

07<sup>th</sup> November, 2022

To  
The Manager – CRD,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code: 526677**

To  
The Manager,  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor, Plot No. C/1  
Bandra Kurla Complex, Bandra (East),  
Mumbai- 400 051  
**Symbol: KEEPLEARN**

Dear Sir/Madam,

**Subject: Outcome of Board meeting held of DSJ Keep Learning Limited (“the Company”) held on 07<sup>th</sup> November 2022.**

Pursuant to the Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘Listing Regulations’), this is to inform you that the Board of Directors of the Company at their meeting held today i.e. Monday, 07<sup>th</sup> November, 2022 has, inter-alia,

- Considered and Approved the Unaudited Financial Results of the Company for the quarter and half year ended 30<sup>th</sup> September 2022 and took note of the Limited Review Reports issued by the Statutory Auditors on the Unaudited Financial Statements of the Company for the quarter and half year ended 30<sup>th</sup> September, 2022.
- The Copy of the said Unaudited Financial Results of the Company as approved by the Board of Directors together with the Limited Review Reports thereon for the quarter and half year ended 30<sup>th</sup> September, 2022 are attached.



The Meeting of the Board of Directors commenced at 7:00 p.m. and concluded at 08:40 p.m.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

**For DSJ Keep Learning Limited**  
**(Formerly known as DSJ Communications Limited)**

*Jaiprakash*

**Jaiprakash Gangwani**  
**Company Secretary & Compliance Officer**  
**(ACS:55760)**



Encl.: A/a

DSJ KEEP LEARNING LIMITED  
(Formerly known as DSJ Communications Limited)  
CIN : L80100MH1989PLC054329  
Regd. Office: 419-A, Arun Chambers, 4th Floor, Tardeo, Mumbai-400034  
Tel: 022-43476017 Email id: compliance@dsjkeeplearning.com, Website: dsjkeeplearning.com

STATEMENT OF UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30th Sept, 2022

(Rs in Lakhs except EPS)

Sr. No.	Particulars	Quarter Ended			Half Year ended		Year Ended
		30.09.2022 (Un-audited)	30.06.2022 (Un-audited)	30.09.2021 (Un-audited)	30.09.2022 (Un-Audited)	30.09.2021 (Un-Audited)	31.03.2022 (Audited)
I	Income						
	(a) Revenue From Operations	158.66	110.74	111.71	269.40	180.32	482.06
	(b) Other Income	-	-	2.15	-	5.03	13.11
	<b>Total Income</b>	<b>158.66</b>	<b>110.74</b>	<b>113.86</b>	<b>269.40</b>	<b>185.35</b>	<b>495.17</b>
II	Expenses						
	(a) Employees Benefit Expenses	64.41	69.65	28.32	134.06	55.32	179.08
	(b) Finance Costs	6.62	6.46	11.08	13.08	17.25	32.62
	(c) Depreciation	4.64	4.52	0.06	9.16	0.09	5.22
	(d) Other Expenditure	74.65	29.60	46.69	104.25	72.87	180.47
	<b>Total expenses</b>	<b>150.32</b>	<b>110.23</b>	<b>86.15</b>	<b>260.55</b>	<b>145.54</b>	<b>397.39</b>
III	Profit before exceptional items and tax	8.35	0.51	27.71	8.86	39.81	97.78
IV	Exceptional items	-	-	-	-	-	-
V	Profit/(Loss) before tax	8.35	0.51	27.71	8.86	39.81	97.78
	Tax Expense						
	(a) Current tax	-	-	-	-	-	-
	(b) Deferred tax	5.41	-28.15	0.47	-22.74	0.80	29.62
VI	Total tax expenses	5.41	-28.15	0.47	-22.74	0.80	29.62
VII	Net Profit/(Loss) for the period	13.76	-27.64	27.24	-13.89	39.01	127.40
VIII	Other Comprehensive Income (Net of Taxes)						
	(a)(i) Items that will not be reclassified to profit or loss	-	-	-	0.00	-	-0.24
	(a)(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	0.06
	(b)(i) Item that will be reclassified to profit or loss	-	-	-	-	-	-
	(b)(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
IX	Total other Comprehensive Income (net of taxes)	-	-	-	-	-	-0.18
X	Total Comprehensive Income for the period	13.76	-27.64	27.24	-13.89	39.01	127.22
XI	Net Profit/(Loss) for the period	13.76	-27.64	27.24	-13.89	39.01	127.22
XII	Paid-up equity share capital (Face Value of Re 1/- each)	774.41	774.41	732.97	774.41	732.97	774.41
XIII	Reserve excluding Revaluation Reserve as per balance sheet of Previous accounting Year						-819.46
XIV	Earnings per equity share						
	(i) Basic earnings Profit/(loss) per share	0.02	-0.03	0.04	-0.02	0.05	0.16
	(ii) Diluted earnings Profit/(loss) per share	0.02	-0.03	0.04	-0.02	0.05	0.16

