note 40.

b) Impairment test for investment in 'eSense Learning Private Limited'

Valuation of equity share investment into this subsidiary Company has been carried out by the management (also fair value report was obtained from independent chartered accountant during the previous year ended 31st March, 2020) based on future profitability and business prospects projected in detailed projections provided by Management of the subsidiary company, and based on which, the Company has recognised impairment loss of ₹ 153 Lakhs (Previous year: ₹ 373 Lakhs). This loss is charged to the Statement of Profit & Loss under 'Other Expenses'. Also refer note 40.

c) Key assumptions used for value in use calculations:

i) Discount rate

Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation of each CGU is derived from its Weighted Average Cost of Capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the Company's investors. The cost of debt is based on the interest-bearing borrowings of the Company. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect a pre-tax discount rate.

Particulars	As at 31st March, 2021	As at 31st March, 2020
Range of pre-tax discount rate considered (depending on working capital position and cost of capital to the subsidiaries)	9.60% to 14.80%	14.80%

ii) Growth rate estimate

Growth rate is based on the estimates of growth in business expected by the Management of the Company after taking into account external / industry growth, customer feedback etc.

Management of the Company has performed sensitivity analysis on the above key assumptions to determine value in use.

9.4 Refer Note 63 for information on principal place of business and the Company's ownership interest in the above Subsidiaries.

9.5 The Company holds 93% of voting rights and equivalent share in profit / loss with respect to the investment made in 'Navneet Learning LLP' (subsidiary entity) in accordance with LLP agreement and the underlying value of the assets against this investment is higher as compared to investments made.

9.6 During the previous year, the Company had invested

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

4,90,00,000 in Optionally Convertible Preference Shares (OCPS) of ₹ 10 each aggregating to ₹ 4,900 Lakhs in its subsidiary company 'Indiannica Learning Private Limited' at face value. The OCPSs carries 0% coupon rate. The Subsidiary Company has an option to convert OCPS into same number of Equity shares of the Company of ₹ 10 each (being face value of the shares) at any time after allotment date but before end of 20 years. In case OCPS are not converted by the Subsidiary Company, they shall be redeemed at par in full not later than 20 years from the date of allotment.

9.7 During the year, the Company has invested in 2,30,00,000 in Optionally Convertible Preference Shares (OCPS) of ₹ 10 each aggregating to ₹ 2,300 Lakhs in its subsidiary company 'eSense Learning Private Limited' at face value. The OCPSs carries 0% coupon rate. The subsidiary has an option to convert OCPS into 1.03 Equity shares of the Company of ₹ 10 each (being face value of the shares) at any time after allotment date but before end of 20 years. In case OCPS are not converted by the Subsidiary Company, they shall be redeemed at par in full not later than 20 years from the date of allotment.

9.8 As per Ind AS 109 'Financial Instruments', at initial recognition, the Company had chosen to designate investment in Career Point Limited as 'Fair Value through Profit and Loss'. Career Point Limited shares are listed on National Stock Exchange and Bombay Stock Exchange.

9.9 During the year, as per pledge arrangement entered into with the party against amount recoverable of ₹ 195 Lakhs (disclosed under 'Other Non Current Assets' as advance from suppliers in note 14), pledge is invoked by the Company and accordingly shares of 'Shrenik Limited' reflecting in demat account but not reflecting in investment schedule. Further, mark to market gain on such shares is also not accounted as the Company does not have contractual right to recover amount in excess to recoverable amount.

10 Non Current Financial Assets - Loans

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good		
Security Deposits	218	347
Loans and Advances		
i) Loans to Subsidiary (Refer note 56)	400	100
ii) Loans to Employees	102	173
iii) Loans to Vendors	-	#
iv) Other Loans & Advances (Refer note 10.1 below)	1,667	1,604
	2,387	2,224
Considered doubtful		
Corporate Deposits	107	107
Other Loans & Advances	95	15
Security Deposit	15	15
	217	137
Less: Allowances for doubtful advances (Refer note 10.2 below)	(217)	(137)
Total	**2,387**	**2,224**

10.1 The above amount includes ₹ 1,459 Lakhs (Previous year : ₹ 1,459 Lakhs) from one party against which Company has filed a legal case with Honourable High Court of Mumbai. As per the interim order, the Company possesses the property deed of an immoveable property for recovery of the due, which is adequate to cover loan amount. The Company expects the matter to be favourably settled in its favour. Considering the interim order of the Hon'ble high court of Mumbai and the possession of the deed of the property, loan against the said property is considered secured.

10.2 Allowances for doubtful advances are accounted based on expected loss assessment carried out on periodic basis by the management. Movement of the same is given below:

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	137	144
Allowance made during the year	80	-
Reversal of allowance during the year	-	7
Balance at the end of the year	**217**	**137**

11 Other non-current financial assets

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Refund receivable from governement authority (Refer note 11.1)	114	126
Total	**114**	**126**

11.1 As the Company is rightfully entitled to receive Sales tax, Goods and Service tax refunds and other refunds, the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

12 Deferred Tax Assets (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Corresponding effect in Statement of Profit & Loss		
Property, plant and equipment	(221)	(295)
Provision for employee benefits	379	325
Provision for sales returns	60	65
Provision for slow-moving inventories	13	13
Allowances for doubtful receivables	245	135
Financial guarantee contracts (subsidiaries)	(80)	(74)
Provision for doubtful advances	118	59
Forward contracts (fair value hedge)	(26)	42
Others	109	63
	598	332
Corresponding effect in Other Comprehensive Income		
Forward contracts (cash flow hedge)	(114)	334
	(114)	334
Total	**484**	**667**
Opening balance	667	26
Tax (expense) recognised in profit or loss	249	141
Tax (expense) recognised in other comprehensive income	(432)	500
Closing balance	**484**	**667**

12.1 Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of: (a) deductible temporary differences; (b) the carry forward of unused tax losses; and (c) the carry forward of unused tax credits (Refer note 52 for reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes).

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

13 Assets for Non current Tax (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advance Income Taxes (Net of provisions)	589	233
Total	**589**	**233**

14 Other Non Current Assets

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good		
Capital Advance	5	253
Advance to Suppliers (Refer note 14.1)	195	-
Prepaid Expenses	33	46
	233	299
Considered doubtful		
Capital Advance	65	65
Less: Allowances for doubtful advances	(65)	(65)
Total	**233**	**299**

14.1 These advances to suppliers are secured by equity shares of the party. During the year, the Company has invoked its right on securities pledged by this party from whom recoverable amount as at year-end was ₹ 195 Lakhs. As per the terms of pledge agreement, any consideration in excess of amount recoverable from the party shall be refunded back. Accordingly, market value of shares invoked in excess of amount recoverable is not accounted. Also refer note 9.9

15 Inventories

(valued at lower of cost or estimated net realisable value)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Raw Materials	12,373	15,159
Raw Materials in transit	1,757	629
Work In Progress	1,838	2,008
Finished Goods	23,078	26,718
Stock in Trade (in respect of goods acquired for trading)	4	#
Stores, Spares & Consumables	1,107	1,018
Total	**40,157**	**45,532**

15.1 During the year, ₹ 339 Lakhs (Previous year ₹ 702 Lakhs) was recognised as an expense for inventories.

15.2 Inventories are subject to first charge to secure bank loan.

15.3 Inventory amount disclosed above is netted off amount after considering impact of provision for slow moving inventories of ₹ 317 Lakhs (Previous year: ₹ 50 Lakhs).

16 Current Financial Assets - Trade receivables

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good (Refer note 16.4 below)	15,224	21,076
Less: Allowance for bad and doubtful debts and expected credit losses (Refer note 16.5 and 59)	(975)	(538)
Total	**14,249**	**20,538**

Notes on Standalone Financial Statements
for the year ended 31st March, 2021

16.1 Trade receivables are subject to first charge to secure bank loan.

16.2 Trade receivables are generally due between 30 to 90 days. The Company's term includes charging of interest for delayed payment beyond agreed credit days. However, the Company charges interest after considering the historical trend, business prospects, reason for delay, market conditions etc.

16.3 Credit risk is managed at the operational segment level (i.e. publication and stationery). The credit limit and credit period are fixed for each customer after evaluating the financial position, past performance, business opportunities, credit references etc. The credit limit and the credit period are reviewed regularly at periodical intervals.

16.4 As per Memorandum of Understanding with one of the party, a sum of ₹ Nil (Previous year: ₹ 55 Lakhs) is secured by mortgage of immovable property.

16.5 The Company follows simplified approach & the trade receivables do not contain significant financing component and accordingly the Company does not separately track changes in credit risk of trade receivables as the impairment amount represents "lifetime" expected credit loss. Accordingly, the disclosure as required by Schedule III, Division II as regards (a) Trade Receivables which have significant increase in credit risk & (b) Trade Receivables which are credit impaired is not required. In addition to the pool assessment, the Company carried out individual assessment in respect of certain parties where the possibility of default in collection of trade receivable was high.

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
The amount of trade receivables for which the Company has assessed credit risk on an individual basis	865	428
The amount of loss allowance recognised for such trade receivables	(865)	(428)

16.6 For details of trade receivable from related parties refer note 56.

17 Current Financial Assets - Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Cash on hand	35	30
Balance with scheduled banks		
- In Current Account	1,677	196
Current investment in liquid mutual funds (quoted)		
- (NIL units (Previous year : 19,428 units) of PGIM India Overnight Fund - Direct Plan Growth, face value ₹ 1,000 each (Refer note 17.1)	-	200
Total	**1,712**	**426**

17.1 Aggregate market value / Net Asset Value of quoted investments	-	200

18 Current Financial Assets -Other bank balances

Earmarked balances with banks

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
- In unpaid and unclaimed dividend account (Refer note 28 and 18.1)	301	353
Bank deposit (Refer note 18.2)	44	41
Other Bank Balances (Refer note 18.3 below)	1	1
Total	**346**	**395**

18.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2021.

18.2 Bank deposit includes interest accrued but not due amounting to ₹ 8 Lakhs (Previous year: ₹ 6 Lakhs) and this deposit is under lien for tender deposit given to a customer.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

18.3 Other bank balances represent restricted deposits (along-with accrued interest thereon) under lien placed with sales tax authorities.

19 Current Financial Assets - Loans

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good		
Inter-corporate Deposits (Refer note 19.2 below)	254	3,444
Loans and advances (Refer note 19.1)		
i) Loans to Subsidiary (Refer note 9.3 and 56)	-	828
ii) Loans to Employees	115	195
iii) Loans to Vendors	2	2
iv) Other Loans & Advances	487	543
	858	**5,012**
Considered doubtful		
Other Loans & Advances	23	-
Less: Allowances for doubtful advances	(23)	-
Total	**858**	**5,012**

19.1 The loans and advances given to various parties are for commercial purpose and same is repayable on demand.

19.2 Inter-corporate deposit also includes ₹ NIL (Previous year: ₹ 3,000 Lakhs) given to one company in which Directors are common. During the year, the Company has received back the same along-with interest @ 13% in accordance with terms..

20 Current Financial Assets - Other financial assets

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Receivables against sale of property, plant and equipment	5	6
Advances to Employees for expenses	42	91
Refund receivable from governement authority (Refer note 20.2)	293	784
Export incentive receivable (Refer note 20.3)	1,019	404
Financial assets at fair value (forward & option contracts) (Refer note 44)	554	-
Gratuity recoverable from Employee's Gratuity Fund (Refer note 20.1)	21	36
Total	**1,934**	**1,321**

20.1 Gratuity recoverable from Employee's Gratuity Fund maintained with Life Insurance Corporation represents gratuity amount paid to employees directly during the year on behalf such fund.

20.2 Refund receivable from government authority includes GST refunds receivables from government authorities which are expected to be realised within 12 months. Accordingly, the same is grouped as current financial assets. Out of which, subsequent to year end, the Company has received refund of ₹ 271 Lakhs (Previous year: ₹ 400 Lakhs)

20.3 As the Company is rightfully entitled to receive export incentives, the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

21 Other current assets

(Unsecured, considered good, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
GST input credit (net) (Refer note 21.1)	1,428	1,260
Prepaid Expenses	701	770
Advance to Suppliers	4,567	3,122
Prepaid gratuity (Refer note 50 (b) (i) and 30.1)	217	272
Total	**6,913**	**5,424**

21.1 Subsequent to year end, out of these GST input tax credit, the Company has applied for refund amounting to ₹ 262 Lakhs (Previous year: ₹ 177 Lakhs).

22 Non current Assets held-for-sale

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Land	78	-
Building	109	-
Plant and Equipment	1	-
Total	**188**	**-**

22.1 During the year, the Company has entered into an arrangement with one of the related party for sale of one building along-with freehold land and equipment attached to it for a sale consideration of ₹ 7,000 Lakhs. Risk and reward will be transferred to the buyer upon fulfilment of certain obligations by the Company, as listed in the arrangement. The Company expects to fulfil these obligations over the course of next 12 months. The Company has already received ₹ 700 Lakhs as an advance from the related party. Also refer note 32.

23 Equity Share Capital

Authorized:

(₹ in Lakhs)

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of ₹ 2/-each (₹ 2/- each)	24,82,97,500	4,966	24,82,97,500	4,966
6% Redeemable Non cumulative Preference Shares (RNCPS) of ₹ 10/- each	3,40,500	34	3,40,500	34
Total		**5,000**		**5,000**

Issued, Subscribed & Paid Up:

(₹ in Lakhs)

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares of ₹ 2/- each ((₹ 2/- each) fully paid up	22,88,70,500	4,577	22,88,70,500	4,577
Total		**4,577**		**4,577**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

23.1 **Reconciliation of the number of Equity Shares outstanding**

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021		For the year ended 31st March, 2020	
	No. of Shares	**Amount**	**No. of Shares**	**Amount**
Number of Shares at the beginning of the year	22,88,70,500	4,577	22,88,70,500	4,577
Add: Shares issued	-	-	-	-
Less: Shares bought back	-	-	-	-
Number of Shares at the end of the year	**22,88,70,500**	**4,577**	**22,88,70,500**	**4,577**

23.2 **Terms / Rights Attached to Equity Shares**

The company has only one class of equity shares having a par face value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share and all rank *pari passu*. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the equity shares held by the shareholders.

23.3 **Aggregate number of shares bought back during the period of five years immediately preceding the reporting date:**

(Number of Shares)

Particulars	As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2019	As at 31st March 2018	As at 31st March, 2017
Equity Shares of ₹ 2/- each fully paid up	-	-	46,87,500	-	46,57,000
Total	**-**	**-**	**46,87,500**	**-**	**46,57,000**

23.4 **Equity Shareholders holding more than 5% of the shares**

Name of the shareholders	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% held	No. of Shares	% held
Bipin Amarchand Gala and Gnanesh Dungarshi Gala - Trustee of Navneet Trust	9,14,19,090	39.94	9,14,19,090	39.94
HDFC Trustee Company Ltd - under its various schemes	2,02,32,016	8.84	2,00,13,016	8.74

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

24 Other Equity

(₹ in Lakhs)

Note No.	Particulars	As at 31st March, 2021	As at 31st March, 2020
A.	**Reserve and Surplus**		
(i)	Capital Redemption Reserve	33	33
(ii)	Capital Reserve	76	76
(iii)	General Reserve	2,343	2,343
(iv)	Retained earnings	97,311	91,147
		99,763	**93,599**
B.	**Other comprehensive income**		
(v)	Re-measurement of the net defined benefit plan	(655)	(523)
(vi)	Cash flow hedge through other comprehensive income	201	(1,082)
		(454)	**(1,605)**
	Total	**99,309**	**91,994**

(i) Capital Redemption Reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	33	33
Changes during the year	-	-
Balance at the end of the year	**33**	**33**

Note: The Company had recognised capital redemption reserve on buyback of equity shares from its general reserve. The amount in capital redemption reserve was equal to nominal amount of the equity shares bought back. This reserve will be utilised in accordance with section 69 of the Companies Act, 2013.

(ii) Capital Reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	76	76
Changes during the year	-	-
Balance at the end of the year	**76**	**76**

Note: It represents the gains of capital nature which mainly includes the excess of value of net assets acquired over consideration paid by the Company for business mergers and acquisitions in earlier years.

(iii) General Reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	2,343	2,343
Changes during the year	-	-
Balance at the end of the year	**2,343**	**2,343**

Note: The General Reserve comprises of transfer of profits from retained earnings for appropriation purposes.

(iv) Retained earnings

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	91,148	80,250
Amount utilized for Final and Interim Dividend and Dividend Distribution Tax theron (Refer note 53)	-	(11,037)
Net profit for the year	6,163	21,935
Balance at the end of the year	**97,311**	**91,148**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Note: The amount that can be distributed by the Company as dividend to its equity shareholders is determined based on the financial position and dividend policy of the Company and in compliance with the requirements of the Companies Act, 2013.

(v) **Re-measurement of the net defined benefit plan**

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	(523)	(488)
Addition during the year (net of taxes)	(132)	(35)
Balance at the end of the year	**(655)**	**(523)**

Note: Gain / (Loss) arising out of change in actuarial assumption at the time of actuarial valuation is transferred to this reserve through Other comprehensive income.

(vi) **Cash flow hedge through other comprehensive income**

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	(1,082)	405
Net amount recognised during the year	620	(1,552)
Amount recycled to P&L during the year (Refer note 44 (d))	663	65
Balance at the end of the year	**201**	**(1,082)**

Note: The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

25 Lease Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Lease liabilities on right to use assets	2,883	3,627
Total	**2,883**	**3,627**

25.1 Current and non-current bifurcation:

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Current	846	744
Non-current	2,037	2,883

25.2 Refer note 43 for disclosures relating to Ind AS 116 'Leases'.

26 Current Financial Liabilities - Borrowings

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Unsecured		
i) Working Capital loan from Banks (Refer note 26.1 below)	-	6,001
ii) Commercial Papers (Refer note 26.2 below)	-	13,000
Total	**-**	**19,001**

26.1 Unsecured working capital demand loan includes interest accrued but not due amounting to ₹ NIL (Previous year: ₹ 1 Lakh). Interest rate for unsecured rupee loan is ranging from 7% to 8.00% (Previous year: 7.10% to 8.00%). During the year in the month of April 2020, this loan has been fully repaid.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

26.2 As at year end, commercial papers (unsecured) amounts to ₹ Nil (Previous year: ₹ 13,000 Lakhs). Commercial papers amounting to ₹ 10,000 Lakhs were issued and fully repaid during the year carrying interest rates ranging from 5.74% to 6.45% (Previous year: 5.70% to 5.95%). These Commercial papers were listed on the National Stock Exchange.

27 Current Financial Liabilities - Trade payables

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
- Due to Micro, Small and Medium Enterprises (Refer note 27.1)	756	658
- Due to Others	6,189	3,072
Total	**6,945**	**3,730**

27.1 Details of the dues to Micro, Small and Medium Enterprises (MSME), as defined in the Micro, Small and Medium Enterprises Development Act, 2006, as on 31st March, 2021 based on available information with the Company which are as under:

(₹ in Lakhs)

Particulars	2020-21	2019-20
(a) the principal amount remaining unpaid to any supplier at the end of financial year;	756	658
(b) the interest due on above, remaining unpaid to any supplier at the end of financial year;	-	-
(c) the amount of interest paid by the buyer in terms of section 16 of the MSMED Act (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during financial year;	-	-
(d) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act;	-	-
(e) the amount of interest accrued and remaining unpaid at the end of financial year; and	-	-
(f) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

Note: The information required to be disclosed in pursuance with the MSMED Act has been determined to the extent of identification of such vendors based on information given by the vendors to the Company.

27.2 Trade payables are non-interest bearing and are normally settled as per due dates generally ranging from 0 to 30 days.

27.3 The Company has financial risk management policies in place to ensure that all payables are paid within the agreed credit terms.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

28 Other current financial liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020-21	As at 31st March, 2019-20
Creditors for capital goods (Refer note 27.1)	89	6
Employee benefits payable	1,594	1,174
Unpaid and uncliamed dividend (Refer note 18 and 28.1)	301	353
Financial guarantee contracts (Refer note 58)	28	47
Financial liabilities at fair value (forward contracts) (Refer note 20)	-	1,498
Book Overdraft	-	211
Security deposits	470	353
Total	**2,482**	**3,642**

28.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2021.

29 Other current liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2020-21	As at 31st March, 2019-20
Advances received from customers	916	834
Statutory Dues		
- Provident Fund / ESIC / Profession Tax	10	131
- Tax Deducted At Source	193	182
- Sales tax / VAT / GST payable	31	38
Total	**1,150**	**1,185**

30 Current provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2020-21	As at 31st March, 2019-20
Provision for Employee Benefits (Refer note 30.1) - Compensated absences (Refer note 30.2 and 50 (b) (ii))	1,814	1,653
- Sales return (Refer note 49 (a))	488	544
- Discounts (Refer note 49 (b))	377	501
- Provision for contingencies (Refer note 49 (c))	135	135
Total	**2,814**	**2,833**

30.1 The movement represents the provision created for the year arising out of the actuarial valuation after considering the actual settlements made during the year.

30.2 In case of accumulated compensated absences outstanding as at year-end, the employees have already earned the right to avail the leave and they are normally entitled to avail the leave at any time during the year. As the employees has an unconditional right to avail the leave, the same are classified as 'current provisions' as per the guidance note on Schedule III Division II of the Companies Act, 2013 issued by the Institute of Chartered Accountants of India.

31 Liabilities for Current Tax (Net)

(₹ in Lakhs)

Particulars	As at 31st March, 2020-21	As at 31st March, 2019-20
Current Tax Liabilities (Net)	193	99
Total	**193**	**99**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

32 Deposits associated with assets held for sale

(₹ in Lakhs)

Particulars	As at 31st March, 2020-21	As at 31st March, 2019-20
Deposits against sale of non-current assets held for sale (Refer note 22)	700	-
Total	**700**	**-**

33 Revenue from operations

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Sale of products		
- Finished Goods (Refer note 33.1)	77,391	1,40,180
- Traded Goods	44	245
Sale of services	794	324
Other operating revenues		
- Export incentives (Refer note 33.5)	1,280	1,926
- Sale of scrap and waste	604	1,315
- Power generation income	144	121
- Others	40	69
Total	**80,297**	**1,44,180**

33.1 Provision for Sales Returns:

The above amount is net of provision made for sales return amounting to ₹ 488 Lakhs (Previous year: ₹ 544 Lakhs). Also refer Note 49 (a) and Note 30.

33.2 Disclosures of Ind AS 115:

(a) For accounting policy of revenue recognition, refer note 2.2 (k).

(b) Contracts with customer and significant judgement in applying the standard

i) The Company's operations relates to publication of knowledge based information in educational and general books form and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market. The company applies the guidance provided in Ind AS 115 'Revenue from contracts with customer' for determining the timing of recognition of revenue.

ii) For details of revenue recognised from contracts with customers, refer note 33 above.

iii) There are no contract assets arising from the Company's contract with customers.

(c) Disaggregation of revenue

i) For disaggregation of revenue, refer break-up given in note 33 above and note 57 (B).

ii) Refer note 57 (A) (iii) for details regarding customer concentration that represents 10% or more of the Company's total revenue during the year ended 31st March, 2021 and 31st March, 2020.

(d) Performance obligation

i) For timing of satisfaction of its performance obligations, refer note 2.2(k) of significant accounting policies of the Company.

ii) Unsatisfied (or partially satisfied) performance obligations are due to unexpired contract period in cases of contract where exclusive license is granted to translate, print, publish and sale the translated book in defined territory. The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹ Nil (Previous year: ₹ Nil). Aggregate value of transaction with unsatisfied performance obligation in previous year was ₹ Nil (Previous year: ₹ 1.32 Lakhs) which is fully recognised as revenue in the current year upon fulfilment of obligations.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

33.3 Reconciliation of revenue recognized with the contracted price is as follows:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Contracted price	79,923	1,43,566
Less: Reductions towards variable consideration components	1,693	2,817
	78,230	**1,40,749**
Add: Other Operating Revenue	2,068	3,431
Revenue recognised	**80,297**	**1,44,180**

The reduction towards variable consideration comprises of volume discounts, sales promotion, etc.

33.4 Changes in deferred revenue are as follows :

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Balance at the beginning of the year	-	1
Revenue recognised that was included in the deferred revenue at the beginning of the year upon fulfilment of obligations	-	1
Balance at the end of the year	**-**	**-**

33.5 The Company receives government assistance in the form of MEIS license / duty drawback, which are issued to eligible exporters. Above revenue includes MEIS and duty drawback income of ₹ 1,280 Lakhs (Previous year: ₹ 1,926 Lakhs). Out of the revenue recognised, ₹ 1,019 Lakhs (Previous year: ₹ 404 Lakhs) will be received from government upon receipt of balance amount from customer and fulfilment of other procedural formalities.

34 Other Income (net)

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
a) Interest income		
Interest income on financial asset (at amortised cost)	204	572
Income on financial assets measured at FVTPL	26	47
b) Income from current investments carried at FVTPL		
Profit on redemption of mutual funds	90	68
Profit on fair valuation of quoted equity shares	-	13
Dividend income from mutual funds	3	15
c) Gain on foreign exchange transactions (net) (Refer note 34.1)	451	1,031
d) Gain on fair valuation of financial assets (net)	31	24
e) Other non-operating income		
Rent income on rented premises (Refer note 43 (b))	612	588
Profit on sale of property, plant and equipment	3	141
Others miscellaneous income	32	40
Total	**1,452**	**2,539**

34.1 Gain on foreign exchange transaction includes gain of ₹ 524 Lakhs (Previous year: loss of ₹ 658 Lakhs) of exchange difference (net) arising on financial instruments.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

35 Cost of materials consumed

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Raw Materials consumed (Refer note 15.1)	34,606	68,964
Total	**34,606**	**68,964**

36 Changes in inventories of finished goods, Stock-in -Trade and work-in- progress

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Closing Stock		
Work In Progress	1,838	2,008
Finished Goods	23,078	26,718
Stock in Trade	4	#
	24,919	**28,726**
Opening Stock		
Work In Progress	2,008	2,164
Finished Goods	26,718	28,175
Stock in Trade	#	1
	28,726	**30,340**
Total	**3,806**	**1,614**

37 Employee benefits expense

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Salaries, Wages & Bonus	12,187	13,045
Contribution to PF, ESIC and LWF (Refer note 50 (a))	677	804
Contribution to Other Funds	336	348
Staff Welfare Expenses	408	584
Total	**13,608**	**14,781**

38 Finance costs

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Interest expenses on borrowings	430	1,008
Interest expense on lease liability (Refer note 43)	254	299
Total	**684**	**1,307**

39 Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Depreciation of property, plant and equipment (Refer note 3)	2,336	2,417
Depreciation of right-of-use assets (Refer note 4)	855	855
Depreciation of investment property (Refer note 6)	84	92
Amortisation of intangible assets (Refer note 7)	197	165
Total	**3,473**	**3,529**

40 Other expenses

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Printing Expenses	949	1,288
Binding Expenses	1,522	2,717
Other Manufacturing Expenses	2,011	2,090
Freight Expenses	559	879
Stores & Spares Consumed	342	630
Power & Fuel	328	497
Repairs and maintenance		

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2020-21	For the year ended 31st March, 2019-20
Building	332	647
Plant & Machinery	233	338
Others	202	241
Royalty	1,498	3,294
Transportation Expenses	1,735	2,316
Legal and Professional Fees	657	933
Rent	357	399
Marketing Expenses	357	1,060
Advertisement	260	978
Sales Commission	484	776
Sales Promotion Expenses	47	337
Sales Tax / GST Expenses (Refer note 40.1 below)	224	1,630
Insurance	226	228
Bank Charges	132	187
Rates & Taxes	90	120
Allowance for bad and doubtful debts	437	353
Impairment of investments (Refer note 9.3)	390	373
Auditor's remuneration (Refer note 45)	25	32
Loss on fair valuation of quoted equity shares	11	-
Bad debts & other irrecoverable advance written off	49	157
Corporate Social Responsibility Expenses (Refer note 51)	549	641
Donation	-	28
Contract labour charges	733	753
Other Expenses (Refer note 40.3 below)	2,363	2,978
Total	**17,100**	**26,898**

40.1 Sales Tax / GST expenses for the year includes ₹ Nil (Previous year: ₹ 1,340 Lakhs) towards the dispute resolution of MVAT liability.

40.2 As expense-wise breakup in respect of input credit reversals is not readily available, such reversal are grouped under Sales Tax / GST expenses.

40.3 Other expenses do not include any item of expenditure which is exceeding one percent of the revenue from operations or ₹ 10 Lakhs, whichever is higher, in addition to the consideration of 'materiality'.

