Knowledge is wealth

NEL/189/2023 Date: 22nd July, 2023

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1,
'G' Block, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051

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

Ref: Symbol– NAVNETEDUL
Ref: Scrip Code – 508989

Dear Sir/Madam,

Sub: Notice of the 37th Annual General Meeting along with Annual Report of Navneet Education Limited ("the Company") for the Financial Year 2022-23.

This is to inform that the 37th Annual General Meeting ("AGM") of the Company will be held on Monday, 14th August, 2023 at 11.00 a.m (IST) through Video Conferencing / Other Audio Visual Means in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 34(1) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the Annual Report of the Company along with the Notice of AGM and Business Responsibility & Sustainability Report for the financial year 2022-23 which is being sent through electronic mode to the Members.

The Annual Report containing the Notice is also uploaded on the Company's website and can be accessed at www.navneet.com

We would further like to inform that the Company has fixed Monday, 07th August, 2023 as the cut-off date for ascertaining the names of the members holding shares either in physical form or in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM. You are requested to take the same on your records.

FOR **NAVNEET EDUCATION LIMITED**

AMIT
DUSHYANT
BUCH

Digitally signed by AMIT DUSHYANT BUCH
DN: c=IN, o=Personal,
pseudonym=ba2fe391f1c30d91f20502dc91565f24b9b87b47264b8fe7adedcd564f7913eb,
postalCode=400077, st=MAHARASHTRA,
serialNumber=e4149cc0f62195354a22e1e8e3fc84e67947d33d54fc85ac1718fbdcbc9a5e5e,
cn=AMIT DUSHYANT BUCH
Date: 2023.07.22 19:57:28 +05'30'

AMIT D. BUCH
COMPANY SECRETARY
MEMBERSHIP NO. A15239

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BUILDING ON A STRONG FOUNDATION

37TH ANNUAL REPORT **2022-23**

Across the Pages

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CORPORATE OVERVIEW

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STATUTORY REPORTS

Investor Information

Market Capitalisation as at 31st March 2023	:	₹ 2,15,694 Lakhs
CIN	:	L22200MH1984PLC034055
BSE Code	:	508989
NSE Symbol	:	NAVNETEDUL
Dividend Recommended	:	₹ 2.60 per share
AGM Date	:	14th August 2023
AGM Mode/Venue	:	Video Conference/Other Audio Visual Means

Disclaimer: This document contains statements about expected future events and financials of Navneet Education Limited ('The Company'), which are forward-looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

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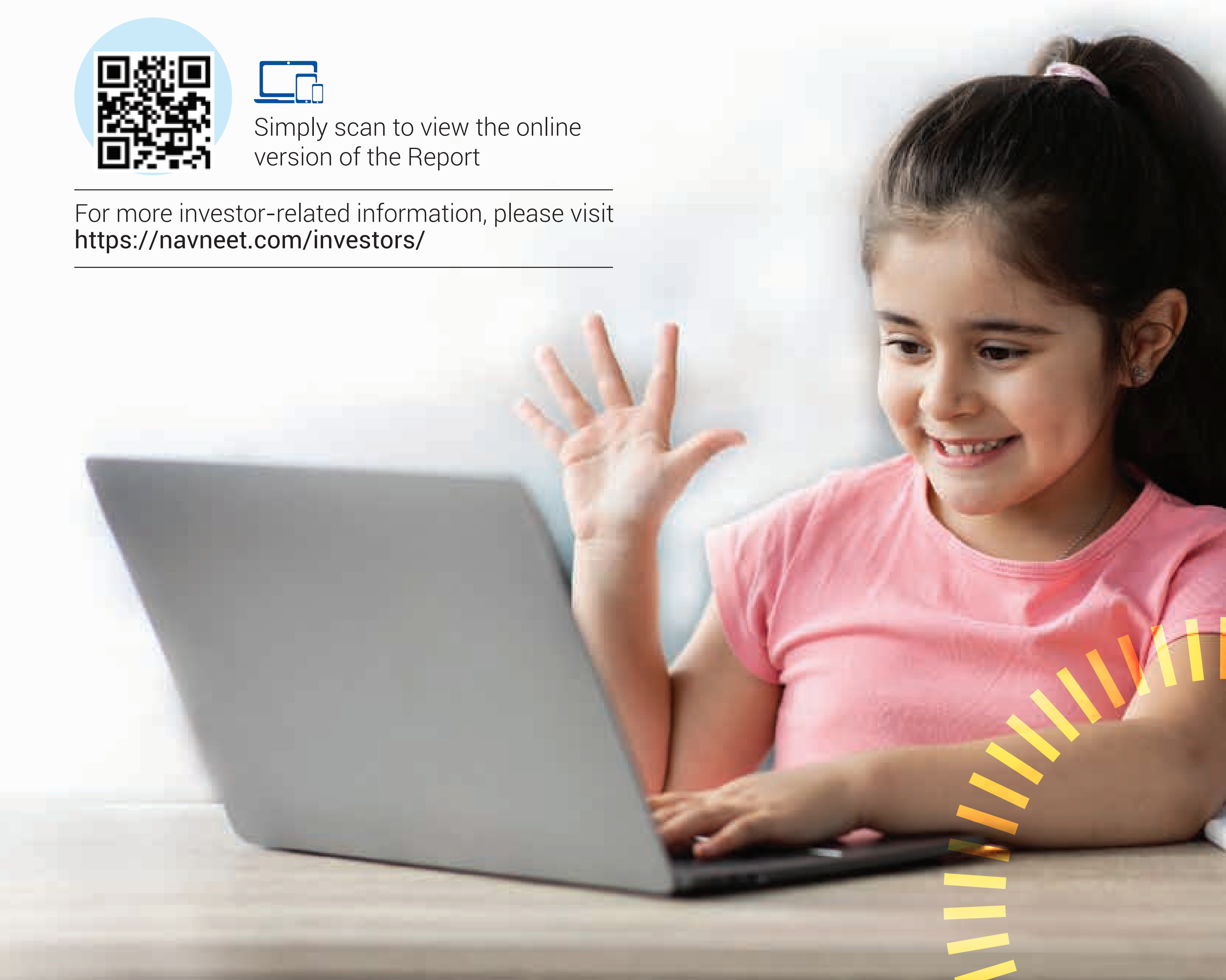
FINANCIAL STATEMENTS

Simply scan to view the online version of the Report

For more investor-related information, please visit https://navneet.com/investors/

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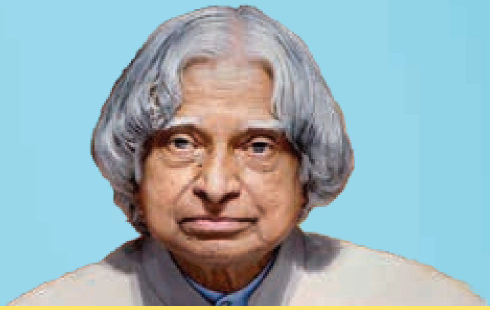
BUILDING ON
A STRONG
FOUNDATION

In the dynamic landscape of education, technological advancements have accelerated progress and transformed learning experiences. With such advancement, the role of educational organisations and providers of supportive tools has never been more vital.

Building on a strong foundation, Navneet Education Limited stands at the forefront of the rapidly evolving Indian educational landscape. With a deep understanding that education is not just about attending school and acquiring a degree, but rather about widening knowledge and embracing the truths about life, we are committed to providing holistic learning experiences that go beyond the traditional classroom setting. Through the comprehensive range of educational products, we strive to ignite a thirst for knowledge, nurture curiosity, and enable learners to discover their true potential.

With a rich history spanning six decades, we have established ourselves as a trusted partner in the educational journey of students and educators alike. Our commitment to quality and innovation drives us to continuously evolve and adapt to the changing needs of the education sector. As we build on this strong foundation, we are poised for immense growth in the education and stationery space.

Our vision extends beyond conventional learning. Dedicated to educational excellence, we are determined to shape a promising future, where learners are empowered to explore, discover, and embrace the profound beauty of lifelong learning while building on a strong foundation for themselves.



Education is not just about going to school and getting a degree. It is widening your knowledge and absorbing the truth about life.

~ Dr. A. P. J. Abdul Kalam

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OUR APPROACH TO REPORTING

BASIS OF REPORTING

The contents of this report have been prepared in accordance with the fundamental principles outlined by the International Integrated Reporting Council (IIRC). It presents a thorough overview of our operational and financial achievements, detailing their impact on our strategic trajectory and ultimately contributing to our capacity to generate enduring value.

REPORTING SCOPE AND BOUNDARY

The period covered by this Integrated Report spans from 1st April, 2022 to 31st March, 2023. It offers an overview of our operational and business development endeavours. The Report delves into our business divisions both in India and overseas, as well as the associated activities that contribute to generating value in the short, medium, and long term. Additionally, it encompasses our subsidiaries, namely Navneet Futuretech Limited (previously known as eSense Learning Private Limited), Navneet (HK) Limited, Navneet Learning LLP, Navneet Tech Venture Private Limited, and Indiannica Learning Private Limited.

OUR APPROACH TO REPORTING

The purpose of this report is to offer our stakeholders a comprehensive understanding of our Company's capacity to create value, utilising both financial and non-financial resources. Additionally, it aims to provide insights into our core strategies, operating context, significant issues arising from stakeholder engagements along with their corresponding mitigation strategies, operational risks and opportunities, governance framework, and our approach to long-term sustainability.

REPORTING STANDARDS AND FRAMEWORK

In this report, our aim is to enhance transparency and accountability by incorporating additional disclosures and information, aligning with the guiding principles established by the International Integrated Reporting Council (IIRC). Furthermore, the other mandated reports, such as the Directors' Report, the Management Discussion and Analysis (MD&A) section, the Corporate Governance Report, and the Business Responsibility and Sustainability Report (BRSR), adhere to the regulations outlined in the Companies Act, 2013 (and its associated rules), the Securities Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the prescribed Secretarial Standards.

MANAGEMENT ASSURANCE

The Board of Directors expresses confidence that this report accurately and objectively represents our Company's financial and non-financial aspects, performance, and business model. They recognise their duty to uphold the integrity of this report and fulfil our Company's responsibilities accordingly.

CHAIRMAN'S MESSAGE

Dear Shareholders,

I am delighted to present the Integrated Report for the year 2022-23. Drawing upon our well-established foundation, we are leveraging our industry experience, strong brand recall, and expansive geographic reach to pave the path for a successful future. We are confident that our foray into the EdTech sector will be a success and drive our future growth.

The global economy demonstrated exceptional resilience in overcoming the challenges encountered during 2022-23 and preceding years. The supportive measures undertaken by central banks worldwide have been pivotal in effectively addressing and mitigating inflationary pressures on a global scale. Notably, the Reserve Bank of India (RBI) implemented proactive measures, including interest rate adjustments, to prudently manage inflation, particularly in response to geopolitical disruptions. These measures contributed substantially to preserving the growth trajectory of our economy, as we ardently pursue the significant milestone of achieving a commendable USD 5 trillion benchmark.

The combined efforts of the RBI and the Government have yielded impressive outcomes. This is evident in the remarkable growth of 7.2% exhibited by our economy during 2022-23. This is further supplemented by the successful containment of inflation, which underscores the robustness of our economy. Moreover, the considerable progress seen in various sectors indicates a broad-based recovery, placing India in a favourable position to quickly regain its pre-pandemic growth trajectory. This development holds weighty promise for our nation's economic resurgence.

As household incomes rebound to pre-Covid levels, a noticeable trend seems to be emerging with a growing influx of students transitioning from Government schools to private institutions. This transition has resulted in a substantial surge in the demand for educational resources, including textbooks, guides, and stationery. This evolving scenario gives us an opportunity to play a pivotal role in shaping India's dynamic educational landscape.

India's EdTech sector is spearheading an educational revolution, supported by widespread internet accessibility, affordable pricing, and a large young population. These favourable conditions have created an enabling platform for technological advancements in the field of education. Capitalising on this revolution, we have astutely positioned ourselves to offer EdTech products tailored for schools, tutors, and coaching institutes, effectively complementing our existing education-led journey.

I have always believed that educational reforms have long been overdue for India, more so because traditional learning methods have somewhere fallen short of enabling students to fully harness their potential. The recently introduced National Education Policy (NEP) aims to address these challenges by promoting holistic development in both academic and non-academic spheres, empowering students to leverage their unique strengths and abilities while embracing the transformative power of technology. The successful implementation and adoption of NEP will undoubtedly serve as a seminal milestone in shaping India's educational landscape for the years ahead.

At Navneet, we wholeheartedly embrace the revolutionary impact of NEP, as we believe it will bring about a paradigm shift in the education sector. This is because the policy emphasises a learner-centric approach focussing on skill development, experiential learning, and technology integration. It also recognises the importance of early childhood education and foundational aspects, which align with the core of product development and research at Navneet. Our products, offered through customer brands like Top School, Top Class, TopScorer and BeMasterly, effectively address the objectives of NEP. By collaborating with students, teachers, parents, and educational institutions, we strive to enable the holistic development of students.

Despite facing headwinds such as rising paper costs and supply chain constraints, we experienced improvements across all financial metrics in 2022-23. Our revenues from operations increased by 53.48% to ₹ 1,62,768 Lakhs on a yearly basis. Our EBITDA also witnessed a remarkable growth of 86.11% to ₹ 35,420 Lakhs, while profit after tax experienced a significant jump of 76.56% to ₹ 25,887 Lakhs during the same period.

Within our publications segment, the revenues grew by 83% to ₹ 30,678 Lakhs on a yearly basis. The domestic segment of our stationery business observed a growth of 98% to ₹ 37,988 Lakhs, and the export segment grew by 15% to reach ₹ 56,725 Lakhs in the same period.

The growth of our publication segment in 2022-23 was primarily driven by the complete opening of schools after the pandemic, albeit late. Another key driver has been the return of students from the Government to private schools. Additionally, the ongoing trend of students transitioning from Government to private schools and from private to CBSE schools is expected to have a significant positive impact on our addressable market. It is likely to fuel an increased demand in our publication vertical. The rise of CBSE petal schools too, has improved the demand for published products.

Our export segment's growth can be attributed to our partnerships with major retail outlets in the US and our longstanding position as a preferred vendor. This has led to a steady stream of repeat orders, particularly during the back-to-school season. Furthermore, our capacity to innovate and provide new product solutions has played a vital role in substantially boosting our export revenues during the period of 2022-23.

Our sustained long-term growth results from our commitment to driving all-round progress for both society and our Company. Our vision is 'To ignite a movement dedicated to the sustainable development of society through the empowerment of individuals and communities'. In order to bring this vision to life, we have taken tangible actions in various areas, such as providing high-quality education, delivering healthcare services, fostering environmental development, promoting sports, and supporting community initiatives through the Navneet Foundation. In 2022-23, our Corporate Social Responsibility (CSR) expenditure amounted to ₹ 500 Lakhs. Guided by a focus on sustainability, we prioritise the reduction of our carbon footprint by emphasising on the consumption of green energy through solar and wind generation at our facilities.

FUTURE GROWTH TRAJECTORY

With over six decades of rich experience and a strong workforce, our primary objective is to enrich the lives of future generations. By leveraging our vast knowledge and expertise, we are committed to making a lasting impact on society through education. Through our initiatives, we strive to provide transformative educational solutions that empower and inspire students. We are driven by a passion for nurturing young minds and equipping them with the skills and knowledge needed to thrive in an ever-changing world.

I am thrilled about the revolution which is forthcoming in our education sector. At Navneet, we aim to grab the vast opportunities that lie ahead with able guidance from our highly experienced Board of Directors and highly skilled group of executives. I would like to take this opportunity to thank all our shareholders and investors who have placed their invaluable trust in our vision. I would also like to extend my regards to all our partners across the value chain. It is with their support that we are able to deliver best-in-class products in India and abroad.

Thank you,

Kamlesh S. Vikamsey

Chairman

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BUILDING ON A FOUNDATION ROOTED IN EXCELLENCE

VISION

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

MISSION

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

Education is not just about gathering knowledge, but also about awakening an individual's inner wisdom and conscience.

At Navneet Education Limited, we have charted an amazing journey since our inception in 1959. Over the years, we have emerged as the pioneers of providing educational curricula designed especially for the K-12 segment. By seamlessly blending traditional Print and progressive Digital platforms, we offer a plethora of learning resources, creating a rich tapestry of educational materials. Our portfolio encompasses an array of stationery products catering to academic and non-academic endeavours, including global exports. Through our unique offerings, we establish and reinforce our brand's essence within the educational landscape.

CORE VALUES

- Excellence
- Proactive
- Student Centric
- Transparency

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Building on a Strong Legacy of Development

1959
Published our first-ever **Digest/Guide** for the 10th grade

1970
Introduced the concept of **Workbook**

2022
Launched our **LMS platform** in Maharashtra, Gujarat, Andhra Pradesh, Telangana, Karnataka, Tamil Nadu, and Chhattisgarh

1975

Published our first-ever **21 Most Likely Question Sets**

1990

Launched our first-ever **Children's Books**

1993

Launched our **Academia Stationery**

1994

Listed **on BSE and NSE** and became the first Education Publisher to get this distinction

2008

Forayed into the **B2B Digital Learning Space**

2011

Ventured into **School Management**

2014

Forayed into the **B2C Digital Learning Space** (TopScorer)

2016

- Launched our **YOUVA** Brand of Stationery
- Acquired **Indiannica Learning Private Limited**

2017

Introduced our premium stationery products under the brand **'HQ'**

2020

Launched our new EdTech product **Navneet DigiBook**

2021

Launched the '**Carve Your Niche**' campaign together with our **HQ stationery brand** and **Terribly Tiny Tales**

Knowledge is wealth

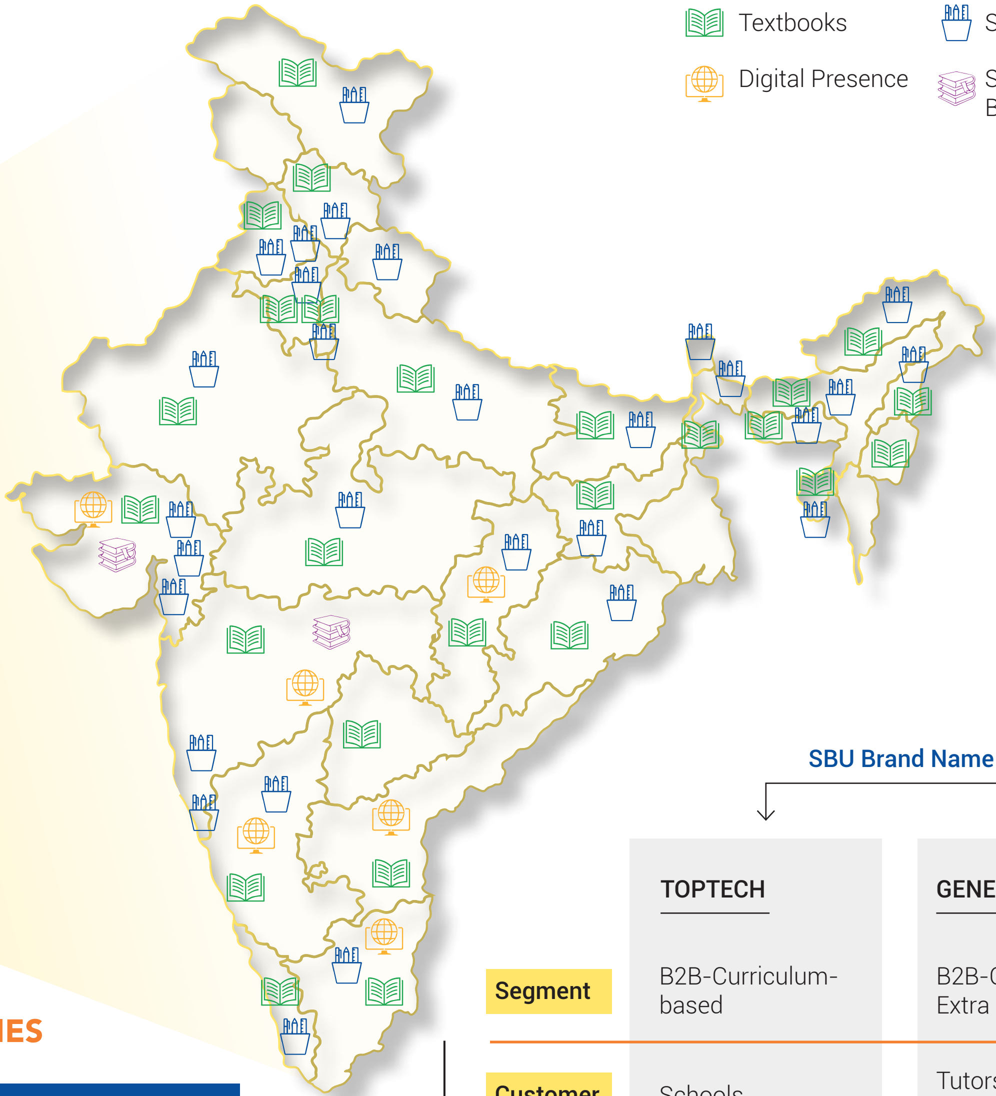
Building on a Strong Global Presence

BUILDING OUR PRESENCE GLOBALLY

1	Canada	9	Ireland	17	Ethiopia	25	U.A.E.
2	U.S.	10	Norway	18	Kenya	26	Trinidad & Tobago
3	Mexico	11	Sweden	19	Rwanda	27	Mozambique
4	Honduras	12	Denmark	20	Tanzania	28	Congo
5	Jamaica	13	Germany	21	Zambia	29	Senegal
6	Puerto Rico	14	U.K.	22	Madagascar	30	Ivory Coast
7	Costa Rica	15	Spain	23	South Africa	31	Ghana
8	Panama	16	Turkey	24	New Zealand	32	Nepal

This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind in connection to its accuracy or completeness.