**Notes on Financial Results:**

- The above unaudited financial results for the quarter and half year ended 30th September 2022 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on Monday, 07<sup>th</sup> November, 2022.
- The above unaudited standalone financial results for the quarter and half year ended 30th September 2022 have been prepared in accordance with the applicable Indian Accounting Standards as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India in compliance with Regulation 33 of the Listing Regulations.
- These standalone financial results have been prepared in accordance with the recognition and measurement principles of Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time and other generally accepted accounting practices and principles.
- \*Other expenses\* for the quarter ended 30.09.2022 includes loss on fair valuation of financial instruments of Rs 0.49 Lakhs Similarly, \*Other Income\* for the quarter ended 30.09.2021 represents gain on fair valuation of financial instruments of 4.93 lakhs.
- The Company has only one operating & reportable segment i.e. Education activities, during the quarter and half year ended 30th September, 2022 therefore disclosures as required by Ind-As 108, 'Operating Segments' are not given.
- On 19th October, 2022, the Board of Directors of the Company has approved the issue of 43,61,885 equity share of Re 1/- each on Preferential basis to M/s. New Bonanza Impex Private Limited, a Promoter Group Entity, by converting a part of existing loan advanced to the company into equity. The Company has received the in-principal approval from stock exchanges and the listing application is under process.
- The figures of the previous year / period / quarter are regrouped / rearranged / reclassified, wherever necessary.

By the order of Board  
For DSJ Keep Learning Limited

SANJAY PADODE  
Chairman and Managing Director  
DIN : 00338514

Place : Mumbai  
Dated: 07th Noember, 2022

**DSJ KEEP LEARNING LIMITED**  
(Formerly known as DSJ Communications Limited)  
(CIN No. L80100MH1989PLC054329)

Statement of Assets and Liabilities:

(Rs in Lakhs)

Particulars	30th September 2022	31st March 2022
<b>ASSETS</b>		
<b>1. Non Current Assets</b>		
a) Property, Plant & Equipment	72.71	36.83
b) Intangible Assets under Development	21.58	35.00
c) Financial Assets		
i) Investments	13.85	22.76
ii) Loans	-	-
d) Deferred Tax Assets(Net)	5.88	28.62
<b>Subtotal(A)</b>	<b>114.02</b>	<b>123.21</b>
<b>2. Current Assets</b>		
a) Financial Assets		
i) Trade Receivables	193.50	262.22
ii) Cash and Cash Equivalents	15.70	27.41
iii) Other Bank Balances	0.13	0.13
iv) Others	1.01	4.52
b) Current Tax Assets (Net)	51.09	50.64
c) Other Current Assets	18.50	10.71
<b>Subtotal(B)</b>	<b>279.93</b>	<b>355.63</b>
<b>Total(A+B)</b>	<b>393.95</b>	<b>478.84</b>
<b>EQUITY AND LIABILITIES</b>		
<b>3. Equity</b>		
a) Share Capital	774.41	774.41
b) Other Equity	-833.34	-819.46
	-58.93	-45.04
<b>4. Liabilities</b>		
<b>Non-Current Liabilities</b>		
<b>(a) Financial Liabilities</b>		
i) Borrowings	298.94	291.03
ia) Lease Liabilities	28.67	22.59
b) Provisions	22.94	2.04
	350.55	315.66
<b>5. Current Liabilities</b>		
<b>(a) Financial Liabilities</b>		
i) Lease Liabilities	-	11.86
ii) Trade Payables		
(a) Total outstanding dues of micro enterprises and small enterprises; and	6.33	5.70
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	35.80	85.47
iii) Other Financial Liabilities	0.72	0.71
b) Other Current Liabilities	38.59	96.73
c) Provisions	20.89	7.74
	102.34	208.22
<b>Total</b>	<b>393.95</b>	<b>478.84</b>