41 Contingent liabilities:

(a) Tax matters:

i) For disputed Income tax matters ₹ 455 Lakhs and (Previous year: ₹ 526 Lakhs) against which amount provided in books is ₹ 449 Lakhs (Previous year: ₹ 521 Lakhs) and amount paid under protest is ₹ 412 Lakhs (Previous year: ₹ 484 Lakhs) (Refer below note).

Income tax demands mainly include the appeals filed by the Company before various departmental appellate authorities/High Courts against the disallowances made by income tax authorities of certain deductions / expenses claimed. Pending final decisions, the Company has deposited amounts under protest with Income Tax Authorities.

ii) For disputed sales tax matters ₹ 2,307 Lakhs (Previous year: ₹ 2,259 Lakhs) against which amount paid under protest is ₹ 90 Lakhs (Previous year: ₹ 89 Lakhs). (Refer below note)

Sales Tax demands have been mainly raised on account of dispute on rate of certain products, non submission of statutory declarations etc. Pending final decisions, the Company has deposited amounts under protest with Sales Tax Department. Also refer note 40.1.

Notes on Standalone Financial Statements

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iii) For disputed GST matters ₹ 3 Lakhs (Previous year: ₹ 3 Lakhs) against which amount paid under protest is ₹ # Lakhs (Refer below note)

GST demand have been mainly raised on account of detention of vehicle by an authority. Pending final decisions, the Company has deposited amounts under protest with GST Department. Also refer note 40.1.

Note: Future cash outflows in respect of matters considered disputed are determinable only on receipt of judgments / decisions pending at various forums / authorities. The management does not expect these claims to succeed and accordingly, no provision has been recognized in the financial statements.

(b) Against bond (mainly GST benefit):

Duty free imports for which export obligation is pending as at year end amounting to ₹ 9 Lakhs (Previous year: ₹ 158 Lakhs). In the event Company does not meet the respective obligation, GST would have to be paid for which input credit would be available.

42 Capital Commitments and Other Commitments

(a) Estimated amount of contracts remaining to be executed (net of advances) on capital account is ₹ 1,018 Lakhs (Previous year: ₹ 2,117 Lakhs).

(b) Company is committed to fund its wholly owned subsidiaries as and when required.

43 Disclosure under Ind AS 116 'Leases'

The Company has adopted Ind AS 116 'Leases' effective from 1st April, 2019. Also refer note 2.2(p) for accounting policy on leases.

a) As a Lessee

The Company's lease assets primarily consist of leases for office premises, warehouses, vehicles and computers. For lease arrangement with lease terms of 12 months or less, the Company has applied the 'short-term lease' recognition exemptions and for lease with lower underlying value asset, the Company has applied the 'low value asset' recognition exemption.

(₹ Lakhs)

Particulars	2020-21	2019-20
a) Interest expense on lease liabilities; (Refer note 38)	254	299
b) Lease expenses		
Lease expenses in case of short term leases (included in 'Other expenses')	327	356
Lease expenses in case of low value leases (other than short term as disclosed above) (included in 'Other expenses')	30	43
Lease payments debited to lease liabilities	998	950
Expense relating to variable lease payments not included in the measurement of lease liabilities;	-	-
Income from subleasing right-of use assets;	-	-
Total cash outflow of leases; [including short term and low value leases]	1,355	1,349
Gains or losses arising from sale and leaseback transaction;	-	-

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Notes:

1. The right-of-use asset is depreciated using the straight-line method (SLM) from the commencement date over the lease term of right-of-use asset. For details of addition, depreciation and carrying amount of right of use asset, refer note 4.
2. Also refer note 59 for contractual maturities of lease liability (as per Ind AS 107).
3. For the purpose of calculation of lease liabilities, future lease payments are discounted at incremental borrowing rate for the lease term of 5 years. This lease term is arrived based on reasonable certainty of renewal of lease agreement.

b) As a Lessor

For assets given on cancellable lease, it's depreciation and carrying amount, refer note 6. Also, for rental income earned on that properties, refer note 6.1, which is recognized on a straight line basis over the term of the relevant lease for long term leases.

44 Derivative Financial Instruments

The Company uses derivative financial instruments such as forwards and options, to hedge its risks associated with foreign exchange fluctuation. The counterparty for these contracts is generally a bank. These derivative financial instruments are valued based on quoted price for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market place.

(a) The assets and liabilities position of various outstanding derivative financial instruments is given below:

Particulars	2020-21		2019-20	
	In USD	₹ in Lakhs	In USD	₹ in Lakhs
Hedge				
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge) - Assets	45,33,643	3,315	47,11,427	3,565
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge) - Assets	3,19,66,357	23,371	4,36,58,573	33,039
Foreign currency option contract (with underlying firm commitments considered for cash value hedge) - Assets	10,00,000	731	-	-
Total	**3,75,00,000**	**27,417**	**4,83,70,000**	**36,604**

Note: The Company has exchange rate movement risk for above mentioned foreign currency contracts.

Notes on Standalone Financial Statements

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(b) Outstanding position of foreign exchange derivative financial instruments (Refer note 20 and 28):

(₹ in Lakhs)

Particulars	Currency pair		Fair value Gain / (loss) Amount	
			2020-21	2019-20
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge)	USD_INR	Sell	102	(170)
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge)	USD_INR	Sell	432	(1,328)
Foreign currency option contracts (with underlying firm commitments considered for cash value hedge)	USD_INR	Buy & Sell	20	-
Total Gain / (Loss)			**554**	**(1,498)**

(c) Details of amount held in hedging reserve (i.e. cash flow hedge) and the period over which these are going to be released:

For the year ended as on 31st March, 2021 (₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency forward contracts (gross amount):			
USD_INR (trade receivables)	432	432	Nil
USD_INR (trade payables)	-	-	Nil
Foreign currency option contracts (gross amount):			
USD_INR (trade payables)	20	20	Nil
Closing balance as at year end	**452**	**452**	**Nil**

For the year ended as on 31st March, 2020 (₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency contracts (gross amount):			
USD_INR (trade receivables)	(1,328)	(1,328)	Nil
USD_INR (trade payables)	-	-	Nil
Foreign currency option contracts (gross amount):			
USD_INR (trade payables)	-	-	Nil
Closing balance as at year end	**(1,328)**	**(1,328)**	**Nil**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(d) Amount of gain / loss (net of taxes) recognised in hedging reserve and recycled:

i) During the financial year 2020-21:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L (Refer note below)	Closing balance
Foreign currency forward contracts	(1,082)	605	663	186
Foreign currency option contracts	-	15	-	15
Total	**(1,082)**	**620**	**663**	**201**

ii) During the financial year 2019-20:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L (Refer note below)	Closing balance
Foreign currency contracts	452	(1,599)	65	(1,082)
Foreign currency option contracts	(47)	47	-	-
Total	**405**	**(1,552)**	**65**	**(1,082)**

Note - Amount recycled to P&L in previous year 2019-20 also includes loss of ₹ 65 Lakhs reclassified from OCI to P&L as per FAQ issued by ICAI for Ind AS entities amid Covid-19, in case where customer have cancelled their orders subsequently due to lock-down.

(e) Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedge ratio aligns with the ratio used for risk management purposes.

The amount of gain / (loss) recognised in Statement of Profit and Loss on account of hedge ineffectiveness for cash flow hedges for the year ended 31st March, 2021 is ₹ Nil (Previous year : ₹ Nil).

45 Auditors Remuneration:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Payment to auditor as:		
a) auditor (i) Statutory audit	23	24
(ii) Tax audit	2	3
b) for taxation matters	-	5
c) for other services	#	#
d) for reimbursement of expenses	#	#
Total	**25**	**32**

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for the year ended 31st March, 2021

46 Earnings Per Share :

(₹ in Lakhs)

Particulars	2020-21	2019-20
Net Profit available for Equity Shareholders as per statement of profit and loss	6,163	21,935
Weighted average number of equity shares for basic and diluted EPS (in Numbers)	2,289	2,289
Basic and Diluted Earning per share (₹)	2.69	9.58
Face Value Per Equity Share (₹)	2.00	2.00

47 Details of loans and advance and investments as at the year end and maximum balance thereof as per clause 34(3) read with para A of schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(₹ in Lakhs)

Particulars	Amount as at year end	Maximum amount outstanding during the year
Loans & Advances in the nature of Loans to subsidiaries (excluding accrued interest):		
eSense Learning Private Limited	-	800
	(800)	(800)
Indiannica Learning Private Limited	400	1,230
	(100)	**(3,900)**

Previous year figures are in bracket

48 Details of loans given, investments made and guarantees given covered under Section 186(4) of the Companies Act, 2013:

(a) Details of investments made have been given as part of Note 9.

(b) Loans and Financial Guarantees given below:

(₹ in Lakhs)

Name of the Company	Relationship	Nature of transaction	As at 31st March, 2021	As at 31st March, 2020
Details of loans				
eSense Learning Private Limited	Subsidiary Company	Loan given	-	800
Indiannica Learning Private Limited	Subsidiary Company	Loan given	400	100
Other Inter corporate deposits (net of provision)	Other corporates	Loan given	2,153	2,146
Details of Guarantees				
Esense Learning Private Limited	Subsidiary Company	Financial Guarantee	1,650	1,650
Indiannica Learning Private Limited	Subsidiary Company	Financial Guarantee	4,000	3,000

Loan and guarantee is given for commercial and corporate purpose. Subsequent to year end, the loan given to related party is received back in full along with interest.

Notes on Standalone Financial Statements

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49 Disclosure of movement of provisions :

(a) Provision for sales return

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	544	984
Add: Addition during the year	488	544
Less: Utilized	544	984
Closing balance of provisions	**488**	**544**

Note: Provision has been made for expected return for sales made during the year. Provision for sales return would be utilised against the returns which are expected to be received in the subsequent financial year.

(b) Provision for discounts

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	501	412
Add: Addition during the year	377	501
Less: Utilized/Written Back	501	412
Closing balance of provisions	**377**	**501**

Note: Provision has been recognized for expected discount to be provided to distributor on the basis of agreed terms and fulfilment of future obligation by distributor.

(c) Provision for Contingencies

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	135	#
Add: Addition during the year	-	135
Less: Utilized/Written Back	-	#
Closing balance of provisions	**135**	**135**

Note: Provision has been recognized against certain business related obligations

50 Employee benefits:

(a) The Company has recognized the following amounts towards defined contribution plans as an expense and included in the Statement of Profit and Loss.

(₹ in Lakhs)

Particulars	2020-21	2019-20
Provident Fund	637	751
Employee State Insurance Corporation	39	51
Labour Welfare Fund	1	1
Total	**677**	**803**

(b) Defined benefit plan and long term employment benefits:

These plans typically expose the Company to actuarial risks such as: Investment, Interest rate, longevity and salary increase risk:

I. Investment / Interest risk: The Company is exposed to Investment / Interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit. Since the scheme is unfunded in case of compensated absence, the Company is not exposed to Investment / Interest risk.

II. Longevity Risk: The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

III. Risk of Salary Increase: The Company is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

(i) Defined benefit plan and long term employment benefits: Gratuity (Defined benefit plan):

In respect of Gratuity, the Company makes annual contribution to the employee group gratuity scheme of the Life Insurance Corporation of India, funded defined benefits plan for qualified employees.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

The scheme provided for lump sum payments to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

The Company has provided for gratuity based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of gratuity plan:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Change in Obligation		
Opening Present Value of Accrued Gratuity	4,188	3,690
Service Cost	288	257
Actuarial changes arising from changes in financial assumptions	443	(45)
Actuarial changes arising from changes in demographic assumptions	-	(1)
Actuarial changes arising from changes in experience adjustments	(301)	97
Interest Cost	275	279
Less: Benefits paid	(284)	(89)
Closing Present Value of Accrued Gratuity	**4,609**	**4,188**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Change in Plan Asset		
Opening Fund Balance	4,460	3,764
Interest Income	307	302
Adjustment to Opening balance	-	(6)
Return on the plan asset	(35)	4
Contribution by the Company	379	483
Less: Benefits paid	(284)	(89)
Closing Fund Balance	**4,827**	**4,460**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Reconciliation of present value of obligation and the plan asset		
Closing Fund Balance	4,827	4,460
Closing present value of Accrued Gratuity	4,609	4,188
Net Liability / (Asset) recognized in balance sheet	**(217)**	**(272)**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	288	257
Interest Cost	275	279
Return on Plan Assets	(307)	(302)
Expenses recognized in the Statement of P&L	**256**	**234**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Expenses recognized in the other comprehensive income		
Net Actual (Gain) / Loss recognized	141	51
Return on the plan asset	35	(4)
Expenses recognized in the other comprehensive income	**176**	**47**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Movement in the Liability recognized in Balance Sheet.		
Opening Net Liability	(272)	(74)
Adjustment to Opening balance	-	6
Expenses as above	256	234
Contribution paid	(379)	(483)
Other comprehensive income (OCI)	176	47
Closing Net Liability	**(217)**	**(272)**

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	2020-21	2019-20
Experience adjustment:		
Experience adjustment on plan liability	(301)	97
Experience adjustment on plan asset	35	(4)
Net experience adjustment	**(266)**	**93**

Sensitivity analysis:

Sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be co-related. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

Sensitivity analysis for the year ended 31st March, 2021:

(₹ in Lakhs)

Defined benefit obligation	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	4,176	5,109
Effect on defined benefit obligation due to decrease by 100 basis point	**5,123**	**4,179**

Sensitivity analysis for the year ended 31st March, 2020:

(₹ in Lakhs)

Defined benefit obligation	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	3,809	4,628
Effect on defined benefit obligation due to decrease by 100 basis point	4,637	3,809

Assumptions

Return on plan assets	6.79%	6.80%
Salary escalation rate	8.00%	7.00%
Discounting rate	6.79%	6.80%
Employee attrition rate	0.80% for all ages	0.80% for all ages
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Composition of plan assets	100% with Life Insurance Corporation (LIC)	100% with Life Insurance Corporation (LIC)

The Company contributes all ascertained liabilities towards gratuity to the Life Insurance Corporation of India under their Group Gratuity Scheme. The reimbursement is subject to insurer's Surrender Policy.

As at 31st March, 2021 and 31st March, 2020, the plan assets have been primarily invested in Government securities. The Company expects to contribute ₹ 430 Lakhs to the gratuity scheme during the next financial year.

Expected maturity analysis of defined benefit obligation

(₹ in Lakhs)

Period	2020-21	2019-20
Within 1 year	402	440
From 1 year to 2 years	145	142
From 2 years to 3 years	494	156
From 3 years to 4 years	240	495
From 4 years to 5 years	220	239
From 5 years to 10 years	1,390	1,384

The weighted average remaining duration of the benefit obligation as at 31st March, 2021 is 10.67 years (Previous year: 10.36 years).

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(ii) Defined benefit plan and long term employment benefits: Compensated absences (unfunded)

In respect of Compensated absences, accrual is made on the basis of a year-end actuarial valuation in pursuance of the Company's leave rules.

The Company has provided for compensated absences based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of leave encashment plan:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Change in Obligation		
Opening Present Value	1,653	1,722
Service Cost	820	700
Actuarial changes arising from changes in financial assumptions	175	(24)
Actuarial changes arising from changes in demographic assumptions	-	#
Actuarial changes arising from changes in experience adjustments	(856)	(779)
Interest Cost	109	128
Less :Benefits paid	(87)	(94)
Closing Present Value	**1,814**	**1,653**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Change in Plan Asset		
Opening Fund Balance	-	-
Contribution by the Company	87	94
Less :Benefits paid	(87)	(94)
Closing Fund Balance	**-**	**-**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Reconciliation of present value of obligation and the plan asset		
Closing Fund Balance	-	-
Closing present value	1,814	1,653
Net Liability recognized in balance sheet	**1,814**	**1,653**

(₹ in Lakhs)

Particulars	2020-21	2019-20
Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	820	700
Interest Cost	109	128
Net Actual (Gain) / Loss recognized	(681)	(803)
Expenses recognized in the Statement of P&L	248	25

(₹ in Lakhs)

Particulars	2020-21	2019-20
Movement in the Liability recognized in Balance Sheet		
Opening Net Liability	1,653	1,722
Expenses as above	248	25
Benefits paid	(87)	(94)
Closing Net Liability	**1,814**	**1,653**

Sensitivity analysis for the year ended 31st March, 2021:

PVO	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	1,639	2,018
Effect on defined benefit obligation due to decrease by 100 basis point	2,024	1,640

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sensitivity analysis for the year ended 31st March, 2020:

PVO	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	1,477	1,864
Effect on defined benefit obligation due to decrease by 100 basis point	1,868	1,476
Assumptions		
Salary escalation rate	8.00%	7.00%
Discounting rate	6.79%	6.80%
Employee attrition rate	0.80% for all ages	0.80% for all ages
Mortality rate	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Composition of plan assets	Not funded	Not funded

51 As per Section 135 of the Companies Act 2013, a Corporate Social Responsibility (CSR) Committee has been formed by the Company. The areas for CSR activities are Promoting Education, Preventive Health care, Animal welfare & others which are eligible activities, as specified in Schedule VII of the Companies Act, 2013. (Refer also note 61.3)

(a) Gross amount required to be spent by the Company during the current year is ₹ 549 Lakhs (Previous year: ₹ 496 Lakhs).

(b) Details of amount spent during the year are as under:

(₹ in Lakhs)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction / acquisition of any asset	-	-	-
	(-)	(-)	(-)
(ii) On purpose other than (i) above	549	-	549
	(641)	(-)	**(641)**

(Previous years figures are in bracket)

52 Disclosure as per Ind AS 12 'Income Taxes'

A Income tax expense in the statement of profit and loss consists of:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Current income tax:		
In respect of the current year	2,568	7,671
In respect of the prior years	(54)	49
Deferred tax		
In respect of the current year	(249)	(141)
Income tax expense recognized in the statement of profit or loss	**2,265**	**7,579**
Income tax recognized in other comprehensive income:		
Deferred tax arising on income and expense recognized in OCI		
a) Re-measurement of the net defined benefit plan	(44)	(12)
b) Financial liabilities at fair value (Cash flow hedge)	432	(500)
Income tax expense recognized in other comprehensive income	**388**	**(512)**

B The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows :

(₹ in Lakhs)

Particulars	2020-21	2019-20
Profit before tax (before OCI)	8,428	29,514
Impact of changes on account of permanent disallowances (net) (refer note 52.2)	383	361
Impact of Chapter VI-A deductions (net)	201	233
Adjusted profit	9,012	30,107
Enacted income tax rate in India	25.17%	25.17%
Computed expected tax expense	2,268	7,577

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	2020-21	2019-20
Tax expenses as per the Statement of Profit and Loss	2,265	7,579
Impact of tax rate change	-	(7)
Others	3	6
Actual tax expenses	**2,268**	**7,577**

Notes:

52.1 In previous year 19-20 the Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for income tax and remeasured its deferred tax balances on the basis of rate prescribed in the said section. Accordingly, the applicable corporate income tax rate for the Company for the year ended 31st March, 2021 and 31st March, 2020 is 25.17% and 25.17%, respectively.

52.2 Deferred tax asset is not recognised on provision towards impairment loss on investments amounting to ₹ 762 Lakhs (Previous year: ₹ 373 Lakhs) due to lack of reasonable certainty as regard timing of reversal.

52.3 In the opinion of the Management, the Company does not have any item of allowance / disallowance; tax treatment of which is uncertain on account of on-going disputes with the authorities.

53 Dividend distribution

(₹ in Lakhs)

Particulars	2020-21	2019-20
Final dividend for FY 18-19 of ₹ 1.00 per equity share (50%)	-	2,289
Add: Dividend Distribution Tax on above	-	470
	-	2,759
First interim dividend for FY 19-20 of ₹ 2.50 per equity share (125%)	-	5,722
Second interim / final dividend for FY 19-20 of ₹ 0.50 per equity share (25%)	-	1,144
Add: Dividend Distribution Tax on above first and second interim dividends	-	1,411
	-	8,277
Total	**-**	**11,037**

Final dividend on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividend in Indian rupees. (Also refer Statement of Changes in Equity). Also refer Dividend Distribution Policy of the Company given on the website in 'Corporate Governance Policies' section.

54 Disclosure as per Ind AS 10 'Events after the reporting period'

a) The directors have recommended payment of final dividend for FY 2020-21 of ₹ 1 per equity share (i.e. 50%) in its board of directors meeting held on 27th May, 2021. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.

b) The Board of directors, in their meeting held on 27th May 2021, have approved the buyback at a price not exceeding ₹ 100 per Equity Share ('Maximum Buyback Price') and for an aggregate amount not exceeding ₹ 5,000 Lakhs ('Maximum Buyback Size'), from the shareholders of the Company excluding promoters, promoter group and persons who are in control of the Company from the open market through stock exchange mechanism. The indicative maximum number of Equity Shares to be bought back would be 50,00,000 ('Maximum Buyback Shares') which is 2.18% of the total number of paid-up Equity Shares of the Company as on 31st March, 2021.

c) No other significant event has occurred subsequent to year end.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

55 Impact of Covid-19

a) COVID-19 has impacted the normal business operations of the Company by way of interruption in production, supply chain disruption, unavailability of personnel, etc. The Company has made assessment of its liquidity position for the next financial year and has considered internal and external information in assessing the recoverability of its assets such as investments, loans, intangible assets, trade receivable, inventories etc. The Company has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the Company expects to fully recover the carrying amount of these assets.

The impact assessment of COVID-19 is an ongoing process, and may be different from that estimated as at the date of approval of these financial results, given the uncertainties associated with its nature and duration and the Company will continue to monitor all material changes to the entity's environment.

b) On account of the pandemic and low business activity, the company and directors / senior management team had mutually agreed that the Company would not pay remuneration aggregating to ₹ 2,36,70,264 to such directors / senior management team members for the month of April & May 2020. Also refer note 56.

56 Related Party Transactions

I) List of related parties with whom transactions have taken place and their relationships:

(a) Enterprises where control exists:

Subsidiaries:

eSense Learning Private Limited

Navneet Learning LLP

Indiannica Learning Private Limited

Navneet (HK) Limited

Navneet Edutech LLP (from 30.03.2021)

(b) Associates:

K12 Techno Services Private Limited

(c) Other Related Parties with whom transactions have taken place during the year:

(i) Enterprises over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers	Navneet Prakashan Kendra	Navneet Foundation
	Vikas Prakashan	The Flagship Advertising Pvt. Ltd.
	Gala Publishers	Sai Plast
	Sandeep Agency	Navneet Trust
	Allcargo Logistics Limited	Qualis Ventures LLP

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

(ii)	Directors /Key Management Personnel & Relatives	Shri Bipin A. Gala	Shri Kamlesh S. Vikamsey
		Shri Anil D. Gala	Shri Nilesh S. Vikamsey
		Shri Gnanesh D. Gala	Smt. Usha Laxman
		Shri Raju H. Gala	Shri Tushar K. Jani
		Shri Shailendra J. Gala	Shri Mohinder P. Bansal
		Shri Sanjeev J. Gala	Dr. Vijay B. Joshi
		Shri Kalpesh H. Gala	Shri Archit R. Gala
		Shri Ketan B. Gala	Smt. Henal T. Mehta
		Smt. Pooja Ketan Gala	Shri Atul J. Shethia (upto 13.11.2019)
		Shri Devish G. Gala	Shri Anil Swarup (from 8.08.2019)
		Shri Aditya S. Gala	Smt. Krisha Archit Gala
		Shri Siddhant S. Gala	
(iii)	Key Management Personnel as per the Companies Act 2013	Shri Deepak L Kaku (Chief Financial Officer)	
		Shri Amit D Buch (Company Secretary)	
(iv)	Post employment Benefit Plan	Employees’ Gratuity fund	

II) Disclosure in respect of transactions with related parties during the year

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
1	**Royalty Expense**				
	Subsidiary:	-		6	
	eSense Learning Private Limited		-		6
	Enterprises owned or significantly influenced by KMP or their relatives:	1,346		3,094	
	Navneet Prakashan Kendra		815		1,613
	Vikas Prakashan		328		919
	Gala Publishers		204		561

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
2	**Lease payment (Refer note 43)**				
	Enterprises owned or significantly influenced by KMP or their relatives:	964		951	
	Navneet Prakashan Kendra		713		712
	Vikas Prakashan		61		58
	Gala Publishers		35		33
	Sandeep Agency		155		147
3	**Sales Promotion Expense**				
	Subsidiaries:	5		-	
	Indiannica Learning Pvt. Ltd.		5		-
4	**Electricity Expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	#		#	
	Navneet Prakashan Kendra		#		#
5	**Legal and professional fees**				
	Enterprises owned or significantly influenced by KMP or their relatives:	3		201	
	The Flagship Advertising Pvt. Ltd.		-		186
	Smt. Henal T. Mehta		3		15
	Consultancy fees paid to non-executive director:	16		16	
	Anil Swarup		16		16
6	**Other Manufacturing Expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		12	
	The Flagship Advertising Pvt. Ltd.		-		7
	Sai Plast		-		5
7	**Other Manufacturing Expenses (Purchase of contents)**				
	Subsidiary:	287		299	
	eSense Learning Private Limited		3		10
	Navneet (HK) Limited		284		289
8	**Impairment of investments**				
	Subsidiary:	390		373	
	eSense Learning Private Limited		153		373
	Indiannica Learning Pvt. Ltd.		237		-

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
9	**Digital contents (Prepayments)**				
	Subsidiary:	414		286	
	eSense Learning Private Limited		414		286
10	**Advertisement expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		56	
	The Flagship Advertising Pvt. Ltd.		-		56
11	**Sample expense (Other expense)**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		#	
	Smt. Henal T. Mehta		-		#
12	**Corporate Social Responsibility expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	544		350	
	Navneet Foundation		544		350
13	**Short term employee benefits (Remuneration / Salary) Paid to (Refer footnote (i) below)**				
	KMP & their Relative:	925		1,229	
	Shri Atul J. Shethia		-		60
	Shri Bipin A. Gala		117		150
	Shri Anil D. Gala		117		145
	Shri Gnanesh D. Gala		117		143
	Shri Shailendra J. Gala		107		129
	Shri Raju H. Gala		117		166
	Shri Sanjeev J. Gala		107		132
	Shri Ketan Bipin Gala		107		137
	Shri Kalpesh H. Gala		107		139
	Smt. Pooja Ketan Gala		4		5
	Shri Archit R. Gala		8		11
	Shri Devish G. Gala		9		12
	Shri Aditya S. Gala		1		-
	Shri Siddhant S. Gala		3		-
	Smt. Krisha Archit Gala		5		-

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
	KMP & their Relative as per the Companies Act 2013:	88		90	
	Shri Deepak L Kaku		53		53
	Shri Amit D Buch		35		37
	Sitting fees paid to non-executive director:	23		14	
	Shri K S Vikamsey		3		2
	Shri. Nilesh S. Vikamsey		4		1
	Smt. Usha Laxman		3		3
	Shri Tushar K. Jani		3		1
	Shri Mohinder Pal Bansal		4		3
	Dr. Vijay B. Joshi		4		2
	Shri Anil Swarup		2		2
14	**Rent Income**				
	Subsidiaries:	53		82	
	eSense Learning Private Limited		53		82
15	**Sale of services**				
	Subsidiaries:	556		236	
	Indiannica Learning Pvt. Ltd.		556		236
16	**Interest Income**				
	Subsidiaries:	28		194	
	eSense Learning Private Limited		15		59
	Indiannica Learning Pvt. Ltd.		13		134
	Enterprises owned or significantly influenced by KMP or their relatives, including:	17		14	
	Allcargo Logistics Limited		17		14
17	**Royalty Income**				
	Subsidiaries:	10		-	
	eSense Learning Private Limited		10		-
18	**Loan Given**				
	Subsidiaries:	1,580		1,450	
	eSense Learning Private Limited		450		350
	Indiannica Learning Pvt. Ltd.		1,130		1,100
19	**Inter corporate deposit given**				

