

September 05, 2020

The General Manager
Bombay Stock Exchange Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai – 400 001
BSE Scrip Code: 533260

The Manager,
National Stock Exchange of India Limited
Exchange Plaza, C/1, Block G
Bandra-Kurla Complex,
Bandra (East)
Mumbai – 400 051
Scrip Symbol: careerp

Sub: Annual Report 2019-20

Dear Sir/ Madam,

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are forwarding herewith a copy of Annual Report for the financial year 2019-20.

The aforesaid Annual Report has also been placed on the website of the Company viz. www.cpil.in.

Kindly take annual report on records.

Thanking you,

Yours truly,
For Career Point Limited

Tarun Kumar Jain
Company Secretary and Compliance Officer

Enclosed: Annual Report 2019-20

Every student has the **Right to Quality Education**

ANNUAL REPORT **2019-20**

e-Learning Solutions



eCareerPoint.com

School Education



Career Point World School

Pre-School



Global Kids

Vocational Education



Career Point Skillzone

Higher Education



Career Point University

Tutorial Service



Pre-Engineering, Pre-Medical
Pre-Foundation



CAREER POINT

BOARD OF DIRECTORS

Mr. Pramod Maheshwari
Chairman, Managing Director and CEO

Mr. Om Prakash Maheshwari
Executive Director and CFO

Mr. Nawal Kishore Maheshwari
Executive Director

Mr. Mahesh Gupta
Director

Mr. Pawan Kumar Lalpuria
Director

Mr. Ram Swaroop Chaudhary
Director

Mr. Vishal Jain
Director

Mrs. Neelima Maheshwari
Director

Mr. Jagdish Prasad Sarda
Director

Mrs. Divya Sodani
Director

Company Secretary

Mr. Tarun Kumar Jain

Statutory Auditors

M/s Lodha & Co.
Chartered Accountants

Internal Auditors

M/s BDG & Associates
Chartered Accountants

Secretarial Auditor

Mr. Sourabh Mishra
Practicing Company Secretary

Bankers

HDFC Bank Limited

ICICI Bank Limited

State Bank of India

Yes Bank Limited

Union Bank of India

Kotak Mahindra Bank

Indusind Bank



Registered & Corporate Office

CP Tower-1, Road No. 1, IPIA, Kota – 324 005,
Rajasthan, India

Corporate Identification Number (CIN)

L72200RJ2000PLC016272

Registrar and Share Transfer Agent

Link Intime India Private Limited

C-101, 247 Park,

LBS Marg, Vikhroli (West)

Mumbai – 400 083 India

Tel: +91 22 4918 6000

Fax: +91 22 4918 6060

Website: www.linkintime.co.in

Websites

www.cpil.in

www.cpuniverse.in

www.careerpoint.ac.in

www.ecareerpoint.com

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Disclaimer

In this annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements- that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in assumptions. The achievements of results are subject to risks, uncertainties, and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated estimated, or projected. Readers should keep this in mind. We undertake no obligation to publicly update and forward-looking statements, whether as a result of new information, future events or otherwise.

Career Point at a Glance

Career Point Limited is a leading Indian education company with diversified and integrated solutions across the education value chain. With a strong foundation of academic excellence since year 1993, Career Point caters to the needs of a student throughout the life cycle of a student (K.G. to Ph.D). The company focuses on creating a bright future with strong foundations while delivering great value to each stakeholder.

Career Point operates in both the Formal and Informal education streams including Pre-school, School Education, Test-Prep, e-Learning, Higher Education and Vocational Education. While transforming lives through the power of education, CP Universe has become a benchmark in education space through unique teaching aids, ultimate personal care and continued focus on the responsibility that students, parents and investors entrusted on brand 'Career Point'.

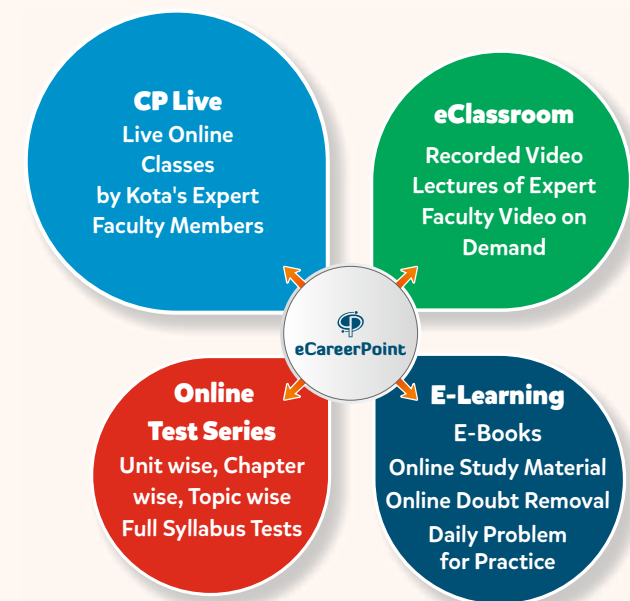
In the Informal Education system, Career Point has established a strong niche in competitive exams and school curriculum tutoring through a nationwide extensive network of Company operated branches; Franchisee centers; School integrated programs; e-Learning solutions; and Distance learning courses. In the Formal Education stream, Career Point Group empowers students on both professional development and degree-awarding courses in various streams at multiple geographies through K-12 Schools, Colleges and private Universities.

SERVICE OFFERING – KG to Ph.D

Informal Education (Test-Prep Division)		Formal Education Division	
Tutorial Service NEET, JEE, NTSE, Foundation 	eLearning Service NEET, JEE, NTSE, Foundation 	School Education KG to Grade-XII 	University Education Diploma, UG, PG, PhD 
CAREER POINT version 2.0 	eClassRoom Recorded Video Lectures with Online & Offline Support CP LIVE a unit of CAREER POINT LTD. Online Tests Online Assessment & Feedback 	GLOBAL KIDS  CAREER POINT gurukul SCHOOL CO-ED RESIDENTIAL SCHOOL, KOTA	CAREER POINT UNIVERSITY KOTA CAREER POINT UNIVERSITY HAMIRPUR C.P.I.S.D Career Point Institute of Skill Development
Integrated Solution Provider across Education value chain throughout the Life Cycle of a Student.			

eCareerPoint

Replica of Classroom Coaching



Kota Coaching Now at your home
24x7 Online Learning Solution

CAREER POINT UNIVERSITY

KOTA
(RAJASTHAN)

HAMIRPUR
(HIMACHAL PRADESH)

Universities with **Best Academics,**
Best Exposure & Best Placements in the Region



CPU Quick Facts

- 572+** National Int'l Convergence
- 650** Research Publication
- 700+** International Journal
- 178+** National Journal
- 60+** Chapter in Books
- 375+** Companies Visited
- 2700** Placements



Best Academic System with Experienced Faculty



Credit Based Interdisciplinary Flexible Curriculum



Experiential Learning & Corporate Interaction



Dedicated Training & Placement Cell



Courses from World's Top Universities

- Engineering & Technology
- Commerce & Management
- Computer Application
- Agricultural Sciences
- Legal Studies & Governance
- Education
- Health & Allied Sciences
- Basic & Applied Sciences
- Arts & Humanities
- Library & Information Science
- Research & Higher Studies
- Hotel Management
- Yoga Science
- Arts Culture & Languages
- Yoga Sciences
- Forestry
- Veterinary Pharmacist
- Travel & Tourism

Our Recognitions & Approvals



Our Knowledge Partners



Classroom Coaching

Company Branches


- Company delivers its classroom training programs through a physical network of company operated learning centers.
- Branch campuses are mix of owned & leased mode.
- Company operated learning centers also enable Career Point to test and refine new educational programs, marketing plans and learning center management procedures before offering these programs & procedures to its franchisees.

Franchisees Centers


- The Company operates franchisees centers wherein it enters into an agreement, granting a license to operate centers and use the "Career Point" brand within a specified territory for fixed period.
- Career Point receives a fixed license fee from franchisees, in addition it also receives an on-going variable royalty.
- The Company also generates revenues from sale of study material to franchisee centers.
- Franchisees are required to maintain quality standards and going forth the Company would look to renew licenses for only those franchisees that adhere to the most stringent standards.

School Associations


- Career Point partners with schools to provide tutorial services to students of partner schools in their school premises.
- This integrated delivery format adds value to school system by synchronizing school education and competitive exam preparation.
- Schools provides a captive student base and existing infrastructure that results in increased penetration and market share while boosting margins for the Company.



NEET, JEE, NTSE & Olympiad



NEET, JEE, NTSE & Olympiad



School Integrated Coaching Programs

e-Learning Delivery

CP LIVE

a unit of CAREER POINT LTD.

Live Online Regular Classes by experts faculties with interactive facility & multiple program offerings

- Long Term Program
- Medium Term Programs
- Short Term Programs
- Micro Programs

CPeTutor

Recorded Video Lectures

Recorded Video Courses and accessible anytime on any device through App or Pen Drive

- Full Syllabus Lectures
- Topic Specific Lectures

CPeTest

Online Test Series

Online Test Series and assessment to provide real-time exam experience along with performance review

- Complete Course Test Series
- Crash Course Test Series

CPeDLP

Online Test, DPP & eBooks

Distance Learning Program through eBooks and topic wise DPP (Daily Practice Problem)

- Full Syllabus Study Package
- Revision Study Material



CHAIRMAN'S LETTER

The year 2019-20 has witnessed rapid changes in the knowledge landscape, changes at all levels including regulatory, economic, technology and changes in all divisions of the education including test-prep, higher education and school education. Indeed, the quickly changing landscape and ecosystem offers a range of opportunities. The requirement is to be flexible, innovative and have a visionary approach.

During FY2019-20, Career Point continued its business operations with constant focus on delivering quality education to the learners. The company launched Career Point Version 2.0 initiative for both offline and online Test Prep business to make education delivery more effective, flexible, affordable and relevant.

We launched SmartPrep methodology which is unique to Career Point's coaching system and focus on life skill development along with academics to realize the best potential of a student for a successful career. The new online initiative not only provided operating efficiency but also an opportunity to grow multifold in several sub-verticals of the Test Prep universe. In addition to reforms in test-prep division, Career Point's growth was continually fuelled by Formal education division that is highly sustainable and annuity driven.

Let me share an overview on recent 3 key business updates related to Career Point's business operations:

1. Technological Initiatives
2. Impact of Covid-19
3. New Education Policy

1. Technological Initiatives

The online business of the Career Point is high-growth, early stage business, Though the online business of the Career Point is high-growth, early stage business, which provide huge growth opportunity to the company. As per one of the research report by KPMG, India's online education is set to reach at close to USD 2bn with around 10 mn users. In this Test-Prep would be the fastest growing category with a growth rate of 64%. Let me also state the fact that these numbers were pre-Covid assumptions. Not to be surprised, the numbers should be much higher in the post-Covid scenario. The important point for us, as stakeholders at Career Point, is that our offering has all ingredients to achieve success in the online education. We also strongly recognize the social value and the market impact of e-Learning that is evident in our ongoing explorations and development in this area.

We are unique in our online education offering because our online education delivery model is built on offline delivery modes with added features of due to use of technology. We are in the opinion that online education is not a new product; we consider it an improved tool for better learning experience to our students.

Career Point follows a blended tutor engagement model of on-roll as well as partnered faculties. This model not only offers required operational and financial efficiency to the division but also facilitates accelerated category expansion with best available faculty resources in each course.

We are different in our approach as our KPIs for this segment is not limited to the number of users. Our KPIs for this business also include the learning outcome, application of the knowledge and sustainability etc. And, the sustainability is not just about growth or profitability but also the flexibility to add new courses, curriculum, languages etc.

Being an education company in existence for almost 3 decades and an established successful brand, we do get our moats in this field. As the education is naturally an operation intensive industry. Our know-how and expertise on operational perspective is better than other people. This we have already proven while venturing from test-prep to schools, universities or vocational education. Within test-prep; from branch operations to franchisee network, school integrated programs and now on the online education space.

We are in investment phase to innovate our products, technology and operational efficiency while keeping a full attention to other necessary details. We will continuously spend more efforts to further pursue a superior online business model that brings the students lasting successful learning experiences and the positive outcomes for the Company in longer run.

2. Impact of Covid-19

The Covid-19 outbreak is a human tragedy and unlike anything experienced by humankind in the recent past. The outbreak has growing impacts on the global economy which are likely to be continued directly or indirectly in the coming future. The education sector has also been dramatically transformed as a result of the Covid19. Schools to Universities, Career Point to Harvard, all educational institutions were closed all over the world. Exams including majors like JEE, NEET, SATS, GRE, GMAT were suspended with absolute uncertainty about the future.

No doubt, that the Covid-19 pandemic unleashed the biggest calamity that disrupted existing set-up of the education sector. However, as they say, every cloud has a silver lining. The pandemic has opened the doors to take advantage of the multiple opportunities still untapped in the sector. The players who are open, flexible and attentive used this as an opportune time for their organizational development.

Being among the pioneers, Career Point redefined the conventional coaching and tapped the benefits that will continue even after the Corona crisis. Though the immediate impact appears to be negative on some of the business units mainly due to closure of physical study centers/campusus, however, the management is in opinion that the situation has opened the doors to take advantage of the multiple opportunities still untapped in the education sector.

Company's most ambitious elearning project – eCareerPoint App – was launched in midst of the crisis. Very quickly, Career Point achieved its top position in online

coaching among other Kota coaching institutes. A division-wise description of Covid19 impact along with strategies to tap potential new opportunities was chartered. The result of this foresight not only benefits to Career Point, but also to students and society at large.

3. National Education Policy:

The new education policy is announced on 29th July 2020. It's thrust upon experiential learning and making education more flexible is likely to result in holistic development of the students. A lot of efforts on making education more inclusive and equitable are really appreciable. Addition of contemporary subjects was need of the hour to make education more relevant.

The focus on Technology will certainly play an important role in the improvement of educational processes and outcomes. It should not only enhance learning, assessment, planning, administration, but also be helpful in reaching quality education to underprivileged students or children at remote locations.

A common entrance examination is a great initiative and will help all the students preparing for different competitive examinations. Integration of vocational education from the school level will improve the employability of pass-out students. Teachers training and their continuous professional development would not only advance the quality in teaching but also enhance their level of motivation.

Single regulator in higher education is a welcome step for the industry as a whole. Invitation to foreign universities will improve overall service delivery and partnership opportunities for the existing Indian education players.

From Career Point's perspective, as the company has presence across the education value chain from KG to PhD, we believe these reforms at all levels would be very supportive to our business operations. We are excited on its gradual implementation and looking forward for the positive outcomes.

With these updates, I would like to share my optimism supported by our greater efforts in positioning company for the next leg of growth. Thank you all for your consistent support and trust in the brand 'Career Point' Let me also take this opportunity to wish all the stakeholders for a healthy and prosperous future.

With best wishes

Pramod Maheshwari

INDUSTRY INSIGHT

Union Budget 2020-21 – Highlights on Education Sector

Budget Expense (Rs Crs)	2017-18	2018-19	2019-20	2020-21
On Education	80,215	83,626	94,854	99,312
% of Total Expense	3.7%	3.4%	3.4%	3.3%
National Education Mission	29,455	32,334	38,547	38,860.5
% of Total Education	37%	39%	41%	39%

Education Sector Outlay (Rs Crs)	RE 2019-20	BE 2020-21
On Total Education sector (a + b)	94,853.64	99,311.52
a) School Education and Literacy (i+ii)	56,536.63	59,845
i) National Education Mission	36,292.3	38,860.5
ii) Mid-day Meals in Schools	9,912.21	11,000
b) Department of Higher Education (i+ii+iii)	38,317.01	39,466.52
i) Indian Institutes of Technology	6,559.95	7,332
ii) Indian Institute of Management	500.53	476
iii) Improvement in Salary Scale of Teachers	1,800	1,900

RE: Revised Estimates, BE: Budgeted Estimates

- ₹ 99,311.52 crores allocated for Education sector with y-o-y increase of 4.7%
- ₹ 3,002.21 crores allocation to skill development compared to ₹ 2,531.04 crore in FY20
- Of the total, ₹ 59,845 crores pegged for the school sector and rest ₹ 39,466.52 crores allocated to the higher education
- National Education Policy to be announced soon, government has received over 2 lakh suggestions on it
- Govt. has proposed to attract more external commercial borrowing (ECB) and FDI in the education sector to enable greater inflow of finance and delivery of higher quality education
- Under the 'Study in India' programme, a new examination Ind-SAT is proposed to be held in Asian and African countries for admissions and scholarships in Indian institutions
- ₹ 65 crores allocated for 'Study in India' in FY2020-21 compared to rupees 32 crore in revised estimate FY2019-20
- Degree-level online education programmes to be offered by select higher educational institutions among the top 100 of National Institutional Ranking framework
- 150 higher educational institutions will start apprenticeship-embedded degree/diploma courses by March 2021 to boost job opportunities
- Announced a proposal of setting up a National Police University and National Forensic Science University in the domain of policing science forensic science and cyber-forensics
- Proposed to attach a medical college to an existing district hospital in PPP mode
- Announced a programme in urban local bodies to provide internships to fresh engineers for up to one year
- Bridge courses would be designed in conjunction with professional bodies to improve skill-sets of teachers, nurses, paramedics and care-givers
- Announced to set up an independent National Recruitment Body for conducting online common entrance test for all the non-gazetted posts.

Govt. of Rajasthan Budget 2020-21 – Highlights on Education Sector

- ₹ 39,524 crores allocated for Education sector of total revenue receipts of ₹ 1.73 Lac Cr
- 167 English medium schools - Gandhi Schools - at block levels
- ₹ 25 crores for extra disciplines in 500 schools
- 66 Girls residential schools - Kasturba Gandhi Schools - to be opened
- New schools of class 8th to 12th in remaining territories under RTE
- E-content bank - Rajiv Gandhi e-content bank - to be established
- E-classrooms in 229 ITIs
- Artificial Intelligence lab to be set-up
- ₹ 75 crores allocation for Startups under Rajiv at 75 fund
- Expense on construction of 6 new medical colleges
- Mukhyamantri Koushal Margdarshan Yojna from Class 11th
- 10,000 students to be trained by RSLDC and Skill University

NATIONAL EDUCATION POLICY (NEP) 2020

ABBREVIATIONS

- ABC: Academic Bank of Credit
- AEC: Adult Education Centres
- CABE: Central Advisory Board of Education
- CBCS: Choice Based Credit System
- CPD: Continuous Professional Development
- ECCE: Early Childhood Care and Education
- EEC: Eminent Expert Committee
- GEC: General Education Council
- HEGC: Higher Education Grants Commission
- HEI: Higher Education Institution
- IDP: Institutional Development Plan
- IES: Indian Education Service
- LSS: License to Start a School
- MERU: Multidisciplinary Education and Research University
- NAA: National Accreditation Authority
- NACSE: National Assessment Centre for School Education
- NAS: National Achievement Survey
- NCF: National Curriculum Framework
- NEAT: National Educational Alliance for Technology
- NHEQF: National Higher Education Qualification Framework
- NHERA: National Higher Education Regulatory Authority
- NPST: National Professional Standards for Teachers
- NTA: National Testing Agency
- ODL: Open and Distance Learning
- PARAKH: Performance Assessment, Review, and Analysis of Knowledge for Holistic Development
- PSSB: Professional Standard Setting Bodies
- RPL: Recognition of Prior Learning
- RSA: Rashtriya Shiksha Aayog
- SEZ: Special Education Zones
- SEDG: Socially and Economically Disadvantaged Groups
- SQAAP: School Quality Assessment & Accreditation Framework
- SSSA: State School Standards Authority
- TEI: Teacher Education Institutions

BRIEF OVERVIEW

On 29th July 2020, the Union Cabinet announced a new National Education Policy. Earlier, the National Policy on Education was promulgated in 1968, then was framed in 1986 and further modified in 1992. TSR Subramanian (ex-head of environmental panel) was the Chairman of drafting committee comprising J S Rajput – former NCERT chairman and Shailaja Chandra – former chief secretary.

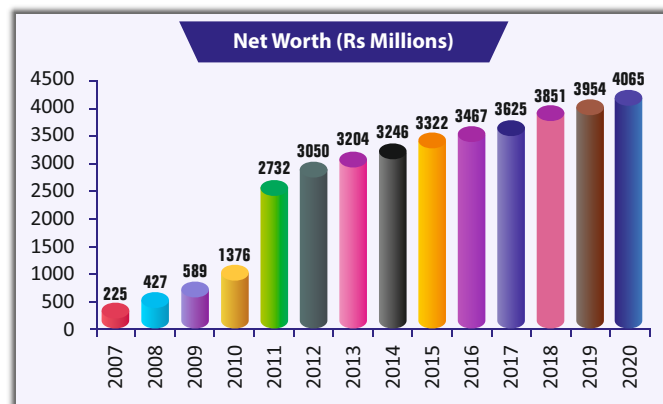
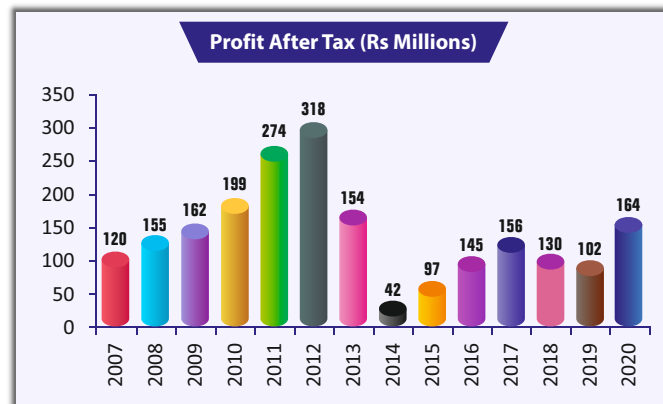
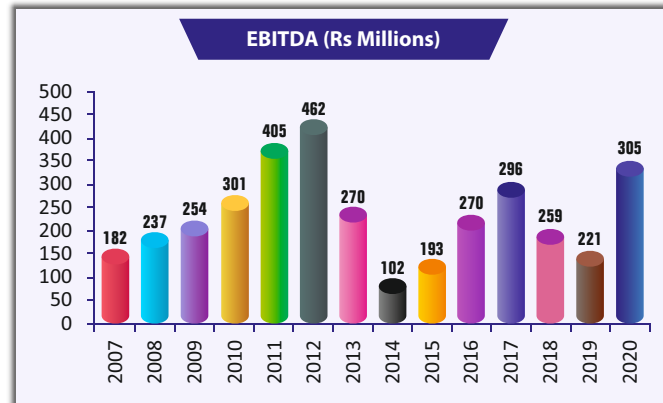
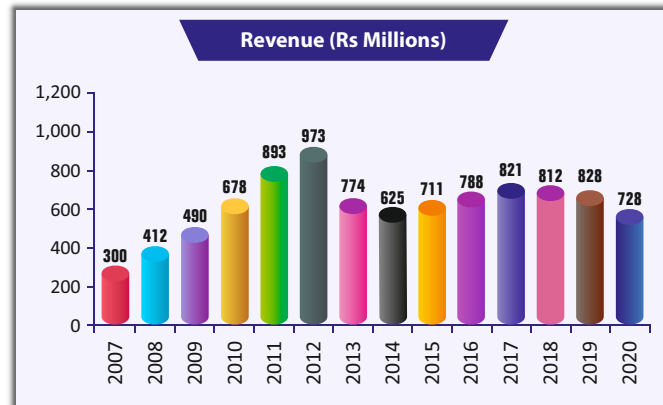
Before drafting current policy, govt. identified 33 themes for public discussion through online, grassroot and national level including 13 on School Education and 20 on Higher Education. The bottom-up approach by Ministry of Education (erstwhile HRD ministry) for formulating this policy is really commendable and we look forward for positive outcomes from it.

Key highlights of the new education policy include:

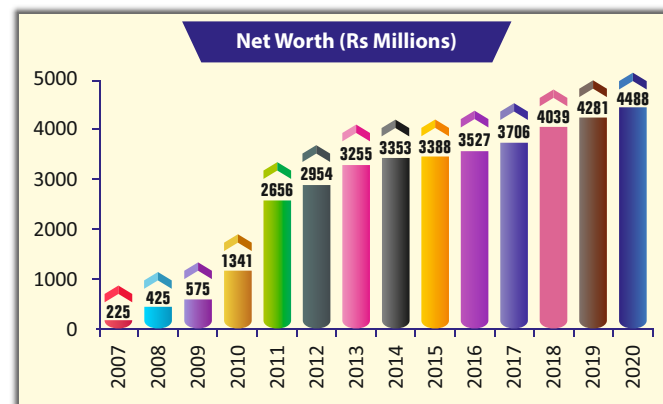
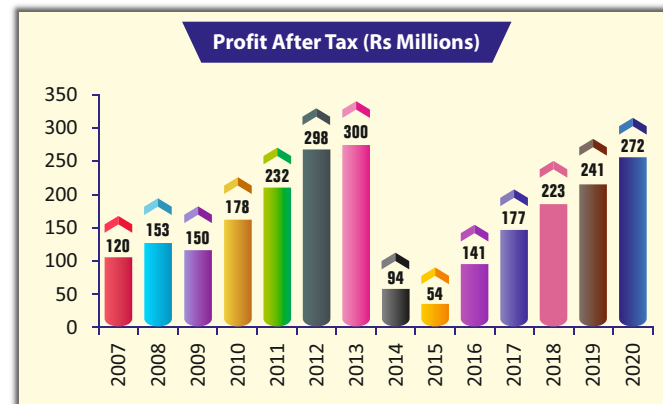
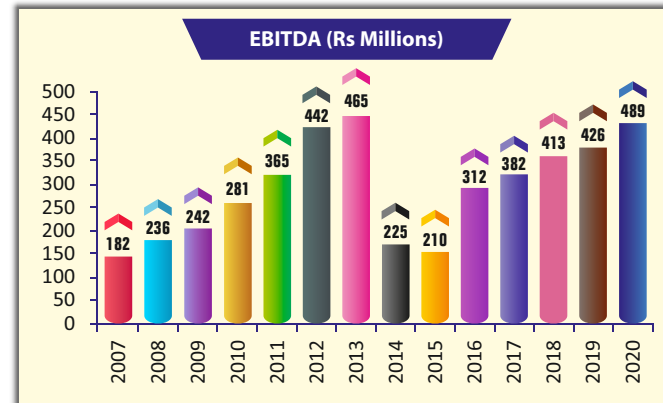
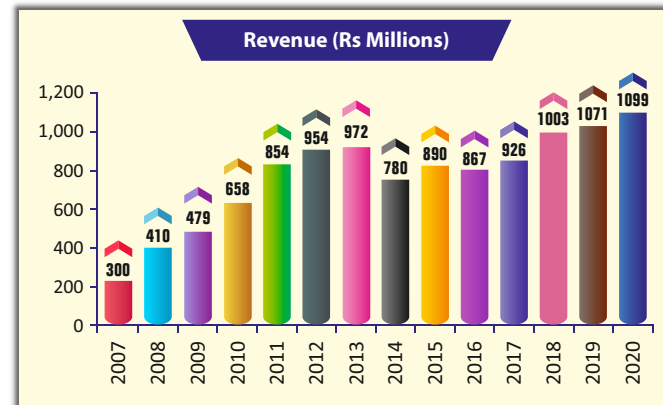
- Multidisciplinary education system
- Promoting digital education and use of advanced technologies
- Integration of vocational education at school levels
- Common entrance examination for higher education admissions
- Schooling of 5+3+3+4 with addition of 3 years ECCE
- Public education spending (centre + state govts) to be increased at 6% of the GDP
- Single higher education regulator – HECI
- Setting up of NRF & NEAT
- Establishing new RSA and RjSA replacing CABE
- Creation of IES (Indian Education Service) – specialist bureaucracy cadre
- Entry of top 100 foreign universities
- Academic bank of credit with credit transferability
- Four year integrated B.Ed and CPD for teachers
- Teachers accountability through PARAKH
- Schools assessments system - SQAAP
- School clusters/complex for efficient resourcing
- Multilingualism and addition of contemporary subjects
- NAA as meta-accrediting body
- GEC as meta-professional council
- Declaration of Special Education Zones (SEZs)

Financial Overview

Standalone Financials



Consolidated Financials



Management Team

Name	Designation	Experience (Years)	Educational Qualification	Experience
Pramod Maheshwari	CMD & CEO	28	B. Tech (IIT Delhi)	First generation entrepreneur and visionary with a holistic experience in overall management, quality teaching & strategic guidance
Om Prakash Maheshwari	Executive Director & CFO	30	B.E.	Expertise in project implementations, infrastructural and legal matters
Nawal Kishore Maheshwari	Executive Director	24	B.Com	Varied experience in field of administration and liaising with important stakeholders
Shailendra Maheshwari	Senior VP-Academics	26	B.E.	Implementation of effective academic system, teaching and content development activities
Dr. Prem Lal Gautam	Pro-C CPU Hamirpur	42	Ph.D	Vice-Chancellor of G.B. Pant University and Deputy Director General at ICAR, New Delhi
Dr. Sumer Singh	VC – CPU Kota	41	PhD, MBA, M.Tech	Vice-Chancellor of KN Modi University, Sangam Uni. and Service at ordnance factory
Mahesh Bhangriya	VP - Corporate Strategy	18	MBA – Finance	Expertise in Corporate Finance, M&A and Investor Relations with past experience in Equity Research at HSBC and Business Consulting
Dr. Gurudatt Kakkar	GM Higher Education	22	PhD, MSW	Proficient in Academic administration, Regulatory compliances & HR with past experience at Maharshi Arvind Institute of Technology
Uday Shankar Kejriwal	GM – Infra	40	B.Com	Specialist in infrastructure and related matters including liaising, purchase etc.
Tarun Kumar Jain	GM – Legal & Corporate Affairs & Company Secretary	20	CS, LLB	Seasoned professional with expertise in legal and company secretarial affairs; Past exp. at TNT Speedage Express Cargo Services
Ankesh Jain	GM – Marketing	18	MBA	Marketing specialist with experience in Media planning, advertising and brand promotion
Manish Sharma	GM-Business Development	18	Diploma in Software Engg.	Expert in business development with past experience at Brilliant tutorials, Aakash Edu.
Manish Gupta	Head Administration	26	B.Sc.	Expertise in administration, people management
Deependra Roy	Head Preschool Div	23	MBA, B.Com	Proficient in Pre-Primary education segment
Sanjay Gupta	Regional Head	21	B.E. (MNIT)	Branch management at Master Mind Classes

Management Discussion & Analysis

India will have the largest youth population in the world over the next decade, and its ability to provide high-quality educational opportunities to them will shape future of the country. Universal access to quality education is the key to economic growth, social equality and leadership on the global stage. A best education system is the first step to transform India into a global knowledge superpower and to become Aatmanirbhar.

Being a responsible education player, Career Point has a similar mission that envisions a new dimension in learning space and to become global leader in providing exemplary education for empowerment of individuals through excellence in quality, methodologies and systems. The company has diversified products and integrated services in both regulated and non-regulated education segments with presence across the education verticals from KG to PhD. There were separate division specific strategic changes and advancements took place during the year 2019-20.

1. Test Prep for Pre-Engineering, Pre-Medical, Olympiads etc:

Website: www.careerpoint.ac.in

Career Point has established a strong niche for test preparation of various engineering & medical entrance examinations and other competitive exams:

- JEE (Main & Advanced) – Joint Entrance Examination
- NEET – National Eligibility cum Entrance Test
- AIIMS: All India Institutes of Medical Sciences
- NTSE – National Talent Search Examination
- Olympiad – IMO, IPHO, IChO, iOS etc

While transforming lives through the power of education, Career Point's Test-Prep division has become a benchmark in education space due to scientific & result oriented teaching methodology and individual focus with ultimate personal care. The test-prep (tutorial) services are offered to students through the following modes:

- Company operated branches;
- Franchisee centers;
- School integrated programs;
- Distance learning solutions.

2. e-Learning

Career Point has initiated innovative products to drive the next generation of education delivering process. With a goal to provide individual flexible personalized learning solutions which help them to learn efficiently and provide them extra edge in highly competitive scenario. It expands company's reach to students across geographies.

Career Point's EdTech initiatives provide coaching services 'Direct to Home' with all features of classroom coaching. Career Point is delivering quality education to students at affordable cost through different technology formats of Live Tutoring, Recorded Video Courses on USB drive, SD Card and online streaming etc.

- **CPLive:** Online live interactive classes on App and Web with premium services - Recorded Lectures, Study Material Package, Doubt Sessions etc.
- **eClassroom Course:** Video lectures on USB drives/ Memory Cards with offline & online support for doubt sessions.
- **Online Assessments:** 24*7 access to online test series based on latest examination pattern with detailed solution of the test and section wise analysis. It also offers all India ranking, comparison with toppers and time management report etc.

3. School Education:

The Company has a strong presence in school education by offering services to K-12 Schools in multiple geographies. While laying a very strong foundation for future at early age, Career Point empowers students on their holistic development. The residential campuses under the brand 'Career Point Gurukul' are positioned as premier integrated schools with best of the academics, sport and extracurricular.

- Academic Pedagogy: <http://bit.do/cpgintro>
- CP Gurukul Concept: <http://bit.do/cpgconcept>

Career Point Gurukuls where the company currently provides its services include:

- Career Point Gurukul, Kota - Residential school (www.cpggurukul.com)
- Career Point Gurukul, Mohali (Punjab) - Residential school (www.cpmohali.in)
- Career Point Gurukul, Rajsamand (Rajasthan) - Residential school (www.cprajsamand.in)

The day-boarding school campuses serviced by the company include:

- Career Point World School, Jodhpur (Rajasthan) - Day School (www.cpwsjodhpur.com)
- Career Point World School, Bilaspur (Chattisgarh) - Both, Day School and Hostel (www.cpwsbilaspur.com)
- Global Public School, Kota (Rajasthan) - Day School (www.globalpublicschool.com)



Global Public School, Kota (Raj.)



Career Point World School, Jodhpur (Raj.)



Career Point World School, Bilaspur

4. University Education:

Career Point provides services to Universities under its higher education division. The course offerings by these Universities varies from professional development to under-grad, post-grad degree-awarding courses in various streams including Engineering & Technology, Management & Commerce Studies, Computer Applications, Law, Pharmacy, Applied Sciences, Hotel Management, Vocational Studies etc.

Academic Pedagogy: <http://bit.do/cpuintro>

- Career Point University, Kota (Rajasthan) - www.cpur.in
- Career Point University, Hamirpur (HP) - www.cpuh.in

Courses offered by Career Point Universities

Engineering & Technology	Polytechnic, B.Tech, M.Tech & Ph.D
Computer Applications	BCA, MCA and PGDCA
Management & Commerce	BBA, MBA, B.Com and M.Com
Basic & Applied Sciences	B.Sc and M.Sc
Health & Allied Science	BPT & MPT
Pharmacy	D. Pharma and B.Pharma
Law and Governance	LLB, BA-LLB and BBA-LLB
Education	B.Ed and M.Ed
Hotel Management	BHMCT and DIFP/DIFBS
Vocational Studies	B.Voc and Polytechnic Diploma
Post PG	M.Phil and Ph.D



Career Point University, Kota (Rajasthan)



Career Point University, Hamirpur (Hamirpur)

5. Skill Development - Career Point Skill Division:

Website: www.cpsid.in

Career Point Institute of Skill Development (CPSID) has been set-up to fulfill the growing need in India for skilled manpower across sectors and narrow the existing gap between demand and supply of employment oriented education and training.

CPSID is approved training partner of National Skill Development Corporation (NSDC), Rajasthan Skill & Livelihood Development Corporation (RSLDC) and affiliated to various sector skill councils. CPSID has setup learning centers in rural and urban locations to provide employability skills aligned to industry needs which enhance youth employability and proves business productivity.

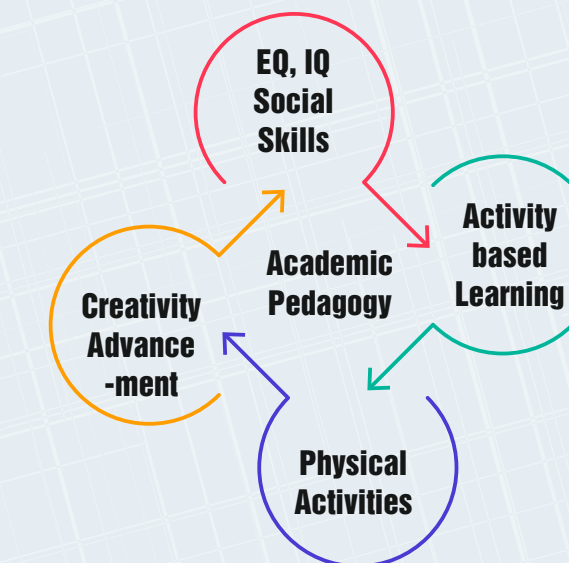
6. Early Childhood Education - Global Kids

Website: www.globalkidsworld.in

Academic Pedagogy: <http://bit.do/gkindia>

With a mission to help each child to realize the breath of her talent; the unlimited power of mind & imagination and strength of spirit to ensure all-round development and enabling each child to cope with ever-growing challenges of life, Career Point provides early childhood education through chain of Play-schools under brand Global Kids.

With child-centered approach, Global Kids focuses not only on developing academic skills, but also intellectual, emotional, linguistic, physical, social and moral skills that will ensure life-long success for the new generation.



Financials

In financial year 2019-20, the company reported income from operations of rupees 104.6 crores on consol basis and rupees 52.1 crores at standalone level. Total revenue, including other income, is reported of rupees 109.9 crores on consol basis and rupees 72.8 crores at standalone level.

EBITDA (including other income) was reported at rupees 30.5 crores on standalone numbers with an impressive y-o-y growth of 37.8% resulted an EBITDA Margin of 41.9% (FY2018-19: 26.7%). A remarkable improvement of 1517 basis points was reported in EBITDA margin against previous year is a result of initial outcomes from successful launch of Coaching version 2.0.

Net income was reported at rupees 16.4 crores and EPS (Earning per share) of rupees 9.05 on standalone with year on year growth of 61.8%. At consol level, the company reported net income of rupees 27.2 crores and EPS of rupees 14.97 with y-o-y growth of 12.6%.

As on 31st March 2020, Net worth of the company at consolidate level



Knowledge Capsule

LTV/CAC Ratio: LTV stands for lifetime value per customer and CAC stand for customer acquisition cost. The LTV/CAC ratio compares the value of a customer over their lifetime, compared to the cost of acquiring the customer. It signals the marketing efficiency and helps the company to determine how much money should be spent to acquire a customer. The benchmark LTV: CAC ratio is 3:1.



Knowledge Capsule

Net Promoter Score: NPS is a tool to measure the customer satisfaction and their loyalty spectrum. It is calculated as the difference between the percentage of Promoters and Detractors. The NPS is expressed between -100 and +100. For instance, if we have 25% Promoters, 55% Passives and 20% Detractors, the NPS will be +5. Global benchmark NPS mean is +32 and median is +44.

Key Ratios (Consolidated Financials)		
	FY2018-19	FY2019-20
Revenue Growth (%)	12.2%	4.1%
EBIT Margin	35.6%	40.4%
Net Profit Margin	22.5%	24.7%
Debtors Turnover (times)	2.1	2.1
Inventory Turnover (times)	34.1	28.1
Current Ratio (times)	9.5	13.0
Debt Equity Ratio (times)	0.2	0.15
Return on Net Worth (%)	5.8%	6.1%

was reported at rupees 449 crores and Book value per share of rupees 247 against rupees 428 crores and rupees 236 respectively by 31st March 2019. During the year, the company board had distributed 3 interim dividends of 10% on face value each time.

Revenue from operations grew mainly on the account of increased income from Srajan Capital (NBFC subsidiary) and one-off income in Gyan Eduventure (wholly owned subsidiary). EBIT (Earnings Before Interest and Taxes) grew impressively by 16.6% y-o-y on the account of improved operating efficiency coming from launch of Coaching version 2.0. Net profit margin was increased by 216 basis points. Debtors turnover ratio remains flat. Inventory turnover ratio was declined slightly to 28.1 as the result of an increase in inventory level. Current ratio at 13x is healthy and improved further. Debt Equity ratio of 0.15 is also reasonably superior and advanced. Return on Net Worth has also improved against previous financial year. The Company management believe that it still has large potential to grow in coming years on accounts of various measures being in place.

Enrollments	FY2013	FY2014	FY2015	FY2016	FY2017	FY2018	FY2019	FY2020
Total	29,398	24,120	27,366	30,857	29,086	29,509	29,642	25,623
Tutorial Division	27,257	20,655	22,412	23,010	21,057	18,235	15,162	13,024
Formal Education	2,141	3,465	4,954	7,847	8,029	11,274	13,772	11,814
Pre-School							708	785
Tutorial Enrollments Split								
Branches-LT CR	17,262	11,122	12,946	13,688	10,689	5,836	5,100	3,023
Branches-ST CR	2,978	1,169	1,333	1,011	625	516	121	15
Franchisees-LT CR	1,754	1,764	1,576	1,395	1,605	2,049	3,512	3,917
Franchisees-ST CR	381	23	87	52	-	138	-	33
School Associations				458	1,801	3,726	2,523	3,007
Distance Learning	4,882	6,577	6,470	6,406	6,337	5,970	3,906	3,029
Formal Break-up								
Higher Education	741	1,642	2,327	3,455	3,738	4,822	5,706	6,505
School Education	1,400	1,823	2,627	3,372	3,451	4,142	3,752	3,688
Vocational Education				1,020	840	2,310	4,314	1,621

LTCR – Long Term Classroom, STCR – Short Term Classroom

Human Resources

Career Point has demonstrated its excellence to thousands of satisfied students and their parents. All this would not be possible without the committed and passionate people of Career Point—both academic and non-academic staff, who strive to build this a great organization each and every day. They remain committed to company's ideals of building on a strong foundation, creating a bright future and delivering great value. The company continues to strengthen the management team and add additional talent and expertise. By 31 March 2020, the Company had total number of employees of 460.

Corporate Social Responsibility

The company realizes the need to create an act for posterity, a plan that delivers. To help people discover the joy and meaning of learning in an empowered, dignified world driven by competence, knowledge and wisdom. Institutions of Career Point nurture potential entrepreneurs, technocrats and managers for new level of leadership in their career. Career Point also understands the importance of giving back.

- Giving back to deserving underserved candidates through financial support programs
- Giving back to environment by several green initiatives
- Giving back to communities through a series of projects in the area of healthcare, employment and of course, education.

Risks and Concerns

With having the business operations in different industry segments, Career Point is exposed to variety of external and internal risks. Though the company has a robust mechanism for risk management in place, however, complete risk avoidance on all the financial, operational and strategic objectives cannot be promised. Boards of

directors and management of the company regularly review and aim to mitigate various risks related to regulatory, competition, geography, human resource, technology, legal, political etc. The company recognizes following key risks to its business operations which may adversely affect the financial performance of the Company:

Regulatory Risk: Any changes in regulatory norms on the Formal as well as Informal Education front may significantly impact the investment made in education by the Company. The Company is continuously making an effort to upgrade its services, diversify delivery channels, leveraging technological advancements, expanding the product portfolio to minimize the regulatory risk, if any.

Decrease in student enrolment: With the increased competition, decentralization of the tutorial students or any other reasons; the Company might face a risk of decline in student enrolments. However, the Company's focused academic pedagogy and marketing strategy (which includes direct and indirect marketing) continues to attract students across its courses.

Pressure on margins: There could be a margin pressure due to staff costs, cost of study material, high advertising and business promotions, etc, going forward. We believe the Company has sufficient tools to counter these factors, if the same arises.

Attrition: Attrition in the senior management/faculty team may impact the business. The Company's strategy for retaining talent involves offering competitive compensation packages, faculty training system in place for new entrants and existing faculty, along with a healthy working environment.