Textbooks
Stationery
Digital Presence
Supplementary Books



SBU Brand Name

	TOPTECH	GENEXT
Segment	B2B-Curriculum-based	B2B-Curriculum and Extra Curricular
Customer	Schools	Tutors & Coaching Institutes
Products	Content, LMS & ERP-Schools SaaS	Content, LMS & ERP-Tutoring SaaS & CaaS
Customer Brands	TopSchool, TopClass, TopScorer	BeMasterly

SUBSIDIARIES

Navneet Education Limited

↓

Navneet Futuretech Limited
(Earlier, eSense Learning Limited)

- Ed-Tech Businesses and Brands
  - TopTech (B2B-Schools)
  - BeMasterly (B2B-Tutoring)
- Investments into Education-related Business
  - Sports For All
  - Be Galileo
  - Tinkerly

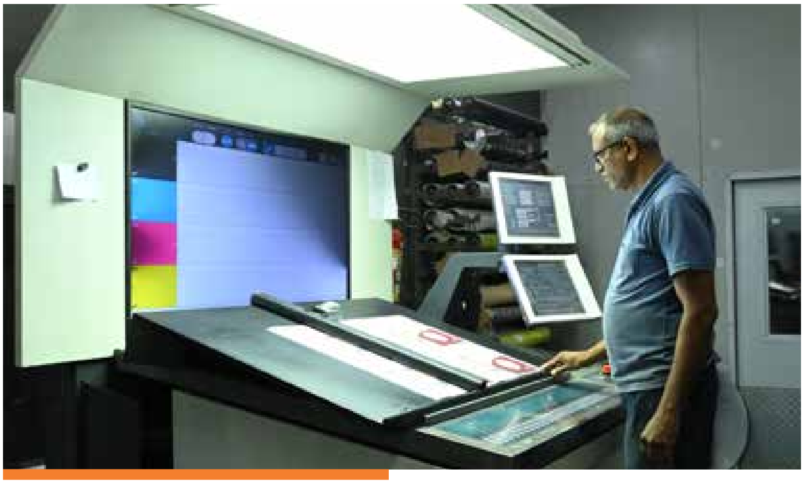
STRENGTH TO PROPEL US INTO THE FUTURE.

BUILDING THE FOUNDATION FOR FUTURE SUCCESS

At Navneet, we have strategically built a diverse portfolio spanning our value chain. Together, these have propelled us to achieve significant milestones. Driven by a commitment to explore new horizons, we continually build new capabilities to deliver on and surpass expectations. This relentless pursuit of growth and excellence enables us to adapt, forge enduring relationships, and establish ourselves as a force in the industry.

MAINTAINING OUR FOUNDATION OF STRONG REPUTATION

Backed by our dedication to enhancing learning experiences and supporting educational pursuits, Navneet enjoys a strong brand visibility and leadership in educational content and stationery. Built on a foundation of trust and excellence, we have earned the loyalty and confidence of our customers over the years. We have consistently delivered high-quality educational materials and stationery to meet the diverse needs of students and educators. This approach has solidified our position as a trusted and preferred choice in the industry and given us an edge over the competition.



BUILDING A SUCCESS STORY WITH OUR TALENTED WORKFORCE

We take great pride in our exceptional team of 2,700 people and believe in fostering a culture of excellence, creativity, and expertise. Our talent pool comprises accomplished authors, skilled editors, and quality-check professionals. With a diverse team of over 300 authors, we develop engaging and relevant educational content that meets the needs of students and educators. Our in-house editors refine and ensure the highest standards of quality, while our dedicated quality-check team reviews all aspects of our materials for accuracy and clarity. Thereby enabling us to deliver solutions that shape the future of learning worldwide.

BUILDING ON SIX DECADES OF WISDOM

With over six decades of experience, we have made a profound and lasting impact on the educational landscape. We take immense pride in the fact that our educational solutions have positively influenced the lives of more than 50 million students till date. This milestone reflects our commitment to delivering high-quality content and resources that inspire and empower learners. Our comprehensive range of educational materials, coupled with our expertise and deep understanding of students' needs, has enabled us to touch the lives of countless young minds across generations. As we continue our journey, we remain dedicated to creating unique and effective learning solutions that make a meaningful difference in students' lives, nurturing their potential and shaping their future.

DELIVERING EDUCATIONAL SOLUTIONS WITH TECHNOLOGY AS THE FOUNDATION

Technology lies at the core of our Company and we acknowledge its transformative power within the education sector. We consistently strive to harness EdTech and develop innovative solutions that enrich teaching and learning experiences. By seamlessly integrating state-of-the-art digital tools and platforms, we empower students and educators to access our extensive digital library comprising over 750 hours of educational content. Our 4,500+ digital classrooms provide flexibility and convenience to students and educators in their respective journeys. Our commitment to EdTech surpasses mere adoption, as we actively embrace emerging technologies such as AI and data analytics to create immersive and tailored learning environments. Our initiatives bridge the educational gaps among students, promote engagement, and unlock every learner's untapped potential.

BUILDING ON OUR LONGSTANDING FOUNDATION WITH LARGE RETAIL PLAYERS

Navneet has emerged as a prominent global supplier of scholastic and office stationery products. It holds a leadership position in the Indian market and key regions like the Middle East, parts of Africa, USA, and Europe.

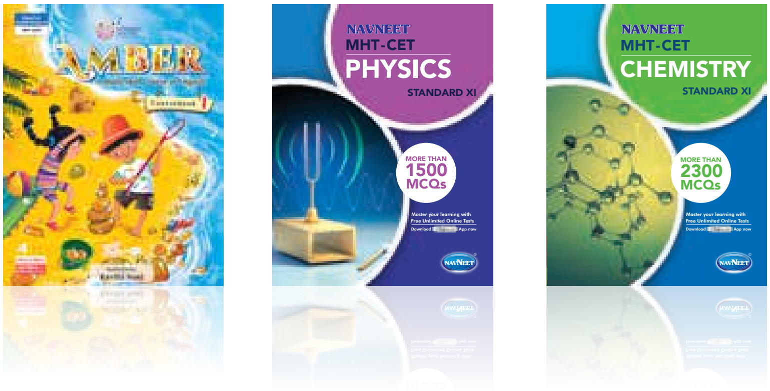
PRODUCT PORTFOLIO

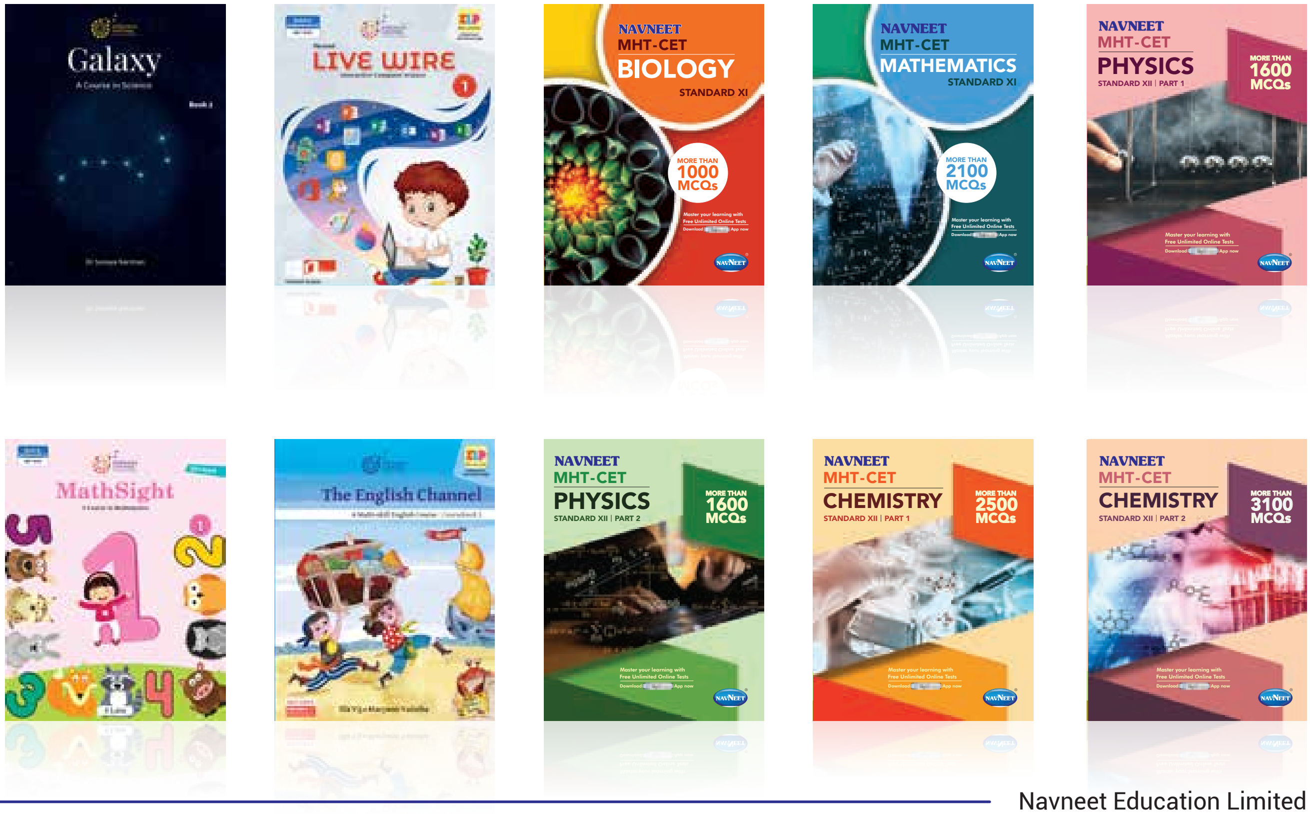
BUILDING BRIDGES TO SUCCESS THROUGH OUR PRODUCTS

At Navneet, we offer a comprehensive set of educational material through our publications and on our EdTech platforms. Our product lineup encompasses various segments, catering to students studying in state boards, CBSE, and ICSE.

BUILDING ON OUR NATURAL STRENGTH

Our supplementary books and textbooks have profoundly impacted the education journey of generations of students and educators. As a trusted player in this segment, we continuously update and enhance the quality of our offerings, and align our materials with the latest educational guidelines. We aim to deliver students the best study resources and the highest quality educational material.





STATIONERY

By navigating the realms of both traditional paper-based and modern non-paper stationery domains, we have established a strong presence that extends beyond India, to make an impact globally. We are renowned for our expansive repertoire of products and have earned global acclaim for the impeccable quality and affordability of our offerings. Our commitment to upholding the highest standards enables us to deliver stationery solutions that surpass customer expectations, and bring satisfaction to both our domestic and overseas customers.

EDTECH

Building on our strength of providing best-in-class educational content, we are dedicated to offering a comprehensive range of EdTech products. The aim is to empower students with the necessary skills to thrive in the future. Our focus is on providing learning solutions that equip students with holistic skill sets while improving their academic acumen through a learner-centric approach. This will further enable them to succeed across various domains. Through our innovative EdTech offerings, we aim to revolutionise the way education is delivered, bringing a holistic and future-ready learning experience for students.

BUILDING STRENGTHS TO THRIVE IN A DYNAMIC ENVIRONMENT

Navneet is working towards capitalising the emerging opportunities and resolving existing challenges in the ever-evolving education landscape. Our commitment to providing unique educational solutions, undertaking collaborative ventures, and utilising emerging technologies empowers us to navigate this dynamic environment with agility. By leveraging our expertise and deep industry insights, we are seizing opportunities and ensuring sustained growth. Thus embracing change and forging the path for a brighter future.

THE NATIONAL EDUCATION POLICY (NEP)

At Navneet, our product offerings naturally align to the National Education Policy (NEP) guidelines. To enhance students' learning experience, we have designed our curriculum in a circular and pedagogical manner. We are optimising learning based on cognitive development and teaching strategies. Our top-notch products, such as the Rise Series and teachers' manuals, fully support these guidelines. We emphasise holistic, inquiry-, discovery-, discussion-, and analysis-based learning methodologies, providing recommended lesson and curriculum plans. Our content delivery includes concept-based 2D and 3D digital content for major subjects. We promote competency-based education through extended learning assignments, and our technology-based multidimensional report card provides a comprehensive overview of each learner's progress. We also explore art and sports integration as cross-curricular pedagogical approaches. Through our TopTech platform, we prioritise supporting teachers in implementing technology seamlessly in the classroom. Our Genext platform enables tutors to teach seamlessly through enhanced educational and administrative tools.

TRANSFORMING THE SCHOOL LANDSCAPE

India's educational landscape is vast with more students opting to enrol in private schools. They are transitioning from state boards and further to CBSE and ICSE boards. One of the major factors fuelling this change is rising incomes of families, which is enabling them financially to switch to private schools. Additionally, the rising aspiration amongst parents to provide their children with the best-quality education has played a pivotal role in this transition. Recognising this evolving trend, schools are actively capitalising on the opportunity by adopting CBSE, ICSE, and IBDP curriculums to align with student preferences. In this digital age, technology is also playing a vital role in transforming education and shaping students' learning experiences. At Navneet, we understand the transformative power of technology and have developed a comprehensive range of EdTech offerings that seamlessly integrate technology into the teaching and learning processes.

VOLATILITY: THE NEW NORMAL

Amidst the prevailing global uncertainties and supply chain disruptions, there was some volatility in paper prices during 2022-23. However, we were able to safeguard our margins to a significant extent by leveraging our long-term contracts with paper mills and maintaining sufficient inventory. Going forward, we remain confident in our ability to protect our margins in the face of global headwinds, as we continue to proactively manage our supply chain and adapt to changing market conditions.

INDIA'S RISE

India is moving towards surpassing the USD 5 trillion milestone in 2026-27, paving the way for greater economic achievements and establishing itself as a global economic powerhouse. In this light, the significance of education will reach unprecedented heights. With the remarkable growth of the education sector, we are strategically positioned to capitalise on these favourable circumstances and expand our presence alongside the country's development.

FRIEND SHORING

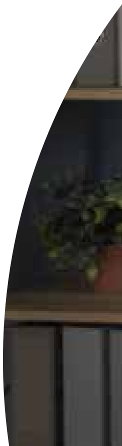
Amidst evolving geopolitical scenarios, we have substantial advantages due to shifting global trends, and the need for a reliable alternative to China. This is evident in the notable increase in orders for our stationery products on a global scale. With our extensive reach, we successfully deliver stationery solutions to more than 30 countries worldwide. This puts us in a favourable position to seize the opportunities ahead.

STRATEGIES

BUILDING STRATEGIES THAT CATER TO FUTURE

Our meticulously crafted strategies, closely aligned with our strengths, serve as the driving force for our future growth. With a clear focus on leveraging our core competencies, we are poised to seize opportunities, overcome challenges, and achieve sustainable success in the times ahead.

Strategy	Description
NATURAL EXTENSION	Extend our current expertise in the publishing business to provide best-in-class EdTech solutions and penetrate newer geographies. Thereby also helping in growing the traditional business as well.
CREATION OF NAVNEET ECOSYSTEM	Accelerate our core business by foraying into the EdTech segment to create an ecosystem of Navneet-led products; this will enable us to provide seamless educational solutions for students.
CAPTURING A LARGER MARKET	Cater to a larger market through our innovative products and solutions like TopSchool, TopScorer, TopClass and BeMasterly.



NAVNEET'S CONTENT LIBRARY

Venture into EdTech and harness our experience and extensive content library to deliver an unmatched digital offering; this integration of physical and intellectual assets will enable us to optimise stakeholder experience, thereby ensuring a seamless and enriching educational journey (eg: Competitive exams paper set).

STRONG RELATIONS WITH RETAIL CHAINS

Innovate and expand our product offerings by leveraging our longstanding relationships with retail chains in the US; these partnerships also reinforce our position as the leading exporter of Indian stationery to the US market, solidifying our presence and market share.

NATIONAL EDUCATION POLICY

Capitalise on the implementation of the National Education Policy (NEP), as our EdTech products are designed in accordance with its regulations; this strategic alignment will help in the seamless adoption of NEP by schools and allow us to extend our reach into new territories. Thereby expanding our market presence. Additionally, the change in curriculum will also benefit our publication business as updated copies of our offerings would be widely purchased due to the novelty of the syllabus.

FINANCIAL CAPITAL

BUILDING ON OUR ROBUST CAPITAL FOR STABILITY

At Navneet, we stand committed to prudent financial management, and emphasise maintaining a robust balance sheet. This strategic approach has enabled us to maintain our financial strength, further laying a solid foundation for our expansion. Through judicious management of our finances, we have established a stable footing. This has enabled us to navigate dynamic market conditions while actively pursuing avenues for growth. By prioritising fiscal prudence, we aim for long-term success and capitalise on emerging opportunities.

UNSDG MAPPING

8 DECENT WORK AND ECONOMIC GROWTH

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

CAPITALS IMPACTED

- Manufacturing Capital
- Intellectual Capital
- Human Capital
- Social and Relationship Capital
- Natural Capital

STAKEHOLDERS IMPACTED

- Employees
- Customers
- Vendors
- Government
- Shareholders
- Community

₹162,768 Lakhs

Total revenue from operations in 2022-23

53.48%

Rise in revenues from operations compared to the previous year

₹35,420 Lakhs

EBITDA for 2022-23

21.76%

EBITDA Margin for 2022-23

₹25,887 Lakhs

Profit After Tax in 2022-23

15.90%

Profit After Tax Margin for 2022-23

FINANCIAL OVERVIEW

Our revenues in 2022-23 increased to ₹ 1,62,768 Lakhs, at 53.48%, compared to the previous year. Our EBITDA also increased to ₹ 35,420 Lakhs, by a staggering 86% as compared to the previous year. Our receivable days reduced by 6, showcasing our strength in maintaining liquidity. Our PAT increased to ₹ 25,887 Lakhs, showcasing a growth of 77% as compared to the previous year.