For on behalf of the Board

Sanjay Padode

Chairman and Managing Director

DIN :00338514


DSJ KEEP LEARNING LIMITED  
(Formerly known as DSJ Communications Limited)  
(CIN No. L80100MH1989PLC054329)

Cash Flow Statement for the Half year ended 30th September 2022

(Rs in Lakhs)

Sr.No.	Particulars	For the Half Year Ended 30/09/2022	For the Year 31/03/2022
<b>A</b>	<b>Cash Flow from Operating Activities</b>		
	Net Profit Before Tax and Extraordinary Items	8.86	97.78
	Adjustments for :		
	Depreciation	9.16	5.22
	Dividend received	-	(0.11)
	Interest Income	-	(2.63)
	(Gain) / Loss on fair value of investments	(8.90)	(10.41)
	Interest Expenses	11.46	31.07
	Provision for Doubtful Advances	-	-
	Tax Paid under Vivaad Se Vishwas Scheme	-	-
	Interest on Lease Liability	1.60	1.23
	Interest under MSMED Act	-	0.17
	Sundry Balances written back	-	0.06
		-	-
	<b>Operating Profit Before Working Capital Changes</b>	22.18	122.38
	Adjustments for :		
	(Increase)/Decrease in Trade Receivables	68.72	(247.56)
	(Increase)/Decrease in other financial & current assets	(4.28)	(14.82)
	Increase/(Decrease) in Other Current Liabilities	(44.63)	90.71
	Increase/(Decrease) in Provisions	34.05	9.54
	Increase/(Decrease) in Trade Payable	(49.04)	80.87
		-	-
	<b>(Increase)/Decrease in Net Current Assets</b>	4.82	(81.27)
	<b>Cash Generated from Operations</b>	27.00	41.12
	Direct Taxes Paid	(51.09)	(48.59)
	<b>Net Cash from Operating Activities</b>	(24.09)	(7.47)
		-	-
<b>B</b>	<b>Cash Flow from Investing Activities</b>	-	-
	Purchase of Property, Plant & Equipment	23.45	(38.73)
	Dividend received	-	0.07
	Interest received	-	2.63
	<b>Net Cash Used in Investing Activities</b>	23.45	(36.03)
		-	-
<b>C</b>	<b>Cash Flow from Financing Activities</b>	-	-
	Term Loan Taken / (Repaid)	(3.55)	33.87
	Proceeds from issue of shares under preferential allotment	-	41.45
	Payment towards Lease	(7.39)	(4.92)
		-	-
	<b>Net Cash from Financing activities</b>	(10.94)	70.40
		-	-
	<b>Net Increase in Cash &amp; Cash Equivalents</b>	(11.58)	26.89
		-	-
	Cash & Cash Equivalents at the beginning of Year	27.41	0.52
		-	-
	Cash & Cash Equivalents at the end of the Year	15.83	27.41

Notes: The figures of the previous year / period / quarter are regrouped / rearranged / reclassified, wherever necessary.

For and on behalf of the Board of  
  
**Sanjay Padode**  
 Chairman and Managing Director  
 DIN: 00338514

# JAYESH DADIA & ASSOCIATES LLP

CHARTERED ACCOUNTANTS

422, Arun Chambers, Tardeo, Mumbai - 400034. Tel.: +91-22-66602417 / 66601056 Fax : +91-22-66602418  
E-mail: info@jdaca.com Website : www.jdaca.com

## Independent Auditor's Review Report on the review of Standalone Financial Results

**The Board of Directors**  
**M/s. DSJ Keep Learning Limited**  
**(Formerly known as DSJ Communications Limited)**  
**Mumbai,**

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of DSJ Keep Learning Limited (Formerly known as DSJ Communications Limited ('the Company')) for the quarter & six month period ended 30<sup>th</sup> September, 2022 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, as amended. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors in their meeting held on 7<sup>th</sup> November, 2022. Our responsibility is to issue a conclusion on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan & perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to enquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Jayesh Dadia & Associates LLP**  
**Chartered Accountants**  
**Firm Registration No. 121142W / W100122**

  
**Rahil Dadia**  
**Partner**

**Membership No. 143181**  
**Mumbai**

**Dated: 7<sup>th</sup> November, 2022**  
**UDIN: 22143181BCLGZA9975**