Geographical concentration: The Company derives the larger share of its revenue from Kota in Rajasthan and Northern part of India. Hence, any disruption in operations, or competition at these locations could impact overall operations significantly. The Company is making a concerted effort to expand its operations pan-India and overseas through franchisees, business associations etc and is also boosting its Technology Offerings, Distance Learning segment etc.

Internal Controls & Systems

The Company has proper and adequate internal control systems, which ensure that all assets are safeguarded against loss from unauthorized use and all transactions are authorized, recorded and reported correctly. The Management continuously reviews the internal control systems and procedures to ensure orderly and efficient conduct of business. Internal audits are regularly conducted, using external and internal resources to monitor the effectiveness of internal controls. The Company deploys a robust system of internal

control that facilitates the accurate and timely compilation of financial statements and Management reports; ensures regulatory and statutory compliance; and safeguards investors' interests by ensuring the highest level of governance and periodical communication with investors.

M/s. BDG & Associates, Chartered Accountants, is the internal auditor of the Company, who conducts audit and submit quarterly reports to the Audit Committee. The Internal Audit process is designed to review the adequacy of internal control checks in the system and covers all significant areas of the Company's operations. The Audit Committee reviews the effectiveness of the Company's internal control system. The CEO and CFO certification provided in the CEO and CFO Certification section of the annual report further discusses the adequacy of our internal control systems & procedures.

Outlook

With the launch of Career Point Coaching Version 2.0; positive impacts on the profitability through cost optimization are ensured along with large potential to scale the business. Tutorial services delivery through franchisee & School association network has been providing new growth avenues.

The growth in formal education division is always more value accretive for the group because it is more annuities driven and sustainable. As per strategy of the Company; the investments in NBFC business has also been delivering significant returns. With advanced clarity on Company cash-flows through more sustainable businesses, the company management is very positive for the superior returns on capital going forward.

Cautionary Statement

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements.

Forward looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events.



Knowledge Capsule

BKKB Project: The Raj. government has implemented the Baste Ka Bojh Kam (BKKB) project in one school in each of the state's 33 districts, to make school bags weigh less. Under the project, the books for children of classes 1 to 3 are trimester-wise, instead of being subject-wise. So, rather than taking 3-4 books of each individual subject, the students are taking just one book to school. The project will now be extended to classes 4 and 5.



Knowledge Capsule

No Bag Day: To reduce the pressure of studies on school children, the govt. of Rajasthan has announced in their budget on 20 Feb 2020 that there will be a 'No Bag Day' at all government schools in the state on Saturdays. There will be no academic work; the day is reserved for games, happiness therapies, personality development, PTMs and cultural or other alternative classes.

Directors' Profile



MR. PRAMOD MAHESHWARI
Chairman, Managing Director and CEO

Founder Director of the Company, Mr. Pramod Maheshwari (48) is a visionary with over two decades of rich and holistic experience in developing and implementing training methodologies. A first generation entrepreneur, he plays a pivotal role in providing thought leadership and strategic guidance to the Company. A B.Tech. degree holder from IIT Delhi, he leads the Company's growth from the front by supervising the functional heads.

MR. OM PRAKASH MAHESHWARI
Executive Director and CFO

A founder member of the Company, Mr. Om Prakash Maheshwari (50) brings to the table more than twenty five years of experience in finance and legal matters. He drives the Company's growth by being responsible for overall project implementation and overseeing all financial and corporate matters. He holds a Bachelor's Degree in Mechanical Engineering from University of Rajasthan.



MR. NAWAL KISHORE MAHESHWARI
Executive Director

Mr. Nawal Kishore Maheshwari (44) is in charge of the day-to-day affairs of the Company, being responsible for several key functions, including administration and liaising with important stakeholders, including government bodies. Associated with the Company since inception, his expertise lies in the field of administration, wherein he possesses more than nine years of varied experience. He holds a Bachelor's Degree in Commerce from Maharshi Dayanand Saraswati University, Ajmer.

MR. PAWAN KUMAR LALPURIA
Independent and Non Executive Director

Mr. Pawan Kumar Lalpuria (52) is a practicing chartered accountant and also qualified as a Company Secretary. He is an expert in Income Tax, Corporate Finance and Company Law matters, with more than 20 years of experience in these fields.



MR. RAM SWAROOP CHAUDHARY
Independent and Non Executive Director

With more than 30 years of experience of working with the Department of Atomic Energy, Government of India, where he started his career as a Scientific Engineer, Mr. Chaudhary (76) is a guiding force for the Company. During his tenure with the Department of Atomic Energy, he held senior positions, including Superintendent Engineer (Mechanical), Maintenance Superintendent and Additional Chief Engineer. A Bachelor's degree holder in Mechanical Engineering from Vikram University, Ujjain, he is certified by the Nuclear Power Corporation as a professionally qualified engineer for the erection and maintenance of nuclear power plants.

MR. VISHAL JAIN
Independent and Non Executive Director

Armed with more than 18 years of experience in important corporate portfolios, Mr. Jain (45) started his career in 1996 with a brief stint at Indorama Synthetics, Nagpur. He moved on to Apple Computers in Singapore in 2000, before joining Merrill Lynch, New York, in advisory capacity. The next step in his journey came in 2008, when he moved on to Nadathur Estates to head their Wealth Management Business. He holds a Bachelor's Degree in Electronics and Communication Engineering from Engineering College, Kota and Master Degree in Management from National University of Singapore.



MR. MAHESH GUPTA
Independent and Non Executive Director

Mr. Gupta (41) is a practicing chartered accountant and partner in Bhutoria Ganesan & Co. He has over 15 years of experience in the field of taxation, project finance and consultancy.



Mrs. NEELIMA MAHESHWARI
Non Independent and Non Executive Director

Mrs. Neelima Maheshwari (46) is Non-Independent and Non-Executive Director since September 2014. Mrs. Maheshwari is actively involved in various social welfare activities, especially in the area of education and healthcare, for the last two decades. She holds a masters degree in pharmacy.



MR. JAGDISH PRASAD SARDA
Independent and Non Executive Director

Mr. Jagdish Prasad Sarma (59) has been appointment as an independent and non-executive Director of Career Point Limited w.e.f. 12 November, 2016. He is a qualified Cost and Management Accountant (CMA) from Institute of Cost Accountants of India. He has over 30 years of experience in the field of Cost and Management Accountancy. He holds a Bachelor's Degree in Commerce from Rajasthan University.



Mrs. Divya Sodani
Independent and Non Executive Director

Mrs. Divya Sodani (29) has been appointment as an independent and non-executive Director of Career Point Limited w.e.f. 24 June, 2020. She is a qualified Chartered Accountant (CA) from Institute of Chartered Accountants of India. She has over 5 years of experience in the field of Finance & Taxation. She holds a Bachelor of Commerce from Devi Ahilya Vishwavidyalya, Indore.



DIRECTORS'S REPORT

Dear Career Point Shareowners,

The Board of Directors ("Board") of Career Point Limited ("Company") with immense pleasure present their twentieth report on the business and operations of your Company for the financial year 2019-20. This Report is being presented along with the audited financial statements for the year.

1. Financial Highlights

The highlights of your Company's financial results for the financial year 2019-20 on standalone basis are as follows: (₹ in Lakhs)

Particulars	31-Mar-20	31-Mar-19
Income from Operations	5214.18	6872.20
Expenditure	4630.80	6484.40
Profit from Operations before Other Income, Interest and Exceptional Items	583.38	387.80
Other Income	2063.94	1411.89
Profit before Interest and Exceptional Items	2647.32	1799.69
Interest Expense	589.12	547.08
Profit after Interest Expense but before Extraordinary items	2058.20	1252.61
Extraordinary Items	-	-
Profit from Ordinary Activities before tax	2058.20	1252.61
Total Provision for taxes	415.28	237.36
Profit from Ordinary Activities after tax	1642.92	1015.25

Pursuant to the provisions of the Companies Act, 2013 (the 'Act'), the Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

2. Financial Performance and Key Business Developments

Performance of the Company and particulars of some of the key business developments which took place during the financial year 2019-2020 have been detailed out in the Management Discussion and Analysis Report which forms part of Directors' Report.

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

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

4. Public Deposits

During the year, your Company has neither invited nor accepted any deposits from the public within the meaning of section 2(32) and 74 of the Companies Act, 2013 and as such, no amount of principal or interest on deposit was outstanding as of the balance sheet date.

5. Subsidiary Companies

As on March 31, 2020, your Company has Nine Subsidiaries (including two step down Subsidiary Companies) and one Associate Companies as under:

- (1) Seven Subsidiary Companies i.e. Career Point Infra Limited, Career Point Edutech Limited, Gyan Eduventure Private Limited, Career Point Accessories Private Limited, Srajan Capital Limited, Career Point Institute of Skill Development Private Limited, Edutiger Private Limited
- (2) Two Step down Subsidiary Company i.e. Coupler Enterprises Private Limited and Srajan Agritech Private Limited (Subsidiary of Career Point Infra Limited).
- (3) One Associate Companies Imperial Infin Private Limited A separate statement in Form AOC -1 containing the salient features of Financial Statements of all subsidiaries &

associates of your Company forms part of Consolidated Financial Statements in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013.

The Financial Statements of the subsidiary companies and related information are available for inspection by the members at the Registered Office of your Company during business hours on all days except Saturdays, Sundays and public holidays upto the date of the Annual General Meeting ('AGM') as required under Section 136 of the Companies Act, 2013.

Any member desirous of obtaining a copy of the said Financial Statements may write to the Company Secretary at the Registered Office of your Company. The Financial Statements including the Consolidated Financial Statements, Financial Statements of subsidiaries and all other documents required to be attached to this report have been uploaded on the website of your Company www.cpil.in.

6. Financial Position and Performance of Subsidiaries & Associates

In terms of Section 134 of the Companies Act, 2013 and Rule 8(1) of the Companies (Accounts) Rules, 2014, the financial position and performance of subsidiaries are given as an Annexure - 4.

7. Disclosure of Accounting Treatment:

Pursuant to the provisions of the Act, the Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time

8. Corporate Governance

The spirit of good Corporate Governance remains integral to the Company's corporate philosophy. Your Company has complied with all the requirements relating to Corporate Governance as stipulated in SEBI (Listing obligation and disclosure requirements), 2015. In compliance with the SEBI (Listing obligation and

disclosure requirements), 2015, a separate report of the Directors on Corporate Governance is given as a separate section titled 'Report on Corporate Governance', which forms part of the Annual Report. A report on Corporate Governance is enclosed forms part of this Annual Report. The Auditors' Certificate confirming the compliance to the conditions of the Corporate Governance is annexed to the Report on Corporate Governance.

9. Management Discussion and Analysis Report

Management Discussion and Analysis Report on the business outlook and performance review for the year ended March 31, 2020, as stipulated in Regulation 34 read with Schedule V of the Listing Regulations, is available as a separate section which forms part of the Annual Report.

10. Directors' Responsibility Statement

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

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed and proper explanations provided relating to material departures, if any;
- b) such accounting policies have been selected and applied consistently and judgments and estimates made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis;
- e) requisite internal financial controls were laid down and that financial control are adequate and are operating effectively;
- f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

11. Internal Control System and their adequacy

The Company has proper and adequate internal control systems, which ensure that all assets are safeguarded against loss from unauthorized use and all transactions are authorized, recorded and reported correctly. The Management continuously reviews the internal control systems and procedures to ensure orderly and efficient conduct of business. Internal audits are regularly conducted, using external and internal resources to monitor the effectiveness of internal controls. M/s. BDG & ASSOCIATES., Chartered Accountants, Kota, is the internal auditor of the Company, who conducts audit and submit quarterly reports to the Audit Committee.

12. Risk Management

The Company has voluntarily constituted a Risk Management Committee, the details of which are given in the Corporate Governance Report. The Company has developed a risk management policy and identified risks and taken appropriate steps for their mitigation, for more details, please refer to the Management Discussion and Analysis set out in this Annual Report and on the website of the Company www.cpil.in.

13. Details of Board Meetings

The Board of Directors met 4 times in the year 2019-20. The details of the board meetings and the attendance of the Directors are provided in the Corporate Governance Report.

14. Directors

In accordance with the provision of Section 152, Mr. Pramod Maheshwari [DIN -00185711] and Mrs. Neelima Maheshwari [DIN-00194928], Directors, retire at the forthcoming Annual General Meeting and are eligible for re-appointment. The Board recommends their re-appointment. The Board appointed Mrs. Divya Sodani as Independent Director on June 23rd, 2020.

15. Declaration by Independent Directors

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of the Companies Act, 2013 read with the Schedules and Rules issued there under as well as Regulation 16(1)(b) of Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force). The details of programmes for familiarisation of Independent Directors with the Company, their roles, rights, responsibility in the Company, nature of the industry in which the Company operates and other related matters are put on the website of the Company at www.cpil.in.

16. Key Managerial Personnel

During the year under review, there was no change in the Key Managerial Personnel ('KMP') of the Company. As at March 31, 2020, the following are the KMP of the Company: Mr. Pramod Maheshwari, Chairman and Managing Director & CEO; Mr. Om Prakash Maheshwari, Executive Director & CFO; Mr. Tarun Kumar Jain GM (Corporate & Legal Affairs) & Company Secretary

17. Auditors:

(a) Statutory Auditors:

M/s. Lodha & Co, were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 26th September, 2017 for a term of five consecutive years. The Report given by the Auditors on the Financial Statements of the Company is part of the Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

(b) Secretarial Auditors:

Mr. Sourabh Mishra, Practicing Company Secretary carried out the Secretarial Audit during the year. The Board of Directors have appointed Mr. Sourabh Mishra, Secretarial Auditor for 2019-20. The Secretarial Audit report is annexed herewith as Annexure 3 to the Report.

(c) Internal Auditors:

Pursuant to section 138 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, and based on the recommendation of the Audit Committee, the Board has appointed M/s BDG & Associates as the Internal Auditors of the Company for the Financial Year 2019-2020. The Internal Auditors present their audit report before the Audit Committee on a quarterly basis.

(d) Cost Auditors

The Company is not required to conduct Cost Audit during the Financial Year 2019-20. Therefore Company has not appointed any Cost Auditor.

18. Separate Meetings of Independent Director

In terms of requirements of Schedule IV of the Companies Act,

2013, meeting of the Independent Directors of the Company conducted separately, without the attendance of Non-Independent Directors, or any other official of the Company or members of its management, to review the performance of Non-Independent Directors (including the Chairman), the entire Board and the quality, quantity and timeliness of the flow of information between the Management and the Board. The Company received the Annual disclosure(s) from all the Directors disclosing their Directorship and Interest in other Companies in specified formats prescribed in Companies Act, 2013 and the Board took note of the same in its Board Meeting.

19. Particulars of Loans, Guarantees or Investment

Details of loans, guarantees and investments under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, as on 31st March, 2020, are set out in NOTE 8, 9 and 15, to the Standalone Financial Statements forming part of this report.

20. Particulars of Contract or arrangement with Related Parties

All related party transactions (RPTs), which were entered into during the financial year were on an arm's length basis and did not attract provisions of section 188 of the Companies Act, 2013. There were material transactions entered with related parties, during the year under review, which have been disclosed in Form AOC-2 in that regard. During the year 2019-20, as required under section 177 of the Companies Act, 2013 and regulation 23 of the SEBI Listing Regulations, 2015, all RPTs were reviewed and approved by the Audit Committee. Prior omnibus approvals are granted by the Audit Committee for related party transactions which are of repetitive nature, entered in the ordinary course of business and are on arm's length basis in accordance with the provisions of Companies Act, 2013 read with the Rules issued there under & the Listing Regulations. A statement showing the disclosure of transactions with related parties as required under IND As is set out separately in this Annual Report. The Policy on RPTs as approved by the Board is uploaded on them Company's website www.cpil.in

21. Particulars of Employees

The information required under Section 197 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended; the name and other particulars of employees are to be set out in the Directors' Report as an addendum or annexure thereto. The Information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 in respect of employees of the Company is annexed herewith as Annexure - 6.

None of the employee listed in the said Annexure is a relative of any director of the Company. None of the employee holds (by himself or along with his spouse and dependent Children) more than two percent of the Equity shares of the Company. None of Director receives remuneration from the Subsidiary Companies.

22. Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

Consider the business activities of the Company the requirement relating to providing the particulars relating to conservation of energy and technology absorption stipulated in Rule 8 of the Companies (Accounts) Rules 2014 required to be furnished u/s.134 (3)(m) of the Companies Act, 2013 is not applicable. Particulars of foreign currency earnings and outgo during the year: Nil.

23. Composition of Audit Committee

Audit Committee currently comprises of Mr. Pawan Kumar Lalpuria as Chairman of the Audit Committee with other members being Mr. Mahesh Gupta, Mr. Om Prakash Maheshwari, Mr. Ram Swaroop Chaudhary and Mr. Jagdish Prasad Sarda. Further details relating to the Audit Committee are provided in the Corporate Governance Report, which forms part of this report.

24. Vigil Mechanism

The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism under the policy has been appropriately communicated within the organisation. The Whistle Blower Policy is available on the website of the Company.

25. Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, the Board has carried out an evaluation of its own performance and that of the individual Directors. The evaluation criteria, inter alia, covered various aspects of the Board's functioning including its composition, execution and performance of specific duties, obligations and governance. The performance of individual directors was evaluated on parameters such as Attendance and participation in the Meetings, Contribution towards growth of the Company, Leadership initiative, Team work attributes and supervision of staff members, Compliance with policies, safeguarding the interest of the Company etc. The Directors expressed their satisfaction with the evaluation process.

26. Key Parameters for appointment of Directors and Key Managerial Personnel

The Nomination and Remuneration Committee has formulated a detailed policy for appointment of directors, key managerial personnel which is designed to attract, motivate and retain best talent. This policy applies to directors, senior management including its Key Managerial Personnel (KMP) and senior management of the Company. The remuneration of the Executive Directors and KMPs of the Company is recommended by the Nomination and Remuneration Committee based on the Company's remuneration structure taking into account factors such as level of experience, qualification and suitability. The Company generally pays remuneration by way of salary, perquisites and allowances.

27. Policies of the Company

Your Company has posted the following documents on its website www.cpil.in

1. Code of Conduct and Ethics
2. Whistle Blower Policy
3. Related Party Transaction Policy
4. Corporate Social Responsibility
5. Familiarisation Programme.
6. Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by insiders
7. Remuneration Policy.

28. Human Resource and Employee's Stock Option Scheme

Your Company has been able to create and continuously improve a favorable work environment that encourages innovation and meritocracy at all levels. Employees' relations remained cordial at all the Company's locations. The Directors take this opportunity to record their appreciation for the outstanding contribution. Your

Company has implemented a CPL Employees Stock Option Plan 2013 (ESOP 2013) in accordance with Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (SEBI Guidelines) for grant of stock options to its eligible employees of the Company. The Nomination and Remuneration Committee of the Board administers and monitors the Scheme.

29. Significant & Material Orders Passed by the Regulators or Courts or Tribunals

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

30. Extract of Annual Return

The Extract of Annual Return as required under Section 134(3)(a) of the Companies Act, 2013 is set out at Annexure-1 which forms part of this report.

31. Corporate Social Responsibility

Pursuant to Section 135 (4) and Rule 8 of the Companies (Corporate Social Responsibility Policy), Rules, 2014, a report on CSR containing particulars in the specified format is attached at Annexure-2.

32. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has in place a Sexual Harassment Policy in line with the requirement of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redresses) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under the policy. The following is a summary of sexual harassment complaints received and disposed off during the year 2019-2020:

No. of complaints received: Nil
No. of complaints disposed off: N. A.

33. Business Responsibility Reporting

The Business Responsibility Reporting as required by Regulation 34(2)(f) of SEBI (Listing obligation and disclosure requirements), Regulations 2015 is applicable to your Company for the Financial Year ending March 31, 2020. The disclosure for same has been attached as Annexure 8.

34. Green Initiative

Your Company has taken the initiative of going green and minimizing the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic format to all those Members whose email addresses are available with the Company. Your Company appeals other Members also to register themselves for receiving Annual Report in electronic form.

35. Additional Information to Shareholders

All important and pertinent investor information such as financial results, investor presentations, press releases, new launches and updates are made available on the Company's website (www.cpil.in) on a regular basis.

36. Secretarial Standards:

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

37. Changes in the Nature of Business, If Any

The Company continued to provide educational services (Formal and Informal) and hence, there was no change in the nature of business or operations of the Company which impacted the financial position of the Company during the year under review.

38. Particulars of Remuneration

Details as required under the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are placed on the Company's website www.cpil.in as an annexure to the Board's Report. A physical copy of the same will be made available to any shareholder on request, as per provisions of Section 136(1) of the said Act. Details as required under the provisions of Section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the said Rules, which form part of the Board's Report, will be made available to any shareholder on request, as per provisions of Section 136(1) of the said Act.

39. Transfer to Reserves

The Company proposes to keep the entire amount of Rs. 1642.92 lakhs in the Retained Earnings.

40. Industrial Relations

Industrial Relations continued to remain peaceful and cordial throughout the year. We value the long association of our stakeholders to sustain industrial harmony and create a positive work environment. By introducing various new work practices we have succeeded in enhancing manpower productivity & attendance to the optimum. We encourage continuous interaction, dialogues and participation of local community, stakeholders in collaborating various social intervention through our various CSR programs.

41. Acknowledgments and Appreciation

Your Directors are thankful to all the shareholders, Business Associates, Vendors, Advisors, Bankers, Governmental Authorities, media and all concerned for their continued support. The Directors acknowledge the commitment and contribution of all employees to the growth of the Company. Our consistent growth was made possible by their hard work, solidarity, cooperation and support.

For and on behalf of the Board of Directors

Pramod Maheshwari
DIN: 00185711

Chairman, Managing Director and CEO

Place: Kota
Date: 23 June 2020

FORM NO. MGT - 9

Annexure-1

Extract of Annual Return as on Financial Year ended on 31st March, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 & Rule 12(1)
of the Companies (Management and Administration) Rule, 2014]

I. REGISTRATION AND OTHER DETAILS:

1	CIN	L72200RJ2000PLC016272
2	Registration Date	31/03/2000
3	Name of the Company	Career Point Limited
4	Category / Sub-Category of the Company:	Public Company limited by shares
5	Address of the Registered office & contact details	CP Tower 1, Road No. 1, IPIA, Kota, Rajasthan 324005
6	Whether listed company Yes / No	Yes
7	Name, Address and Contact details of Registrar if any and Transfer Agent,	M/s. Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikroli (West), Mumbai - 400 083, Telephone No. : 022-49186000, Fax No: 022-491 86060, Email id: mumbai @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:

S.No.	Name & Description of main products / services	NIC Code of the Product/ service*	% to total turnover of the company
1	Education & Other Related Activities	85491	71.68%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Career Point Infra Limited Landra-Banur Road, NH-16, Vill. Tangori, Mohali (Punjab)*	U45201PB2007PLC050992	Subsidiary Company	100%	Section 2(87)
2	Career Point Edutech Limited B-28,10-B Scheme, Gopalpura Bypass, Jaipur, Rajasthan 302018	U80302RJ2006PLC023306	Subsidiary Company	100%	Section 2(87)
3	Gyan Eduventures Private Limited B-28,10-B Scheme, Gopalpura Bypass, Jaipur, Rajasthan 302018	U80302RJ2012PTC037928	Subsidiary Company	100%	Section 2(87)
4	Srajan Capital limited NH-16, Vill. Tangori, Mohali (Punjab)*	U65910PB2013PLC050993	Subsidiary Company	100%	Section 2(87)
5	Career Point Institute of skill Development Private Limited, 112-B, Shakti Nagar, Kota Rajasthan 324005	U80302RJ2015PTC048296	Subsidiary Company	100%	Section 2(87)
6	Career Point Accessories Private Limited, B-28,10-B Scheme, Gopalpura Bypass, Jaipur, Rajasthan 302018	U21098RJ2013PTC041510	Subsidiary Company	60%	Section 2(87)
7	Edutiger Private Limited e-8(II) CP TOWER, Indraprastha Industrial Area, Road, No.1, Kota, Rajasthan	U80903RJ2019PTC067555	Subsidiary Company	75%	Section 2(87)
8	Srajan Agritech Private Limited, 112-B Shakti Nagar, Kota Rajasthan 324009	U01122RJ2013PTC044626	Step Down Subsidiary Company	100%	Section 2(87)
9	Coupler Enterprises Private Limited e-8(II) CP TOWER, Indraprastha Industrial Area, Road, No.1, Kota, Rajasthan	U31900RJ2012PTC037933	Step Down Subsidiary Company	100%	Section 2(87)
10	Imperial Infin Private Limited 112-B, Shakti Nagar, Kota, Rajasthan 324009	U67120RJ1994PTC008872	Associate Company	42.74%	Section 2(6)

*During the year Registered Office were shifted from Rajasthan to Punjab

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

(i) A Category-wise Share Holding

SN	Category of Shareholders	No. of Shares held at the beginning of the year 2019				No. of Shares held at the end of the year 2020				% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter & Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	11421254	0	11421254	62.8822	11559187	0	11559187	63.6416	0.7594
(b)	Central Government / State Government(s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Financial Institutions / Banks	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Any Other (Specify)									
	Sub Total (A)(1)	11421254	0	11421254	62.8822	11559187	0	11559187	63.6416	0.7594
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(b)	Government	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Institutions	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Portfolio Investor	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	11421254	0	11421254	62.8822	11559187	0	11559187	63.6416	0.7594
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	339081	0	339081	1.8669	0	0	0	0	-1.8669
(b)	Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(c)	Alternate Investment Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(d)	Foreign Venture Capital Investors	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e)	Foreign Portfolio Investor	661	0	661	0.0036	30661	0	30661	48.2486	48.2449
(f)	Financial Institutions / Banks	2000	0	2000	0.0110	142119	0	142119	16.3024	16.2914
(g)	Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000
(h)	Provident Funds/ Pension Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
(i)	Any Other (Specify)									
	Sub Total (B)(1)	341742	0	341742	1.8815	172780	0	172780	0.9513	-0.9302
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh	2742932	1	2742933	15.1018	2107070	1	2107071	11.6009	-3.5009
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1326001	0	1326001	7.3006	2323495	0	2323495	12.7925	5.4919
(b)	NBFCs registered with RBI	20	0	20	0.0001	320	0	320	0.0018	0.0017

(d) Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0.0000	0	0	0	0.0000	0.0000
(e) Any Other (Specify)									
Trusts	20	0	20	0.0001	20	0	20	0.0001	0.0000
Hindu Undivided Family	832667	0	832667	4.5844	803942	0	803942	4.4263	-0.1582
Non Resident Indians (Non Repat)	23139	0	23139	0.1274	19715	0	19715	0.1085	-0.0189
Non Resident Indians (Repat)	85593	0	85593	0.4713	241095	0	241095	1.3274	0.8561
Clearing Member	111142	0	111142	0.6119	63548	0	63548	0.3499	-0.2620
Bodies Corporate	1278428	0	1278428	7.0387	871766	0	871766	4.7997	-2.2390
Sub Total (B)(3)	6399942	1	6399943	35.2363	6430971	1	6430972	35.4071	0.1708
Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)	6741684	1	6741685	37.1178	6603751	1	6603752	36.3584	-0.7594
Total (A)+(B)	18162938	1	18162939	100.0000	18162938	1	18162939	100.0000	0.0000
(C) Non Promoter - Non Public (C1) Shares Underlying DRs									
[1] Custodian/DR Holder	0	0	0	0.0000	0	0	0	0.0000	0.0000
(C2) Shares Held By Employee Trust									
[2] Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.0000	0	0	0	0.0000	0.0000
Total (A)+(B)+(C)	18162938	1	18162939	100.0000	18162938	1	18162939	100.0000	

(ii) Shareholding of Promoters

S. No.	Shareholders Name	No. of Shares held at the beginning of the year 2019			No. of Shares held at the end of the year 2020			% change during the year
		No. of Shares	% of Total shares of the Company	% of shares pledged encumbered to Total shares	No. of Shares	% of Total Shares of the Company	% of Shares pledged encumbered to Total shares	
1	PRAMOD MAHESHWARI	1951654	10.7453	0.0000	2116003	11.6501	0.0000	0.9048
2	OM PRAKASH MAHESHWARI	1386300	7.6326	0.0000	1386300	7.6326	0.0000	0.0000
3	NAWAL KISHORE MAHESHWARI	1385800	7.6298	0.0000	1385800	7.6298	0.0000	0.0000
4	GULAB CHAND MAHESHWARI	1339500	7.3749	0.0000	1339500	7.3749	0.0000	0.0000
5	KAILASH BAI	1339500	7.3749	0.0000	1339500	7.3749	0.0000	0.0000
6	NEELIMA MAHESHWARI	1339500	7.3749	0.0000	1339500	7.3749	0.0000	0.0000
7	REKHA MAHESHWARI	1339500	7.3749	0.0000	1339500	7.3749	0.0000	0.0000
8	SHILPA MAHESHWARI	1339500	7.3749	0.0000	1339500	7.3749	0.0000	0.0000
	Total	11421254	62.8822	0.0000	11559187	63.787	0.0000	0.9048

(iii) Change in Promoters shareholding (Please specify, if there is no change)

Sl. No	Name & Type of Transaction	Shareholding at the beginning of the year 2019		Transactions during the year		Cumulative Shareholding at the end of the year 2020	
		No. of Shares Held	% of Total Shares of the Company	Date of Transaction	No. of Shares	No of Shares Held	% of Total Shares of The Company
1	PRAMOD MAHESHWARI	1951654	10.7453			1951654	10.7453
	Transfer			05 Jul 2019	125533	2077187	11.4364
	Transfer			02 Aug 2019	2400	2079587	11.4496
	Transfer			03 Jan 2020	13301	2092888	11.5228
	Transfer			13 Mar 2020	2620	2095508	11.5373
	Transfer			20 Mar 2020	20495	2116003	11.6501
	AT THE END OF THE YEAR					2116003	11.6501
2	OM PRAKASH MAHESHWARI	1386300	7.6326			1386300	7.6326
	AT THE END OF THE YEAR					1386300	7.6326
3	NAWAL KISHORE MAHESHWARI	1385800	7.6298			1385800	7.6298
	AT THE END OF THE YEAR					1385800	7.6298
4	GULAB CHAND MAHESHWARI	1339500	7.3749			1339500	7.3749
	AT THE END OF THE YEAR					1339500	7.3749
5	KAILASH BAI	1339500	7.3749			1339500	7.3749
	AT THE END OF THE YEAR					1339500	7.3749
6	SHILPA MAHESHWARI	1339500	7.3749			1339500	7.3749
	AT THE END OF THE YEAR					1339500	7.3749
7	NEELIMA MAHESHWARI	1339500	7.3749			1339500	7.3749
	AT THE END OF THE YEAR					1339500	7.3749
8	REKHA MAHESHWARI	1339500	7.3749			1339500	7.3749
	AT THE END OF THE YEAR					1339500	7.3749

- Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 18162939 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 Capital of the Company at the end of the Year.

(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No	Name & Type of Transaction	Shareholding at the beginning of the year 2019		Transactions during the year		Cumulative Shareholding at the end of the year 2020		
		No. of Shares Held	% of Total Shares of the Company	Date of Transaction	No. of Shares	No of Shares Held	% of Total Shares of The Company	
1	MANISH JAIN	571784	3.1481			571784	3.1481	
	AT THE END OF THE YEAR					571784	3.1481	
2	GITA KIRTI AMBANI	290100	1.5972			290100	1.5972	
	AT THE END OF THE YEAR					290100	1.5972	
3	MANISH JAIN	180581	0.9942			180581	0.9942	
	Transfer			21 Jun 2019	104960	285541	1.5721	
	AT THE END OF THE YEAR					285541	1.5721	
4	Vibgyor Investors and Developers Pvt Ltd	0	0			0	0	
	Transfer			25 Oct 2019	83683	83683	0.4607	
	Transfer			01 Nov 2019	66117	149800	0.8248	
	Transfer			08 Nov 2019	200	150000	0.8259	
	Transfer			06 Mar 2020	(75000)	75000	0.4129	
	Transfer			27 Mar 2020	100000	175000	0.9635	
	AT THE END OF THE YEAR					175000	0.9635	
	NAVNEET EDUCATION LIMITED	0	0			0	0	
5	Transfer			20 Mar 2020	48969	48969	0.2696	
	Transfer			27 Mar 2020	84552	133521	0.7351	
	Transfer			31 Mar 2020	40037	173558	0.9556	
	AT THE END OF THE YEAR					173558	0.9556	
	ICICI BANK LIMITED	0	0			0	0	
6	Transfer			29 Nov 2019	11044	11044	0.0608	
	Transfer			06 Dec 2019	33246	44290	0.2438	
	Transfer			13 Dec 2019	211	44501	0.245	
	Transfer			20 Dec 2019	459	44960	0.2475	
	Transfer			27 Dec 2019	(398)	44562	0.2453	
	Transfer			31 Dec 2019	(98)	44464	0.2448	
	Transfer			03 Jan 2020	35	44499	0.245	
	Transfer			10 Jan 2020	1154	45653	0.2514	
	Transfer			17 Jan 2020	(642)	45011	0.2478	
	Transfer			24 Jan 2020	3434	48445	0.2667	
	Transfer			31 Jan 2020	1410	49855	0.2745	
	Transfer			07 Feb 2020	(302)	49553	0.2728	
	Transfer			14 Feb 2020	(57)	49496	0.2725	
	Transfer			21 Feb 2020	138333	187829	1.0341	
	Transfer			28 Feb 2020	(38606)	149223	0.8216	
	Transfer			06 Mar 2020	(20175)	129048	0.7105	
	Transfer			13 Mar 2020	16690	145738	0.8024	
	Transfer			20 Mar 2020	(19929)	125809	0.6927	
	Transfer			27 Mar 2020	16310	142119	0.7825	
	AT THE END OF THE YEAR					142119	0.7825	
	7	DHIRAJLAL VARJIVANDAS SHAH	28561	0.1572			28561	0.1572
		Transfer			31 May 2019	2266	30827	0.1697
		Transfer			14 Jun 2019	1115	31942	0.1759
Transfer				19 Jul 2019	2159	34101	0.1878	

Transfer			09 Aug 2019	(5193)	28908	0.1592		
Transfer			16 Aug 2019	41236	70144	0.3862		
Transfer			23 Aug 2019	8676	78820	0.434		
Transfer			06 Sep 2019	6081	84901	0.4674		
Transfer			13 Sep 2019	1873	86774	0.4778		
Transfer			20 Sep 2019	147	86921	0.4786		
Transfer			27 Sep 2019	300	87221	0.4802		
Transfer			18 Oct 2019	2500	89721	0.494		
Transfer			25 Oct 2019	1126	90847	0.5002		
Transfer			08 Nov 2019	135	90982	0.5009		
Transfer			22 Nov 2019	2112	93094	0.5125		
Transfer			29 Nov 2019	4735	97829	0.5386		
Transfer			06 Dec 2019	482	98311	0.5413		
Transfer			13 Dec 2019	5558	103869	0.5719		
Transfer			20 Dec 2019	5418	109287	0.6017		
Transfer			27 Dec 2019	1994	111281	0.6127		
Transfer			31 Dec 2019	989	112270	0.6181		
Transfer			03 Jan 2020	1628	113898	0.6271		
Transfer			10 Jan 2020	1576	115474	0.6358		
Transfer			17 Jan 2020	3611	119085	0.6556		
Transfer			24 Jan 2020	2000	121085	0.6667		
Transfer			31 Jan 2020	1906	122991	0.6772		
Transfer			14 Feb 2020	500	123491	0.6799		
Transfer			21 Feb 2020	500	123991	0.6827		
Transfer			06 Mar 2020	5000	128991	0.7102		
Transfer			13 Mar 2020	2637	131628	0.7247		
Transfer			27 Mar 2020	(1500)	130128	0.7164		
AT THE END OF THE YEAR					130128	0.7164		
8	SAJAN VERGHIS MATHEW	72200	0.3975			72200	0.3975	
	Transfer			16 Aug 2019	4000	76200	0.4195	
	Transfer			22 Nov 2019	3984	80184	0.4415	
	Transfer			29 Nov 2019	1816	82000	0.4515	
	Transfer			20 Dec 2019	1500	83500	0.4597	
	Transfer			10 Jan 2020	1000	84500	0.4652	
	Transfer			06 Mar 2020	500	85000	0.468	
	Transfer			13 Mar 2020	4000	89000	0.49	
	Transfer			20 Mar 2020	6979	95979	0.5284	
	Transfer			27 Mar 2020	21021	117000	0.6442	
	AT THE END OF THE YEAR					117000	0.6442	
	9	SABJOT SINGH SAHNI	0	0			0	0
		Transfer			16 Aug 2019	50000	50000	0.2753
		Transfer			30 Aug 2019	35071	85071	0.4684
Transfer				06 Sep 2019	1237	86308	0.4752	
Transfer				29 Nov 2019	10000	96308	0.5302	
Transfer				06 Dec 2019	10000	106308	0.5853	
Transfer				27 Mar 2020	3000	109308	0.6018	
AT THE END OF THE YEAR						109308	0.6018	
10		RAJASTHAN GLOBAL SECURITIES PRIVATE LIMITED	675910	3.7214			675910	3.7214
		Transfer			16 Aug 2019	1849	677759	3.7315
	Transfer			08 Nov 2019	(40364)	637395	3.5093	

	Transfer			15 Nov 2019	(56451)	580944	3.1985
	Transfer			29 Nov 2019	(48335)	532609	2.9324
	Transfer			06 Dec 2019	(18402)	514207	2.8311
	Transfer			13 Dec 2019	(20710)	493497	2.7171
	Transfer			20 Dec 2019	(42978)	450519	2.4804
	Transfer			27 Dec 2019	(22080)	428439	2.3589
	Transfer			10 Jan 2020	(72663)	355776	1.9588
	Transfer			17 Jan 2020	(24994)	330782	1.8212
	Transfer			24 Jan 2020	(27112)	303670	1.6719
	Transfer			31 Jan 2020	(9706)	293964	1.6185
	Transfer			07 Feb 2020	(29579)	264385	1.4556
	Transfer			14 Feb 2020	(34402)	229983	1.2662
	Transfer			21 Feb 2020	(44839)	185144	1.0194
	Transfer			28 Feb 2020	(58202)	126942	0.6989
	Transfer			06 Mar 2020	(11837)	115105	0.6337
	Transfer			13 Mar 2020	(1435)	113670	0.6258
	Transfer			20 Mar 2020	(21306)	92364	0.5085
	Transfer			27 Mar 2020	(23129)	69235	0.3812
	Transfer			31 Mar 2020	(8799)	60436	0.3327
	AT THE END OF THE YEAR					60436	0.3327
11	DSP SMALL CAP FUND	339081	1.8669			339081	1.8669
	Transfer			31 May 2019	(76823)	262258	1.4439
	Transfer			07 Jun 2019	(5924)	256334	1.4113
	Transfer			21 Jun 2019	(179)	256155	1.4103
	Transfer			29 Jun 2019	(53486)	202669	1.1158
	Transfer			05 Jul 2019	(23302)	179367	0.9875
	Transfer			12 Jul 2019	(2286)	177081	0.975
	Transfer			19 Jul 2019	(49346)	127735	0.7033
	Transfer			26 Jul 2019	(26845)	100890	0.5555
	Transfer			09 Aug 2019	(4891)	95999	0.5285
	Transfer			16 Aug 2019	(95999)	0	0
	AT THE END OF THE YEAR					0	0
12	MAHAVEER PRASAD JAIN	104960	0.5779			104960	0.5779
	Transfer			21 Jun 2019	(104960)	0	0
	AT THE END OF THE YEAR					0	0
13	JM FINANCIAL SERVICES LIMITED	90335	0.4974			90335	0.4974
	Transfer			05 Apr 2019	23506	113841	0.6268
	Transfer			17 May 2019	6	113847	0.6268
	Transfer			24 May 2019	(6)	113841	0.6268
	Transfer			31 May 2019	1000	114841	0.6323
	Transfer			07 Jun 2019	(1000)	113841	0.6268
	Transfer			26 Jul 2019	3200	117041	0.6444
	Transfer			02 Aug 2019	(3000)	114041	0.6279
	Transfer			09 Aug 2019	(7676)	106365	0.5856
	Transfer			30 Aug 2019	(16030)	90335	0.4974
	Transfer			13 Sep 2019	100	90435	0.4979
	Transfer			20 Sep 2019	2945	93380	0.5141
	Transfer			27 Sep 2019	(156)	93224	0.5133
	Transfer			30 Sep 2019	3202	96426	0.5309
	Transfer			04 Oct 2019	(2158)	94268	0.519

	Transfer			11 Oct 2019	(3044)	91224	0.5023
	Transfer			18 Oct 2019	(2889)	88335	0.4863
	Transfer			01 Nov 2019	150	88485	0.4872
	Transfer			08 Nov 2019	(35585)	52900	0.2913
	Transfer			15 Nov 2019	(14285)	38615	0.2126
	Transfer			22 Nov 2019	315	38930	0.2143
	Transfer			29 Nov 2019	(7666)	31264	0.1721
	Transfer			06 Dec 2019	(31184)	80	0.0004
	Transfer			13 Dec 2019	370	450	0.0025
	Transfer			10 Jan 2020	(350)	100	0.0006
	Transfer			31 Jan 2020	(65)	35	0.0002
	Transfer			07 Feb 2020	15	50	0.0003
	Transfer			14 Feb 2020	50	100	0.0006
	Transfer			21 Feb 2020	5471	5571	0.0307
	Transfer			28 Feb 2020	9055	14626	0.0805
	Transfer			06 Mar 2020	(14561)	65	0.0004
	Transfer			13 Mar 2020	(65)	0	0
	AT THE END OF THE YEAR					0	0
14	VISCO TRADE ASSOCIATES LTD	68500	0.3771			68500	0.3771
	Transfer			02 Aug 2019	(16892)	51608	0.2841
	Transfer			23 Aug 2019	(16000)	35608	0.196
	Transfer			30 Aug 2019	(14000)	21608	0.119
	Transfer			20 Sep 2019	(2000)	19608	0.108
	Transfer			01 Nov 2019	(4608)	15000	0.0826
	Transfer			08 Nov 2019	(11500)	3500	0.0193
	Transfer			15 Nov 2019	(1000)	2500	0.0138
	Transfer			14 Feb 2020	(2000)	500	0.0028
	Transfer			28 Feb 2020	(500)	0	0
	AT THE END OF THE YEAR					0	0

- Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 18162939 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 Capital of the Company at the end of the Year.