Our Financial Performance over the Years

Revenue From Operations	(₹ in Lakhs)
1,62,768	2022-23
1,06,052	2021-22
80,297	2020-21
1,44,180	2019-20
136,054	2018-19

Growth in Total Revenue	(%)
53.48	2022-23
32.07	2021-22
(44.31)	2020-21
5.97	2019-20
20.16	2018-19

EBITDA & Margin	(%)
21.76	2022-23
17.95	2021-22
15.67	2020-21
23.82	2019-20
22.57	2018-19

PAT Margin	(%)
15.90	2022-23
13.83	2021-22
7.68	2020-21
15.21	2019-20
13.04	2018-19

ROCE	(%)
20.04	2022-23
12.96	2021-22
8.56	2020-21
25.95	2019-20
24.32	2018-19

Price to Earnings (P/E)	Ratio
8.33	2022-23
13.86	2021-22
29.74	2020-21
6.46	2019-20
14.17	2018-19

Return on Net worth	(%)
19.14	2022-23
13.01	2021-22
5.93	2020-21
22.71	2019-20
20.35	2018-19

Earnings Per Share	(EPS)
11.44	2022-23
6.45	2021-22
2.69	2020-21
9.58	2019-20
7.67	2018-19

Book Value Per Share	(₹)
59.79	2022-23
49.83	2021-22
45.39	2020-21
42.20	2019-20
38.10	2018-19

Dividend Pay-Out	(%)
130*	2022-23
75	2021-22
50	2020-21
150	2019-20
50	2018-19

*proposed and subject to approval

MANUFACTURING CAPITAL

BUILDING ON EFFICIENCY TO LEVERAGE OUR STRENGTHS

At Navneet, we prioritise a strong manufacturing infrastructure to improve our processes, optimise resource utilisation, and expand our operational capacity. This enables us to deliver top-quality and best-in-class published study material, stationery, and EdTech solutions.

UNSDG MAPPING

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

11 SUSTAINABLE CITIES AND COMMUNITIES

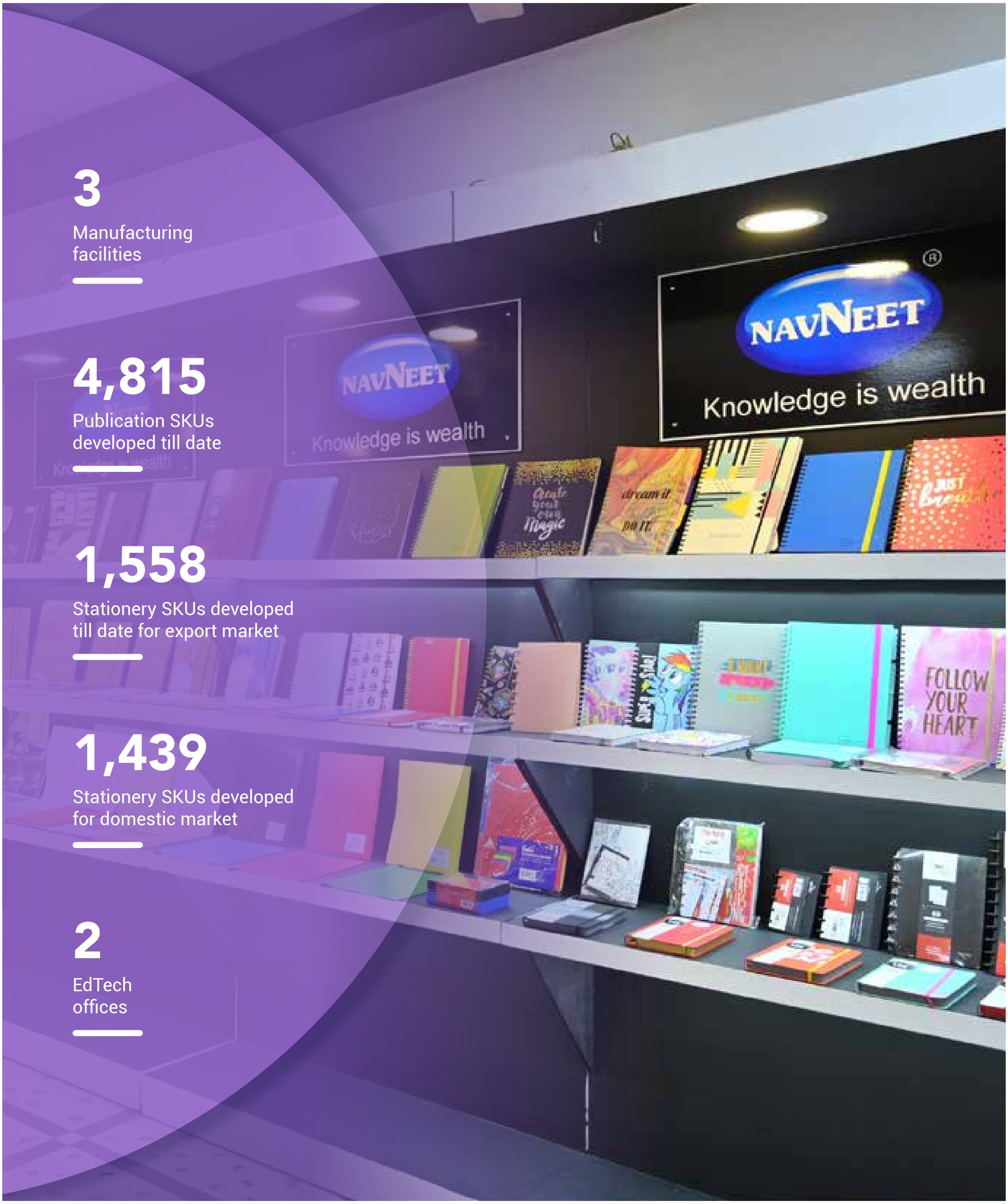
12 RESPONSIBLE CONSUMPTION AND PRODUCTION

CAPITALS IMPACTED

- Financial Capital
- Intellectual Capital
- Human Capital
- Natural Capital

STAKEHOLDERS IMPACTED

- Employees
- Customers
- Vendors



3
Manufacturing facilities

4,815
Publication SKUs developed till date

1,558
Stationery SKUs developed till date for export market

1,439
Stationery SKUs developed for domestic market

2
EdTech offices

Our manufacturing plants are situated in Maharashtra and Gujarat.

Survey No. 62/1, 62/2, 68/2, Near Royalty Naka, Village Khaniwade, Tal. Vasai, Dist. Palghar, Maharashtra

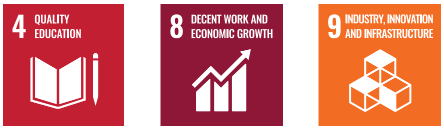
Survey No. 100/1/4, 414/1, 100/2 & 100/1/5/1, Village Sayli, Silvassa, U.T. of Dadra & Nagar Haveli

Village Dantali, Behind Kasturinagar, Dist. & Tal. Gandhinagar, Gujarat

BUILDING A BRIGHT FUTURE WITH DEDICATION AND EXCELLENCE

At Navneet, we harness our technological and technical expertise and strategically invest in our EdTech ventures to provide cutting-edge educational solutions. Our primary focus is enhancing our capabilities to revolutionise how education is approached in India. We aim to deliver best-in-class educational solutions that empower students and transform the learning landscape.

UNSDG MAPPING



CAPITALS IMPACTED

- Financial Capital
- Intellectual Capital
- Human Capital
- Social and Relationship Capital

STAKEHOLDERS IMPACTED

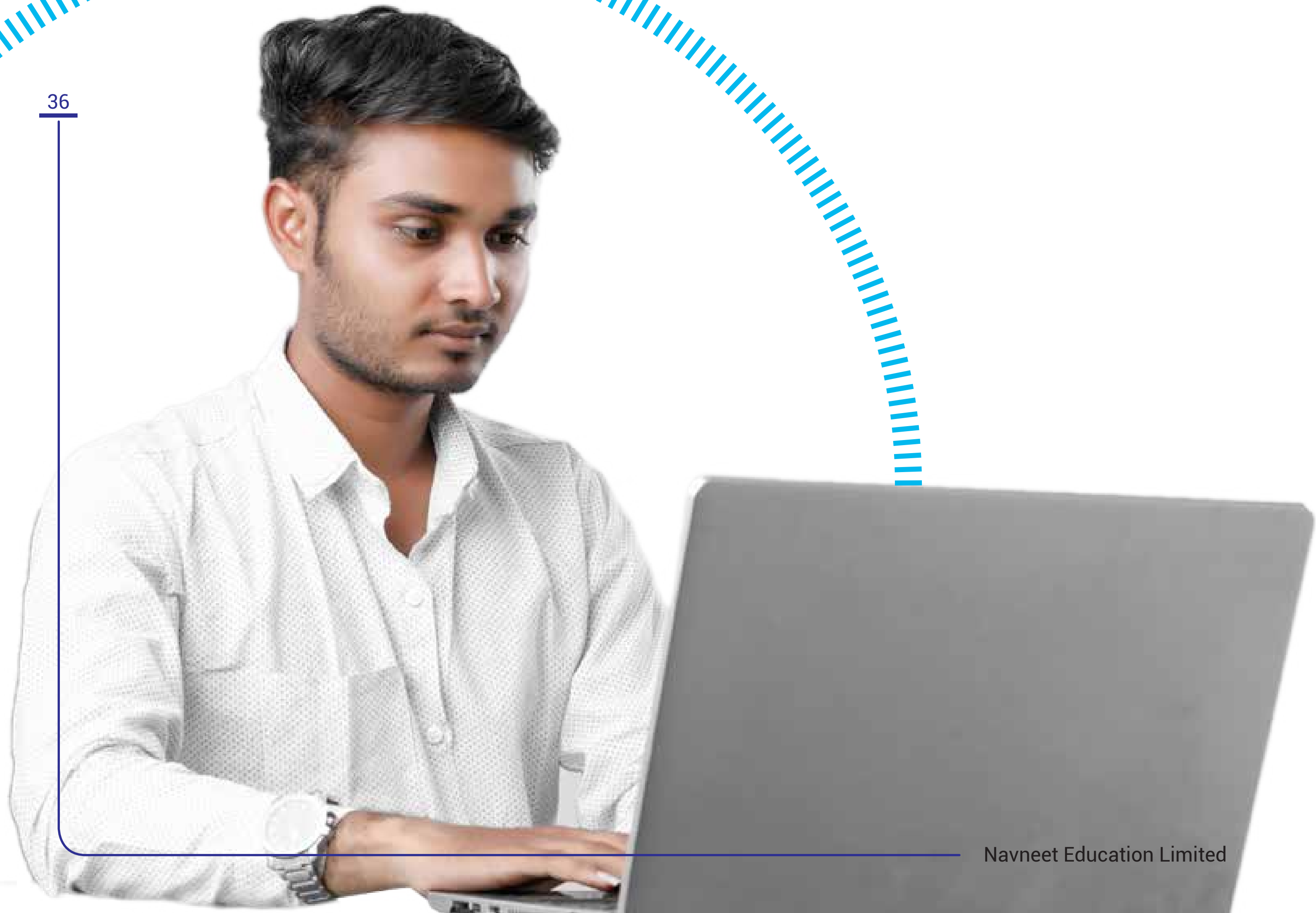
- Employees
- Customers

OUR ORGANIC EXTENSION

At Navneet Education Limited, we have embraced digitalisation and technology-driven education offerings while strengthening our traditional publication business. Our well-established brand equity, robust financial resources, and extensive distribution network make us well-positioned to leverage the transition in the EdTech sector.

With our extensive experience in the publication industry, venturing into the EdTech sector is a natural progression for us. Our core focus on providing strong content modules aligns perfectly with the growing demand for phygital learning methods and technology friendly schools. Leveraging our vast content library and experience, we are committed to creating unparalleled digital offerings in the EdTech space.

We are committed to investing in tools that facilitate user technology adoption. Our innovative products and solutions, such as TopSchool, TopScorer, TopClass and BeMasterly, aim to cater to a wide range of demographics while maintaining brand loyalty. Our focus is on tapping into the B2B market through strategic partnerships and collaborations with schools and tutoring institutes. Additionally, we have also ventured into the domain of competitive exam solutions, recognising the immense potential in this segment. By seamlessly integrating physical and intellectual assets in the EdTech space, we aim to optimise stakeholder experience within India's education ecosystem.



NAVNEET FUTURETECH'S ECOSYSTEM

Through Navneet Futuretech Limited (NFL), we cater to different spheres of the industry.

TopTech: LMS and ERP – School SaaS

TopSchool — Smart School. Smarter Curriculum.

TopClass — Smart teaching beyond chalk and talk

TopScorer — Fun. Learn. Score. More

Genext: Content, LMS & ERP – Tutoring, Saas & CaaS

BeMasterly™ — A Navneet FutureTech Initiative

NAVNEET TOPTECH | A NAVNEET FUTURETECH INITIATIVE

Navneet FutureTech Limited

Investments by Navneet Futuretech Limited (NFL)

SFAPLAY.COM

- Event Management Services (EMA)
- SFA Championship
- Game Management System (GMS) SFA Tech

beGalileo — AWAKENING THE GENIUS IN YOU

- Math & Coding Curriculum
- Summer Camps with influencers

Investment by Navneet Learning LLP

K12

- Leading player in providing management services for direct education

BRIDGING GAPS AND STRENGTHENING INDIA'S EDUCATION SYSTEM

TopSchool

Smart School. Smarter Curriculum.

Designed for school owners, teachers, students, and parents, this intuitive and interactive platform delivers a smart CBSE curriculum aligned with NEP 2020. With comprehensive lesson plans, digital assets, assessments, and extended learning assignments, TopSchool empowers schools to provide a seamless and enriched learning experience. Our partner schools will have easy access to our extensive digital content library, simplifying the teaching process for students. The self-updating syllabus system ensures inclusion of the latest lesson plans and content, keeping education up-to-date. With integrated online-offline teaching tools and robust communication and student management features, TopSchool offers an effective way to educate students for the future. By leveraging technology and embracing a student-centric approach, we are driving a positive change in the Indian education landscape through TopSchool.

TopClass

Smart teaching beyond chalk and talk

This innovative solution encompasses engaging and visually appealing animated content for every chapter, simplifying and expediting all learning processes. With a teacher-driven and student-centric approach, TopClass leverages advanced digital content and hardware with the latest operating system, providing a seamless and interactive learning experience. By combining cutting-edge technology and captivating educational resources, TopClass transforms traditional classroom into dynamic digital learning environment. At Navneet, we are committed to empowering teachers and students with the tools they need to thrive in the digital era through TopClass.

TopScorer

Fun. Learn. Score. More

This innovative product enables teachers to seamlessly connect with their students through online teaching, assignments, question paper distribution, work review, and class performance evaluation. By incorporating audio-visual content, interactive multiple-choice questions, informative learning notes, and AI-based assessments, TopScorer significantly enhances student performance. The platform presents authorised curriculum in an engaging and enjoyable manner, making learning more accessible and enjoyable for students. Furthermore, teachers benefit from real-time reports and round-the-clock support. This empowers them to drive productivity and overcome any existing gaps in teaching and learning.

GENEXT STUDENTS

Genext combines digital content and provides support to tutors and coaching institutes. It empowers them to leverage technology effectively and grow their businesses. With a strong emphasis on achieving measurable student outcomes, Genext helps bridge the gap between traditional education and modern technology, ensuring enhanced learning experiences for students and driving innovation in the education sector.

BUILDING ON OUR POWER OF EXPERTISE & KNOWLEDGE

At Navneet, our continued success reflects our team's unwavering dedication and passion. Our team is like a family, serving students and providing comprehensive educational solutions to learners and educators alike. We deeply value our employees and understand their pivotal role in our journey. We are committed to fostering a safe work environment and offering abundant opportunities for their personal and professional development. Our core principles of care and empathy guide our actions, ensuring that employee well-being and growth remain at the forefront of all that we do.

UNSDG MAPPING

3 GOOD HEALTH AND WELL-BEING

5 GENDER EQUALITY

8 DECENT WORK AND ECONOMIC GROWTH

10 REDUCED INEQUALITIES

CAPITALS IMPACTED

Financial Capital

Manufacturing Capital

Intellectual Capital

Social and Relationship Capital

STAKEHOLDERS IMPACTED

Employees

UPSKILLING AND IMPROVEMENT INITIATIVES

At Navneet, our training initiatives empower employees to thrive in the competitive education industry. Enhancing their skills improves our intellectual capital, enabling us to deliver cutting-edge educational solutions to students, teachers, and stakeholders. Our vision is to provide the highest quality educational products and services in various languages and mediums. Through continuous development, we meet customer needs, excel in the industry, and fulfil our commitment to delivering exceptional educational experiences.

FOSTERING EXCELLENCE

At Navneet, we are dedicated to providing our employees with the best opportunities to upgrade their skill sets and apply them to their roles. Our aim is to help them approach their tasks with confidence and perspective. Over the years, we have fostered invaluable relationships with our employees, who have played a pivotal role in our success. To further help them strive for excellence, we empower them with the right authority and responsibilities while ensuring that they work in a safe environment.

2,093

Number of employees upskilled in 2022-23

NATURAL CAPITAL

BUILDING ON SUSTAINABILITY TO ENSURE A BETTER TOMORROW

We are dedicated to minimising our environmental footprint and seek to align our operations accordingly. We take sustainability as an intrinsic part of our growth process and consistently strive to minimise the negative impact of our operations. Through our various initiatives and environment-friendly products, we make conscious efforts and actively contribute to our planet's well-being while enhancing our operational efficiency.

UNSDG MAPPING

CAPITALS IMPACTED

- Financial Capital
- Manufacturing Capital
- Intellectual Capital
- Social and Relationship Capital

STAKEHOLDERS IMPACTED

- Employees
- Community

NAVNEET®
Knowledge is wealth

724 KWP

Installed solar power capacity

4.8 MW

Installed wind power capacity

Generation of Renewable Energy

Efficient Consumption of Energy and Water

Use of Environment friendly Packaging

Use and Recycling of Raw Materials

Occupational Health & Safety of Employees

Develop Environmentally Friendly Products

Sustainability

REDUCING OUR CARBON FOOTPRINT

We acknowledge the significant impact of CO_2 emissions from our activities on the environment. As responsible stewards, we take proactive measures to address this issue across our value chain. Beginning right from our sourcing activities to operations and consumption and post-consumption, we work towards reducing our emissions. We prioritise educating our stakeholders on effective environmental practices, empowering them to minimise their environmental footprint. Our commitment extends to providing regular environmental and safety training to our employees, ensuring that sustainability remains at the forefront of our operations.

SUSTAINABLE PRACTICES

At Navneet, we have taken proactive measures to address the issue of forest depletion caused by paper usage. At our facilities, we emphasise using bagasse and FSC-certified paper in our production processes, reducing our reliance on regular paper. We also prioritise safety by implementing proper precautions while using solvent-based ink and PVC-based adhesive. Furthermore, we strictly adhere to stringent protocols for the responsible disposal of hazardous waste, ensuring full compliance with Government regulations. Our commitment to proper handling and disposal practices safeguards the environment and upholds our responsibility as a conscientious organisation.

RECOGNITION

We are proud of our sustainable operations and are delighted to have earned recognition from our esteemed international partner, Walmart. We are honoured to have received the prestigious Walmart Sustainability Award for our plants. This accolade further reinforces our dedication to sustainability and motivates us to continue our efforts towards creating a greener future.