Notes on Standalone Financial Statements

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Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
	Enterprises owned or significantly influenced by KMP or their relatives:	-		3,000	
	Allcargo Logistics Limited		-		3,000
20	**Investment made in subsidiaries**				
	Capital contribution:	700		1,995	
	Navneet Learning LLP		700		1,995
	Investments in OCPS:	2,300		4,900	
	Indiannica Learning Pvt. Ltd. (Refer Note 9.6).		-		4,900
	eSense Learning Private Limited (Refer Note 9.7).		2,300		-
	Others - Notional guarantee commission:	26		47	
	eSense Learning Private Limited		8		17
	Indiannica Learning Pvt. Ltd.		18		30
21	**Loan repayment**				
	Subsidiary:	2,080		3,900	
	Indiannica Learning Pvt. Ltd.		830		3,900
	eSense Learning Private Limited		1,250		-
	Enterprises owned or significantly influenced by KMP or their relatives:	3,000		-	
	Allcargo Logistics Limited		3,000		-
22	**Contribution to Post-employment benefit plan**	379		483	
	Employees' Gratuity fund		379		483
23	**Dividend Paid (Including Interim Dividend)**				
	KMP & their Relative:	-		4,666	
	Shri Bipin A. Gala		-		90
	Shri Anil D. Gala		-		132
	Shri Gnanesh D. Gala		-		127
	Shri Shailendra J. Gala		-		140
	Shri Raju H. Gala		-		80
	Shri Sanjeev J. Gala		-		140
	Shri Ketan Bipin Gala		-		98
	Shri Kalpesh H. Gala		-		173
	Smt. Pooja Ketan Gala		-		11
	Shri Archit R. Gala		-		35

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
	Navneet Trust		-		3,639
	Dividend paid to non-executive director:	-		#	
	Dr. Vijay B. Joshi		-		#
	Enterprises owned or significantly influenced by KMP or their relatives:	-		4	
	Smt. Henal T. Mehta		-		4
24	**Advance received against asset held for sale**				
	Enterprises owned or significantly influenced by KMP or their relatives, including:	700		-	
	Qualis Ventures LLP		700		-
25	**Stamp duty and filing fees**				
	Subsidiaries:	#		-	
	Navneet EduTech LLP		#		-

III) Related Parties Accounts Payable/Receivable as on 31.3.2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
1	**Loans & Advances Recoverable**				
	Subsidiaries:	400		900	
	eSense Learning Private Limited		-		800
	Indiannica Learning Pvt. Ltd.		400		100
2	**Interest on loans & advances recoverable**				
	Subsidiaries:	-		28	
	eSense Learning Private Limited		-		28
	Indiannica Learning Pvt. Ltd.		-		#
	Enterprises owned or significantly influenced by KMP or their relatives, including:	-		14	
	Allcargo Logistics Limited		-		14
3	**Investments in Subsidiaries**				
	Capital contribution:	11,853		11,153	
	Navneet Learning LLP		11,853		11,153
	Equity investments:	23		23	
	Navneet (HK) Limited		23		23

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
	Investments in Equity and OCPS (Net of impairment loss):	16,893		14,974	
	eSense Learning Private Limited (including financial guarantee, for details refer footnote (ii) below and also refer note 9.3)		4,451		2,304
	Indiannica Learning Pvt. Ltd. (including financial guarantee, for details refer footnote (ii) below and also refer note 9.3)		12,441		12,670
4	**Trade receivable**				
	Subsidiaries:	549		150	
	Indiannica Learning Pvt. Ltd.		549		150
	eSense Learning Private Limited		#		-
5	**Advance to Subsidiary**	26		134	
	eSense Learning Private Limited		26		134
6	**Balance with Fund**	4,826		4,460	
	Employees' Gratuity Scheme		4,826		4,460
7	**Inter corporate deposit given**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		3,000	
	Allcargo Logistics Limited		-		3,000
8	**Advance received towards asset sale**				
	Enterprises owned or significantly influenced by KMP or their relatives:	700		-	
	Qualis Ventures LLP		700		-
9	**Short term employee benefits (Remuneration / Salary) payable**				
	KMP & their Relative:	44		-	
	Shri Bipin A. Gala		6		-
	Shri Anil D. Gala		6		-
	Shri Gnanesh D. Gala		6		-
	Shri Shailendra J. Gala		6		-
	Shri Raju H. Gala		3		-
	Shri Sanjeev J. Gala		6		-
	Shri Ketan Bipin Gala		6		-
	Shri Kalpesh H. Gala		3		-

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Sr. No.	Nature of Transaction/Relationship/Major Parties	2020-21 (₹ In Lakhs)		2019-20 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
	Smt. Pooja Ketan Gala		#		-
	Shri Archit R. Gala		1		-
	Shri Devish G. Gala		1		-
	Shri Aditya S. Gala		#		-
	Shri Siddhant S. Gala		#		-
	Smt. Krisha Archit Gala		#		-
	KMP & their Relative as per the Companies Act 2013:	6		-	
	Shri Deepak L Kaku		2		-
	Shri Amit D Buch		4		-
10	**Receivable**				
	Subsidiaries:	#		-	
	Navneet EduTech LLP		#		-

Footnote:

(i) The above figure excludes provision for gratuity and compensated absences which have been actuarially determined on overall basis.

(ii) Financial Guarantee are issued in favour of banks against loans taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous year: ₹ 4,650 Lakhs). Fair value of financial guarantee is accounted in accordance with Ind AS 109 (Refer note 9).

(iii) Transactions with related parties in the nature of sale of goods, rendering of services, purchase of goods, procurement of services are at arm's length price. The related party transactions and year end balances do not include expenses paid on behalf of related parties and its recovery.

(iv) Interest rate of 7% (Previous year: 8% to 9%) per annum, has been charged to eSense Learning Private Limited and Indiannica Learning Private Limited.

57 Operating Segment

The Company's operations relates to publication of knowledge based information in educational and general books form and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market. The company is organised into business units based on its products and services and has three reportable segments as follows

i) Publication
ii) Stationery
iii) Others comprises of revenue from generation of power by windmill, trading items etc.

The accounting principles and policies used in the preparation of the Standalone Financial Statements, as set out in the note on significant accounting policies, are also consistently applied to record assets, liabilities, revenue and expenditure, in individual segments.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

[A] The following summary describes the operations in each of the reportable segments

(₹ in Lakhs)

Particulars	Publication		Stationery		Others		Total	
	31-03-2021	31-03-2020	31-03-2021	31-03-2020	31-03-2021	31-03-2020	31-03-2021	31-03-2020
Revenue	29,464	69,875	50,675	74,124	296	515	80,434	1,44,514
Less : Inter Segment Revenue	-	-	-	-	(137)	(334)	(137)	(334)
Net Revenue	29,464	69,875	50,675	74,124	159	181	80,297	1,44,180
Other Income	82	139	484	1,327	-	-	567	1,467
Segment Revenue	**29,546**	**70,015**	**51,159**	**75,451**	**159**	**181**	**80,864**	**1,45,647**
Segment Results	**4,065**	**20,721**	**7,652**	**12,235**	**98**	**272**	**11,815**	**33,228**
Add: Unallocated Other Income / (Expense)							875	1,072
Less: Financial Expenses							(582)	(1,189)
Less: Unallocable Expenditures							(3,679)	(3,597)
Profit Before Taxation							**8,428**	**29,514**
Provision for Taxation (Income tax, Deferred tax and excess provision of earlier years)							2,265	7,579
Profit after taxation							**6,163**	**21,935**
Segment Assets	54,274	57,935	44,766	49,200	12,445	11,809	1,11,485	1,18,945
Unallocated Assets							9,568	11,744
Total Assets							**1,21,053**	**1,30,689**
Segment Liabilities	5,267	5,230	7,765	6,313	4	2	13,036	11,545
Unallocated Liabilities							4,130	22,571
Total Liabilities							**17,166**	**34,116**
Capital Expenditure	957	3,029	2,221	1,433	-	-	3,178	4,463
Unallocated Capital Expenditure							66	2,851
Depreciation and amortisation on Segmental Assets	1,694	1,764	1,057	1,046	70	80	2,821	2,889
Unallocated Depreciation and amortisation							652	640
Non-cash items								
(i) Impairment of investment (Refer note (v))	390	373	-	-	-	-	390	373
(ii) Allowances for doubtful debts and bad-debts	116	340	370	170	-	-	486	510

Notes :

(i) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the respective segment, however, revenue and expenses which can not be identified or allocated reasonably to a segment being related to the enterprise as a whole have been grouped as unallocable.

(ii) Segment assets and segment liabilities represent assets and liabilities of respective segments , however the assets and liabilities not identifiable or allocable on reasonable basis being related to enterprise as a whole have been grouped as unallocable.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(iii) In publication segment, concentration of revenues from one customer of the Company were Nil and 16.67% of total publication revenue for the year ended 31st March ,2021 and 31st March, 2020 respectively and in stationery segment, concentration of revenues from one customer of the Company were 43.24% and 35.75% of total stationery revenue for the year ended 31st March, 2021 and 31st March, 2020 respectively.

(iv) Sales between operating segments are carried out at arm's length basis and are eliminated at Company level consolidation.

(v) Impairment of investment is accounted for 'eSense Learning Private Limited' of ₹ 153 Lakhs (Previous year: ₹ 373 Lakhs) and for 'Indainnica Learning Private Limited' of ₹ 237 Lakhs (Previous year: ₹ Nil). Also refer note 9.3

[B] Geographical Segments

(₹ in Lakhs)

Particulars	Outside India					Total
	North & Central America	Africa	Europe	Others	India	
Segment Revenue from operations	27,825	1,048	3,644	5,130	42,651	80,298
	(33,743)	(1,031)	(10,125)	(1,652)	(97,630)	(1,44,180)
Non-current assets	-	-	-	-	22,496	22,496
	(-)	(-)	(-)	(-)	(22,659)	(22,659)

(Previous year figures are in bracket)

Note: As per IND AS 108, 'Operating Segment', non-current assets considered above are other than financial instruments, deferred tax assets, post-employment benefit assets etc.

58 Fair value of financial assets and liabilities

The management assessed that the fair values of financial asset and financial liabilities approximate their carrying amounts.

The following methods and assumptions were used to estimate the fair values:

(a) Fair values of cash and cash equivalents, trade receivables, interest accrued on deposits with bank, bank deposits, trade payables and other financial liabilities, approximate their carrying amounts largely due to the short-term maturities of these instruments.

(b) The management has considered fair value of security deposits, loan from bank, loan from related party, equal to their carrying value as fair values based on the current market interest rates and other risk factors approximate to carrying value.

Notes on Standalone Financial Statements
for the year ended 31st March, 2021

Fair value hierarchy

The following table presents the financial assets and financial liabilities by level with the fair value measurement hierarchy :

(₹ in Lakhs)

		31st March, 2021		31st March, 2020	
		Level of input used in*	Carrying Amount	Level of input used in	Carrying Amount
a)	**Financial assets**				
	At Amortised Cost				
	Trade receivables	NA	14,249	NA	20,538
	Cash and cash equivalents	NA	1,712	NA	226
	Bank deposits	NA	44	NA	42
	Earmarked balances with Bank	NA	301	NA	353
	Loans	NA	3,246	NA	7,236
	Other financial assets	NA	1,494	NA	1,447
	At Fair Value Through P&L				
	Investment in Equity (Refer note 9.8)	Level 1	444	Level 1	214
	Investment in Mutual fund	Level 1	-	Level 1	200
	Security deposits	Level 2	-	Level 2	-
	Investment in Financial guarantee -subsidiaries	Level 2	376	Level 2	368
	Financial assets at fair value (forward contracts)	Level 2	554	Level 2	-
b)	**Financial liabilities**				
	At Amortised Cost				
	Cash Credit	NA	-	NA	-
	Trade payables	NA	6,945	NA	3,728
	Working capital loan	NA	-	NA	6,001
	Commercial paper	NA	-	NA	13,000
	Other financial liability	NA	2,454	NA	2,098
	Lease Liability	NA	2,883	NA	3,627
	At Fair Value Through P&L				
	Financial guarantee contracts	Level 2	28	Level 2	47
	Financial liabilities at fair value (forward contracts)	Level 2	-	Level 2	1,498

* There has been no transfer between level 1 and level 2 during the year ended 31st March, 2021 and 31st March, 2020. Level is NA, since valued at amortised cost.

Notes:

(i) For Details of income and gains related to financial instruments (Refer Note 34).

(ii) Investments in subsidiaries are valued at cost less impairment loss (if any) in accordance with Ind AS 27 'Separate Financial Statements', consequently the same is not disclosed in above table.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Financial /Bank guarantee:

(i) Financial Guarantees are issued in favour of banks against loans taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous year: ₹ 4,650 Lakhs). Fair value of financial guarantee is accounted in accordance with Ind AS 109 (Refer note 9.2 and 28).

(ii) Bank Guarantee is given to electricity department (DNH Power Distribution Corporation Limited and Uttar Gujarat Vij Company Ltd) for electricity deposit of ₹ 130 Lakhs (Previous year: ₹ 32 Lakhs).

59 Financial Risk Management

The Company is exposed to market risk, credit risk and liquidity risk. The management reviews and agrees policies for managing each of these risks which are summarized below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: foreign currency risk, interest rate risk and other price risk. Financial instruments affected by market risk primarily include trade receivables, trade payables and cash and cash equivalents.

The sensitivity analysis in the following sections relate to the position for the periods presented. The sensitivity analysis has been prepared on the basis that the amount of net debt and the proportion of financial instruments in foreign currencies are all constant. The analysis exclude the impact of movements in market variables on the carrying values of gratuity obligation and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks based on the financial assets and financial liabilities held at the periods presented.

Interest rate risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rate, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Year ended as on	Change in Int. Rate	Effect on profit before tax
31st March, 2021	Increase by 50 basis points (50 bps)	-
	Decrease by 50 basis points (50 bps)	-
31st March, 2020	Increase by 50 basis points (50 bps)	95
	Decrease by 50 basis points (50 bps)	(95)

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to trade payables and trade receivables.

The following table analyses the foreign currency risk from monetary assets and liabilities as at balance sheet date:

Particulars / Foreign currency	2020-21		2019-20	
	Amount in foreign currency	₹ in Lakhs	Amount in foreign currency	₹ in Lakhs
Receivables				
GBP	32,772	30	-	-
Payables				
EUR	-	-	820	1
GBP	-	-	3,377	3
HKD	-	-	-	-
USD	13,102	10	51,384	39

Note: - Open purchase / sales orders are not considered for above purpose. Advances receivable / payable are not exposed to risk, hence not considered above.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Year ended as on	Change in USD rate	Effect on profit before tax
31st March, 2021	Increase by 500 basis points (500 bps)	1
	Decrease by 500 basis points (500 bps)	(1)
31st March, 2020	Increase by 500 basis points (500 bps)	(2)
	Decrease by 500 basis points (500 bps)	2

Previous year figures are in bracket

Note:- For the purpose of foreign currency sensitivity, trade receivables to the extent unhedged are considered.

Price risk

The Company is not exposed to any significant price risk.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities, primarily for trade receivables and deposits with banks and other financial assets.

Trade receivables

Customer credit risk is managed based on the Company's established policy, procedures and control relating to customer credit risk management. The Company evaluates the concentration of risk with respect to trade receivables as low. Out of total trade receivables balance as at 31st March, 2021, ₹ 792 Lakhs (Previous year: ₹ 1,395 Lakhs) is due from a single US based customer being the Company's largest customer. There are no other customers who represent more than 10% of the balance of trade receivables. Outstanding customer receivables are regularly monitored by the management.

The company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix and past historical experience. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

An impairment analysis is performed at each reporting date on an individual basis for major customers.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security except as mention in note 16.4.

The ageing of trade receivable and credit loss allowance is as under: (₹ in Lakhs)

Particulars	Ageing		Total
	Upto 6 months	More than 6 months	
As at 31st March, 2021			
Secured	-	-	-
Unsecured	11,883	3,341	15,224
Total receivables	11,883	3,341	15,224
Allowance for doubtful receivables and expected credit losses			975
Net Receivables	11,883	3,341	14,249
Expected loss rate *			6.40%
As at 31st March, 2020			
Secured	-	-	-
Unsecured	19,367	1,709	21,076
Total receivables	19,367	1,709	21,076
Allowance for doubtful receivables and expected credit losses			538
Net Receivables	19,367	1,709	20,538
Expected loss rate *			2.55%

* Expected loss rate includes both allowance made based assessed credit risk on an individual basis and expected loss based on historical experience.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

Movement in expected credit loss /allowances for doubtful debts (₹ in Lakhs)

Particulars	Expected credit loss		Allowances for doubtful debts	
	Year ended 31st March, 2021	Year ended 31st March, 2020	Year ended 31st March, 2021	Year ended 31st March, 2020
Balance at the beginning of the year	110	20	428	165
Allowance made during the year	-	90	546	304
Reversal of allowance during the year	-	-	142	42
Balance at the end of the year	**110**	**110**	**831**	**428**

Deposits with banks and other financial assets

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy.

Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum level of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2021				
Non-derivative				
Working capital loan	-	-	-	-
Commercial paper	-	-	-	-
Lease liability	846	2,037	-	2,883
Trade payables	6,945	-	-	6,945
Other financial liability	2,454	-	-	2,454
Financial guarantee contract	28	-	-	28
Derivative				
Financial liabilities at fair value (forward contracts)	-	-	-	-
Year ended 31st March, 2020				
Non-derivative				
Working capital loan	6,001	-	-	6,001
Commercial paper	13,000	-	-	13,000
Lease liability	744	2,883	-	3,627
Trade payables	3,730	-	-	3,730

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Other financial liability	2,098	-	-	2,098
Financial guarantee contract	47	-	-	47
Derivative				
Financial liabilities at fair value (forward contracts and option contract)	1,498	-	-	1,498

Note - Future interest payment in respect to current borrowings of working capital loan, Commercial paper, Cash credit facility are not added in maturity profile tabulated above.

The table below summarises the maturity profile of the Company's financial assets based on contractual undiscounted receipts.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2021				
Non-derivative				
Investments Current and Non current	-	444	-	444
Loans (including Inter Corporate Deposit)	858	2,387	-	3,246
Trade receivables (current)	14,249	-	-	14,249
Cash and Cash equivalent	1,712	-	-	1,712
Other Bank balances	346	-	-	346
Other financial assets	1,934	114	-	2,048
Year ended 31st March, 2020				
Non-derivative				
Investments Current and Non current	-	214	-	214
Loans (including Inter Corporate Deposit)	5,012	2,224		7,236
Trade receivables (current)	20,538	-	-	20,538
Cash and Cash equivalent	426	-	-	426
Other Bank balances	395	-	-	395
Other financial assets	1,321	126	-	1,447

The Company is not exposed to significant liquidity risk based on past performance and current expectations. The company believes that the cash and cash equivalents, cash generated from operations and available un-drawn credit facilities, will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

Note: Investments in subsidiaries are valued at cost less impairment loss (if any) in accordance with Ind AS 27 'Separate Financial Statements', consequently the same is not disclosed in maturity profile tabulated above.

The note below sets out details of the undrawn facilities that will be available for future operating facilities and to settle capital commitments of the Company.

Notes on Standalone Financial Statements
for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Secured cash credit and other borrowing facility		
- Amount used (Book OD/ Bank OD)	-	211
- Amount unused	40,000	37,789
	40,000	38,000
Unsecured cash credit and other borrowing facility		
- Amount used	-	6,000
- Amount unused	23,000	25,000
	23,000	31,000
Total facilities		
- Amount used	-	6,211
- Amount unused	63,000	62,789
	63,000	69,000

60 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes suitable adjustments in light of changes in economic conditions.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, loan obligation, trade and other payables and less cash and cash equivalents.

(₹ in Lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Working capital loan	-	6,001
Lease liability	2,883	3,627
Commercial papers	-	13,000
Cash credit facility / Book OD	-	211
Trade payables	14,249	3,730
Less: cash and cash equivalent	(1,712)	(426)
Net Debt	15,420	26,142
Equity	1,03,886	96,572
Capital and Net debt	1,19,306	1,22,713
Gearing Ratio	13%	21%

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

61 Disclosures for 'Statement of Cash Flows' as per Ind AS 7

61.1 Reconciliation of liabilities from financing activities for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	31st March, 2021	Cash flows (net)	Impact of Ind AS 116	31st March, 2021
Short term / Long term borrowings (including current portion)	-	(19,000)	-	19,000
Lease Liability (impact of IND AS 116)	2,883	(998)	254	3,627
Total	**2,883**	**(19,998)**	**254**	**22,627**

Reconciliation of liabilities from financing activities for the year ended 31st March, 2020

(₹ in Lakhs)

Particulars	31st March, 2020	Cash flows (net)	Impact of Ind AS 116	31st March, 2020
Short term / Long term borrowings (including current portion)	19,000	(7,501)	-	26,501
Lease Liability (impact of IND AS 116)	3,627	(950)	4,577	-
Total	**22,627**	**(8,452)**	**4,577**	**26,501**

The Company has accounted for lease liabilities and fair value changes in accordance with Ind AS 116 implemented during the previous year. Detail break-up of above non-cash element is given below:

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
i) Transition adjustment on implementation of Ind AS 116	-	4,277
ii) Finance cost on lease liabilities	254	299
Total	**254**	**4,577**

61.2 Aggregate outflow on account of direct taxes paid is ₹ 2,777 Lakhs (Previous year: ₹ 7,681 Lakhs).

61.3 Net cash inflow from operating activity netted off with expenditure on Corporate Social Responsibility (CSR) expenditure of ₹ 549 Lakhs (Previous year: ₹ 641 Lakhs) (Refer note 51).

62 Details of the sources of estimation uncertainty in related to significant accounting estimates and judgements:

i) Impairment of investment in subsidiaries

Refer note 2.3 (b) of significant accounting policies and note 9.3 for significant accounting estimates and judgements used in performing impairment test on investment value of subsidiaries.

Notes on Standalone Financial Statements

for the year ended 31st March, 2021

ii) Provision for employee benefits

Refer note 2.3 (e) of significant accounting policies and note 50(b)(i) for significant accounting estimates and judgements used and it's financial impact of sensitivity of such assumptions.

63 Company Information

Name of the entity	Principal place of business	Proportion of ownership (either directly / indirectly through subsidiaries)	
		As at 31st March, 2021	As at 31st March, 2020
Subsidiaries			
eSense Learning Private Limited	India	100.00%	100.00%
Indiannica Learning Private Limited	India	100.00%	100.00%
Navneet Learning LLP	India	93.00%	93.00%
Navneet (HK) Limited	Hong Kong	70.00%	70.00%
Navneet Edutech LLP	India	96.00%	0.00%
Associates			
K12 Techno Services Private Limited	India	27.69%	33.45%

(investment through 'Navneet Learning LLP')

64 Additional Information as required by para 7 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either Nil or Not Applicable.

65 Previous Year Figures have been regrouped/rearranged wherever necessary.

As per our report of even date attached hereto

For N. A. Shah Associates LLP

Chartered Accountants

Firm Registration Number - 116560W / W100149

sd/-

Sandeep Shah

Partner

Membership Number: 37381

Place: Mumbai

Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-

Kamlesh S. Vikamsey

Chairman

DIN: 00059620

sd/-

Gnanesh D. Gala

Managing Director

DIN: 00093008

sd/-

Deepak L. Kaku

Chief Financial Officer

sd/-

Amit D. Buch

Company Secretary

Mem. No. A15239

Place: Mumbai

Date : 27th May, 2021

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Navneet Education Limited

Consolidated Financial Statements for the year ended 31st March, 2021

Independent Auditor's Report

To,
The Members of
Navneet Education Limited

Report on the Audit of Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of **Navneet Education Limited** ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group") and its associate, which comprise the Consolidated Balance Sheet as at 31st March, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at 31st March, 2021, the consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the consolidated Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

In respect of the consolidated Ind AS financial statements (refer note 63 & 7.2), the key audit matter was the carrying value of goodwill and Intangibles (comprising of brand license, content and technology platform) due to continued losses in subsidiaries. The said subsidiaries are involved in business of CBSE content publishing with exclusive licensee of Encyclopaedia Britannica curricular solutions and e-learning & digital content creation respectively with positive business outlook. The losses are mainly on account of infrastructure for future growth, non-opening of schools due to covid-19. Our procedures on the management's assessment of these matters included discussion on impairment test carried out by management including discussion relating to the basis of estimates, valuation technique, appropriateness & reasonableness of assumptions, review of the accuracy of the management's earlier estimates and understanding of the reasons for variances and various other parameters with the management. Considering the above and the future business outlook (approved projections as shared by the management) and the underlying strength in the Company's products and contents, we did not identify any significant exceptions to the management's assessment as regards impairment in the carrying value of goodwill on acquisition and intangible assets comprising of brand license, content, technology platform aggregating to ₹ 6,349 Lakhs (net of impairment of Goodwill ₹ 237 Lakhs), this is appropriate and no additional provision for impairment is necessary.

Information Other than the Consolidated Ind AS Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Independent Auditor's Report

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Company, as aforesaid.

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

The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of the Group and of its associate.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India and its associate, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and

Independent Auditor's Report

related disclosures made by management.

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

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

a) We did not audit the financial statements in respect of one foreign subsidiary and one subsidiary entity whose financial statements reflect Group's share of total assets of ₹ 11,902 Lakhs, Group's share of total revenue of ₹ 211 Lakhs, Group's share of net loss (including other comprehensive income) of ₹ 7 Lakhs and Group's share of cash inflows (net) of ₹ 25 Lakhs for the year ended 31st March, 2021 as considered in the consolidated financial statements. In respect of one foreign subsidiary company, financial statements have been prepared in accordance with accounting principles generally accepted in their respective country and which have been audited by other auditor under generally accepted auditing standards applicable in their respective country.

   These audited financial statements (as referred in paragraph (a) above) have been audited by other auditors whose report have been furnished to us by the management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries are based solely on the report of such other auditor.

Independent Auditor's Report

b) The consolidated Ind AS financial statements also includes

a. the unaudited results of one associate for which Group's share of net profit (including other comprehensive income) of ₹ 281 Lakhs.

b. the unaudited financial results of one subsidiary entity (incorporated on 30th March, 2021), whose financial statements reflect Group's share of total assets of ₹ Nil as at 31st March, 2021, Group's share of total revenue of ₹ Nil, Group's share of total net loss (including other comprehensive income) of ₹ 0.20 Lakhs and Group's share of cash inflow / outflow (net) of ₹ Nil.

These unaudited financial statements have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of an associate and subsidiary entity, our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid associate and subsidiary entity is based solely on the information provided by the management.

Our opinion on the consolidated Ind AS financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, based on our audit, we report to the extent applicable that:

(In our view Section 143(3) of the Act is not applicable to one subsidiary which is incorporated outside India),

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of aforesaid consolidated Ind AS financial statements;

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the auditor;

c) The Consolidated Ind AS financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder;

e) On the basis of the written representations received from the Directors of the Company as on 31st March, 2021 taken on record by the Board of Directors of the Company and the report of the statutory auditors of its subsidiary companies covered under the Act, none of the directors of the Group companies incorporated in India covered under the Act are disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

With respect to the associate company, written representations received from the directors of the said associate company as on 31st March, 2021 and taken on record by the board of directors of the said associate, we report that none of the directors of the associate are disqualified as on 31st March, 2021 from being appointed as a director in terms of section 164(2) of the Act;

f) With respect to reporting on adequacy of internal financial controls system over financial reporting of the Group covered under the Act and the operating effectiveness of such controls to the extent applicable, refer to our separate report given in Annexure I to this report, which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. With respect to associate company whose financial statements have not been audited till the date of signing of this report, refer to our comments in the other matters paragraph in Annexure I;

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company and its subsidiaries to its directors during the year is in accordance with the provisions of section 197 of the Act. In respect to one associate company, Section 197 is not applicable; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according

Independent Auditor's Report

to the explanations given to us and based on the report of statutory auditor of the subsidiary companies and information furnished to us by the management in respect to an associate:

i. The Group has disclosed the impact of pending litigations on its consolidated financial position in its consolidated Ind AS financial statements – Refer Note 12.1, 46 (a) and 46(c) to the consolidated Ind AS financial statements;

ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number: 116560W/W100149

sd/-

Sandeep Shah
Partner
Membership No. 37381
UDIN: 21037381AAAACC6996

Place: Mumbai
Date: 27th May, 2021

Annexure I To Independent Auditor's Report for the year ended 31st March, 2021

[Referred to in paragraph (f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date]

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

Opinion

In conjunction with our audit of the consolidated Ind AS financial statements of **Navneet Education Limited** ("the Company") and its subsidiaries (the Company and its subsidiary companies together referred to as "the Group") and its associate company as of and for the year ended 31st March 2021, we have audited the internal financial controls over financial reporting of the Company, its subsidiaries and its associate company which are companies incorporated in India, as on that date.

In our opinion, the Company and its subsidiary companies have, 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 31st March, 2021, 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 issued by the ICAI.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls over Financial Reporting

The respective Board of Directors of the Company, its Subsidiaries and its associate company, which are companies incorporated in India, are responsible for laying down and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note"), issued by the Institute of Chartered Accountants of India ("the ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company, its subsidiary companies and its associate company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the 'Other Matter' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial control over financial reporting of the Company, its subsidiaries and its associate company as aforesaid.