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For each of the Director & KMP	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of shares of the Company	% fo Total shares	No. of shares of the Company	% of Total Shares
1	Mr. Pramod Maheshwari, Chairman, Managing Director and Chief Executive Officer	1951654	10.74	2116003	11.65
2	Mr. Om Prakash Maheshwari, Executive Director and Chief Financial Officer	1386300	7.65	1386300	7.65
3	Mr. Nawal Kishore Maheshwari, Executive Director	1385800	7.64	1385800	7.64
4	Mr. Ram Swaroop Chaudhary, Independent Director	20	0.00	20	0.00
5	Mr. Pawan Kumar Lalpuria, Independent Director	-	-	-	-
6	Mr. Vishal Jain, Independent Director	22500	0.10	22500	0.10
7	Mr. Mahesh Gupta, Independent Director	-	-	-	-
8	Mrs. Neelima Maheshwari, Non Executive Non-Independent Director	1339500	7.39	1339500	7.39
9	Mr. Jagdish Prasad Sarda, Independent Director	-	-	-	-
10	Mr. Tarun Kumar Jain, Company Secretary	-	-	-	-

V INDEBTEDNESS

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

values in ₹

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits Shares	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,30,674,895	-	-	4,30,674,895
ii) Interest due but not paid	41,41,580	-	-	41,41,580
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	4,34,816,475	-	-	4,34,816,475
Change in Indebtedness during the financial year				
Additions	3,72,410,454	-	-	3,72,410,454
Reduction	3,51,162,427	-	-	3,51,162,427
Net Change	21,248,027	-	-	21,248,027
Indebtedness at the end of the financial year				
i) Principal Amount	4,54,766,961	-	-	4,54,766,961
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	12,97,541	-	-	12,97,541
Total (i+ii+iii)	4,56,064,502	-	-	4,56,064,502

VI Remuneration of Directors and Key Managerial Personnel

(a) Remuneration to Managing Director, Whole-time Directors and/or Manager:

values in ₹

S. No.	Gross salary	Name of the MD/WTD/Manager			Total Amount
		Mr. Pramod Maheshwari, CMD & CEO	Mr. Om Prakash Maheshwari, Executive Director	Mr. Nawal Kishore Maheshwari, Executive Director	
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	33,00,000	33,00,000	33,00,000	99,00,000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 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)				99,00,000
	Ceiling as per Act				12,28,8197

(b) Remuneration to other directors:

values in ₹

S. No.	Particulars of Remuneration	Name of the Directors					Total Amount
1	Independent Directors	Mr. Pawan Kumar Lalpuria	Mr. RS Chaudhary	Mr. Vishal Jain	Mr. Mahesh Gupta	Mr. Jagdish Prasad Sarda	
	(a) Fee for attending board committee meetings	20,000	20,000	15,000	10,000	15,000	80000
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	Total (1)	20,000	20,000	15,000	10,000	15,000	80000
2	Other Non Executive Directors	Mrs. Neelima Maheshwari					
	(a) Fee for attending board committee meetings	15000					
	(b) Commission	Nil					
	(c) Others, please specify.	Nil					
	Total (2)	15000	-	-	-	-	15000
	Total (B)=(1+2)						95,000
3.	Ceiling as per Act	₹ 1 lakhs per meeting					

(c) Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

values in ₹

S. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Mr. Pramod Maheshwari, CEO	Mr. Om Prakash Maheshwari, CFO	Mr. Tarun Kumar Jain CS	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	33,00,000	33,00,000	900423	7500423
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	as % of profit	Nil	Nil	Nil	Nil
	others, specify	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	33,00,000	33,00,000	900423	7500423

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

ANNUAL REPORT ON THE CSR ACTIVITIES PURSUANT TO THE COMPANIES
(CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES 2014

1.	A brief outline 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	Mentioned in Corporate Governance Report. For detailed policy, please refer our website www.cpil.in
2.	The composition of the CSR Committee	Mr. Mahesh Gupta as Chairman, and Mr. RS Chaudhary and Mr. Nawal Kishore Maheshwari as other members
3.	Average net profit of the Company for last three Financial Years	₹ 16,76,70,763/-
4.	Prescribed CSR Expenditure (two percent of the amount as in item 3 above)	₹ 33,53,415/-
5.	Details of CSR spent during the Financial Year	Detail mentioned below
	a) Total amount to be spent for the Financial Year	
	b) Amount unspent, if any;	
	c) Manner in which the amount spent during the Financial Year is detailed below	
6.	In case the Company has failed to spend the two per cent of the average net profit of the last three Financial Years or any part thereof, the Company shall provide the reason for not spending the amount in its Board report	Your Company remains committed to spending its CSR budget. The focus in 2019-20 was to identify suitable charitable institutions with whom your Company would partner. Your Company is in discussion with more such institutions such that work in this area can be ramped up. In 2020-21, your Company is confident of a substantial increase in its CSR Spend. We are continuously looking at CSR initiatives to give back to the society.
7.	A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance of CSR objectives and Policy of the Company	Yes

S.No.	CSR Project or activity Identified	Sector in which the project is covered	Projects or Programs 1. Local area or otherwise 2. Specify the State & district	Amount outlay (budget) Project or program wise (₹)	Amount Spent on the projects or programs (₹)	Cumulative Spend till reporting period	Amount Spent, Direct or implementing agency
1	Overall development of the local area	<ul style="list-style-type: none"> ■ Education ■ Art and Culture ■ Health & Medical facilities ■ Environment sustainability ■ Others 	Rajsamand Kota Jodhpur (Rajasthan)	39,05,030/-	₹ 31,78,526 (Education) ₹ 54,818 (Health) ₹ 6,71,686 (Others) TOTAL ₹ 39,05,030	Total ₹ 11,007,245	Directly by the Company

For and on behalf of the Board of Directors

Pramod Maheshwari
Chairman, Managing Director & CEO

Om Prakash Maheshwari
CFO

Mahesh Gupta
Chairman CSR Committee

Place: Kota
Date: June 23, 2020

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For The Financial Year Ended on 31st March, 2020
 {Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No. 9 of the Companies
 (Appointment and Remuneration Personnel) Rules, 2014}

To
 The Members,
 Career Point Limited
 CP Tower-1, IPIA, Road No.1
 Kota, Rajasthan-324005
 CIN: L72200RJ2000PLC016272

Dear Members,

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Career Point Limited** [CIN: L72200RJ2000PLC016272](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 Company 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 31st March, 2020 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 31st March, 2020 according to the provisions of:

1. The Companies Act, 1956, the Companies Act, 2013 (to the extent Sections and Schedules notified) and the Rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;
5. 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 and 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, 2009; **(Not Applicable as the Company has not issued any further capital under the regulations during the period under review)**
 - d) The Securities and Exchange Board of India (Share based employee benefit) Regulations, 2014;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as the Company has not issued and listed any debt securities during the financial year under review)**
 - f) 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 **(Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review)**
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as the Company has not delisted / proposed to delist its equity shares from any Stock Exchange during the financial year under review)**
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable as the Company has not bought back / proposed to buy-back any of its securities during the financial year under review)**
 - i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

- (i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (iii) Labour Laws to the extent of Employees` State Insurance Act, 1948, Employees` Provident Fund and Miscellaneous Provisions Act, 1952, the Payment of Gratuity Act, 1972, Rajasthan Shops and Commercial Establishments Acts, 1958, Air (Prevention and Control of Pollution) Act, 1981 and Rules issued by the State Pollution Control Boards; and Water (Prevention and Control of Pollution) Act, 1974 and Rules issued by the State Pollution Control Boards.

To best of my understanding I am of the view that during the period under review the Company has complied with the provisions of the Acts,

Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

The Company is engaged in the business of providing tutorial services for various competitive entrance examinations belongs engineering and medical. To the best of our knowledge and believe and as confirmed by the Management of the Company there is no specific law applicable only to the tutorial Industry in India.

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 is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance, 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 decision at Board Meetings & Committee Meetings are carried out 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 based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

- As informed, the Company has responded appropriately to notices received from various statutory /regulatory authorities including initiating actions for corrective measures, wherever found necessary.

I further report that during the audit period there were no instances of:

- (i) Public/Right/Preferential issue of shares / debentures/ sweat equity.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations

Sourabh Mishra
 Practicing Company Secretary
 M.N. No. A51872
 C. P. No: 19132
 UDIN No.: A051872B000627691

Dated: June 23rd, 2020

Place: Kota

This report is to be read with our letter which is annexed as Annexure A and forms an integral Part of the report.

(THIS REPORT IS TO BE READ WITH OUR LETTER OF EVEN DATE WHICH IS ANNEXED AS ANNEXURE-A WHICH FORMS AN INTEGRAL PART OF THIS REPORT.)

Annexure-A

To
The Members,
Career Point Limited
CP Tower-1, IPIA, Road No.1
Kota, Rajasthan-324005
CIN: L72200RJ2000PLC016272

Dear Members,

Our Secretarial Audit Report for the financial year 31st March, 2020 is to be read along with this letter.

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and books of account of the Company.

Dated: June 23rd, 2020

Place: Kota

Sourabh Mishra
Practicing Company Secretary
M.N. No. A51872
C. P. No: 19132

FORM AOC - 1

(Pursuant to first provision to Sub-Section (3) of Section 129 read with rule 5 of the Companies (Accounts) Rules, 2014
STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY/ASSOCIATES

Annexure-4

S. No.	Name of Subsidiary Company	Reporting Currency & Exchange	Share capital	Reserve and surplus	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit Before Taxation	Provision for Taxation	Proposed Dividend	% of Share holding
1	Career Point Infra Limited	Indian Rupee	3,97,90,000	1,56,71,97,623	1,62,25,60,470	1,55,73,304	-	7,69,94,222	7,19,49,646	2,40,64,321	-	100%
2	Career Point Edutech Limited	Indian Rupee	57,89,470	2,18,92,433	3,21,03,558	35,21,655	-	3,11,80,718	1,44,57,068	44,38,288	-	100%
3	Gyan Eduventure Private Limited	Indian Rupee	4,42,00,000	(42,11,601)	4,36,89,882	37,01,484	-	18,60,62,960	1,58,06,372	51,47,953	-	100%
4	Career Point Accessories Private Limited	Indian Rupee	10,00,000	19,01,288	30,78,788	1,77,500	-	3,58,975	(66,029)	(27,121)	-	60%
5	Coupler Enterprises Private Limited	Indian Rupee	1,46,00,000	(29,24,139)	6,67,21,295	5,50,45,434	-	10,98,640	(24,14,683)	5,22,250	-	100%
6	Srajan Agritech Private Limited	Indian Rupee	2,87,50,000	7,16,31,884	10,03,87,884	5,500	-	2,00,000	1,72,452	-	-	100%
7	Srajan Capital Limited	Indian Rupee	6,38,20,000	33,68,75,669	2,34,09,46,084	1,94,02,50,415	2,20,00,000	31,28,02,386	12,32,86,763	3,07,62,858	-	100%
8	Career Point Institute of Skill Development Private Limited	Indian Rupee	1,41,00,000	(8,05,758)	5,09,74,383	3,76,79,841	-	74,45,330	35,06,218	9,23,141	-	100%
9.	EduTiger Private Limited	Indian Rupee	9,99,990	(7,731)	9,93,359	1,100	-	-	(7,731)	-	-	75%

Part B: Associates & Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act 2013 related to Associate Companies and Joint Ventures

Name of Associates/ Joint Ventures	Latest Audited Balance Sheet Date	Shares of Associate held by the Company on the year end		Description of how there is significant influence	Reason why the associate/ joint venture is not consolidated	Net worth attributable to shareholding as per latest audited Balance Sheet	Profit/Loss for the year	
		No.	Extend of Holding %				Considered in Consolidation	Not Considered in Consolidation
Imperial Infin Private Limited	31-03-2020	34000	42.74%	VOTING POWER	NA	94,82,225	6,15,148	8,24,133

Note: 1. During the year, Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Private Limited became Associate of Career Point Limited) w.e.f. 10th July, 2019 and ceased to be Associate w.e.f. 13th March, 2020.

2. During the year, Study Board Education Private Limited ceased to be Joint Venture w.e.f. 5th December, 2019

Annexure - 5

AOC FORM - 2

(Pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts/ arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any	
(h)	Date on which the requisite resolution was passed	
(i)	Amount paid as advances, if any	
(j)	Date on which (a) the requisite resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013	

2. Details of material contracts or arrangement or transactions at arm's length basis:

₹ in lacs

S. No.	Name of related party	Nature of relationship	Nature of Contract	Duration of the transaction	Transaction value	Date of approval by the board if any	Amount paid as advance
1.	Srajan Capital Limited	Wholly owned subsidiary company	Loans and Advances	One year	17,635.52	8 August 2019	NA

Annexure 6

PARTICULARS OF REMUNERATION OF EMPLOYEES

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

The information required under Section 197 of the Companies Act, 2013, read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

A. Remuneration of each director and Key Managerial Personnel (KMP) along with particulars of increase in remuneration during the Financial Year, ratio of remuneration of Directors to Median remuneration of employees and comparison of remuneration of each KMP against Companies Performance.

values in ₹

Name of Directors/Key Managerial Personnel	Remuneration	% increase in Remuneration	Ratio of Director's Remuneration to Median Remuneration
Non Executive Directors*			
Mr. Pawan Kumar Lalpuria	20,000	Nil	0.10:1
Mr. RS Chaudhary	20,000	Nil	0.10:1
Mr. Vishal Jain	15,000	Nil	0.07:1
Mr. Mahesh Gupta	10,000	Nil	0.07:1
Mrs. Neelima Maheshwari	15,000	Nil	0.07:1
Mr. Jagdish Prasad Sarda	15,000	Nil	0.07:1
Executive Directors and Key Managerial Personnel			
Mr. Pramod Maheshwari	33,00,000	Nil	15.71:1
Mr. Om Prakash Maheshwari	33,00,000	Nil	15.71:1
Mr. Nawal Kishore Maheshwari	33,00,000	Nil	15.71:1
Mr. Tarun Kumar Jain, Company Secretary	9,00,423	Nil	4.29:1

*Remuneration includes sitting fees only

(ii) In FY 2019-20, the median remuneration is ₹ 17,500.

(iii) There were 460 permanent employees on the rolls of Company as on March 31, 2020.

(iv) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

B. Particulars of Employees whose remuneration exceeds ₹ 60 Lacs per annum or ₹ 5 Lacs per month during FY 2019-20

(a) There are no employees who are employed throughout the year and in receipt of remuneration aggregating ₹ 60 lacs per annum

(b) There are no employees who are employed for part of the year and in receipt of remuneration aggregating ₹ 5 Lacs or more per month

For and on behalf of the Board of Directors

Pramod Maheshwari
Chairman, Managing Director and CEO

Place: Kota

Date: June 23, 2020

Annexure - 7

AS PER THE DISCLOSURE REQUIREMENT SPECIFIED UNDER SEBI (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AND SECTION 62(1)(B) OF THE COMPANIES ACT, 2013 READ WITH RULE 12(9) OF THE COMPANIES (SHARE CAPITAL & DEBENTURES) RULES, 2014, THE FOLLOWING INFORMATION IS DISCLOSED WITH RESPECT TO EMPLOYEE STOCK BENEFIT PLANS:

Details of ESOP	CPL Stock Option Plan 2013 (ESOP 2013)
I. Description of each ESOP that existed at any time during the year	
i. Date of shareholder's approval	21st September 2013
ii. Total number of options approved under ESOP	906647
iii. Vesting requirements	As specified by Nomination and Remuneration Committee subject to minimum one year from the date of grant
iv. Exercise price or pricing formula	Exercise Price in respect of the Stock options granted shall be such price being not less than the face value of an equity shares in the Company as on Date of Grant of option
v. Maximum term of options granted (years)	Options granted under ESOP 2013 would vest not earlier than one year and not later than 7 years from the date of grant
vi. Source of shares(Primary, Secondary or combination)	Primary
vii. Variation in terms of options	There have been no variations in the terms of the options
II Method used to account for ESOP	
The Company has calculated the employee compensation cost using the Fair value method of accounting for the Options granted.	
III Option Movement during the year:	
i. Number of Options Outstanding	821647
ii. Number of Options Granted during the year	0
iii. Number of Options Forfeited / lapsed during the year	0
iv. Number of Options Vested but not exercised during the year	55,000
v. Number of Options Exercised during the year	0
vi. Total number of shares arising as a result of exercise of options	0
vii. Money realised by exercise of options	0
viii. Number of options Outstanding at the end of the year	55,000
ix. Number of Options exercisable at the end of the year	55,000
IV Weighted average exercise price of Options granted during the year whose:	
i. Exercise price equals market price	Nil
ii. Exercise price is greater than market price	Nil
iii. Exercise price is less than market price	Nil
Weighted average fair value of options granted during the year whose	
i. Exercise price equals market price	Nil
ii. Exercise price is greater than market price	Nil
iii. Exercise price is less than market price	Nil
V Employee-wise detail of options granted during the Financial Year 2017-18:	
i. Senior Managerial personnel.	No grants during the year
ii. Employees who were granted, during any one year, options amounting to 5% or more of the options granted during the year	
iii. Identified employees who were granted options, during any one year, equal to or exceeding 1 per cent of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant	
The fair value has been calculated using the Black Scholes Option Pricing model	

The Assumptions used in the model are as follows:	
Particulars	ESOP
i. Risk Free Interest Rate	No grants during the year
ii. Expected Life	
iii. Expected Volatility	
iv. Dividend Yield	
v. Price of the underlying share in market at the time of the option grant	
Details of ESOP	
Weighted Average share price of Options exercised during the year : ₹ 122.27	
Exercise price and weighted average remaining contractual life of Outstanding Options	
Scheme Name	
CPL Stock Option Plan 2013 (ESOP 2013)	55,000
Diluted Earnings Per Share(EPS) pursuant to issue of shares on exercise of option calculated in accordance with Indian Accounting	9.05

**ANNEXURE 8
BUSINESS RESPONSIBILITY REPORT
[See Regulation 34(2)(f)]**

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

- Corporate Identity Number (CIN) of the Company- L72200RJ2000PLC016272
- Name of the Company- CAREER POINT LIMITED
- Registered address- CP TOWER-1 IPIA ROAD NO-1 KOTA RAJASTHAN 324005
- Website- WWW.CPIL.IN
- E-mail id- INVESTORS@CPIL.IN
- Financial Year reported-2019-2020
- Sector(s) that the Company is engaged in (industrial activity code-wise)-9891
- List three key products/services that the Company manufactures / provides (as in balance sheet)-COACHING SERVICES, HOSTEL AND MESS SERVICES
- Total number of locations where business activity is undertaken by the Company
(a) Number of International Locations Not Applicable
(b) Number of National Locations-70+
- Markets served by the Company - Local, State, National, International

SECTION B: FINANCIAL DETAILS OF THE COMPANY

- Paid up Capital (INR)-1,81,629,390
- Total Turnover (INR)-5,21,418,000
- Total profit after taxes (INR)-1,64,292,000
- Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%) - 3% average net profit for 3 years
- List of activities in which expenditure in 4 above has been incurred:-
(a) EDUCATION
(b) HEALTH AND MEDICAL FACILITIES
(c) ENVIRONMENT SUSTAINABILITY
(d) ART AND CULTURE

SECTION C: OTHER DETAILS

- Does the Company have any Subsidiary Company/ Companies? Yes 9 Subsidiaries
- 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)-NO
- 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

SECTION D: BR INFORMATION

- Details of Director/Directors responsible for BR
(a) Details of the Director/Director responsible for implementation of the BR policy/policies
1. DIN Number-001185711
2. Name-PRAMOD MAHESHWARI
3. Designation - CEO & EXECUTIVE DIRECTOR
(b) Details of the BR head2.

Particulars	Details
DIN Number (if applicable)	00185677
Name	Mr. Om Prakash Maheshwari
Designation	CFO & Executive Director
Telephone number	9672977518
e-mail id	investors@cpil.in

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

PRINCIPLE 1

ETHICS TRANSPARENCY AND ACCOUNTABILITY:

Businesses should conduct and govern themselves with ethics, transparency and accountability.

PRINCIPLE 2

PRODUCTS LIFE CYCLE SUSTAINABILITY

Businesses should provide goods and services that are safe and contribute to sustainability through out their life

PRINCIPLE 3

EMPLOYEES WELL BEING

Businesses should promote the well being of all employees.

PRINCIPLE 4

STAKEHOLDER ENGAGEMENT

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

PRINCIPLE 5

HUMAN RIGHTS

Businesses should respect and promote human rights.

PRINCIPLE 6

PROTECTION OF THE ENVIRONMENT

Questions	P - 1	P - 2	P - 3	P - 4	P - 5	P - 6	P - 7	P - 8	P - 9
Do you have a policy/ policies for....	Y	N	Y	Y	Y	Y	Y	Y	Y
Has the policy being formulated in consultation with the relevant stakeholders?	Y	N	Y	Y	Y	Y	Y	Y	Y
Does the policy conform to any national / international standards? If yes, specify? (50 words)	N	N	N	N	N	N	N	N	N
Has the policy being approved by the Board? Is yes, has it been signed by MD/owner/ CEO/ appropriate Board Director?	Y	N	Y	Y	Y	Y	Y	Y	Y
Does the company have a specified committee of the Board/ Director/Official to oversee the implementation of the policy?	Y	N	Y	Y	Y	Y	Y	Y	Y
Indicate the link for the policy to be viewed online?	Y	N	Y	Y	Y	Y	Y	Y	Y
Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	N	Y	Y	Y	Y	Y	Y	Y
Does the company have in-house structure to implement the policy/policies.	Y	N	Y	Y	Y	Y	Y	Y	Y
Does the Company have a grievance redressal mechanism related to the policy/ policies to address stake holders' grievances related to the policy/ policies?	Y	N	Y	Y	Y	Y	Y	Y	Y
Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	N	Y	Y	Y	Y	Y	Y	Y

the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Questions	P - 1	P - 2	P - 3	P - 4	P - 5	P - 6	P - 7	P - 8	P - 9
The company has not understood the Principles	-	NA	-	-	-	-	-	-	-
The company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	NA	-	-	-	-	-	-	-
The company does not have financial or manpower resources available for the task	-	NA	-	-	-	-	-	-	-
It is planned to be done within next 6 months	-	NA	-	-	-	-	-	-	-
It is planned to be done within the next 1 year	-	NA	-	-	-	-	-	-	-
Any other reason (please specify)	-	NA	-	-	-	-	-	-	-

3. Governance related to BR

- (a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Board of Directors have four Meetings
- (b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently

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

PRINCIPLE 7

RESPONSIBLE POLICY ADVOCACY

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

PRINCIPLE 8

SUPPORT INCLUSIVE GROWTH

Businesses should support inclusive growth and equitable development.

PRINCIPLE 9

PROVIDING CUSTOMER VALUE

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

(a) details of compliance (Reply in Y/N)

it is published? NO

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1

- 1. Does the policy relating to ethics, bribery and corruption cover only the company? **Yes.**
Does it extend to the Group / Joint Ventures/ Suppliers /

Contractors / NGOs / Others? **No.**

- 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.

We have not received any stakeholder Complaints in past financial year

Principle 2

- 1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities. **Not Applicable**
- 2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional): **Not Applicable**
- 3. Does the company have procedures in place for sustainable sourcing (including transportation)? **Not Applicable**
- 4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? **Not Applicable**
- 5. Does the company have a mechanism to recycle products and waste? **Not Applicable**

Principle 3

- 1. Please indicate the Total number of employees **460 as on March 31st 2020.**
- 2. Please indicate the Total number of employees hired on temporary/contractual/casual basis. **Not Applicable**
- 3. Please indicate the Number of permanent women employees **73 as on March 31st 2020.**
- 4. Please indicate the Number of permanent employees with disabilities. **Not Applicable**
- 5. Do you have an employee association that is recognized by management. **Not Applicable**
- 6. What percentage of your permanent employees is members of this recognized employee association? **Not Applicable**
- 7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year. **Nil**
- 8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?
(a) Permanent Employees 90%
(b) Permanent Women Employees 85%
(c) Casual/Temporary/Contractual Employees NA
(d) Employees with Disabilities NA

Principle 4

- 1. Has the company mapped its internal and external stakeholders? **Yes**
- 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 and marginalized stakeholders. If so, provide details thereof, in about 50 words or so. **Yes**

Principle 5

- 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?

The principles stated in over code and policies which include respect for human rights and dignity of all stakeholders, covers only the company.

- 2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management? **No material complaint received.**

Principle 6

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

The policies is applicable to Career Point only

- 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 on www.cpil.in

- 3. Does the company identify and assess potential environmental risks? **No**

- 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? **Not Applicable**

- 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. **Not Applicable**

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

- 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. **None**

Principle 7

- 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: **Not Applicable**

- 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) **Not Applicable**

Principle 8

- 1. Does the company have specified programmes / initiatives / projects in pursuit of the policy related to Principle 8? If yes details thereof. **Yes**

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

Career Point uses all these modes

- 3. Have you done any impact assessment of your initiative? **Yes**
- 4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken. 39,05,030/-

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

Yes. Initiatives conducted under CSR tracked to determine the outcomes achieved and the benefits to the community.

Principle 9

- What percentage of customer complaints/consumer cases are pending as on the end of financial year. **Nil Complaints**
- 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) **Not Applicable**

- Is there any case 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**
- Did your company carry out any consumer survey/ consumer satisfaction trends? **Yes**

Constitution of India, national laws and policies and the content of International Bill of Human Rights. Businesses should appreciate that human rights are inherent, universal, indivisible and interdependent in nature.

- Businesses should integrate respect for human rights in management systems, in particular through assessing and managing human rights impacts of operations, and ensuring all individuals impacted by the business have access to grievance mechanisms.
- Businesses should recognize and respect the human rights of all relevant stakeholders and groups within and beyond the workplace, including that of communities, consumers and vulnerable and marginalized groups.
- Businesses should, within their sphere of influence, promote the awareness and realization of human rights across their value chain.
- Businesses should not be complicit with human rights abuses by a third party.

Principle 6: Business should respect, protect, and make efforts to restore the environment

- Businesses should utilize natural and manmade resources in an optimal and responsible manner and ensure the sustainability of resources by reducing, reusing, recycling and managing waste.
- Businesses should take measures to check and prevent pollution. They should assess the environmental damage and bear the cost of pollution abatement with due regard to public interest.
- Businesses should ensure that benefits arising out of access and commercialization of biological and other natural resources and associated traditional knowledge are shared equitably.
- Businesses should continuously seek to improve their environmental performance by adopting cleaner production methods, promoting use of energy efficient and environment friendly technologies and use of renewable energy.
- Businesses should develop Environment Management Systems (EMS) and contingency plans and processes that help them in preventing, mitigating and controlling environmental damages and disasters, which may be caused due to their operations or that of a member of its value chain.
- Businesses should report their environmental performance, including the assessment of potential environmental risks associated with their operations, to the stakeholders in a fair and transparent manner.
- Businesses should proactively persuade and support its value chain to adopt this principle.

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

- Businesses, while pursuing policy advocacy, must ensure that their advocacy positions are consistent with the Principles and Core Elements contained in these Guidelines.
- To the extent possible, businesses should utilize the trade and industry chambers and associations and other such collective platforms to undertake such policy advocacy.

Principle 8: Businesses should support inclusive growth and equitable development

- Businesses should understand their impact on social and economic development, and respond through appropriate action to minimise the negative impacts.
- Businesses should innovate and invest in products, technologies and processes that promote the wellbeing of society.
- Businesses should make efforts to complement and support the development priorities at local and national levels, and assure appropriate resettlement and rehabilitation of communities who have been displaced owing to their business operations.
- Businesses operating in regions that are underdeveloped should be especially sensitive to local concerns.

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

- Businesses, while serving the needs of their customers, should take into account the overall well-being of the customers and that of society.
- Businesses should ensure that they do not restrict the freedom of choice and free competition in any manner while designing, promoting and selling their products.
- Businesses should disclose all information truthfully and factually, through labelling and other means, including the risks to the individual, to society and to the planet from the use of the products, so that the customers can exercise their freedom to consume in a responsible manner. Where required, businesses should also educate their customers on the safe and responsible usage of their products and services.
- Businesses should promote and advertise their products in ways that do not mislead or confuse the consumers or violate any of the principles in these Guidelines.
- Businesses should exercise due care and caution while providing goods and services that result in over exploitation of natural resources or lead to excessive conspicuous consumption.
- Businesses should provide adequate grievance handling mechanisms to address customer concerns and feedback.

ANNEXURE II

PRINCIPLES TO ASSESS COMPLIANCE WITH ENVIRONMENTAL, SOCIAL AND GOVERNANCE NORMS

[See Regulation 34(2)(f)]

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

- Businesses should develop governance structures, procedures and practices that ensure ethical conduct at all levels; and promote the adoption of this principle across its value chain. Businesses should communicate transparently and assure access to information about their decisions that impact relevant stakeholders.
- Businesses should not engage in practices that are abusive, corrupt, or anti-competition.
- Businesses should truthfully discharge their responsibility on financial and other mandatory disclosures.
- Businesses should report on the status of their adoption of these Guidelines as suggested in the reporting framework in this document.
- Businesses should avoid complicity with the actions of any third party that violates any of the principles contained in these Guidelines

Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle

- Businesses should assure safety and optimal resource use over the life-cycle of the product - from design to disposal - and ensure that everyone connected with it-designers, producers, value chain members, customers and recyclers are aware of their responsibilities.
- Businesses should raise the consumer's awareness of their rights through education, product labelling, appropriate and helpful marketing communication, full details of contents and composition and promotion of safe usage and disposal of their products and services.
- In designing the product, businesses should ensure that the manufacturing processes and technologies required to produce it are resource efficient and sustainable.
- Businesses should regularly review and improve upon the process of new technology development, deployment and commercialization, incorporating social, ethical, and environmental considerations.
- Businesses should recognize and respect the rights of people who may be owners of traditional knowledge, and other forms of intellectual property.
- Businesses should recognize that over-consumption results in unsustainable exploitation of our planet's resources, and should therefore promote sustainable consumption, including recycling of resources.

Principle 3: Businesses should promote the wellbeing of all employees

- Businesses should respect the right to freedom of association, participation, collective bargaining, and provide access to appropriate grievance Redressal mechanisms.
- Businesses should provide and maintain equal opportunities at the time of recruitment as well as during the course of employment irrespective of caste, creed, gender, race, religion, disability or sexual orientation.
- Businesses should not use child labour, forced labour or any form of involuntary labour, paid or unpaid.
- Businesses should take cognizance of the work-life balance of its employees, especially that of women.
- Businesses should provide facilities for the wellbeing of its employees including those with special needs. They should ensure timely payment of fair living wages to meet basic needs and economic security of the employees.
- Businesses should provide a workplace environment that is safe, hygienic humane, and which upholds the dignity of the employees. Business should communicate this provision to their employees and train them on a regular basis.
- Businesses should ensure continuous skill and competence upgrading of all employees by providing access to necessary learning opportunities, on an equal and non-discriminatory basis. They should promote employee morale and career development through enlightened human resource interventions.
- Businesses should create systems and practices to ensure a harassment free workplace where employees feel safe and secure in discharging their responsibilities.

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

- Businesses should systematically identify their stakeholders, understand their concerns, define purpose and scope of engagement, and commit to engaging with them.
- Businesses should acknowledge, assume responsibility and be transparent about the impact of their policies, decisions, product & services and associated operations on the stakeholders.
- Businesses should give special attention to stakeholders in areas that are underdeveloped.
- Businesses should resolve differences with stakeholders in a just, fair and equitable manner

Principle 5: Businesses should respect and promote human rights

- Businesses should understand the human rights content of the

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Career Point Limited.

1. We have examined the compliance of the conditions of corporate governance by Career Point Limited. ("the Company") for the year ended 31st March, 2020 as stipulated in Regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations as amended')

Management's Responsibility for the Statement

2. The compliance of conditions of corporate governance is the responsibility of the management of the Company. This responsibility includes the designing, implementing and operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
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. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), 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 and as per the Guidance Note on Report or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. 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

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31st March, 2020.
8. We 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

9. This certificate is issued solely for the purpose of complying with the aforesaid regulations. Our Certificate should not be used for any other purpose or by any person other than the addressees of this Certificate. Accordingly, we do not accept or assume any liability or 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.

Lodha & Co.
Chartered Accountants
ICAI Registration No: 301051E

Gaurav Lodha
Partner
Membership No. 507462
UDIN No.: 20507462AAAALS9025

Place: New Delhi
Date: June 23rd, 2020

REPORT ON CORPORATE GOVERNANCE

1) COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate governance refers to the framework of rules and practices by which the board of directors ensures accountability, fairness, and transparency in a company's relationship with all its stakeholders.

The Company is committed to run its business in a legal, ethical and transparent manner with dedication throughout the organization. Besides adhering to the prescribed corporate practices as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter referred to as 'Listing Regulations'], it voluntarily governs itself as per highest ethical and responsible standard of business.

The Company believes in good corporate governance. The Company's philosophy envisages the attainment of the highest standards of corporate governance through sound business decisions, prudent financial management, high standards of ethics throughout the organization, transparent accounting policies, responsibility and fairness.

The Company emphasizes the need for full transparency and accountability in all its transactions, in order to protect the interests of its stakeholders. Its Endeavour is to maximize the long term value of the shareholders of the Company.

A report on compliance with the principles of Corporate Governance as prescribed by SEBI in Listing Regulations is given below:

2) POLICIES

In compliance with requirements of Listing Regulations and Companies Act, 2013, Board of Directors of the Company has approved various policies, as detail herein:

Whistle Blower & Vigil Mechanism Policy

As per Section 177 of the Companies Act, 2013 and Regulation 4(2)(d)(iv) and 22 of SEBI (Listing obligation and disclosure requirements), Regulations 2015, a comprehensive Whistle Blower and Vigil Mechanism Policy has been approved and implemented within the organization. The policy enables the employees and directors to report instances of any unethical act or suspected incidents of fraud or violation of companies Code of Conduct. This mechanism/Policy provides adequate safeguards to whistle blowers against reprisals or victimization. The copy of the Policy has been uploaded on the Company's website www.cpil.in.

Code of Conduct for Board Members and Senior Management Personnel

In accordance with the requirement under Regulation 17 of the Listing Regulations, the Board of Directors of the Company has adopted a Code of Conduct for all Board members and senior management group of the Company. The code of conduct is available on the website of the Company www.cpil.in.

All board members and senior management group have affirmed compliance with the code of conduct. A declaration signed by the Managing Director & CEO to this effect is enclosed as a part of this report.

Related Party Transaction Policy

In compliance with the requirements of Regulation 23 of SEBI (Listing obligation and disclosure requirements), Regulations 2015, the Board of Directors of the Company has approved a Related Party Transaction Policy, to facilitate management to report and seek approval for any Related Party Transaction proposed to be entered into by the Company. The said Related Party Transaction Policy can be viewed on www.cpil.in

Material Subsidiary Policy

In compliance with the requirements of Regulation 16 of the Listing Regulations, the Board of Directors of the Company has approved a material subsidiary Policy. The said Policy can be viewed on www.cpil.in

Policies and code as per SEBI Insider Trading Regulations

In accordance with SEBI (Prohibition of Insider Trading) Regulation, 2015, the company has formulated and approved (i) an insider Trading Code to regulate dealing in the securities of the Company by designated persons in compliance with the regulations, and (ii) a Policy for Fair Disclosure of Unpublished Price Sensitive Information. The said Code and Policy can be viewed on www.cpil.in

Mr. Tarun Kumar Jain, Company Secretary of the Company is Compliance Officer for the purposes of Insider Trading Code and appointed as Chief Investor Relations Officer for the purpose of Fair Disclosure Policy.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

With a view to familiarize Independent Directors with the Company's operations, the Company has conducted Familiarization program for them with a view to enable them to understand Company's business in depth and contribute significantly to the company. Such Program will provide an opportunity to the Independent Directors to interact with the senior management team of the Company and help them to understand the Company's strategy, business model, operations, service and products offerings, markets, organization structure, finance, human resources, quality, facilities and risk management and such other areas as may arise from time to time. The details of Familiarization program can be viewed on www.cpil.in

BOARD OF DIRECTORS

i) Composition of Board

The Company's Board is constituted in line with the provisions of Listing Regulations and the Companies Act, 2013. The present strength of the Board is of nine Directors comprising an optimum combination of Executive and Non-Executive Directors. The Board represents an optimal mix of professionalism, knowledge and experience.

ii) The table below gives the composition of the Board during the financial year 2019-2020

Name of Director and DIN	Category	Designation
Mr. Pramod Maheshwari (00185711)	Promoter & Executive Director	Chairman, Managing Director & CEO
Mr. Om Prakash Maheshwari (00185677)	Promoter & Executive Director	Executive Director and CFO
Mr. Nawal Kishore Maheshwari (00185762)	Promoter & Executive Director	Executive Director
Mrs. Neelima Maheshwari (00194928)	Non-Executive Non- Independent Director	Director
Mr. Pawan Kumar Lalpuria (02016032)	Non-Executive Independent Director	Director
Mr. Ram Swaroop Chaudhary (00711599)	Non-Executive Independent Director	Director
Mr. Vishal Jain (00709250)	Non-Executive Independent Director	Director
Mr. Mahesh Gupta (00132721)	Non-Executive Independent Director	Director
Mr. Jagdish Prasad Sarda(07654623)	Non-Executive Independent Director	Director

Director's attendance record and Directorship in other companies

Name of Director	No. of Board Meetings during the Financial Year 2019-20		No. of Directorship in other Companies including private Ltd. Companies and excluding sec.8 companies (as on March 31, 2020)	No. of Membership/ Chairmanships of other Board		Whether attended last AGM	Directorship in other listed Entity (Category of Directorship)
	Held	Attended		Membership	Chairmanship		
Mr. Pramod Maheshwari	4	4	15	Nil	Nil	Yes	-
Mr. Om Prakash Maheshwari	4	4	18	2	1	Yes	Shricon Industries Ltd.
Mr. Nawal Kishore Maheshwari	4	3	16	Nil	Nil	Yes	-
Mr. Pawan Kumar Lalpuria	4	4	1	Nil	Nil	Yes	-
Mr. Ram Swaroop Chaudhary	4	4	1	Nil	Nil	Yes	-
Mr. Vishal Jain	4	3	3	Nil	Nil	Yes	JOSTS Engineering Company Ltd.
Mr. Mahesh Gupta	4	2	1	Nil	Nil	Yes	-
Mrs. Neelima Maheshwari	4	3	3	1	Nil	Yes	Shricon Industries Ltd.
Mr. Jagdish Prasad Sarda	4	3	-	Nil	Nil	Yes	-

Mr. Pramod Maheshwari, Chairman, Managing Director & CEO, Mr. Om Prakash Maheshwari, Executive Director & CFO and Mr. Nawal Kishore Maheshwari, Executive Director are relative in terms of the definition of 'relative' given under the Companies Act, 2013. Mrs. Neelima Maheshwari, Non-Executive Non-Independent Director is relative of Mr. Om Prakash Maheshwari, Executive Director & CFO in terms of the definition of 'relative' given under the Companies Act, 2013.

The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations).

Board Meetings:

The annual calendar of meetings is broadly determined at the beginning of each year. In compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Meetings are held at least once every quarter and the time gap between two Meetings is not more than four months. The notice of Board meeting is given well in advance to all the Directors. Usually, meetings of the Board are held in Kota. The Agenda of the Board / Committee meetings is set by the Company Secretary in consultation with the Chairman and the Managing Director and Chief Executive Officer of the Company. The Agenda for the Board and Committee meetings cover items set out as per the guidelines in Listing Regulations to the extent it is relevant and applicable. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision. However, in case of a special and urgent

business need, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which is noted and confirmed in the subsequent Board meeting. All Directors on the Board are free to suggest any item for inclusion in the agenda for the consideration of the Board. During the year Four Board Meetings were held on May 20, 2019, August 08, 2019, November 12, 2019 and February 12, 2020.

Independent Directors Meetings:

During the year under review, meeting of the Independent Directors was conducted.

Maximum tenure of independent directors

The maximum tenure of independent directors is in accordance with the Companies Act, 2013 and regulation 25(2) of the SEBI Listing Regulations, 2015.

Formal letter of appointment to independent directors

The Company issues a formal letter of appointment to independent directors in the manner as provided in the Companies Act, 2013. As per regulation 46(2) of SEBI Listing Regulations, 2015, the terms and conditions of appointment of independent directors are placed on the Company's website www.cpil.in

Board Evaluation

In terms of the requirements of the Act and Listing Regulations, During the year, the Board carried out the annual performance evaluation of the Board as a whole, Board Committees and the Directors. The Evaluation process focused on various aspects of the functioning of the Board and Committees such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations etc.

The results of the Evaluation were shared with the Board, Chairman of respective Committees and individual Directors. Based on the outcome of the Evaluation, the Board and Committees have agreed on an action to further improve the effectiveness and functioning of the Board and Committees.

Board Diversity Policy

In compliance with the provisions of the SEBI Listing Regulations, 2015, the Board through its Nomination and Remuneration Committee has devised a Policy on Board Diversity.

Review of legal compliance reports

During the year, the Board periodically reviewed compliance reports with respect to the various laws applicable to the Company, as prepared and placed before it by the Management.

3) BOARD COMMITTEES

In accordance with the provisions of the Companies Act 2013 and Listing Regulations, inter-alia, the following Committees are in operation:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders Relationship Committees
- iv. Corporate Social Responsibility Committee
- v. Risk Management Committee

i Audit Committee

In line with the statutory provisions of Listing Regulations and as a measure of good Corporate Governance with a view to provide assistance to the Board in fulfilling its oversight responsibilities, an Audit Committee of the Directors was constituted. Majority of the Members of the Committee are Independent Directors and every Member has sound experience in the financial sector. The Company Secretary acts as Secretary to the Committee.

The composition of the Audit Committee of the Board which complies with the requirements of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Listing Regulations are as under:

Chairperson: Mr. Pawan Kumar Lalpuria (Non-Executive Independent Director)

Members:

Mr. Mahesh Gupta (Non-Executive Independent Director) and

Mr. Om Prakash Maheshwari (Executive Director & Chief Financial Officer)

Mr. Ram Swaroop Choudhary (Non-Executive Independent Director)

Mr. Jagdish Prasad Sarda (Non-Executive Independent Director)

Functions and Terms of Reference

The term of reference of Audit Committee are as per Listing Regulations and includes such other functions as may be assigned to it by the Board from time to time. Further, the term of reference of the Audit Committee has been aligned with the requirements of the Companies Act, 2013.

The main functions of the Audit Committee, inter-alia, include:

- ◆ Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- ◆ Review and monitor the auditor's independence and performance, and effectiveness of audit process;

- ◆ Approval/ Ratification of other services as may be required to be availed from auditors of the Company;
- ◆ Examination of the financial statement and auditors` report thereon;
- ◆ Approval or any subsequent modification of transaction of the company with related parties;
- ◆ Scrutiny of inter-corporate loans and investments, if any;
- ◆ Valuation of undertakings or assets of the Company, wherever it is necessary;
- ◆ Evaluation of internal financial controls and risk management systems;
- ◆ Monitoring the end use of fund raised through public offers and related matters
- ◆ Such other functions / areas / term as desired / referred by the Board from time to time or required under applicable law / Listing Regulations for time being in force

The Audit Committee also reviews adequacy of disclosures and compliance with all relevant laws. In addition to these, in compliance with requirements of Listing Regulations, the Audit Committee reviews the operations of subsidiary Companies viz., its financial statements to grant omnibus approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board, statement of investments and minutes of meeting of its Board.

The particulars of the meetings attended by the Members of the Audit Committee and the dated of the meetings held during the financial year 2019-20 are given below:

Sr. No	Name of Members	No. of Meetings during the Financial Year 2019-20		Dates of Meetings
		Held	Attended	
1	Mr. Pawan Kumar Lalpuria	4	4	May20, 2019 August 08, 2019 November 12, 2019 February 12, 2020
2	Mr. Om Prakash Maheshwari	4	4	
3	Mr. Mahesh Gupta	4	2	
4	Mr. Ram Swaroop Choudhary	4	4	
5	Mr. Jagdish Prasad Sarda	4	3	

Mr. Tarun Kumar Jain, Company Secretary acts as the Secretary of the Committee.

Audit Committee Meetings are generally attended by the Chief Executive Officer, Chief Financial Officer and representative of the Statutory Auditors of the Company. Internal Auditors have attended Audit Committee Meeting wherein the Internal Audit Reports were considered by the Committees.

(ii) NOMINATION AND REMUNERATION COMMITTEE

Composition of the Nomination and Remuneration Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

The Nomination and Remuneration Committee of the Company is constituted to identify persons who are qualified to become directors and who may be appointed in senior management and to formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees and to carry out evaluation of every director`s performance. The Nomination and Remuneration Committee of the Company is also entrusted to frame policies and systems for Employees Stock Option Plans and to formulate and administer the Company`s Employees Stock Option Plans from time to time.