BUILDING ON STRONG RELATIONS WITH STAKEHOLDERS

At Navneet, building and nurturing harmonious relationships with society has been the cornerstone of our approach over the years. With this mindset, as the guiding principle of all we do, we have endeavoured to create immense value for our stakeholders by shaping a future brimming with meaningful opportunities.

UNSDG MAPPING

2 ZERO HUNGER

4 QUALITY EDUCATION

11 SUSTAINABLE CITIES AND COMMUNITIES

15 LIFE ON LAND

CAPITALS IMPACTED

Financial Capital

Manufacturing Capital

Intellectual Capital

STAKEHOLDERS IMPACTED

Employees

Customers

Community

Government

Shareholders

₹ 500 Lakhs
Spent on CSR activities for 2022-23

24,009
Lives impacted through CSR activities

3,269 Children
Provided support to pay the fees of school, college, or institution

2,585 Patients
Organised Mega medical camps, providing diagnostic services, medical treatment, and surgeries

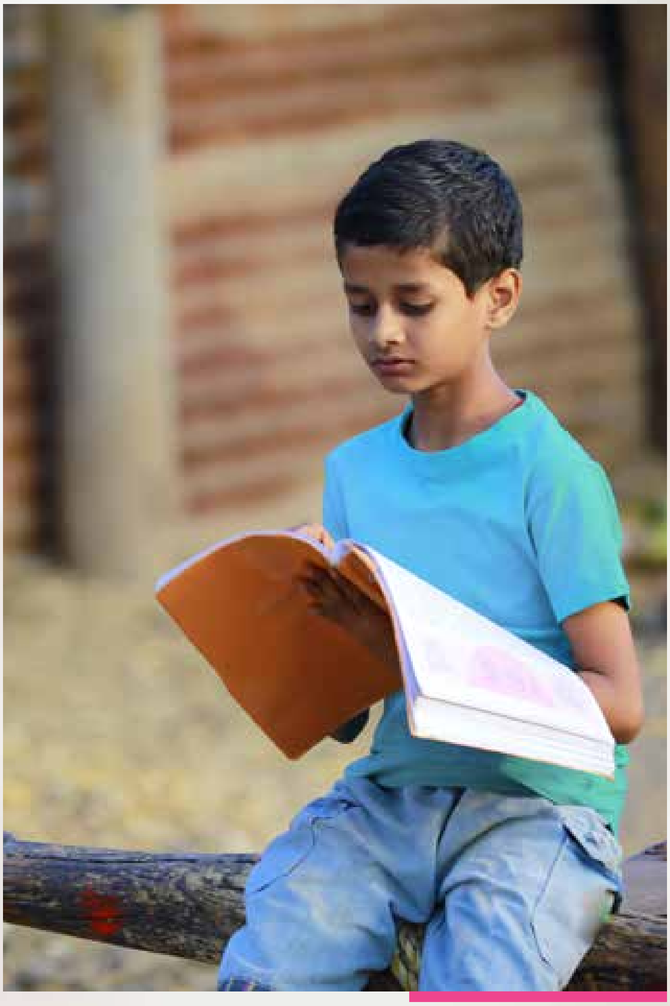
4,424 Children
Distributed books and other educational kits amongst underprivileged children

CREATING STRONG VALUE

Our philosophy of inclusive and wholesome growth has guided us since our inception. We firmly believe that our growth is intertwined with society's progress. And so, we continuously strive to strengthen our relationships with various stakeholders through dedicated outreach initiatives. We are committed to creating a sustainable and prosperous future by nurturing our social and relationship capital.

One of our key priorities is fostering strong partnerships with our vendors. We recognise their vital role in our operations and work closely with them to improve efficiency and enhance our supply chains. By collaborating with vendors in the vicinity of our facilities, we not only contribute to the development of local communities but also forge mutually beneficial relationships.

In addition to our vendor partnerships, we actively engage with communities through Government welfare programmes. Some of these include the Pradhan Mantri Suraksha Bima Yojana (PMSBY), Pradhan Mantri Jeevan Jyoti Bima Yojana (PMJJY), and various medical initiatives. All this demonstrates our commitment to social responsibility and enables us to positively impact the lives of individuals and families.



OUR SOCIAL EFFORTS

Education

During 2022-23, we supported 2,987 children by covering their school, college, or institution fees. We aimed to ensure that they had the opportunity to receive basic education and acquire knowledge crucial for their development. Furthermore, we distributed books and educational kits to 7,184 underprivileged children in Maharashtra and Gujarat, equipping them with the necessary tools to pursue their education effectively. We firmly believe that providing quality education goes hand in hand with enhancing infrastructure facilities. As a result, we focussed on maintaining school infrastructure, thereby creating a conducive environment for 2,906 children. This included providing hostel facilities for economically disadvantaged children who needed to study away from their hometowns. In addition, we established a college in rural Gujarat specifically for girls, offering them new educational opportunities. We also took the initiative to develop libraries, serving as knowledge hubs for children to explore and learn in the states of Gujarat and Maharashtra. Furthermore, we supported the development of Science, Maths, and Language labs for 350 children in a slum community in suburban Mumbai. These interventions helped improve their fundamental concepts and academic performance. Thereby improving their lives and livelihood prospects.

Health

We prioritise access to quality healthcare services for underprivileged individuals. During 2022-23, we supported 6,051 patients with medical treatments and surgeries in Gujarat and Maharashtra. By upgrading facilities and providing advanced equipment, we improved healthcare delivery for 3,900 patients. We served over 2,585 patients through Mega Medical Camps, offering comprehensive diagnostic services and treatments. Additionally, we treated over 1,000 mental health patients in village camps. Our commitment to enhancing healthcare access and nurturing holistic well-being drives us forward, empowering us to make a lasting difference in the lives of individuals and communities.

Environment

We initiated interventions to rejuvenate water bodies in five clusters of villages in the water-deficient region of Kutch, Gujarat. These villages heavily rely on groundwater for agriculture and domestic use. Through irrigation and groundwater recharging in 10 villages, 161 families and over 1,000 people benefitted, increasing groundwater capacity by 17%. The rejuvenation work undertaken in the Rukmavati River in 21 structures increased water capacity by 14% and improved quality. Desilting work benefitted 483 farmer families, enhancing farm yields and improving access to resources for 3,000 individuals. Community participation played a vital role in achieving this. Additionally, tree plantation drives were conducted in the communities surrounding Silvassa factory, resulting in the planting of over 153 trees by employees and the community. These initiatives exemplify our dedication to social responsibility, community engagement, and environmental stewardship.

Sports

We supported 410 underprivileged youth by offering sports equipment and training, enabling them to participate in sports. These individuals achieved great success in various tournaments, showcasing their talent when given the opportunity. Among them, 217 girls received cricket coaching and played 78 matches, winning 37. Additionally, two girls were selected for the under-15 team and one for the under-19 team at the Mumbai Cricket Association. Furthermore, 5 girls passed the Cricket Scoring exams and 2 cleared the Umpiring examination conducted by the Mumbai Cricket Association. These achievements reflect their passion for the sport and the invaluable support and opportunities provided to them, fostering their growth and success in cricket.

Community

During the year, we supported self-help groups in income generation and infrastructure development initiatives. Through programmes like mushroom farming and agarbatti making, we have enabled 2,500 families to become self-sufficient, bringing significant positive changes to their lives. These programmes have also benefitted over 10,000 individuals, improving their socio-economic condition and empowering them. Additionally, we conducted awareness sessions with 900 Yuvati Baithaks (Girl Youth Groups) to educate them about the harmful effects of alcohol and drug abuse, instil the value of education, and enhance their problem-solving skills.

Animal Welfare

We extended our support to 3,100 animals across 254 animal shelters in Gujarat and Maharashtra. These animals receive essential care, including fodder, medicines, and shelter. In addition, surgeries are performed to address various ailments such as tumours, removal of plastics from the stomachs of stray animals, and treating limb deformation and other medical conditions. Through this initiative, we strive to significantly improve the well-being of animals in need, underscoring our commitment to their welfare and care.

GOVERNANCE

BUILDING ON PILLARS OF INTEGRITY

At Navneet, our commitment to corporate governance is deeply rooted in our ethical business practices and transparent culture. These fundamental principles have played a pivotal role in establishing us as a leader in the field of educational materials. We firmly believe that upholding the highest standards of governance is not only a responsibility but also a key driver of our long-term success. By fostering a culture of integrity, accountability, and fairness, we aim to create an environment that inspires trust and confidence among our stakeholders.

UNSDG MAPPING

5 GENDER EQUALITY

8 DECENT WORK AND ECONOMIC GROWTH

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

10 REDUCED INEQUALITIES

12 RESPONSIBLE CONSUMPTION AND PRODUCTION

13 CLIMATE ACTION

16 PEACE, JUSTICE AND STRONG INSTITUTIONS

CAPITALS IMPACTED

- Manufacturing Capital
- Intellectual Capital
- Financial Capital
- Social and Relationship Capital
- Natural Capital

STAKEHOLDERS IMPACTED

- Employees
- Customers
- Government
- Shareholders
- Community

OUR ESTEEMED BOARD OF DIRECTORS

Joined as a Director W.E.F. | Age

Shri Kamlesh S. Vikamsey
Chairman

30th May, 1992 | 62 Years

Shri Kamlesh S. Vikamsey is a distinguished member of the Institute of Chartered Accountants of India and holds a bachelor's degree in commerce from the University of Mumbai. With an extensive professional background spanning over three decades, his expertise encompasses a wide range of areas, including Auditing, Taxation, Corporate Affairs, Business Consulting, and Management Services. He is excellent at providing valuable insights through due diligence and valuation services. Shri Vikamsey currently serves as the Chairman of the Independent Management Advisory Committee (IMAC) of the International Telecommunication Union (ITU) in Geneva, and is a member of the Audit Committee of the World Meteorological Organisation. Furthermore, he has previously held the position of President at the Institute of Chartered Accountants of India, which showcases his exceptional leadership skills and industry knowledge.

Shri Gnanesh D. Gala
Managing Director

1st June, 2013 | 60 Years

Shri Gnanesh D. Gala heads the crucial domains of Finance, Taxation, and Legal within our Company, leveraging his extensive expertise accumulated over three decades in the corporate arena. His strategic guidance and astute decision-making have played a pivotal role in shaping and enhancing the strengths of our Company.

Shri Raju H. Gala
Jt. Managing Director

1st June, 2013 | 60 Years

Shri Raju H. Gala spearheads the Marketing department for Navneet's Gujarat operations and comes with a wealth of experience spanning over three decades in Purchase and Marketing. His deep understanding of the industry and market dynamics, combined with his strategic acumen, contributes to driving our Company's marketing initiatives and fostering growth in the region.

Joined as a Director W.E.F. Age

Shri Tushar K. Jani
Independent Director

24th June, 2010 70 Years

Shri Tushar K. Jani, an accomplished and visionary entrepreneur, brings over three decades of experience in the corporate world. As the former Chairman of the Maharashtra State Council of CII and the Founder Ex-Chairman of Blue Dart Express Limited, he has played a pivotal role in shaping India's logistics and express delivery industry. With his innovative mindset and mentorship, he has successfully founded and nurtured several companies, significantly impacting the business landscape. Shri Jani's leadership and strategic insights continue to drive the growth and success of our Company.

Smt. Usha Laxman
Independent Director

11th August, 2014 65 Years

Smt. Usha Laxman brings over 25 years of extensive experience in the field of education. Her expertise spans various domains. She has served as the educational head of a playschool and nursery run by an NGO. Additionally, she has a strong background in marketing, having handled marketing responsibilities for software consulting solutions across India and the entire Asian region. With her deep knowledge and versatile skills, Smt. Laxman plays a vital role in driving educational initiatives and marketing strategies at our Company.

Shri Anil D. Gala
Whole-time Director

1st June, 2013 66 Years

Shri Anil D. Gala has a deep understanding of the entire publishing process - from content creation to printing, marketing, sales, and distribution and has over three decades of experience in the publishing industry. He has played a pivotal role in the successful creation and publication of over 500 titles by our Company. Shri Gala's extensive knowledge and skill sets in the publishing domain have contributed to our Company's strong presence and success in the market.

Joined as a Director W.E.F. Age

Dr. Vijay B. Joshi
Independent Director

31st October, 2013 66 Years

Dr. Vijay B. Joshi is a distinguished academician with extensive experience in both academic and administrative functions within the higher education sector. He has been nominated to the governing bodies of various universities and higher education institutes, showcasing his expertise and influence in the field. Previously, Dr. Joshi served as the Dean of the Faculty of Science and Technology at the University of Mumbai, where he implemented innovative and need-based changes in curriculum and evaluation methods for science and technology subjects. He has also held important positions such as Chief Consultant and Joint Director (In Charge) at Rashtriya Uchchatar Shiksha Abhiyan (Maharashtra). Dr. Joshi is widely recognised for his contribution to establishing academic autonomy in higher education and for his transformative leadership as the principal of K. J. Somaiya College of Science and Commerce (Autonomous). In addition to his administrative roles, Dr. Joshi is a prolific researcher, with numerous research papers published and presentations delivered at national and international conferences.

Shri Shailendra J. Gala
Whole-time Director

1st June, 2013 54 Years

Shri Shailendra J. Gala plays a crucial role in the product development, design, manufacturing, sales, and marketing of stationery products at Navneet. With over two decades of experience in marketing stationery products, his expertise and dedication contribute to the growth and success of our Company's stationery business, ensuring the delivery of high-quality and innovative stationery products to customers.

Shri Anil Swarup
Non-Independent & Non-Executive Director

8th August, 2019 65 Years

Shri Anil Swarup brings a wealth of experience to our Company, having served in both the Indian Administrative Service (IAS) and the Indian Police Service. Throughout his distinguished career, he has held various key positions in the State and Central Government. Notably, he served as Secretary to the Government of India in the Ministry of Coal, where he skilfully managed the aftermath of the coal scam. Additionally, as Secretary, School Education and Literacy, he focussed on enhancing the quality of school education through innovative public-private partnerships. Shri Swarup's strategic thinking and leadership have earned him numerous accolades and nominations, including recognition as a Policy Change Agent by the Economic Times. He was also selected as one of the 35 Action Heroes in India Today's 35th Annual Edition, highlighting his exemplary contributions to society.

Joined as a Director W.E.F. Age

Shri K. I. Viswanathan
Director

18th May, 2022 | 62 Years

Shri K. I. Viswanathan is a veteran in the Indian paper and paperboard industry, with nearly four decades of experience. During his tenure, he held various operational and strategic roles, including serving as the Executive Vice President of ITC Ltd. - Paperboards and Specialty Papers Division. With expertise in sales, marketing, plantation, and procurement, Shri Viswanathan has contributed significantly to responsible and profitable growth in India's largest paper and paperboard business. He brings a customer-centric approach, strategic planning skills, and a track record of building innovative business models. Shri Viswanathan holds a post-graduate degree in Management and has completed the Global Advanced Management programme from the Indian School of Business and Kellogg School of Management.

Shri Dilip C. Sampat
Jt. Managing Director

1st June, 2023 | 60 Years

Shri Dilip Sampat brings with him a wealth of experience spanning over three decades in the Company's export stationery business. Throughout his career, Shri Dilip has accumulated extensive expertise and practical insights across multiple areas, including publications, prepress, and printing departments.

BUILDING ON PRUDENCE WITH A STRONG RISK MANAGEMENT STRATEGY

At Navneet, we fortify our risk mitigation strategies through proactive measures that empower us to navigate unforeseen events or challenges adeptly. This approach ensures that we are well-prepared to respond effectively to any potential obstacles that may arise along our journey.

Risk	Description	Mitigation Strategy	Opportunity	Capitals Impacted
CLIMATE	Climate change adversely impacts our operations.	We continue to closely monitor our carbon footprint and have adopted green initiatives to reduce our impact on the environment.	Minimise environmental effects caused by our operations and maximise our positive influence on the environment.	Natural Capital Financial Capital
PAPER PRICES	Prices of paper significantly impact our profitability.	We leverage our long-standing relations with paper mills across the country to procure paper not only on time but also at a reasonable rate as compared to market prices.	Further strengthen our supply chain and work with more paper mills.	Manufacturing Capital Financial Capital

HEADWINDS IN EDTECH	Due to global economic challenges, major EdTech players have faced financial and operational challenges.	We do not rely on external funding, as Navneet Futuretech is a wholly owned subsidiary of Navneet. This provides us with operational and financial autonomy.	Leverage our product synergies and strengths to grow across India.	Manufacturing Capital Financial Capital Intellectual Capital
REGULATORY	Inability to adhere to governmental guidelines could lead to fines and litigation, negatively impacting our reputation.	We annually update our educational offerings to match the syllabus and any additional guidelines provided by the Government. We have updated our offerings to meet the guidelines of the National Education Policy (NEP) and expanded our offerings to cater to the evolving educational landscape.	Adhere to the guidelines, while providing the best-in-class educational materials for competitive advantage.	Manufacturing Capital Financial Capital Social and Relationship Capital
CYBERSECURITY	Insufficient protection of sensitive and confidential stakeholder data, along with the risk of cyber breaches, may potentially disrupt our operations and undermine customer satisfaction.	We have made significant investments in state-of-the-art IT infrastructure to ensure the utmost security and protection of our data.	Harness state-of-the-art technology to improve our operational efficiency.	Intellectual Capital
FRAUD	Instances of fraud may lead to loss of trust and loss of revenue.	We actively conduct awareness sessions to encourage the reporting of any malpractices, fostering a culture of transparency and integrity.	Build deeper and meaningful relations with our stakeholders across the value chain.	Manufacturing Capital Financial Capital Human Capital Intellectual Capital

STAKEHOLDER ENGAGEMENT

BUILDING ON MEANINGFUL ENGAGEMENT TO NURTURE PARTNERSHIPS

At Navneet, we proactively cultivate a mutually beneficial environment by engaging with stakeholders on a regular basis. Thus encouraging open communication and exchange of valuable insights. Through this collaborative approach, we effectively address concerns and integrate the invaluable inputs of our stakeholders. By doing so, we strive to deliver maximum value to all parties involved, ensuring that our actions align with our stakeholders' needs and expectations.

Stakeholder	Their Importance	Key Concerns	Mode of Engagement
CUSTOMERS	Students, parents, teachers, and schools drive our innovation processes as we strive to provide them with best-in-class educational materials.	Receive cost-effective and easy-to-use products No compromise on quality Satisfactory customer service Security of data Transparency in operations	Multiple customer care channels, including toll-free number, email, and website Dedicated customer relationship managers Educational literacy programmes for enhanced engagement Active engagement through a robust business correspondent network Regular customer satisfaction surveys for feedback and improvement

Stakeholder	Why they are important	What they expect	How we engage
SHAREHOLDERS AND INVESTORS	Our investors and shareholders place their trust in us by providing the necessary financial resources to fuel our growth and expansion.	Provide value to the customers and the society Minimise risks Transparency in reporting	Investor meetings and conference calls Dedicated investor grievance channels Timely and accurate dissemination of financial information Investor presentations to provide updates and insights Comprehensive annual reports for transparent communication Annual general meetings for investor participation Press releases to keep stakeholders informed Quarterly transcripts of earnings call for transparency
GOVERNMENT AND REGULATORY BODIES	The laws and regulations set by the Government and regulatory bodies govern our business.	Comply with all laws and regulations Exercise inclusivity in education Pay taxes responsibly	Active engagement in industry platforms and meetings Delivering informative presentations at relevant events Adherence to regulatory reporting practices Effective communication through email and postal channels
COMMUNITY AND ENVIRONMENT	They support our business allowing us to grow, and provide us with the essential resources we need to function.	Be a part of Navneet's growth Minimise our environmental impact	Conducting educational workshops for employees Implementing health and safety initiatives in the workplace Providing medical insurance and organising health camps Encouraging employee volunteering in social initiatives

EMPLOYEES	They are the most crucial part of our Company. Their skills, satisfaction levels, and performance drive our progress.	Fair treatment Adequate career advancement opportunities Rewarded for their efforts Trained and re-skilled on a regular basis Employee discounts	Organising leadership workshops for skill development Conducting performance reviews to assess employee performance Facilitating group meetings for effective collaboration and communication Implementing training and development programmes to enhance employee skills Providing e-learning modules for continuous learning and growth Establishing an employee grievance redressal platform Initiating employee engagement initiatives to foster a positive work culture

Building on Our Core Materiality Focus

At Navneet, we give the utmost importance to quality, innovation, and customer service, all of which are essential to our growth. We place great emphasis on these pillars while diligently analysing material issues and engaging stakeholders to foster sustainable value creation. By aligning stakeholder perspectives with our growth strategy, we gain valuable insights into significant issues that impact business sustainability. Taking a proactive approach, we assess risks from both short and long-term perspectives, ensuring that we remain resilient and prepared for any challenges.