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 consolidated Ind AS 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 consolidated Ind AS 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 consolidated Ind AS 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.

Other Matter

a) The Company has one subsidiary incorporated outside India and two subsidiary entities not covered under the Act and reporting on the adequacy and operating effectiveness of internal financial controls over financial reporting is not applicable to such subsidiary company and subsidiary entities.

b) The consolidated financial statements also include unaudited results of one associate for which Group's share of net profit (including other comprehensive income) is ₹ 281 Lakhs. Because financial statements are unaudited, report on internal financial control over financial reporting for the year is not provided to us.

Further, report on internal financial control over financial reporting for the previous financial year ended 31st March, 2020, dated 30th December, 2020 issued by such other statutory auditor, contained a disclaimer of opinion which stated that the Company has not established its internal financial control over financial reporting on criteria based on or essential components of internal control stated in Guidance note issued by the ICAI. Because of this, they were unable to obtain sufficient appropriate audit evidence to provide a basis on their opinion whether the Company had adequate internal financial control over financial reporting and whether such controls were operating effectively. Further, statutory auditor have mentioned that this disclaimer of opinion does not affect their opinion on financial statement for the year ended 31st March, 2020 of the said associate. The said disclaimer of opinion was also reported in their audit report dated 30th September, 2019 for the year ended 31st March, 2019.

Our opinion is not modified in respect of the above matters.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number: 116560W/W100149

sd/-

Sandeep Shah
Partner
Membership No. 37381
UDIN: 21037381AAAACC6996

Place: Mumbai
Date: 27th May, 2021

Consolidated Balance Sheet

as at 31st March, 2021

(₹ in Lakhs)

	Particulars	Note No.	As at 31st March, 2021	As at 31st March, 2020
I.	**ASSETS**			
	Non-current assets			
	(a) Property, plant and equipment	3	16,688	17,961
	(b) Right of use assets	4	2,734	4,093
	(c) Capital work-in-progress	5	2,212	427
	(d) Investment property	6	13	129
	(e) Goodwill	63	4,330	4,567
	(f) Other intangible assets	7	2,291	3,070
	(g) Intangible assets under development	8	29	138
	(h) Investments accounted for using the equity method	9	13,806	8,572
	(i) Financial assets			
	(i) Investments	10	444	214
	(ii) Trade receivables	11	13	65
	(iii) Loans	12	2,032	2,175
	(iv) Other financial assets	13	115	127
	(j) Deferred tax assets (net)	14	-	969
	(k) Assets for non-current Tax	15	720	413
	(l) Other non-current assets	16	234	302
	Total non-current Assets		**45,661**	**43,222**
	Current assets			
	(a) Inventories	17	41,562	47,104
	(b) Financial assets			
	(i) Trade receivables	18	18,450	26,789
	(ii) Cash and cash equivalents	19	2,079	613
	(iii) Other bank balances	20	363	399
	(iv) Loans	21	859	4,197
	(v) Other financial assets	22	1,991	1,398
	(c) Other current assets	23	6,899	5,248
	(d) Non-current assets held for sale	24	188	-
	Total current Assets		**72,391**	**85,748**
	TOTAL ASSETS		**118,052**	**128,970**
II	**EQUITY**			
	(a) Equity share capital	25	4,577	4,577
	(b) Other equity	26	88,470	81,702
	Equity attributable to equity holders of the parent		93,047	86,279
	Non-controlling interests		39	42
	Total equity		**93,086**	**86,321**
	LIABILITIES			
	Non-Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	27	30	38
	(ii) Lease liabilities	28	2,167	3,373
	(b) Provisions	29	110	98
	(c) Deferred tax liabilities (net)	14	237	-
	(d) Other non current liabilities	30	5	1
	Total non-current liabilities		**2,549**	**3,510**
	Current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	31	4,327	23,516
	(ii) Lease liabilities	28	883	906
	(iii) Trade payables	32		
	- Amount due to micro and small enterprises		971	810
	- Amount due to others		6,866	3,818
	(iv) Other financial liabilities	33	2,617	3,930
	(b) Other current liabilities	34	1,288	1,443
	(c) Provisions	35	4,574	4,617
	(d) Liabilities for current tax	36	193	99
	(e) Liabilities associated with assets held for sale	37	700	-
	Total current liabilities		22,417	39,139
	TOTAL EQUITY AND LIABILITIES		**1,18,052**	**1,28,970**

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2021

(₹ in Lakhs)

	Particulars	Note No.	For the year ended 31st March, 2021	For the year ended 31st March, 2020
I	Revenue from operations	38	83,457	1,51,205
II	Other Income (net)	39	1,365	2,242
III	**Total Revenue (I + II)**		**84,822**	**1,53,447**
IV	**Expenses**			
	Cost of materials consumed	40	35,651	70,044
	Purchase of stock-in-trade		76	457
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	41	3,981	2,392
	Employee benefits expense	42	16,409	18,012
	Finance costs	43	1,013	1,713
	Depreciation and amortisation expense	44	4,712	4,688
	Other expenses	45	18,638	28,950
IV	**Total expenses**		**80,480**	**1,26,255**
V	Profit before share of profit/(loss) of an associate and tax (III - IV)		4,342	27,192
VI	Share of profit / (loss) of an associate			
	Group's share of profit / (loss) from current year		281	(6)
VII	Profit / (Loss) before exceptional items and tax for the period (V + VI)		4,623	27,186
	Exceptional items	64.2	4,252	-
VII	Profit before tax for the year (V + VI)		8,875	27,186
VIII	Tax expense:			
	Current Tax		2,568	7,671
	Deferred Tax		770	(259)
	(Excess) / Short Provision of earlier year		(54)	49
			3,284	7,461
IX	**Profit for the year (VII - VIII)**		**5,591**	**19,724**
X	**Other comprehensive income:**			
a)	Items that will not be reclassified to profit or loss in subsequent year (including Group's proportionate share of an associate)			
	Re-measurement of net defined benefit plan		(145)	(18)
	Less: Income tax on above		39	7
	Foreign currency translation reserve		#	#
b)	Items that will be reclassified to profit or loss in subsequent year			
	Cash flow hedge through other comprehensive income		1,715	(1,987)
	Less: Income tax on above		(432)	500
X	**Total other comprehensive income / (loss) for the year, net of tax**		**1,177**	**(1,498)**
XI	**Total Comprehensive Income for the year (IX + X) (Total of profit and other comprehensive income for the year)**		**6,768**	**18,226**
	Profit attributable to:			
	Owners of the parent		5,593	19,724
	Non-controlling interest		(2)	#
			5,591	**19,724**
	Other comprehensive income attributable to:			
	Owners of the parent		1,177	(1,498)
	Non-controlling interest		-	-
			1,177	**(1,498)**
	Earnings per equity share of ₹ 2/- each (Previous Year: ₹ 2/- each)	50		
	(1) Basic		2.44	8.62
	(2) Diluted		2.44	8.62

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Consolidated Statement of Cash Flows

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	31st March, 2021	31st March 2020
Cash Flow from Operating Activities		
Net profit before tax	8,875	27,186
Adjustments for:		
Interest income	(182)	(378)
(Profit) / Loss on disposal of property, plant and equipment	19	(141)
(Profit) on sale of investments	(79)	(81)
Share of (profit) / loss of an associate	(281)	6
Impairment of Goodwill	237	-
Dilution Gain	(4,252)	-
Bad-debt written off	217	165
Rental income on account of discounting of security deposits		
Finance cost	1,013	1,713
Income on fair value of financial guarantee contracts		
Changes in fair value of financial assets or liabilities	(146)	(18)
Provisions for Doubtful Advances	11	100
Impairment of investments	(0)	
Incidental expenses for issue of OCPS	-	-
Allowance for bad and doubtful debts and credit losses	1,025	490
Loss on Lease Termination (Refer note 45.4)	28	-
Unrealised foreign exchange fluctuation loss/ (gain)	(51)	(196)
Depreciation and amortisation expense	4,712	4,688
	11,144	33,534
Changes in operating assets and liabilities:		
(Increase) / Decrease in inventories	5,542	8,023
(Increase) / Decrease in trade and other receivables	7,200	1,946
(Increase) / Decrease in other financial assets	3,022	(3,361)
(Increase) / Decrease in other non-current financial assets	12	2,553
(Increase) / Decrease in other non-current assets	(180)	(38)
(Increase) / Decrease in other current assets	(1,662)	(1,280)
(Increase) / Decrease in Loans & Advances		
Increase / (Decrease) in trade and other payables	3,208	(4,460)
Increase / (Decrease) in provisions	(32)	(690)
Increase / (Decrease) in other non current liabilities	1	1
Increase / (Decrease) in financial liabilities	530	(361)
Increase / (Decrease) in current liabilities	545	294
	29,331	36,161
Less: Income taxes paid (Refer note 3 below)	(2,545)	(7,608)
Net cash inflow from Operating Activities (A)	**26,786**	**28,552**
Cash flow from Investing Activities		
Purchase of property, plant and equipment, investment property, intangible assets (including under development) and change in capital Work-in-progress	(3,150)	(4,237)
Proceeds from disposal of property, plant and equipment	42	211
Payment for purchase of investment	(105,521)	(123,142)
Loan/advances given	(1,210)	(1,195)
Loan/advances received back	1,111	961
Proceeds from sale of investment	105,370	123,009
Payment for capital contribution in LLP (subsidiary entity) for investment in an Associate	(700)	(2,000)
Payment for additional investment in an Associate and LLP		
Interest and financial income received	182	378
	(3,875)	(6,015)
Less: Income taxes paid (Refer note 3 below)	(137)	(104)
Net cash (outflow) from Investing Activities (B)	**(4,012)**	**(6,119)**

Consolidated Statement of Cash Flows

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	31st March, 2021	31st March 2020
Cash flow from Financing Activities		
Proceeds from short term borrowings	31,030	113,727
Repayment of short term borrowings	(37,531)	(113,227)
Repayment of vehicle loan	(8)	(7)
Proceeds from issue of commercial paper	10,000	38,000
Repayment of commercial paper	(23,000)	(45,000)
Payment for lease liabilities	(1,169)	(1,145)
Interest paid	(731)	(1,397)
Dividend Paid (including Dividend Distribution Tax)	-	(11,037)
Non-controlling interests		
Net cash (outflow) from Financing Activities (C)	**(21,409)**	**(20,086)**
Net Increase in Cash and Cash Equivalents (A + B + C)	**1,365**	**2,347**
Cash and cash equivalent as at the commencement of the year	(2,813)	(5,160)
Cash and cash equivalent as at the end of the year	(1,448)	(2,813)
Net Increase as mentioned above	**1,365**	**2,347**

Notes:

1. The above Statement of Cash Flow has been prepared under the 'Indirect Method' set out in IND AS 7, "Statement of Cash Flows".
2. Refer note 58 for changes in financing activities arising from cash and non-cash changes.
3. Aggregate taxes paid during the year ₹ 2,682 Lakhs (Previous year : ₹ 7,712 Lakhs).
4. Reconciliation of cash and cash equivalents as per cash flow statement:

(₹ in Lakhs)

Particulars	31st March, 2021	31st March 2020
Cash and cash equivalents (note 19)	2,079	613
Bank overdrafts (refer note 31) and book overdraft (refer note 33)	(3,096)	(3,211)
Cash credit considered as cash and cash equivalents (note 31)	(431)	(215)
Balances as per statement of cash flow	**(1,448)**	**(2,813)**

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Consolidated Statement of Changes in Equity

for the year ended 31st March, 2021

A. Equity Share Capital

(₹ in Lakhs)

Balance at 31st March, 2019	Changes in equity share capital during the year 2019-20	Balance at 31st March, 2020	Changes in equity share capital during the year 2020-21	Balance at 31st March, 2021
4,577	-	4,577	-	4,577

B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and surplus				Other comprehensive income			Total other equity
	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained earnings	Re-measurement of the net defined benefit plan	Foreign currency reserve on conversion of foreign subsidiary	Cash flow hedge reserve	
Balance as at 31st March, 2019	**221**	**76**	**2,155**	**72,131**	**(473)**	**(2)**	**405**	**74,513**
Amount utilized for Dividend and Dividend Distribution Tax	-	-	-	(11,038)	-	-	-	(11,038)
Addition during the year (net of taxes)	-	-	-	-	(11)	#	(1,487)	(1,498)
Net profit for the year	-	-	-	19,724	-	-	-	19,724
Balance as at 31st March, 2020	**221**	**76**	**2,155**	**80,817**	**(484)**	**(2)**	**(1,082)**	**81,702**
Addition during the year (net of taxes)	-	-	-	-	(107)	#	1,283	1,177
Reclassification adjustment on dilution of share of an associate	-	-	-	-	#	-	-	#
Net profit for the year	**-**	**-**	**-**	**5,591**	**-**	**-**	**-**	**5,591**
Balance as at 31st March, 2021	**221**	**76**	**2,155**	**86,409**	**(590)**	**(2)**	**201**	**88,470**

Note: Refer note 26 for nature and purpose of other equity.

As per our report of even date attached hereto
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Sandeep Shah
Partner
Membership Number: 37381

Place: Mumbai
Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai
Date : 27th May, 2021

Significant Accounting Policies

for the year ended 31st March, 2021

1. Group overview, nature of entity's operations and its principal activities

Navneet Education Limited ('the Holding Company') is a public limited company, together with its subsidiaries and associates (collectively referred to as 'the Group'). The operations of the Group are primarily manufacturing and trading of education books, reference books, technical & professional books in paper form and e-learning form and also paper and non-paper based stationery products.

The Holding Company is incorporated and domiciled in India and has its registered office at Navneet Bhavan, Near Shardasharam Society, Bhavani Shankar Road, Dadar, Mumbai - 400028, Maharashtra, India. The Holding Company is listed on Bombay Stock Exchange and National Stock Exchange.

The consolidated financial statements of the Group for the year ended 31st March, 2021 were approved and adopted by board of directors of the Holding Company on their meeting dated 27th May, 2021.

2. Significant Accounting Policies and Key Accounting Estimates and Judgments

2.1 Basis of preparation

a) Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

The Group has consistently applied the accounting policies used in the preparation of its consolidated financial statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Functional and presentation currency

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The consolidated financial statements are prepared in INR which is the functional and presentation currency. Figures of 50,000 or less have been denoted by #.

c) Basis of measurement

The financial statements have been prepared under historical cost convention basis, except for the following material items which are measured at fair value as required by relevant Ind AS:

i) Certain financial assets and financial liabilities (including derivative instruments) [Refer accounting policy regarding financial instruments in note no. 2.3 (j)]

ii) Defined benefit plans

2.2 Basis of Consolidation

a) Principles of consolidation

i) The consolidated financial statements relate to the financial statements of the holding Company, its subsidiaries and associates as at 31st March, 2021. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

a) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)

b) Exposure, or rights, to variable returns from its involvement with the investee, and

c) The ability to use its power over the investee to affect its returns

ii) The Group can have power over the investee even if it owns less than majority voting rights i.e. rights arising from other contractual arrangements. The Group re-assesses whether or not it controls an investee, if facts and circumstances indicate that there are changes to one or more of the three elements of control.

iii) Consolidation of a subsidiary begins when

Significant Accounting Policies

for the year ended 31st March, 2021

the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

iv) Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

v) The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the holding Company, i.e., year ended on 31st March, 2021. When the end of the reporting period of the holding Company is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the holding Company to enable the holding Company to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

b) Consolidation procedure:

i) Consolidation procedure for subsidiaries

a) The financial statements of the Group have been combined on line-by-line basis by adding book values of like items of assets, liabilities, equity, income, expenses and cash flows of the holding Company with those of its subsidiaries. For this purpose, income and expenses of the subsidiaries are based on the amounts of the assets and liabilities recognized in the consolidated financial statements at the acquisition date.

b) Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's statement of profit and loss and net assets that is not held by the Group. Statement of profit and loss balance (including other comprehensive income ('OCI')) is attributed to the equity holders of the Holding Company and to the non-controlling interest basis the respective ownership interests and such balance is attributed even if this results in controlling interests having a deficit balance.

c) Foreign subsidiary

Functional and reporting currency of foreign subsidiary is different from the reporting currency of the Holding Company. All assets and liabilities (excluding share capital and opening reserves and surplus) of foreign subsidiary are translated into INR using the exchange rate prevailing at the reporting date. The income and expenses of foreign subsidiary is translated into Indian Rupee at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Exchange differences are recognised in OCI and accumulated in equity (as exchange differences on translating the financial statements of a foreign subsidiary), except to the extent that the exchange differences are allocated to Non-controlling interest (NCI).

When a foreign subsidiary is disposed of in its entirety or partially such that control, significant influence or join control is lost, the cumulative amount of exchange differences related to that foreign subsidiary recognised in OCI is reclassified to the Statement of Profit and Loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount of foreign exchange differences is re-allocated to NCI. When the Group disposes of only a part of its interest in an associate or a Joint Venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount of foreign exchange differences is reclassified to the Statement of Profit and Loss.

ii) Consolidation procedure for the associates

a) Investment in entities in which there exists

Significant Accounting Policies

for the year ended 31st March, 2021

significant influence but not a controlling interest are accounted for under the equity method i.e. the investment is initially recorded at cost, identifying any goodwill arising at the time of acquisition, as the case may be, which will be inherent in investment. The carrying amount of the investment is adjusted thereafter for the post acquisition changes in the share of net assets of the investee, adjusted where necessary to ensure consistency with the accounting policies of the Group. Gain or loss in respect of changes in other equity resulting in dilution of stake in the associates is recognised in the Statement of Profit and Loss.

b) The consolidated statement of profit and loss (including the other comprehensive income) includes the Group's share of the results of the operations of the investee.

c) The Group discontinues the use of equity method from the date when investee ceases to be an associate.

d) Goodwill relating to the associates are included in the carrying amount of the investment and is not tested for impairment individually.

iii) Eliminations

a) Offset (eliminate) the carrying amount of the holding Company's investment in each subsidiary and the holding Company's portion of equity of each subsidiary.

b) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intra-group transactions that are recognized in assets, such as inventory and fixed assets, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 'Income Taxes' applies to temporary differences that arise from the elimination of profits and losses resulting from intra-group transactions.

c) Business combination:_

i) The excess of cost to the holding Company of its investment in subsidiaries and associate over the holding Company's portion of equity, at the date on which investment in subsidiaries and associate is made, is recognized as Goodwill in the Consolidated Financial Statements. When the cost to the holding Company is less than the holding Company's portion of equity, the difference is recognized in the financial statements as Capital Reserve.

ii) After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

iii) Cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized in profit or loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.

2.3 Significant Accounting policies

a) Presentation and disclosure of consolidated financial statements

All assets and liabilities have been classified as current and non-current as per Group's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013, for a Group whose consolidated financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Based on the nature of business and their realization in cash and cash equivalents, 12 months has been considered by the Group for the purpose of current / non-current classification of assets and liabilities.

Significant Accounting Policies

for the year ended 31st March, 2021

Deferred tax assets and liabilities are classified as non-current assets and liabilities as the case may be.

b) Property, plant and equipment & Depreciation

i) All Property, Plant and Equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Cost of property, plant and equipment includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of the expected cost for the dismantling/ decommissioning of the asset.

ii) Capital work-in-progress comprises of cost incurred on property, plant and equipment not yet ready for their intended use at the Balance Sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

iii) Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

iv) Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the Statement of Profit and Loss when incurred.

v) When parts of an item of property, plant and equipment have different useful lives, they are accounted for as a separate item (major components) of property, plant and equipment.

vi) The carrying amount of an item of property, plant and equipment shall be derecognised:

i. on disposal; or

ii. when no future economic benefits are expected from its use or disposal.

vii) Depreciation on property, plant and equipment

i. Depreciation on property, plant and equipment (other than freehold land and capital work in progress) is provided on WDV over the useful lives of the relevant assets net of residual value whose lives are in consonance with the lives mentioned in Schedule II of the Companies Act, 2013, except the following cases:

- In case of one subsidiary 'Indiannica Learning Private Limited', where depreciation is calculated on straight line basis as per useful lives prescribed under Schedule II of the Companies Act, 2013 and estimated useful life of 3 years for servers and networks being lower than the useful life of 6 years as prescribed under Part C of Schedule II of the Companies Act, 2013. Also Leasehold improvements are depreciated over the period of lease term or 10 years, whichever is less.
- Individual assets whose cost does not exceed ten thousand rupees has been provided fully in the year of capitalization.

ii. In the case of assets purchased, sold or discarded during the year, depreciation on such assets is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such asset has been sold or discarded.

iii. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the properties, plant and equipment and in case of any changes, effect of the same is given prospectively.

iv. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with Ind AS 105 and the date that the asset is derecognised.

Significant Accounting Policies

for the year ended 31st March, 2021

c) **Investment properties & Depreciation on investment properties**

i) Property (Land or a Building or part of a building or both and related equipment's & furniture) that are held for long term rental yields or for capital appreciation or both, rather than for:

a) Use in the production or supply of goods or services or for administrative purposes; or

b) Sale in the ordinary course of business.

are recognized as investment property in books of accounts.

ii) Investment properties are measured initially at cost, including transaction costs. Cost of investment properties includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of any obligatory decommissioning cost for its intended use.

Subsequent expenditure is capitalized to the assets carrying amount only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

iii) Depreciation on investment properties

a) Depreciation on investment properties is provided on WDV over the useful life of the relevant assets net of residual value whose life is in consonance with the life mentioned in Schedule II of the Companies Act, 2013.

b) In the case of investment property purchased, sold or discarded during the year, depreciation on such investment property is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such investment property has been sold or discarded.

c) The residual values, useful lives and methods of depreciation of investment properties are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the investment properties and in case of any changes, effect of the same is given prospectively.

d) **Intangible assets & Amortisation**

i) Acquired intangible assets:

Intangible assets are recognized when the Group controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Group and the cost of the asset can be reliably measured. At initial recognition, intangible assets are recognized at cost. Intangible assets are carried at cost of development and / or consideration paid for acquisition less accumulated amortization and accumulated impairment loss; if any.

Amortisation of intangible assets is provided on straight line basis over the estimated useful life as tabulated below:

Block	Range of useful life
Trademark and copyright	3 to 10 years
Software	2.5 to 3 years

License is capitalised at the amounts paid to acquire the respective license for use and is amortised over the period of license.

ii) Internally generated intangible assets:

Content and Technology platform development expenditure incurred where it is reasonably certain that outcome of development will be commercially exploited to yield economic benefits to the Group, is considered as an intangible asset. Content and Technology platform development cost includes majorly salaries related to contents and technology platform capitalised during the year.

Amortisation of internally generated intangible assets is provided on straight line basis over the estimated useful life as tabulated below:

Significant Accounting Policies

for the year ended 31st March, 2021

Block	Range of useful life
Content	4 years from year in which project is capitalized
Technology Platform	3 years from year in which project is capitalized

iii) The useful lives and methods of amortisation of intangible assets are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the intangible assets and in case of any changes, effect of the same is given prospectively.

e) Impairment of non-financial assets

Assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

f) Non-Current assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through sale rather than through continuing use and the sale is highly probable. Management must be committed to the sale, which should be expected within one year from the date of classification. The criteria for held for sale classification is regarded as met only when the asset is available for immediate sale in its present condition, subject to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

i) The appropriate level of management is committed to a plan to sell the asset,

ii) An active programme to locate a buyer and complete the plan has been initiated,

iii) The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

iv) The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

v) Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised. Gains and losses on disposals of such assets held for sale are determined by comparing proceeds with carrying amounts, and are recognised in the statement of profit and loss.

The Deposits associated with assets held for sale are presented separately from other liabilities in the balance sheet.

g) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

i) Raw Materials (including pen drive, CD), Packing Materials, Stores & Spares are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be

Significant Accounting Policies

for the year ended 31st March, 2021

incorporated are expected to be sold at or above cost.

The Cost comprises of costs of purchase, duties and taxes (other than those subsequently recoverable), conversion cost and other costs after deducting discounts and rebates which are incurred in bringing the inventories to their present location and condition. Cost is determined on the weighted average basis (first-in first-out basis in case of one subsidiary 'Indiannica Learning Private Limited'). Cost also includes the reclassification from OCI of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

ii) Finished Goods and Work in Progress are valued at lower of cost and net realizable value. Cost includes direct materials valued on weighted average basis (first-in first-out basis in case of one subsidiary 'Indiannica Learning Private Limited'), conversion cost (i.e. costs directly related to the units of production), an appropriate proportion of manufacturing overheads based on normal operating capacity and other costs incurred in bringing them to their present location and condition. Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

iii) Stocks in trade (Traded goods) are valued at lower of cost and net realizable value. Cost includes direct materials valued on weighted average basis (first-in first-out basis in case of one subsidiary 'Indiannica Learning Private Limited'), and other costs incurred in bringing them to their present location and condition.

iv) Scraps are valued at estimated net realizable value.

v) Cost of inventories is arrived at after providing for cost of obsolescence wherever considered necessary.

Net realizable value (NRV) test is performed on these costs by comparing estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

h) Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost.

i) Operating Segments

The operating segments have been identified based on the conditions specified in paragraph 5 to Ind AS 108, i.e. an operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Operating Segments are reported in a manner consistent with internal reporting provided to the CODM. The Managing Director is the CODM of the group. The group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

j) Financial instruments

Initial recognition

All financial instruments are recognized initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognized on trade date. While, loans and borrowings and payables are recognized net of directly attributable transaction costs.

Significant Accounting Policies

for the year ended 31st March, 2021

Classification of financial assets

Financial assets are classified as 'equity instrument' if it is a non-derivative and meets the definition of 'equity' for the issuer. All other non-derivative financial assets are 'debt instrument'.

Subsequent measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets:

Financial assets at amortised cost and the effective interest method

Debt instruments shall be measured at amortised cost if both of the following conditions are met:

i. the asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling assets;

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

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs.

They are subsequently measured at amortised cost using the effective interest method less any impairment, with interest recognised on an effective yield basis in investment income.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts the estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

The Group may irrevocably elect at initial recognition to classify a debt instrument that meets the amortised cost criteria above as at Fair Value Through Profit & Loss (FVTPL) if that designation eliminates or significantly reduces an accounting mismatch had the financial asset been measured at amortised cost.

Equity instruments

At initial recognition, an irrevocable election is made (on an instrument-by-instrument basis) to designate investments in equity instruments other than held for trading purpose at FVTOCI.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity investments designated as FVTOCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all fair value changes recognised in the statement of profit and loss.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets that do not meet the criteria of classifying as amortised cost or fair value through other comprehensive income described above, or that meet the criteria but the entity has chosen to designate as at FVTPL at initial recognition, are measured at FVTPL.

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Investments in equity instruments are classified as at FVTPL, unless the Group designates an investment that is not held for trading at FVTOCI at initial recognition.

Financial assets classified at FVTPL are initially measured at fair value excluding transaction costs.

Financial assets at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss.

Dividend income on investments in equity instruments at FVTPL is recognised in the statement of profit and loss in investment income when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity; and the amount of the dividend can be measured reliably.

Equity investments

All equity investments within the scope of Ind AS 109 are measured at fair value. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made upon initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity investments designated as FVTOCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss

Impairment of financial assets

On initial recognition of the financial assets, a loss allowance for expected credit loss is recognised for debt instruments at amortised cost and FVTOCI. For debt instruments that are measured at FVTOCI, the loss allowance is recognised in other comprehensive income in the statement of profit and loss and does not reduce the carrying amount of the financial asset in the balance sheet.

Expected credit loss of a financial instrument is measured in a way that reflects:

i) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;

ii) the time value of money; and

iii) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition.

When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. If, the credit risk on that financial instrument has increased significantly since initial recognition, the Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the statement of profit and loss.

Derecognition of financial assets

The Group derecognises a financial asset on trade

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date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amounts allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the statement of profit and loss. Cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities and equity instruments issued by the Group

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either 'financial liabilities at FVTPL' or 'other financial liabilities'.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

i) it has been acquired or incurred principally for the purpose of repurchasing it in the near term; or

ii) on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and for which there is evidence of a recent actual pattern of short-term profit taking; or

iii) It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may also be designated as at FVTPL upon initial recognition if:

i) such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or

ii) the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy and information about the Group is provided internally on that basis; or

iii) It forms part of a contract containing one or more embedded derivatives, and Ind-AS 109 Financial Instruments permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss, except

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for the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability which is recognised in other comprehensive income.