The remuneration policy of the Company is aimed to reward performance, based on review of achievements on a regular basis.

The Nomination and Remuneration Committee has been constituted by the Board and it comprises of the following Independent Directors:

Chairman: Mr. Jagdish Prasad Sarda (Non-Executive Independent Director)

Members:

Mr. Pawan Kumar Lalpuria (Non-Executive Independent Director) and

Mr. Ram Swaroop Chaudhary (Non-Executive Independent Director)

Functions and Terms of Reference

The broad terms of reference of the Nomination and Remuneration Committee of the Company are as follows:

- ◆ To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;
- ◆ To carry out evaluation of every directors performance;
- ◆ To formulate the criteria for determining qualifications, positive attribute and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees. The Committee while formulating the policy shall ensure that:
- ◆ Ensure the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully

- ◆ Ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmark
- ◆ Formulate policy with regard to Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- ◆ To recommend the Board, the remuneration (including any modification therein) payable to the Managing Director or Whole-time Director or Manager of the Company
- ◆ Such other functions/area/term as desired/referred by the Board from time to time or required under applicable law /listing agreement, for time being in force.

The particulars of the meetings attended by the Members of the Nomination and Remuneration Committee and the dates of the meetings held during the financial year 2019-20 is given below:

Sr. No	Name of Members	No. of Meetings during the Financial Year 2019-20		Dates of Meetings
		Held	Attended	
1	Mr. Pawan Kumar Lalpuria	2	2	May 20, 2019 February 12, 2020
2	Mr. Jagdish Prasad Sarda	2	2	
3	Mr. Ram Swaroop Chaudhary	2	2	

Mr. Tarun Kumar Jain, Company Secretary acts as the Secretary of the Committee.

Remuneration Policy

The Nomination and Remuneration Committee has the powers to determine and recommend to the Board the amount of remuneration payable to Directors, Senior Management and other employees. The recommendations of the Committee are based on the evaluation of the performance and other criteria, as laid down and as per the Company's Rules/Policies. In terms of the guidelines, the Company ensures that the remuneration payable to Managing Director and Whole-time Directors by way of salary including other allowances and monetary value of perquisites should be within the overall limit as specified under the Companies Act, 2013 and approved by the Shareholders.

The remuneration policy is directed towards rewarding performance of the employees of the Company. It is aimed at attracting and retaining high caliber talent. The stock option plan, inter-alia, authorizes the Company to grant stock options in pursuit of these goals. An extract of Remuneration Policy approved by the Nomination and Remuneration Committee of the Board has been included as part of this Annual Report. The copy of the Policy has been uploaded on the Company`s website www.cpil.in

Detail of Remuneration to all the Directors during the year ended March 31, 2020.

Name of Director	Salary (₹)	Benefits /Allowances /perquisites (₹)	Bonuses (₹)	Sitting fees (₹)	Details of fixed Component and performances incentives (₹)	Total (₹)	Stock Option details, if any	Service contract, notice period, severance fee/pension
Mr.Pramod Maheshwari	1500000	1800000	-	-	-	3300000	-	*
Mr. Om Prakash Maheshwari	1500000	1800000	-	-	-	3300000	-	**
Mr. Nawal Kishore Maheshwari	1500000	1800000	-	-	-	3300000	-	***
Mr. Ram Swaroop Chaudhary	-	-	-	20000	-	20000	-	****
Mr.Pawan Kumar Lalpuria	-	-	-	20000	-	20000	-	****
Mr.Vishal Jain	-	-	-	15000	-	15000	-	****
Mr. Mahesh Gupta	-	-	-	10000	-	10000	-	****
Mrs.Neelima Maheshwari#	-	-	-	15000	-	15000	-	Retire by rotation
Mr. Jagdish Prasad Sarda	-	-	-	15000	-	15000	-	*****

During the year guarantee commission paid to Mrs. Neelima Maheshwari is amounting ₹ 38517

*5 years with effect from July 01, 2018/notice period 2 months or 2 months' salary in lieu of the notice

**5 years with effect from April 01, 2019/notice period 2 months or 2 months' salary in lieu of the notice

***5 years with effect from April 01, 2019/notice period 2 months or 2 months' salary in lieu of the notice

**** 5 years with effect from April 01, 2019//written notice as per letter of appointment

*****5 years with effect from 12 November, 2016/September 26, 2018 /written notice as per letter of appointment.

Non- Executive Directors of the Company do not have any pecuniary relationship or transactions with the Company, its Promoters, its Directors, its Senior Management, its subsidiary companies and associate companies, except the sitting fees to Non-Executive Directors (for attending the meetings of the Board, Audit Committee and Nomination and Remuneration Committee) within the limits.

No Stock Options were granted to Directors under CPL Employees Stock Option Plan 2013 (ESOP 2013) during the financial year ended March 31, 2020.

CAREER POINT Ltd. Annual Report 2019-20

Disclosures regarding re-appointment of Directors

The resume of the Directors who are being reappointed are provided in the Notice to the Annual General Meeting.

Employees Stock Option Plans

The remuneration policy is directed towards rewarding performance of the employees of the Company. It is aimed at attracting and retaining high caliber talent. The stock option plan, inter-alia, authorizes the Company to grant stock options in pursuit of these goals.

(i) STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition of the Stakeholder Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. As a measure of good Corporate Governance and focusing on strengthening the relation with the stakeholders, the Board has formed Stakeholders Relationship Committee. The Stakeholders Relationship Committee ensures that all commitment to security holders and investors are met and thus strengthen their relationship with the Company. The composition of the Stakeholders Relationship Committee is as below:

Chairman: Mr. Ram Swaroop Chaudhary (Non-Executive Independent Director)

Members:

Mr. Pawan Kumar Lalpuria (Non-Executive Independent Director) and

Mr. Jagdish Prasad Sarda (Non-Executive Independent Director)

Mr. Tarun Kumar Jain, Company Secretary acts as the Secretary of the Committee.

Functions and Terms of Reference

The functioning and broad terms of reference of the Stakeholders Relationship Committee of the Company are as under:

- ◆ to consider and resolve the grievances of security holders of the Company
- ◆ to review important circulars issued by SEBI/Stock Exchanges.
- ◆ To take note of the Compliance of Corporate Governance during the quarter/year

The Committee has been constituted to specifically look into the Investors' complaints and to redress the same expediently. There were no complaints pending as on 31st March, 2020.

The Company has appointed M/s. Link Intime India Private Limited as Share Transfer Agent, to look after the Shareholders correspondence, share transfers, transmissions, transpositions, to prepare shareholding pattern, which are approved by the Committee. The Company has connectivity with NSDL & CDSL for Dematerialization of Shares.

The Compliance Officer in terms of the requirement of the stock exchange who liaises with and monitors the activities of the Share Transfer Agent.

The particulars of the meetings attended by the Members of the Stakeholders Relationship Committee and the dates of the meetings held during the financial year 2019-20 are given below: Mr. Tarun Kumar Jain, Company Secretary of the Company is the Compliance Officer of the Company.

Sr. No	Name of Members	No. of Meetings during the Financial Year 2019-20		Dates of Meetings
		Held	Attended	
1	Mr. Pawan Kumar Lalpuria	4	4	May20, 2019 August 08, 2019 November 12, 2019 February 12, 2020
2	Mr. Jagdish Prasad Sarda	4	3	
3	Mr. Ram Swaroop Chaudhary	4	4	

Details of complaints received/resolved during the financial year 2019-20:

Nature of Complaints	Received	Resolved	Pending
Investor Grievances	0	0	NIL

(iv) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

In alignment with the provisions of the Companies Act, 2013, your directors have constituted the Corporate Social Responsibility Committee of the Board of Directors, with Mr. Mahesh Gupta as Chairman, and Mr. Ram Swaroop Chaudhary and Mr. Nawal Kishore Maheshwari as other members.

The said Committee has been entrusted with the responsibility of formulating and monitoring the Corporate Social Responsibility Policy of the Company, which will include inter-alia activities to be undertaken by the Company, monitoring the implementation of the framework of the Policy and recommending the amount to be spent on CSR activities.

Sr. No	Name of Members	No. of Meetings during the Financial Year 2019-20		Dates of Meetings
		Held	Attended	
1	Mr. Nawal Kishore Maheshwari	2	2	May 20, 2019 February 12, 2020
2	Mr. Ram Swaroop Chaudhary	2	2	
3	Mr. Mahesh Gupta	2	2	

Mr. Tarun Kumar Jain, Company Secretary acts as the Secretary of the Committee.

(v) RISK MANAGEMENT COMMITTEE

In alignment with the provisions of the Companies Act 2013, your directors have constituted the Risk Management Committee of the Board of Directors, with Mr. Om Prakash Maheshwari as Chairman and Mr. Pramod Maheshwari and Mr. Mahesh Gupta as other members.

Chairman: Mr. Om Prakash Maheshwari

Members: Mr. Pramod Maheshwari and Mr. Mahesh Gupta

Sr. No	Name of Members	No. of Meetings during the Financial Year 2019-20		Dates of Meetings
		Held	Attended	
1	Mr. Om Prakash Maheshwari	2	2	May 20, 2019 February 12, 2020
2	Mr. Pramod Maheshwari	2	2	
3	Mr. Mahesh Gupta	2	2	

Mr. Tarun Kumar Jain, Company Secretary acts as the Secretary of the Committee

4) GENERAL BODY MEETINGS

The details of General Meetings held in the last three years are given below:

Year	AGM/ EGM	Date	Time	Venue	No. of special resolution
2018-2019	19 th AGM	September 26,2019	4.00 p.m	CP Tower-2 Road No. 1,IPIA, Kota-324005	1
2017-2018	18 th AGM	September 26,2018	4.00 p.m	CP Tower-2 Road No. 1,IPIA, Kota-324005	8
2016-2017	17 th AGM	September 26,2017	4.00 p.m	CP Tower-2 Road No. 1,IPIA, Kota-324005	1

AGM=Annual General Meeting, EGM=Extra-ordinary General Meeting.

Note : During the year Company has not passed any resolution by circulation or by Postal Ballot.

Mr. Tarun Kumar Jain,

Compliance Secretary and Compliance Officer, Career Point Limited

Registered & Corporate Office: CP Tower-1, Road No-1, IPIA, Kota-324005

Tel: +91 744 3040000; Fax: +91 744 3040050; Email: tarun.jain@cpil.in

6) DISCLOSURES

i. Related Party Transactions

There is no Related Party Transaction that may have potential conflict with the interest of the Company at large. The Company's major Related Party Transactions are generally with its subsidiary, Key Management Personnel and Enterprises under the same management. The Related Party Transactions are entered into based on the considerations of various business exigencies and Company's long term strategy. All the transactions entered during the financial year 2019-20 with Related Parties were on arm's length basis and the same are reported under notes to the financial statements.

All transactions covered under Related Party Transactions are regularly/periodically ratified and/or approved by the Board / Audit Committee.

ii. Details of non-compliance with regard to the capital market

There have been no instances of non-compliances by the Company and no penalties and/or structures have been imposed on it by stock exchanges or SEBI or any statutory authority on any matter related to the capital markets during the last three years.

iii. Whistle Blower Policy:

The Audit Committee approved whistle blower policy. The employees and directors may report to the Compliance Officer and have direct access to the Chairperson of the Audit Committee about any unethical, actual or suspected fraud or violation of the Company's Code of Conduct.

iv. Compliance of Code Corporate Governance

The Company has complied with all the mandatory requirements of the Code of Corporate Governance as stipulated under the Listing Regulations. The Company has also obtained a certificate affirming the compliances from M/sLodha & Co, Chartered Accountants, the statutory auditors of the Company and the same is attached to this Report.

v. Details of Compliance with Non-Mandatory requirements of this clause

The Company has not adopted the Non-Mandatory requirements except constitution of Nomination and Remuneration Committee and whistle Blower Policy.

vi. Disclosure on Risk Management

The Board has laid down procedures to inform the Board Members about the risk assessment and mitigation procedures. The Board is periodically informed about the key risks and their minimization procedures. Business risk evaluation and management is an ongoing

process within the Company.

vii. Financial Statements / Accounting treatments

In the preparation of Financial Statements, the Company has followed the Accounting Standards issued by Institute of Chartered Accountants of India to the extent applicable.

viii. Management Discussion and Analysis Report

Management Discussion and Analysis Report is appended to this Annual Report.

ix. Disclosures regarding appointment or re appointment of Directors

The brief profile of the Directors proposed to be appointed / re-appointed is given as a part of the Notice of the Annual General Meeting.

x. Means of Communication

- a) In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under "Investor Relations" on the Company's website gives information on various announcements made by the Company, status of unclaimed dividend, Annual Report, Quarterly/Half yearly/ Nine-months and Annual financial results along with the applicable policies of the Company. Your Company's official news releases and presentations made to the institutional investors and analysts are also available on the Company's website.
- b) The quarterly, half-yearly and annual results during the year were published in National English "Financial Express" and Hindi Newspapers "Nafa Nuksan"/Jansatta" and displayed on the Company's website www.cplcpil.in along with official news releases, financial results and presentations etc are also displayed at the Company's website.
- c) The Company had quarterly Investors teleconferences for Investors of the Company immediately after the declaration of quarterly/annual results. Detailed presentations are made to institutional investors and financial analysts on the Company's unaudited quarterly as well as audited annual financial results. These presentations are also uploaded on the Company's website.
- d) All the periodic compliance filing to National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) like shareholding pattern, corporate governance report, Report on Reconciliation of Share Capital, financial results, other Corporate Announcements among others are filed electronically on NEAPS (NSE Electronic Application Processing Systems) and BSE Listing Centre (BSE Corporate Compliance & Listing Centre) respectively.

The investor complaints (if any) are processed in a centralized web based complaint system SEBI Complaint Redress System (SCORES).

Date	28th September 2020
Time	4:00 pm
Financial Year	2019-20

Book Closure Date - From September 21, 2020 to September 28, 2020 (both days inclusive)

ii) Tentative Financial Calendar (For FY 2020-21)

The tentative schedule of Financial Results of the Company is as follows:

June Quarter Ending Results	Within 45 days from end of quarter.
September Quarter Ending Results	Within 45 days from end of quarter.
December Quarter Ending Results	Within 45 days from end of quarter.
March Quarter/Year Ending Results	Within 45 days from end of quarter (Un-audited) / Within 60 days from end of financial year (Audited).

iii) Listing in Stock Exchanges and Stock Codes

The names of the Stock Exchanges at which the equity shares are listed and the respective stock codes are as under:

Name of Stock Exchanges	Stock Code/Symbol
Bombay Stock Exchange Limited	533260
National Stock Exchange of India Limited	CAREERP

The listing fee for the financial year 2020-21 to BSE & NSE has been duly paid.

iv) Unclaimed Dividend

Your Company intimated shareholders to lodge their claims and related particulars were provided in the annual reports each year as well as on the website of the Company. As per the provisions of the Companies Act, any amount that remains unclaimed for a period of seven years is transferred to the Investor Education and Protection Fund (IEPF). In accordance with the said provisions, the dividends already declared and paid by the Company, if remaining unclaimed and unpaid for a period of seven years, will be transferred to IEPF, as per the details mentioned in Table below.

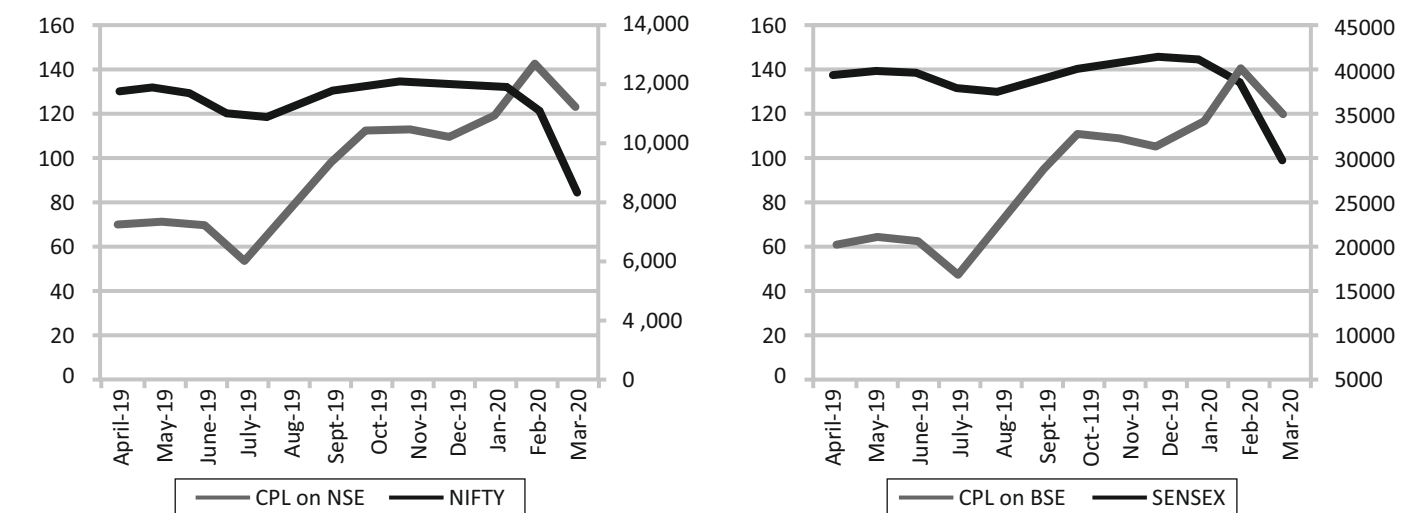
S.No.	Financial Year	Type of Dividend	Dividend per equity share (INR)	Date of declaration	Due date of Transfer
1	2014-15	Interim Dividend	1.00	12-Aug-14	After seven years from the date of declaration
2	2019-20	Interim Dividend	1.00	08-Aug-19	After seven years from the date of declaration
3	2019-20	Interim Dividend	1.00	12-Nov-19	After seven years from the date of declaration
4	2019-20	Interim Dividend	1.00	12-Feb-20	After seven years from the date of declaration

v) Market Price Data

a. Share Price movement for the Financial Year 2019-2020

Month	Bombay Stock Exchange				National Stock Exchange			
	High (In Rs.)	Low (In Rs.)	Close (In Rs.)	SENSEX	High (In Rs.)	Low (In Rs.)	Close (In Rs.)	NIFTY
Apr-19	83.25	66	68.5	39031.55	77	67.55	69.35	11,748.15
May-19	80.9	66.05	71	39714.2	81.75	65.2	71.35	11,922.80
Jun-19	71.95	53.2	68.8	39394.64	73.8	63.4	69	11,788.85
Jul-19	69.2	48.8	54.7	37481.12	69.75	48.3	54	11,118.00
Aug-19	82	50.75	74.7	37332.79	83.1	50.25	74.8	11,023.25
Sep-19	111.5	72.2	96.15	38667.33	111.8	72	96.25	11,474.45
Oct-19	118.9	77	113.5	40129.05	119.75	81.3	112.5	11,877.45
Nov-19	137	111.2	112	40793.81	136.75	111.25	113	12,056.05
Dec-19	125	105.3	108.95	41253.74	125.85	104.5	109.9	12168.45
Jan-20	132.8	101.6	118.7	40723.49	133	105.45	118.65	11,962.10
Feb-20	159	112	142.15	38297.29	158.7	111.25	142.4	11,201.75
Mar-20	149.15	95.1	123.45	29468.49	149	96	122.9	8,597.75

STOCK PERFORMANCE V/S NIFTY & SENSEX



a. Shareholding Distribution as on March 31, 2020

Shareholding of Shares	Number of Shareholders	Percentage of Total Shareholders	Total no of Shares	Percentage of Total Shares
1to 5000	10824	92.08	779103	4.2895
5001 to 10000	393	3.3433	322353	1.7748
10001 to 20000	212	1.8035	318548	1.7538
20001 to 30000	90	0.7656	232057	1.2776
30001 to 40000	45	0.3828	160894	0.8858
40001 to 50000	25	0.2127	120346	0.6626
50001 to 100000	73	0.621	543092	2.9901
100001 to 18162939	93	0.7912	15686546	86.3657
Total	11755	100	18162939	100

c. Shareholding Pattern as on March 31, 2020

Category	No. of shares held	% Shareholding
Clearing Members	63548	0.3499
Other Bodies Corporate	871766	4.7997
Financial Institutions	142119	0.7825
Hindu Undivided Family	803942	4.4263
Non Resident Indians	241095	1.3274
Non Resident (Non Repatriable)	19715	0.1085
Public	4430566	24.3934
Promoters	4861687	26.7671
Relatives Of Director	6697500	36.8745
Trusts	20	0.0001
Foreign Portfolio Investors (Corporate)	30661	0.1688
NBFCs registered with RBI	320	0.0018
TOTAL :	18162939	100.00

*General public includes a shareholder who holds one share in physical form

vi) Registrar for Dematerialisation and Physical Transfer of Shares

The Company has appointed a Registrar for dematerialization (Electronic Mode) and physical transfer of shares whose detail is given below:-

M/s. Link Intime India Private Limited
Unit: Career Point Limited
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West)
Mumbai - 400 083
Contact Person: Mr. Mahesh Masurkar
Telephone No. : 022-49186000
Fax No. : 022-49186060
Email id: rnt.helpdesk@linkintime.co.in

vii) Share Transfer System

The Company has appointed a common Registrar for the physical share transfer and dematerialization of shares. The shares lodged for physical transfer/ transmission/transposition are registered normally within a period of fortnight, if the documents are complete in all respects. For this purpose, the Share Transfer Committee meets as often as required. Adequate care is taken to ensure that no transfers are pending for more than a fortnight. Requests for demat/remat were confirmed mostly within a fortnight. The Company obtains from a Company Secretary in Practice half-yearly certificates of compliance with the share transfer formalities as required

under Regulation 40(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and files a copy of the certificate with the Stock Exchanges.

viii) Dematerialization of Shares and Liquidity

The shares of the Company are compulsorily traded in dematerialised form. The Company has arrangements with both the National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to establish electronic connectivity of its shares for scripless trading. As on March 31, 2020 100% percent of the shares (except one share) of the Company were held in a dematerialized form. The International Securities Identification Number (ISIN) allotted to the Company for Dematerialization of Shares is INE521J01018.

ix) Reconciliation of Share Capital Audit

As stipulated by the Securities and Exchange Board of India (SEBI), a qualified Company Secretary carries out Reconciliation of Share Capital Audit. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors.

x) GDRs/ADRs: There are no outstanding GDRs / ADRs / Warrants or any convertible instruments.

xi) Plant Location: Not Applicable

xii) Address for Correspondence

Shareholder's correspondence should be addressed to the

Company's Registrar at the address mentioned below:

M/s. Link Intime India Private Limited
Unit: Career Point Limited
C-101, 247 Park,
L.B.S. Marg, Vikhroli (West)
Mumbai - 400 083
Contact Person: Mr. Mahesh Masurkar
Telephone No. : 022-49186000
Fax No. : 022-49186060
Email id: rnt.helpdesk@linkintime.co.in
Investors may also write to or contact
Company Secretary
CAREER POINT LIMITED
Registered Office: CP Tower-1, Road No. 1,
IPIA, Kota - 324 005, Rajasthan, India
Tel: +91 744 3040000;
Fax: +91 744 3040050

For any other queries: email: investors@cpil.in

xiii) Designated exclusive email-id

The Company has designated an email-id investors@cpil.in exclusively for shareholders and Investors to correspond with the Company.

xiv) Permanent Account Number for transfer of shares in physical form

SEBI vide its Circular dated May 20, 2009 has stated that for securities market transactions and off-market transactions involving transfer of shares in physical form of listed companies, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company's RTA for registration of such transfer of shares. Accordingly, shareholders are requested to please furnish copy of PAN card to the Company's RTA for registration of transfer of shares in their name.

xv) Consolidate multiple folios

Investors are encouraged to consolidate their shareholding held in multiple folios. This would facilitate one stop tracking of all corporate benefits on the shares and would reduce time and efforts required to monitor multiple folios.

xvi) Proceeds from the public issue/right issue/preferential issue:

There was no fresh public issue/right issue/preferential issue etc during the financial year 2019-20.

xvii) Inter-se relationships between directors

Mr. Pramod Maheshwari, Chairman, Managing Director & CEO, Mr. Om Prakash Maheshwari, Executive Director & CFO and Mr. Nawal Kishore Maheshwari, Executive Director are relative in terms of the definition of 'relative' given under the Companies Act, 2013. Mrs. Neelima Maheshwari, Non-Executive Non-Independent Director is relative of Mr. Om Prakash Maheshwari, Executive Director & CFO in terms of the definition of 'relative' given under the Companies Act, 2013.

xviii) Company Registration Details

The Company is registered in the State of Rajasthan. The Corporate Identity Number (CIN) allotted to the Company by the MCA is L72200RJ2000PLC016272.

xix) Nomination Facility

The Companies Act 2013 has provided for a nomination facility to the Shareholders of the Company. The Company is pleased to offer the facility of nomination to shareholders and shareholders may avail this facility by sending the duly completed form to the Registered Office of the

Company/Registrar and Share Transfer Agent of the Company in case the shareholding is in physical form. The shareholders may obtain copy of the said form from the Registered Office of the Company. In case of demat holdings, the request may be submitted to the Depository Participant.

8) SUBSIDIARY COMPANIES

Regulation 16(1)© of SEBI (Listing obligation and disclosure requirements), Regulations 2015 of the Listing Regulations defines a "material subsidiary" as a "material subsidiary" shall mean a subsidiary, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. As per this provision, your company has Career Point Infra Limited and Srajan Capital Limited as "material non-listed Indian subsidiary".

9) Code for prevention of Insider Trading Practices

In Compliance with the SEBI's regulations on prevention of insider trading, the Company has instituted a comprehensive Code of Conduct for its Promoters, Directors and Designated Employees. The Code lays down guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with shares of Career Point Limited and cautioning them of the consequences of violations.

10) Furnishing updated bank account particulars with Company/ Depository Participant for facilitating electronic payments

SEBI vide its Circular No. CIR/MRD/DP/10/2013 dated March 21, 2013 had mandated the companies to use any of the RBI approved electronic mode of payment such as ECS (Local ECS/Regional ECS/National ECS) NEFT, RTGS etc for distribution of dividend and other cash benefits to investors. The Circular also mandated the companies or their registrar and share transfer agent (RTA) to maintain bank details of investors. In case the securities are held in demat mode, the companies or their RTA shall seek relevant bank details from depositories and in case the securities are held in physical mode, the companies or their RTA shall take necessary steps to maintain updated bank details at their end. In view of above, the Company's RTA has sent letters to various depository participants seeking updated bank details of the investors of the Company. The investors are also requested to ensure that correct and updated particulars of their bank account are available with their respective depository participants and the Company/RTA. This would facilitate the Company for making payments through electronic mode.

11) Compliance certificate:

The MD and CFO have certified to the Board with regard to the financial statements and other matters as required under regulation 17(8), read with Part B of Schedule II to the SEBI Listing Regulations, 2015.

12) Report on corporate governance:

This chapter, read together with the information given in the Directors' Report and the chapters on Management Discussion and Analysis and General Shareholder Information, constitute the compliance report on Corporate Governance during 2019-20. The Company has been regularly submitting the quarterly compliance report to the stock exchanges as required under regulation 27 of the SEBI Listing Regulations, 2015.

13) Certification from Company Secretary in Practice:

A certificate from CS Sourabh Mishra a company secretary in practice that none of the Directors are disqualified or debarred

from being appointed or continuing as a director of the Company by Securities Exchange Board of India / Ministry of Corporate Affairs or any other authority is provided in Annexure A which forms part of this report

fees, on consolidated basis is given below:

₹ in lakhs

Particulars	AMOUNT
Services as statutory auditors (including quarterly audits)	5.00
Tax Audit	Nil
Services for tax matters	Nil
Other Services	0.20
Re-imbursment of out-of-pocket expenses	1.16
Total	6.36

14) Disclosure of commodity price risks and commodity hedging activities: **Not Applicable**

15) LODHA & CO, Chartered Accountants (Firm Registration No. 301051E) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors'

16) Other Disclosures

Particulars	Regulations	Details	Website link for details/policy
Related party transactions	Regulation 23 of SEBI Listing Regulations and as defined under the Act	There are no material related party transactions during the year that have conflict with the interest of the Company. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arms' length basis and were approved by the Audit Committee. The Board's approved policy for related party transactions is uploaded on the website of the Company.	http://www.cpil.in/investor-relations/policy.aspx
Details of non - compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or Securities and Exchange Board of India ('SEBI') or any statutory authority on any matter related to capital markets	Schedule V (C) 10(b) to the SEBI Listing Regulations	There were no cases of non-compliance during the last three financial years.	
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.	http://www.cpil.in/investor-relations/policy.aspx
Discretionary requirements	Schedule II Part E of the SEBI Listing Regulations	<ul style="list-style-type: none"> The auditors' report on financial statements of the Company are unqualified. Internal auditors of the Company, make quarterly presentations to the audit committee on their reports. 	

Particulars	Regulations	Details	Website link for details/policy
Subsidiary Companies	Regulation 24 of the SEBI Listing Regulations	The audit committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board of Directors of the Company. The Company has two material unlisted Indian subsidiary company. The Company has a policy for determining 'material subsidiaries' which is disclosed on its website.	http://www.cpil.in/investor-relations/policy.aspx
Policy on Determination of Materiality for Disclosures	Regulation 30 of SEBI Listing Regulations	The Company has adopted a Policy on Determination of Materiality for Disclosures.	http://www.cpil.in/investor-relations/policy.aspx
Policy on Archival & Preservation of Documents	Regulation 9 of SEBI Listing Regulations	The Company has adopted a Policy on Archival and Preservation of Documents.	http://www.cpil.in/investor-relations/policy.aspx
Reconciliation of Share Capital Audit Report	Regulation 76 of the Securities & Exchange Board of India (Depositories and Participants) Regulations, 2018 and SEBI Circular No D&CC/FITTC/Cir-16/2002 dated December 31, 2002	A qualified practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.	http://www.cpil.in/investor-relations/reconciliation-share-capital.aspx
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2020. The Annual Report of the Company contains a certificate by the Chief Executive Officer and Managing Director, on the compliance declarations received from Independent Directors, Non-Executive Directors and Senior Management.	http://www.cpil.in/investor-relations/policy.aspx
Dividend Distribution Policy	Regulation 43A of the SEBI Listing Regulations	Company has adopted Dividend Distribution policy	http://www.cpil.in/investor-relations/policy.aspx
Terms of Appointment of Independent Directors	Regulation 46 of SEBI Listing Regulations and Section 149 read with Schedule IV of the Act	Terms and conditions of appointment/re-appointment of Independent Directors are available on the Company's website.	http://www.cpil.in/investor-relations/policy.aspx

17. Policy for Selection and Appointment of Directors and their Remuneration

The Board Governance, Nomination and Compensation Committee has adopted a policy which, inter alia, deals with the manner of selection of Directors and payment of their remuneration as described herein below.

Criteria of Selection of Independent Directors and Key Skills, Expertise, and Core Competencies of the Board

The Board of the Company comprises of eminent personalities and leaders in their respective fields. These Directors are nominated based on well-defined selection criteria. The Board Governance, Nomination and Compensation Committee considers, inter alia, key qualifications, skills, expertise and competencies, whilst recommending to the Board the candidature for appointment as Independent Director.

In case of appointment of Independent Directors, the Board Governance, Nomination and Compensation Committee satisfies itself about the independence of the Directors vis-à-vis the

Company to enable the Board to discharge its functions and duties effectively.

The Board Governance, Nomination and Compensation Committee ensures that the candidates identified for appointment as Directors are not disqualified for appointment under Section 164 and other applicable provisions of the Companies Act, 2013.

In case of re-appointment of Independent Directors, the Board takes into consideration the performance evaluation of the Independent Directors and their engagement level.

As required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors have completed the registration with the Independent Directors Databank.

In the opinion of the Board and the Board Governance, Nomination and Compensation Committee, the following is a list of core skills/expertise/competencies required in the context of the Company's business and which are available with the Board:

Wide management and leadership experience	Strong management and leadership experience, including in areas of business development, strategic planning and academic administration.
Diversity	Diversity of thought, experience, knowledge, perspective, gender and culture brought to the Board by individual members.
Functional and Managerial Experience	Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, human resources, sales and marketing, and risk management.
Personal values	Personal characteristics matching the Company's values, such as integrity, accountability, and high performance standards.
Corporate Governance	Experience in developing and implementing good corporate governance practices, maintaining board and management accountability, managing stakeholders' interests and Company's responsibilities towards customers, employees, suppliers, regulatory bodies and the communities in which it operates.

Given below is a list of core skills, expertise and competencies of the individual Directors:

Name of Director	Skills/Expertise/Competencies				
	Wide Management and Leadership Experience	Diversity	Functional and Managerial Experience	Personal Values	Corporate Governance
Mr. Pramod Maheshwari	✓	✓	✓	✓	✓
Mr. Om Prakash Maheshwari	✓	✓	✓	✓	✓
Mr. Nawal Kishore Maheshwari	✓	✓	✓	✓	✓
Mr. Pawan Kumar Lalpuria	✓	✓	✓	✓	✓
Mr. Ram Swaroop Chaudhary	✓	✓	✓	✓	✓
Mr. Vishal Jain	✓	✓	✓	✓	✓
Mr. Mahesh Gupta	✓	✓	✓	✓	✓
Mrs. Neelima Maheshwari	✓	✓	✓	✓	✓
Mr. Jagdish Prasad Sarda	✓	✓	✓	✓	✓
Mrs. Divya Sodani	✓	✓	✓	✓	✓

These skills/competencies are broad-based, encompassing several areas of expertise/experience.

Each Director may possess varied combinations of skills/experience within the described set of parameters, and it is not necessary that all Directors possess all skills/experience listed therein.

CEO AND CFO CERTIFICATION

The Chairman and Managing Director and the Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the board in terms of Regulation 17(8) of the Listing Regulations. The Chairman and Managing Director and the Chief Financial Officer also give quarterly certification on financial results before the Board in terms of Regulation 33(2) of the Listings Regulations. The annual certificate given by the Chairman and Managing Director and the Chief Financial Officer is published in this Report.

CEO / CFO CERTIFICATE

To,
The Board of Directors,
Career Point Limited
Kota

We have reviewed the Stand-alone and Consolidated Financial Statements and the cash flow statement of Career Point Limited (the Company) for the Financial Year ended 31 March 2020, and certify that:

- (a) These results and statements, to the best of our knowledge and belief:
- (i) do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws & regulations.
- (b) To the best of our knowledge and belief, there are no transactions entered into by the Company during the year 2019-20, which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls and have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, efficiencies in the design or operation of internal controls of which we are aware, and the steps taken and proposed to be taken to rectify these deficiencies.
- (d) We have also indicated to the Auditors and the Audit Committee:
- (i) significant changes if any in the internal controls with respect to financial reporting during the year and the achievement of adequate internal controls within the Company;
 - (ii) significant changes if any in accounting policies during the year 2019-20, and these have been disclosed in the notes to the Financial Statements.
- (e) To the best of our knowledge and belief, there are no instances of significant fraud involving either the Management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

Place : Kota
Date : June 23rd, 2020

Pramod Maheshwari
Chairman, Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

I hereby confirm that the Company has obtained from all the members of the Board and Management Personnel, affirmation that they have complied with the 'Code of Conduct' and 'Our Code' for the financial year 2019-20

Place : Kota
Date : June 23rd, 2020

For Career Point Limited
Pramod Maheshwari
Chairman, Managing Director & CEO
DIN : 00185711

Annexure A: Certificate from Company Secretary in Practice

CERTIFICATE

(Pursuant to clause 10 of Part C of Schedule V of LODR)

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015; (LODR) in respect of Career Point Limited (CIN: L72200RJ2000PLC016272) I hereby certify that:

On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on 31st March, 2020, none of the directors on the board of the company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/ Ministry of Corporate Affairs or any such statutory authority

Sourabh Mishra
Practicing Company Secretary

Dated: June 23rd, 2020

Place: Kota

M.N. No. A51872

C. P. No: 19132

Independent Auditor's Report

To the Members of Career Point Limited (Report on Audit of the Standalone Financial Statements)

Opinion

We have audited the standalone financial statements of Career Point Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 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 state of affairs of the Company as at 31st March, 2020, and 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 (SAs). Our responsibilities under those Standards are further described in the

Auditor's Responsibilities for the Audit of the Standalone 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 financial statements under the provisions of the Act and the Rules 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 opinion.

Emphasis of Matter

We draw attention to Note no. 58 of the standalone financial statements regarding the impact of COVID-19 on the operations of the company as assessed/ evaluated by the management. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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 matters described below to be key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
Revenue Recognition (Note no 30 to the accompanying standalone financial statements)	
For the year ended March 31, 2020 the company has recognized revenue from contracts with customers amounting to ₹ 5214.18 lakhs. Revenue is recognized only when it can be reasonably measured and there exist reasonable certainty of its recovery. Revenue represents a significant line item in the Statement of Profit & Loss Account and also a key indicator of business performance. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue is misstated.	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> Assessed the Company's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers'. Understood, evaluated and tested the key controls implemented by the Company in relation to revenue recognition and discounts. Performed analytical procedure to identify the unusual trends and also tested journal entries recognized in revenue focusing on unusual or irregular transactions. Performed sample tests of individual service transaction and verified services invoices and other related documents of such samples. Further, in respect of such samples checked that the revenue has been recognized as per the accounting policy. Performed cut off procedures on sample basis for revenue transactions made to ensure correctness of period of revenue recognition Tested the calculations related to discounts and other supporting documents on test check basis.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for 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, Report on Corporate Governance and Shareholder's Information, but does not include the standalone financials statements and our auditor's report thereon.

Our opinion on the standalone financial statement does not cover the

other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, 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.

Management's Responsibility for the Standalone 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 financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India.

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 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 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 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 standalone 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 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 ability of the Company 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 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 financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone 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 standalone 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 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

- 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 Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- As required by Section 143(3) of the Act, we report that:
 - 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 Flows dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 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 B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial Reporting.
- 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 to its directors during the year is in accordance with the provisions of section 197 of the Act.

- 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, as amended, 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 financial statements – Refer Note No. 38 to the standalone financial statements;
 - ii. The Company has made provision, as required under the applicable law or Indian accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2020.

For Lodha & Co.
Chartered Accountants
Firm Registration No. 301051E

(Gaurav Lodha)
Partner
Membership No. 507462
UDIN:20507462AAAAKB2158

Place: New Delhi
Date: June 23, 2020

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

Report on the matters specified in paragraph 3 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 ("the Act") as referred to in paragraph 1 of 'Report on Other Legal and Regulatory Requirements' section

- (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) As explained to us, these fixed assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, considering the size of the Company and nature of its assets. The frequency of physical verification is reasonable and no material discrepancies were noticed on such verification.
 - (c) As per the records and information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties are held in the name of the Company.
- (ii) As explained to us, inventories have been physically verified by the management during the year at reasonable intervals. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on such physical verification of inventory were not material and have been properly dealt with in the books of accounts.
 - (iii) According to the information and explanations given to us, the Company has granted unsecured loans of Rs. 17,635.52 Lacs (Previous Year Rs.17,295.18 Lacs) @ 10.05% to companies/other parties covered in the register maintained under Section 189 of the Act. The total unsecured loans outstanding as on 31st March, 2020 amount to Rs. 13976.06 Lacs (Previous Year Rs 14,062.55 Lacs). Further,
 - (a) in respect of the aforesaid loans, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest;
 - (b) in respect of the aforesaid loans, the schedule of repayment of principal and payment of interest loans been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.

- (c) in respect of aforesaid loans, there is no amount which is overdue for more than ninety days.
- (iv) According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from public within the provision of section 73 to 76 of the Act or any other relevant provisions of the Act and the rules framed there under (to the extent applicable). We have been informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or other Tribunal in this regard.
- (vi) We have broadly reviewed the books of account maintained by the Company in respect of products where the maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act and the rules framed there under and we are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii) According to the records of the company and information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employee's State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Cess and other material statutory dues with the appropriate authorities, to the extent applicable. There were no undisputed statutory dues payable as at 31st March, 2020 which were outstanding for a period of more than six months from the date they become payable.
 - (b) According to the information and explanations given to us, there are no dues in respect of Income Tax, sales tax, service tax, Goods and Service Tax, and other material statutory dues which have not been deposited with the appropriate authorities, to the extent applicable, on account of any dispute, except as mentioned below:

Name of the Statute	Nature of the dues	Period to which the amount relates	Amount (₹ in Lakhs*)	Forum where disputes are pending
The Rajasthan Value Added Tax Act, 2003	Vat demand on Royalty, Application forms, Study Material etc.	2006-07 to 2012-13	379.37 *	Rajasthan High Court
Service Tax under the Finance Act, 1994	Payment of service tax on trading on securities	2012-13 to 2016-17	78.99 #	CESTAT
Income tax Act, 1961	Income tax Demand	F.Y. 2016-17	11.27 @	Commissioner Income Tax (Appeals)

* Net of ₹ 156.54 Lacs paid under protest
Net of ₹ 8.78 Lacs paid under protest
@ Net of ₹ 2.82 Lacs paid under protest

- (viii) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks or Government. The Company has not issued any debentures.
- (ix) On the basis of information and explanation given to us, term loans have been applied for the purposes for which they were obtained. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments).
- (x) Based on the audit procedure performed and according to the information and explanations given to us by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us, the managerial remuneration has been paid and provided 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 and hence reporting under clause 3(xii) of the Order is not applicable to the Company.

For Lodha & Co.

Chartered Accountants
Firm Registration No. 301051E

(Gaurav Lodha)

Partner
Membership No. 507462

Place: New Delhi
Date: June 23, 2020

- (xiii) According to the information and explanations given to us, all the transactions with the related parties are in compliance with Sections 177 and 188 of the Act and the relevant details have been disclosed in the standalone Financial Statements as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under Clause 3(xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into non-cash transactions with its Directors or persons connected to its directors and hence provisions of Section 192 of the Companies Act, 2013 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.

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") as referred to in paragraph 2(f) of 'Report on Other Legal and Regulatory Requirements' section

We have audited the internal financial controls over financial reporting of CAREER POINT LIMITED ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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 prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 standalone 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, we report that 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 March 31, 2020, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Lodha & Co.