FOCUS AREAS

- OPTIMISED MANUFACTURING
- RISK MANAGEMENT
- CORPORATE GOVERNANCE
- TRAINING AND DEVELOPMENT
- EMPLOYEE PROGRESS AND GROWTH
- TECHNOLOGICAL ENHANCEMENT
- QUALITY PRODUCTS AND SERVICES
- CUSTOMER SATISFACTION
- RESEARCH AND DEVELOPMENT
- COMMUNITY ENGAGEMENT
- CUSTOMER DATA SECURITY
- ENVIRONMENTAL CONSERVATION

OUTLOOK

BUILDING ON OPTIMISM FOR A BRIGHTER FUTURE

As the educational landscape transforms, we remain prepared to capitalise on the right opportunities. By doing so, we aim to achieve our vision of providing our customers the highest quality of educational products and services in the language/medium of their choice.

Rising incomes enable families to realise their dream of providing better-quality education to their children. This is evident from the migration of students from Government to private schools. Consequently, schools have also been transforming by adopting ICSE, CBSE and IBDP curriculums. Understanding this change, our Company is extremely confident about facilitating this new educational journey and leaving a lasting impact on more students through our published offerings in the years to come.

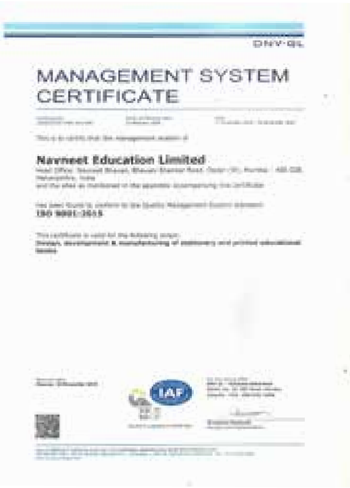
India has the second-highest number of internet users globally, after China. This has enabled the widespread adoption of EdTech products across the educational landscape. We are committed to facilitating students, teachers, and institutions alike in conducting teaching and learning in a transformed manner. With our EdTech offerings, we are fully embracing the upcoming teaching and learning methodology. We are committed to delivering high-quality education by leveraging cutting-edge technology and ensuring our continued growth in the future.

As the largest Indian exporter of stationery to highly reputed retail chains in the US, we are poised to grow our supplies even as we benefit from the China+1 policy and our ability to provide our clients with new products. Additionally, as the preferred vendor for Walmart, we stay committed to delivering stationery solutions of the highest quality in a sustainable manner.


5
6
7
10

OUR CERTIFICATIONS

BUILDING ON OUR CREDIBILITY


DNV·GL

MANAGEMENT SYSTEM CERTIFICATE

Navneet Education Limited

ISO 9001:2015

ISO 9001:2015
(for Quality
Management System)


DNV·GL

MANAGEMENT SYSTEM CERTIFICATE

Navneet Education Limited

ISO 14001:2015

ISO 14001:2015
(for Environment
Management Systems)


DNV

MANAGEMENT SYSTEM CERTIFICATE

This is to certify that the management system of
Navneet Education Limited
Head Office: Navneet Bhavan, Bhavani Shankar Road, Dadar (W),Mumbai - 400 028, Maharashtra, India
and the sites as mentioned in the appendix accompanying this certificate

has been found to conform to the Occupational Health and Safety Management System standard:
ISO 45001:2018

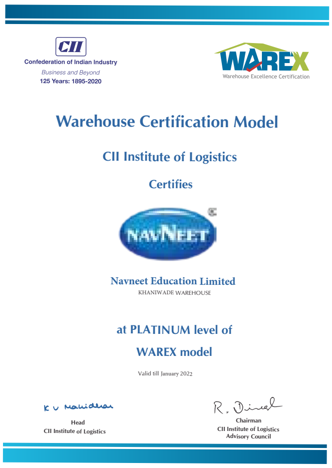
This certificate is valid for the following scope:
Design, development & manufacture of stationery and printed educational books

ISO 45001:2018
(for Health and Safety
Management Systems)


CERTIFICATE

Navneet Education Limited

FSC Certification


CII
Confederation of Indian Industry
Business and Beyond
125 Years: 1895-2020

WAREX
Warehouse Excellence Certification

Warehouse Certification Model

CII Institute of Logistics

Certifies

NAVNEET

Navneet Education Limited
KHANIWADE WAREHOUSE

at PLATINUM level of
WAREX model

Valid till January 2022

Head
CII Institute of Logistics

Chairman
CII Institute of Logistics
Advisory Council

WAREX
(Warehouse Certification
Model - Khaniwade)


BV DDS VERIFICATION

NAVNEET EDUCATION LIMITED
FACTORY: SURVEY NO. 62/1, 62/2, 68, 2 NEAR ROYALTY NAKA, VILLAGE: KHANIWADE, VIRAR (EAST), VASAI, PALGHAR, MUMBAI, PIN- 401303, MAHARASHTRA, INDIA

has been verified by Bureau Veritas INDIA against the requirements of the
BUREAU VERITAS DUE DILIGENCE SOLUTION (BV DDS).

STATIONERY (EG. NOTEPADS, CASE BOUND NOTEBOOK, MEMO CUBE ETC.) (PULP AND PAPER OF CHAPTERS 47 AND 48 OF THE COMBINED NOMENCLATURE) OF PAPER FROM WOOD BASED PULP OF SPECIES EUCALYPTUS TERETICORNIS, CASUARINA EQUISETIFOLIA, LEUCAENA LEUCOCEPHALA SOURCED FROM INDIA

DDS Verification
Certificate - Khaniwade

NAVNEET
Knowledge is wealth

FIVE YEARS AT A GLANCE

(₹ in Lakhs)

Year Ended March 31st	2023	2022	2021	2020	2019
Operating Revenue	1,62,768	1,06,052	80,297	1,44,180	1,36,054
Cost of Goods Sold	1,10,381	73,992	56,684	92,659	88,540
Gross Profit	**52,387**	**32,060**	**23,613**	**51,521**	**47,514**
as a % of Revenues	32.2%	30.2%	29.4%	35.7%	34.9%
Selling, General and Administrative Expenses	15,989	11,770	9,062	15,229	14,905
Other Operating Expenses	2,693	3,275	3,029	2,788	3,844
Impairment & Non-Recurring Charge #	-	-	390	1,693	-
Total Operating Expenses	**18,682**	**15,045**	**12,481**	**19,710**	**18,749**
Operating Income	33,705	17,016	11,132	31,812	28,765
as a % of Revenues	20.7%	16.0%	13.9%	22.1%	21.1%
Other Income	1,715	2,019	1,452	2,539	1,938
Depreciation	3,582	3,270	3,473	3,529	2,446
Finance Cost	861	368	684	1,307	1,186
Profit before Income Tax	**30,977**	**15,397**	**8,428**	**29,514**	**27,071**
Exceptional Items	3,037	4,580	-	-	-
Income Tax Benefit / (Expense)	8,127	(5,315)	(2,265)	(7,579)	(9,324)
Profit for the Year	**25,887**	**14,662**	**6,163**	**21,935**	**17,747**
as a % of Revenues	15.9%	13.8%	7.7%	15.2%	13.0%
Basic	11.44	6.45	2.69	9.58	7.67
Diluted	11.44	6.45	2.69	9.58	7.67
Dividend Declared per Share	2.60*	1.50	1.00	3.00	1.00
Cash and Cash Equivalents, Net of Bank Overdraft	1,101	1,891	1,712	216	(1,530)
Operating Working Capital**	82,642	58,713	47,461	62,342	68,879
Total Assets	**1,72,898**	**1,35,024**	**1,21,052**	**1,30,689**	**1,29,613**
Long Term Debt, Excluding Current Portion	-	-	-	-	-
Non-Current Lease Liabilities	-	1,079	2,037	2,883	-
Current Debt	23,025	7,000	-	19,001	29,501
Current Lease Liabilities	1,080	958	846	744	-
Total Shareholders' Equity	**1,35,258**	**1,12,714**	**1,03,886**	**96,572**	**87,196**
Net Cash Provided by/(Used in):					
- Operating Activities (Pre Tax)	9,569	8,660	30,146	36,924	18,650
- Investing Activities	(14,493)	(4,235)	(5,493)	(7,352)	(3,253)
- Financing Activities	10,785	274	(20,430)	(20,495)	127
Expenditure on Property, Plant and Equipment & Intangibles	2,654	4,234	1,512	3,642	2,384

 # Includes amount paid towards Dispute Resolution of MVAT Liability and Impairment of Investments

*** Operating Working Capital = Trade Receivables + Inventories - Trade Payables*

** Recommended*

Key Financial Ratios

Year Ended March 31st	2023	2022	2021	2020	2019
Profitability Ratios					
Gross Margin (%)	32.19	30.23	29.41	35.73	34.92
Adjusted EBITDA margin (%) #	19.90	13.63	16.16	25.01	22.57
Adjusted PAT Margin (%) #	14.04	9.51	8.16	16.40	13.04
Return on Net Worth (%)	19.14	13.01	5.93	22.71	20.35
Return on Capital Employed (%)	20.04	12.96	8.56	25.95	24.32
Asset Productivity Ratios					
Fixed Assets Turnover	9.86	6.63	5.13	9.23	9.04
Total Assets Turnover	1.06	0.83	0.64	1.11	1.12
Working Capital Ratios					
Working Capital Days	221	274	390	256	262
FG Inventory Days*	92	116	158	107	104
RM Inventory Days	95	131	186	111	104
Receivable Days*	52	57	79	57	76
Payable Days	18	31	34	19	22
Gearing Ratios					
Debt/Equity	0.18	0.08	0.03	0.23	0.34
Interest Coverage Ratio	36.97	42.87	13.32	23.57	23.83
Current Ratios	2.60	3.47	4.39	2.52	1.96
Valuation Ratios					
Earnings Per Share {Post Tax} (₹)	11.44	6.45	2.69	9.58	7.67
Book Value Per Share (₹)	59.79	49.83	45.39	42.20	38.10
Dividend Payout (%)	130.00*	75.00	50.00	150.00	50.00
Trailing Price/Earnings Ratio	8.33	13.86	29.74	6.46	14.17
EV-EBITDA Multiple Ratio	6.71	10.90	14.43	4.67	9.01

(1) Fixed Assets Turnover: Revenue from Operations/Average Net Fixed Assets (Property, Plant and Equipment)
(2) Total Assets Turnover: Revenue from Operations/Average Total Assets
(3) Working Capital Days: Inventory Days + Debtor Days - Creditor Days
(4) FG Inventory Days: [(Average of Closing FG Inventory as on March)/(Cost of Goods Sold for the Year)] * 360
(5) RM Inventory Days: [(Average of Closing RM Inventory as on March)/(Cost of Goods Sold for the Year)] * 360
(6) Receivable Days: [(Average of Receivables as on March)/(Net Sales for the Year)] * 360
(7) Payable Days: [(Average of Payables as on March)/(Cost of Goods Sold for the Year)] * 360
(8) Book Value per Share: Total Equity/Outstanding Equity Shares
(9) Dividend Payout: % of Payout
(10) Trailing Price: Closing Share Price on the Last Working Day of March

 # EBITDA and PAT adjusted for non-cash impairment charge and other non-recurring costs
*** Recommended**

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Knowledge is wealth

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Kamlesh S. Vikamsey (Chairman)

Shri Gnanesh D. Gala (Managing Director)

Shri Raju H. Gala (Joint Managing Director)

Shri Anil D. Gala (Whole-Time Director)

Shri Shailendra J. Gala (Whole-Time Director)

Shri Dilip C. Sampat (Whole-Time Director) (w.e.f. 1st June, 2023)

Shri Tushar K. Jani (Director)

Smt. Usha Laxman (Director)

Dr. Vijay B. Joshi (Director)

Shri K. I. Viswanathan (Director)

Shri Anil Swarup (Director)

Shri Bipin A Gala (upto 31st May, 2023)

COMPANY SECRETARY

Shri Amit D. Buch

CHIEF FINANCIAL OFFICER

Shri Kalpesh D. Dedhia

STATUTORY AUDITOR

N. A. Shah Associates LLP

Chartered Accountants

INTERNAL AUDITOR

Mahajan & Aibara

Chartered Accountants

REGISTERED OFFICE

Navneet Bhavan, Bhavani Shankar Road,
Dadar (West), Mumbai – 400 028.
Tel: + 91 22 6662 6565 | **Fax:** +91 22 6662 6470

BANKERS

Kotak Mahindra Bank Limited
ICICI Bank Limited
The Hongkong and Shanghai Banking Corporation Limited
HDFC Bank Limited
Qatar National Bank
Standard Chartered Bank
Citi Bank N.A.
Axis Bank Limited

CORPORATE IDENTITY NUMBER

L22200MH1984PLC034055

AHMEDABAD OFFICE

Navneet House, Gurukul Road,
Memnagar, Ahmedabad – 380 052.

MANUFACTURING PLANTS

- Survey No. 62/1, 62/2, 68/2, Near Royalty Naka, Village Khaniwade, Tal. Vasai, Dist. Palghar, Maharashtra.
- Survey No. 100/1/4, 414/1, 100/2 & 100/1/5/1, Village Sayli, Silvassa, U.T. of Dadra & Nagar Haveli.
- Village Dantali, Behind Kasturinagar, Dist. & Tal. Gandhinagar, Gujarat.

EMAIL

secretarial@navneet.com,
investors@navneet.com

WEBSITE

www.navneet.com

REGISTRAR AND SHARE TRANSFER AGENTS

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

MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMY

Despite the challenges posed by the pandemic and the Russia-Ukraine conflict, the global economy continued to show resilience and adaptability. Rising inflationary pressures have led the world to come together to address these issues and find innovative solutions. The conflict caused supply shortages and a temporary increase in energy prices. However, these challenges are being addressed through global collaboration and innovation. Despite the supply chain shocks caused by the pandemic and the lockdowns in China, we are witnessing renewed investments in domestic supply chains, fostering job creation, and driving economic growth.

There are indications of gradual recovery. China's economy has rebounded strongly after reopening, and supply chain disruptions are being resolved. The dislocations caused by the war in energy and food markets are also gradually dissipating.

Furthermore, most central banks have implemented a synchronised and substantial tightening of monetary policy to control inflation. This is expected to produce positive results, with inflation gradually cooling down.

According to the IMF's World Economic Outlook published in April 2023, in 2022, the global economy faced an inflation rate of 8.7% and supply chain constraints due to geopolitical tensions. Advanced economies experienced a slower growth rate of 2.7% in 2022 compared to the robust 5% growth observed in the preceding year. Notably, the European Union grew by 3.5% and the United States by 2.1%. Emerging markets and developing economies registered a slowdown in growth from 6.5% in 2021 to 4% in 2022.

OUTLOOK

As of April 2023, most central banks had completed the cycle of raising interest rates in order to control inflation. Some have decided to pause the rate hikes to assess the impacts of the previous ones.

IMF predicts growth to slow down in advanced economies, dropping to 1.3% in 2023. Additionally, global headline inflation is predicted to decrease from 8.7% in 2022 to 7.0% in 2023, mainly due to lower commodity prices. On the other hand, core inflation is expected to decrease at a slower pace, remaining above pre-pandemic levels of around 3.5%.

The European Union is expected to grow at 0.8% in 2023, before registering a growth rate of 1.4% in 2024. The United States is expected to grow by 1.6% in 2023, but is projected to experience a slower growth of 1.1% in 2024. In contrast, emerging markets and developing economies are expected to grow at a faster rate of 3.9% in 2023, and 4.2% in 2024. These forecasts indicate a challenging environment for advanced economies, while emerging markets are expected to outpace their counterparts in terms of growth.

INDIAN ECONOMY

There were some additional challenges to the ongoing Covid-19 recovery due to the Russia-Ukraine conflict. Inflation remained high, hovering above the RBI's upper range at 6.8% for 2022-23, driven largely by steep increases in commodity, food, and fuel prices. However, the Reserve Bank of India's (RBI) aggressive interest rate hikes totalling 425 basis points since March 2022, have shown signs of reining in inflation and bringing it back within the target band of 2% to 6%.

Despite these obstacles, India's economy still managed to grow by an impressive 7.2%, and global agencies continue to project the country as the world's fastest-growing major economy.

Outlook

The inflation rate for 2023-24 is projected to be 5.2%, falling within the RBI's target range. The economy is expected to grow by 6.5%, signalling a continued upward trajectory despite past challenges. India's prospects for sustained growth are bolstered by ongoing structural reforms and policies aimed at promoting investment and productivity. Additionally, India is well-positioned to become a leading economy in the coming years owing to its expanding and youthful workforce. The Government's emphasis on fostering entrepreneurship and innovation, combined with a thriving startup ecosystem and rapidly growing digital economy, are likely to further drive growth and create new opportunities for businesses and individuals alike. Overall, India's economy appears poised for a bright future in 2023 and beyond.

(Source:https://www.imf.org/en/Publications/WEO/Issues/2023/04/11/world-economic-outlook-april-2023
https://www.indiabudget.gov.in/economicsurvey/doc/echapter.pdf)

INDUSTRY OVERVIEW

Education is both a fundamental human right and an important tool for the development of an individual and society at large. It is a powerful means to reduce poverty, improve economic productivity, and address social issues such as gender inequality. Furthermore, education plays a crucial role in providing equal opportunities for individuals within a country.

India has the second-largest education ecosystem in the world with more than 26.52 Crore children enrolled in schools from pre-primary to higher secondary sections. The Indian education ecosystem comprises more than 14.89 Lakh schools and over 95 Lakh teachers from varied socio-economic backgrounds.

Section	Classes	2019-20	2020-21	2021-22
Pre-Primary*		1.4	1.06	0.95
Primary	1 to 5	12.2	12.2	12.18
Upper Primary	6 to 8	6.5	6.6	6.68
Secondary	9 to 10	3.8	3.9	3.85
Higher Secondary	11 to 12	2.6	2.7	2.86
Total		**26.5**	**26.46**	**26.52**

Source: Unified District Information System for Education Plus (UDISE+)

*Pre-primary enrolment mentioned in this report excludes pre-primary enrolment in ECCE centres of Anganwadi and private Kindergardens, as these are not a part of UDISE+

(Source: Care Edge Research Report on Services- Education Sector December 2022)

GOVERNMENT'S PUSH FOR BETTER EDUCATION

National Education Policy (NEP) 2020

The Government of India launched the National Education Policy 2020 (NEP 2020) with the objective of introducing transformative reforms in the country's school and higher education systems. One of the key goals of the policy is to promote access to quality education for all students, particularly those who belong to vulnerable, underprivileged, and underrepresented groups. The NEP 2020 sets an ambitious target of achieving 100% literacy among youth and adults and increasing the gross enrolment ratio (GER) in higher education to 50% by 2035. The Policy proposes a range of measures to achieve these goals, including universal access to education from pre-primary to grade 12, improvements in early childhood education, a new curricular and pedagogical structure, assessment reforms, equitable and inclusive education, and a special focus on socially and economically disadvantaged groups.