The net gain or loss recognised in the statement of profit and loss incorporates any interest paid on the financial liability.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Holding Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

i) the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and

ii) the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Reclassification of financial assets and liabilities

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no re-classification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a re-classification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group 's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group re-classifies financial assets, it applies the re-classification prospectively from the re-classification date which is the first day of the immediately next reporting period following the change in business model. The Group does not re-state any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Derivatives and hedge accounting

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

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The Group designates certain derivatives as either:

i) hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedge);

ii) hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge); or

iii) Hedges of a net investment in a foreign operation (net investment hedge).

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including its analysis of the sources of hedge ineffectiveness and how it determines the hedge ratio).

The full fair value of a hedging derivative is classified as a non-current financial asset or financial liability when the residual maturity of the derivative is more than 12 months and as a current financial asset or financial liability when the residual maturity of the derivative is less than 12 months.

Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the statement of profit and loss, together with any changes in the fair value of the hedged item that are attributable to the hedged risk.

Hedge accounting is discontinued when the Group revokes the hedging relationship, when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the statement of profit and loss from that date.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit and loss, and is included in the 'other gains and losses' line item.

Amounts previously recognised in other comprehensive income and accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the statement of profit and loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognised in other comprehensive income and accumulated in equity are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the statement of profit and loss.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal market or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

Level 1 - unadjusted quoted price in active markets for identical assets and liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 - unobservable inputs for the asset or liability

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period.

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

k) Revenue recognition

The Group earns revenue primarily from sale of knowledge based information in educational and general books, paper stationery and non-paper stationery.

Revenue is recognised upon transfer of control of promised products and services to customers, when there are no longer any unfulfilled obligations, in an amount that reflects the consideration which the Group expects to receive in exchange for those products and services. The Performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

- Sale of products

Revenue is recognized at a point in time upon transfer of control of promised products to customers, which coincides with the dispatch coincides with dispatch or delivery of goods as per the relevant terms of the contract, in an amount that reflects the consideration we expect to receive in exchange for those products. The sale is recorded at the fair value of the consideration received or receivable, net of returns and allowances, trade, volume & other discounts / rebate and any taxes or duties collected on behalf of the government such as goods and services tax, etc.

Accumulated experience and judgement is used to estimate and provide for turnover discounts, expected cash discounts, other eligible discounts, expected returns and incentives.

Payment for the sale is made as per the credit terms in the agreements with the customers. The credit period is generally short term, thus there is no significant financing component.

- Revenue from sale of hardware is recognized upon transfer of control which is usually on delivery to customers of promised products at point in time in an amount that reflects the consideration we expect to receive in exchange for those products.

- Sale of services

Revenue from services rendered is recognised at a point in time based on agreements / arrangements with the customers. Revenue for fixed price contracts (including right to use contents) are recognized over the contract period on straight line basis unless there is a more appropriate allocation.

Revenue from sale of educational contents in digital form is recognized as under:

o In case the sale is in the nature of right to use, the

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revenue is recognized at the point of time when the license for the content is activated and there are no further performance obligations.

- o In case the sale is in the nature of right to access, the revenue is recognized over the license period on straight line basis.

- Income from power generation

  Income from power generation is recognized on the basis of electrical units generated & transferred to transmission company (in excess of captive consumption) and is recognized at prescribed rate as per agreement for sale of electricity by the Group. Income from power generation is grouped under 'Other operating revenue'.

- Revenue from subscription of digital content / Royalty for right-to-use license are accounted over the subscription period / agreement period in accordance with the terms of the arrangement.

- Other Income

  - o Interest income in respect of all the Debt Instruments, financial guarantee's and deposits which are measured at cost or at fair value through other comprehensive income, is recorded using effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability.

  - o Dividend income on investment is accounted for in the year in which the right to receive the payment is established.

- Contracts with customer and significant judgement in applying the standard

  - o The Group's contracts with customers mainly include promises to transfer products and services to a customer. The Group assesses the products / services promised in a contract and identifies distinct performance obligations in the contract, if any.

  - o Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of consideration or variable consideration with elements such as volume discounts and incentives. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

l) Government grants

Government grants are recognised when there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Incentives on exports related to operations as provided by government are recognized in books after due consideration of certainty of utilization / receipt of such incentive.

m) Trade receivable

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date (or in the normal operating cycle of the business, if longer), they are classified as current assets, otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Loss allowance for expected life time credit loss is recognised on initial recognition.

n) Foreign currency transactions

Foreign Currency transactions are translated into the functional currency of the respective group entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rates). As at the Balance Sheet date, foreign currency monetary assets and liabilities are translated at closing exchange rate. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

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Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

As per Appendix B to Ind AS 21, when an entity has received or paid advance contribution in a foreign currency, transaction rate as on the date of receipt of advance is considered for recognition of related asset, expenses or income.

o) Employee benefits

i) Short term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii) Post-employment benefits

a) Defined Contribution Plan

The defined contribution plan is post-employment benefit plan under which the Group contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution. The Group's defined contribution plan comprises of Provident Fund and Labour Welfare Fund and Government Pension Fund in respect of certain employees at a pre-determined rate. The Group's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

b) Defined benefit plan

The Group has defined benefit plans comprising of Gratuity. Group's obligation towards gratuity liability, wherever applicable, is funded and is managed by Life Insurance Corporation of India (LIC), except in case of one subsidiary 'eSense Learning Private Limited'. The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Re-measurements comprising of (a) actuarial gains and losses, (b) the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability) and (c) the return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to statement if profit and loss in subsequent periods.

The return on plan assets is the Group's expectation of average long-term rate of return on the investment of the fund over the entire life of the related obligation. Plan assets are measured at fair value as at the Balance Sheet date.

The interest cost on defined benefit obligation and expected return on plan assets is recognised under finance cost.

Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

iii) Compensated absences

The Group has benefits in the form of compensated absences. The present value of such compensated

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absences is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense.

Gains or losses on the curtailment or settlement are recognised when the curtailment or settlement occurs.

p) Leases

The Group has adopted Ind AS 116 'Leases' effective from 1st April 2019, as notified by the Ministry of Corporate Affairs in the Companies (Indian Accounting Standard) Amendment Rules, 2019.

<u>As a Lessee:</u>

- The Group's lease asset classes primarily consist of leases for office premises, warehouses, vehicles and computers.
- At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
- At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.
- The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprise of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date net of lease incentive received, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.
- The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term of right-of-use asset.
- The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method.
- The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.
- The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.
- Right-of-use assets and lease liability balances are adjusted on partial / full termination of lease and corresponding gain / loss on such partial / full termination is charged to other income / other expenses in the Statement of Profit and Loss.

<u>As a Lessor:</u>

Lease income from operating leases where the Group is a lessor is recognized (net of GST) in income on a straight line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

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q) **Taxes on income**

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

i) Current tax:

The current income tax expense charge is calculated on the basis of the tax laws enacted at the end of the reporting period to each entity of the Group. Management of each entity establishes proper provisions on the basis of amounts expected to be paid to the tax authorities.

The Group offsets current tax assets and current tax liabilities where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realize the assets and settle the liability simultaneously.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii) Deferred Income Tax:

Deferred income tax is provided in full, using the Balance Sheet Method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using the tax rates that have been enacted at the end of the reporting period.

Deferred tax liabilities are recognised for all taxable temporary differences, and deferred tax assets are recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in Other Comprehensive Income or directly in Equity, respectively.

iii) Uncertain Tax position:

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

r) **Cash and cash equivalents**

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalent as calculated above also includes outstanding bank overdrafts and cash credit as they are considered an integral part of the Group's cash management.

s) **Cash flow statement**

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

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t) Provisions and contingent liabilities and contingent assets

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognise a contingent asset unless the recovery is virtually certain.

u) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible instruments and it is included from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

v) Dividend distribution

Final equity dividends on shares are recorded as a liability on the date of approval by the shareholders and interim equity dividends are recorded as a liability on the date of declaration by the Group's Board of Directors.

2.4 Use of significant accounting estimates, judgements and assumptions

The preparation of the consolidated financial statements requires management to make estimates, judgments and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of consolidated financial statements and reported amounts of income and expenses during the period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

a) Estimated useful lives and scrap value (Property, plant & equipment, Investment properties and Intangible assets)

The Group has conducted internal assessment of residual value and method of depreciation / amortisation of property, plant & equipment, investment properties and intangible assets and estimated that

Significant Accounting Policies

for the year ended 31st March, 2021

the useful life is in consonance with Schedule II of the Companies Act, 2013. Property, plant & equipment, investment properties and intangible assets represent a significant proportion of the asset base of the Group. Further the Group has estimated that scrap value of property, plant & equipment would be able to cover the decommissioning costs of property, plant & equipment.

Therefore, the estimates and assumptions made to determine useful life, residual value, method of depreciation / amortisation and decommissioning costs are critical to the Group's financial position and performance.

b) Impairment testing for Licenses under intangible assets, internally generated intangible assets and Goodwill on consolidation

Impairment testing is an area involving management judgement, requiring assessment as to whether the carrying value of assets can be supported by the net present value of future cash flows derived from such assets using cash flow projections which have been discounted at an appropriate rate. In calculating the net present value of the future cash flows, certain assumptions are required to be made in respect of highly uncertain matters including management's expectations of future growth, discount rates etc. The Group has prepared projections for next 5 years which have been used for the said calculations.

c) Determining the lease term of contracts with renewal as a Lessee

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals).

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. Any subsequent change in certainty of exercising option to extend lease term could impact the carrying value of right of use asset and lease liability significantly.

d) Allowances for doubtful receivables and credit losses

Allowance for doubtful receivables represent the estimate of losses that could arise due to inability of the customer to make payments when due. These estimates are based on the customer ageing, customer category, specific credit circumstances and the historical experience of the Group as forward looking estimates at the end of each reporting period.

e) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Group. The Group exercises judgment and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

2.5 New standard issued / modified effective from 1st April, 2021 but not effective as at reporting date

Ministry of Corporate Affairs has not notified new standard or amendments to the existing standards which would have been effective from April 1, 2021.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

3 Property, plant and equipment (PPE)

(₹ in Lakhs)

Description of Assets	Land (Refer note 3.1)	Leasehold Property	Buildings (Refer note 3.4)	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles (Refer note 3.3)	Total
Gross block as at 31st March, 2019	**1,725**	**171**	**13,901**	**21,332**	**497**	**1,964**	**2,477**	**42,068**
Additions during the year 2019-20	-	-	322	2,880	27	67	311	3,607
Deduction / adjustments for the year 2019-20	-	-	-	459	#	(#)	240	699
Gross block as at 31st March, 2020	**1,725**	**171**	**14,223**	**23,752**	**524**	**2,032**	**2,549**	**44,976**
Additions during the year 2020-21	403	-	-	635	39	72	269	1,418
Deduction / adjustments for the year 2020-21	-	171	-	87	6	298	282	844
Transfer to assets held for sale	78	-	-	14	-	-	-	92
Gross block as at 31st March, 2021	**2,050**	**-**	**14,223**	**24,286**	**557**	**1,806**	**2,536**	**45,458**
Depreciation upto 31st March, 2019	**-**	**62**	**6,914**	**14,529**	**412**	**1,546**	**1,581**	**25,044**
Depreciation for the year 2019-20	-	21	567	1,591	41	112	269	2,601
Deduction / adjustments for the year 2019-20	-	-	-	407	#	#	223	630
Depreciation upto 31st March, 2020	**-**	**83**	**7,481**	**15,713**	**453**	**1,658**	**1,627**	**27,015**
Depreciation for the year 2020-21	-	88	512	1,503	35	93	320	2,551
Deduction / adjustments for the year 2020-21	-	171	-	77	6	266	263	783
Transfer to assets held for sale				13				13
Depreciation upto 31st March, 2021	**-**	**-**	**7,993**	**17,126**	**482**	**1,485**	**1,684**	**28,770**
Net Block as at 31st March, 2021	**2,050**	**-**	**6,230**	**7,160**	**75**	**321**	**852**	**16,688**
Net Block as at 31st March, 2020	1,725	88	6,742	8,039	71	374	922	17,961

3.1 The Holding Company had adopted Ind AS 116 'Leases' and accordingly had reclassified Leasehold land whose gross block of ₹ 86 Lakhs (Previous year: ₹ 86 Lakhs) and accumulated depreciation of ₹ 84 Lakhs (Previous year: ₹ 84 Lakhs) from Property, Plant and Equipment to 'Right of use assets' (also refer note 4).

3.2 For one of the subsidiaries 'Indiannica Learning Private Limited', details of charge created on property, plant and equipment, refer note 31.2 of the consolidated financial statements.

3.3 For details of hypothecation charge created on vehicle, refer note 27 of the consolidated financial statements.

3.4 Building with a carrying amount of ₹ 1,149 Lakhs (Previous year: ₹ 1,208 Lakhs) is subject to first charge to secure bank loan (refer note 31.1).

3.5 Refer note 47 for disclosure of contractual capital commitments for acquisition of property, plant and equipment.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

3.6 During the year, one of the subsidiary 'Indiannica Learning Private Limited' has pre-maturely terminated the lease agreement for office premises. Accordingly, following adjustments have been made in financial statements:

a) Disposal / adjustment from gross block and accumulated depreciation in block of leasehold improvements (additional depreciation impact of ₹ 72 Lakhs).

b) Disposal / adjustment from gross block and accumulated depreciation in in note 4 'Right of use Assets' and in note 28 'Lease Liabilities' are accounted on such pre-mature termination of lease (net balance adjusted is ₹ 28 Lakhs). Corresponding impact of the same is given in note 45 'Other expenses'.

4 Right of use assets

(₹ in Lakhs)

Description of Assets	Office premises	Land	Total
Gross block as at 31st March, 2019	**-**	**86**	**86**
Additions during the year 2019-20	5,108	-	5,108
Deduction / adjustments for the year 2019-20	-	-	-
Gross block as at 31st March, 2020	**5,108**	**86**	**5,194**
Additions during the year 2020-21	176	-	176
Deduction / adjustments for the year 2020-21	831	-	831
Gross block as at 31st March, 2021	**4,453**	**86**	**4,539**
Depreciation upto 31st March, 2019	**-**	**84**	**84**
Depreciation for the year 2019-20	1,018	-	1,018
Deduction / adjustments for the year 2019-20	-	-	-
Depreciation upto 31st March, 2020	**1,018**	**84**	**1,102**
Depreciation for the year 2020-21	988	-	988
Deduction / adjustments for the year 2020-21	285	-	285
Gross block as at 31st March, 2021	**1,721**	**84**	**1,805**
Net block as at 31st March, 2021	**2,732**	**2**	**2,734**
Net Block as at 31st March, 2020	4,090	2	4,093

4.1 Refer note 48 for disclosures relating to Ind AS 116 'Leases'.

4.2 Refer note 3.6 for adjustment on account of pre-mature termination of lease.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

5 Capital work-in-progress

(₹ in Lakhs)

Description of Assets	Land	Buildings	Plant and Equipment	Furniture	Total
As at 31st March, 2019	**52**	**123**	**1,175**	**-**	**1,350**
Additions during the year 2019-20	33	26	287	29	375
Capitalised in PPE in year 2019-20	-	123	1,175	-	1,298
As at 31st March, 2020	**85**	**26**	**287**	**29**	**427**
Additions during the year 2020-21	-	1,882	266	38	2,186
Capitalised in PPE in year 2020-21	85	-	287	29	401
Gross block as at 31st March, 2021	**-**	**1,908**	**266**	**37**	**2,212**

6 Investment Property

(₹ in Lakhs)

Description of Assets	Building
Gross block as at 31st March, 2019	**559**
Additions during the year 2019-20	-
Deduction for the year 2019-20	-
Gross block as at 31st March, 2020	**559**
Additions during the year 2020-21	-
Deduction for the year 2020-21	-
Transfer to Assets held for sale	406
Gross block as at 31st March, 2021	**153**
Depreciation upto 31st March 2019	**422**
Depreciation for the year 2019-20	8
Deduction for the year 2019-20	-
Depreciation upto 31st March, 2020	**430**
Depreciation for the year 2020-21	7
Deduction for the year 2020-21	-
Transfer to Assets held for sale	297
Depreciation upto 31st March, 2021	**140**
Net Block as at 31st March, 2021	**13**
Net Block as at 31st March, 2020	**129**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

6.1 Amount recognized in Statement of Profit and Loss for investment properties:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
Rental income (grouped under note 39 in other income)	572	518
Direct operating expenses that generated rental income	(39)	(74)
Profit from investment properties before depreciation	**533**	**444**
Depreciation	(7)	(8)
Profit from investment properties	**526**	**436**

Also refer note 48 (b) for disclosure related to 'Leases' of investment properties.

6.2 Fair value of investment properties as at year-end 31st March, 2021 is ₹ 1,257 Lakhs; determined based on valuation which was carried by external independent property valuers, having appropriate recognised professional qualifications as at year-ended 31st March, 2019. As per assessment and judgement by the Management of the Holding Company, there is no material change in valuation of these investment properties since then. During the year, part of the assets are transferred to asset held for sale as per arrangement made with one of the related parties (also refer note 24.1).

6.3 The Group has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements and there are no restriction on remittance of income and proceed on disposal (except restriction over disposal of investment property as disclosed in note 6.2 above).

7 Other intangible assets (Other than Goodwill)

(₹ in Lakhs)

Description of Assets	Content (internally generated)	Technology Platform (internally generated)	Trade Mark	Licenses	Copy Right	Software (including SAP)	Total
Gross block as at 31st March, 2019	**780**	**86**	**442**	**3,499**	**1,098**	**1,416**	**7,321**
Additions during the year 2019-20	568	55	-	-	-	83	706
Deduction for the year 2019-20	-	-	-	-	-	-	-
Gross block as at 31st March, 2020	**1,348**	**141**	**442**	**3,499**	**1,098**	**1,499**	**8,027**
Additions during the year 2020-21	158	122	1	-	-	105	386
Deduction for the year 2020-21	-	-	-	-	-	-	-
Gross block as at 31st March, 2021	**1,506**	**263**	**443**	**3,499**	**1,098**	**1,604**	**8,413**
Accumulated amortisation upto 31st March, 2019	**286**	**29**	**440**	**1,084**	**739**	**1,317**	**3,895**
Amortisation expense for the year 2019-20	359	47	#	484	110	62	1,062
Deduction for the year 2019-20	-	-	-	-	-	-	-

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for the year ended 31st March, 2021

(₹ in Lakhs)

Description of Assets	Content (internally generated)	Technology Platform (internally generated)	Trade Mark	Licenses	Copy Right	Software (including SAP)	Total
Accumulated amortisation upto 31st March, 2020	**645**	**76**	**440**	**1,568**	**849**	**1,379**	**4,957**
Amortisation expense for the year 2020-21	392	87	#	482	110	93	1,165
Deduction for the year 2020-21	-	-	-	-	-	-	-
Accumulated amortisation upto 31st March, 2021	**1,037**	**163**	**441**	**2,050**	**959**	**1,472**	**6,122**
Net Block as at 31st March 2021	**469**	**100**	**2**	**1,449**	**139**	**132**	**2,291**
Net Block as at 31st March 2020	703	65	2	1,931	249	120	3,070

7.1 Remaining useful life of intangible assets

Description	Carrying amount as at [Amount in Lakhs]		Remaining useful life as at [months]	
	31-Mar-21	31-Mar-20	31-Mar-21	31-Mar-20
Content	469	703	12 to 36	12 to 36
Technology Platform	100	65	12 to 24	12 to 24
Trade Mark	2	2	69 to 114	9 to 98
Licenses	1,449	1,931	36	48
Copy Right	139	249	10 to 74	22 to 86
Software	132	120	2 to 34	2 to 35
Total	**2,291**	**3,070**		

7.2 In one of the subsidiaries 'Indiannica Learning Private Limited', impairment test for Licenses has been carried out by the management based on the projections for next three years as approved by the Board. Remaining useful life of this License is also three years for which projections are made. The value in use of the future earnings based on the projections is significantly higher than the carrying value of the license. Some of the assumptions on which projections prepared are market estimates and management judgements which have been relied upon by the auditors.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

7.3 In one of the subsidiaries 'eSense Learning Private Limited', on revamp in syllabus of certain academic standards in Gujarat and Maharashtra state, new contents have been developed & capitalised as it meets the criteria of Ind AS 38 'Intangible Assets'. Also the Company has developed & capitalised technology platforms to support these contents and to support other products available for teachers and students in accordance with Ind AS 38. As at year end, certain contents and technology platforms are under development and hence cost incurred upto year end is grouped as intangible assets under development in note 8.

Impairment test for costs of contents and technology platform, capitalised or booked as under development (considered as single CGU), has been carried out by the management based on the projections as approved by the board. The value in use of the future projections is higher than the carrying value of the contents and technology platform.

8 Intangible assets under development

(₹ in Lakhs)

Description of Assets	Content (internally generated)	Software (including SAP)	Technology Platform (internally generated)	Total
As at 31st March 2019	**244**	**34**	**41**	**319**
Additions during the year 2019-20	18	58	57	133
Capitalised in intangible assets in year 2019-20	234	39	41	314
As at 31st March, 2020	**28**	**53**	**57**	**138**
Additions during the year 2020-21	73	-	88	161
Capitalised in intangible assets in year 2020-21	95	53	122	270
As at 31st March, 2021	**6**	**0**	**23**	**29**

9 Investments accounted for using the equity method

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Unquoted investments		
Investment in equity instruments		
Associate Company		
K12 Techno Services Private Limited	819	759
(12,281(Previous year: 5,627) Equity Shares of ₹ 10/- each)		
Investment in Compulsorily Convertible Preference Shares		
Associate Company		
K12 Techno Services Private Limited	11,040	10,400
(5,789 (Previous year: 5,789) Compulsorily Convertible Preference Shares of ₹ 10/- each)		
(9,829 (Previous year: 9,829) Class A Compulsorily Convertible Preference Shares of ₹ 10/- each)		

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
(3,966 (Previous year: 3,966) Series A1 Compulsorily Convertible Cumulative Preference Shares of ₹ 10/- each)		
(27,93,100 (Previous year: 27,93,100) Series A2 Compulsorily Convertible Cumulative Preference Shares of ₹ 10/- each)		
(6,26,289 (Previous year: 6,26,289) Series A3 Compulsorily Convertible Cumulative Preference Shares of ₹ 20/- each)		
(4,17,526 (Previous year: 417,526) Series A3-2 Compulsorily Convertible Cumulative Preference Shares of ₹ 20/- each)		
(2,55,673 (Previous year: 25,5673) Series B2 Compulsorily Convertible Cumulative Preference Shares of ₹ 20/- each)		
(71,160 (Previous year: Nil) Series C Compulsorily Convertible Cumulative Preference Shares of ₹ 20/- each)		
Less: Cumulative share of loss	2,314	2,596
Add: Cumulative share of Other Comprehensive income	9	9
Add: Dilution Gain	4,252	-
Total	**13,806**	**8,572**

9.1 This Compulsorily Convertible Preference Shares is convertible at any point of time by the holder (i.e. Navneet Learning LLP, subsidiary entity of Navneet Education Limited). Further, preference shareholder's agreement, in substance, provides the Company access to the returns associated with an ownership interest. Accordingly, the proportion allocated to the Company is determined by taking into account the eventual exercise of those potential voting rights and preference share instruments as disclosed in investment schedule above that currently give the entity access to the returns.

9.2 Break-up of investment in K12 Techno Services Private Limited

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Investment in equity instruments and preference shares	11,081	10,381
Goodwill	778	778
Add: Gain on Dilution	4,252	-
Less: Cumulative share of loss	(2,314)	(2,596)
Add: Share of Other Comprehensive income	9	9
Total	**13,806**	**8,572**
Aggregate amount of unquoted investments	13,806	8,572

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10 Non Current Financial Assets - Investments

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Valued at fair value through profit and loss		
Quoted Equity Share Investments		
a) Career Point Limited	444	214
1,73,559 (PY: Nil) Equity Shares, face value of ₹ 10 each		
Total	**444**	**214**
	14,250	**8,786**

10.1 Aggregate book value of quoted investments	444	214
Aggregate market value of quoted investments	444	214

10.2 As per IND AS 109, at initial recognition, the Holding Company has chosen to designate investment in Career Point Limited as 'Fair Value through Profit and Loss'. Career Point Limited shares are listed on National Stock Exchange and Bombay Stock Exchange.

10.3 During the year, as per pledge arrangement entered into with the party against amount recoverable of ₹ 195 Lakhs (disclosed under 'Other Non Current Assets' as advance from suppliers in note 16), pledge is invoked by the Company and accordingly shares of 'Shrenik Limited' reflecting in demat account of the Holding Company but not reflecting in investment schedule. Further, mark to market gain on such shares is also not accounted as the Company does not have contractual right to recover amount in excess to recoverable amount.

11 Non Current Financial Assets - Trade receivables

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good (Refer note 18.5)	13	65
Total	**13**	**65**

12 Non Current Financial Assets - Loans

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good		
Security Deposits	264	398
Loans and Advances	102	173
i) Loan to Employees	-	#
ii) Loan to Vendors	1,666	1,604
iii) Other Loans & Advances (Refer note 12.1)	2,032	2,175
Considered doubtful		
Corporate Deposits	107	107
Other Loans & Advances	95	15
Security Deposit	15	15
	217	137
Less: Allowances for doubtful advances (Refer note 12.2 below)	(217)	(137)
Total	**2,032**	**2,175**

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for the year ended 31st March, 2021

12.1 The above amount includes ₹ 1,459 Lakhs (Previous year: ₹ 1,459) from one party against which Holding Company has filed a legal case with Honourable High Court of Mumbai. As per the interim order, holding Company possesses the property deed of an immoveable property for recovery of the due, which is adequate to cover loan amount. Holding Company expects the matter to be favourably settled in its favour. Considering the interim order of the Honourable High Court of Mumbai and the possession of the deed of the property, the said property is considered to be secured.

12.2 Allowances for doubtful advances are accounted based on expected loss assessment carried out on periodic basis by the management of the holding company. Movement of the same is given below:

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	137	102
Allowance made during the year	80	42
Reversal of allowance during the year	-	7
Balance at the end of the year	**217**	**137**

13 Other non-current financial assets

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Refund receivable from Government authorities (Refer note 13.1).	115	127
Total	**115**	**127**

13.1 As the Group is rightfully entitled to receive Sales tax, Goods and Service tax refunds and other refunds , the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

14 Deferred Tax Assets (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Corresponding effect in Statement of Profit & Loss		
Property, plant and equipment	(327)	(429)
Provision for employee benefits	409	351
Hedging reserve (impact of forward contracts)	(26)	43
Provision for sales returns	132	201
Provision for obsolete inventories	38	92
Provision for doubtful debts	395	202
Provision for doubtful advances	118	58
Provision for bonus	58	20
Financial guarantee contracts	(80)	-
Provision for slow-moving inventories	13	13
Others	(854)	84
	(124)	635
Corresponding effect in Other Comprehensive Income		
Hedging reserve (impact of forward contracts)	(113)	334
Remeasurement of defined benefit plans	-	-
	(113)	334
Total	**(237)**	**969**
Opening balance	969	215
Tax (expense) recognised in profit or loss	(770)	259
Tax (expense) recognised in other comprehensive income	(436)	495
Closing balance	**(237)**	**969**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

14.1 Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of: (a) deductible temporary differences; (b) the carry forward of unused tax losses; and (c) the carry forward of unused tax credits (Refer note 52) for reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes).

15 Assets for Non current Tax (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advance Income Taxes (net of Provisions)	720	413
Total	**720**	**413**

16 Other Non Current Assets

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered Good		
Capital Advance	5	254
Advance to Suppliers	195	-
Prepaid Expenses	33	46
Other Income Receivable	#	1
Deposit with customers	-	1
	234	302
Considered doubtful		
Capital Advance	65	65
Less: Allowances for doubtful advances	(65)	(65)
Total	**234**	**302**

16.1 These advances to suppliers are secured by equity shares of the party. During the year, holding company has invoked its right on securities pledged by this party from whom recoverable amount as at year-end was ₹ 195 Lakhs. As per the terms of pledge agreement, any consideration in excess of amount recoverable from the party shall be refunded back. Accordingly, market value of shares invoked in excess of amount recoverable is not accounted. Also refer note 10.3.