Chartered Accountants
Firm Registration No. 301051E

(Gaurav Lodha)

Membership. No. 507462

Place: New Delhi
Date: June 23, 2020

Career Point Limited
Standalone Balance Sheet as at 31.03.2020
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
ASSETS			
(1) Non-current Assets			
(a) Property, plant and equipment	5	11,307.24	11,350.17
(b) Capital work-in-progress	5	57.92	-
(c) Investment Property	6	2,271.63	2,321.62
(d) Intangible assets	7	9.02	0.25
(e) Financial Assets			
(i) Investments	8	17,452.51	18,332.30
(ii) Loans	9	622.04	1,017.52
(ii) Other Financial Assets	9A	196.80	133.94
(f) Other non-current assets	10	165.47	218.36
Total Non Current Assets		32,082.63	33,374.16
(2) Current Assets			
(a) Inventories	11	95.17	98.95
(b) Financial Assets			
(i) Investments	8	1,385.48	921.30
(ii) Trade receivables	12	1,218.53	1,197.56
(iii) Cash and Cash Equivalents	13	108.82	29.92
(iv) Bank Balances other than (iii) above	14	33.24	71.74
(v) Loans	15	13,354.02	13,045.03
(vi) Others	16	157.86	117.20
(c) Other current assets	17	53.80	38.36
(d) Current Tax Assets (Net)	17A	84.01	-
(3) Assets held-for-sale	18	104.25	-
Total Current Assets		16,595.18	15,520.06
TOTAL ASSETS		48,677.81	48,894.22
EQUITY AND LIABILITIES			
(1) EQUITY:			
(a) Equity Share Capital	19	1,816.29	1,816.29
(b) Other Equity	20	38,832.82	37,718.79
Total Equity		40,649.11	39,535.08
LIABILITIES:			
(2) Non-current Liabilities			
(a) Financial Liabilities			
Borrowings	21	2,168.31	2,129.30
(b) Provisions	22	64.33	69.65
(c) Deferred Tax Liabilities(Net)	23	791.89	664.22
Total Non Current Liabilities		3,024.53	2,863.17
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	3,494.50	4,328.98
(ii) Trade payables	25		
- Micro & Small Enterprises		-	21.16
- Other than Micro & Small Enterprises		13.20	10.15
(iii) Other Financial liabilities	26	1,209.38	1,514.85
(b) Other Current Liabilities	27	279.85	597.26
(c) Provisions	28	7.24	5.58
(d) Current Tax Liabilities (Net)	29	-	17.99
Total Current Liabilities		5,004.17	6,495.97
TOTAL EQUITY AND LIABILITIES		48,677.81	48,894.22

Company Overview, Basis of preparation and Significant accounting policies (1-4)
The accompanying notes are an integral part of the standalone financial statements

As per our report of even date
For Lodha & Co.
Chartered Accountants
Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)
Partner
Membership No: 507462

Tarun Kumar Jain
GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584

Place: New Delhi
Date: 23/06/2020

Place: Kota
Date: 23/06/2020

CAREER POINT LIMITED
STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31.03.2020
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	For the year ended 31.03.2020	For the Year ended 31.03.2019
INCOME			
Revenue from operations	30	5,214.18	6,872.20
Other income	31	2,063.94	1,411.89
TOTAL REVENUE		7,278.12	8,284.09
EXPENSES:			
Cost of materials consumed	32	176.11	297.98
Changes in inventories of finished goods, work in progress & Trading goods	33	(3.16)	35.34
Employee benefits expenses	34	2,756.07	3,794.82
Finance costs	35	589.12	547.08
Depreciation and amortization expense	36	398.86	410.89
Other expenses	37	1,302.92	1,945.37
TOTAL EXPENSES		5,219.92	7,031.48
Profit/(Loss) before exceptional items and tax		2,058.20	1,252.61
Exceptional items - Gain/(Loss)		-	-
Profit/ (Loss) before tax		2,058.20	1,252.61
Tax Expense:			
Current Tax		310.67	323.48
MAT Credit Entitlement / Reversal		-	(85.41)
Deferred Tax		117.34	(14.97)
Previous Year Taxation Adjustment		(12.73)	14.26
Profit/(Loss) for the Year		1,642.92	1,015.25
Other Comprehensive Income			
(a) (i) Items that will not be reclassified to profit or loss -Remeasurement benefit of defined benefit plans		22.58	15.43
(ii) Income tax expense on items that will not be -reclassified to profit or loss		(6.58)	(4.49)
(b) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax expense on items that will be reclassified to profit or loss		-	-
Total Other Comprehensive Income for the year		16.00	10.94
Total Comprehensive Income for the year		1,658.92	1,026.19
Earnings per share (in Rs.)	46		
Basic		9.05	5.59
Diluted		9.05	5.59

Company Overview, Basis of preparation and Significant accounting policies (1-4)
The accompanying notes are an integral part of the Standalone financial statements

As per our report of even date

For Lodha & Co.

Chartered Accountants

Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari

Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari

Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)

Partner

Membership No: 507462

Place: New Delhi

Date: 23/06/2020

Tarun Kumar Jain

GM (Corporate and Legal Affairs)

and Company Secretary

Membership No: F6584

Place: Kota

Date: 23/06/2020

CAREER POINT LIMITED
STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars		For the year ended 31.03.2020		For the Year ended 31.03.2019
A. Cash Flows from Operating Activities				
Profit/(Loss) Before Taxation		2,058.20		1,252.61
Adjustments for:				
Depreciation and Ammortization Expenses	398.86		410.89	
Short/Long Term Capital Gain on shares/assets	(147.27)		(171.16)	
Interest Income	(1,377.65)		(1,134.65)	
Interest expense	589.12		547.08	
Profit on sale of Property, Plant & Equipments	-		(77.30)	
Bad debts written off	0.92		1.55	
Dividend Income	(544.92)		-	
Provision for Doubtful Debts	4.22		9.43	
Provision for Gratuity	21.08	(1,055.64)	23.32	(390.84)
Operating Profit before Working Capital Changes		1,002.56		861.77
(Increase)/Decrease in Trade Receivables	(26.10)		(569.83)	
(Increase)/Decrease in Inventories	3.78		33.76	
(Increase)/Decrease in others Assets	(27.57)		(194.65)	
Increase/(Decrease) in Liabilities	(667.57)	(717.46)	(47.22)	(777.94)
Cash generated from operations		285.10		83.83
Direct taxes paid		(396.19)		(400.69)
Net Cash from Operating Activities		(111.09)		(316.86)
B. Cash Flow from Investing Activities				
Sale of Property Plant & Equipment, Investment Property and Intangible assets	-		129.26	
Interest Received	1,377.65		1,131.81	
Purchase of Property Plant & Equipment, Investment Property and Intangible assets (including CWIP)	(476.87)		(122.58)	
Loans Given to related party (Net)	86.49		(4,038.18)	
Dividend Received from subsidiary	544.92		-	
Sale/(Purchase) of Mutual Funds (net)	547.38		3,302.09	
Sale/(Purchase) of share of Associate/ Subsidiary/ Joint Venture (net)	15.50		-	
Net Cash (used in)/ from Investing Activities		2,095.07		402.40
C. Cash Flows from Financing Activities				
Proceeds/(Repayment) of Borrowings (Net)	(781.99)		197.32	
Interest paid	(578.20)		(546.71)	
Dividend Paid	(544.89)			
Net Cash from Financing Activities		(1,905.08)		(349.39)
Net increase/(decrease) in cash and cash equivalents (A + B + C)		78.90		(263.85)
Cash and Cash Equivalents at beginning of the period		29.92		293.77
Cash and Cash Equivalents at end of the period (Refer Note No. 13)		108.82		29.92

Note:**1.Changes in Liabilities arising from financing activities**

₹ in Lakhs

Particulars	Balance as at 31 st March 2019	Cash Flow Changes	Non Cash Flow Changes	Balance as at 31 st March 2020
Long Term Borrowings	2,129.30	39.01	-	2,168.31
Short Term Borrowings (Including Current Maturity)	4,834.85	(821.00)	-	4,013.85
Total	6,458.28	(781.99)	-	5,662.81

2. Cash flow statement has been prepared under the indirect method as set out in the Indian Accounting Standard (INDAS) 7 : "Statements of Cash Flow" issued by the Institute of Chartered Accountants of India.

As per our report of even date**For Lodha & Co.**

Chartered Accountants

Firm Registration No: 301051E

For and on behalf of the Board of Directors**Pramod Maheshwari**

Managing Director & CEO

DIN : 00185711

Om Prakash Maheshwari

Executive Director & CFO

DIN : 00185677

(Gaurav Lodha)

Partner

Membership No: 507462

Tarun Kumar Jain

GM (Corporate and Legal Affairs)

and Company Secretary

Membership No: F6584

Place: New Delhi**Date:** 23/06/2020**Place:** Kota**Date:** 23/06/2020

CAREER POINT LIMITED
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2020
CIN: L72200RJ2000PLC016272

EQUITY SHARE CAPITAL

₹ in Lakhs

Particulars	As at 1 st April, 2018	Changes during year	As at 31 st March, 2019	Changes during year	As at 31 st March, 2020
Issued, Subscribed and Paid Up					
1,81,62,939(at 31st March,2019 =1,81,62,939 and as at 1st April, 2018=1,81,62,939) Equity shares of ₹10 each.	1,816.29	-	1,816.29	-	1,816.29
Total	1,816.29	-	1,816.29	-	1,816.29

STATEMENT OF CHANGES IN OTHER EQUITY

₹ in Lakhs

Particulars	Share Option outstanding account	Share Premium	General Reserve	Retained Earnings	Other Comprehensive Income that will not be reclassified to Profit & Loss	Total
Balance as at 01.04.2018	12.45	17,196.84	86.58	19,388.36	8.37	36,692.60
Profit for the period	-	-	-	1,015.25	-	1,015.25
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	10.94	10.94
Other Items	-	-	-	-	-	-
Balance as at 31.03.2019	12.45	17,196.84	86.58	20,403.61	19.31	37,718.79
Profit for the period	-	-	-	1,642.92	-	1,642.92
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	16.00	16.00
Dividend Paid	-	-	-	(544.89)	-	(544.89)
Balance as at 31.03.2020	12.45	17,196.84	86.58	21,501.64	35.31	38,832.82

The accompanying notes are integral part of these Standalone financial statements

As per our report of even date**For Lodha & Co.**

Chartered Accountants

Firm Registration No: 301051E

For and on behalf of the Board of Directors**Pramod Maheshwari**

Managing Director & CEO

DIN : 00185711

Om Prakash Maheshwari

Executive Director & CFO

DIN : 00185677

(Gaurav Lodha)

Partner

Membership No: 507462

Tarun Kumar Jain

GM (Corporate and Legal Affairs)

and Company Secretary

Membership No: F6584

Place: New Delhi**Date:** 23/06/2020**Place:** Kota**Date:** 23/06/2020

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

1 The Company overview

Career Point Limited is engaged in providing Education Service which inter alia include Education Consultancy, Management Services, Tutorial Services and Residential Hostel Services. Career Point Limited (The Company), is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Career Point Limited has its listing with BSE Limited and National Stock Exchange of India. The registered office of the Company is situated at CP Tower 1, Road No 1, IPIA, Kota -324005, Rajasthan, India. The Financial Statements of the Company for the year ended 31st March, 2020 are approved for issue by the Company's Board of Directors on June 23, 2020.

2 Basis of preparation of financial statements

(i) Statement of compliance

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), as prescribed under section 133 of the Companies Act, 2013 ('Act') (to the extent notified) read with the Rules, as amended from time to time and guidelines issued by the Securities and Exchange Board of India (SEBI).

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.

These financial statements which comprises the balance sheet as at 31.03.2020, the statement of profit & loss (including other comprehensive income), the statement of cash flows & the statement of changes in equity for the year ended 31.03.2020 and a summary of the significant accounting policies and other explanatory information (together herein after referred to as "financial statements").

(ii) Basis of Measurement

"The Company maintains its accounts on accrual basis following the historical cost convention, except for certain items that have been measured at fair value as required by the relevant IND AS. The standalone financial statements are presented in Indian Rupees (₹), which is the Company's functional and presentation currency and all amounts are rounded to the nearest lakhs (₹ 00,000) and two decimals thereof, except as stated otherwise."

(iii) Use of Estimates & Judgements

The Preparation of financial statements in conformity with Ind As requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as at the date of the financial statements. Actual results could differ from these estimates. (Refer note No. 4 on critical accounting estimates, assumptions & judgments.)

These estimates could change from period to period and also the actual results could vary from the estimates. Appropriate changes are made to the estimates as the management becomes aware of changes in circumstances surrounding these estimates. The changes in estimates are

reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

3 Significant Accounting policies

(i) Foreign Currency Transactions

Foreign currency transactions are recorded on initial recognition in reporting currency, using the exchange rate at the date of transaction. At each Balance sheet date, foreign currency monetary items are reported using the closing rate.

The exchange differences arising on settlement of monetary items are recognised as income or expenses in the year in which they arise.

(ii) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. A financial assets or a liability is recognised when the Company becomes a Party to the contractual provision of the instrument.

(a) "Financial Assets are measured at amortised cost or fair value through Other Comprehensive Income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics. Subsequent measurements of financial assets are dependent on initial categorisation. For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics. The company derecognizes a financial assets when the contractual rights to the cash flows from the financial assets expire or it transfers the financial assets and the transfer qualifies for the derecognition under Ind AS 109."

Investment in subsidiaries, associate and Joint venture

Investments in shares of Subsidiaries, Joint Venture & Associates are measured at cost subject to impairment losses, if any.

Investment in Mutual Funds

Investments in Mutual Funds (Other Than Investment in Subsidiaries & Joint Venture) are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Profit or Loss.

Investment in Equity Instruments (other than Investment in Subsidiaries Associates & Joint Venture)

Investments in Equity Instruments (Other Than Investment in Subsidiaries & Joint Venture) are initially measured at fair value. Any subsequent fair value gain or loss is recognized through Other Comprehensive Income.

The company assesses impairment based on expected credit loss (ECL) model to all its financial assets measured at amortised cost.

Cash and Cash Equivalents

"Cash and cash equivalent in the balance sheet

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above"

(b) All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Loans & Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Trade & Other payables

"A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method."

(iii) Property, Plant and Equipment

A Recognition and measurement

(a) The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to Statement of Profit and Loss in the period in which the costs are incurred.

(b) An item of property, plant and equipment is derecognised upon disposal. Any gain or loss arising on the disposals determined as the difference between the sale proceeds and the

carrying amount of the asset and is recognised in Statement of Profit and Loss.

(c) Assets in the course of construction are capitalised in the assets under capital work in progress account (CWIP). At the point when an asset is operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment and depreciation commences.

(d) Property, plant and equipment except freehold land held for use in the supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any. Freehold land is stated at historical cost.

B Depreciation/ Amortisation

The Assets' residual values, useful lives and method of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate. Depreciation on Plant, Property and equipment (other than freehold land) has been provided using straight line method over the useful life of assets. Useful life is the period over which an asset is expected to be used by an enterprise. The estimated total useful life of the assets are as follows-

Class of Property, Plant & Equipment	Useful Life
Building	60 Years
Plant & Machinery	8-22 Years
Furniture & Fixtures	8 Years
Computer	3 Years
Vehicle	8-10 Years
Office Equipments	5 Years

(iv) Investment properties

"Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. Freehold land is stated at historical cost and Leasehold land is stated at historical cost less amortisation. Leasehold land is amortised over the period of lease as per lease agreement. Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on annual evaluation performed by an external independent valuer/Internal assessment."

(v) Intangible Assets

Identifiable intangible assets are recognised a) when the

CAREER POINT LIMITED
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for the year ended March 31, 2020

Company controls the asset, b) it is probable that future economic benefits attributed to the asset will flow to the Company and c) the cost of the asset can be reliably measured.

"Computer softwares are capitalised at the amounts paid to acquire the respective license for use and are amortised over the period of license, generally not exceeding six years on straight line basis. The assets useful lives are reviewed at each financial year end. Software is amortised over an estimated useful life of 3 years."

(vi) Inventories

Inventories are valued at lower of cost or net estimated realizable value, mainly comprises of publication and printed material. The cost of publication and printed materials have been computed on the basis of cost of materials, labour, cost of conversion and other costs incurred for bringing the inventories to their present location and condition. Cost is determined using the FIFO method.

(vii) Impairment of Assets

At each Balance Sheet date, the carrying amount of assets is tested for impairment so as to determine the provision for impairment loss required, if any, or the reversal required of impairment loss recognized in previous periods, if any.

An impairment loss is recognized whenever the carrying amount of an asset or its cash generating units exceed its recoverable amount.

Recoverable amount is determined:

- In the case of an individual asset, at higher of the net selling price or value in use.

- In the case of cash generating unit, at higher of the cash generating unit's net selling price or value in use.

(viii) Employee Benefits

The Company participates in various employee benefit plans. These benefit plans are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee.

Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks fall on the Company.

In case of defined benefit plan, all actuarial gains or losses are immediately recognized in other comprehensive income, net of taxes and permanently excluded from profit and loss. Further, the profit or loss will no longer include an expected return on plan assets. The actual return on plan assets above or below the discount rate is recognized as part of re-measurement of net defined liability or asset through other comprehensive income, net of taxes.

The company does not provide carry forward & encashment of leaves.

(a) Defined Contribution plan

Company's contributions paid/ payable during the year to Provident Fund, Employee state insurance are recognized in the statement of Profit and Loss Account.

The company is depositing P.F. & ESI contribution only for eligible employees within statutory limits. The employees whose income is above the statutory limits have opted not to subscribe and accordingly, the company is not required to make the contribution.

(b) Defined Benefit Plan

Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided for on the basis of an actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet. Actuarial Gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income (OCI) in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods. All other expenses related to defined benefit plans are recognized in Statement of Profit and Loss as employee benefit expenses.

(ix) Share Based Payment Transactions

Equity settled share based payments to employees and others providing similar services are measured at fair value of equity instruments at the grant date.

The fair value determined at grant date of the equity settled share based payments is expensed on a straight line basis over the period, based on the company's estimate of equity instruments that will eventually vest with a corresponding increase in equity.

(x) Provisions, Contingent Liabilities and Contingent Assets

(i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each reporting period and are adjusted to reflect the current best estimate."

(ii) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognized in financial statements but are

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

disclosed, if any."

(xi) Non-Current Assets Held for Sale

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale/distribution rather than through continuing use and the sale is considered highly probable. Management is committed to the sale within one year from the date of classification. The Company treats sale/distribution of the asset or disposal group to be highly probable when:

- The appropriate level of management is committed to a plan to sell the asset (or disposal group),
- An active programme to locate a buyer and complete the plan has been initiated (if applicable),
- The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value.
- The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and"
- Actions required to complete the plan indicated that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn. Non-current asset held for sale/for distribution to owners and disposal groups are measured at the lower of their carrying amount and the fair value less costs to sell/distribute. Assets and liabilities classified as held for sale/distribution are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale/distribution to owners are neither depreciated nor amortized.

(xii) Lease

Ind AS 116 supersedes Ind AS 17 Leases including evaluating the substance of transactions involving the legal form of a lease. The standard sets out the principles for the recognition, measurement presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model.

Lessor accounting under Ind AS 116 is substantially unchanged in comparison with earlier under Ind 17. Lessors will continue to classify leases as either operating or finance lease using similar principles as in Ind AS 17. Therefore, Ind AS 116 did not have an impact for leases where the group is the lessor.

(a) Right of use assets

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. Certain lease arrangements include the options to extend or terminate the lease before

the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

ROU 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 Cash Generating Unit (CGU) to which the asset belongs.

(b) Lease Liabilities

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The Company recognise a lease liability at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate.

The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on a lease by lease basis.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet.

(c) Company as a lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

(xiii) Revenue Recognition

Effective April 1, 2018, the company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognized. The standard requires apportioning revenue

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earned from the contracts to individual promises, or performance obligations, on a relative stand-alone selling price basis, using a five-step model. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contract.

Revenue from Services

Revenue is recognised only when it can be reasonably measured and there exists reasonable certainty of its recovery. Fees/income collected in advance for the period subsequent to the accounting period is shown as current liability.

Revenue in respect of education services is recognised in Profit & Loss in proportion to the stage of completion of the services at the reporting date. Fee is recorded at invoice value, net of discounts & taxes, if any.

Company is recognising as revenue only the amount which the company is entitled to receive as royalty as per the agreement entered into with the franchisee.

Revenue in respect of franchise (startup fees) is recognised over a period of time as agreed terms of franchise agreement.

Hostel revenue is recognized on accrual basis i.e. income is booked on month to month basis.

Revenue from sale of products

Revenue is recognised when the significant risk and rewards of ownerships are passed on to customers, which is generally on dispatch/delivery of goods to the customers.

(xiv) Finance Cost

Finance cost comprises interest cost on borrowings. Borrowing cost that are not directly attributable to a qualifying asset are recognized in the statement of profit & loss account using effective interest rate.

Processing fees charged on term loan is recognized in the statement of profit & loss over the tenure of the loan and balance of the processing fee is reduced from loan amount of current period.

(xv) Other Income

(a) Interest

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time proportion basis taking into account the amount outstanding and the rate applicable.

(b) Dividend

Dividend income is recognized when the right to receive dividend is established.

(xvi) Taxation

Income tax expense represents the sum of current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current tax provision is computed for Income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax

assets and current tax liabilities are off set, and presented as net.

"Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that in future taxable profits will be available to set off such deductible temporary differences. Deferred tax assets and liabilities are measured at the applicable tax rates. Deferred tax assets and deferred tax liabilities are off set, and presented as net. The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised. Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the profit and loss account and shown as MAT credit entitlement."

(xvii) Earning per share

Earnings considered in ascertaining the company's earning per share comprises the net profit after tax attributable to equity shareholders.

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed using the weighted average number of equity and dilutive equivalent shares outstanding during the period.

4 Critical accounting estimates, assumptions and judgements:

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement. Uncertainty about these assumptions and estimates could result in outcome that require a material adjustment to assets or liabilities affected in future periods.

(i) Property, plant and equipment

Property, Plant and equipment represent a significant proportion of the asset base of the company. The useful lives and residual value of the company's asset are determined by the management at the time the asset is acquired and reviewed at each reporting date.

(ii) Income taxes

The Company's tax jurisdiction is India. Significant judgements are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be

CAREER POINT LIMITED
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paid/recovered for uncertain tax positions.

(iii) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

(iv) Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables and advances are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

(v) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the assets's

recoverable amount. An assets's recoverable amount is the higher of an assets's or CGU's fair value less costs of disposal and its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

(vi) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(vii) Fair value measurement of financial instruments

When the fair values of financials assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note 5: PROPERTY, PLANT AND EQUIPMENT

₹ in Lakhs

	Land (leasehold)	Building*	Plant & Machinery	Furniture & fixtures	Computer	Vehicle	Office Equipment	Total
Gross carrying value:								
As at 01.04.2018	1539.44	9867.35	5.10	939.53	20.28	62.82	57.33	12491.85
Additions	-	77.42	-	36.05	8.02	8.91	6.94	137.34
Disposal/ Adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	1539.44	9944.77	5.10	974.23	28.30	71.73	64.27	12627.84
Additions	-	2.29	190.88	26.09	11.69	82.98	31.00	344.93
Disposal/ Adjustments	-	-	-	-	-	-	-	-
As at 31.03.2020	1539.44	9947.06	195.98	1000.32	39.99	154.71	95.27	12972.77
Accumulated depreciation/ impairment:								
As at 01.04.2018	41.74	359.56	5.10	411.71	10.31	26.68	24.00	879.10
Depreciation	20.87	188.04	-	153.45	6.14	12.89	18.54	399.93
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	62.61	547.60	5.10	563.81	16.45	39.56	42.54	1277.67
Depreciation	20.87	189.64	3.75	140.34	7.21	15.76	10.29	387.86
Disposal/ Adjustments	-	-	-	-	-	-	-	-
As at 31.03.2020	83.48	737.24	8.85	704.15	23.66	55.32	52.83	1665.53
Net carrying value								
As at 31.03.2019	1476.83	9397.17	-	410.43	11.84	32.17	21.73	11350.17
As at 31.03.2020	1455.96	9209.82	187.13	296.17	16.33	99.39	42.44	11307.24
Capital work-in-progress								
As at 31.03.2019	-	-	-	-	-	-	-	-
As at 31.03.2020	-	-	-	-	-	-	-	57.92

The company has elected to measure the items of property, plant & equipment at their previous GAAP carrying value at the date of transition to IND AS. Building includes Building Built on leasehold land.

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

*Include Building on land owned by related party. Gross Block of building is ₹ 7873.62 Lakhs & Net Block of Building is ₹ 7381.22 Lakhs.

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note 6: INVESTMENT PROPERTIES

₹ in Lakhs

	Land (Freehold)	Land (Leasehold)	Total
Gross carrying value:			
As at 01.04.2018	1,442.75	963.48	2,406.23
Disposal/ adjustments	-	58.15	58.15
As at 31.03.2019	1,442.75	905.33	2,348.08
Additions	36.14	-	36.14
Disposal/ adjustments	-	-	-
Assets classified as held for sale	(76.34)	-	(76.34)
As at 31.03.2020	1,402.55	905.33	2,307.88
Accumulated depreciation:			
As at 01.04.2018	-	21.86	21.86
Depreciation	-	10.77	10.77
Disposal/ adjustments	-	6.19	6.19
As at 31.03.2019	-	26.44	26.44
Depreciation	-	9.81	9.81
Disposal/ adjustments	-	-	-
Assets classified as held for sale	-	-	-
As at 31.03.2020	-	36.25	36.25
Net carrying value			
As at 31.03.2019	1,442.75	878.87	2,321.62
As at 31.03.2020	1,402.55	869.08	2,271.63

The company has elected to measure the items of Investment Properties at their previous GAAP carrying value at the date of transition to IND AS.

₹ in Lakhs

Fair Value	Amount
at 31 st March, 2019	3,856.49
at 31 st March, 2020	3,500.71

Note 7: OTHER INTANGIBLE ASSETS

₹ in Lakhs

	Trademark	Software	Total
Gross carrying value:			
As at 01.04.2018	0.19	3.32	3.51
Additions	-	-	-
Disposal/ adjustments	-	-	-
As at 31.03.2019	0.19	3.32	3.51
Additions	-	9.96	9.96
Disposal/ adjustments	-	-	-
As at 31.03.2020	0.19	13.28	13.47
Accumulated amortization:			
As at 01.04.2018	-	3.07	3.07
Depreciation	-	0.19	0.19
Disposal/ adjustments	-	-	-
As at 31.03.2019	-	3.26	3.26
Depreciation	-	1.19	1.19
Disposal/ adjustments	-	-	-
As at 31.03.2020	-	4.45	4.45
Net carrying value			
As at 31.03.2019	0.19	0.06	0.25
As at 31.03.2020	0.19	8.83	9.02

The company has elected to measure the items of other intangibles at their previous GAAP carrying value at the date of transition to IND AS.

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note 8: INVESTMENTS

₹ in Lakhs

Particulars	No. of Shares /unit end of current reporting period	As at 31 st March 2020	No. of Shares /unit end of current reporting period	As at 31 st March 2019
NON CURRENT INVESTMENTS				
Investment in Subsidiary Companies				
Unquoted - Equity / Ordinary Shares (At cost less provision)				
(Fully Paid up unless otherwise stated)				
Career Point Edutech Limited (Face Value of ₹10 Each Fully Paid)	578,947	57.89	578,947	57.89
Career Point Infra Limited (Face Value of ₹10 Each Fully Paid)	3,978,994	13,495.00	3,978,994	13,495.00
Gyan Eduventure Private Limited (Face Value of ₹10 Each Fully Paid)	419,999	48.50	419,999	48.50
Career Point Accessories Private Limited (Face Value of ₹10 Each Fully Paid)	60,000	6.00	60,000	6.00
Srajan Capital Limited (Face Value of ₹10 Each Fully Paid)	5,527,000	1,108.00	5,527,000	1,108.00
Career Point Institute of Skill Development Pvt. Ltd. (Face Value of ₹10 Each Fully Paid) !@	1,409,999	141.00	1,409,999	141.00
Edutiger Private Limited (Face Value of ₹10 Each Fully Paid)	75,000	7.50	-	-
Unquoted - (10% Optionally convertible non-cumulative redeemable Preference Shares)				
(Fully Paid up unless otherwise stated)				
Srajan Capital Limited (Face Value of ₹10 Each Fully Paid)	972,000	855.00	972,000	855.00
Gyan Eduventure Private Limited (Face Value of ₹10 Each Fully Paid)	4,000,000	400.00	4,000,000	400.00
Investment in Joint Venture				
Unquoted-Equity Shares (At cost less provision) Study Board Education Private Limited (Face Value of ₹10 Each Fully Paid)	-	-	117,494	23.00
Investment in Associates				
Unquoted-Equity Shares (At cost less provision) Imperial Infin Private Limited (Face Value of ₹100 Each Fully Paid)	34,000	34.00	34,000	34.00
TOTAL (a)		16,152.89		16,168.39
Investment in Mutual Fund- Classified as FVTPL (Quoted)				
DSP BLACK ROCK INCOME OPPORTUNITIES FUND#	-	-	1,949,934	547.27
UTI FTIF SERIES XXVIII-X (1153 DAYS)*	3,000,000	316.80	3,000,000	315.92
UTI FTIF SERIES XXVIII-XIII (1134 DAYS)*	4,000,000	450.55	4,000,000	422.19
RELIANCE FIXED HORIZON FUND XXXVI SERIES 2*	3,000,000	324.88	3,000,000	320.06
UTI FTIF SERIES XXX-I (1104 DAYS)*	2,000,000	207.39	2,000,000	208.61
UTI FTIF SERIES XXVI-V (1160 DAYS)*	-	-	3,000,000	349.86
TOTAL (b)		1,299.62		2,163.91
TOTAL (a+b)		17,452.51		18,332.30

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

INVESTMENTS

₹ in Lakhs

Particulars	No. of Shares /unit end of current reporting period	As at 31 st March 2020	No. of Shares /unit end of current reporting period	As at 31 st March 2019
CURRENT INVESTMENTS - Classified as FVTPL (Quoted)				
ICICI PRUDENTIAL BANKING & PSU DEBT FUND*	4,340,695	1,005.40	4,340,695	921.30
UTI FTIF SERIES XXVI-V (1160 DAYS)*	3,000,000	380.08	-	-
		1,385.48		921.30

* Pledged against loan payable on demand from Barclays Bank Limited. (Refer Sub Note 24 (a))

! No provision for diminution in the value of certain long term investments has been considered necessary, since in the opinion of the management, such diminution in their value is temporary in nature considering the nature of investments, inherent value and expected future cash flows from such investments.

₹ @51% share of the company Career Point Institute of Skill Development Pvt. Ltd. pledged with NSDC for loan facility availed for specific project.

Subnote:

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Aggregate Carrying Value of unquoted investments(Cost)	16,152.89	16,168.39
Aggregate Carrying Value of Quoted Investments	2,685.10	3,085.21
Aggregate Market Value of Quoted Investments	2,685.10	3,085.21

Note: 9 LOANS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
'Loans to Related Parties*	6,22.04	1,017.52
Total	6,22.04	1,017.52

*Refer note no.50

Note: 9A OTHER NON CURRENT FINANCIAL ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Security Deposits	80.67	82.68
Bank deposits with remaining maturity of more than 12 months*	112.27	49.46
Interest Accrued	3.86	1.80
Total	196.80	133.94

* ₹37.50 lacs guarantee given to 'Tribal Affairs Department, Govt. of Madhya Pradesh', ₹ 19.73 lacs guarantee given to 'The Deputy Development Commissioner Cum Member Secretary DMFT, Ramgarh, Govt. of Jharkhand', ₹ 54.22 lakhs in favour of guarantee given to DDU-GKY & balance for others.

Note: 10 OTHER NON CURRENT ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Deposits with Authorities	165.47	218.36
Total	165.47	218.36

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 11 INVENTORIES

(Valued at lower of cost an Net realisable value unless otherwise stated)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Raw Material (A)		
Paper	5.21	12.15
Finished Goods (B)		
(a) Student Kit & Material	29.64	38.06
(b) Study Material (Books)	60.32	48.74
Total (A+B)	95.17	98.95

Sub Note:

(a) Classification of Inventories as required by IND AS-2 "Inventories" :-

Raw Material and Finished Goods contains Publication Material (Paper), and Other Items and Printed Material (Books) respectively.

Inventory consists of various types of books and other items, therefore item wise break-up of the same is not given.

Note: 12 TRADE RECEIVABLES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Unsecured		
Considered Good*	1,218.53	1,197.56
Credit impaired	14.35	10.14
	1,232.88	1,207.70
Less: Allowance for impairment Loss	14.35	10.14
Total	1,218.53	1,197.56

*Note: Amount Including Trade Receivables from Related Parties (FY 19-20= 553.52 Lakhs, FY 18-19= 185.13 Lakhs)

Note: 13 CASH & CASH EQUIVALENT

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Cash & Bank balances		
Cash on hand	14.51	17.26
Balances with Banks	94.31	12.66
Total	108.82	29.92

Note: 14 OTHER BANK BALANCES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Fixed Deposits with Banks*	142.03	119.72
Less: Amount disclosed under Other Financial Assets (Refer Note No. 9A)	112.27	49.46
Total (a)	29.76	70.26
Earmarked Balances with Banks		
Unclaimed dividend Bank Accounts	3.48	1.48
Total (b)	3.48	1.48
Total (a+b)	33.24	71.74

*Against margin money for bank guarantee

Note: 15 CURRENT FINANCIAL ASSETS - LOANS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
(Unsecured, considered good unless otherwise stated)		
Loans to Related Parties*	13,354.02	13,045.03
Total	13,354.02	13,045.03

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 16 CURRENT FINANCIAL ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Interest Accrued	3.50	1.19
Other (DDUGKY) *	154.36	116.01
Total	157.86	117.20

* Refer Note no. 40

Note: 17 OTHER CURRENT ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Deposit with Tax Authorities	16.75	30.35
Advances to Employees	2.11	4.13
Capital Advances	21.03	-
Others Advances	13.91	3.88
Total	53.80	38.36

Note: 17A CURRENT TAX ASSETS (NET)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Tax Assets (Net of Provision for Income Tax)	84.01	-
Total	84.01	-

Note: 18 ASSETS HELD FOR SALE

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Assets held for sale *	104.25	-
Total	104.25	-

*Company is having a plot of land in Bundi, Rajasthan measuring 119196 sq.ft. Management decided to develop the residential development on the same land and sale it and for the same they registered the project with RERA Rajasthan. The development of the project started in December 2019 & expected date of completion is March 2021. Company has started to look for buyers.

Note: 19 SHARE CAPITAL

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Authorised		
2,50,00,000 (Previous year 2,50,00,000) Equity Shares of ₹10 each	2,500.00	2,500.00
Issued, Subscribed and Fully Paid-up		
1,81,62,939 (Previous year 1,81,62,939) Equity Shares of ₹10 each	1,816.29	1,816.29
TOTAL	1,816.29	1,816.29

Sub Note

(a) Reconciliation of Number of Shares outstanding at the beginning and end of the year :

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Opening number of equity shares	18,162,939	18,162,939
Additions during the year	-	-
Closing number of equity shares	18,162,939	18,162,939

b) Rights, preferences and restrictions attached to shares:

The company has only one class of equity shares having par value of ₹10/- per share. Equity shareholder is having equal voting rights as well as right to dividend declared/distributed by the company.

*Refer note no.50

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

c) SHAREHOLDERS HOLDING MORE THAN 5% SHARES

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. of shares at the end of current reporting period	% of shares held	No. of shares at the end of current reporting period	% of shares held
Mr. Pramod Kumar Maheshwari	2,089,587	11.50	1,951,654	10.75
Mr. Om Prakash Maheshwari	1,386,300	7.63	1,386,300	7.63
Mr. Nawal Kishore Maheshwari	1,385,800	7.63	1,385,800	7.63
Mr. Gulab Chand Maheshwari	1,339,500	7.37	1,339,500	7.37
Mrs. Kailash Bai	1,339,500	7.37	1,339,500	7.37
Mrs. Shilpa Maheshwari	1,339,500	7.37	1,339,500	7.37
Mrs. Rekha Maheshwari	1,339,500	7.37	1,339,500	7.37
Mrs. Neelima Maheshwari	1,339,500	7.37	1,339,500	7.37

(d) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting period The company has issued equity share 30,000 of ₹ 10 each fully paid up during the financial years 2017-18 , on exercise of options granted under the employee stock option plans wherein part consideration was received in form of employee services.

(e) No class of shares have been bought back by the Company during the period of five years immediately preceding the reporting date.

Note: 20 OTHER EQUITY

₹ in Lakhs

Particulars	Share option outstanding account	Securities premium	General Reserve	Retained Earnings	Other Comprehensive Income that will not be reclassified to Profit & Loss	Total
Balance as at 01.04.2018	12.45	17,196.84	86.58	19,388.36	8.37	36,692.60
Profit for the period	-	-	-	1,015.25	-	1,015.25
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	10.94	10.94
Other Items	-	-	-	-	-	-
Balance as at 31.03.2019	12.45	17,196.84	86.58	20,403.61	19.31	37,718.79
Profit for the period	-	-	-	1,642.92	-	1,642.92
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	16.00	16.00
Dividend Paid*	-	-	-	(544.89)	-	(544.89)
Balance as at 31.03.2020	12.45	17,196.84	86.58	21,501.64	35.31	38,832.82

Nature of Reserves

- General Reserve amount transferred /apportioned represents is in accordance with (The Companies Act,1956) wherein a portion of profit is apportioned to general reserve, before a company can declare dividend.
- "Other Comprehensive Income Reserve represent the balance in equity for item to be accounted in Other Comprehensive Income. OCI is classified into i) Items that will not be reclassified to profit & loss ii) item that will be reclassified to profit & loss.
- "The balance consists of surplus retained from earned profits after payment of dividend and taxes thereon.
- Actuarial Gain and losses for defined plans are recognized through OCI in the period in which they occur. Re-measurement are not reclassified to profit or loss in subsequent periods.
- Balance of Security Premium Reserve consists of premium on issue of shares over its face value. The balance will be utilised for issue of fully paid bonus shares, buy-back of Company's own share as per the provisions of the Companies Act 2013.
- The company has an equity-settled share based payment plan for certain categories of employees of the company, refer Note No. 42 of standalone financial statement.

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
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* In the current year, The Board of Directors, at its meetings declared interim dividend the details of which are as follows :

Date of board meeting	Type of Dividend	Dividend per equity share	₹ in Lakhs
			Cash Outflow
8/8/2020	Interim Dividend	1.00	181.63
11/12/2020	Interim Dividend	1.00	181.63
2/12/2020	Interim Dividend	1.00	181.63
Grand Total			544.89

Note: 21 BORROWINGS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Secured Loan		
From Banks	2,687.66	2,635.17
Sub Total (a)	2,687.66	2,635.17
Current Maturity of Long term borrowings (Refer Note No. 26)	519.35	505.87
Sub Total (b)	519.35	505.87
TOTAL (a - b)	2,168.31	2,129.30

Sub Note:

- Working Capital Term Loan (Kotak Bank) of ₹ 70.06 Lakhs @ 8.60% p.a. (6 months MCLR+ .25%) payable by September, 2020 and ₹ 108.86 Lakhs @ 8.70 % p.a. (6 months MCLR+.30%) payable by October, 2021. Both the loans are secured against the primary security having first charge on current assets(Present and future) and having Collateral Security on Plot No.23, Shubham Enclave, C-Scheme, Jaipur. Personal guarantee given by Mr. Om Prakash Maheshwari, Mr. Nawal Kishore Maheshwari and Mr. Pramod Maheshwari.
- Term Loan (Indusind Bank) of ₹ 1950 Lakhs @ 9.25% p.a. (3 months MCLR+.25%) payable by March 2024 . The loan is secured against the Security on Plot No. E-8 (I) Road No. 1, IPIA, Kota. Loan is repayable in 16 quarterly installments, 4 installments of ₹ 87.5 lakhs, 4 installments of ₹ 100 lakhs, 4 installments of ₹ 125 lakhs and 4 installments of ₹ 175 lakhs.
- Term (Auto) Loan (Bank of Baroda) of ₹ 69.97Lakhs @ 8.60% p.a.(RBI Repo Rate +3.45%) payable by November 2024. The loan is secured against hypothecation of vehicle. Personal guarantee given by Mr. Om Prakash Maheshwari, Mr. Nawal Kishore Maheshwari, Mr. Pramod Maheshwari and Mrs. Neelima Maheshwari.
- Term Loan (Indusind Bank) of ₹ 488.77 Lakhs @ 10% p.a. (1 Year MCLR+.15%) payable by June 2034 . The loan is secured against the Security on Plot No. B-28 & 10-B Scheme, Gopalpura By pass Jaipur. Personal guarantee given by Mr. Pramod Maheshwari.

Note: 22 PROVISIONS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Provision for Employee Benefits		
Gratuity	64.33	69.65
Total	64.33	69.65

Note: 23 DEFERRED TAX LIABILITIES (NET)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Deferred Tax Asset		
Disallowance as per Income Tax Act	35.39	35.45
Gross Deferred Tax Assets	35.39	35.45
Deferred Tax Liability		
Disallowance on account of Depreciation and others	989.33	871.58
Fair Valuation of Financial Instruments	76.23	72.21
Others	6.58	4.49
Gross Deferred Tax Liability	1,072.14	948.28
MAT Credit Entitlement	(244.86)	(248.61)
Total	791.89	664.22

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 24 SHORT TERM BORROWINGS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Secured loans		
From Bank (Overdraft Facility)	1,621.52	2,615.99
From Bank (Repayable on Demand)	1,872.98	1,712.99
Total	3,494.50	4,328.98

Sub Note:

- (a) Secured On Demand Credit Facility of ₹1072.24 Lakhs @ 8.5% p.a. and ₹ 800.74 Lakhs @ 8% p.a from Barclays Bank Ltd. against the security of Mutual Funds of ₹ 2337.22 lakhs (Market Value ₹ 2685.10 Lakhs), repayable on demand and personal guarantee by Mr. Promod Maheshwari (Promotor). The Company can avail it up to ₹ 2200 Lakhs by pledging securities.
- (b) Overdraft facility from (Indusind Bank) of ₹ 424.47 Lakhs @ 9.25% (3 month MCLR+.05%) against the security plot No. E 8 (I) Road No. 1, IPIA, Kota. The Company can avail it up to ₹ 1000 Lakhs.
- (c) Overdraft facility from (Yes Bank) of ₹1197.05 Lakhs @10.05% (12 month MCLR+.35%) against the security of Plot no. E-8 (II) Road No. 1, IPIA, Kota. The Company can avail it up to ₹ 1500 Lakhs.

Note: 25 TRADE PAYABLES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Total outstanding dues of micro enterprises and small enterprises (Refer Note No. 53)	-	21.16
Total outstanding dues of creditors other than micro enterprises and small enterprises.	13.20	10.15
Total	13.20	31.31

Note: 26 OTHER FINANCIAL LIABILITIES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Current maturities of Long Term Borrowings (Refer Note No. 20)	519.35	505.87
Accrued Salaries and benefits		
-Salaries and benefits	166.08	255.96
Other liabilities		
- Security deposits	255.43	437.51
- Others Payable	253.55	313.46
- Interest accrued but not due	11.49	0.57
- Unpaid Dividend@	3.48	1.48
Total	1,209.38	1,514.85

@ On due will be transferred to Investor Education and Protection Fund.

Note: 27 OTHER CURRENT LIABILITIES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Income received in advance	217.80	422.79
Government and Other dues	57.55	174.47
Advance for sale of plot	4.50	-
Total	279.85	597.26

* Refer Note 16.