Samagra Shiksha Abhiyan

The Samagra Shiksha Abhiyan, which aims to provide a holistic approach to school education without any segmentation, has been extended by the Government for an additional five years, spanning from 2021-22 to 2025-26. With a total budget of ₹ 2,94,283 Crores, its primary objective is to enhance the effectiveness of schools by ensuring equal opportunities for education and equitable learning outcomes, covering all levels from pre-school to class 12th. The Samagra Shiksha Abhiyan, the Government's flagship programme for universal education, was allocated a budget of ₹ 37,453.46 Crores in the 2023-24 Union Budget.

Pradhan Mantri Schools for Rising India (PM-SHRI) Scheme

The Pradhan Mantri Schools for Rising India (PM-SHRI) initiative aims to transform over 14,500 schools across the country into model schools by providing high-quality, inclusive, and equitable education. To achieve this objective, there has been an allocation of a substantial amount of ₹ 4,000 Crores in the recent Union Budget. The programme aims to prepare more than 15,000 schools of excellence that will lead other schools in their respective regions. This scheme is poised to continue until 2027, benefitting more than 20 Lakh students from diverse backgrounds, multilingual needs, and varying academic abilities.

Exemplar Scheme

The objective of the Exemplar Scheme is to prepare over 15,000 exceptional schools that will serve as examples of NEP 2020's implementation and develop as models of excellence over time. These schools will lead their regions in providing high-quality education in an inclusive, equitable, and joyful environment. They will cater to the diverse backgrounds, multilingual requirements, and varied academic abilities of students, enabling them to become active participants in their own learning process, aligning with the NEP 2020's vision.

Strengthening Teaching-Learning and Results for States (STARS)

Strengthening Teaching-Learning and Results for States (STARS) project aims to assist states in creating, executing, assessing, and enhancing interventions with direct connections. The idea is to improve educational results and school-to-work transition strategies for better labour market outcomes. The project's key focus and components align with the Quality Based Learning Outcomes objective of NEP 2020.

OUTLOOK

The education and skills sector in India is poised for significant growth in the coming years. It is supported by initiatives such as Supplemental & Extra-curricular Education, Teacher Training & Development, Affordable Education Loan Platforms, Technology-enabled K-12 Education, and Online Test Preparation Platforms-led Inclusion & Development. As a result, the sector is projected to grow from USD 180 billion in 2020 to an impressive USD 313 billion in 2030. This growth is expected to create 5 million new jobs and provide educational opportunities for 429 million students.

The Indian education system has already made great strides in terms of improving access. However, there is a need for greater focus on value education to contribute to national development. It is imperative to undertake continued efforts to improve the quality of education and provide equal access to educational opportunities for all parts of the society. The Indian Government has recognised the importance of education reform and undertaken several initiatives in this direction.

The Government introduced the National Education Policy in 2020 with the aim of reforming education in the country. The Policy aims to provide world-class education to all students irrespective of their background and promotes a holistic approach to education using technology as a key platform.

The Covid-19 pandemic led to the closure of schools and universities, which resulted in a surge in demand for online education in 2020. This, in turn, increased the popularity of edutech businesses. The adoption of technology is expected to transform the sector going forward, with students returning to private schools as the economy opens up after lockdowns and the financial capabilities of families improve.

EdTech

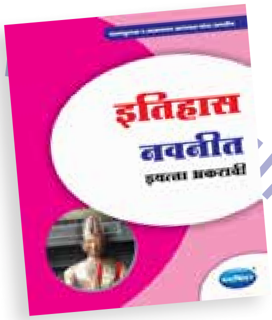
As per a report by Statista, India's EdTech market is predicted to grow from ₹ 22,000 Crores in 2020 to ₹ 80,000 Crores by 2025. This signifies a massive potential for growth of this sector.

The higher and easier availability of internet and smartphone accessibility at affordable rates has paved the way for deeper penetration of the EdTech sector. This has further led to its rapid growth even before the advent of the Covid-19 pandemic. However, the pandemic further facilitated the adoption of technological tools in the education sector, leading to an almost overnight adoption of digital modes of learning. India's current EdTech landscape primarily entails Pre-K-12/college learning, test preparation, tutoring, upskilling, and technology providers. Technology-enabled learning and understanding can help plug the shortcomings in the country's education system by making learning accessible, affordable, and flexible for everyone, addressing the eminent gaps arising from lack of proper school infrastructure, teacher absenteeism or unavailability, inadequate training of in-service teachers, lack of accessibility to learning, especially in remote areas, amongst many other challenges.

The Government's measures and private participation have paved the way for new-age approaches, with Indian EdTech companies raising USD 285 million between CY 2020 and CY 2021. The K-12, higher education, and upskilling sectors are driving this industry's expansion. India's EdTech business is expected to grow at a brisk pace in the next ten years, thanks to the rising popularity of Massive Open Online Courses (MOOCs) and distance learning. The supportive efforts from the Government to make education available to anybody, anywhere, have also provided additional momentum to EdTech enterprises. India's burgeoning internet economy, with a very high subscriber base and an increasing number of smartphone users, has helped augment the sector's growth manifold.

Outlook

The EdTech market is expected to expand at a CAGR of 29.46% over 5 years beginning from 2020 to 2025. The pandemic accelerated the adoption of hybrid learning models in academic institutions. The transition to online education has not been without its challenges. However, academic institutions have worked tirelessly to address issues related to digital infrastructure and quality assurance, paving the way for a brighter future in education. Through collaboration and innovation, we are seeing the emergence of a more flexible and dynamic learning environment that has the potential to transform the educational landscape.



HOW EDTECH IS EVOLVING

Open-source Learning

Open-source learning has transformed the way students learn and study. With the advent of YouTube and other online platforms, students now have access to a vast repository of information at their fingertips. YouTube is particularly popular among students as it provides a wealth of knowledge and information on virtually any topic. From academic lectures to tutorials, students can easily find videos that cater to their learning needs. These videos are often produced by experts in the field and are a great resource for students who want to learn at their own pace.

In addition to YouTube, open online courses have also gained immense popularity among students. These courses are offered by top universities and institutions and accessible to students around the world. Open online courses allow students to learn at their own pace and convenience. They are also designed to be interactive, with quizzes and assignments that help students test their understanding of the material. Open online courses are particularly useful for those who lack access to traditional classroom-based learning, or want to supplement their education with additional learning opportunities.

Overall, this mode has revolutionised the way students learn and study. As Open-source Learning continues to evolve, it is likely to become an even more integral part of the modern education system.

Tailored Learning

Currently, tailored learning is the most favoured feature of the learning process for students. This type of learning is customised to meet the specific needs of individual students, enabling them to progress through the study material at their own pace via blended learning. Consequently, students gain a sense of control and confidence. The data on learning patterns collected can provide timely feedback, enhancing the overall learning experience.

In addition, the EdTech industry is experiencing significant growth, with the development of educational applications that support traditional learning approaches and enable effective communication between learners and teachers. The increasing use of handheld and mobile devices among students has resulted in widespread adoption of such applications.

INDUSTRY GROWTH DRIVERS

Internet Adoption in India

As of January 2023, India had a total population of 1.42 billion, with 692.0 million individuals using the internet, indicating a penetration rate of 48.7%. However, due to increasing adoption in rural areas, this number is expected to rise to 900 million by 2025. This trend is expected to significantly increase the number of students using the internet for academic purposes, creating vast opportunities for EdTech companies to innovate and capitalise on.

(Source: https://datareportal.com/reports/digital-2023-india)

Government Initiatives

NEP 2020 has strongly emphasised on integrating technology into educational solutions and producing learning content in regional languages. As a result of the increased Government focus, the Indian EdTech industry is expected to become more aligned with policies in the coming years. The Government has launched several initiatives, including NEP, PMeVidya, National Curriculum, and Pedagogical Framework, to support and enhance the sector.

K-12 Segment

The K-12 supplement market is expected to register a CAGR of 17.10% over the period 2021-22 to 2027-28. Classes 11th and 12th account for maximum enrolments as they need to prepare for board examinations and soon after for entrance tests. EdTech startups are emerging at a faster rate in India. Some factors for this growth include reopening of schools, colleges, and coaching institutes; increasing internet penetration and cost-effectiveness of EdTech companies; and the fact that education is the primary expense for Indian households. Furthermore, innovative and engaging learning methods implemented by companies in the K-12 segment make learning easy and have a lasting impact.

(Source:https://www.marketresearch.com/Bonafide-Research-Marketing-Pvt-Ltd-v4230/India-learning-Test-Preparation-Outlook-32598302/)

Early Learning

The initial 8 years of a child's life are incredibly significant and critical for their development and growth. This period establishes the groundwork for all further learning. Properly establishing these fundamentals can result in significant long-term advantages such as enhanced comprehension in school and greater educational accomplishments. Integrated Child Development Services (ICDS), a programme for early childhood development financed by the central government and managed by the state, offers a variety of activities that encourage education as one of the six necessary and fundamental services. These include immunisation, health check-ups, referrals, dietary supplements, and growth monitoring via 1.37 million Anganwadi centres throughout India.

PUBLICATION SECTOR

The publishing industry is undergoing a transformation in today's digital age. While subscriptions to print newspapers and magazines are declining, printed books are thriving. According to an EY report, the Indian publishing sector was valued at ₹ 500 billion in 2019. This is expected to increase to ₹ 800 billion by 2024. The industry is not only contributing to India's economic growth by promoting learning and education but also employing over 1.2 million people. The primary growth drivers of the Indian publishing industry are the Government's education campaigns and the increase in total educational spending. The sector is highly competitive, with over 9,000 publishers and 21,000 shops, dominated by educational/academic book publishing with a small percentage of publications in the commerce stream.

To accomplish the objectives for education and foster a knowledge-based society, the publishing industry can collaborate with the Government in vital areas, including the global promotion of Indian culture and history.

Outlook

The Government's recent plan, designed to transform India into a thriving knowledge-based society, is based on the principles of accessibility, fairness, affordability, accountability, and quality of education. To achieve these, numerous programmes such as the NEP prioritise competency-based education and learning, aligning with the requirements of the 21st century. The publishing industry will play a crucial part in accomplishing these goals. To cater to India's massive population, the publishing sector is establishing new partnerships with both the Government and commercial institutions. Several critical Government initiatives, such as making a vast array of books and materials accessible in regional languages and providing instructional content, are being aggressively promoted by the publishing industry. Furthermore, the publishing industry will assume a more prominent role in contributing directly to economic growth and generating employment opportunities. This is reinforced by the Government's endorsement of a proposal to expand public spending on education, which is expected to benefit over 300 million people by 2024.

K-12 Segment

The K-12 education market is gaining global traction, with projected CAGR of 31.6% between CY 2021 and CY 2026, according to GII Research. Schools worldwide are upgrading their technological infrastructure to move away from traditional blackboard-based approaches to teaching, as the use of technology in education becomes imperative in improving student outcomes. Various factors are driving the sector's growth, including the focus on using technology to aid learning, the rise of Big Data and analytics for personalised experiences, and Government support for improving education quality.

In 2022, the schooling market in India stood at USD 43.5 billion. It is projected to expand at a CAGR of 12.1% during 2023-28, and reach a market size of USD 87.3 billion by 2028. In addition, the Central Government's emphasis on education, coupled with the increasing number of private schools and the demand for quality education, has boosted the sector's growth prospects. The use of technology in teaching methodologies and digital learning modules has advanced significantly, making it possible to augment the interaction between students and teachers for effective learning. The Covid-19 pandemic helped accelerate the adoption of e-learning technologies, and private players are collaborating with international brands to provide high-quality education.

Additionally, schools are investing heavily in information and multimedia education technologies to provide high-quality education. EdTech companies are also using augmented and virtual reality to deliver content to K-12 students. These factors are expected to drive the growth of the segment in the coming years.

Company Overview

Navneet Education Limited (hereafter referred to as 'NEL', 'We', 'the Company'), is renowned for providing quality content at an affordable price, believing that education is a basic human right. Our commitment to this vision has led us to offer high-quality educational products at an affordable price. As a result, we have become one of the leading companies in the education products industry. The widespread use of 'Navneet products by the fourth generation is a testament to the trustworthiness and popularity of our product. It highlights how we have retained our market position through reliable and quality content.

Business Strategy

The introduction of the new NEP is expected to bring about positive impact on our business by directly influencing any modifications made to the school curriculum. This change is projected to serve as a significant growth driver for our business. As students begin to discard their old and second-hand books and instead purchase new supplementary books that align with the updated curriculum or syllabus, we anticipate a considerable boost to our business growth. The business is likely to experience an upward trajectory as more students make the transition to updated materials.

Conversion of Schools

As more and more schools switch from State boards to CBSE, there is a growing potential in the CBSE Board schools' market, which is expected to expand rapidly. Additionally, as a greater number of English Medium Private State Boards' transition to CBSE pattern schools, the demand for textbooks from private publishers up to grade 8 is anticipated to increase, which shall contribute to the growth of our publication business.

Stationery Exports

NEL's focus on expanding its export markets through vertical and lateral expansion strategies of launching newer products, have led to newer market penetration. NEL enjoys a competitive edge in the Indian stationery market due to its quality and timely delivery, making it the partner of choice over other countries. With over two decades of experience in this space, NEL is currently the largest exporter in the stationery category. The US accounts for a significant portion of its business and serves as a strong platform for leveraging opportunities in other markets. Additionally, NEL has successfully added a new stationery item to its export portfolio for the US market.

Stationery Domestic

Post-Covid-19 pandemic, stationery business in India is seeing consolidation. Organised players are growing their market share and this will help NEL to grow faster going forward.

OPERATIONAL AND FINANCIAL OVERVIEW

Publishing Content Segment

NEL's main offerings consist of educational textbooks and supplementary materials such as Guides and Workbooks, and 21 - Most Likely Question Sets, which are developed based on the published syllabus. Our business operates on a seasonal basis, with the majority of sales occurring at the start of each academic year. However, we occasionally need to make revisions, updates, or changes to the syllabus or curriculum based on state directives. These updates provide two benefits for our business: they ensure that students receive accurate information periodically, and encourage them to purchase the latest books to stay up-to-date.

2022-23 was ruled by the after-effects of the Covid-19 pandemic and consequences of the geopolitical tensions in Europe. With schools and colleges reopening, our Company's business saw a revival.

Stationery Segment – Domestic and Exports

Our journey in the stationery business has been a remarkable one, marked by significant strides and achievements. It all started in the early 1990s when we ventured into this industry, catering to the Middle Eastern and African markets through exports. As our business grew, we expanded our operations to other regions, and today, we proudly stand as India's biggest exporter of stationery products.

Over the years, we have focussed on expanding our exports, particularly to the US market. In domestic stationery, our brand has become synonymous with an extensive and diverse range of stationery products, including paper and non-paper items, catering to a wide range of customers' needs.

Our value proposition is straightforward yet impactful - we offer premium-quality products at a price that reflects value for money, ensuring customer satisfaction and loyalty. In conclusion, our journey in the stationery business is marked by perseverance, innovation and excellence, with a continued focus on delivering the best to our customers.

The revenue from the domestic stationery segment for 2022-23 stood at ₹ 37,988 witnessing a growth of 98% from 2021-22 wherein the revenue was ₹19,220 Lakhs. The corresponding revenue figure for the export segment for 2022-23 was ₹ 56,725 showcasing a growth of 15%.

Indiannica Learning Pvt. Ltd.

Our educational content and product portfolio includes Indiannica Learning Pvt. Ltd., a subsidiary of NEL. It is renowned for developing products that promote exploratory learning and helping learners develop the right mindset for seeking knowledge. Their cutting-edge offerings include curriculum-based learning and technology solutions tailored to the needs of institutions and individuals. In addition to expanding our CBSE-based curriculum publishing, we are committed to exploring new markets through this subsidiary.

The subsidiary recorded sales worth ₹ 6,517 Lakhs during 2022-23 compared to ₹5,457 Lakhs in 2021-22, registering a growth of 19%.

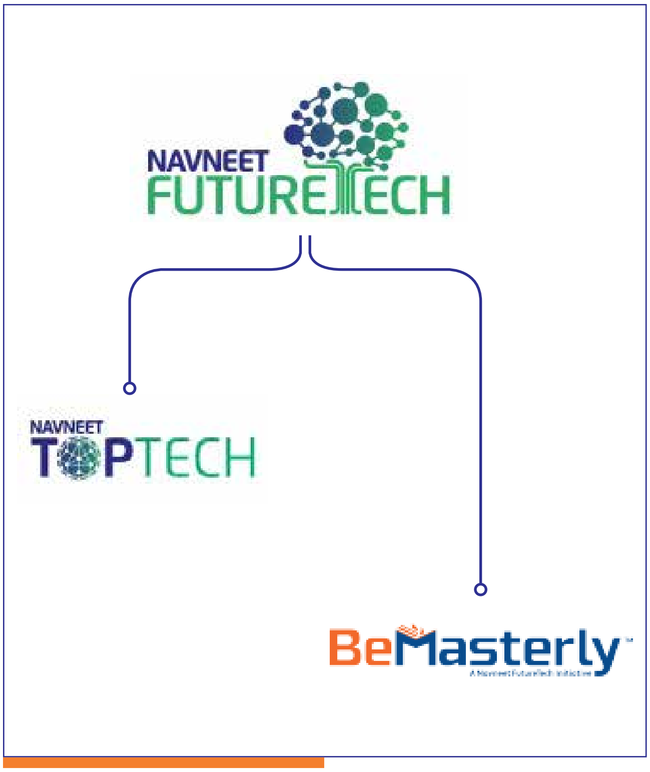
We are committed to collaborating with schools, parents, and educators to create products that cater to the changing demands of learning environments. Additionally, we aim to broaden our product selection and enhance our involvement in the curriculum industry through both natural growth and acquisitions.

Navneet Futuretech

Under the aegis of Navneet Futuretech Ltd., our Company has established itself as a relevant participant in the e-learning segments of: (1) school teaching systems & (2) offering content solutions to coaching institutes.

The aim of our school focussed vision (TopTech) is to build a platform that makes the learning process more engaging through interesting and novel methods. This is made possible by Top School and Top Class, which offer a range of holistic educational tools, including an LMS (Learning Management System) that improves students' learning experience. Top School focusses on catering to the CBSE Board schools while Top Class focusses on State Board schools.

BeMasterly is the other B2B division of Navneet Futuretech which focusses on providing Content and ERP solutions to coaching institutes. These are currently focussed on Competitive Exams like NEET, and JEE, among others. In the near future, we will expand this offering to include content covering CBSE & State Board curriculum. In September 2021, Navneet Futuretech Limited (formerly known as eSense Learning Limited) acquired a controlling 51.8% stake in Genext Students Pvt Ltd, and later in September 2022, acquired the remaining stake to take full ownership of the entity.



PARTNERSHIPS AND TUTORING

Investments

In December 2021, our wholly-owned subsidiary Navneet Futuretech Limited (formerly known as eSense Learning Limited) acquired a 14.29% stake in SFA Sporting Services Private Limited (SFA), a company that specialises in sports tech and sports management. This partnership is expected to enhance our Company's offerings of EdTech products to schools and educational institutes, with the aim of facilitating greater access to sports for children.

OTHERS

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

The K12 education model provides elementary education to students from kindergarten to 12th grade. When integrated with technology, it becomes a highly efficient system. This model is designed to offer education to students of all ages through innovative methods before they transition to higher education.