17 Inventories

(valued at lower of cost or estimated net realisable value)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Raw Materials	12,373	15,159
Raw Materials in transit	1,757	629
Work In Progress	1,838	2,008
Job In Progress	8	-
Finished Goods	24,409	28,208
Stock in Trade (in respect of goods acquired for trading)	70	82
Stores, Spares & Consumables	1,107	1,018
Total	**41,562**	**47,104**

17.1 During the year, ₹ 721 Lakhs (Previous year: ₹ 710 Lakhs) was recognised as an expense for inventories.

17.2 Inventories of Holding Company and one of the subsidiaries are subject to first charge to secure bank loan (Refer note 31.2)

17.3 Inventory amount disclosed above is netted off amount after considering impact of provision for inventories of ₹ 524 Lakhs (Previous year: ₹ 452 Lakhs).

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

18 Current Financial Assets - Trade receivables

(Unsecured, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good (Refer note 18.4)	20,292	27,675
Less: Allowance for bad and doubtful debts and expected credit losses	(1,842)	(886)
(Refer note 18.5 and 56)		
Total	**18,450**	**26,789**

18.1 Trade receivables of holding company and one of the subsidiaries are subject to first charge to secure bank loan.

18.2 Trade receivables are generally due between 30 to 120 days. The Holding Company's term includes charging of interest for delayed payment beyond agreed credit days. However, the Company charges interest after considering the historical trend, business prospects, reason for delay, market conditions etc.

18.3 Credit risk is managed at the operational segment level. The credit limit and credit period are fixed for each customer after evaluating the financial position, past performance, business opportunities, credit references etc. The credit limit and the credit period are reviewed regularly at periodical intervals.

18.4 As per Memorandum of Understanding with one of the party, a sum of ₹ Nil (Previous year: ₹ 55 Lakhs) is secured by mortgage of immovable property.

18.5 The Group follows simplified approach & the trade receivables do not contain significant financing component and accordingly the Company does not separately track changes in credit risk of trade receivables as the impairment amount represents "lifetime" expected credit loss. Accordingly, Accordingly, the disclosure as required by Schedule III, Division II as regards (a) Trade Receivables which have significant increase in credit risk & (b) Trade Receivables which are credit impaired is not required. However, in addition to collective pool assessment, the Company carried out individual assessment in respect of certain parties where the possibility of default in collection of trade receivable was high.

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
The amount of trade receivables for which the Company has assessed credit risk on an individual basis	1,635	705
The amount of loss allowance recognised for such trade receivables	(1,635)	(705)

19 Current Financial Assets - Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance with Scheduled Banks		
- In Current Account	2,043	381
Current investment in liquid mutual funds (quoted)	-	200
- (19,428 units (Previous year : Nil units) of PGIM India Overnight Fund - Direct Plan Growth, face value ₹ 1,000 each (Refer note 19.1)		
Cash on hand	36	32
Total	**2,079**	**613**
19.1 Aggregate market value / Net Asset Value of quoted investments	-	200

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for the year ended 31st March, 2021

20 Current Financial Assets -Other bank balances

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Earmarked balances with banks		
- In Unclaimed and unpaid dividend Account (Refer note 33 and 20.1)	301	353
Bank deposit (Refer note 20.2)	43	41
Other Bank Balances (Refer note 20.3 and 20.4 and 20.5)	19	5
Total	**363**	**399**

20.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2021.

20.2 Bank deposit includes interest accrued but not due amounting to ₹. 8 Lakhs (Previous year: ₹ 6 Lakhs) and this deposit is under lien for tender deposit given to a customer.

20.3 Other bank balances represent restricted deposits (along-with accrued interest thereon) under lien placed with sales tax authorities.

20.4 In case of one the subsidiary 'eSense Learning Private Limited' Fixed deposit of ₹ 12 Lakhs (Previous year: ₹ Nil) is under lien with bank against bank guarantee given by Bank to the customer on behalf of the Company. Further, fixed deposit of ₹ 2 Lakhs (Previous year: ₹ Nil) is under lien with bank against overdraft facility provided by the bank.

20.5 In case of one of the subsidiary 'Indiannica Learning Private Limited' margin money deposit balance of ₹ 3 Lakhs (Previous year: ₹ 3 Lakhs) represents restricted deposits (along-with accrued interest thereon) under lien (subject to first charge to secure the Company's bank guarantee) placed with sales tax authorities.

21 Current Financial Assets - Loans

(Unsecured, considered good)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Considered good		
Inter Corporate Deposits (Refer note 21.2 below)	254	3,444
Loans and Advances (Refer note 21.1)		
i) Loans to Employees	115	196
ii) Loans to Vendors	2	2
iii) Other Loans & Advances	487	542
Tender and deposits	1	13
	859	4,197
Considered doubtful		
Other Loans & Advances	23	-
Less: Allowances for doubtful advances	(23)	-
Total	**859**	**4,197**

21.1 The loans and advances given to various parties is for commercial purpose and same are repayable on demand.

21.2 Inter-corporate deposit also includes ₹ Nil (Previous year: ₹ 3,000 Lakhs) given to one company in which Directors are common. During the year, the Company has received back the same along-with interest @ 13% in accordance with the terms.

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for the year ended 31st March, 2021

22 Current Financial Assets - Other financial assets

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Receivables for sale of property, plant and equipment	5	6
Advances to Employee for expenses	86	124
Refund receivable from governement authority (Refer note 22.2)	293	783
Export incentive receivable	1,019	404
Financial assets at fair value (forward and option contracts) (Refer note 33)	554	-
Gratuity recoverable from Employee's Gratuity Fund (Refer note 22.1)	21	36
Other receivables (Deposit etc.)	13	45
Total	**1,991**	**1,398**

22.1 Gratuity recoverable from Employee's Gratuity Fund maintained with Life Insurance Corporation represents gratuity amount paid to employees directly during the year on behalf such fund.

22.2 Refund receivable from government authority includes GST refunds receivables from government authorities which are expected to be realised within 12 months. Accordingly, the same is grouped as current financial assets. Out of which, subsequent to year end, the Holding Company has received refund of ₹ 271 Lakhs (Previous year: ₹ 400 Lakhs)

22.3 As the Company is rightfully entitled to receive export incentives, the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

23 Other current assets

(Unsecured, considered good, unless otherwise stated)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
GST input credit (net) (Refer note 23.1)	1,443	1,265
Prepaid Expenses	641	761
Advance to Suppliers	4,598	2,950
SAD (custom) receivable	-	#
Prepaid gratuity (Refer Note No.59 (b))	217	272
Total	**6,899**	**5,248**

23.1 Subsequent to year end, out of these GST input tax credit, the Holding Company has applied for refund amounting to ₹ 262 Lakhs (Previous year: ₹ 177 Lakhs).

24 Non current Assets held-for-sale

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Land	78	-
Building	109	-
Plant and Equipment	1	-
Total	**188**	**-**

24.1 During the year, the Holding Company has entered into an arrangement with one of the related party for sale of one building along-with freehold land and equipment attached to it for a sale consideration of ₹ 7,000 Lakhs. Risk and reward will be transferred to the buyer upon fulfilment of certain obligations by the Company as listed in the arrangement. The Holding Company expects to fulfil these obligations over the course of next 12 months. The Holding Company has already received ₹ 700 Lakhs as an advance from the related party. Also refer note 37.

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25 Equity Share Capital

Authorized:

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
Equity Shares of ₹ 2/-each (₹ 2/- each)	24,82,97,500	4,966	24,82,97,500	4,966
6% Redeemable Non cumulative Preference Shares (RNCPS) of ₹ 10/- each	3,40,500	34	3,40,500	34
		5,000		**5,000**

Issued, Subscribed & Paid Up:

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
Equity Shares of ₹ 2/- each (₹ 2/- each) fully paid up	22,88,70,500	4,577	22,88,70,500	4,577
Total		**4,577**		**4,577**

25.1 **Reconciliation of the number of Equity Shares outstanding**

Particulars	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	₹ in Lakhs	No. of Shares	₹ in Lakhs
Number of Shares at the beginning of the year	22,88,70,500	4,577	22,88,70,500	4,577
Add: Shares Issued	-	-	-	-
Less: Shares Cancelled / Buy Back	-	-	-	-
Number of Shares at the end of the year	**22,88,70,500**	**4,577**	**22,88,70,500**	**4,577**

Holding company had bought back 46,87,500 equity shares aggregating to 2.01% of the paid-up equity share capital of the company at a price of ₹ 160 per share on 16th October, 2018. The Company concluded the buyback procedures on 23rd October, 2018 and 46,87,500 equity shares were extinguished. The Company has utilised its general reserve for buyback of its shares. Further, capital redemption reserve of ₹ 94 Lakhs representing the nominal value of shares bought back had been created as an appropriation from general reserves in accordance with section 69 of the Companies Act, 2013, consequently, the paid up Equity Share Capital is reduced to ₹ 4,577 Lakhs. Transaction costs related to buyback are adjusted against general reserves (net of tax).

25.2 **Terms / Rights Attached to Equity Shares**

The company has only one class of equity shares having a par face value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share and all rank pari passu. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to the equity shares held by the shareholders.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

25.3 **Aggregate number of shares bought back during the period of five years immediately preceding the reporting date**

Particulars	As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2017
Equity Shares of ₹ 2/- each fully paid up	-	-	46,87,500	-	46,57,000
Total	**-**	**-**	**46,87,500**	**-**	**46,57,000**

25.4 **Equity Shareholders holding more than 5 % of the shares**

Name of the shareholders	As at 31st March, 2021		As at 31st March, 2020	
	No. of Shares	% held	No. of Shares	% held
Bipin Amarchand Gala and Gnanesh Dungarshi Gala - Trustee of Navneet Trust	9,14,19,090	39.94	9,14,19,090	39.94
HDFC Trustee Company Ltd - under its various schemes	2,02,32,016	8.84	2,00,13,016	8.74

26 Other Equity

(₹ in Lakhs)

	Particulars	As at 31st March, 2021	As at 31st March, 2020
A.	**Reserve and Surplus**		
(i)	Capital Redemption Reserve	221	221
(ii)	Capital Reserve	76	76
(iii)	General Reserve	2,155	2,155
(iv)	Retained earnings	86,409	80,817
		88,861	83,270
B.	**Other comprehensive income**		
(v)	Re-measurement of the net defined benefit plan	(590)	(484)
(vi)	Foreign currency reserve on conversion of foreign subsidiary	(2)	(2)
(vii)	Cash flow hedge through other comprehensive income	201	(1,082)
		(391)	(1,568)
	Total	**88,470**	**81,702**

Notes on Consolidated Financial Statements

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Movement and description of above reserves:

(i) Capital Redemption Reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	221	221
Amount transferred to capital redemption reserve upon buyback (Refer note 25.1)	-	-
Balance at the end of the year	**221**	**221**

Note: The Group has recognised capital redemption reserve on buyback of equity shares from its general reserve. The amount in capital redemption reserve is equal to nominal amount of the equity shares bought back. This reserve will be utilised in accordance with section 69 of the Companies Act, 2013.

(ii) Capital Reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	76	76
Changes during the year	-	-
Balance at the end of the year	**76**	**76**

Note: It represents the gains of capital nature which mainly includes the excess of value of net assets acquired over consideration paid by the group for business mergers and acquisitions in earlier years.

(iii) General Reserve

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	2,155	2,155
Balance at the end of the year	**2,155**	**2,155**

Note: The General Reserve comprises of transfer of profits from retained earnings for appropriation purposes.

(iv) Retained earnings

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	80,817	72,131
Amount utilized for dividend and dividend distribution tax	-	(11,038)
Net profit for the year	5,591	19,724
Balance at the end of the year	**86,409**	**80,817**

Note: The amount that can be distributed by the Group as dividend to its equity shareholders is determined based on the financial position and dividend policy of the Group and in compliance with the requirements of the Companies Act, 2013.

(v) Re-measurement of the net defined benefit plan

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	(484)	(473)
Addition during the year (net of taxes)	(107)	(11)
Balance at the end of the year	**(590)**	**(484)**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

Note: Gain / (Loss) arising out of change in actuarial assumption at the time of actuarial valuation is transferred to this reserve through Other comprehensive income.

(vi) Foreign currency reserve on conversion of foreign subsidiary

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	(2)	(2)
Addition during the year (net of taxes)	#	#
Balance at the end of the year	**(2)**	**(2)**

Note: It represents exchange difference arising on translation of the foreign operations that are recognised in other comprehensive income and accumulated in separate reserve within equity. The cumulative amount is reclassified to profit and loss when the investment is disposed-off.

(vii) Cash flow hedge through other comprehensive income

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Balance at the beginning of the year	(1,082)	405
Net amount recognised during the year	620	(1,552)
Amount recycled to P&L during the year (Refer note 49 (d))	663	65
Balance at the end of the year	**201**	**(1,082)**

Note: The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

27 Non-current Financial Liabilities - Borrowings (Secured)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Vehicle loan from NBFC (Refer note 27.1)	30	38
Total	**30**	**38**

27.1 In respect of one of the subsidiaries 'Indiannica Learning Private Limited', vehicle loan (Secured) amounting to ₹ 55 Lakhs was taken during the financial year 2018-19 and carries interest @ 10.7044%. The loan is repayable in 48 monthly instalments of ₹ 1 Lakh each including interest. Number of instalments remaining as at March 31, 2021 is 14 (Previous year: 26). This loan is secured against hypothecation charge created on vehicle and one month instalment in advance which is grouped under Security deposits in 'Non-current financial assets-Loans'.

28 Lease Liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Lease liabilities on right to use assets	3,050	4,279
Total	**3,050**	**4,279**

28.1 Current and non-current bifurcation:

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Non-current	2,167	3,373
Current	883	906

28.2 Refer note 48 for disclosures relating to Ind AS 116 'Leases'.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

28.3 Refer note 3.6 for adjustment on account of pre-mature termination of lease. Also refer note 47(c).

29 Non current provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision for Employee Benefit		
- Gratuity (Refer Note No.59 (b) (i))	110	98
Total	**110**	**98**

30 Other Non current liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deferred revenue (Refer note 38.4)	5	1
Total	**5**	**1**

31 Current Financial Liabilities - Borrowings

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
a) Secured (Refer note 31.1)		
i) Cash Credit from Bank	431	215
ii) Working Capital Rupee Loans repayable on demand from banks	800	1,300
iii) Bank Overdraft (Refer note 31.1 and 31.3)	3,096	3,000
	4,327	4,515
From Banks:		
i) Working Capital loan from Banks (Refer note 31.4)	-	6,001
ii) Commercial Paper (Refer note 31.5)	-	13,000
	-	19,001
Total	**4,327**	**23,516**

31.1 Holding company has given financial guarantee of ₹ 1,650 Lakhs (Previous year: ₹ 1,650 Lakhs) in one of the subsidiaries 'eSense Learning Private Limited' against working capital loan and cash credit facility taken by the Company.

31.2 Bank Overdraft is in respect to one of the subsidiaries 'Indiannica Learning Private Limited' and is secured against Pari Passu charge on current assets & fixed assets (both present and future) of the subsidiary, along with Corporate Guarantee for ₹ 4,000 Lakhs (Previous year: ₹ 3,000 Lakhs) from holding company.

31.3 The average rate of interest for the above mentioned overdraft facility during the year is 8.60% per annum (Previous year: 8.78% per annum).

31.4 Unsecured working capital demand loan includes interest accrued but not due amounting to ₹ Nil (Previous year: ₹ 1 Lakh). Interest rate for unsecured rupee loan is ranging from 7% to 8.00% (Previous year: 7.10% to 8.00%). During the year in the month of April 2020, this loan has been fully repaid.

31.5 As at year end, commercial papers (unsecured) amounts to ₹ Nil (Previous year: ₹ 13,000 Lakhs). Commercial papers amounting to ₹ 10,000 Lakhs were issued and fully repaid during the year carrying interest rates ranging from 5.74% to 6.45% (Previous year: 5.70% to 5.95%). These Commercial papers were listed on the National Stock Exchange.

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32 Current Financial Liabilities - Trade payables

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
- Due to Micro, Small and Medium Enterprises	971	810
- Due to Others	6,866	3,818
Total	**7,836**	**4,629**

32.1 Trade payables are non-interest bearing and are normally settled as per due dates generally ranging from 0 to 90 days.

32.2 The Group has financial risk management policies in place to ensure that all payables are paid within the agreed credit terms. (Refer note 56)

33 Other current financial liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Current maturity of vehicle loan	7	7
Creditors for capital goods	91	7
Employee Benefits Payable	1,735	1,410
Unclaimed and unpaid dividend (Refer Note 20 and 33.1)	301	353
Financial liabilities at fair value (forward and options contracts) (Refer note 22)	-	1,498
Book Overdraft	-	211
Security deposits (Refer note 33.2)	483	444
Total	**2,617**	**3,930**

33.1 There is no amount due to Investor Education & Protection Fund as on 31st March 2021.

33.2 In respect of one of the subsidiaries 'Indiannica Learning Private Limited', during the year the Company has repaid ₹ 5 Lakhs which was retained against sale of a car in FY 2017-18.

34 Other current liabilities

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Advances received from customers	904	833
Deferred revenue (Refer note 38.4)	26	41
Statutory Dues		
- Provident Fund / ESIC / Profession Tax	39	160
- Tax Deducted At Source	240	250
- Sales tax / VAT / GST payable	79	159
Total	**1,288**	**1,443**

35 Current provisions

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provision for Employee Benefits (Refer Note 35.1)		
- Gratuity (Refer Note 59 (b) (i))	14	16
- Compensated absences (Refer Note 59 (b) (ii))	2,029	1,877
Other Provisions		
- Sales return (Refer note 51(a))	1,902	1,976
- Discounts (Refer note 51(b))	377	501
- Performance bonus (Refer note 51(c))	91	86
- Others (contingencies, rent escalation etc.) (Refer note 51(d))	161	161
Total	**4,574**	**4,617**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

35.1 The movement represents the provision created for the year arising out of the actuarial valuation after considering the actual settlements made during the year.

35.2 In case of accumulated compensated absences outstanding as at year-end, the employees have already earned the right to avail the leave and they are normally entitled to avail the leave at any time during the year. As the employees has an unconditional right to avail the leave, the same are classified as 'current provisions' as per the guidance note on Schedule III Division II of the Companies Act, 2013 issued by the Institute of Chartered Accountants of India.

36 Liabilities for Current Tax (net)

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Provisions for tax (net of advance tax)	193	99
Total	**193**	**99**

37 Deposits associated with assets held for sale

(₹ in Lakhs)

Particulars	As at 31st March, 2021	As at 31st March, 2020
Deposits against sale of non-current assets held for sale	700	-
(Refer note 24)		
Total	**700**	**-**

38 Revenue from operations

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Sale of products		
- Finished Goods (Refer note 38.1)	80,423	1,45,591
- Traded Goods	74	277
Sale of services	832	1,785
Other operating revenues		
- Export incentives (Refer note 38.5)	1,280	1,926
- Sale of scrap and waste	604	1,315
- Power generation income	144	121
- Others (Royalty, Miscellaneous, etc.)	100	190
Total	**83,457**	**151,205**

38.1 Provision for Sales Returns:

The above amount is net of provision made for sales return amounting to ₹ 1,902 Lakhs (Previous year: ₹ 1,976 Lakhs). Also refer note 51 (a) and note 35.

38.2 Disclosures of Ind AS 115

(a) Refer note 2.3 (k) of Significant accounting policies for Revenue recognition.

(b) Contracts with customer and significant judgement in applying the standard:

(i) The Group's operations relates to publication of knowledge based information in educational and general books form as well as electronic media and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market.

The group applies the guidance provided in Ind AS 115 'Revenue from contracts with customer' for determining the timing of recognition of revenue. Refer note 2.3 (k) of significant accounting policies.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(ii) For details of revenue recognised from contracts with customers, refer note 38 above.

(iii) There are no contract assets arising from the group's contract with customers.

(c) Disaggregation of revenue

(i) For disaggregation of revenue, refer break-up given in note 38 above and note 61 (B).

(ii) Refer note 61 (A)(iv) for details regarding customer concentration that represents 10% or more of the Group's total revenue during the year ended 31st March, 2021 and 31st March, 2020.

(d) Performance obligation

(i) For timing of satisfaction of its performance obligations, refer note 2.3 (k) of significant accounting policies of the group.

(ii) Unsatisfied (or partially satisfied) performance obligations are due to unexpired contract period in cases where the contract for grant exclusive license to translate, print, publish and sale the translated book in defined territory. The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹ 31 Lakhs (Previous year: ₹ 42 Lakhs) out of which 90% (Previous year: 81%) is expected to be recognised as revenue in the next year and the balance thereafter.

38.3 Reconciliation of revenue recognized with the contracted price is as follows:

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Contracted price	84,432	152,926
Less: Reductions towards variable consideration components	3,103	5,273
	81,329	**147,653**
Add: Other Operating Revenue	2,128	3,552
Revenue recognised	**83,457**	**151,205**

The reduction towards variable consideration comprises of volume discounts, sales promotion, etc.

38.4 Changes in deferred revenue are as follows (Refer note 30 and 34):

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Balance at the beginning of the year	42	46
Deferred during the year	38	51
Revenue recognised that was included in the deferred revenue at the beginning of the year	49	55
Balance at the end of the year	**31**	**42**

38.5 The Holding Company receives government assistance in the form of MEIS license / duty drawback, which are issued to eligible exporters. Above revenue includes MEIS and duty drawback income of ₹ 1,280 Lakhs (Previous year: ₹ 1,926 Lakhs). Out of the revenue recognised, ₹ 1,019 Lakhs (Previous year: ₹ 404 Lakhs) will be received from government upon receipt of balance amount from customer and fulfilment of other procedural formalities.

39 Other Income (net)

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
a) Interest income		
Interest income on financial asset (at amortised cost)	182	378
Income on financial assets measured at FVTPL	-	-
b) Income from current investments carried at FVTPL		

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(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Dividend income from mutual funds	3	15
Profit on fair valuation of quoted equity shares	-	13
Profit on redemption of mutual funds	90	68
c) Gain on foreign exchange transactions (net) (Refer note 39.1)	450	1,034
d) Gain on fair valuation of financial assets (net)	31	24
e) Other non-operating income		
Rent income on rented premises	572	518
Interest on Income Tax refund	-	5
Profit on sale of property, plant and equipment	3	142
Others miscellaneous income	34	45
Total	**1,365**	**2,242**

39.1 Gain on foreign exchange transaction includes gain of ₹ 524 Lakhs (Previous year: loss of ₹ 658 Lakhs) of exchange difference (net) arising on financial instruments.

40 Cost of materials consumed

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Raw Materials consumed (Refer note 17.1)	35,651	70,044
Total	**35,651**	**70,044**

41 Changes in inventories of finished goods, Stock-in -Trade and work-in- progress

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Closing Stock		
-Work In Process	1,838	2,008
-Finished Goods	24,409	28,208
-Stock in Trade	70	82
	26,317	30,298
Opening Stock		
-Work In Process	2,008	2,164
-Finished Goods	28,208	30,452
-Stock in Trade	82	74
	30,298	32,690
Total	**3,981**	**2,392**

42 Employee benefits expense

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Salaries, Wages & Bonus	14,709	15,919
Contribution to PF, ESIC and LWF (Refer note 59 (a))	839	993
Contribution to Other Funds	404	422
Staff Welfare Expenses	457	678
Total	**16,409**	**18,012**

43 Finance costs

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Interest expenses on borrowings	730	1,397
Interest expense on lease liability (Refer note 48)	283	316
Total	**1,013**	**1,713**

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44 Depreciation and amortisation expense

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Depreciation of property, plant and equipment (Refer note 3)	2,551	2,601
Depreciation of right-of-use assets (Refer note 4)	988	1,018
Depreciation of investment property (Refer note 6)	8	7
Amortisation of intangible assets (Refer note 7)	1,165	1,062
Total	**4,712**	**4,688**

45 Other expenses

(₹ in Lakhs)

Particulars	For the year ended 31stMarch, 2021	For the year ended 31st March, 2020
Royalty	1,684	3,669
Transportation Expenses	1,968	2,703
Insurance	225	228
Rent	380	380
Freight & Octroi	562	885
Advertisement	337	1,062
Power & Fuel	328	497
Printing Expenses	950	1,299
Binding Expenses	1,522	2,717
Other Manufacturing Expenses	1,553	2,122
Stores & Spares Consumed	342	630
Repairs to:		
a) Plant & Machinery	233	338
b) Buildings	344	662
c) Other repairs	327	336
Auditor's remuneration	35	45
Legal and Professional Fees	725	1,004
Rates & Taxes	92	199
Sales Tax / GST Expenses (Refer note 45.1 and 45.2)	224	1,630
Commission	529	866
Marketing Expenses	411	1,245
Sales Promotion Expenses	65	509
Bad debts and other irrecoverable advance written off	217	165
Allowance for Expected credit loss & bad and doubtful debts	1,025	490
Impairment of Goodwill	237	-
Corporate Social Responsibility Expenses	549	641
Donation	-	28
Bank Charges	132	188
Staff recruitment expenses	12	6
Incidental expenses for issue of OCPS by subsidiary	74	44
Loss on fair valuation of quoted equity shares	11	-
Contract labour charges	732	-
Loss on Lease Termination (Refer note 45.4 below)	28	-
Other Expenses (Refer Note 45.3)	2,787	4,361
Total	**18,638**	**28,950**

45.1 Sales Tax / GST expenses for the year includes ₹ Nil (Previous year: ₹ 1,340 Lakhs) towards the dispute resolution of MVAT liability.

45.2 As expense-wise breakup in respect of input credit reversals is not readily available, such reversal are grouped under Sales Tax / GST expenses.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

45.3 Other expenses do not include any item of expenditure which is exceeding one percent of the revenue from operations or ₹ 10 Lakhs, whichever is higher, in addition to the consideration of 'materiality'.

45.4 One of the subsidiary 'Indiannica Learning Private Limited' has pre-maturely terminated the lease agreement for office premises, refer note 3.6 for impact of on account of pre-mature termination of lease.

46 Contingent liabilities:

(a) Tax matters:

i) For disputed Income tax matters ₹ 455 Lakhs and (Previous year ₹ 526 Lakhs) against which amount provided in books is ₹ 449 Lakhs (Previous year: ₹ 521 Lakhs) and amount paid under protest is ₹ 412 Lakhs (Previous year: ₹ 484 Lakhs) (Refer below note).

Income tax demands mainly include the appeals filed by the Company before various departmental appellate authorities / High Courts against the disallowances made by income tax authorities of certain deductions / expenses claimed. Pending final decisions, the Company has deposited amounts under protest with Income Tax Authorities.

ii) For disputed sales tax matters ₹ 2,307 Lakhs (Previous year: ₹ 2,257 Lakhs) against which amount paid under protest is ₹ 91 Lakhs (Previous year: ₹ 89 Lakhs). (Refer below note)

Sales Tax demands have been mainly raised on account of dispute on rate of certain products, non submission of statutory declarations etc. Pending final decisions, the Company has deposited amounts under protest with Sales Tax Department. Also refer note 45.1.

iii) For disputed GST matters ₹ 3 Lakhs (Previous year: ₹ 3 Lakhs) against which amount paid under protest is ₹ # (Refer below note)

GST demand has been mainly raised on account of detention of vehicle by an authority. Pending final decisions, the Company has deposited amounts under protest with GST Department. Also refer note 45.1

iv) In one of the subsidiaries 'Indiannica Learning Private Limited', tax disputes against the demand raised and penalty levied by the Assessing Officer aggregating to ₹ 69 Lakhs (Previous year: ₹ 130 Lakhs). Details of the same are given below:

a) On-going tax demand of ₹ 69 Lakhs for FY 2016-17 with CIT (Appeals) - Refund of FY 2018-19 of ₹ 2 Lakhs is adjusted against this demand.

b) Tax demand of ₹ 61 Lakhs for FY 2017-18 with CIT (Appeals) has been settled during the year by opting for 'Vivad se Vishwas Scheme'. The Company has paid ₹ 15 Lakhs as per the Scheme for settlement of dispute in full.

v) In one of the subsidiaries 'eSense Learning Private Limited', Assessing Officers of the Income tax department had made certain disallowances for AY 2012-13 to AY 2014-15 and reduced the losses claimed by the Company by ₹ 358 Lakhs. The Company has filed appeals before CIT (Appeals) / ITAT against these orders.

The ITAT has given substantial reliefs of ₹ 94 Lakhs as against disallowance of ₹ 120 Lakhs for AY 2012-13 and of ₹ 35 Lakhs as against disallowance of ₹ 51 Lakhs for AY 2014-15. Management is hopeful of getting relief in AY 2013-14 also as nature of disallowance is similar.