Note: 28 SHORT TERM PROVISIONS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Provision for Employee Benefits		
Gratuity	7.24	5.58
Total	7.24	5.58

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 29 CURRENT TAX LIABILITIES (NET)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Provision for Income Tax (Net of Advance)	-	17.99
Total	-	17.99

Note: 30 REVENUE FROM OPERATIONS

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
(a) Revenue from Services		
- Education and other related activities	4,965.64	6,526.48
(b) Sale of Study Material		
- Domestic	248.54	345.72
REVENUE FROM OPERATIONS (NET)	5,214.18	6,872.20

Note: 31 OTHER INCOME

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
a) Lease Rent	3.79	0.99
b) Interest Income :	1,377.65	1,134.65
c) Net gain on fair value/sale of :		
- Current/Non Current Investments	127.22	171.16
d) Other Income :		
(i) Profit on sale of Property, Plant & Equipment (net)	-	77.30
(ii) Miscellaneous Income	10.36	27.79
(ii) Dividend Income	544.92	-
TOTAL - OTHER INCOME	2,063.94	1,411.89

Note: 32 COST OF MATERIAL CONSUMED

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Opening stock	12.15	10.57
Add: Purchases during the period	169.15	299.56
Less: Closing stock	5.19	12.15
TOTAL COST OF MATERIAL CONSUMED	176.11	297.98

Note: 33 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND TRADING GOODS

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Opening stock	86.80	122.14
Closing stock	89.96	86.80
(INCREASE)/DECREASE IN INVENTORY	(3.16)	35.34

Note: 34 EMPLOYEE BENEFITS EXPENSES

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Salaries, Wages and Bonus to		
- Teaching staff	1,639.84	2,724.25
- Non Teaching Staff	1,024.24	970.44
Contribution to provident and other funds	53.86	65.24
Staff Welfare	38.13	34.89
TOTAL - EMPLOYEE BENEFITS EXPENSES	2,756.07	3,794.82

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 35 FINANCE COSTS

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
a) Interest Expense	584.82	544.55
b) Other borrowing cost	4.30	2.53
TOTAL - FINANCE COSTS	589.12	547.08

Note: 36 DEPRECIATION AND AMORTIZATION EXPENSES

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Depreciation on Property, Plant & Equipments	387.86	399.93
Amortization of Intangible assets	1.19	0.19
Depreciation on Investment Property	9.81	10.77
TOTAL - DEPRECIATION AND AMORTIZATION EXPENSES	398.86	410.90

Note: 37 OTHER EXPENSES

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Advertisement Expenses	137.64	347.20
Legal and professional charges	69.48	63.21
Repairs - Buildings	26.97	16.39
Repairs - Computers	14.71	9.24
Repairs - others	53.69	60.58
Rent	40.20	137.68
Travelling & Conveyance	80.05	73.31
Payments to Auditors (Refer Note 45)	6.36	6.57
Telephone, postage & internet exp.	24.58	30.21
Printing and stationery expenses	14.94	32.46
Security charges	63.70	67.57
Electricity & Water Expenses	168.49	224.25
Institute Expenses	236.87	448.13
CSR Expenses	39.05	47.62
Interest, Penalty & Fine Charges	2.98	4.22
Hostel & Mess Expenditure	253.83	304.42
Miscellaneous Expenses	69.38	72.31
TOTAL - OTHER EXPENSES	1,302.92	1,945.37

Sub Note:

1. A defamation case filed against the company has not been considered in above.

Note: 38 CONTINGENT LIABILITIES NOT PROVIDED FOR (AS CERTIFIED BY THE MANAGEMENT)

(a) In respect of :-

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Service tax liability / GST Liability	87.76	102.63
Claims against the Company not acknowledged as debts @	161.70	83.70
Income Tax Liability	14.09	-
Value added tax liability	535.92	551.49
Total	799.47	737.82

@ A defamation case filed against the company has not been considered in above.

(b) Corporate Guarantee of ₹ 3500 Lakhs and ₹ 1260 Lakhs on behalf of Loan Facility availed by Career Point University, Kota and Career Point Institute of Skill Development Private Limited. The management does not expect any outflow of resources in respect of corporate guarantees given.

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
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39 Estimated amount of contracts remaining to be executed on capital account (net of advances ₹ 509.73 Lakhs (Previous Year ₹ NIL)), ₹ NIL (Previous year ₹ NIL)

40 Rajasthan Skill and Livelihoods Development Corporation (RSLDC) has accorded approval to sanction a project of skilling for 1500 rural poor youth under Deen-Dayal Upadhyaya Grameen Kaushalya Yojana (DDU-GKY) of Ministry of Rural Development, Government of India to the Company under various categories for example Tourism & Hospital, Front office cum receptionist etc. Duration of the project is 36 months and the place of training will be at Kota, Baran, Bundi, Jhalawar and Jaipur. The sanctioned total Project cost including welfare cost is ₹ 893.10 Lakhs. On 3 February, 2017, Company received ₹ 212.56 Lakhs, after issuing bank guarantee of ₹ 54.22 lakhs. As per records of Company, they have spent ₹ 366.92 Lakhs (more than the amount received) and the remaining balance ₹ 154.36 lakhs is shown as receivable from DDU-GKY in Note-16. The Company is of the opinion that this project will not result in any profit or loss and therefore has not routed any Income and Expenditure through Profit and loss account.

41 In accordance with the provision of section 135 of the Act, Board of Directors of the Company had constituted a Corporate Social Responsibility (CSR) Committee, in terms, with the provisions of the said Act, the Company was to spend a sum of ₹ 34.79 Lakhs and ₹ 38.80 Lakhs towards CSR activities during the year ended 31st March 2020 and 31st March 2019 respectively. The CSR Committee has been examining and evaluating suitable proposals for deployment of funds towards CSR initiatives. Up to 31st March 2020 unspent balance was ₹ 78.54 lakhs. However, the committee expects finalization of such proposals in due course. During the year, Company has contributed the following sums towards CSR initiatives.

₹ in Lakhs

Particulars	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Construction/Acquisition of any assets	-	-
On Purpose other than (i) above	39.05	47.62

42 CPL Employee Stock Option Plan 2013:

Pursuant to the resolution passed by the members in the AGM held on 21st Sept 2013, the company has introduced CPL Employee Stock Option Plan 2013, which provides for issue of not more than 9,06,647 equity shares of face value of Rs.10 each fully paid up shares.

The Company has granted 5,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 100 per option. The said Stock Option vested on 2nd July, 2015 and entitled to exercise the options up to a period of 4 years from the date of vesting. These 5000 options have been exercised during 2017-18.

Further, the Company has granted 70,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 125 per option. Out of the above 40,000 stock option vested on 30th November, 2016 and 30,000 stock option shall be vested over a period of 2 years from the date of grant, 30th November, 2015 and same is entitled to be exercised up to a period of 4 years from the date of vesting. Out of these 70,000 options, 25000 options had been exercised during 2017-18.

Further, the Company has granted 10,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 110 per option. Out of the above 5,000 stock option granted shall be vested over a period of one year and 5,000 stock option over a period of 2 years from the date of grant, 30th March, 2017 and same is entitled to be exercised up to a period of 4 years from the date of vesting.

No options were granted during the year.

No options were exercised during the year.

The Number of Share Options under the share option plan are as follows:

Particulars	Year ended March 31, 2020		Year ended March 31, 2019	
	Number of options	Weighted Average exercise price per share option	Number of options	Weighted Average exercise price per share option
Options outstanding at beginning of period:	55,000	122.27	55,000	122.27
Add: Options Granted	-	-	-	-
Less: Options Exercised	-	-	-	-
Options outstanding at the end of period:	55,000	122.27	55,000	122.27

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
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43. Fees received by the company's franchisee are deposited in the franchise wise bank account of the company. However, company is recording in its books of account only the amount which company is entitled to receive as royalty as per agreement entered into with the franchisee.

44. The disclosures required under IND AS 19 "Employee Benefits" are as given below:

A) Defined Contribution plan

The Company has classified the various benefits provided to employees' as follows:

- Defined Contribution Plans - Provident Fund
- Employee State Insurance Plan

Contribution to Defined Contribution Plan, recognized as expense for the Year is as under:

Particulars	₹ in Lakhs	
	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Company's contribution to provident fund	19.68	22.57
Company's contribution to ESI	13.10	19.35

B) Defined Benefit Plan:

The employees' gratuity fund defined benefit plan. The present value of obligation is determined based on actuarial valuation using by projected unit credit method in case of gratuity.

a) Reconciliation of opening and closing Balance of Defined Benefit Obligation

Particulars	₹ in Lakhs	
	Gratuity (Funded) 31.03.2020	Gratuity (Funded) 31.03.2019
Present value of obligation at the beginning of the year	75.22	72.59
Current service cost	15.81	17.69
Interest cost	5.27	5.63
Benefits paid	(2.15)	(5.26)
Actuarial loss/(gain)	(22.58)	(15.43)
Present value of obligation at the end of year	71.57	75.22

The components of the gratuity are as follows:

b) Expenses recognized statement of profit & loss account

Particulars	₹ in Lakhs	
	Gratuity (Funded) 31.03.2020	Gratuity (Funded) 31.03.2019
Current service cost	15.81	17.69
Interest Cost	5.27	5.63
Defined benefit cost recognized in statement of Profit or loss.	21.08	23.32

c) Recognized in Other Comprehensive Income

Particulars	₹ in Lakhs	
	Gratuity (Funded) 31.03.2020	Gratuity (Funded) 31.03.2019
Actuarial loss/ (gain)- Obligation	(22.58)	(15.43)
Actuarial loss/ (gain)- Plan Assets	-	-
Component of defined benefit costs recognized in other comprehensive income	(22.58)	(15.43)

d) The principal actuarial assumptions used for estimating the Company's defined benefit obligations for gratuity and leave encashment are set out below:

Actuarial Assumptions	₹ in Lakhs	
	As at March 31, 2020	As at March 31, 2019
Discount Rate	7.00%	7.75%
Expected Rate of increase in salary	5.00%	5.00%
Withdrawal rate	5.00%	5.00%
Mortality	IALM 2012-14 Ultimate	IALM 2006-08 Ultimate

The principal assumptions are the discount rate & salary growth rate. The discount rate is generally based upon the market yields available on Government bonds. The estimate of rate of escalation in salary considered in actuarial valuation, taken into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2020

e) Sensitivity Analysis:

₹ in Lakhs

Particulars	Change in Assumptions	Increase/(decrease) in Gratuity Obligations	
		31.03.2020	31.03.2019
Discount rate	1%	(5.76)	(6.58)
	-1%	7.54	7.72
Salary Growth rate	1%	7.61	7.85
	-1%	(6.56)	(6.80)
Withdrawal Rate	1%	0.69	1.14
	-1%	(0.88)	(1.41)

The above sensitivity analysis is based on change in an assumption while holding all other assumption constant in practice, this is unlikely to occur, and change in some of the assumption may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumption the same method [projected unit credit method] has been applied as when calculating the defined benefit obligation recognized within the balance sheet.

f) Estimate of expected benefit payments

₹ in Lakhs

Particulars	Gratuity
01 Apr 2020 to 31 Mar 2021	7.24
01 Apr 2021 to 31 Mar 2022	2.57
01 Apr 2022 to 31 Mar 2023	1.48
01 Apr 2023 to 31 Mar 2024	1.73
01 Apr 2024 to 31 Mar 2025	1.73
01 Apr 2025 Onwards	56.82

The company is depositing P.F contribution only for eligible employees within statutory limits. The employees whose income is above the statutory limits have opted not to subscribe and accordingly, the company is not required to make the contribution.

Note: 45 AUDIT FEES (EXCLUSIVE OF APPLICABLE TAXES)

₹ in Lakhs

Particulars	₹ in Lakhs	
	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Statutory Auditor	5.00	5.00
Out of Pocket Expenses	1.16	1.57
Other services	0.20	-
Total	6.36	6.57

Note: 46 EARNING PER SHARE (EPS)

₹ in Lakhs

Particulars	₹ in Lakhs	
	For the Year Ended 31.03.2020	For the Year Ended 31.03.2019
Net profit/ (loss) for the year attributable to equity shareholders (? in Lacs)	1,642.92	1,015.25
Weighted average number of equity shares outstanding	18,162,939	18,162,939
Basic and diluted earnings per share (face value of ₹ 10 each)	9.05	5.59

47 SEGMENT REPORTING

The Management has opined hostel and mess activities are very much incidental part of its main activity i.e. Education. The company is primary engaged in the business of 'Education and related activities' and operates in a single business segment. Accordingly these standalone financial statements have been prepared for the single segment.

48 The audited GST return for the year ended 31st, March, 2019 is pending for the filling as competent authority has extended the date of filling till 30th, September, 2020. The company is in process of reconciling the date of GSTR-2A with GSTR 3B. In the view of management on final reconciliation, the impact will not be material.

49 The company has adopted Ind AS 116 "Leases" effective 1st April 2019 as notified by Ministry of Corporate Affairs (MCA) and applied the standard to its leases. The impact of adoption of Ind AS 116 on the profit for the year is not material.

50 During the year the Company has given a loan of ₹17,635.52 Lakhs (Previous Year ₹16,809.65 Lakhs) and balance outstanding at the year end is ₹13976.06 Lakhs (Previous Year ₹14062.55 Lakhs) (Maximum Outstanding Balance during the year ₹14874.84 Lakhs (Previous Year ₹14558.94

CAREER POINT LIMITED
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Lakhs) at the rate of 10.05% to a wholly owned NBFC Subsidiary for Business activity. The interest has been charged at the rate not less than Bank rate declared by Reserve Bank of India (RBI). Furthermore Management is also of the opinion that the given loan is in compliance of section 185 and section 186 under Companies Act, 2013.

51 Financial risk management objectives and policies

The Company's activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk (including interest rate risk etc.), credit risk and liquidity risk. The company's overall risk management policy seeks to minimize potential adverse effects on company's financial performance.

(A) Market Risk: Market risk is the risk that the fair value of future cash flow of financial instruments will fluctuate because of change in market prices. Market risk comprises mainly of interest rate risk.

(a) Interest Rate Risk: Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Any change in the interest rates environment may impact future rates of borrowing. The company mitigates this risk by regularly assessing the market scenario, finding appropriate financial instruments, interest rate negotiation with the lenders for ensuring the cost effective method of financing.

(b) Interest Rate Sensitivity: The following table demonstrates the sensitivity to a reasonable possible change in interest rate on financial assets affected. With all other variable held constant, the company's profit before tax is affected through the impact on finance cost with respect to our borrowing as follows:

Particulars	As at 31.03.2020	As at 31.03.2019
Change in basis point	+25	+25
Effect on profit after tax	(16.13)	(18.54)
Change in basis point	-25.00	-25.00
Effect on profit after tax	16.13	18.54

(c) Price Risk: The Company's exposure to securities price risk arises from investments held in mutual funds and classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from such investments, the company diversifies its portfolio. Quotes (NAV) of these investments are available from the mutual fund houses.

Profit for the year would increase/decrease as a result of gains/losses on these securities classified as at fair value through profit or loss.

(d) Commodity Price Risk: The Company is affected by the price volatility of certain commodities. Its operating activities require the purchase of raw material therefore, requires a continuous supply of certain raw materials. To mitigate the commodity price risk, the Company has an approved supplier base to get competitive prices for the commodities and to assess the market to manage the cost without any comprise on quality.

(B) Credit Risk:

Credit risk arises from the possibility that counter party may not be able to settle their obligation as agreed. Credit risk primarily arises from financial assets such as trade receivables, other balance with banks, loans and other receivables.

Trade Receivables: - The maximum exposure to credit risk is primarily from trade receivables (Other than Group Company). The company periodically assesses the credit quality of counter parties, taking into the financial condition, current economic trends, past experiences and other factors.

The company has a well-defined sale policy to minimize its risk or credit defaults. Outstanding receivables are regularly monitored and assessed. Impairment analysis is performed based on historical data at each reporting date on an individual basis.

Financial assets are written off when there is no reasonable expectation of recovery, such as customer failing to engage in a repayment plan with the company.

CAREER POINT LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS
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₹ in Lakhs

Particulars	Due Ageing			Total
	Upto 6 Months	6 - 12 Months	Above 12 Months	
Trade Receivable				
As at 31st March, 2020				
Unsecured	1017.77	16.66	198.45	1232.88
Gross Total	1017.77	16.66	198.45	1232.88
"Less: Provision/Allowance for Doubtful Receivable"	-	-	(14.35)	(14.35)
Net Total	1017.77	16.66	184.10	1218.53
As at 31st March, 2019				
Unsecured	983.65	213.91	10.14	1207.7
Gross Total	983.65	213.91	10.14	1207.7
"Less: Provision/Allowance for Doubtful Receivable"	-	-	(10.14)	(10.14)
Net Total	983.65	213.91	-	1,197.56

Deposits with Bank: The deposits with banks constitute mostly the liquid investment of the company and are generally not exposed to credit risk.

(C) Liquidity Risk: Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due.

The table below summarizes the maturity profile of company's financial liabilities based on contractual undiscounted payments: - ₹ in Lakhs

Particulars	As at March 31, 2020			
	Carrying Amount	<1 Year/On Demand	>1 Years	Total
Interest bearing borrowings	6,182.16	4,013.85	2,168.31	6,182.16
Trade Payable	13.20	13.20	-	13.20
Other Liabilities	690.03	690.03	-	690.03
Total	6,885.39	4,717.08	2,168.31	6,885.39
	As at March 31, 2019			
Interest bearing borrowings	6,964.15	4,834.85	2,129.30	6,964.15
Trade Payable	31.31	31.31	-	31.31
Other Liabilities	1,008.98	1,008.98	-	1,008.98
Total	8,004.44	5,875.14	2,129.30	8,004.44

52. Capital risk management

The Company's policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. The primary objective of the Company's capital management is to maintain an optimal structure so as to maximize the shareholder's value. In order to strengthen the capital base, the company may use appropriate means to enhance or reduce capital, as the case may be.

The Company is not subject to any external imposed capital requirement. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net Debt is calculated as borrowings less cash and cash equivalents.

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Borrowings	6,182.16	6,964.15
Less: Cash and Cash equivalents	108.82	29.92
Net debt	6,073.34	6,934.23
Equity Share Capital	1,816.29	1,816.29
Other Equity	38,832.82	37,718.79
Total Capital	40,649.11	39,535.08
Capital and net debt	46,722.45	46,469.31
Gearing ratio	13.00%	14.92%

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53 As required by section 22 of The Micro, Small and Medium Enterprises Development Act, 2006 the following information is disclosed:

Particulars	2019-20	2018-19
Principal and interest amount due and remaining unpaid at the end of the accounting year	-	21.16
Interest paid in terms of section 16 of the MSME Act during the year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
The amount of further interest remaining due & payable in succeeding year, until such interest when the interest dues above are actually paid.	-	-

The above information's regarding Micro, Small and medium Enterprise has been determined to the extent such parties have been identified of information available with the Company and as certified by the management.

54 Fair valuation techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount 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.

Particulars	₹ in Lakhs			
	As at 31.03.2020		As at 31.03.2019	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
(i) Financial Assets				
(a) At fair value through profit & Loss				
- Non - Current Investment in Mutual Fund	1,299.62	1,299.62	2,163.91	2,163.91
- Current Investment in Mutual Fund	1,385.48	1,385.48	921.30	921.30
(b) At Amortized Cost				
-Investment in Subsidiaries & joint venture	16,152.89	16,152.89	16,168.39	16,168.39
-Trade Receivables	1,218.53	1,218.53	1,197.56	1,197.56
-Loans	13,976.06	13,976.06	14,062.55	14,062.55
-Cash and cash equivalents	108.82	108.82	29.92	29.92
-Othe bank balances	33.24	33.24	71.74	71.74
-Others	354.66	354.66	251.14	251.14
Total	34,529.30	34,529.30	34,866.51	34,866.51
(ii) Financial Liabilities				
(a) At Amortized Cost				
- Borrowings	6,182.16	6,182.16	6,964.15	6,964.15
- Trade payables	13.20	13.20	31.31	31.31
- Others	690.03	690.03	1,008.98	1,008.98
Total	6,885.39	6,885.39	8,004.44	8,004.44

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, other bank balances, trade receivables, loans, trade payables, and other financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Long-term fixed-rate and variable-rate receivables / borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. For fixed interest rate borrowing fair value is determined by using the discounted cash flow (DCF) method using discount rate that reflects the issuer's borrowings rate. Risk of non-performance for the company is considered to be insignificant in valuation.

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Fair Value hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorised within the fair value hierarchy, described as follows:-

Level 1 - Quoted prices in active markets.

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - Inputs that are not based on observable market data.

The following table presents the fair value measurement hierarchy of financial assets and liabilities, which have been measured subsequent to initial recognition at fair value as at 31st March, 2020 & 31st March 2019.

Assets / Liabilities measured at fair value (Accounted)	₹ in Lakhs		
	As at March 31,2020		
	Level 1	Level 2	Level 3
Financial assets			
Investment in Mutual Funds	2,685.10	-	-
Financial liabilities	-	-	-

Assets / Liabilities measured at fair value (Accounted)	₹ in Lakhs		
	As at March 31,2019		
	Level 1	Level 2	Level 3
Financial assets			
Investment in Mutual Funds	3,085.21	-	-
Financial liabilities	-	-	-

During the year ended March 31, 2020 and March 31, 2019, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements. There is no transaction / balance under level 3.

Note: 55 INCOME TAX

(A) Amounts recognized in statement of profit and loss

Particulars	2019-20	2018-19
Current Income Tax		
-current Year	310.67	323.48
-Adjustment in respect of current income tax of earlier year	(12.73)	14.26
MAT(Credit) Entitlement	-	(85.41)
Deferred Tax-Relating to origination & reversal of temporary differences	117.34	-14.97
Income tax expense reported in the statement of profit & loss	415.28	237.36

(B) Income tax recognized in other comprehensive income

Particulars	2019-20	2018-19
Income tax on Re-measurement losses on defined benefit plans	(6.58)	(4.49)
Total	(6.58)	(4.49)

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(C) Reconciliation of effective tax rate

₹ in Lakhs

Particulars	2019-20	2018-19
Accounting profit/(loss) before tax	2,058.20	1,252.61
At Statutory Income Tax rate @29.12%	599.35	364.76
Change in Rate of tax	-	(44.59)
Dividend income	(158.68)	
Fair valuation/ Sale of financial assets and other	(36.76)	(77.32)
Sale of Property Plant & Equipment (Land)	-	(20.21)
Non-deductible expenses	11.37	14.73
Accounting profit/(loss) after tax	1,642.92	1,015.25

56. Related party relationship and transactions Name of the related parties with whom transactions were carried out during the period and description of relationship:-

Subsidiary:	Smt. Kailash Bai (Mother of Director)
Career Point Edutech Limited	Smt. Radha Rani (Sister of Director)
Career Point Infra Limited	Enterprise under same Management:
Srajan Agritech Private Limited	Diamond Business Solutions Private Limited
Srajan Capital Limited	Swastika Polyolefines Private Limited
Coupler Enterprises Private Limited	Global Public School a unit of Gopi Bai Foundation
Career Point Institute of Skill Development Private Limited	Career Point University, Kota
Gyan Eduventure Private Limited	Career Point University, Hamirpur
Career Point Accessories Private Limited	Proseed Foundation (Career Point Gurukul Mohali)
Edutiger Private Limited (w.e.f. 26th December, 2019)	Indo grains Pvt. Ltd.
Associate:	Yash Foundation
Imperial Infin Private Limited	Career Point Foundation
Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Private Limited [w.e.f. 10th July, 2019 (ceased w.e.f. 13 th March, 2020)])	Aadarsh foundation
	Sarthak Foundation
	Shakti foundation
	Progressive Foundation
Joint Venture:	Sankalp Foundation
StudyBoard Education Private Limited (ceased w.e.f. 5th December, 2019)	Wellwin Technosoft Limited
	Srajan Venture Private Limited
Key Management Personnel:	Gulab Associates
Mr. Pramod Maheshwari (Chairman, Managing Director & CEO)	Om Associates
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	Maheshwari Trading company
Mr. Nawal Kishore Maheshwari (Whole time Director)	Longway Business Solution Limited
Mr. Pawan Kumar Lalpuria (Independent Director)	Gulab Chand Maheshwari (HUF)
Mr. RS Choudhary (Independent Director)	Maheshwari Agrobases Pvt. Ltd.
Mr. Vishal Jain (Independent Director)	Nawal Kishore Maheshwari (HUF)
Mr. Mahesh Gupta (Independent Director)	Om Prakash Maheshwari (HUF)
Mr. Jagdish Prasad Sarda (Independent Director)	Pramod Kumar Maheshwari (HUF)
Mrs. Neelima Maheshwari (Non Executive Director)	Rubymerry Enterprises Pvt. Ltd.
Mr. Tarun Kumar Jain (Company Secretary)	Sankalp Capital Pvt. Ltd.
Relative of Key Management Personnel:	Shricon Industries Ltd.
Smt. Shilpa Maheshwari (Wife of Director)	Supercompusoft Pvt. Ltd.
Smt. Neelima Maheshwari (Wife of Director)	
Ms. Akshita Maheshwari (Daughter of Director)	
Mr. Gulab Chand Maheshwari (Father of Director)	

CAREER POINT LIMITED
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Table showing transactions with related parties:

₹ in Lakhs

Particulars	During the year ended 31.03.2020	During the year ended 31.03.2019
Sales of Study Material & Student Kit:		
Enterprises under same Management:		
Career Point University, Hamirpur	-	32.45
Career Point University, Kota	-	100.42
Subsidiaries:		
Career Point Edutech Limited	41.16	57.61
Career Point Accessories Private Limited		-
Gyan Eduventure Private Limited	2.22	-
Enterprises under same Management:		
Proseed Foundation (Career Point Gurukul Mohali)	-	2.45
Global Public School a unit of Gopi Bai Foundation	4.83	0.74
Service Rendered		
Career Point University, Kota	860.58	201.40
Career Point University, Hamirpur	257.17	67.58
Sale of Fixed Assets (Old Furniture)		
Career Point University, Hamirpur	-	0.67
Purchases of Study Material & Student Kit		
Subsidiary:		
Career Point Edutech Limited	12.20	-
Enterprises under same Management:		
Indo Grains Pvt. Ltd.	1.20	-
Interest Income on Loan from		
Subsidiaries/Joint Venture(JV):		
Career Point Edutech Limited	-	0.60
Srajan Agritech Private Limited	-	0.21
Coupler Enterprises Private Limited	-	5.82
Srajan Capital Limited	1,364.24	1,120.83
StudyBoard Education Private Limited(JV)	-	0.02
Miscellaneous Income(Rent)		
Career Point Infra Limited	0.03	0.03
Gyan Eduventure Private Limited	0.03	0.03
Career Point Accessories Private Limited	0.03	0.03
Career Point Edutech Limited	0.03	0.03
Swastika Polyolefines Private Limited	0.03	0.03
Dividend Received		
Career Point Infra Ltd.	544.92	-
Rent Paid		
Key Management Personnel:		
Mr. Pramod Maheshwari	-	2.20
Smt. Neelima Maheshwari	-	0.55
Relative of Key Management Personnel:		
Smt. Shilpa Maheshwari	-	2.75
Enterprises under same Management:		
Diamond Business Solutions Private Limited	12.00	12.00

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Om Prakash Maheshwari HUF	-	2.75
Interest Expenses on Loan from		
Subsidiaries:		
Gyan Eduventure Private Limited	-	6.19
Career Point Edutech Limited	-	0.60
Loan & Advances received/(Payment)		
Gyan Eduventure Private Limited	-	(11.09)
Remuneration		
Mr. Pramod Maheshwari (Chairman & Managing Director)	33.00	33.00
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	33.00	33.00
Mr. Nawal Kishore Maheshwari (Whole time Director)	33.00	33.00
Mr. Tarun Kumar Jain	9.01	9.01
Commission Paid		
Smt. Neelima Maheshwari	0.39	-
Director Sitting Fees	0.95	0.90
Shares Purchased		
Subsidiary:		
Edutiger Pvt Ltd.	7.50	-
Eduplanet Knowledge Solutions Pvt. Ltd.# (Investment) purchased:		
Mr. Pramod Maheshwari	1.17	-
NEELIMA MAHESHWARI *	0.00	-
Mrs. Shipla Maheshwari*	0.00	-
Rekha Maheshwari*	0.00	-
Mr. Gulab Chand Maheshwari	0.10	-
Mr. Om Prakash Maheshwari	1.17	-
*(₹ 10)		
Eduplanet Knowledge Solutions Pvt. Ltd.# (Investment) Sold To		
Mr. Pramod Maheshwari	1.21	-
Mr. Om Prakash Maheshwari	1.21	-
Mr. Nawal Kishore Maheshwari	0.03	-
Study Board Education Private Limited (Investment) Sold To		
Mr. Pramod Maheshwari	2.95	-
Reimbursement/Payment on behalf of related parties		
Career Point Edutech Limited	41.09	16.68
Career Point Accessories Private Limited	0.04	0.86
Srajan Agritech Private Limited	0.04	0.02
Coupler Enterprises Private Limited	1.50	1.30
Srajan Capital Limited	217.91	48.04
Career Point Institute of Skill Development Private Limited	0.67	0.05
Career Point Infra Limited	200.46	44.03
Edutiger Private Limited	0.06	-
Gyan Eduventure Pvt. Ltd.	22.11	5.16
Enterprises under same Management:		
Yash Foundation	0.02	-
Gopi Bai Foundation	-	23.16
Global Public School	12.76	-

CAREER POINT LIMITED
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Career Point Foundation	0.02	-
Proseed Foundation	48.34	25.69
Aadarsh foundation	0.02	-
Sankalp Foundation	0.05	-
Career Point University, Kota	58.96	83.27
Career Point University, Hamirpur	31.99	35.26
Wellwin Technosoft Limited	26.84	23.65
Srajan Venture Private Limited	2.28	2.20
Diamond business solution Private Limited	1.27	0.82
Gulab associates	4.76	0.48
Om Associates	1.70	-
Maheshwari Trading company	3.64	2.92
Swastika Polyolifines Private Limited	3.73	0.02
Longway Business Solution Limited	3.64	0.01
Gulab Chand Maheshwari (HUF)	1.68	-
Indo Grains Pvt. Ltd.	0.09	0.00
Maheshwari Agrobases Pvt. Ltd.	0.03	-
Nawal Kishore Maheshwari (Huf)	0.12	-
Om Prakash Maheshwari (HUF)	1.41	-
Pramod Kumar Maheshwari (HUF)	0.06	-
Rubymerry Enterprises Pvt. Ltd.	0.02	0.01
Sankalp Capital Pvt. Ltd.	0.52	3.29
Shricon Industries Ltd.	1.91	0.95
Supercompusoft Pvt. Ltd.	0.02	0.01
Associates:		
Imperial Infin Private Limited	3.62	1.01
Eduplanet Knowledge Solutions Pvt. Ltd.#	0.15	-
Joint Venture:		
StudyBoard Education Private Limited	0.03	0.01
Relatives of Key Managerial Personnel:		
Akshita Maheshwari	0.34	-
Gulab Chand Maheshwari	1.28	-
Kailash Bai	11.41	-
Neelima Maheshwari	3.07	-
Rekha Maheshwari	-	0.01
Radha Rani	0.01	-
Shilpa Maheshwari	4.58	0.01
Outstanding Balances:	As at 31.03.2020	As at 31.03.2019
Receivables:		
Career Point University, Hamirpur	119.09	-
Career Point University, Kota	434.43	181.20
Career Point Edutech Limited	-	4.63

Details of Outstanding Guarantee

Corporate Guarantee of ₹ 3500 Lakhs on behalf of loan facility availed by Career Point University, Kota

Corporate Guarantee of ₹ 1260 Lakhs for the Loan facility availed by Career Point Institute of Skill Development Private Limited for specific project.

#Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Private Limited)

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Table showing transactions with related parties:

Particulars	Loans Given		Loans Recovered		Balance Outstanding		Maximum Balance	
	During the year ended 31.03.2020	During the year ended 31.03.2019	During the year ended 31.03.2020	During the year ended 31.03.2019	As at 31.03.2020	As at 31.03.2019	During the year ended 31.03.2020	During the year ended 31.03.2019
Subsidiaries/Joint Venture(JV):								
(i) Career Point Edutech Limited	-	110.20	-	133.57	-	-	-	35.63
(ii) Gyan Eduventure Private Limited	-	207.65	-	196.57	-	-	-	-
(iii) Career Point Accessories Pvt. Ltd.	-	0.60	-	0.60	-	-	-	-
(iv) Srajan Agritech Private Limited	-	0.49	-	23.01	-	-	-	22.57
(v) Srajan Capital Limited	17,635.52	16,809.65	17,722.00	12,713.65	13,976.06	14,062.55	14,874.84	14,558.93
(vi) Career Point Institute of Skill Development Private Limited	-	4.23	-	4.23	-	-	-	1.81
(vii) StudyBoard Education Pvt. Ltd.	-	0.62	-	0.62	-	-	-	0.52
(viii) Coupler Enterprises Pvt. Ltd.	-	124.73	-	136.67	-	-	-	121.04
(ix) Carrer Point Infra Limited	-	37.00	-	37.00	-	-	-	-
Total	17,635.52	17,295.18	17,722.00	13,245.92	13,976.06	14,062.55	14,874.84	14,740.50

Terms and Conditions of Loan given to related parties:

Loans given by the Company to related parties are unsecured. Loan of ₹13354.02 Lakhs is repayable on demand and the borrower agrees to repay the loan as and when demanded by the company. Long Term Loan is of ₹ 622.04 Lakhs. Further the borrower shall pay interest @ 10.05% on the principal amount of loan outstanding. Interest will be charged on quarterly basis. The borrower undertakes that they will utilize the entire amount of loan for their business activity.

57. Previous year figures have been regrouped/rearranged/recasted wherever consider necessary to make them comparable with current period.

58. A. The outbreak of Coronavirus (COVID-19) pandemic globally is causing a slowdown in economic activity and has caused global widespread economic and business disruption leaving uncertainties with respect to its severity, which currently cannot be reasonably ascertained. In many countries, businesses are being forced to cease or limit their operations for long or indefinite period of time. Measure taken to contain the spread of the virus including travel bans, quarantines, social distancing and closure of non-essential services have triggered disruptions to the business worldwide, resulting in an economic slowdown and uncertainties pertaining to future operations. However, the Company has evaluated and factored in to the extent possible the likely impact that may result from COVID-19 pandemic as well as all events and circumstances up to the date of approval of these financial statements, on the carrying value of its assets and liabilities as at 31st March 2020 (Refer Note B). Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets and adequate liquidity is available. The impact of any events and developments occurring after the balance sheet date on the financial statements for the year ended 31st March 2020 may differ from that estimated as at the date of approval of these financial statements and will be recognized prospectively. The Company will continue to monitor any material changes to the future economic conditions.

B. The company has not recognized the revenue of ₹481 lakhs during the Financial Year 2019-20 due to lack of virtual certainty from the projects impacted by the COVID-19 circumstances. The same will be accounted in the coming financials years based on virtual certainty and recovery of the amount depending upon normalisation of the situation.

As per our report of even date
For Lodha & Co.
Chartered Accountants
Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)
Partner
Membership No: 507462

Tarun Kumar Jain
GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584

Place: New Delhi
Date: 23/06/2020

Place: Kota
Date: 23/06/2020

Independent Auditor's Report

To the Members of Career Point Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Career Point Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding and its subsidiaries together referred to as "the Group"), joint venture and associates, comprising the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity, for the year then ended, and notes to the consolidated financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries, joint venture and associates, the aforesaid consolidated 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 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, its Joint Venture and Associates as at March 31, 2020, and their consolidated profit (including Other Comprehensive income), their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

Key audit matter	How our audit addressed the key audit matter
Revenue Recognition:- Holding Company (Note no 27 to the accompanying consolidated Ind AS financial statements)	
For the year ended March 31, 2020 the holding company has recognized revenue from customers. Revenue is recognized only when it can be reasonably measured and there exists reasonable certainty of its recovery. Revenue represents a significant line item in the Statement of Profit & loss account and also a key indicator of business performance. The risk is, therefore, that revenue may not be recognized in the correct period or that revenue is misstated.	Our audit procedures included the following: <ul style="list-style-type: none"> Assessed the Company's revenue recognition policy prepared as per Ind AS 115 'Revenue from contracts with customers'. Understood, evaluated and tested the key controls implemented by the Company in relation to revenue recognition and discounts. Performed analytical procedure to identify the unusual trends and also tested journal entries recognized in revenue focusing on unusual or irregular transactions. Performed sample tests of individual service transaction and verified services invoices and other related documents of such samples. Further, in respect of such samples checked that the revenue has been recognized as per the accounting policy. Performed cut off procedures on sample basis for revenue transactions made to ensure correctness of period of revenue recognition Tested the calculations related to discounts and other supporting documents on test check basis.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for 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, Report on Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated 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 ethical requirements that are relevant to our audit of the consolidated 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note no. 52 of the consolidated financial statements regarding the impact of COVID-19 on the operations of the Company as assessed/evaluated by the management.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated 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 matters described below to be key audit matters to be communicated in our report.

Our opinion on the Consolidated financial statement 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 Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of audit, or otherwise appears to be materially misstated.

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

Management's Responsibility for the Consolidated Financial Statements

The Holding 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 financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group, its Joint Venture and Associates in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies of the Group included in the Group, its Joint Venture and Associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, its Joint Venture and Associates for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group, its Joint Venture and Associates are responsible for assessing the ability of the Group, its Joint Venture and Associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Group, its Joint Venture and Associates 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, its Joint Venture and Associates are also responsible for overseeing the financial reporting process of the Group, its Joint Venture and Associates.

The respective Board of Directors of the companies included in the Group, its Joint Venture and Associates are also responsible for overseeing the financial reporting process of the Group, its Joint Venture and Associates.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 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 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 financial 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 holding 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 the 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 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 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, its Joint Venture and Associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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 within the Group, its Joint Venture and Associates to express an opinion on the consolidated 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 or business activities included in the consolidated 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 financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Holding Company and other entities included in the consolidated 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 standalone 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 Matters

We did not audit the financial statements of nine (9) subsidiaries, whose financial statements reflect total assets as at 31st March 2020 of Rs 42,638.52 lakhs, total revenues of Rs 6,163.08 lakhs for the year ended 31st March, 2020, net cash outflow of Rs. 205.42 lakhs, total profit after tax of Rs. 1,610.21 lakhs and total comprehensive income Rs. 1,610.21 lakhs for the year ended 31st March 2020 as considered in the consolidated financial statement. The consolidated financial statements include the Company's share of net profit of Rs. 5.40 lakhs and total comprehensive income of Rs. 4.51 lakhs for the year ended 31st March 2020 as considered in the consolidated financial statement, in respect of two associates and a joint venture whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports 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 the subsidiary company, joint venture and associates and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary company, joint venture and associates is based solely on the report of other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and the consideration of the reports of other auditors on separate financial statements of subsidiary companies, joint venture and associates incorporated in India, referred in the Other Matters paragraph above, 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 of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes

For Lodha & Co.
Chartered Accountants
Firm Registration No. 301051E

(Gaurav Lodha)
Partner
Membership No. 507462
UDIN: 20507462AAAAC9913

Place: New Delhi
Date: June 23, 2020

in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements

- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS 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 of the Holding Company as on March 31, 2020 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary companies, a joint venture and associate companies incorporated in India, none of the directors of the Group companies, its Joint Venture and associate companies incorporated in India is disqualified as on March 31, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's report of Holding, subsidiary companies, joint venture and associate companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of Group, its joint venture and associates.
- 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 Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its joint venture & associates. Refer Note-36 to the consolidated financial statements.
 - ii. The Group, its Joint Venture and Associates did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group, its Joint Venture and Associates incorporated in India.

ANNEXURE `A` TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Career Point Limited on the consolidated Ind AS Financial statements for the year ended March 31, 2020)

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting Career Point Limited ("the Holding Company") and its subsidiaries (the Holding company and its subsidiaries together referred to as "the Group"), joint venture and associates, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company, its subsidiary companies, its joint venture and its associates, which are companies incorporated in India, 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 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 term if their reports referred to in the other matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of other auditors referred to in the Other matters paragraph below, the Holding Company, its subsidiaries companies, joint venture and associate companies, which are companies incorporated in India, 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 March 31, 2020, based on the criteria for internal financial control over financial reporting 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.

Other matters

Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 9 subsidiary companies, joint venture and two associate companies, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Lodha & Co.

Chartered Accountants
Firm Registration No. 301051E

(Gaurav Lodha)

Partner
Membership. No. 507462

Place: New Delhi

Date: June 23, 2020

Career Point Limited
Consolidated Balance Sheet as at 31.03.2020
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
ASSETS			
(1) Non-current Assets			
(a) Property, plant and equipment	2	11,338.18	11,375.68
(b) Capital work-in-progress	2	252.43	224.29
(c) Investment Property	2A	7,859.29	7,519.26
(d) Other intangible assets	2B	9.04	0.28
(e) Financial Assets			
(i) Investments	3	1,627.79	2,993.33
(ii) Loans	4	7,770.30	6,486.52
(iii) Other Financial Assets	5	250.52	133.94
(f) Other non-current assets	6	296.22	539.69
Total Non Current Assets		29,403.77	29,272.99
(2) Current Assets			
(a) Inventories	7	501.31	244.02
(b) Financial Assets			
(i) Investments	3	1,405.04	941.81
(ii) Trade receivables	8	4,945.39	5,130.83
(iii) Cash and Cash Equivalents	9	1,041.41	757.10
(iv) Bank Balances Other than (iii) above	10	33.24	71.74
(v) Loans	11	16,337.37	16,242.96
(vi) Others	12	404.25	84.51
(c) Other current assets	13	65.81	148.25
(d) Current tax assets (Net)	14	122.22	7.01
(3) Assets held-for-sale	15	104.25	-
Total Current Assets		24,960.29	23,628.23
TOTAL ASSETS		54,364.06	52,901.22
EQUITY AND LIABILITIES			
(1) EQUITY			
(a) Equity Share Capital	16	1,816.29	1,816.29
(b) Other Equity	17	43,075.03	40,998.22
Total Equity		44,891.32	42,814.51
NON CONTROLLING INTEREST		14.09	11.76
LIABILITIES			
(2) Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	2,605.54	2,555.51
(b) Provisions	19	119.63	121.64
(c) Deferred Tax Liabilities(Net)	20	801.16	538.77
Total Non Current Liabilities		3,526.33	3,215.92
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	4,114.59	4,478.92
(ii) Trade payables	22	-	21.72
-Micro & Small Enterprises		-	21.72
-Other than Micro and Small enterprises		21.42	16.03
(iii) Other Financial liabilities	23	1,396.36	1,555.15
(b) Other Current Liabilities	24	345.67	682.46
(c) Provisions	25	7.24	5.58
(d) Current Tax Liabilities (Net)	26	47.04	99.17
Total Current Liabilities		5,932.32	6,859.03
TOTAL EQUITY AND LIABILITIES		54,364.06	52,901.22

Company Overview, Basis of preparation and significant accounting policies
The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date
For Lodha & Co.
Chartered Accountants
Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)
Partner
Membership No: 507462

Tarun Kumar Jain
GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584

Place: New Delhi
Date: 23/06/2020

Place: Kota
Date: 23/06/2020

Career Point Limited
Consolidated Statement of Profit and Loss for the YEAR ENDED on 31.03.2020
CIN: L72200RJ2000PLC016272

₹ in Lakhs

Particulars	Note No.	For the year ended 31.03.2020	For the Year ended 31.03.2019
REVENUE			
Revenue from operations	27, 28	10,461.29	10,053.33
Other Income	29	531.89	652.88
TOTAL REVENUE		10,993.18	10,706.21
EXPENSES			
Cost of materials consumed	30	2,017.08	412.81
Change in Inventories	31	(187.54)	121.50
Employee benefits expense	32	2,842.05	3,855.54
Finance costs	33	664.70	641.96
Depreciation and amortization expense	34	440.97	445.90
Other expenses	35	1,435.03	2,057.13
TOTAL EXPENSES		7,212.29	7,534.84
Profit/(Loss) before share of profit/(loss) of an associate/ joint venture		3,780.89	3,171.37
Share of profit/(loss) of an associate or joint venture		5.16	1.81
Profit before exceptional items and tax		3,786.05	3,173.18
Exceptional items		-	
Profit before tax		3,786.05	3,173.18
Tax expense:			
(1) Current tax		870.08	842.01
(2) MAT Credit		(30.30)	(93.89)
(3) Deferred tax liability / (asset)		194.10	(3.95)
(4) Earlier Years Tax		33.74	16.16
Total Tax		1,067.62	760.33
Profit/ (Loss) after tax for the year		2,718.43	2,412.85
Net Profit/(loss) attributable to			
(a) Owner of the Parent		2,718.60	2,413.97
(b) Non controlling interests		(0.17)	(1.12)
Other Comprehensive Income			
Items that will not be reclassified to P & L Account		21.69	12.49
Income tax related to items not classified to P & L account		(6.58)	(4.49)
Items that will be classified to P & L Account		-	-
Income tax related to items that will be classified to P & L account		-	-
Total Other Comprehensive Income		15.11	8.00
Total Comprehensive Income for the Year		2,733.54	2,420.85
Other Comprehensive Income attributable to			
(a) Owners of the Parent		15.11	8.00
(b) Non Controlling interest		-	-
Total Comprehensive Income attributable to			
(a) Owners of the Parent		2,733.71	2,421.97
(b) Non Controlling interest		(0.17)	(1.12)
Earnings per equity share:			
(1) Basic	41	14.97	13.29
(2) Diluted		14.97	13.29

Company Overview, Basis of preparation and significant accounting policies. The accompanying notes are an integral part of the Consolidated financial statements.