Our Company, over the past 7-8 years, through its subsidiary, Navneet Learning LLP invested approximately ₹ 1,860 Lakhs towards this venture. Post-dilutions various times, Navneet Learning LLP holds 22.14% stake (NEL holds 93% in Navneet Learning LLP) in this venture. The K12 education model provides elementary education to students from kindergarten to 12th grade through its brand **'Orchids, the International School'.**

K12 Techno has emerged as a leading player in providing management services for direct education. The group is fast expanding and gaining prominence in the EdTech space by delivering high-quality education services that leverage the latest advancements in technology.

As of 31st March, 2023, 79 schools across 11 locations were catering to over 60,000 students.

NEP guidelines mapped against our Company's products

Sr. No.	Areas	NEP Guidelines	Navneet TopTech Products
1.	Curriculum Syllabus/Textbooks	Designed with a circular and pedagogical approach, the focus is to maximise students' learning potential by considering the cognitive development of children and implementing effective teaching and learning strategies.	Rise series Rise series teacher's manual
2.	Methodology	The teaching-learning process will adopt a holistic approach that prioritises inquiry-based, discovery-based, discussion-based, and analysis-based learning.	Recommended lesson plans, curriculum plans
3.	Content Delivery	Integrated Education.	Concept-based 2D, 3D digital content (all major subjects)
4.	Competency-based Education	The classroom transactions will move towards a competency-based approach, and education will be aligned with the intended learning outcomes.	Extended learning assignments
5.	Multidimensional-Report Card (Technology-based)	Detailed, 360-degree, multi-dimensional reports will provide a comprehensive overview of each learner's progress and individuality in the cognitive, affective, and psychomotor domains.	360-degree report card with competency mapping of each child
6.	Art	Art-integration is an interdisciplinary teaching approach that employs diverse forms of art and culture as the foundation for comprehending concepts in various subjects.	At present, we are investigating means of providing this service to schools and tutors
7.	Sports	Sports-integration is a pedagogical approach that combines multiple disciplines. Its aim is to encourage comprehensive growth by promoting physical and mental wellness, as well as improving cognitive abilities.	Our 'Sports For All' initiative aims to make sports management and SportTech available to schools
8.	Teacher's Training	To facilitate their professional growth, every teacher will be required to engage in a minimum of 50 hours of CPD opportunities each year.	The primary objective of TopTech is to provide teacher training to ensure they are proficient in implementing NFL's technology platforms and are not left behind
9.	Coding	Curricular integration of essential subjects, skills, and capacities to provide students with solid foundation in computational thinking, problem solving, logical reasoning and creativity that will help students become career ready.	Introduced TopCoder powered by Hackberyy that aims to facilitate the implementation of a comprehensive coding curriculum for grades 1-10 in schools

FINANCIAL REVIEW

(₹ in Lakhs)

Particulars	2022-23	2021-22	2020-21
Total Income	1,64,483	1,08,071	81,749
Operating Expenses	(1,29,063)	(89,036)	(69,165)
EBITDA	35,420	19,035	12,585
Depreciation	(3,582)	(3,270)	(3,473)
EBIT	31,838	15,765	9,112
Financial Cost	(861)	(368)	(684)
Exceptional Item	3,037	4,580	0
EBT including Extraordinary Items	34,014	19,977	8,428
Tax	(8,127)	(5,315)	(2,265)
PAT	25,887	14,662	6,163
Tangible Capital Employed	158,859	1,21,682	1,06,491
Net Capital Employed	1,35,258	1,12,714	1,03,886
Return on Capital Employed	20.04	12.96	8.56
Return on Net Worth	19.14	13.01	5.93

Revenue

Our Company's total revenue increased to ₹ 1,64,483 Lakhs in 2022-23 from ₹ 1,08,071 Lakhs in 2021-22. This can be mainly attributed to opening of schools and increase in exports of stationery.

Operating Expenses

Our Company's overall operating expenses stood at ₹ 1,29,063 Lakhs in 2022-23 from ₹ 89,036 Lakhs in 2021-22.

EBITDA

Our Company's EBITDA increased to ₹ 35,420 Lakhs in 2022-23 from ₹ 19,035 Lakhs in 2021-22.

Depreciation

Our Company's depreciation increased to ₹ 3,582 Lakhs in 2022-23 from ₹ 3,270 Lakhs in 2021-22.

EBIT

Our Company's EBIT increased to ₹ 31,838 Lakhs in 2022-23 from ₹ 15,765 Lakhs in 2021-22.

Finance Cost

Our Company's finance cost increased to ₹ 861 Lakhs in 2022-23 from ₹ 368 Lakhs in 2021-22 due to the increase in interest rates.

Exceptional Item

During 2022-23, exceptional items include the reversal of provision made for impairment on investment in wholly-owned subsidiaries ₹ 2,404 Lakhs and ₹ 633 Lakhs towards profit on sale of property.

EBT

Our Company's EBT increased to ₹ 34,014 Lakhs in 2022-23 from ₹ 19,977 Lakhs in 2021-22.

PAT

Our Company's PAT increased to ₹ 25,887 Lakhs in 2022-23 from ₹ 14,662 Lakhs in 2021-22.

Tangible Capital Employed

Our Company's capital employed increased to ₹1,58,859 Lakhs in 2022-23 from ₹ 1,21,682 Lakhs in 2021-22.

Net Worth

Our Company's net worth increased to ₹ 1,35,258 Lakhs in 2022-23 from ₹ 1,12,714 Lakhs in 2021-22.

Financial Ratios

Ratios	2022-23	2021-22
Current Ratio	2.60	3.47
Debt-to-Equity Ratio	0.18	0.08
Debtors Turnover	6.98	6.28
Operating Profit Margin	20.71%	16.04%
Net Profit Margin	15.90%	13.83%
Return on Net Worth	19.14%	13.01%
EPS	11.44	6.45
Fixed Asset Turnover Ratio	9.86	6.63

Return on Capital Employed

Our Company's return on capital employed ratio increased to 20.04% in 2022-23 from 12.96% in 2021-22.

Return On Net Worth

Our Company's return on net worth increased to 19.14% in 2022-23 from 13.01% in 2021-22.

Dividend History

Below is the dividend history for the last five financial years

Year	Dividend Type	Dividend %
2022-23	Final*	130
2021-22	Final	75
2020-21	Final	50
2019-20	Second Interim	25
	First Interim	125
2018-19	Final	50

*Recommended

Credit Rating

During the past year, CRISIL Ratings reaffirmed its 'CRISIL A1+' (pronounced as CRISIL A One Plus) rating for the short-term bank facilities and commercial paper programmes of the Company. This rating is widely recognised for its high level of safety and reliability in meeting financial obligations promptly. It also signifies the Company's comfortable financial risk profile, supported by strong gearing and debt protection metrics. Moreover, the rating reflects NEL's well-established market position in the educational books segment and its strong global presence in the stationery segment.

In addition, during the year CARE Ratings reaffirmed its ratings for NEL's longterm/short-term bank facilities to CARE AA; Stable/CARE A1+(pronounced as CARE Double A; Stable/CARE A One Plus). These ratings take into consideration the favourable financial risk profile of NEL, which is supported by a strong liquidity position and the absence of long-term debt. These factors, combined with the Promoters' extensive experience, well-established market presence, and strong brand recognition, contribute to the positive rating assessment.

Risk Mitigation Strategies

Risk	Mitigation Strategy
Enterprise Risk	Our organisation uses ERM, a recognised approach to identifying, evaluating, and preparing for potential losses, risks, and harm that could disrupt our organisational structure and objectives, resulting in losses. ERM helps us recognise and evaluate potential threats, enabling us to take steps to mitigate them.
Process Risk	The internal audit department of our Company is responsible for ensuring the effectiveness of commercial and investment controls and procedures in all critical operations through process risk management.
Compliance Risk/ Integrity Risk	Our Company ensures compliance with all laws and regulations by implementing a thorough verification process. A robust reporting system flows upward from business line executives to the Audit Committee and the Board of Directors. A team of specialists conducts an annual internal audit of key aspects of corporate operations, which is reviewed by internal auditors, the Audit Committee, and the Board of Directors. The Audit Committee regularly reviews the recommendations of the internal auditors and suggests ways to enhance internal controls.
Digital Risk	Our Company has implemented a cloud application security tool that helps to detect and address cloud security vulnerabilities. Additionally, we conduct round-the-clock security reviews to ensure the safety of our data.
Funding Risk	Our Company has relied solely on internal funding for our tech journey. Unlike other companies in the sector that have experienced funding challenges, we have avoided such risks. We remain committed to funding our ventures with due diligence, which enables us to expand and generate positive returns.

CSR

As part of our commitment to social responsibility, we actively engage in a range of CSR initiatives focussed on education, healthcare, community development, and sports development. We take great care to monitor and optimise the utilisation of resources at the grassroots level, ensuring that the benefits of these programmes reach the intended beneficiaries. In line with our dedication to environmental sustainability, we prioritise the use of eco-friendly materials for our key projects. In the 2022-23, we made a significant contribution of ₹ 500 Lakhs towards our CSR initiatives.

INTERNAL CONTROL SYSTEM AND IT'S ADEQUACY

Our internal control system is reliable, efficient, and crucial to the success of our Company. It helps us in reviewing our numerous segments and sales operations. This system assures proper maintenance of internal audit controls, like observing various operations, protecting assets and complying with regulations. The yearly internal audit covers important areas of business operations identified by a team of experts. Each area is reviewed by internal auditors, the Audit Committee and the Board. The Audit Committee considers the inputs from the internal auditors and advises ways to enhance the internal controls, time and again.

CAUTIONARY STATEMENT

Certain statements in the MDA section concerning future prospects may be forward-looking and involve a number of underlying identified/non identified risks and uncertainties that could cause actual results to differ materially. In addition to the foregoing changes in the macro-environment, a global pandemic like the Covid-19 may pose an unforeseen, unprecedented, unascertainable, and constantly evolving risk(s), inter-alia, to our Company and the environment in which it operates. The results of these assumptions made, relying on available internal and external information, are the basis for determining certain facts and figures stated in the report. Since the factors underlying these assumptions are subject to change over time, the estimates on which they are based are also subject to change accordingly. These forward-looking statements represent only our Company's current intentions, beliefs or expectations, and any forward-looking statement speaks only as of the date on which it was made. Our Company assumes no obligation to revise or update any forward-looking statements, whether as a result of new information, future events, or otherwise.

NOTICE

NOTICE is hereby given that the thirty-seventh Annual General Meeting of the Members of Navneet Education Limited will be held on Monday, 14th August, 2023 at 11.00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS:

1) To receive, consider and adopt the:

   (a) Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023 including the Audited Balance Sheet as at 31st March, 2023 and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and Independent Auditor thereon; and

   (b) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2023 including the Audited Consolidated Balance Sheet as at 31st March, 2023 and the Consolidated Statement of Profit and Loss for the year ended on that date together with the Report of Independent Auditor thereon.

2) To declare final dividend on equity shares of the Company for the financial year ended 31st March, 2023.

3) To appoint a Director in place of Shri Shailendra J. Gala (DIN: 00093040), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

4) To appoint a Director in place of Shri Gnanesh D. Gala (DIN: 00093008), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS :

5) To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** Shri Dilip C. Sampat (DIN:05018178), who was appointed as an Additional Director of the Company by the Board of Directors pursuant to the recommendation of Nomination and Remuneration Committee with effect from 1st June, 2023 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ('the Act') and Articles of Association of the Company and who is eligible for appointment be and is hereby appointed as a Director of the Company, liable to retire by rotation."

6) To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded for re-appointment of Shri Gnanesh D. Gala (DIN:00093008) as Managing Director and Key Managerial Personnel of the Company for a period of 5 (Five) years with effect from 1st June, 2023 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Gnanesh D. Gala.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

7) To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the

Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the re-appointment of Shri Raju H. Gala (DIN:02096613) as Joint Managing Director of the Company for a period of 5 (Five) years with effect from 1st June, 2023 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Raju H. Gala.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

8) To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the appointment of Shri Dilip C. Sampat (DIN: 05018178) as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2023 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Dilip C. Sampat.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

9) To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the re-appointment of Shri Anil D. Gala (DIN:00092952) as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2023 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Anil D. Gala.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

10) To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act,2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and

Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the re-appointment of Shri Shailendra J. Gala (DIN:00093040) as Whole time Director of the Company for a period of 5 (Five) years with effect from 1st June, 2023 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Shri Shailendra J. Gala.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

11) To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution** :

"**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act,2013 read with rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 and other applicable provisions, if any (including any statutory modification or enactment thereof for the time being in force) consent of the Members of the Company be and is hereby accorded to Shri Archit R. Gala, to hold and continue to hold an office or place of profit in the Company as 'Marketing President' on a total remuneration exceeding ₹ 2.50 Lakhs per month subject to maximum remuneration up to ₹ 10 Lakhs per month.

RESOLVED FURTHER THAT the Board of Directors ('the Board') be and is hereby authorised to review and determine, from time to time, the term of holding of the said office or place of profit by Shri Archit R. Gala as 'Marketing President' or at such higher designation including his remuneration as the Board at its discretion think fit and proper and to take such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors

Sd/-
Amit D. Buch
Company Secretary
Membership No. A15239

Place: Mumbai
Date: 16th May, 2023

NOTES:

1. In terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as 'MCA Circulars') issued by the Ministry of Corporate Affairs ('MCA'), the Annual General Meeting ('AGM') is being held through Video Conferencing ('VC') facility / Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the MCA Circulars, the thirty seventh AGM of the Company is being held through VC/OAVM on Monday, 14th August, 2023 at 11.00 a.m. (IST). The deemed venue of the proceedings of the thirty-seventh AGM shall be the Registered Office of the Company at Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai-400 028.

2. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 10/2022 dated 28th December, 2022, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 issued by SEBI ("the Circulars"), companies are allowed to hold AGM through video conference/other audio visual means ("VC/OAVM") upto 31st December, 2023, without the physical presence of members. The AGM of the Company is being held through VC/OAVM, and video recording and transcript of the same shall be made available on the website of the Company. National Securities Depository Limited ("NSDL") will be providing facilities for voting through remote e-voting, for participation in the AGM through VC/OAVM and e-voting during the AGM.

3. In terms of the MCA Circulars, the physical attendance of Members has been dispensed with and there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

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

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

6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36(5) of the SEBI Listing Regulations, given hereunder sets out material facts relating to the resolutions mentioned at Item Nos. 5 to 11 of the accompanying Notice. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard–2 on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at this AGM are also annexed.

7. Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 01, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and the amendments thereof. In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential status, PAN, Category with their depository participants ('DPs') or in case shares are held in physical form, with the Company / Registrars and Transfer Agents ('RTA') by sending documents through email on or before August 8, 2023.

8. The Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 8th August, 2023 to Monday, 14th August, 2023 (both days inclusive) for the purpose of Annual General Meeting and payment of final dividend, if declared at the AGM.

9. Pursuant to provisions of Section 205A and 205C of the Companies Act, 2013, the amount of dividend remaining unclaimed as unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to ''Investor Education and Protection Fund" (IEPF) of the Central Government. Accordingly, the Company has transferred unclaimed or unpaid amounts of interim dividend for the financial year 2015-16 to the IEPF. Dividend declared by the Company thereafter, is still lying in the respective unpaid dividend accounts of the Company. Members who have not yet encashed these dividend(s) are requested to contact Company's Registrar and Share Transfer Agents M/s. Link Intime India Private Limited. Kindly note that no claim shall lie against the Company after the transfer of the said unclaimed dividend amount to IEPF.

10. As per applicable provisions of the Act, IEPF Rules, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the MCA. The Members/ claimants whose shares and unclaimed dividend have been transferred to IEPF may claim the same by making an application to IEPF Authority in form IEPF 5 (available on www.iepf.gov.in) along with requisite fees.

11. SEBI vide its Circular dated 3rd November, 2021, has reiterated that it is mandatory for all holders of physical securities to furnish their PAN as well as KYC to RTA (Registrar and Share Transfer Agent) of the Company in respect of all concerned Folios and the Folios wherein even any one of the PAN, Address with PIN Code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities are not available on or after 1st April, 2023, shall be frozen by RTA. SEBI has introduced Form ISR - 1 along with other relevant forms to lodge any request for registering PAN, KYC details or any change/ updation thereof. In terms of the aforesaid SEBI Circular, effective from 1st January, 2022, any service requests or complaints received from the Member, are not processed by RTA till the aforesaid details/ documents are provided to RTA. Members may also note that SEBI vide its Circular dated 25th January, 2022 has mandated listed companies to issue securities in dematerialised form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4.

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

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

14. The Securities and Exchange Board of India (SEBI) vide its earlier circulars have made the Permanent Account Number (PAN) as the sole identification number for

all participants transacting in the securities market, irrespective of the amount of the transaction. Members are requested to submit the PAN details to their respective DP in case of holdings in dematerialisation form or the Company's Registrar and Share Transfer Agent in case of holdings in physical form, mentioning the correct folio number.

15. All documents referred in the accompanying Notice and statement setting out material facts are open for inspection at the Registered office of the Company on all working days (except Saturdays) between 11.00 a.m. and 1.00 p.m. up to the date of AGM.

16 Members desiring any information, as regards the Annual Accounts are requested to write to the Company at least seven days before the date of AGM to enable the Management to keep the information ready.

17. In terms of Section 108 of the Companies Act, 2013 read with the Rules made thereunder, the Company is pleased to provide the facility to its Members holding shares in physical or dematerialised form as on the cut-off date, being Monday, 7th August, 2023 to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice and the business may be transacted through e-Voting Services provided by the Company.

18. Details of the process and manner of the e-voting is being sent to all the Members along with the AGM Notice.

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

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

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

22. Voting through electronic means: (A) In compliance with the provisions of Section 108 of the Companies Act,2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide to its members facility to exercise their right to vote at the 37th AGM by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).

The Instructions for e-voting are as under:

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

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

(ii) Click on Shareholders / Members tab (iii) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical mode should enter Folio Number registered with the Company.

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

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

(vi) If you are a first time user follow the steps given below: For Members holding shares in Demat Form and Physical Form

PAN: Enter your 10 digit alphanumeric PAN issued by Income Tax Department (Applicable for both demat shareholders holding shares in demat mode as well as in physical mode).

Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/RTA.

Dividend Bank Details OR Date of Birth (DOB) Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company's records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

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

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

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

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

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

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

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

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

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

(xvi) If a demat account holder has forgotten the 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.

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

(xviii) Additional facility for Non – Individual Shareholders and Custodians for remote voting only.

- 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 "Corporate Module"
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.

(II) In case the shareholders receiving physical copy, please follow all steps from (i) to (xvi) above.

(III) The e-voting period begins on Thursday, 10th August, 2023 (9.00 a.m. IST) and ends on Sunday, 13th August, 2023 (5.00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of Monday, 7th August, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. (B) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

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

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

23. CS. Sunil M. Dedhia (COP No.2031)Proprietor of Sunil M. Dedhia & Co. Company Secretary in Practice has been appointed as the Scrutiniser to scrutinise the eVoting process in a fair and transparent manner.

24. The Scrutiniser shall, immediately after the conclusion of voting at the Meeting, count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting and at the meeting in the presence of at least two witnesses not in the employment of the Company. Scrutiniser shall within 2 working days of conclusion of the meeting submit a consolidated scrutiniser report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing.

25. The results along with the Scrutinisers Report shall be placed on the Company's website www.navneet.com and on the website of CDSL and shall be communicated to BSE Limited and National Stock Exchange of India Limited.