Further, department has levied penalty of ₹ 8 Lakhs and ₹ 16 Lakhs u/s 271(1)(c) of the Income Tax Act, 1961 for assessment year 2012-13 & 2014-15 respectively. The Company has filed appeals before CIT (Appeals) against both the penalty orders. The Company has made payment under protest of ₹ 2 Lakhs against penalty order for AY 2012-13. No such payment is made under protest against penalty for AY 2014-15.

Considering nature of disallowance and certain favourable judicial decisions with respect to levy of penalty, the management of the Company is hopeful of getting favourable orders at the higher forum.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

Note: Future cash outflows in respect of matters considered disputed are determinable only on receipt of judgments / decisions pending at various forums / authorities. The management does not expect these claims to succeed and accordingly, no provision for the contingent liability has been recognized in the financial statements.

(b) Against bond:

Duty free imports for which export obligation is pending as at year end amounting to ₹ 9 Lakhs (Previous year: ₹ 158 Lakhs). In the event, Company does not meet the respective obligation, GST would have to be paid for which input credit would be available.

(c) Other matters:

i) In one of the subsidiaries 'eSense Learning Private Limited', during the year, Kotak Mahindra Bank has given bank guarantee to one of the customer of the Company amounting to ₹ 12 Lakhs, against which the Company has provided bank deposit of same amount which is kept under lien by the Bank. Further, during the year, the Company has availed bank overdraft facility from ICICI Bank Limited amounting to ₹ 2 Lakhs, against which the Company has provided bank deposit of ₹ 2 Lakhs which is kept under lien by the Bank (Refer note 20).

ii) In one of the subsidiaries 'Indiannica Learning Private Limited', during the year, the company has pre-terminated lease arrangement for office premises and vacated the same on 15th January 2021. Consequent to such pre-termination of lease, landlord of the premises has filed legal dispute with the Delhi High Court and based on this filing, Delhi High Court has appointed sole arbitrator. Subsequent to year-end, landlord has filed claim aggregating to ₹ 275 Lakhs against the company for recovery of lease rent for the lock-in period mentioned in the agreement, payments made to contractors for fit-outs in year 2015 considering larger tenure of the lease arrangement along-with compounding interest.

As per the management and appointed lawyer, the Company has a good arguable case on merits and thus has a reasonable probability of defending the claim.

47 Capital Commitments and Other Commitments

Estimated amount of contracts remaining to be executed (Net of advances) on capital account is ₹ 1,018 Lakhs (Previous year: ₹ 2,117 Lakhs).

48 Disclosure under Ind AS 116 'Leases'

The group has adopted Ind AS 116 'Leases' effective from 1st April 2019 as notified by the Ministry of Corporate Affairs in the Companies (Indian Accounting Standard) Amendment Rules, 2019. Ind AS 116 replaces Ind AS 17 'Leases' and related interpretation and guidance.

Also refer note 2.3 (p) for accounting policy on leases.

a) **As a Lessee**

The group's lease assets primarily consist of leases for office premises, warehouses, vehicles and computers. For lease arrangement with lease terms of 12 months or less, the Company has applied the 'short-term lease' recognition exemptions and for lease with lower underlying value asset, the Company has applied the 'low value asset' recognition exemption.

(₹ in Lakhs)

Particulars	2020-21	2019-20
a) Interest expense on lease liabilities; (Refer note 43)	283	316
b) Lease expenses		
Lease expenses in case of short term leases (included in 'Other expenses')	349	406
Lease expenses in case of low value leases (other than short term as disclosed above) (included in 'Other expenses')	30	43
Lease payments debited to lease liabilities	1,168	1,150
Expense relating to variable lease payments not included in the measurement of lease liabilities;	-	-
Income from subleasing right-of use assets;	-	-
c) Total cash outflow of leases; [including short term and low value leases]	1,547	1,599
d) Gains or losses arising from sale and leaseback transaction	-	-

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Notes:

1. The right-of-use asset is depreciated using the straight-line method (SLM) from the commencement date over the lease term of right-of-use asset. For details of addition, depreciation and carrying amount of right of use asset, refer note 4.
2. Also refer note 56 for contractual maturities of lease liability (as per Ind AS 107).
3. For the purpose of calculation of lease liabilities, future lease payments are discounted at incremental borrowing rate for the lease term of 5 years. This lease term is arrived based on reasonable certainty of renewal of lease agreement.

b) As a Lessor

For assets given on cancellable lease, it's depreciation and carrying amount, refer note 6. Also, for rental income earned on that properties, refer note 6.1 which is recognized on a straight line basis over the term of the relevant lease for long-term leases..

49 Derivative Financial instruments

The holding Company uses derivative financial instruments such as forwards and options, to hedge its risks associated with foreign exchange fluctuation. The counterparty for these contracts is generally a bank. These derivative financial instruments are valued based on quoted price for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market place.

(a) The assets and liabilities position of various outstanding derivative financial instruments is given below:

Particulars	2020-21		2019-20	
	In USD	In Lakhs	In USD	In Lakhs
Hedge				
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge) - Assets	45,33,643	3,315	47,11,427	3,565
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge) - Assets	3,19,66,357	23,371	43,658,573	33,039
Foreign currency option contract (with underlying firm commitments considered for cash value hedge) - Assets	10,00,000	731	-	-
Total	**3,75,00,000**	**27,417**	**48,370,000**	**36,604**

Note: The company has exchange rate movement risk for above mentioned foreign currency contracts.

Notes on Consolidated Financial Statements

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(b) Outstanding position of foreign exchange derivative financial instruments: (Refer note 22 and 33)

(₹ in Lakhs)

Particulars	Currency pair		Fair value Gain / (loss) Amount	
			2020-21	2019-20
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge)	USD_INR	Sell	102	(170)
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge)	USD_INR	Sell	432	(1,328)
Foreign currency option contracts (with underlying firm commitments considered for cash value hedge)	USD_INR	Buy & Sell	20	-
Total Gain / (Loss)			**554**	**(1,498)**

(c) Details of amount held in hedging reserve (i.e. cash flow hedge) and the period over which these are going to be released

For the year ended as on 31st March, 2021 (₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency forward contracts (gross amount):			
USD_INR (trade receivables)	432	432	Nil
USD_INR (trade payables)	-	-	Nil
Foreign currency option contracts (gross amount):			
USD_INR (trade payables)	20	20	Nil
Closing balance as at year end	452	452	Nil

For the year ended as on 31st March, 2020 (₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency forward contracts (gross amount):			
USD_INR (trade receivables)	(1,328)	(1,328)	Nil
USD_INR (trade payables)	-	-	Nil
Foreign currency option contracts (gross amount):			
USD_INR (trade payables)	-	-	Nil
Closing balance as at year end	**(1,328)**	**(1,328)**	**Nil**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(d) Amount of gain / loss (net of taxes) recognised in hedging reserve and recycled:

i) During the financial year 2020-21:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L	Closing balance
Foreign currency forward contracts	(1,082)	605	663	186
Foreign currency option contracts	0	15	-	15
Total	**(1,082)**	**620**	**663**	**201**

ii) During the financial year 2019-20:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L	Closing balance
Foreign currency forward contracts	452	(1,599)	65	(1,082)
Foreign currency option contracts	(47)	47	-	#
Total	**405**	**(1,552)**	**65**	**(1,082)**

Note - Amount recycled to P&L in previous year: 2019-20 also includes loss of ₹ 65 Lakhs reclassified from OCI to P&L as per FAQ issued by ICAI for Ind AS entities amid Covid-19, in case where customer have cancelled their orders subsequently due to lock-down.

(e) Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedge ratio aligns with the ratio used for risk management purposes.

The amount of gain / (loss) recognised in Statement of Profit and Loss on account of hedge ineffectiveness for cash flow hedges for the year ended 31st March, 2021 is ₹ Nil (Previous year: ₹ Nil).

50 Earnings Per Share :

(₹ in Lakhs)

Particulars	2020-21	2019-20
Net Profit available for Equity Shareholders as per statement of profit & loss	5,593	19,724
Weighted average number of equity shares for basic and diluted EPS (in Numbers)	2,289	2,289
Basic and Diluted Earning per share (₹)	2.44	8.62
Face Value Per Equity Share (₹)	**2**	**2**

51 Disclosure of movement of provisions :

(a) Provision for sales return

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	1,976	2,641
Add: Addition during the year	1,902	1,976
Less: Utilized/Written Back	1,976	2,641
Closing balance of provisions	**1,902**	**1,976**

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Note: Provision has been made for expected return for sales made during the year. Provision for sales return would be utilised against the returns which are expected to be received in the subsequent financial year. In case of one of the subsidiaries 'Indiannica Learning Private Limited', Provision for expected sales returns are made based on the trend arrived from average of actual sales return to sales of previous three years. Also, additional provision is accounted based on management's expectations of higher sales return considering the volatility arisen due to Covid-19 lockdown and review of market condition / information.

(b) Provision for Discounts

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	501	412
Add: Addition during the year	377	501
Less: Utilized/Written Back	501	412
Closing balance of provisions	**377**	**501**

Note: Provision has been recognized for expected discount to be provided to distributor on the basis of agreed terms and fulfilment of future obligation by distributor.

(c) Provision for performance bonus

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	86	316
Add: Addition during the year	76	72
Less: Utilized/Written Back	71	302
Closing balance of provisions	**91**	**86**

Note: Provision has been recognized based on performance evaluation of employees as per engagement terms and which are expected to be paid in the next year.

(d) Provision for contingencies, rent escalation etc.

(₹ in Lakhs)

Particulars	2020-21	2019-20
Opening balance of provision	161	#
Add: Addition during the year	-	161
Less: Utilized/Written Back	-	#
Closing balance of provisions	**161**	**161**

Note: Provision has been recognized against certain business related obligations, rent escalation etc.

52 Disclosure as per Ind AS 12 'Income Taxes'

A Income tax expense in the statement of profit and loss consists of:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Current income tax:		
In respect of the current year	2,568	7,671
In respect of the prior years	(54)	49
Deferred tax		
In respect of the current year	770	(259)
Income tax expense recognized in the statement of profit or loss	**3,284**	**7,461**
Income tax recognized in other comprehensive income:		
Deferred tax arising on income and expense recognized in OCI		
a) Re-measurement of the net defined benefit plan	(39)	(7)
b) Financial Liabilities at Fair value (cash flow hedge)	432	(500)
Income tax expense recognized in other comprehensive income	**393**	**(507)**

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B The reconciliation between the provision of income tax of the Group and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows

(₹ in Lakhs)

Particulars	2020-21	2019-20
Profit before tax	8,875	27,186
Impact of changes on account of permanent disallowances (net)	383	361
Impact of Chapter VI-A deductions (net)	201	233
Tax losses for which no deferred income tax was recognised and non recognition of asset based on uncertainty on utilisation in future (refer note C below)	3,395	1,389
	12,854	29,169
Enacted income tax rate in India	25.17%	25.17%
Computed expected tax expense	**3,235**	**7,341**
Effect of:		
Tax expenses as per the Statement of Profit and Loss	3,284	7,461
Impact of tax rate change	-	(41)
Others (including tax on inter-company margin removal)	(49)	(79)
Income tax expense recognized in the statement of profit and loss	**3,235**	**7,341**

Notes:

52.1 In previous year 19-20 the Group has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for income tax and remeasured its deferred tax balances on the basis of rate prescribed in the said section. The applicable corporate income tax rate for the Company for the year ended 31st March, 2021 and 31st March, 2020 is 25.17% and 25.17%, respectively.

52.2 In the opinion of the Management of the holding company, subsidiaries and the holding company does not have any item of allowance / disallowance; tax treatment of which is uncertain on account of on-going disputes with the authorities.

C Unabsorbed depreciation and carried forward losses:

In respect to two subsidiaries, 'eSense Learning Private Limited' and 'Indiannica Learning Private Limited', deferred tax asset arising mainly on account of unabsorbed depreciation and carried forward losses under tax laws which has not been considered, as it is not reasonably certain that future taxable profits will be available against which the deductible temporary difference can be utilised. Accordingly such deferred tax asset has not been recognised in the accounts of the subsidiary.

In respect to both subsidiaries having carry forward depreciation losses as at 31st March, 2021 of ₹ 5,002 Lakhs (Previous year: ₹ 4,508 Lakhs) which doesn't have any expiry date and carry forward business losses as on 31st March, 2021 is ₹ 7,754 Lakhs (Previous year: ₹ 6,504 Lakhs) which will be expired in next 1 to 8 years (Previous year 1 to 8 years). Considering losses incurred during last two years, these assets are not recognised in financial statements.

D In respect to two subsidiaries 'eSense Learning Private Limited' and 'Indiannica Learning Private Limited', no provision for tax has been made, as both the subsidiary Companies have incurred tax loss during the year and there are brought forward losses under income tax. As stated above, the subsidiary Companies have recognised deferred tax assets to the extent of deferred tax liability, except in the case of 'Indiannica Learning Private Limited' considering uncertainties on utilisation of full Deferred Tax Assets (DTA), currently it has been partially recognised to the extent it is certain to be utilised.

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53 Disclosure as per Ind AS 10 'Events after the reporting period'

a) The directors of the holding company have recommended payment of final dividend for FY 2020-21 of ₹ 1 per equity share (i.e. 50%) in its board of directors meeting held on 27th May, 2021. This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting of the holding company.

b) The Board of directors, in their meeting held on 27th May, 2021, have approved the buyback at a price not exceeding ₹ 100 per Equity Share ('Maximum Buyback Price') and for an aggregate amount not exceeding ₹ 5,000 Lakhs ('Maximum Buyback Size'), from the shareholders of the Company excluding promoters, promoter group and persons who are in control of the Company from the open market through stock exchange mechanism. The indicative maximum number of Equity Shares to be bought back would be 50,00,000 ('Maximum Buyback Shares') which is 2.18% of the total number of paid-up Equity Shares of the Company as on 31st March, 2021.

c) No other significant event has occurred subsequent to year end.

54 Impact of Covid-19

a) COVID-19 has impacted the normal business operations of the Group by way of interruption in production, supply chain disruption, unavailability of personnel, etc. The Group has made assessment of its liquidity position for the next financial year and has considered internal and external information in assessing the recoverability of its assets such as investments, loans, intangible assets, trade receivable, inventories etc. The Group has used the principles of prudence in applying judgments, estimates and assumptions and based on the current estimates, the Group expects to fully recover the carrying amount of these assets.

The impact assessment of COVID-19 is an ongoing process, and may be different from that estimated as at the date of approval of these financial results, given the uncertainties associated with its nature and duration and the Group will continue to monitor all material changes to the entity's environment.

b) On account of the pandemic and low business activity, the Holding Company and its directors / senior management team had mutually agreed that the holding company would not pay remuneration aggregating to ₹ 236 Lakhs, to such directors / senior management team members for the month of April & May, 2020. Also refer note 60.

55 Fair value of financial assets and liabilities

The management assessed that the fair values of financial asset and financial liabilities approximate their carrying amounts.

The following methods and assumptions were used to estimate the fair values:

(a) Fair values of cash and cash equivalents, trade receivables, interest accrued on deposits with bank, bank deposits, trade payables and other financial liabilities, approximate their carrying amounts largely due to the short-term maturities of these instruments.

(b) The management has considered fair value of security deposits, loan from bank, loan from related party, equal to their carrying value as fair values based on the current market interest rates and other risk factors approximate to carrying value.

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Fair value hierarchy

The following table presents the financial assets and financial liabilities by level with the fair value measurement hierarchy :

		31st March, 2021		31st March, 2020	
		Level of input used in*	Carrying ₹ in Lakhs	Level of input used in	Carrying ₹ in Lakhs
a)	**Financial assets**				
	At Amortised Cost				
	Trade receivables	NA	18,463	NA	26,854
	Cash and cash equivalents	NA	2,079	NA	413
	Bank deposits	NA	61	NA	45
	Earmarked balances with Bank	NA	301	NA	353
	Loans	NA	2,891	NA	6,371
	Other financial assets	NA	1,553	NA	1,526
	At Fair Value Through P&L				
	Investment in Equity (Refer Note 10.2)	Level 1	444	Level 1	214
	Investment in Mutual fund	Level 1	-	Level 1	200
	Security deposits	Level 2	-	Level 2	-
	Financial assets at fair value (forward and option contracts)	Level 2	554	Level 2	-
b)	**Financial liabilities**				
	At Amortised Cost				
	Cash Credit	NA	431	NA	215
	Trade payables	NA	7,836	NA	4,629
	Working capital loan	NA	800	NA	7,301
	Commercial paper	NA	-	NA	13,000
	Other financial liability	NA	2,617	NA	2,432
	Bank overdraft	NA	3,096	NA	3,000
	Vehicle Loan	NA	30	NA	38
	Lease Liability	NA	3,050	NA	4,279
	At Fair Value Through P&L				
	Financial liabilities at fair value (forward and option contracts)	Level 2	-	Level 2	1,498

* There has been no transfer between level 1 and level 2 during the year ended 31st March, 2021 and 31st March, 2020. Level is NA, since valued at amortised cost.

Further, investments in an associate are not recognised as per IND AS 109 and hence, not considered above.

Note : For Details of income and gains related to financial instruments (Refer Note 39).

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Financial /Bank guarantee:

(i) Financial Guarantees are issued in favour of banks against loans taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous year: ₹ 4,650 Lakhs). The Guarantee given is covered under section 186(4) of the Companies Act, 2013, and is for commercial purpose only.

(ii) In one of the subsidiaries 'Indiannica Learning Private Limited', the Subsidiary Company has given bank guarantee to Sales Tax department ₹ 2 Lakhs (Previous year: ₹ 2 Lakhs).

(iii) Bank Guarantee is given to electricity department (DNH Power Distribution Corporation Limited) for electricity deposit of ₹ 130 Lakhs (Previous Year ₹ 32 Lakhs).

56 Financial Risk Management

The Group is exposed to market risk, credit risk and liquidity risk. The management reviews and agrees policies for managing each of these risks which are summarized below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: foreign currency risk, interest rate risk and other price risk. Financial instruments affected by market risk primarily include trade receivables, trade payables, cash and cash equivalents.

The sensitivity analysis in the following sections relate to the position for the periods presented. The sensitivity analysis has been prepared on the basis that the amount of net debt and the proportion of financial instruments in foreign currencies are all constant. The analysis exclude the impact of movements in market variables on the carrying values of gratuity obligation and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks based on the financial assets and financial liabilities held at the periods presented.

Interest rate risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rate, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

	Change in Int. Rate	Effect on profit before tax [increase / (decrease)]
31st March, 2021	Increase by 50 basis points (50 bps)	22
	Decrease by 50 basis points (50 bps)	(22)
31st March, 2020	Increase by 50 basis points (50 bps)	118
	Decrease by 50 basis points (50 bps)	(118)

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to trade payables and trade receivables.

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The following table analyses the foreign currency risk from monetary assets and liabilities as at balance sheet date:

Particulars / Foreign currency	2020-21		2019-20	
	Amount in foreign currency	₹ in Lakhs	Amount in foreign currency	₹ in Lakhs
Trade receivables				
GBP	32,772	30	-	-
Payables				
EUR			820	1
GBP			3,377	3
HKD			-	-
USD	13,102	10	51,384	39

Note: - Open purchase / sales orders are not considered for above purpose. Further foreign currency trade receivables are partially hedged by forward contracts, hence unhedged amount is considered above. Advances receivable / payable are not exposed to risk, hence not considered above.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

	Change in USD rate	Effect on profit before tax
31st March, 2021	Increase by 500 basis points (500 bps)	1
	Decrease by 500 basis points (500 bps)	(1)
31st March, 2020	Increase by 500 basis points (500 bps)	(2)
	Decrease by 500 basis points (500 bps)	2

Previous year figures are in bracket

Note:- Hedged foreign currency trade receivables are not considered for the purpose of sensitivity because they are partially hedged by forward contracts.

Price risk

The Group is not exposed to any significant price risk.

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities, primarily for trade receivables and deposits with banks and other financial assets.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

Trade receivables

Customer credit risk is managed based on the Group's established policy, procedures and control relating to customer credit risk management. The Group evaluates the concentration of risk with respect to trade receivables as low. There are no customers who represent more than 10% of the balance of trade receivables. Outstanding customer receivables are regularly monitored by the management.

The company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix and past historical experience. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

An impairment analysis is performed at each reporting date on an individual basis for major customers.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Group does not hold collateral as security except as mentioned in note 18.4.

The ageing of trade receivable and credit loss allowance is as under:

(₹ in Lakhs)

Particulars	Ageing		Total
	Upto 6 months	More than 6 months	
As at 31st March, 2021			
Secured	-	-	-
Unsecured	15,832	4,473	20,305
Total receivables	**15,832**	**4,473**	**20,305**
Allowances for doubtful receivables and expected credit loss	-	-	1,842
Net Receivables	**15,832**	**4,473**	**18,463**
Expected loss rate *			**9.07%**
As at 31st March, 2020			
Secured	-	-	-
Unsecured	25,412	2,328	27,740
Total receivables	**25,412**	**2,328**	**27,740**
Allowances for doubtful receivables and expected credit loss			886
Net Receivables	**25,412**	**2,328**	**26,854**
Expected loss rate *			**3.19%**

* Expected loss rate includes both allowance made based assessed credit risk on an individual basis and expected loss based on historical experience.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

Movement in expected credit loss / allowances for doubtful debts (₹ in Lakhs)

Particulars	Expected credit loss		Allowances for doubtful debts	
	Year ended 31st March, 2021	Year ended 31st March, 2020	Year ended 31st March, 2021	Year ended 31st March, 2020
Balance at the beginning	181	71	705	549
Additional provision	47	110	1,107	409
Amounts written off	20	-	178	253
Balance at the end	**208**	**181**	**1,634**	**705**

Deposits with banks and other financial assets

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy.

Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum level of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2021				
Non-derivative				
Working capital loan	800	-	-	800
Commercial paper	-	-	-	-
Lease liability	883	2,167	-	3,050
Bank overdraft	3,096	-	-	3,096
Cash credit facility	431	-	-	431
Trade payables	7,837	-	-	7,837
Vehicle loan	7	30	-	37
Other financial liability	2,610	-	-	2,610

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Derivative				
Financial liabilities at fair value (forward contracts)	-	-	-	-
Year ended 31st March, 2020				
Non-derivative				
Working capital loan	7,301	-	-	7,301
Commercial paper	13,000		-	13,000
Lease liability	906	3,373	-	4,279
Bank overdraft	3,000	-	-	3,000
Cash credit facility	215	-	-	215
Trade payables	4,629	-	-	4,629
Vehicle loan	7	38	-	44
Other financial liability	2,425	-	-	2,425
Derivative				
Financial liabilities at fair value (forward contracts)	1,498	-	-	1,498

* Excludes financial guarantee liability contract, forward contract and option contract which has been fair valued.

Note - Future interest payment in respect to current borrowings of Working capital loan, Commercial paper, Cash credit facility are not added in maturity profile tabulated above.

The table below summarises the maturity profile of the Group's financial assets based on contractual undiscounted receipts:

Year ended 31st March, 2021				
Non-derivative				
Investments : Current and Non Current	-	444		444
Loans (including Inter Corporate Deposit)	859	2,032	-	2,891
Trade receivables: Current and Non Current	18,450	13	-	18,463
Cash and cash equivalent	2,079	-	-	2,079
Other bank balances	363	-	-	363
Other financial assets	1,438	115	-	1,553
Derivative				
Financial assets at fair value (forward contracts and option contract)	554	-	-	554
Year ended 31st March, 2020				
Non-derivative				

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Investments : Current and Non Current	-	214	-	214
Loans (including Inter Corporate Deposit)	4,197	2,175	-	6,371
Trade receivables: Current and Non Current	26,789	65	-	26,854
Cash and cash equivalent	613	-	-	613
Other bank balances	399	-	-	399
Other financial assets	1,398	127	-	1,526
Derivative				
Financial assets at fair value (forward contracts and option contract)	-	-	-	-

Note: The Group is not exposed to significant liquidity risk based on past performance and current expectations. The Group believes that the cash and cash equivalents, cash generated from operations and available un-drawn credit facilities, will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

Further, investments in an associate are not recognised as per IND AS 109 and hence, not disclosed in Maturity profile above.

57 Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes suitable adjustments in light of changes in economic conditions.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, loan obligation, trade and other payables and less cash and cash equivalents.

(₹ in Lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
Working capital loan	800	7,301
Lease Liability	3,050	4,279
Vehicle loan	37	44
Bank overdraft / Book OD	3,096	3,000
Cash credit facility	431	215
Trade payables	7,837	4,629
Commercial paper	-	13,000
Less: cash and cash equivalent	(2,079)	(613)
Net Debt	**13,172**	**31,855**
Equity	93,086	86,321
Capital and Net debt	**1,06,259**	**1,18,177**
Gearing Ratio	**12.40%**	**26.96%**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

58 Disclosures for 'Statement of Cash Flows' as per Ind AS 7

58.1 Reconciliation of liabilities from financing activities for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	31st March, 2021	Cash flows (net)	Impact of Ind AS 116	31st March, 2020
Short term / Long term borrowings (including current portion)	837	(19,508)	-	20,346
Lease Liability (impact of IND AS 116)	3,050	(1,169)	(61)	4,279
Total	**3,887**	**(20,677)**	**(61)**	**24,625**

Reconciliation of liabilities from financing activities for the year ended 31st March, 2020

(₹ in Lakhs)

Particulars	31st March, 2020	Cash flows (net)	Impact of Ind AS 116	31st March, 2019
Short term / Long term borrowings (including current portion)	20,346	(6,506)	-	26,852
Lease Liability (impact of IND AS 116)	4,279	(1,145)	5,424	-
Total	**24,625**	**(7,651)**	**5,424**	**26,852**

The Group has accounted for lease liabilities and fair value changes in accordance with Ind AS 116 implemented during the previous year. Detail break-up of above non-cash element is given below:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2021	Year ended 31st March, 2020
i) Transition adjustment on implementation of Ind AS 116	-	5,108
ii) Finance cost on lease liabilities	283	316
iii) Addition during the year	176	-
iii) Deletion during the year (after consideration of depreciation)	(519)	-
Total	**(60)**	**5,424**

58.2 Net cash inflow from operating activity netted off with expenditure on Corporate Social Responsibility (CSR) expenditure of ₹ 549 Lakhs (Previous year: ₹ 641 Lakhs).

59 Employee benefits:

(a) The Group has recognized the following amounts towards defined contribution plans as an expense and included in the Statement of Profit and Loss:

(₹ in Lakhs)

Particulars	2020-21	2019-20
Provident Fund	749	896
Employee State Insurance Corporation	50	65
Government Pension Fund	39	30
Labour Welfare Fund	1	1
Total	**839**	**992**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(b) Defined benefit plan and long term employment benefits:

These plans typically expose the Group to actuarial risks such as: Investment, Interest rate, longevity and salary increase risk:

I. Investment / Interest risk: The Group is exposed to Investment / Interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit. Since the scheme is unfunded in case of compensated absence and in case of gratuity (in one subsidiary Company), the Company is not exposed to Investment / Interest risk.