As per our report of even date

For Lodha & Co.
Chartered Accountants
Firm Registration No: 301051E

(Gaurav Lodha)
Partner
Membership No: 507462

Place: New Delhi
Date: 23/06/2020

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

Tarun Kumar Jain
GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584

Place: Kota
Date: 23/06/2020

Career Point Limited
Cash Flow Statement for the Year Ended March 31, 2020
CIN - L72200RJ2000PLC016272

₹ in Lakhs

Particulars		For the year ended March 31, 2020		For the Year ended March 31, 2019
A. Cash Flows from Operating Activities				
Profit/(Loss) Before Taxation		3,786.05		3,173.18
Adjustments for:				
Depreciation and Amortisation Expenses	440.97		445.90	
Dividend Income	(2.70)		-	
Short/Long Term Capital Gain on shares/assets	(147.26)		(208.27)	
Interest Income	(211.04)		(189.51)	
Interest expense	664.70		641.96	
Profit on sale of Property, Plant & Equipments	(152.57)		(223.09)	
Provision for Doubtful Advances	4.22		9.43	
Contingent Provision for Substandard Assets	3.31		6.29	
Bad debts written off	0.92		1.55	
Provision for Gratuity	21.08	621.63	23.32	507.58
Operating Profit before Working Capital Changes		4,407.68		3,680.76
(Increase)/Decrease in Trade Receivables	177.01		(609.77)	
(Increase)/Decrease in Inventories	(257.29)		101.24	
(Increase)/Decrease in others Assets	(71.92)		(292.61)	
Increase/(Decrease) in Liabilities	(562.51)	(714.71)	(24.40)	(825.54)
Cash generated from operations		3,692.97		2,855.22
Direct taxes paid		(925.80)		(860.62)
Net Cash from Operating Activities		2,767.17		1,994.60
B. Cash Flow from Investing Activities				
Sale of Property Plant & Equipment, Investment Property and Intangible assets	(291.11)		528.11	
Interest & Dividend Received	213.74		188.47	
Purchase of Property Plant & Equipment, Investment Property and Intangible assets (including CWIP)	(440.97)		(1,389.90)	
Loans given	(1,378.19)		(2,397.46)	
Sale/(Purchase) of Investments (net)	1,049.57		2,861.23	
Net Cash (used in)/ from Investing Activities		(846.96)		(209.55)
C. Cash Flows from Financing Activities				
Proceeds/(Repayment) of Long Term Borrowings	(314.30)		(1,425.88)	
Interest paid	(664.70)		(642.33)	
Dividend Paid	(656.90)		-	
Net Cash from Financing Activities		(1,635.90)		(2,068.21)
Net increase/(decrease) in cash and cash equivalents (A + B + C)		284.31		(283.16)
Cash and Cash Equivalents at beginning of the period		757.10		1,040.26
Cash and Cash Equivalents at end of the period (Refer Note No. 9)		1,041.41		757.10

Sub Note:

1. Changes in Liabilities arising from financing activities

Particulars	Balance as at 31 st March 2019	Cash Flow Changes	Non Cash Flow Changes	Balance as at 31 st March 2020
Long Term Borrowings	2,555.51	50.03	-	2,605.54
Short Term Borrowings (Including Current Maturity)	4,478.92	(364.33)	-	4,114.59
Total	2,555.51	(314.30)	-	2,605.54

2. Cash flow statement has been prepared under the indirect method as set out in the Indian Accounting Standard (INDAS) 7 : "Statements of Cash Flow" issued by the Institute of Chartered Accountants of India.

As per our report of even date

For Lodha & Co.

Chartered Accountants
Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)

Partner
Membership No: 507462

Tarun Kumar Jain

GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584

Place: New Delhi

Date: 23/06/2020

Place: Kota

Date: 23/06/2020

Career Point Limited
Consolidated Statement of changes in Equity as at 31.03.2020
CIN: L72200RJ2000PLC016272

Particulars	Balance As at 1 st April, 2018	Changes During year 2018-19	Balance As at 31 st March, 2019	Changes During year 2019-20	Balance As at 31 st March, 2020
ISSUED, SUBSCRIBED AND PAID UP					
1,81,62,939 (at 31 st March, 2019 =1,81,62,939 and as at 1 st April, 2018=1,81,62,939) Equity shares of 10 each.	1,816.29	0.00	1,816.29	-	1,816.29
Total	1,816.29	0.00	1,816.29	-	1,816.29

STATEMENT OF CHANGE IN OTHER EQUITY ₹ in Lakhs

Particulars	RESERVE & SURPLUS							Total
	Share Option outstanding account	Capital Reserve	Securities Premium Reserve	General Reserve	Statutory Reserve	Retained earnings	Other Comprehensive Income that will not be reclassified to profit or loss	
Balance as at 01.04.2018	12.44	0.60	17,196.15	86.58	81.83	21,175.25	23.41	38,576.26
Profit during the Year	-	-	-	-	-	2,413.97	-	2,413.97
Transfer to Statutory Reserve	-	-	-	-	145.87	(145.87)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	10.94	10.94
Share of Associate OCI	-	-	-	-	-	-	(2.95)	(2.95)
Balance as at 31.03.2019	12.44	0.60	17,196.15	86.58	227.70	23,443.35	31.40	40,998.22
Profit during the Year	-	-	-	-	-	2,718.60	-	2,718.60
Transfer to Statutory Reserve	-	-	-	-	180.83	(180.83)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	16.00	16.00
Share of Associate OCI	-	-	-	-	-	-	(0.89)	(0.89)
Dividend Paid	-	-	-	-	-	(544.89)	-	(544.89)
DDT Paid	-	-	-	-	-	(112.01)	-	(112.01)
Balance as at 31.03.2020	12.44	0.60	17,196.15	86.58	408.53	25,324.22	46.51	43,075.03

The accompanying notes are an integral part of Consolidated financial statements

As per our report of even date
For Lodha & Co.
Chartered Accountants
Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)
Partner
Membership No: 507462

Tarun Kumar Jain
GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584

Place: New Delhi
Date: 23/06/2020

Place: Kota
Date: 23/06/2020

Note: 1 GROUP OVERVIEW, BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

1.1 Group Overview

The Group, Career Point Limited (Parent) and its subsidiaries and Joint venture, is engaged in providing Education service which inter alia include education consultancy, Management services, Tutorial services and Residential Hostel services and leasing, providing educational and non- educational loans.

These Consolidated financial statements were approved and adopted by board of directors of the Company in their meeting held on June 23, 2020

1.2 Statement of Compliance

The Consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and relevant provisions of the Companies Act, 2013. The figures of previous year have been restated, regrouped, reclassified wherever required to comply with the requirement of Ind AS and Schedule III.

1.3 Principal of consolidation

The consolidated financial statements relate to the Group, associate and joint venture. Subsidiary are those entities in which the Parent directly or indirectly, has interest more than 50% of the voting power or otherwise control the composition of the board or governing body so as to obtain economic benefits from activities. The consolidated financial statements have been prepared on the following basis:-

- a) The financial statements of the subsidiaries are combined on a line-by-line basis by adding together the like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions and unrealized profits or losses in accordance with IND AS 110 – ‘Consolidated Financial Statements’ notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.
- b) Interest in joint venture and associate are consolidated using equity method as per IND AS 28 – ‘Investment in Joint Ventures and Associates’. Under the equity method, post-acquisition attributable profit/losses are adjusted in the carrying value of investment upto the Group investment in the joint venture and associate.
- c) The difference between the cost of investment and share of net assets at the time of acquisition of shares in the subsidiaries is identified in the financial statements as goodwill or capital reserve as the case may be.
- d) The Consolidated Financial Statements (CFS) comprises the financial statements of Career Point Limited (CPL) and its following Subsidiaries, associates and Joint Venture as on March 31, 2020

Name of the Company	Nature	Country of Incorporation	% of Shareholding & Voting Power
Career Point Infra Limited#	Subsidiary	India	100%
Career Point Edutech Limited#	Subsidiary	India	100%
Gyan Eduventure private Limited#	Subsidiary	India	100%
Career Point Accessories Private Limited	Subsidiary	India	60%
Srajan Capital Limited#	Subsidiary	India	100%
Career Point institute of Skill Development Private Limited#	Subsidiary	India	100%
Srajan Agritech Private Limited*	Subsidiary	India	100%
Coupler Enterprises Private Limited*	Subsidiary	India	100%
Edutiger Private Limited. (w.e.f. 26 December, 2019)	Subsidiary	India	75%
Imperial Infin Private Limited.	Associate	India	42.74%
Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Private Limited [w.e.f. 10th July, 2019 (ceased w.e.f. 13 th March, 2020)])	Associate	India	49.00%
Study Board Education Private Limited (Ceased w.e.f. 5 th December, 2019)	Joint Venture	India	50%

* A Subsidiary of Career Point Infra Limited

Includes shares held by beneficial shareholders

- e) Significant Accounting Policies of the financial statements of the company and its subsidiaries are set out in their respective Financial Statements.

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 2 PROPERTY, PLANT AND EQUIPMENT

₹ in Lakhs

Particulars	Land (leasehold)	Building#	Plant & Machinery	Furniture & Fixtures	Computer	Office Equipment	Vehicle	Total
Gross carrying value:								
As at 01.04.2018	1327.12	9811.13	5.10	952.98	20.28	57.40	80.26	12254.27
Additions/reclassification*	268.53	77.42	0.00	36.05	8.02	6.94	14.96	411.92
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	1,595.65	9,888.55	5.10	987.68	28.30	64.34	95.22	12,664.84
Additions	-	2.29	200.25	26.09	11.69	32.33	82.98	355.63
Disposal/ adjustments	0.18	-	-	-	-	-	-	0.18
As at 31.03.2020	1,595.47	9,890.84	205.35	1,013.77	39.99	96.67	178.20	13,020.29
Accumulated depreciation/ impairment:								
As at 01.04.2018	41.74	359.55	5.10	414.45	10.31	24.01	31.17	886.33
Depreciation	20.87	188.04	-	155.32	6.14	18.55	15.26	404.18
Disposal/ adjustments	-	-	-	1.35	-	-	-	1.35
As at 31.03.2019	62.61	547.59	5.10	568.42	16.45	42.56	46.43	1,289.16
Depreciation	20.87	189.64	3.76	142.22	7.21	10.50	18.75	392.95
Disposal/ adjustments	-	-	-	-	-	-	-	-
As at 31.03.2020	83.48	737.23	8.86	710.64	23.66	53.06	65.18	1,682.11
Net carrying value								
As at 31.03.2019	1,533.04	9,340.96	-	419.26	11.85	21.78	48.79	11,375.68
As at 31.03.2020	1,511.99	9,153.61	196.49	303.13	16.33	43.61	113.02	11,338.18
Capital work-in-progress								
As at 31.03.2019								224.29
As at 31.03.2020								252.43

The Company has elected to measure the items of Property, Plant & Equipment at their Previous GAAP carrying value at the date of transition to INDAS.

Building and CWIP include Building and CWIP on Leasehold Land

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

#Include Built on land owned by related party. Gross Block of ₹7,873.62 Lakhs Net Block of Building is ₹7,381.22 Lakhs.

*Including 268.53 lakhs reclassified from Investment properties

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 2A INVESTMENT PROPERTIES

₹ in Lakhs

Particulars	Building	Land (Freehold)	Land (Leasehold)	Total
Gross carrying value:				
As at 01.04.2018	703.79	3065.01	3204.01	6972.81
Additions	195.58	1000.55	36.43	1232.56
Disposal/ adjustments	-	268.53	314.76	583.29
As at 31.03.2019	899.37	3,797.03	2,925.68	7,622.08
Additions	580.34	114.03	0.20	694.57
Disposal/ adjustments	-	(11.05)	(224.25)	(235.30)
Assets classified as held for sale	-	(76.34)	-	(76.34)
As at 31.03.2020	1,479.71	3,922.11	3,150.13	8,005.01
Accumulated depreciation:				
As at 01.04.2018	20.10	-	53.39	73.49
Depreciation	10.86	-	28.21	39.07
Deletion	-	-	(9.74)	(9.74)
As at 31.03.2019	30.96	-	71.86	102.82
Depreciation	21.51	-	25.32	46.83
Disposal/ adjustments	-	-	(3.93)	(3.93)
Assets classified as held for sale	-	-	-	-
As at 31.03.2020	52.47	-	101.11	145.72
Net carrying value				
As at 31.03.2019	868.41	3,797.03	2,853.82	7,519.26
As at 31.03.2020	1,427.24	3,922.11	3,049.02	7,859.29

The Company has elected to measure the items of Investment Properties at their Previous GAAP carrying value at the date of transition to INDAS.

Fair Value	Amount
at 31st March, 2019	12,384.05
at 31st March, 2020	11,847.34

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2020

Note: 2B OTHER INTANGIBLE ASSETS

₹ in Lakhs

Particulars	Trademark	Software	Total
Gross carrying value:			
As at 01.04.2018	0.21	14.47	14.68
Additions	-	-	-
Disposal/ Adjustment	-	-	-
As at 31.03.2019	0.21	14.47	14.68
Additions	-	9.96	9.96
Disposal/ Adjustment	-	(0.01)	(0.01)
As at 31.03.2020	0.21	24.42	24.63
Accumulated amortization and impairment:			
As at 01.04.2018	-	11.75	11.75
Additions	-	0.19	0.19
Disposal/ adjustment	-	(2.46)	(2.46)
As at 31.03.2019	-	14.40	14.40
Amortization	-	1.19	1.19
Disposal/ Adjustment	-	-	-
As at 31.03.2020	-	15.59	15.59
Net carrying value			
As at 31.03.2019	0.21	0.07	0.28
As at 31.03.2020	0.21	8.83	9.04

The company has elected to measure the items of other intangible assets at their previous GAAP carrying value at the date of transition to IND AS.

Note: 3 NON CURRENT INVESTMENTS

₹ in Lakhs

Particulars	No. of Shares/units	As at 31.03.2020	No. of Shares/units	As at 31.03.2019
A. Trade Investments				
1. Investment in Equity Instruments				
a) Joint-Venture -Unquoted Nil (P.Y. 117,494 shares) of ₹10 each fully paid up in Study Board Education Pvt Ltd	-	-	117,494	3.70
b) Associate -Unquoted Equity Shares of Imperial Infin Private Ltd.(Unquoted) 34,000 shares of ₹100/- each	34,000	94.82	34,000	89.56
TOTAL (a)		94.82		93.26
Investment in Mutual Fund- Classified as FVTPL (Quoted)				
UTI Fixed Term Income Fund (XXVI-V) 1160 days*	-	-	3,000,000	349.86
UTI Fixed Term Income Fund (XXVIII-XIII) 1134 days*	4,000,000	450.55	4,000,000	422.19
UTI Fixed Term Income Fund (XXVIII-X) 1153 days*	3,000,000	316.80	3,000,000	315.92
DSP Blackrock Income Opportunity Fund%#	-	-	1,949,934	547.27
UTI FTIF series XXX-V (1135 days)@	2,000,000	233.35	2,000,000	213.52
RELIANCE FIXED HORIZON FUND XXXVI SERIES 2*	3,000,000	324.88	3,000,000	320.06
UTI FTIF SERIES XXX-I (1104 DAYS)*	2,000,000	207.39	2,000,000	208.61
TOTAL(b)		1,532.97		2,377.43
Investment in Debentures(Quoted)-At amortised cost				
Listed Debentures-CITI Bank(Face Value 4,99,42240)	-	-	496	522.64
TOTAL(c)		-		522.64
TOTAL(a+b+c)		1,627.79		2,993.33

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2020

Note: 3 CURRENT INVESTMENTS

₹ in Lakhs

Particulars	No. of Shares/units end of current reporting period	As at 31.03.2020	No. of Shares/units end of current reporting period	As at 31.03.2019
CURRENT INVESTMENTS				
INVESTMENTS IN MUTUAL FUND				
Classified as FVTPL (Quoted)				
ICICI Prudential Banking & PSU Debt Fund*	4,340,695.00	1,005.40	4,340,695.00	921.30
UTI FTIF SERIES XXVI-V (1160 DAYS)*	3,000,000.00	380.08	-	-
UTI Treasury advantage fund\$	795.50	19.56	795.50	20.51
Total		1,405.04		941.81

* Pledged against loan payable on demand from Barclays Bank.(Refer Sub note No. 21(a)).

@ Pledged against loan taken from Barclays Investment and Loans(India) Pvt. Limited.(Refer Sub note No. 21(d))

\$ Pledged to Swastika Commodities Pvt. Ltd. as a margin money.

Subnote

₹ in Lakhs

Particulars (Current + Non-Current)	As at 31.03.2020	As at 31.03.2019
Aggregate Carrying value of unquoted Investments	94.82	93.26
Aggregate Carrying value of quoted Investments	2,938.01	3,841.88
Aggregate Market value of quoted Investments	2,938.01	3,841.88

Note: 4 NON CURRENT LOANS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Loan receivables considered good - secured (refer sub-note)*#	6,510.45	6,349.83
Loan receivables considered good - unsecured* (refer sub-note)	1,259.85	136.69
Total	7,770.30	6,486.52

* including Loans to Related Party (Refer Note No. 46)

Sub-Note :-

1) Secured Loan given to customers are secured by :

a) Equitable mortgage of property

2) Unsecured Loan given to customers are against:

a) Personal Guarantee and/or

b) Post dated cheques

Note: 5 OTHER NON CURRENT FINANCIAL ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Interest Accrued	3.86	-
Bank Deposits with remaining maturity of more than 12 months*	112.27	51.26
Security Deposits - Unsecured, considered good	134.39	82.68
Total	250.52	133.94

*₹ 37.50 lacs guarantee given to Tribal Affairs Department, Govt. of Madhya Pradesh, ₹ 19.73 lacs guarantee given to The Deputy Development Commissioner Cum Member Secretary DMFT, Ramgarh, Govt. of Jharkhand, ₹54.22 lakhs in favour of guarantee given to DDU-GKY & Balance for others.

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 6 OTHER NON CURRENT ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Capital Advances - Unsecured, considered good	44.74	94.68
Deposit/Balance with Authorities	251.48	445.01
Total	296.22	539.69

Note: 7 INVENTORIES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
i) Raw Material	5.18	12.15
ii) Finished Goods	400.73	213.19
iii) Securities (Shares)	95.40	18.68
Total	501.31	244.02

Sub note:

(a) Classification of Inventories as required by IND AS-2 "Inventories" :-

Raw Material and Finished Goods contains Publication Material (Paper), and Other Items and Printed Material (Books) respectively.

Inventory consists of various types of books and other items, including securities, therefore item wise break-up of the same is not given.

Note: 8. TRADE RECEIVABLES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
- Unsecured		
Considered good*	4,945.39	5,130.83
Credit impaired	14.35	10.14
	4,959.74	5,140.97
Less: Allowance for impairment Loss allowance	14.35	10.14
Total	4,945.39	5,130.83

* including Trade Receivables from Related Party (Refer Note No.46)

Note: 9 CASH AND CASH EQUIVALENTS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Cash and Bank Balances		
Cash on Hand	17.53	19.17
Balances with Banks	1,023.88	737.93
Total	1,041.41	757.10

Note: 10 OTHER BANK BALANCES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Fixed Deposits (Lien with Banks)*	142.03	119.72
Less: Amount disclosed under Other Non Current Assets	(112.27)	(49.46)
Total (a)	29.76	70.26
Earmarked Balances with Banks		
Unclaimed Dividend	3.48	1.48
Total (b)	3.48	1.48
Total (a+b)	33.24	71.74

* Against margin money for bank gurantee

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 11 CURRENT LOANS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Balance with revenue authority	-	1.84
Loan receivables considered good secured (refer sub-note)#*	6,562.73	11,720.01
Loan receivables considered good Unsecured *(refer sub-note)	9,774.64	4,521.11
Total	16,337.37	16,242.96

* including Loans to Related Party (Refer Note No. 46)

Sub-Note :-

- 1) Secured Loan given to customers are secured by :
 - a) Equitable mortgage of property
- 2) Unsecured Loan given to customers are against:
 - a) Personal Guarantee and/or
 - b) Post dated cheques

Note: 12 OTHER FINANCIAL ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Unsecured, considered good		
Interest Accrued	3.95	1.19
Security Deposits	1.84	-
Other (DDUGKY) *	154.36	-
Advance recoverable in cash or kind	244.10	83.32
Total	404.25	84.51

* Refer Note No.-38

Note: 13 OTHER CURRENT ASSETS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Deposit with Authorities	28.38	17.81
Other (DDUGKY) *	-	116.01
Advances to Employees	2.11	4.13
Advance given to parties	0.40	10.30
Advance For Land Sale	21.03	-
Other Loans & Advances	13.89	-
Total	65.81	148.25

* Refer Note No.-38

Note: 14 CURRENT TAX ASSETS (NET)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Current Tax Assets	122.22	7.01
Total	122.22	7.01

Note: 15 ASSETS HELD FOR SALE

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Assets held-for-sale *	104.25	-
Total	104.25	-

*Company is having a plot of land in Bundi, Rajasthan measuring 119196 sq.ft. Management decided to develop the residential development on the same land and sale it and for the same they registered the project with RERA Rajasthan. The development of the project started in December 2019 & expected date of completion is March 2021. Company has started to look for buyers.

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 16 SHARE CAPITAL

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Authorised: 2,50,00,000 (at 31 st March, 2019 = 2,50,00,000) Equity Shares of ₹10 each	2,500.00	2,500.00
Issued, Subscribed and Paid up: 1,81,62,939 (at 31 st March, 2019 = 1,81,62,939) Equity Shares of ₹10 each	1,816.29	1,816.29
Total	1,816.29	1,816.29

Sub Note:

a) RECONCILIATION OF NUMBER OF SHARES

Particulars	No. of shares as at 31.03.2020	No. of shares as at 31.03.2019
Opening number of equity shares	18,162,939	18,162,939
Additions during the year	-	-
Closing number of equity shares	18,162,939	18,162,939

(b) Rights, preferences and restrictions attached to shares:

The company has only one class of equity shares having par value of ₹ 10/- per share. Equity shareholder is having equal voting rights as well as right to dividend declared /distributed by the company.

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

Name of shareholder	As at 31.03.2020		As at 31.03.2019	
	No. of shares	% held	No. of shares	% held
Mr. Pramod Kumar Maheshwari	2,089,587	11.50	1,951,654	10.75
Mr. Om Prakash Maheshwari	1,386,300	7.63	1,386,300	7.63
Mr. Nawal Kishore Maheshwari	1,385,800	7.63	1,385,800	7.63
Mr. Gulab Chand Maheshwari	1,339,500	7.37	1,339,500	7.37
Mrs. Kailash Bai	1,339,500	7.37	1,339,500	7.37
Mrs. Shilpa Maheshwari	1,339,500	7.37	1,339,500	7.37
Mrs. Rekha Maheshwari	1,339,500	7.37	1,339,500	7.37
Mrs. Neelima Maheshwari	1,339,500	7.37	1,339,500	7.37

(d) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting period.

The company has issued equity share 30,000 of ₹ 10 each fully paid up during the financial years 2017-18 , on exercise of options granted under the employee stock option plans wherein part consideration was received in form of employee services.

(e) No Class of shares have been bought by the company during the period of five years immediately preceding the reporting period.

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 17 OTHER EQUITY

₹ in Lakhs

Particulars	Share Option outstanding account	Capital Reserve	Securities Premium	General Reserve	Statutory Reserve	Retained earnings	Other Comprehensive Income that will not be reclassified to profit or loss	Total
Balance as at 01.04.2018	12.44	0.60	17,196.15	86.58	81.83	21,175.25	23.41	38,576.26
Profit during the Year	-	-	-	-	-	2,413.97	-	2,413.97
Transfer to Statutory Reserve	-	-	-	-	145.87	(145.87)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	10.94	10.94
Share of Associate OCI	-	-	-	-	-	-	(2.95)	(2.95)
Balance as at 31.03.2019	12.44	0.60	17,196.15	86.58	227.70	23,443.35	31.40	40,998.22
Profit during the Year	-	-	-	-	-	2,718.60	-	2,718.60
Transfer to Statutory Reserve	-	-	-	-	180.83	(180.83)	-	-
Remeasurement of Net defined Benefit Plans (Net of Taxes)	-	-	-	-	-	-	16.00	16.00
Share of Associate OCI	-	-	-	-	-	-	(0.89)	(0.89)
Dividend Paid*	-	-	-	-	-	(544.89)	-	(544.89)
DDT paid	-	-	-	-	-	(112.01)	-	(112.01)
Balance as at 31.03.2020	12.44	0.60	17,196.15	86.58	408.53	25,324.22	46.51	43,075.03

Nature of Reserves

General Reserve amount transferred /apportioned represents is in accordance with Indian Corporate law (The Companies Act,1956) wherein a portion of profit is apportioned to general reserve, before a company can declare dividend.

"Other Comprehensive Income Reserve represent the balance in equity for item to be accounted in Other Comprehensive Income. OCI is classified into

- Items that will not be reclassified to profit & loss
- item that will be reclassified to profit & loss."

The balance consists of surplus retained from earned profits after payment of dividend and taxes thereon. Actuarial gains and losses for defined benefit plans are recognized through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Balance of Security Premium Reserve consists of premium on issue of shares over its face value. The balance will be utilised for issue of fully paid bonus shares, buy-back of Company's own share as per the provisions of the Companies Act 2013.

The company has an equity-settled share-based payment plans for certain category of employees of the company, Refer Note No. 39 Of consolidated financial statements.

*** In the current year, The Board of Directors, at its meetings declared interim dividend the details of which are as follows : ₹ in Lakhs**

Date of board meeting	Type of Dividend	Dividend per equity share	Dividend Amount
August 8, 2019	Interim Dividend	1.00	181.63
November 12, 2019	Interim Dividend	1.00	181.63
February 12, 2020	Interim Dividend	1.00	181.63
Grand Total			544.89

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2020

Note: 18 NON CURRENT -BORROWINGS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Secured Loan		
From Banks	2,854.97	2,635.17
From NSDC	375.68	426.21
Total (a)	3,230.65	3,061.38
Current maturity of long term borrowings (Refer Note No. 23)	625.11	505.87
Total (b)	625.11	505.87
Total (a-b)	2,605.54	2,555.51
Total	2,605.54	2,555.51

Sub note:

- (a) Working Capital Term Loan (Kotak Bank) of ₹ 70.06 Lakhs @ 8.60% p.a.(6 months MCLR+ .25%) payable by September, 2020 and ₹ 108.86.Lakhs @ 8.70 % p.a.(6 months MCLR+.30%) payable by October, 2021. Both the loans are secured against the primary security having first charge on current assets (Present and future) and having Collateral Security on Plot No.23, Shubham Enclave, C-Scheme, Jaipur. Personal guarantee given by Mr. Om Prakash Maheshwari, Mr. Nawal Kishore Maheshwari and Mr. Pramod Maheshwari.
- (b) Term Loan (Indusind Bank) of ₹ 1950 Lakhs @ 9.25% p.a. (3 months MCLR+.25%) payable by March 2024 . The loan is secured against the Security on Plot No. E-8 (I) Road No. 1, IPIA, Kota. Loan is repayable in 16 quarterly installments, 4 installments of ₹ 87.5 lakhs, 4 installments of ₹ 100 lakhs, 4 installments of ₹125 lakhs and 4 installments of ₹175 lakhs.
- (c) Secured loan (NSDC) of ₹375.68 Lakh @ 6% p.a payable in 14 quarterly installment for specific project i.e. for capital expenditure on setting up of centres. Collateral Security :
- First charge on assets on the project.
 - First charge on cash flows on the project.
 - Charges on IP of the project till the loan is repaid.
 - Pledge of 51% equity shares of the Project implementing Company.
 - The Holding Company has given Corporate Guarantee of ₹1260 lakhs for the loan facility availed."
- (d) Term (Auto) Loan (Bank of Baroda) of ₹ 69.97Lakhs @ 8.60% p.a.(RBI Repo Rate +3.45%) payable by November 2024. The loan is secured against hypothecation of vehicle. Personal guarantee given by Mr. Om Prakash Maheshwari, Mr. Nawal Kishore Maheshwari, Mr. Pramod Maheshwari and Mrs. Neelima Maheshwari.
- (e) Term Loan (Indusind Bank) of ₹ 488.77 Lakhs @ 10% p.a.(1 Year MCLR+.15%) payable by June 2034 . The loan is secured against the Security on Plot No. B-28& 10-B Scheme, Gopalpura By pass Jaipur. Personal guarantee given by Mr. Pramod Maheshwari.
- (f) Term Loan (Central Bank of India) of ₹167.32 Lakhs @ 9.34% p.a. (1 Year MCLR +0.84%) payable by Dec. 2026 . The loan is secured against the Security on Land & Building at Khasara No.269, Village Alaniya, Tehsil Ladpura, Kota (Rajasthan) and Hypothecation of Plant & Machinery and Furnitue & Fixtures. Personal guarantee given by Mr. Pramod Maheshwari, Mr. Om Prakash Maheshwari & Mr. Nawal Kishore Maheshwari.

Note: 19 PROVISIONS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Employees Benefits		
- Gratuity	64.33	69.65
Contingent provision against standard assets	55.30	51.99
Total	119.63	121.64

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2020

Note: 20 DEFERRED TAX ASSET/LIABILITIES (NET)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Deferred Tax Asset		
Disallowance as per Income Tax Act	57.83	115.79
Others	0.29	-
Gross Deferred Tax Assets	58.12	115.79
Deferred Tax Liability		
Disallowance on account of Depreciation and others	1,087.91	956.98
Fair Valuation of Financial Instruments	84.88	76.12
Others	6.58	4.49
Gross Deferred Tax Liability	1,179.37	1,037.59
MAT Credit Entitlement	(320.09)	(383.03)
NET DEFEERED TAX ASSETS/(LIABILITIES)	801.16	538.77

Note: 21 SHORT TERM BORROWINGS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Loans - Secured		
From Bank (Overdraft Facility)	1,621.52	2,755.95
From Others(Repayable on Demand)	2,029.02	1,712.99
Loans - Unsecured *	464.05	9.98
Total	4,114.59	4,478.92

- (a) Secured On Demand Credit Facility of ₹ 1072.24 Lakhs @ 8.5% p.a. and ₹ 800.74 Lakhs @ 8% p.a from Barclays Bank Ltd. against the security of Mutual Funds of ₹ 2337.22 lakhs (Market Value ₹ 2685.10 Lakhs), repayable on demand and personal guarantee by Mr. Promod Maheshwari (Promotor). The Company can avail it up to ₹ 2200 Lakhs by pledging securities.
- (b) Overdraft facility from (Indusind Bank) of ₹ 424.46 Lakhs @ 9.25% (3 month MCLR+.05%) against the security plot No. E 8 (I) Road No. 1, IPIA, Kota The Company can avail it up to ₹ 1000 Lakhs.
- (c) Overdraft facility from (Yes Bank) of ₹ 1197.05 Lakhs @10.05% (12 month MCLR+.35%) against the security of Plot no. E-8 (II) Road No. 1, IPIA, Kota. The Company can avail it up to ₹ 1500 Lakhs.
- (d) Loan Facility from (Barclays Investments & Loans (India) Private Ltd, BILIL) of ₹156.05 Lakhs are secured against the security of Mutual Funds FMP of UTI FTIF series XXX-V (1135 days) of ₹ 200.00 Lakhs (Market Value ₹ 233.35 Lakhs on 31st March 2020).
* including Loan from related party. Refer Note No. 46

Note: 22 TRADE PAYABLES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Total outstanding dues of micro enterprises and small enterprises (Refer Note No. 45)	-	21.72
Total outstanding dues of creditors other than micro enterprises and small enterprises.	21.42	16.03
Total	21.42	37.75

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 23 OTHER FINANCIAL LIABILITIES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Current maturities of long term borrowings	625.11	505.87
Accrued Salaries and benefits		
- Salaries and benefits	172.34	258.52
Other liabilities		
- Security deposits (Including retention)	264.59	445.29
- Interest accrued but not due	11.49	0.57
- Others payables	319.35	343.42
- Unpaid Dividend@	3.48	1.48
Total	1,396.36	1,555.15

@ on due will be transferred to Investor Education & Protection Fund.

Note: 24 OTHER CURRENT LIABILITIES

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Income received in advance	217.80	462.97
Withholding and other taxes	104.65	210.49
Advance Against Sale of Land	17.50	9.00
Advance from Debtors	5.72	-
Total	345.67	682.46

Note: 25 SHORT TERM PROVISIONS

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Employee Benefits (Gratuity)	7.24	5.58
Total	7.24	5.58

Note: 26 CURRENT TAX LIABILITIES (NET)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Provision For Income Tax (Net)	47.04	99.17
Total	47.04	99.17

Note: 27: REVENUE FROM OPERATION

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Revenue from Services		
(i) Income from Education and Related Activities	5,039.97	6,583.41
(ii) Interest Income and Financial Charges	3,144.10	2,652.11
(iii) Agriculture Income	-	2.54
(iv) Lease rent Income	25.99	15.00
Sale		
(i) Study Material	578.83	796.07
(ii) Sale of securities (See Sub- Note 1)	(99.62)	(3.86)
iii) Others	1,725.51	-
Income from Jobbing of shares	36.80	-
Income from investment	43.54	-
Income from F & O	(33.83)	8.06
Total	10,461.29	10,053.33

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 28 -Sub Note (1) of Note 27

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Sales of Securities	934.67	440.33
Less : Purchase of Securities	1,107.05	462.87
Less : Shares Expenses	3.97	-
Less : Change in Inventory	(76.73)	(18.68)
Net Revenue from Bonds and Securities	(99.62)	(3.86)

Note: 29 OTHER INCOME

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
a) Lease Rent	3.79	0.99
b) Interest Income :	211.04	189.51
c) Net gain on sale/ Changes in Fair market value of:		
- Investments	147.27	208.27
d) Other Income :		
(i) Profit on sale of fixed assets (net)	152.57	223.09
(ii) Agriculture Income	4.00	3.35
(iii) Miscellaneous Income	10.28	27.67
(iv) Dividend Income	2.70	-
(ii) Loss on sale of Unlisted shares	0.24	-
Total	531.89	652.88

Note: 30 COST OF MATERIAL CONSUMED

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Cost of materials consumed		
Opening stock	12.15	10.57
Add: Purchases during the period	2,010.12	414.40
Sub Total	2,022.27	424.97
Less: Closing stock	5.19	12.15
Total	2,017.08	412.81

Note: 31 CHANGE IN INVENTORY OF FINISHED GOODS

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Opening stock (Finished goods)	213.19	334.69
Closing stock (Finished goods)	400.73	213.19
(Increase)/Decrease in Finished Goods	(187.54)	121.50

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Note: 32 EMPLOYEE BENEFITS EXPENSES

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Salaries, Wages and Bonus to		
-Teaching staff	1,639.84	2,724.25
-Non Teaching Staff	1,110.22	1,031.17
Contribution to provident and other funds	32.78	41.92
Gratuity	21.08	23.32
Staff Welfare	38.13	34.89
Total	2,842.05	3,855.54

Note: 33 FINANCE COST

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
a) Interest Expenses	659.74	639.43
b) Other borrowing cost	4.96	2.53
Total	664.70	641.96

Note: 34 Depreciation and Ammortization Expense

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Depreciation on Property, Plant & Equipment	392.95	404.18
Amortization of Intangible assets	46.83	39.07
Depreciation on Investment Property	1.19	2.65
Total	440.97	445.90

Note: 35 OTHER EXPENSES

₹ in Lakhs

Particulars	For the Year Ended As at 31.03.2020	For the Year Ended As at 31.03.2019
Advertisement Expenses	138.61	359.31
Legal and professional charges	86.67	73.08
Repairs - Buildings	26.97	16.39
Repairs - Computers	14.71	10.04
Rent	50.44	138.48
Repairs - others	53.94	60.26
Travelling & Conveyance	80.42	73.55
Payments to Auditors	8.60	7.58
Telephone, postage & internet exp.	24.84	30.42
Printing and stationery expenses	15.24	33.05
Security charges	63.70	67.57
Electricity & Water Expenses	169.82	224.25
Institute Expenses	237.06	448.13
Interest, Penalty & Fine Charges	3.50	4.27
Hostel & Mess Expenditure	253.83	304.42
Corporate Social Responsibility	40.68	47.62
Miscellaneous expenses	166.00	158.71
Total	1,435.03	2,057.13

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

36. CONTINGENT LIABILITIES NOT PROVIDED FOR (As Certified by the management):-

₹ in Lakhs

(a) In respect of

Particulars	As at March 31, 2020	As at March 31, 2019
Service tax liability / GST Liability	87.76	102.63
Claims against the Company not acknowledged as debts @	233.40	155.40
Income Tax Liability	16.53	2.44
Value added tax liability	535.92	551.49
Total	873.61	811.96

@ A defamation case filed against the company has not been considered in above.

(b) Corporate Guarantee of ₹ 3500 Lakhs and ₹1260 Lakhs on behalf of Loan Facility availed by Career Point University, Kota and Career Point Institute of Skill Development Private Limited. The management does not expect any outflow of resources in respect of corporate guarantees given.

37 Estimated amount of contracts remaining to be executed on capital account (net of advances ₹ 509.73 Lakhs (Previous Year ₹ NIL)), ₹ NIL (Previous year ₹ NIL)

38 Rajasthan Skill and Livelihoods Development Corporation (RSLDC) has accorded approval to sanction a project of skilling for 1500 rural poor youth under Deen-Dayal Upadhyaya Grameen Kaushalya Yojana (DDU-GKY) of Ministry of Rural Development, Government of India to the Company under various categories for example Tourism & Hospital, Front office cum receptionist etc. Duration of the project is 36 months and the place of training will be at Kota, Baran, Bundi, Jhalawar and Jaipur. The sanctioned total Project cost including welfare cost is ₹ 893.10 Lakhs. On 3 February, 2017, Company received ₹ 212.56 Lakhs, after issuing bank guarantee of ₹ 54.22 lakhs. As per records of Company, they have spent ₹ 366.92 Lakhs (more than the amount received) and the remaining balance ₹ 154.36 lakhs is shown as receivable from DDU-GKY in Note-12. The Company is of the opinion that this project will not result in any profit or loss and therefore has not routed any Income and Expenditure through Profit and loss account.

39 CPL Employee Stock Option Plan 2013:

Pursuant to the resolution passed by the members in the AGM held on 21st Sept 2013, the company has introduced CPL Employee Stock Option Plan 2013, which provides for issue of not more than 9,06,647 equity shares of face value of ₹ 10 each fully paid up shares.

The Company has granted 5,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 100 per option. The said Stock Option vested on 2nd July, 2015 and entitled to exercise the options up to a period of 4 years from the date of vesting. These 5000 options have been exercised during 2017-18.

Further, the Company has granted 70,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 125 per option. Out of the above 40,000 stock option vested on 30th November, 2016 and 30,000 stock option shall be vested over a period of 2 years from the date of grant, 30th November, 2015 and same is entitled to be exercised up to a period of 4 years from the date of vesting. Out of these 70,000 options, 25000 options had been exercised during 2017-18.

Further, the Company has granted 10,000 employee stock options under the scheme. Each option so granted shall carry a right to subscribe one equity share of the company upon vesting and payment of exercise price of ₹ 110 per option. Out of the above 5,000 stock option granted shall be vested over a period of one year and 5,000 stock option over a period of 2 years from the date of grant, 30th March, 2017 and same is entitled to be exercised up to a period of 4 years from the date of vesting.

No options were granted during the year.

No options were exercised during the year.

The Number of Share Options under the share option plan are as follows:

₹ in Lakhs

Particulars	Year ended March 31, 2020		Year ended March 31, 2019	
	Number of options	Weighted Average exercise price per share option	Number of options	Weighted Average exercise price per share option
Options outstanding at beginning of period:	55,000	122.27	55,000	122.27
Add: Options Granted	-	-	-	-
Less: Options Exercised	-	-	-	-
Options outstanding at the end of period:	55,000	122.27	55,000	122.27

40. Fees received by the company's franchisee are deposited in the franchise wise bank account of the company. However, company is recording in its books of account only the amount which company is entitled to receive as royalty as per agreement entered into with the franchisee.

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

41. EARNING PER SHARE (EPS)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Net profit/ (loss) for the year attributable to equity shareholders (₹ in Lakhs)	2,718.43	2,412.85
Weighted average number of equity shares outstanding	18,162,939	18,162,939
Basic and diluted earnings per share (face value of ₹ 10 each)	14.97	13.29

42 The company has adopted Ind AS 116 "Leases" effective 1st April 2019 as notified by Ministry of Corporate Affairs (MCA) and applied the standard to its leases. The impact of adoption of Ind AS 116 on the profit for the year is not material.

43. Financial risk management objectives and policies

The Company's activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk (including interest rate risk etc.), credit risk and liquidity risk. The company's overall risk management policy seeks to minimize potential adverse effects on company's financial performance.

(A) **Market Risk:** Market risk is the risk that the fair value of future cash flow of financial instruments will fluctuate because of change in market prices. Market risk comprises mainly of interest rate risk.

(a) **Interest rate risk:** Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Any change in the interest rates environment may impact future rates of borrowing. The company mitigates this risk by regularly assessing the market scenario, finding appropriate financial instruments, interest rate negotiation with the lenders for ensuring the cost effective method of financing.

(b) **Interest Rate Sensitivity:** The following table demonstrates the sensitivity to a reasonable possible change in interest rate on financial assets affected. With all other variable held constant, the company's profit before tax is affected through the impact on finance cost with respect to our borrowing, as follows:

A change in 25 basis points in interest rates would have following impact on profit after tax

Particulars	As at March 31, 2020	As at March 31, 2019
Change in basis point	+25	+25
Effect on profit after tax	(18.18)	(21.74)
Change in basis point	-25	-25
Effect on profit after tax	18.18	21.74

(c) **Price Risk:** The Company's exposure to securities price risk arises from investments held in mutual funds and classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from such investments, the company diversifies its portfolio. Quotes (NAV) of these investments are available from the mutual fund houses.

Profit for the year would increase/decrease as a result of gains/losses on these securities classified as at fair value through profit or loss

(d) **Commodity Price Risk:** The Company is affected by the price volatility of certain commodities. Its operating activities require the purchase of raw material therefore, requires a continuous supply of certain raw materials. To mitigate the commodity price risk, the Company has an approved supplier base to get competitive prices for the commodities and to assess the market to manage the cost without any compromise on quality.

(B) Credit Risk:

Credit risk arises from the possibility that counter party may not be able to settle their obligation as agreed. Credit risk primarily arises from financial assets such as trade receivables, other balance with banks, loans and other receivables.

Trade Receivables: - The maximum exposure to credit risk is primarily from trade receivables (Other than Group Company). The company periodically assesses the credit quality of counter parties, taking into the financial condition, current economic trends, past experiences and other factors.