II. Longevity Risk: The Group is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

III. Risk of Salary Increase: The Group is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

(i) Defined benefit plan and long term employment benefits: Gratuity (Defined benefit plan):

The holding Company and subsidiaries, where gratuity liability is funded, makes annual contribution to the employee group gratuity scheme of the Life Insurance Corporation of India's funded defined benefits plan for qualified employees. The scheme provided for lump sum payments to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

The Company has provided for gratuity based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of gratuity plan:

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Change in Obligation				
Opening Present Value of Accrued Gratuity	4,322	3,807	103	84
Service Cost	318	292	26	26
Actuarial (Gain)/ Loss on Obligation	116	33	(9)	(5)
Interest Cost	284	287	7	6
Less :Benefits paid	(301)	(97)	(1)	(8)
Closing Present Value of Accrued Gratuity	**4,739**	**4,322**	**126**	**103**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Change in Plan Asset				
Opening Fund Balance	4,582	3,867	-	-
Interest Income	(35)	310	-	-
Adjustment to Opening balance	-	(6)	-	-
Return on the plan asset	311	12	-	-
Contribution	393	496	1	8
Less :Benefits paid	(301)	(97)	(1)	(8)
Closing Fund Balance	**4,950**	**4,582**	**-**	**-**

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Reconciliation of present value of obligation and the plan asset				
Closing Fund Balance	4,950	4,582	-	-
Closing present value of Accrued Gratuity	4,739	4,322	126	103
Included in 'Payables to employees' in note 33	-	-	8	-
Net Liability	**(211)**	**(260)**	**118**	**103**

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Asset recognised in balance sheet	(217)	(272)	-	-
Liability recognized in balance sheet	6	12	126	103
Net Liability includes 'Payables to employees' grouped in note 33	**(211)**	**(260)**	**126**	**103**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Expenses recognized in the Statement of Profit & Loss				
Current Service Cost	318	292	26	26
Interest Cost	284	287	7	6
Return on Plan Assets	35	(310)	(9)	(5)
Less: Capitalised to contents / technology platform	-	-	-	(3)
Expenses recognized in the Statement of Profit & Loss	637	269	24	24

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Expenses recognized in the other comprehensive income				
Net Actual (Gain) / Loss recognized	116	33	(9)	(5)
Return on the plan asset	(311)	(12)	-	-
Expenses recognized in the other comprehensive income	**(195)**	**21**	**(9)**	**(5)**

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Movement in the Liability recognized in Balance Sheet				
Opening Net Liability	(260)	(60)	103	84
Adjustment to Opening balance	-	5	-	-
Expenses recognized in the Statement of Profit & Loss	637	269	33	29
Capitalised to contents / technology platform	-	-	-	3
Contribution paid	(393)	(495)	(1)	(8)
Expenses recognized in the other comprehensive income	(195)	21	(9)	(5)
Closing Net Liability	**(211)**	**(260)**	**126**	**103**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31st March, 2021	31st March 2020	31st March, 2021	31st March, 2020
Experience adjustment:				
Experience adjustment on plan liability	-	96	-	-
Experience adjustment on plan asset	(307)	(4)	-	-
Net experience adjustment	**(307)**	**92**	**-**	**-**

Sensitivity analysis:

Sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be co-related. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

Defined benefit obligation	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	4,287	5,250
Effect on defined benefit obligation due to decrease by 100 basis point	5,265	4,291

Assumptions		
Return on plan assets	Ranging from 6.53% to 6.80%	Ranging from 7.32% to 7.66%
Salary escalation rate	Ranging from 6.00% to 9.00%	Ranging from 6.00% to 9.00%
Discounting rate	Ranging from 6.53% to 6.80%	Ranging from 7.32% to 7.66%
Employee attrition rate (other than one subsidiary Company)	0.80% to 8% for all ages	0.80% to 8% for all ages
Employee attrition rate (in case of one subsidiary Company):		
Ages: up to 30 years	20.00%	20.00%
From 31 to 44 years	15.00%	15.00%
Above 44 years	10.00%	10.00%
Mortality rate (other than one subsidiary Company)	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Mortality rate (in case of one subsidiary Company)	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2006-08) Ultimate
Composition of plan assets	100% with Life Insurance Corporation (LIC)	100% with Life Insurance Corporation (LIC)

Note : Gratuity (Non-funded) amounts are pertaining to one subsidiary ‘eSense Learning Private Limited’.

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The Group contributes all ascertained liabilities towards gratuity to the Life Insurance Corporation of India under their Group Gratuity Scheme. The reimbursement is subject to insurer's Surrender Policy.

As at 31st March, 2021 and 31st March, 2020, the plan assets have been primarily invested in Government securities. The Group expects to contribute 4,30,00,000 to the gratuity scheme during the next financial year.

Expected maturity analysis of defined benefit obligation (₹ in Lakhs)

Period	2020-21	2019-20
With in 1 year	418	456
From 1 year to 2 years	166	161
From 2 years to 3 years	514	177
From 3 years to 4 years	260	516
From 4 years to 5 years	239	258
From 5 years to 10 years	1,504	1,502

(ii) Defined benefit plan and long term employment benefits: compensated absences

In respect of Compensated absences benefit, accrual is made on the basis of a year-end actuarial valuation in pursuance of the Group's leave rules.

The Group has provided for leave benefits based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of leave encashment plan:

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31st March, 2021	31st March, 2020
Change in Obligation		
Opening Present Value of Accrued Gratuity	1,877	1,937
Addition due to subsidiary	-	-
Service Cost	905	801
Actuarial (Gain)/ Loss on Obligation	(758)	(866)
Interest Cost	124	143
Less :Benefits paid	(119)	(138)
Closing Present Value of Accrued Gratuity	**2,029**	**1,877**
Change in Plan Asset		
Opening Fund Balance	-	-
Addition due to subsidiary	-	-
Interest Income	-	-
Return on the plan asset	-	-

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31st March, 2021	31st March, 2020
Contribution	119	138
Less :Benefits paid	(119)	(138)
Closing Fund Balance	**-**	**-**
Reconciliation of present value of obligation and the plan asset		
Closing Fund Balance	-	-
Closing present value of Accrued Gratuity	2,029	1,877
Net Liability recognized in balance sheet	**2,029**	**1,877**
Expenses recognized in the Statement of Profit & Loss		
Current Service Cost	905	802
Interest Cost	124	143
Return on Plan Assets	-	-
Net Actual (Gain) / Loss recognized	(758)	(866)
	271	**78**
Less: Capitalised to contents / technology platform	(1)	(5)
Encashment other than full & final settlement	-	#
Expense recognized in the statement of P&L	**270**	**73**
Movement in the Liability recognized in Balance Sheet		
Opening Net Liability	1,877	1,937
Addition due to subsidiary	-	-
Expenses as above	271	78
Contribution paid	(119)	(138)
Other comprehensive income (OCI)	-	-
Closing Net Liability	**2,029**	**1,877**

Sensitivity analysis:

Defined benefit obligation

Effect on defined benefit obligation due to increase by 100 basis point	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to decrease by 100 basis point	1,748	2,153
Effect on defined benefit obligation due to decrease by 100 basis point	2,160	1,750

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for the year ended 31st March, 2021

Assumptions		
Salary escalation rate	Ranging from 6.00% to 9.00%	Ranging from 6.00% to 9.00%
Discounting rate	Ranging from 6.32% to 6.80%	Ranging from 7.32% to 7.66%
Employee attrition rate	0.80% to 8% for all ages	0.80% to 8% for all ages
Mortality rate (other than one subsidiary Company)	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Mortality rate (in case of one subsidiary Company)	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2006-08) Ultimate
Composition of plan assets	Not funded	Not funded

60 Related Party Transactions

I) List of related parties with whom transactions have taken place and relationships:

(a) Associates:
K-12 Techno Services Pvt.Ltd.

(b) Enterprises owned or significantly influenced by key management personnel or their relatives:

Navneet Prakashan Kendra
Vikas Prakashan
Gala Publishers
Sandeep Agency
Allcargo Logistics Limited
The Flagship Advertising Pvt. Ltd.
Navneet Foundation
Navneet Trust
Sai Plast
Qualis Ventures LLP

(c) Key Management Personnel & Relatives of the group:

Shri Bipin A. Gala
Shri Anil D. Gala
Shri Gnanesh D. Gala
Shri Raju H. Gala
Shri Shailendra J. Gala
Shri Sanjeev J. Gala
Shri Kalpesh H. Gala
Shri Ketan B. Gala
Smt. Pooja Ketan Gala
Shri Devish G. Gala
Shri Aditya S. Gala
Smt. Krisha Archit Gala
Smt. Henal T. Mehta
Shri Atul J. Shethia (upto 13.11.2019)
Shri Kamlesh S. Vikamsey
Shri Nilesh S. Vikamsey
Smt. Usha Laxman
Shri Tushar K. Jani
Shri Mohinder P. Bansal
Dr. Vijay B. Joshi
Anil Swarup (from 08.08.2019)
Shri Archit R. Gala
Shri Siddhant S. Gala

(d) Key Management Personnel & Relatives as per the Companies Act 2013:
Shri Deepak L Kaku (Chief Financial Officer of Parent Company)
Shri Amit D Buch (Company Secretary of Parent Company and one subsidiary)

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(e) Post employment Benefit Plan
Employees' Gratuity scheme

II) Disclosure in respect of transactions with related parties during the year:

(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
1	**Royalty Expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	1,346		3,094	
	Navneet Prakashan Kendra		815		1,613
	Vikas Prakashan		328		919
	Gala Publishers		204		561
2	**Lease payment (Refer note 48)**				
	Enterprises owned or significantly influenced by KMP or their relatives:	998		951	
	Navneet Prakashan Kendra		747		712
	Vikas Prakashan		61		58
	Gala Publishers		35		33
	Sandeep Agency		155		147
3	**Electricity Expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	#		#	
	Navneet Prakashan Kendra		#		#
4	**Legal and Professional fees**				
	Enterprises owned or significantly influenced by KMP or their relatives:	3		201	
	The Flagship Advertising Pvt. Ltd.		-		186
	Smt. Henal T. Mehta		3		15
	Consultancy fees paid to non-executive director:	16		16	
	Shri Anil Swarup		16		16

Notes on Consolidated Financial Statements

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(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
5	**Other Manufacturing Expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		12	
	Sai Plast		-		5
	The Flagship Advertising Pvt. Ltd.		-		7
6	**Advertisement expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		56	
	The Flagship Advertising Pvt. Ltd.		-		56
7	**Sample expense (Other expense)**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		#	
	Smt. Henal T. Mehta		-		#
8	**Corporate Social Responsibility expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	544		350	
	Navneet Foundation		544		350
9	**Remuneration / Salary Paid to (Refer footnote (i) below)**				
	KMP & their Relative:	925		1,229	
	Shri Atul J. Shethia		-		60
	Shri Bipin A. Gala		117		150
	Shri Anil D. Gala		117		145
	Shri Gnanesh D. Gala		117		143
	Shri Shailendra J. Gala		107		129
	Shri Raju H. Gala		117		166
	Shri Sanjeev J. Gala		107		132
	Shri Ketan Bipin Gala		107		137

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
	Shri Kalpesh H. Gala		107		139
	Smt. Pooja Ketan Gala		4		5
	Shri Archit R. Gala		8		11
	Shri Devish G. Gala		9		12
	Shri Aditya S. Gala		1		-
	Shri Siddhant S. Gala		3		-
	Smt. Krisha Archit Gala		5		-
	KMP & their Relative as per the Companies Act 2013:	88		90	
	Shri Deepak L Kaku		53		53
	Shri Amit D Buch		35		37
	Sitting fees paid to non-executive director:	23		14	
	Shri Kamlesh S. Vikamsey		3		2
	Shri Nilesh S. Vikamsey		4		1
	Smt. Usha Laxman		3		3
	Shri Tushar K. Jani		3		1
	Shri Mohinder Pal Bansal		4		3
	Dr. Vijay B. Joshi		4		2
	Anil Swarup		2		2
10	**Investment in Shares**				
	Preference Shares				
	Associate:	640		2,000	
	K12 Techno Services Pvt. Ltd.		640		2,000
	Equity Shares				
	Associate:	60		-	
	K12 Techno Services Pvt. Ltd.		60		-
11	**Interest Income**				
	Enterprises owned or significantly influenced by KMP or their relatives, including:	17		14	
	Allcargo Logistics Limited		17		14

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
12	**Inter corporate deposit given**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		3,000	
	Allcargo Logistics Limited		-		3,000
13	**Contribution to post-employment benefit scheme**	393		517	
	Employees' Gratuity scheme		393		517
14	**Dividend Paid (including Interim Dividend)**				
	KMP & their Relative:	-		4,666	
	Shri Bipin A. Gala		-		90
	Shri Anil D. Gala		-		132
	Shri Gnanesh D. Gala		-		127
	Shri Shailendra J. Gala		-		140
	Shri Raju H. Gala		-		80
	Shri Sanjeev J. Gala		-		140
	Shri Ketan Bipin Gala		-		98
	Shri Kalpesh H. Gala		-		173
	Smt. Pooja Ketan Gala		-		11
	Shri Archit R. Gala		-		35
	Navneet Trust		-		3,639
	Dividend paid to non-executive director:	-	-	#	
	Dr. Vijay B. Joshi		-		#
	Enterprises owned or significantly influenced by KMP or their relatives:	-		4	
	Smt. Henal T. Mehta		-		4

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
15	**Advance received against asset held for sale**				
	Enterprises owned or significantly influenced by KMP or their relatives, including:	700		-	
	Qualis Ventures LLP		700		-

III) Related Parties Account balances as on 31st March, 2021

(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
1	**Investments**				
	In Equity Shares & preference shares (including Goodwill & net of Group's share of loss)				
	Associates:	13,849		8,572	
	K12 Techno Services Pvt. Ltd.		13,849		8,572
2	**Inter corporate deposit given**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		3,000	
	Allcargo Logistics Limited		-		3,000
3	**Interest Income**				
	Enterprises owned or significantly influenced by KMP or their relatives, including:	-		14	
	Allcargo Logistics Limited		-		14
4	**Balance with post employment benefit Fund**	4,949		4,582	
	Employees' Gratuity scheme		4,949		4,582
5	**Advance received towards asset sale**				
	Enterprises owned or significantly influenced by KMP or their relatives, including:	700		-	

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2020-21 (₹)		2019-20 (₹)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
	Qualis Ventures LLP		700		-
6	**Short term employee benefits (Remuneration / Salary) payable**				
	KMP & their Relative:	44		-	
	Shri Bipin A. Gala		6		-
	Shri Anil D. Gala		6		-
	Shri Gnanesh D. Gala		6		-
	Shri Shailendra J. Gala		6		-
	Shri Raju H. Gala		3		-
	Shri Sanjeev J. Gala		6		-
	Shri Ketan Bipin Gala		6		-
	Shri Kalpesh H. Gala		3		-
	Smt. Pooja Ketan Gala		#		-
	Shri Archit R. Gala		1		-
	Shri Devish G. Gala		1		-
	Shri Aditya S. Gala		#		-
	Shri Siddhant S. Gala		#		-
	Smt. Krisha Archit Gala		#		-
	KMP & their Relative as per the Companies Act 2013:	6		-	
	Shri Deepak L Kaku		2		-
	Shri Amit D Buch		4		-

Footnote:

(i) The above figure excludes provision for gratuity and compensated absences which have been actuarially determined on overall basis.

(ii) Transactions with related parties in the nature of sale of goods, rendering of services, purchase of goods, procurement of services are at arm's length price. The related party transactions and year end balances do not include expenses paid on behalf of related parties and its recovery.

(iii) Above amounts are including taxes (wherever applicable) except Dividend paid during the previous year.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

61 Operating Segments

The Group's operations relates to publication of knowledge based information in educational and general books form as well as electronic media and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market. The company is organised into business units based on its products and services and has three reportable segments as follows

i) Publication

ii) Stationery

iii) Others comprises of revenue from generation of power by windmill, trading items etc.

The accounting principles and policies used in the preparation of the Standalone Financial Statements, as set out in the note on significant accounting policies, are also consistently applied to record assets, liabilities, revenue and expenditure, in individual segments.

[A] The following summary describes the operations in each of the reportable segments

(₹ in Lakhs)

Particulars	Publication		Stationery		Others		Total	
	31-03-2021	31-03-2020	31-03-2021	31-03-2020	31-03-2021	31-03-2020	31-03-2021	31-03-2020
Revenue	32,623	76,900	50,675	74,124	296	515	83,594	151,539
Less : Inter Segment Revenue	-	-	-	-	(137)	(334)	(137)	(334)
Net Revenue	32,623	76,900	50,675	74,124	159	181	83,457	151,205
Other Income	(8)	103	488	1,331	#	-	480	1,434
Segment Revenue	**32,615**	**77,003**	**51,162**	**75,455**	**159**	**181**	**83,937**	**152,639**
Segment Results	**53**	**19,185**	**7,645**	**12,236**	**98**	**272**	**7,796**	**31,694**
Add: Unallocated Other Income / (Expense)							886	808
Less: Financial Expenses							(582)	(1,713)
Less:Unallocable Expenditures							(3,758)	(3,597)
Profit before share of profit/(loss) of an associate and tax							4,342	27,192
Provision for Taxation (Income tax and Deferred tax)							(3,284)	(7,461)
Share in Profit/(Loss) of associate, Minority Interest and Goodwill							4,534	(6)
Profit after taxation							**5,591**	**19,724**

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	Publication		Stationery		Others		Total	
	31-03-2021	31-03-2020	31-03-2021	31-03-2020	31-03-2021	31-03-2020	31-03-2021	31-03-2020
Extraordinary Items (net of tax expense)							-	-
Net Profit after extraordinary Items							5,591	19,724
Segment Assets	49,302	58,770	44,785	49,227	14,399	9,230	108,486	117,226
Unallocated Assets							9,566	11,744
Total Assets							**118,052**	**128,970**
Segment Liabilities	12,966	13,670	7,786	6,407	4	2	20,756	20,078
Unallocated Liabilities							4,210	22,571
Total Liabilities							**24,966**	**42,649**
Capital Expenditure	7,643	5,680	2,221	1,433	-	-	9,864	7,114
Unallocated Capital Expenditure							66	2,851
Depreciation and amortisation on Segmental Assets	2,933	2,923	1,057	1,046	70	80	4,060	4,048
Unallocated Depreciation and amortisation expense							652	640
Non cash items- Allowances for bad and doubtful debts	116	340	1,137	415	-	-	1,252	755

Notes :

(i) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the respective segment, however, revenue and expenses which can not be identified or allocated reasonably to a segment being related to the enterprise as a whole have been grouped as unallocable.

(ii) Segment assets and segment liabilities represent assets and liabilities of respective segments, however the assets and liabilities not identifiable or allocable on reasonable basis being related to enterprise as a whole have been grouped as unallocable.

(iii) The business which have been grouped under "Others" segment comprises of revenue from generation of power by Windmill, Pre School and Trading items etc.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(iv) In publication segment, concentration of revenues from one customer of the Company were Nil and 15.15% of total publication revenue for the year ended 31st March, 2021 and 31st March, 2020 respectively and in stationery segment, concentration of revenues from one customer of the Company were 43.24% and 35.75% of total stationery revenue for the year ended 31st March, 2021 and 31st March, 2020 respectively.

[B] Geographical Segments

(₹ in Lakhs)

Particulars	Outside India					Total
	North & Central America	Africa	Europe	Others	India	
Segment Revenue from operations	27,825	1,048	3,644	5,130	45,810	83,457
	(33,743)	(1,031)	(10,125)	(1,652)	(104,655)	(151,205)
Non-current assets	-	-	-	-	43,056	43,056
	(-)	(-)	(-)	(-)	(39,672)	(39,672)

(Previous year figures are in bracket)

Note: As per IND AS 108, 'Operating Segment', non-current assets considered above are other than financial instruments, deferred tax assets, post-employment benefit assets etc.

62 Additional Information as required by para 2 of General Instructions for preparation of Consolidated Financial Statements as per Schedule III of the Companies Act 2013.

(a) As at and for the year ended 31st March, 2021 (₹ in Lakhs)

Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income (OCI)		Share in Total Comprehensive income (OCI)	
	%	Amount	%	Amount	%	Amount	%	Amount
A **Parent**								
1. Navneet Education Limited (includes dilution gain grouped under exceptional items)	111.60%	1,03,886	186.28%	10,415	97.83%	1,151	170.90%	11,567
B **Subsidiaries**								
Indian								
1. eSense Learning Private Limited	-0.58%	(540)	-25.53%	(1,428)	0.73%	9	-20.97%	(1,419)
2. Navneet Learning LLP	12.74%	11,860	-0.00%	#	0.00%	-	-0.00%	#
3. Indiannica Learning Private Limited	1.56%	1,450	-46.27%	(2,587)	1.39%	16	-37.98%	(2,571)

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income (OCI)		Share in Total Comprehensive income (OCI)	
	%	Amount	%	Amount	%	Amount	%	Amount
4. Navneet EduTech LLP	-0.00%	#	-0.00%	#	-0.00%	#	-0.00%	#
Foreign								
5. Navneet (HK) Limited	0.02%	14	-0.12%	(7)	0.05%	1	-0.09%	(6)
Minority Interest in all subsidiaries	0.04%	39	0.00%	-	0.00%	-	0.00%	-
C **Associates (Investment as per the equity method)**								
Indian								
1. K12 Techno Services Private Limited	0.00%	-	5.03%	281	0.00%	-	4.16%	281
D **Inter-company Elimination & Consolidation Adjustments**	-25.38%	(23,623)	-19.38%	(1,083)	0.00%	-	-16.01%	(1,083)
	100%	**93,086**	**100%**	**5,591**	**100%**	**1,177**	**100%**	**6,768**

(b) As at and for the year ended 31st March, 2020 (₹ in Lakhs)

Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income (OCI)		Share in Total Comprehensive income (OCI)	
	%	Amount	%	Amount	%	Amount	%	Amount
A **Parent**								
1. Navneet Education Limited	111.88%	96,572	111.21%	21,935	101.58%	(1,522)	112.00%	20,413
B **Subsidiaries**								
Indian								
1. eSense Learning Private Limited	-1.56%	(1,347)	-3.47%	(684)	-0.33%	5	-3.73%	(679)
2. Navneet Learning LLP	12.93%	11,160	-0.00%	#	0.00%	-	-0.00%	#
3. Indiannica Learning Private Limited	4.66%	4,022	-9.41%	(1,856)	-0.86%	13	-10.11%	(1,843)
Foreign								
4. Navneet (HK) Limited	0.02%	20	-0.01%	(3)	0.05%	(1)	-0.02%	(3)
Minority Interest in all subsidiaries	0.05%	42	0.00%	-	0.00%	-	0.00%	-

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income (OCI)		Share in Total Comprehensive income (OCI)	
	%	Amount	%	Amount	%	Amount	%	Amount
C **Associates (Investment as per the equity method)**								
Indian								
1. K12 Techno Services Private Limited	0.00%	-	-0.03%	(6)	-0.43%	6	0.00%	#
D **Inter-company Elimination & Consolidation Adjustments**	-27.97%	(24,147)	1.72%	339	0.00%	-	1.86%	339
	100%	**86,321**	**100%**	**19,724**	**100%**	**(1,498)**	**100%**	**18,226**

63 Disclosures as required by Ind AS 103 for Goodwill:

a) Movement of Goodwill: (₹ in Lakhs)

Particulars	For the year ended	
	31st March, 2021	31st March, 2020
Balance at the beginning of the Year	4,567	4,567
Add: Goodwill on acquisition of a subsidiary	-	-
Less: Impairment of Goodwill (refer point (b) below)	(237)	-
Balance at end of the year	**4,330**	**4,567**

b) Goodwill was created in financial year 2016-17 on acquisition of a subsidiary 'Indiannica Learning Private Limited'. Impairment test has been carried out by the management based on the projections as approved by the Managing Director and Chairman of the subsidiary. Some of the assumptions based on which projections are prepared based on market estimates and management judgements which have been relied upon by the auditors.

c) Impairment test for goodwill on acquisition of a subsidiary generated in earlier years:

The Group tests goodwill for impairment annually. During the year ended 31st March, 2021, the management of the holding company has tested carrying amount of Goodwill for impairment and according to such impairment test, provision for impairment of ₹ 237 Lakhs has been made (Previous year: ₹ Nil).

Impairment testing was carried on by the management based on the future projections as approved by the Managing director and Chairman of subsidiary. Key assumptions used in projections are:

• Earnings before interest and taxes (EBIT) margins,

• Growth rate,

• Discount rates etc.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

EBIT margins: The margins have been estimated based on past experience after considering various factors like market share, new publications etc.

Growth rate: The growth rates used are in line with long-term average growth rates of the respective industry and are consistent with the internal / external sources of information. These assumptions based on past experience, market estimates and management judgements.

Discount rates: Discount rates reflects the current market assessment of the risks specific to a Cash Generating Unit (CGU) and estimated based on weighted average cost of capital for respective CGU / group CGU.

The net present value of the future earnings based on the projections is significantly higher than the carrying value of goodwill, hence sensitivity in projections data will not affect impairment test result materially.

Management of the holding company has also performed sensitivity analysis on the above key assumptions to determine value in use.

64 Disclosures in accordance with Ind AS 112 'Disclosure of Interests in Other Entities'

Information of interest of the Company in its investees are given below:

a) Subsidiaries:

Name of the entity	Place of business / country of incorporation	Principal activities	As at 31st March, 2021	As at 31st March, 2020
i) Ownership interest held by the Group				
eSense Learning Private Limited	India	e-learning products & Services	100.00%	100.00%
Navneet Learning LLP	India	investing activities	93.00%	93.00%
Indiannica Learning Private Limited	India	CBSE Content Publication	100.00%	100.00%
Navneet (HK) Limited	Hong Kong	Stationery trading	70.00%	70.00%
Navneet Edutech LLP	India	Publish educational material and provide tech-based educational platform	96.00%	0.00%

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

Name of the entity	Place of business / country of incorporation	Principal activities	As at 31st March, 2021	As at 31st March, 2020
ii) Ownership interest held by non-controlling interests				
Navneet Learning LLP	India	investing activities	7.00%	7.00%
Navneet (HK) Limited	Hong Kong	CBSE Content Publication	30.00%	30.00%
Navneet Edutech LLP	India	Publish educational material and provide tech-based educational platform	4.00%	0.00%

b) Interest in associates:

K12 Techno Services Private Limited engaged in the business of providing various services to education institutions in India. K12 Techno Services Private Limited is not listed and hence quoted prices are not available.

Investment in entities in which significant influence exists but not a controlling interest are accounted for under the equity method i.e. the investment is initially recorded at cost, identifying any goodwill arising at the time of acquisition, as the case may be, which will be inherent in investment.

The following table summarises the financial information of K12 Techno Services Private Limited as included in its financial statements. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in K12 Techno Services Private Limited.

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020 (Refer note 64.1 below)
Investment in associate (share in % - Equity shares including Compulsorily Convertible Preference Shares into equity) (Refer note 9.1)	27.69%	33.45%
Current assets	24,580	7,106
Non-current assets	26,401	21,390
Current liabilities	6,550	7,959
Non-current liabilities	1,760	2,285
Net Assets	**42,671**	**18,252**
Proportion of the Group's share of net assets	11,816	6,105

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020 (Refer note 64.1 below)
- In equity and preference shares (including securities premium)	11,859	11,159
- Share of profit / (loss) in retained earnings	(2,305)	(2,587)
- Dilution Gain	4,252	-
Carrying amount	**13,806**	**8,572**

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020 (Refer note 64.1 below)
Total Income	10,821	10,652
Profit or loss from continuing operations (after tax)	**735**	**(278)**
Other comprehensive income	5	(5)
Total comprehensive income	**740**	**(283)**

(₹ in Lakhs)

Particulars	31st March, 2021	31st March, 2020 (Refer note 64.1 below)
Group share in profit / (loss):		
- Current year (based on unaudited)	198	10
- Previous year (based in audit during the year) (Refer note 64.1 below)	83	(16)
Group's share of profit / (loss)	**281**	**(6)**
Group's share of OCI (including impact for previous year)	-	6
Group's share of total comprehensive income	**281**	**#**

64.1 Above financial information for the year ended on 31st March, 2021 is unaudited management approved financial statements and for the year ended on 31st March, 2020 is audited, however in previous year associate is consolidated based on unaudited management approved financial statements, impact of difference between audited and unaudited figures is given in current year.

Notes on Consolidated Financial Statements

for the year ended 31st March, 2021

64.2 During the year ended 31st March, 2021, the Group had made additional investment in associate company 'K12 Techno Services Private Limited' of ₹ 700 Lakhs and the said associate has also issued additional convertible securities to existing / new investors leading to dilution of Group's share from 33.45% to 27.69% of the associate on a fully diluted basis. Consequent to the said dilution, gain on deemed disposal of ₹ 4,252 Lakhs was accounted during the year ended 31st March, 2021 in accordance with the requirements of Ind AS 28 and the said gain has been shown as an exceptional item, further the deferred tax liability of ₹ 973 Lakhs on this gain has been considered under serial number X 'Tax Expenses' under the sub-heading deferred tax.

65 Details of the sources of estimation uncertainty in related to significant accounting estimates and judgements:

i) Impairment testing for licenses under intangible assets, internally generated intangible assets and Goodwill on consolidation

Refer note 2.4 (b) of significant accounting policies and note 7.2, 7.3 and 63 for significant accounting estimates and judgements used in performing impairment test on licenses under intangible assets, internally generated intangible assets and Goodwill on consolidation.

ii) Provision for employee benefits

Refer note 2.4 (e) of significant accounting policies and note 59(b) for significant accounting estimates and judgements used and it's financial impact of sensitivity of such assumptions.

66 Additional Information as required by para 7 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either Nil or Not Applicable.

67 Previous Year Figures have been regrouped/rearranged wherever necessary.

As per our report of even date attached hereto

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-

Sandeep Shah
Partner

Membership Number: 37381

Place: Mumbai

Date : 27th May, 2021

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Deepak L. Kaku
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place: Mumbai

Date : 27th May 2021