The company has a well-defined sale policy to minimize its risk or credit defaults. Outstanding receivables are regularly monitored and assessed. Impairment analysis is performed based on historical data at each reporting date on an individual basis.

Financial assets are written off when there is no reasonable expectation of recovery, such as customer failing to engage in a repayment plan with the company.

Where financial assets have been written off, the company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized in Profit or loss.

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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₹ in Lakhs

Particulars	Due Ageing			Total
	Upto 6 Months	6 - 12 Months	Above 12 Months	
Trade Receivable				
As at 31st March 31st March, 2020				
Unsecured	1,067.25	25.48	3,867.01	4,959.74
Gross Total	1,067.25	25.48	3,867.01	4,959.74
"Less: Provision/Allowance for Doubtful Receivable"	-	-	(14.35)	(14.35)
Net Total	1,067.25	25.48	3,852.66	4,945.39
As at 31st March 31st March, 2019				
Unsecured	1,048.31	230.66	3,861.99	5,140.96
Gross Total	1,048.31	230.66	3,861.99	5,140.96
"Less: Provision/Allowance for Doubtful Receivable"	-	-	(10.14)	(10.14)
Net Total	1,048.31	230.66	3,851.85	5,130.82

Deposits with Bank: The deposits with banks constitute mostly the liquid investment of the company and are generally not exposed to credit risk.

(C) **Liquidity Risk:** Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The company's approach to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when due.

The table below summarizes the maturity profile of company's financial liabilities based on contractual undiscounted payments: -

₹ in Lakhs

Particulars	As at March 31, 2020			
	Carrying Amount	< 1 Year/On Demand	> 1 Years	Total
Interest bearing borrowings	7,345.24	4,739.70	2,605.54	7,345.24
Trade Payable	21.42	21.42	-	21.42
Other Liabilities	771.25	771.25	-	771.25
Total	8,137.91	5,532.37	2,605.54	8,137.91
	As at March 31, 2019			
Interest bearing borrowings	7,540.30	4,984.79	2,555.51	7,540.30
Trade Payable	37.75	37.75	-	37.75
Other Liabilities	1,049.28	1,049.28	-	1,049.28
Total	8,627.33	6,071.82	2,555.51	8,627.33

44 Capital Risk Management:

The Company's policy is to maintain an adequate capital base so as to maintain creditor and market confidence and to sustain future development. Capital includes issued capital, share premium and all other equity reserves attributable to equity holders. The primary objective of the Company's capital management is to maintain an optimal structure so as to maximize the shareholder's value. In order to strengthen the capital base, the company may use appropriate means to enhance or reduce capital, as the case may be.

The Company is not subject to any external imposed capital requirement. The company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net Debt is calculated as borrowings less cash and cash equivalents.

₹ in Lakhs

Particulars	As at March 31, 2020	As at March 31, 2019
Borrowings	7,345.24	7,540.30
Less: Cash and Cash equivalents	1,041.41	757.10
Net Debt	6,303.83	6,783.20
Equity Share Capital	1,816.29	1,816.29
Other Equity	43,075.03	40,998.22
Total Capital	44,891.33	42,814.51
Capital and Net Debt	51,195.16	49,597.71
Gearing Ratio	12.31%	13.68%

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

45. AS REQUIRED BY SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006 THE FOLLOWING INFORMATION IS DISCLOSED:

Particulars	₹ in Lakhs	
	2019-20	2018-19
Principal and interest amount due and remaining unpaid at the end of the accounting year	-	21.72
Interest paid in terms of section 16 of the MSME Act during the year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
The amount of further interest remaining due and payable in succeeding year, until such interest when the interest dues above are actually paid.	-	-

The above information's regarding Micro, Small and medium Enterprise has been determined to the extent such parties have been identified of information available with the Company and as certified by the management.

46 Related party relationship and transactions

Name of the related parties with whom transactions were carried out during the period and description of relationship:-

Key Management Personnel:

Mr. Pramod Maheshwari (Chairman, Managing Director & CEO)	Career Point University, Kota
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	Career Point University, Hamirpur
Mr. Nawal Kishore Maheshwari (Whole time Director)	Proseed Foundation (Career Point Gurukul Mohali)
Mr. Pawan Kumar Lalpuria (Independent Director)	Indo grains Pvt. Ltd.
Mr. RS Choudhary (Independent Director)	Yash Foundation
Mr. Vishal Jain (Independent Director)	Career Point Foundation
Mr. Mahesh Gupta (Independent Director)	Aadarsh foundation
Mr. Jagdish Prasad Sarada (Independent Director)	Sarthak Foundation
Mrs. Neelima Maheshwari (Non Executive Director)	Shakti foundation
Mr. Tarun Kumar Jain (Company Secretary)	Progressive Foundation

Relative of Key Management Personnel:

Smt. Shilpa Maheshwari (Wife of Director)	Wellwin Technosoft Limited
Smt. Neelima Maheshwari (Wife of Director)	Srajan Venture Private Limited
Ms. Akshita Maheshwari (Daughter of Director)	Gulab associates
Mr. Gulab Chand Maheshwari (Father of Director)	Om Associates
Smt. Kailash Bai (Mother of Director)	Maheshwari Trading company
Smt. Radha Rani (Sister of Director)	Longway Business Solution Limited

Associate:

Imperial Infin Private Limited	Maheshwari Agrobases Pvt. Ltd.
Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Private Limited [w.e.f. 10 th July, 2019 (ceased w.e.f. 13 th March, 2020)])	Nawal Kishore Maheshwari (HUF)
	Om Prakash Maheshwari (HUF)
	Pramod Kumar Maheshwari (HUF)
	Rubymerry Enterprises Pvt. Ltd.
	Sankalp Capital Pvt. Ltd.
	Shricon Industries Ltd.
	Supercomposoft Pvt. Ltd.
	Veer Associate
	Upkar Associate

Enterprise under same Management:

Diamond Business Solutions Private Limited
Swastika Polyolefines Private Limited
Global Public School a unit of Gopi Bai Foundation

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Table showing transactions with related parties:

Particulars	₹ in Lakhs	
	During the year ended 31.03.2019	During the year ended 31.03.2018
Services Rendered		
Enterprises under same Management:		
Career Point University, Hamirpur	257.17	67.58
Career Point University, Kota	926.94	255.55
Sale of Fixed Assets		
Career Point University, Hamirpur	-	0.67
Sale of Study material & Student Kit		
Enterprises under same Management:		
Proseed Foundation	-	2.45
Career Point University, Kota	-	111.02
Global Public School	4.83	0.74
Career Point University, Hamirpur	-	32.84
Purchases		
Enterprises under same Management:		
Om Associates	461.79	-
Indo Grains Pvt. Ltd.	1.20	-
Mr. Pramod Maheshwari	-	2.15
Interest Income on Loan given to Enterprise under same management:		
Global Public School	0.28	199.40
Proseed Foundation	710.69	599.80
Maheshwari Trading company	72.35	118.64
Shakti foundation	32.30	28.90
Career Point University, Kota	-	51.24
Career Point University, Hamirpur	-	187.98
Progressive Foundation	28.72	25.98
Wellwin Technosoft Limited	48.41	76.42
Srajan Venture Private Limited	45.68	30.14
Diamond business solution Private Limited	1.62	1.20
Gulab associates	53.98	2.45
Om Associates	15.93	0.03
Upkar Associates	1.63	-
Veer Associates	1.62	-
Career Point University, Kota	30.75	-
Career Point University, Hamirpur	175.91	-
Joint Venture:		
Study Board Education Private Limited	0.06	0.03
Miscellaneous Income(Rent)		
Enterprise under same management:		
Swastika Polyolefines Private Limited	0.03	0.03
Relative of Key Management Personnel:		
Akshita Maheshwari	5.25	-
Anmol Maheshwari	5.73	-
Rent Paid		
Key Management Personnel:		
Mr. Pramod Maheshwari	-	2.80

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

₹ in Lakhs

Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Smt. Neelima Maheshwari	-	0.55
Relative of Key Management Personnel:		
Smt. Shilpa Maheshwari	-	2.75
Enterprises under same Management:		
Diamond Business Solutions Private Limited	12.00	12.00
Om Prakash Maheshwari (HUF)	-	2.75
Remuneration		
Mr. Pramod Maheshwari (Chairman & Managing Director)	33.00	33.00
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	33.00	33.00
Mr. Nawal Kishore Maheshwari (Whole time Director)	33.00	33.00
Mr. Tarun Kumar Jain (Company Secretary)	12.73	12.01
Commission Paid		
Smt. Neelima Maheshwari	0.39	-
Director Sitting Fees	0.95	0.90
Reimbursement of Expenses		
Mr. Om Prakash Maheshwari	-	7.98
Eduplanet Knowledge Solutions Private Limited# (Investment) purchased :		
Mr. Pramod Maheshwari		
NEELIMA MAHESHWARI *		
Mrs. Shipla Maheshwari*		
Rekha Maheshwari*		
Mr. Gulab Chand Maheshwari		
Mr. Om Prakash Maheshwari		
*(₹ 10)		
Eduplanet Knowledge Solutions Private Limited# (Investment) Sold To		
Mr. Pramod Maheshwari		
Mr. Om Prakash Maheshwari		
Mr. Nawal Kishore Maheshwari		
Interest Expense on Loan from		
Enterprise under same management:		
Swastika Polyolifines Private Limited	4.90	2.47
Sankalp Capital Private Limited	-	11.65
Diamond Business Solution Pvt. Ltd.	2.11	-
Longway Business Solution Limited	2.77	-
Associate:	-	-
Imperial Infin Private Limited	1.03	0.37
Reimbursement/Payment on behalf of related parties		
Enterprise under same management:		
Yash Foundation	0.02	-
Career Point Foundation	0.02	-
Global Public School	12.76	-
Proseed Foundation	48.34	25.69
Aadarsh foundation	0.02	-
Sankalp Foundation	0.05	-
Career Point University, Kota	58.96	83.27
Career Point University, Hamirpur	31.99	35.26

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Wellwin Technosoft Limited	26.84	23.65
Srajan Venture Private Limited	2.28	2.20
Diamond business solution Private Limited	1.27	0.82
Gulab associates	4.76	0.48
Om Associates	1.70	-
Maheshwari Trading company	3.64	2.92
Swastika Polyolifines Private Limited	3.73	0.02
Longway Business Solution Limited	3.64	0.01
Gulab Chand Maheshwari (HUF)	1.68	-
Indo Grains Pvt. Ltd.	0.09	0.00
Maheshwari Agrobases Pvt. Ltd.	0.03	-
Nawal Kishore Maheshwari (HUF)	0.12	-
Om Prakash Maheshwari (HUF)	1.41	-
Pramod Kumar Maheshwari (HUF)	0.06	-
Rubymerry Enterprises Pvt. Ltd.	0.02	0.01
Sankalp Capital Pvt. Ltd.	0.52	3.29
Shricon Industries Ltd.	1.91	0.95
Supercompusoft Pvt. Ltd.	0.02	0.01
Joint Venture:		-
Study Board Education Private Limited	0.03	-
Associates:		-
Imperial Infin Private Limited	3.62	1.01
Eduplanet Knowledge Solutions Private Limited#	0.15	-
Key Management Personnel:		-
Mr. Om Prakash Maheshwari (CFO & Whole time Director)	0.77	-
Relative of Key Management Personnel:		-
Akshita Maheshwari	0.34	-
Gulab Chand Maheshwari	1.28	-
Kailash Bai	11.41	-
Radha Rani	0.01	-
Shilpa Maheshwari	4.58	0.01
Neelima Maheshwari	3.07	-
Outstanding Balances	As at 31.03.2020	As at 31.03.2019
Receivables		
Career Point University, Hamirpur	1,907.10	1,988.00
Career Point University, Kota	464.50	223.46
Loan & Advances Payable		
Mr. Pramod Maheshwari	-	0.53

Details of Outstanding Guarantee

Corporate Guarantee of ₹ 3500 Lakhs on behalf of the loan facility availed by Career Point University, Kota
#Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Private Limited)

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

Table showing transactions with related parties:

₹ in Lakhs

Particulars	Loans given		Loans recovered		Balance outstanding	
	During the year ended 31.03.2020	During the year ended 31.03.2019	During the year ended 31.03.2020	During the year ended 31.03.2019	As at 31.03.2020	As at 31.03.2019
Enterprises under same Management:						
(i) Gopi Bai Foundation	-	1,058.90	-	1,058.90	-	-
(ii) Career Point University, Kota	5,503.87	4,605.81	5,509.25	4,950.55	794.37	799.75
(iii) Career Point University, Hamirpur	815.31	980.48	2,773.65	746.92	-	1,958.34
(iv) Global Public School	368.05	1,533.32	423.11	3,392.10	-	55.06
(v) Proseed Foundation	1,290.41	3,114.55	764.37	2,716.74	4,020.35	3,494.31
(vi) Maheshwari Trading company	6,275.16	2,836.12	5,837.97	3,873.50	908.19	471.00
(vii) Adarsh foundation	-	1.97	-	1.97	-	-
(viii) Shakti Foundation	31.77	45.39	-	-	388.60	356.83
(ix) Progressive Foundation	28.15	23.38	-	-	340.22	312.08
(x) Wellwin technosoft Limited	516.00	1,166.06	294.00	962.79	425.27	203.27
(xi) Srajan Ventures Private Limited	74.11	462.30	41.53	17.60	477.28	444.70
(xii) Diamond business solution Private Limited	1.95	43.93	45.62	0.26	-	43.67
(xiii) Gulab Associates	442.56	71.41	146.79	0.52	366.65	70.88
(xiv) Om Associates	1,560.15	60.03	1,490.00	38.00	92.17	22.03
(xv) Upkar Associates	75.47	-	-	-	75.47	-
(xvi) Veer Associates	74.66	-	-	-	74.66	-
Joint Venture / Associates						
(vii) Study Board Education Private Limited	0.05	1.18	0.05	0.62	0.56	0.56
Total	17,057.67	16,004.84	17,326.35	17,760.48	7,963.79	8,232.48

₹ in Lakhs

Particulars	Loans given		Loans repaid		Balance outstanding	
	During the year ended 31.03.2020	During the year ended 31.03.2019	During the year ended 31.03.2020	During the year ended 31.03.2019	As at 31.03.2020	As at 31.03.2019
Enterprises under same Management:						
(i) Swastika Polyolifines Private Limited	90.41	103.72	10.34	93.75	90.04	9.97
(ii) Sankalp Capital Private Limited	-	775.96	-	775.96	-	-
(iii) Longway Business Solution Limited	162.50	-	112.50	-	50.00	-
(iv) Diamond Business Solution Limited	62.90	-	0.25	-	62.65	-
Relative of Key Management Personnel						
(i) Neelima Maheshwari	400.00	-	400.00	-	-	-
Associate						
(i) Imperial Infine Private Limited	25.93	23.33	19.05	23.33	6.88	-
Total	741.73	903.02	542.14	893.04	209.57	9.97

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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47 The company has identified four reportable segments during the year i.e, Education & Related Activities, Financing(NBFC), Infra Division and other segment at consolidated level.

Unallocated Items

Income and expenses which relates to the company as a whole and not allocable to segment are included under unallocable expenditure / (income).

The Company provides its services in india only and hence there is no geographical segment.

Segment Wise Revenue, Results, Segment Assets & Segment Liabilities

₹ in Lakhs

Particulars	Year ended	
	March 31, 2020	March 31, 2019
1 Segment Revenue (Net Sales Income from Segment)		
Education & Related Activities Division	5,618.80	7,379.76
Financing (NBFC) Division	3,119.68	2,662.89
Infra Division	25.98	17.54
Other Segment	1,725.51	-
Less: Inter Segment Revenue	(28.68)	(6.86)
Net Sales/Income from Operation	10,461.29	10,053.33
2 Segment Results Profit/(Loss) before interest and Tax		
Education & Related Activities Division	798.81	576.05
Financing (NBFC) Division*	1,224.52	1,015.15
Infra Division	(35.03)	(23.77)
Other Segment	123.67	-
Total	2,111.97	1,567.43
Less: Finance Cost	664.70	641.96
Add: Other Un-allocable income Net of Un-allocable Expenditure	2,338.78	2,247.71
Profit before Tax (Including share of profit/(loss) of Associates & Joint Ventures)	3,786.05	3,173.18
3 Segment Assets		
Education & Related Activities Division	16,469.77	14,929.42
Financing (NBFC) Division	22,801.33	21,880.73
Infra Division	10,072.47	9,972.57
Other Segment	128.97	-
Unallocated Assets	4,891.52	6,118.50
Total	54,364.06	52,901.22
4 Segment Liabilities		
Education & Related Activities Division	7,665.32	9,157.96
Financing (NBFC) Division	730.06	252.02
Infra Division	215.27	27.03
Unallocated Liabilities	848.00	637.94
Total	9,458.65	10,074.95

* Profit Before Tax

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

48 In compliance with Ind As 112 on disclosure of interests in other entities, following disclosures are made in respect of jointly controlled entity- Study Board Education Private Limited, in which the company is a joint venture:

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Country of Incorporation	INDIA	
Percentage of share in joint venture	50%	50%
Summarized Balance Sheet of Joint venture		
Current Assets	-	0.58
Non-Current Assets	-	7.73
Current Liabilities	-	0.76
Non-Current Liabilities	-	0.14
Revenue	-	0.38
Profit/(Loss) for the period	(1.98)	(5.17)
Other Comprehensive Income	-	-
Total Comprehensive Income	(1.98)	(5.17)

(Ceased to be a Joint Venture w.e.f. 5th December, 2019)

₹ in Lakhs

Particulars	As at 31.03.2020	As at 31.03.2019
Country of Incorporation	INDIA	
Summarized Balance Sheet of Associate		
Percentage of share in Associate	42.74%	42.74%
Current Assets	7.57	0.16
Non-Current Assets	215.89	212.02
Current Liabilities	1.61	2.64
Non-Current Liabilities	-	-
Revenue	18.12	12.89
Profit/(Loss) for the period	14.39	10.29
Other Comprehensive Income	(2.07)	(6.89)
Total Comprehensive Income	12.32	3.39

Share in Associate

Equity Shares of Imperial Infin Private Ltd.(Unquoted) 34,000 shares of ₹100/- each	34.00	34.00
Add/(Less) : Accumulated share in profit/(loss)/OCI of associate Company at the beginning of the year	55.56	54.11
Add/(Less) : Share in profit/(loss)(net) of associate company -current year	6.15	4.40
Add/(Less) : Share in other comprehensive income of associate company -current year	(0.89)	(2.95)
Total	94.82	89.56

Share in Joint Venture*

Equity Shares of Study Board Education Pvt. Ltd.(Unquoted) 1,17,494 shares of ₹10/- each	-	23.00
Add/(Less): Accumulated share in profit/(loss)/OCI of Joint venture at the beginning of the year	-	(16.10)
Add/(Less): Share in profit/(loss)(net) of Joint Venture	-	(2.59)
Total	-	4.31

* Ceased to be a Joint Venture w.e.f. 5th December, 2019

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

49. Additional information to consolidated financial statements as at 31 March 2020 (Pursuant to Schedule III to the companies Act, 2013)

₹ in Lakhs

Name of the entity	Net assets i.e. Total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	Amount	As a % of consolidated net asset	Amount	As a % of consolidated profit and loss	Amount	As a % of consolidated comprehensive income	Amount	As a % of consolidated Total comprehensive income
Parent Company								
1. Career Point Limited	40,554.28	90.31%	1,636.80	60.21%	15.99	106%	1,652.79	60.46%
Subsidiaries :								
1. Career Point Edutech Limited	276.82	0.62%	100.19	3.69%	-	-	100.19	3.67%
2. Career Point Infra Limited	14,920.57	33.23%	478.85	17.62%	-	-	478.85	17.52%
3. Gyan Eduventure Private Limited	399.88	0.89%	106.58	3.92%	-	-	106.58	3.90%
4. Career Point Accessories Pvt. Ltd.	29.01	0.06%	(0.39)	-0.01%	-	-	(0.39)	-0.01%
5. Srajan Capital Limited	4,031.21	8.98%	926.87	34.10%	-	-	926.87	33.91%
6. Career Point Institute of Skill Development Private Limited	132.95	0.30%	25.83	0.95%	-	-	25.83	0.94%
7. Edutiger Private Limited	9.92	0.02%	(0.08)	0.00%			(0.08)	0.00%
Sub-Subsidiaries :								
1. Srajan Agritech Private. Limited	1,003.82	2.24%	1.72	0.06%	-	-	1.72	0.06%
2. Coupler Enterprises Pvt. Limited	116.76	0.26%	(29.37)	-1.08%	-	-	(29.37)	-1.07%
Associates:								
1. Imperial Infin Private Limited	94.82	0.21%	6.15	0.23%	(0.89)	-6%	5.26	0.19%
2. Eduplanet Knowledge Solutions Private Limited (Previously Known as Career Point Publication Pvt. Ltd.)	-	-	-	-	-	-	-	-
Joint Venture:								
1. Study Board Education Pvt. Ltd.	0.00	0.00%	(0.99)	-0.04%	-	-	(0.99)	-0.04%
Consolidation Adjustments/Elimination	(16,664.63)	-37.11%	(533.74)	-19.63%	-	-	(533.74)	-19.53%
Total	44,905.41	100.00%	2,718.43	100.00%	15.11	100.00%	2,733.54	100.00%

50. Income Tax:

(A) Amounts recognized in statement of profit and loss

₹ in Lakhs

Particulars	2019-20	2018-19
Current Income Tax		
-current Year	870.08	842.01
-Adjustment in respect of current income tax of earlier year	33.74	16.16
MAT(Credit) Entitlement	(30.30)	(93.89)
Deferred Tax-Relating to originationand reversal of temporary differences	194.10	(3.95)
Income tax expense reported in the statement of profit & loss	1067.62	760.33

(B) Income tax recognized in other comprehensive income

₹ in Lakhs

Particulars	2019-20	2018-19
Income tax on Re-measurement losses on defined benefit plans	(6.58)	(4.49)
Total	(6.58)	(4.49)

CAREER POINT LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2020

(C) Reconciliation of effective tax rate

₹ in Lakhs

Particulars	2019-20	2018-19
Accounting profit/(loss) before tax	3,786.05	3,173.18
At Statutory Income Tax rate	1,102.50	924.03
Fair valuation/ Sale of financial assets and others (including change in tax rates)	(34.88)	(163.70)
Accounting profit/(loss) after tax	2,718.43	2,412.85

- 51 Previous year figures have been regrouped/rearranged/recasted wherever consider necessary to make them comparable with current period.
- 52 A. The outbreak of Coronavirus (COVID-19) pandemic globally is causing a slowdown in economic activity and has caused global widespread economic and business disruption leaving uncertainties with respect to its severity, which currently cannot be reasonably ascertained. In many countries, businesses are being forced to cease or limit their operations for long or indefinite period of time. Measure taken to contain the spread of the virus including travel bans, quarantines, social distancing and closure of non-essential services have triggered disruptions to the business worldwide, resulting in an economic slowdown and uncertainties pertaining to future operations. However, the Company has evaluated and factored in to the extent possible the likely impact that may result from COVID-19 pandemic as well as all events and circumstances up to the date of approval of these financial statements, on the carrying value of its assets and liabilities as at 31st March 2020 (Refer Note B).Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets and adequate liquidity is available. The impact of any events and developments occurring after the balance sheet date on the financial statements for the year ended 31st March 2020 may differ from that estimated as at the date of approval of these financial statements and will be recognized prospectively. The Company will continue to monitor any material changes to the future economic conditions.
- B. . The company has not recognized the revenue of ₹481 lakhs during the Financial Year 2019-20 due to lack of virtual certainty from the projects impacted by the COVID-19 circumstances. The same will be accounted in the coming financials years based on virtual certainty and recovery of the amount depending upon normalisation of the situation.

As per our report of even date
For Lodha & Co.
Chartered Accountants
Firm Registration No: 301051E

For and on behalf of the Board of Directors

Pramod Maheshwari
Managing Director & CEO
DIN : 00185711

Om Prakash Maheshwari
Executive Director & CFO
DIN : 00185677

(Gaurav Lodha)
Partner
Membership No: 507462

Tarun Kumar Jain
GM (Corporate and Legal Affairs)
and Company Secretary
Membership No: F6584
Place: Kota
Date: 23/06/2020

Place: New Delhi
Date: 23/06/2020

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the Twentieth Annual General Meeting (AGM) of the Members of Career Point Limited (CINL72200RJ2000PLC016272) will be held on Monday, 28th day of September, 2020 at 4.00 p.m. at through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business::

ORDINARY BUSINESS

- To receive consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2020 together with the reports of the Board of Directors and the Auditors thereon.
- To receive consider and adopt the Audited Consolidate Financial Statements of the Company for the Financial Year ended 31st March 2020 together with the reports of the Board of Directors and the Auditors thereon.
- To appoint a Director Mr. Pramod Maheshwari (DIN: 00185711), who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**
RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Pramod Maheshwari (DIN: 00185711), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.
- To appoint a Director Mrs. Neelima Maheshwari (DIN: 00194928), who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**
RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Neelima Maheshwari (DIN: 00194928), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.

SPECIAL BUSINESS

5. APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

RESOLVED THAT pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and Rules made thereunder, the Board of Directors of the Company be and is hereby authorised:

-To advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested (i.e. including any private Company of which any such Director is a Director or member, anybody corporate at a general meeting of which not less than twenty-five percent of the total voting power may be exercised or controlled by any such Director, Managing Director or Manager, whereof is accustomed to act in accordance with the directions or instructions of the Board, or of any Director or Directors, of the lending Company), provided that such loans are utilised by the borrowing Company for its principal business activities and in particular to the such Companies (as mention in explanatory statement) in which one or more Director(s) may be deemed to be interested on the terms and conditions as set out in the Statement annexed to this Notice on such terms and conditions and in such manners may be mutually acceptable

RESOLVED FURTHER THAT, the Board be and is hereby authorised to finalise, sanction and disburse the said loans, guarantees and security and also to delegate all or any of the above powers to C o m m i t t e e o f Directors or any Director(s) of the Company and generally to do all acts, deeds and things that may be deemed necessary, proper, expedient or

incidental for the purpose of giving effect to the aforesaid Resolution.

6. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION, UNDER SECTION 188 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013, Rule 15 (3) of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and other applicable provisions, if any, including any reenactment, modification, amendment thereof, consent of the members be and is hereby accorded to enter into material related party transactions to be entered into and carried out in ordinary course of business and at arm's length price with related Party/related Parties as set out in the Statement annexed to this Notice on such terms and conditions and in such manners may be mutually acceptable for the period up to the next Annual General meeting of the Company or such further period of time as may be decided by the Board of Directors, for an aggregate amount, which may exceed the threshold limit of 10 percent of annual consolidated turnover of the Company as per the Company's last audited Financial Statements or any materiality threshold as may be applicable from time to time under the applicable law.

RESOLVED FURTHER THAT the Members of the Company do hereby accord their approval to the Board of Directors of the Company to sign and execute all such documents, deeds and writings including agreements, memorandum and other documents with such modifications as may be required from time to time and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental thereto and to delegate all or any of its powers herein conferred to any Committee of Directors and/ or director(s) and/ or officer(s) of the Company to give effect to this resolution and to the aforesaid transaction(s) in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds or things, as may be necessary and expedient, to give effect to the aforesaid resolutions.

7. APPROVAL FOR APPOINTMENT OF DIRECTOR

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Divya Sodani (DIN: 08045653), who has been appointed as an Additional Director (Independent) by the Board of Directors with effect from 24th June 2020, in terms of Section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member, proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years, with effect from 24th June 2020, not liable to retire by rotation."

By Order of the Board
For CAREER POINT LIMITED

Tarun Kumar Jain
GM (Corporate & Legal Affairs)
& Company Secretary
ICSI Membership No. F6584

Kota, August 28, 2020
Registered Office:
CP Tower 1, Road No. 1,
IPIA, Kota, Rajasthan 324005

Notes:

- As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
- The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.cpii.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
- The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- Corporate Members (i.e. other than individual / HUF, NRI etc.) intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a duly certified copy of the Board

Resolution authorizing their representative to attend the AGM through VC / OAVM and to vote through remote e - voting.

- The Register of Members and Share Transfer Books of the Company shall remain closed during the Book Closure period, i.e., from September 21, 2020 to September 28, 2020, both days inclusive.**
- While Members holding shares in physical form may write to the Company for any change in their address and bank mandates, Members having shares in electronic form may inform any change in address and bank details to their depository participant(s) immediately.
- The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form may submit the same to the Company. Members holding shares in electronic form may submit the same to their respective depository participant.
- In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
- The Members desirous of obtaining any information/ clarification concerning the accounts and operations of the Company are requested to address their questions in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.
- Pursuant to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, the Company may send notice of general meeting, directors' report, auditors' report, audited Financial Statements and other documents through electronic mode. Further, pursuant to the first proviso to the Rule 18 of the Companies (Management and Administration) Rule, 2014, the Company shall provide an advance opportunity atleast once in a financial year to the members to register their e-mail address and changes therein. In view of the same, Members are requested to kindly update their e-mail address with depository participants in case of holding shares in demat form. If holding shares in physical form, Members are requested to inform their e-mail ID to the Company.
- To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
- The Annual Report of the Company for the Financial Year 2019-20, circulated to the members of the Company, is also uploaded on the Company's website www.cpii.in in the 'Investor Relations' Section.
- As per Section 136 of the Companies Act, 2013 read with Rule 11 of Companies (Accounts) Rules, 2014, Financial Statements may be sent to the Members:
 - by electronic mode to such Members whose shares are held in dematerialised form and whose email IDs are registered with Depository for communication purposes;
 - where Shares are held in physical form, to such Members who have positively consented in writing for receiving by electronic mode; and
 - by dispatch of physical copies through any recognized mode of

delivery as specified under Section 20 of the Act, in all other cases.

In case, you desire to receive the aforesaid documents in electronic mode in lieu of physical mode, kindly update your e-mail ID with:

- Our RTA: for the Shares held in physical form and
- Your respective Depository Participants: for the Shares held in dematerialised form.

- The Company has decided to e-mail Annual Report through electronic mode to all the shareholders whose e-mail addresses has been registered/updated in the record of Company/ Registrar/ Depositories pursuant to the 'Green Initiative in Corporate Governance' initiated by The Ministry of Corporate Affairs, Government of India vide its Circular Nos. 17/2011 and 18/2011 dated 21.04.2011 and 29.04.2011 respectively. Further, in support to this green initiative, the company has already sent a communication to all the shareholders that various documents/ notices meant for them will be sent electronically on their e-mail addresses as obtained from the Depositories/ other sources, unless specifically requested to be sent in physical form. The members who have not registered / updated their e-mail addresses so far, are requested to register/ update their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold their shares in physical form and who are desirous of receiving the communication/ documents in electronic form are requested to promptly register their e-mail addresses with the Registrar or the Company giving reference of their Folio Number.
- SEBI vide its Circular No. CIR/MRD/DP/10/2013 dated March 21, 2013 had mandated the companies to use any of the RBI approved

electronic mode of payment such as ECS (Local ECS/Regional ECS/National ECS), NEFT, RTGS etc. for distribution of dividends and other cash benefits to investors. The Circular also mandated the companies or their registrar & share transfer agents (RTA) to maintain bank details of investors. In case the securities are held in demat mode, the companies or their RTA shall seek relevant bank details from depositories and in case the securities are held in physical mode, the companies or their RTA shall take necessary steps to maintain updated bank details at their end. The members are requested to ensure that correct and updated particulars of their bank account are available with their respective depository participants and the Company / its RTA to facilitate necessary payments through electronic mode.

- During the Financial Year 2014-15, Career Point Limited declared Interim Dividend. Members are informed that the list of unclaimed dividend for the year ended 31st March 2020 has been updated on Company's website www.cpii.in. If shareholders does not claim the said dividend within 7 years from the date of declaration the unclaimed dividend shall be transferred to the Investor Education and Protection Fund established by the Central Government in terms of Section 205C(2)(a) of the Companies Act, 1956 on the expiry of 7 years from the date of declaration.
- Disclosure pursuant to Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings, with respect to Directors seeking appointment/re-appointment at the Annual General Meeting, is as follows:

Name of Director	Mr. Pramod Maheshwari	Mrs. Neelima Maheshwari	Mrs. Divya Sodani
Designation	Chairman, Managing Director & CEO	Non-Independent and Non-Executive Director	Independent and Non-Executive Director
Date of Birth	March 03, 1971	March 19, 1971	November 07, 1992
Date of Appointment	March 31, 2000	August 12, 2014	June 23, 2020 (w.e.f. June 24, 2020)
Experience in Specific functional areas	Over 26 years of experience in the field of education, developing and implementing training methodologies.	Over 16 yrs of experience in formal education.	Over 5 yrs of experience in the field of Finance & Taxation
Educational Qualifications	B.Tech from IIT Delhi	M. Pharma	CA & B.Com
Details of shares held in the	2116003 equity shares	1339500 equity shares	Nil
List of companies (other than Career Point Ltd.) in which Directorships held as on 31.03.2020 (excluding Pvt. Ltd. Companies)	1. Career Point Infra Ltd. 2. Career Point Edutech Ltd. 3. Srajn Capital Ltd. 4. Wellwin Technosoft Ltd.	1. Shricon Industries Limited 2. Wellwin Technosoft Ltd.	Nil
Chairman / Member of the Committees of companies (other than Career Point Ltd.) on which he/she is a Director as on 31.03.2020	NIL	3	NIL
Relationship with other directors	Relative of Mr. Om Prakash Maheshwari, CFO & Executive Director and Mr. Nawal Kishore Maheshwari, Executive Director	Relative of Mr. Om Prakash Maheshwari, CFO & Executive Director	NA

For other details such as number of meetings of the Board attended during the year, remuneration drawn in respect of the aforesaid directors, please refer to the Corporate Governance Report.

23. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

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

25. E-voting: Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their votes at the AGM by electronic means and the business may be transacted through e-voting as per instructions below:

a. The voting period begins on Friday, the 25th day of September, 2020 at 10.00 a.m. and will end on Sunday, the 27th day of September, 2020 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of the 18th day of

i. 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 first two letters of their name and the 8 digits of the sequence number in the PAN field. -In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank detail	Enter the Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If 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 (v).

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

(k) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.

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

(m) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

September, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

b. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period

c. Click on "Shareholders" tab.

d. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

e. 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.

f. Next enter the Image Verification as displayed and Click on Login.

g. 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.

h. If you are a first time user follow the steps given below:

(n) 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.

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

(p) 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.

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

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

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

the system.

(t) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

(u) 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.co.in under help section or write an email to helpdesk.evoting@cdslindia.com or investors@cpil.in

(v) The Board of Directors has appointed Advocate Amit Gupta, (Bar Council Registration No. 1550/2005) as a Scrutinizer to scrutinize the process of remote e-voting and voting at the venue of the meeting in a fair and transparent manner.

(w) The Scrutinizer shall after the conclusion of voting at the general meeting, will unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the meeting or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.

(x) The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.cpil.in and on the website of CDSL immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting

credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.

3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.

2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM 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 system available during the EGM/AGM.

3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

Note for Non - Individual Shareholders and Custodians

1. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

3. 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.
4. 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.
5. 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.
6. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@cpil.in (designated email address by company), if they have voted from individual tab & not uploaded same in

the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, 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 or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By Order of the Board
For CAREER POINT LIMITED

Tarun Kumar Jain
GM (Corporate & Legal Affairs)
& Company Secretary
ICSI Membership No. F6584

Kota, August 28, 2020
Registered Office:
CP Tower 1, Road No. 1,
IPIA, Kota, Rajasthan 324005

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.5

The Company proposes to advance Inter-Corporate Deposits/Loans to
(a) Career Point University, Kota: Amount not exceeding of Rs. 35 Crores
(b) Career Point University, Hamirpur: Amount not exceeding of Rs. 35 Crores
(c) Sankalp Capital Private Limited: Amount not exceeding of Rs.

10 Crores for the purpose of meeting their day to day working capital requirements as and when necessary and deemed if fit by the Board of the Company and they are the related parties with respect to the Company by virtue of below mentioned criteria:

Name of the Company/Body Corporate	Interested Director
Career Point University, Kota	Mr. Pramod Maheshwari, Mr. Om Prakash Maheshwari and Mr. Nawal Kishore Maheshwari-Member of Board of Management
Career Point University, Hamirpur	Mr. Pramod Maheshwari, Mr. Om Prakash Maheshwari and Mr. Nawal Kishore Maheshwari-Member of Board of Management
Sankalp Capital Private Limited	Mr. Pramod Maheshwari, Mr. Om Prakash Maheshwari and Mr. Nawal Kishore Maheshwari-Common Directorship and hold more than 2% of paid up share Capital of the Company

The provisions of Section 185 of the Companies Act, 2013, mandates that such Inter-Corporate deposits/Loans can be granted if a Special Resolution at the General Meeting of the of the Shareholders is passed. The required particulars as per proviso to a of Section 185(2) are given hereunder.

Name of the Company/Body Corporate	Amount proposed to be given by the Company not exceeding of ₹	Purpose for which the Inter-Corporate Deposits/Loans is proposed to be utilised
Career Point University, Kota	₹ 35 Crores	To meet day to day working capital requirements of the Company
Career Point University, Hamirpur	₹ 35 Crores	To meet day to day working capital requirements of the Company
Sankalp Capital Private Limited	₹ 10 Crores	To meet day to day working capital requirements of the Company

Except Mr. Pramod Maheshwari and his relatives, Mr. Om Prakash Maheshwari, Mr. Naval Kishor Maheshwari, and Mrs. Neelima Maheshwari none of the other Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, monetarily or otherwise in proposed Special Resolution.

The Resolution at Item No. 5 of the Notice is recommended by the Board to be passed as a Special Resolution

Item No.6

Pursuant to provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, all Material Related Party Transactions will require approval of the Members through an Ordinary Resolution. A transaction with a related party shall be considered material under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if A transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a Financial Year, exceeds ten percent of the annual consolidated turnover of the listed entity as per the last audited Financial Statements of the listed entity. The Company's transactions

in the Financial Year 2019-20 with Related Parties are expected to exceed the prescribed threshold limits under the LODR Regulation so as to qualify as material related party transactions thereunder. The Company now proposes to obtain approval of the members for giving further approval to the Board of Directors (hereinafter referred to as the "Board", which include any Committee duly constituted / empowered by the Board) for carrying out and/or continuing with arrangements and transactions with Related Parties, whether by way of fresh transaction, continuation, renewal(s) or extension(s) or modification(s) of earlier arrangements/transactions. The Audit Committee and the Board of Directors have reviewed major terms & conditions of these transactions and recommend to the members for their approval by way of an Ordinary Resolution. The major details/terms and conditions of the material related party transactions are given herein below:

S.No.	Type of Transaction	Name of the Related Parties	Nature of Relationship	Maximum Limit (Rs. In Crores)
1	Availing/Rendering of any services	Gopi Bai Foundation Trust	Trust under same management	25
		Career Point University, Kota	Institution sponsored by Gopi Bai Foundation Trust & established by Act no. 13/2012 Govt. of Rajasthan	35
		Career Point University, Hamirpur	Institution sponsored by Gopi Bai Foundation Trust & established by Act no. 12/2012 Govt. of H.P	35

The value of transactions stated above would be for the period up to next Annual General Meeting of the Company. The value of the transactions proposed is estimated on the basis of the Company's current transactions and future business projections.

Mr. Pramod Maheshwari, Mr. Om Prakash Maheshwari, Mr. Nawal Kishore Maheshwari and Mrs. Neelima Maheshwari being Director and shareholder of Career Point Limited may be concerned or interested in the resolution. The above transactions are in the ordinary course of business of the Company and on an arm's length basis.

The Board accordingly recommends the resolution set forth in item no.6 for approval of the members.

Item No. 7

The Board of Directors on the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Divya Sodani as an Additional Director (Independent) with effect from 24th June 2020 to hold office for a period of five consecutive years with effect from 24th June 2020, not liable to retire by rotation, subject to consent by the members of the company at the ensuing Annual General Meeting ('AGM').

As an Additional Director, Mrs. Divya Sodani holds office till the date of AGM and is eligible for being appointed as an Independent Director. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 ("the Act") together with the requisite amount of deposit from a Member signifying her intention to propose the appointment of Mrs. Divya Sodani as a Director of the Company. Mrs. Divya Sodani is not disqualified from being appointed as a Director in

terms of Section 164 of the Act and she has also given her consent to act as a Director of the Company. The Company has also received a declaration from Mrs. Divya Sodani confirming that she meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mrs. Divya Sodani fulfills the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and she is independent of the management. Considering her vast experience, her presence on the Board will be of immense value to the Company. She is a qualified Chartered Accountant (CA) from Institute of Chartered Accountants of India. She has over 5 years of experience in the field of Finance & Taxation. She holds a Bachelor's Degree in Commerce. A copy of the draft letter of appointment for Independent Directors setting out the terms and conditions for appointment of Independent Directors is available for inspection is available for inspection by the Members at the Registered Office of the Company on all working days between 10:00 am to 1:00 pm and is also available on the website of the Company www.cpil.in

Mrs. Divya Sodani is not related to any Director and Key Managerial Personnel of the Company.

None of the Directors, Key Managerial Personnel and their relatives except Mrs. Divya Sodani, are concerned or interested in the above resolution.

The Board commends the ordinary resolution as set out in Item No. 7 of this Notice for your approval.

By Order of the Board
For CAREER POINT LIMITED

Tarun Kumar Jain
GM (Corporate & Legal Affairs)
& Company Secretary
ICSI Membership No. F6584

Kota, August 28, 2020
Registered Office:
CP Tower 1, Road No. 1,
IPIA, Kota, Rajasthan 324005

GREEN INITIATIVE IN CORPORATE GOVERNANCE

Dear Shareholders,

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the Companies through electronic mode. In accordance with the circulars issued by the MCA during April and May 2011, companies can now send notices and documents, including Annual Reports and postal ballots to its shareholders through electronic mode to the registered e-mail addresses of the Shareholders.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholder as well as the companies to contribute towards a Greener Environment.

Your Company also proposes to participate in this Green initiative by opting for e-mailing all the future shareholder communications henceforth including notices of Annual General Meetings and Annual Reports of the Company to those shareholders opting to receive the same in electronic mode.

To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Depository Participants.

Members who holds shares in physical form are requested to furnish their e-mail id to the following e-mail id viz. careerpointgogreen@linkintime.co.in quoting your folio number, name, PAN, mobile number. We would be mailing all the future shareholder communication to the e-mail id furnished to us.

Please note that as a member of the Company, you will always be entitled to receive all such communication in physical form, upon request.

For Career Point Limited
Tarun Kumar Jain
GM (Corporate & Legal Affairs) & Company Secretary

E-COMMUNICATION REGISTRATION FORM

To,
Career Point Limited
 CP Tower, Road No.1, IPIA,
 Kota (Raj.) 324005

Dear Sir/Madam,

I agree to receive all Communication from the company in electronic mode. Please register my email id in your records for sending communication through email.

Folio No: _____

DP ID: _____

Client ID: _____

PAN No: _____

Name of 1st Registered Holder: _____

Name of Joint Holder: _____

Registered Address: _____

E-mail ID: _____

Date: _____ Signature of First Holder: _____

Important Notice:

1. On Registration, all communication will be sent to the email id registered the folio/DP ID & Client ID
2. The form is also available on www.cpl.in
3. Shareholders are requested to keep the company informed as and when there is any change in the e-mail address. Unless the e-mail id is changed by your by sending another communication in writing, the company will continue to send notices/documents to your on the above mentioned email id.

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UNREGISTERED PARCEL

If undelivered, please return to:
Career Point Limited, CP Tower, Road No. 1,
IPIA, Kota -324 005, Rajasthan, India