Process and manner for attending the Annual General Meeting through Insta Meet:

1. Open the internet browser and launch the URL: https:// instameet.linkintime.co.in

- Select the "Company" and 'Event Date' and register with your following details:

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/ members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

- Click "Go to Meeting" (You are now registered for InstaMeet and your attendance is marked for the meeting). Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ Insta MEET website.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request atleast 7 days before the date of AGM with the company on the nelagm@navneet.com.
2. Shareholders will get confirmation on first cum first basis.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device. Shareholders are requested to speak only when moderator of the meeting/management will announce the name and serial number for speaking. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet: Once the electronic voting is activated by the scrutiniser/ moderator during the meeting, shareholders/members who have not exercised their vote through the remote e-voting can cast the vote as under:
    1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
    2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
    3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
    4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
    5. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
    6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

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

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting. Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

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

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

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175, InstaMeet Support Desk, Link Intime India Private Limited. Guidelines to attend the AGM proceedings of Link Intime India Private Limited:

InstaMEET For a smooth experience of viewing the AGM proceedings of Link Intime India Private Limited InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

a) Please download and install the Webex application by clicking on the link https://www.webex.com/downloads.html/ OR

b) If you do not want to download and install the Webex application, you may join the meeting mentioned as under : Step 1 Enter your First Name, Last Name and Email ID and click on Join Now. 1(A) If you have already installed the Webex application on your device, join the meeting by clicking on Join Now 1(B) If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application. Click on Run a temporary application, an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now.

By Order of the Board of Directors

Sd/-
Amit D. Buch
Company Secretary
Membership No. A15239

Place: Mumbai
Date: 16th May, 2023

EXPLANATORY STATEMENT

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') and Regulation 36(3) and (5) of the Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), given hereunder sets out all material facts relating to the resolutions mentioned at Item Nos. 5 to 11 of the accompanying Notice dated 16th May, 2023.

ITEM NO. 5

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company ('Board') at its meeting held on 16th May, 2023 appointed Shri Dilip C. Sampat (DIN: 05018178) as an Additional Director in the capacity of Whole-time Director of the Company for the period of 5 years with effect from 1st June, 2023.

Pursuant to Section 161(1) of the Companies Act, 2013 ('Act') and Articles of Association of the Company, Shri Dilip C. Sampat shall hold office only up to the date of this Annual General Meeting ('AGM') and is eligible to be appointed as Director. Shri Dilip C.Sampat has also confirmed that he is not debarred from holding the office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority. Shri Dilip C. Sampat has been handling the export business of the Company since more than three decades. He has been instrumental in taking Company's export business to its new heights and today, the Company exports its products to more than 30 countries. The Board therefore, recommends the resolution set out at Item No. 5 of the accompanying Notice for approval of Members of the Company as an Ordinary Resolution.

Shri Dilip C. Sampat is interested in the resolution set out at Item No. 5 of the accompanying Notice as it pertains to his own appointment as a Director.

The relatives of Shri Dilip C. Sampat may be interested in the said resolution, to the extent of their respective shareholding, if any, in the Company. None of the Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution set out at Item No. 5 of the accompanying Notice.

ITEM NO. 6

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has re-appointed Shri Gnanesh D. Gala as the Managing Director of the Company for a period of 5 (Five) years w.e.f. 1st June, 2023, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors.

Shri Gnanesh D. Gala's visionary guidance has been instrumental in driving company's remarkable growth. Throughout his tenure, including the challenging times presented by the COVID-19 pandemic, he has exhibited exceptional leadership skills and a steadfast commitment towards Company's progress. Under his astute leadership, the Company has achieved steady growth, marked by consistent expansion, strategic initiatives, and a relentless pursuit of excellence. His ability to navigate through uncertainties and make well-informed decisions has ensured the sustainability of Company's operations. It would be therefore in the interest of the Company to re-appoint Shri Gnanesh D. Gala as Managing Director of the Company.

The material terms and conditions of the said draft Agreement are as under:

1. **Period of Agreement**: 1st June, 2023 to 31st May, 2028
2. **Remuneration:**
   a) **Basic Salary** :
      Basic Salary of ₹6,94,759/- per month with a power to the Board to give one or more annual increment subject to maximum basic salary of ₹15,00,000/- per month.
   b) **Perquisites/Allowances**:
      In addition to salary, the Managing Director shall be entitled to the following perquisites/ allowances:
      House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses (whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs

which will include admission fees but will not include life membership fees, use of car with driver and telephone and internet facilities at residence and mobile phone facility, personal accident insurance, assignment of key man and other insurance policies obtained by the Company and such other perquisites and special allowances as may be determined by the Board from time to time.

c) Managing Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:

   i) contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.

   ii) Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.

   iii) Encashment of leave as per rules of the Company.

   Explanation: For the purpose of this Agreement, "Family" means the spouse and dependent children of Managing Director.

d) Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act, 2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.

3. Where in any financial year during his tenure as Managing Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/ allowances as aforesaid.

4. Managing Director shall be entitled to annual leave for a period of thirty five days and shall be entitled to accumulate earned leave for a maximum of ninety days.

5. Managing Director shall be entitled to:

   a) the reimbursement of entertainment expenses actually incurred by him in the course of legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and

   b) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.

6. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

7. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Managing Director shall cease to be the Managing Director of the Company. The said notice period of 90 days may be waived mutually.

8. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

9. The other terms and conditions of the agreement are such as are customarily contained in the agreement of similar nature.

10. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

    The draft Agreement to be entered into between the Company and Shri Gnanesh D. Gala is open for inspection at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.

Your Directors recommend the resolution at Item No. 6 of the Notice for your approval.

Shri Gnanesh D. Gala is interested in the said resolution as it pertains to his own re-appointment. Shri Anil D. Gala is deemed to be interested in the said resolution as he is related to Shri Gnanesh D. Gala.

Prescribed details of Shri Gnanesh D. Gala is provided in the notes to the Notice. The other relatives of Shri Gnanesh D. Gala may be deemed to be interested in the said resolution at Item No. 6 of the Notice to the extent of their shareholding, if any, in the Company.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution.

ITEM NO. 7

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has re-appointed Shri Raju H. Gala as the Joint Managing Director of the Company for a period of 5 (Five) years w.e.f. 1st June, 2023 subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Under Shri Raju H. Gala's visionary guidance, the company achieved significant milestones and garnered a prominent position in the publishing industry in Gujarat. He possesses a deep understanding of the local market dynamics, cultural nuances, and reader preferences, allowing the Company to create and deliver publications that resonate with the people of Gujarat. It would be therefore in the interest of the Company to re-appoint Shri Raju H. Gala as Joint Managing Director of the Company.

The material terms and conditions of the said draft Agreement are as under:

1. **Period of Agreement**: 1st June, 2023 to 31st May, 2028

2. **Remuneration:**

   a) **Basic Salary** :

   Basic Salary of ₹6,94,759/- per month with a power to the Board to give one or more annual increment subject to maximum basic salary of ₹15,00,000/- per month.

   b) **Perquisites/Allowances:**

   In addition to salary, the Joint Managing Director shall be entitled to the following perquisites/ allowances:

   House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses (whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs which will include admission fees but will not include life membership fees, use of car with driver, and telephone and internet facilities at residence and mobile phone facility, personal accident insurance, assignment of key man and other insurance policies obtained by the Company and such other perquisites and special allowances as may be determined by the Board from time to time.

   c) Joint Managing Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:

      i) contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.

      ii) Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.

      iii) Encashment of leave as per rules of the Company.

   Explanation: For the purpose of this Agreement, "Family" means the spouse, dependent parents and dependent children of Joint Managing Director.

   d) Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act, 2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.

3. Where in any financial year during his tenure as Joint Managing Director, if the Company has no profit or its profits are inadequate, the Company will

pay remuneration by way of salary and perquisites/ allowances as aforesaid.

4. Joint Managing Director shall be entitled to annual leave for a period of thirty five days and shall be entitled to accumulate earned leave for a maximum of ninety days.

5. Joint Managing Director shall be entitled to:

   a) the reimbursement of entertainment expenses actually incurred by him in the course of legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and

   b) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.

6. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

7. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Joint Managing Director shall cease to be the Joint Managing Director of the Company. The said notice period of 90 days may be waived mutually.

8. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act,2013, or any other amendments made hereafter in that regard.

9. The other terms and conditions of the agreement are such as are customarily contained in agreement of similar nature.

10. The said appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

The draft Agreement to be entered into between the Company and Shri Raju H. Gala is open for inspection at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.

Your Directors recommend the resolution at Item No. 7 of the Notice for your approval.

Shri Raju H. Gala is interested in the said resolution as it pertains to his own re- appointment.

Details of Shri Raju H. Gala are provided in the notes to the Notice. The relatives of Shri Raju H.Gala may be deemed to be interested in the said resolution at Item No. 7 of the Notice to the extent of their shareholding, if any, in the Company.

None of the Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution.

ITEM NO.8

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has appointed Shri Dilip C. Sampat as Whole time Director of the Company for a period of 5 (five) years w.e.f. 1st June, 2023, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Shri Dilip C. Sampat has invaluable contributions in driving company's export business. He has played a pivotal role in expanding Company's global presence, fostering international partnerships, and driving export operations of the Company to its new heights. It would be therefore in the interest of the Company to appoint Shri Dilip C. Sampat as Whole time Director of the Company.

The material terms and conditions of the said draft Agreement are as under:

1. **Period of Agreement**: 1st June, 2023 to 31st May, 2028

2. **Remuneration:**

   a) **Basic Salary** :

   Basic Salary of ₹6,17,600/- per month with a power to the Board to give one or more annual increment subject to a maximum basic salary of ₹15,00,000/- per month.

b) **Perquisites/Allowances:**

In addition to salary, Whole time Director shall be entitled to the following perquisites/ allowances:

House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses(whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs which will include admission fees but will not include life membership fees, use of car with driver and telephone and internet facilities at residence and mobile phone facility, personal accident insurance, assignment of key man and other insurance policies obtained by the Company and such other perquisites and special allowances as may be determined by the Board from time to time.

c) Whole time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:

i) contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.

ii) Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.

iii) Encashment of leave as per rules of the Company.

Explanation: For the purpose of this Agreement, "Family" means the spouse, dependent parents and dependent children of Whole time Director.

d) Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act,2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.

3. Where in any financial year during his tenure as Whole time Director, if the Company has no profit or its profits are in adequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.

4. Whole time Director shall be entitled to annual leave for a period of thirty five days and shall be entitled to accumulate earned leave for a maximum of ninety days.

5. Whole time Director shall be entitled to:

a) the reimbursement of entertainment expenses actually incurred by him in the course of legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and

b) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.

6. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

7. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Whole time Director shall cease to be the Whole time Director of the Company. The said notice period of 90 days may be waived mutually.

8. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

9. The other terms and conditions of the agreement are such as are customarily contained in agreement of similar nature.

10. The said appointment/agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/approved.

The draft Agreement to be entered into between the Company and Shri Dilip C. Sampat is open for inspection at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.

Your Directors recommend the resolution at Item No. 8 of the Notice for your approval.

Details of Shri Dilip C. Sampat are provided in the notes to the Notice. The relatives of Shri Dilip C. Sampat may be deemed to be interested in the said resolution at Item No. 8 of the Notice to the extent of their shareholding, if any, in the Company.

Shri Dilip C. Sampat is interested in the said resolution as it pertains to his own appointment.

None of the Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution.

ITEM NO. 9

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has re-appointed Shri Anil D. Gala as Whole time Director of the Company for a period of 5 (Five) years w.e.f. 1st June, 2023, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Through Shri Anil D. Gala's deep industry expertise and strategic insights, the Company has successfully navigated the dynamic landscape of the publication industry in Maharashtra.

He has demonstrated exceptional leadership skills, providing guidance and direction that have propelled Company to its new heights. It would be therefore in the interest of the Company to re-appoint Shri Anil D. Gala as Whole time Director of the Company.

The material terms and conditions of the said draft Agreement are as under:

1. **Period of Agreement**: 1st June, 2023 to 31st May, 2028

2. **Remuneration:**

   a) **Basic Salary** :

   Basic Salary of ₹6,94,759/- per month with a power to the Board to give one or more annual increment subject to maximum basic salary of ₹15,00,000/- per month.

   b) **Perquisites/Allowances**:

   In addition to salary, Whole time Director shall be entitled to the following perquisites/ allowances:

   House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses(whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs which will include admission fees but will not include life membership fees, use of car with driver and telephone and internet facilities at residence and mobile phone facility, personal accident insurance, assignment of key man and other insurance policies obtained by the Company and such other perquisites and special allowances as may be determined by the Board from time to time.

   c) Whole time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:

      i) contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.

      ii) Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.

      iii) Encashment of leave as per rules of the Company.

   Explanation: For the purpose of this Agreement, "Family" means the spouse, dependent parents and dependent children of Whole time Director.

   d) Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act,2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.

3. Where in any financial year during his tenure as Whole time Director, if the Company has no profit or its profits are in adequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.
4. Whole time Director shall be entitled to annual leave for a period of thirty five days and shall be entitled to accumulate earned leave for a maximum of ninety days.
5. Whole time Director shall be entitled to:
   a) the reimbursement of entertainment expenses actually incurred by him in the course of legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and
   b) the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.
6. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.
7. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Whole time Director shall cease to be the Whole time Director of the Company. The said notice period of 90 days may be waived mutually.
8. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.
9. The other terms and conditions of the agreement are such as are customarily contained in agreement of similar nature.
10. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved as aforesaid.

    The draft Agreement to be entered into between the Company and Shri Anil D. Gala is open for inspection at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.

    The members are informed that Shri Anil D. Gala would attend the age of 70 years during his tenure of appointment and as per the provision of Section 196(3) of the Companies Act, 2013 read with conditions specified in Part 1 of Schedule V to the said section, the appointment of whole time director shall be made by way of a special resolution. Although not required as Shri Anil D. Gala has not attended the age of 70 years at the time of appointment but as a good governance the Board of Directors propose the resolution at Item No. 9 of the Notice for re-appointment of Shri Anil D. Gala as Whole time Director be passed as a Special Resolution.

    Shri Anil D. Gala is interested in the said resolution as it pertains to his own re-appointment. Shri Gnanesh D. Gala is deemed to be interested in the said resolution as he is related to Shri Anil D. Gala.

    Details of Shri Anil D. Gala are provided in the notes to the Notice. The other relatives of Shri Anil D. Gala may be deemed to be interested in the said resolution at Item No.9 of the Notice to the extent of their shareholding, if any, in the Company.

    None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution.

ITEM NO. 10

Based on the recommendation of Nomination and Remuneration Committee duly approved by the resolution passed at its meeting, the Board of Directors has re-appointed Shri Shailendra J. Gala as Whole time Director of the Company for a period of 5 (Five) years w.e.f. 1st June, 2023, subject to approval of the members in General Meeting upon terms and conditions set out in the draft agreement to be entered into by the Company with him as approved by the Board of Directors. Under Shri Shailendra J. Gala's visionary leadership, stationery business of the Company experienced significant growth and expansion. He has demonstrated exceptional market insight, identifying emerging trends, and adapting Company's product offerings to meet the evolving needs of our customers. It would be therefore in the interest of the Company to re-appoint Shri Shailendra J. Gala as Whole time Director of the Company.

The material terms and conditions of the said draft Agreement are as under:

1. **Period of Agreement**: 1st June, 2023 to 31st May, 2028

2. **Remuneration:**

   a) **Basic Salary** :

   Basic Salary of ₹6,36,836/- per month with a power to the Board to give one or more annual increment subject to a maximum basic salary of ₹15,00,000/- per month.

   b) **Perquisites/Allowances:**

   In addition to salary, Whole time Director shall be entitled to the following perquisites/ allowances:

   House rent allowance, conveyance allowance, leave travel allowance, bonus, reimbursement of medical expenses(whether in India or abroad) and medical insurance premium for self and family, fees of clubs subject to maximum of two clubs which will include admission fees but will not include life membership fees, use of car with driver and telephone and internet facilities at residence and mobile phone facility, personal accident insurance, assignment of key man and other insurance policies obtained by the Company and such other perquisites and special allowances as may be determined by the Board from time to time.

   c) Whole time Director shall also be entitled to the following perquisites which shall not be included in the computation of the ceiling on remuneration specified herein:

      i) contribution to the Provident Fund, Contribution to Gratuity Fund as per the rules of the Company.

      ii) Gratuity payable at the rate not exceeding half a month's salary for every completed year of service.

      iii) Encashment of leave as per rules of the Company

      Explanation: For the purpose of this Agreement, "Family" means the spouse, dependent parents and dependent children of Whole time Director.

   d) Perquisites and allowances together with the salary payable as aforesaid shall be restricted to and subject to the applicable overall maximum ceiling set out in Section 197 read with Schedule V of the Companies Act,2013 or any amendments or modifications that may be made thereto by the Central Government in that behalf from time to time.

3. Where in any financial year during his tenure as Whole time Director, if the Company has no profit or its profits are in adequate, the Company will pay remuneration by way of salary and perquisites/ allowances as aforesaid.

4. Whole time Director shall be entitled to annual leave for a period of thirty five days and shall be entitled to accumulate earned leave for a maximum of ninety days.

5. Whole time Director shall be entitled to:

   a) the reimbursement of entertainment expenses actually incurred by him in the course of legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors; and

   the reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.

6. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

7. Notwithstanding anything to the contrary contained in the Agreement, either party shall be entitled to terminate the Agreement, at any time by giving to the other party 90 days notice in writing in that behalf without the necessity of showing any cause and on expiry of the period of such notice, this Agreement shall stand terminated and Whole time Director shall cease to be the Wholetime Director of the Company. The said notice period of 90 days may be waived mutually.

8. The terms and conditions of the said appointment herein and/ or agreement may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

9. The other terms and conditions of the agreement are such as are customarily contained in agreement of similar nature.

10. The said re-appointment / agreement including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved as aforesaid.

    The draft Agreement to be entered into between the Company and Shri Shailendra J. Gala is open for inspection at the Registered Office of the Company on any working days (excluding Saturdays) between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.

Your Directors recommend the resolution at Item No. 10 of the Notice for your approval.

Shri Shaiendra J. Gala is interested in the said resolution as it pertains to his own re-appointment.

Details of Shri Shailendra J. Gala are provided in the notes to the Notice. The relatives of Shri Shailendra J.Gala may be deemed to be interested in the said resolution at Item No.10 of the Notice to the extent of their shareholding, if any, in the Company.

None of the Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

ITEM NO. 11

Shri Archit R. Gala, MBA by qualification is highly accomplished and results-driven with a wealth of experience in the field of marketing, content creation, supply chain management, digitisation, and rebranding. Since joining the Company on 1st January, 2017, he has played a pivotal role in driving the Company's marketing strategies and enhancing its overall brand presence. Additionally, Shri Archit R. Gala has been actively involved in streamlining the supply chain management process, optimising efficiencies and ensuring seamless delivery of products to customers. His strategic approach to digitisation has strengthened Company's position in the digital landscape, enabling it to tap into new markets. It is proposed to revise terms of his remuneration with effect from April 1, 2023 whereby monthly remuneration payable to him may increase beyond ₹2.50 Lakhs per month.

The information as required in accordance with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as well as pursuant to Section 102 of the Act and SEBI Listing Regulations is as under:

Name of the Related Party	Shri Archit R. Gala
Name of the Director or Key Managerial Personnel who is related, if any;	Shri Raju H. Gala, Joint Managing Director
Nature of Relationship	Shri Archit R. Gala is the son of Shri Raju H. Gala, Joint Managing Director
Nature, material terms, monetary value and particulars of the Contract or arrangement	Shri Archit R. Gala currently draws monthly remuneration which is less than the monthly remuneration mentioned in Section 188 of the Companies Act, 2013 read with rule 15 of Companies(Meeting of Board and its Powers) Rules, 2014. It is proposed to increase the remuneration of Shri Archit R. Gala whereby remuneration payable to him may increase beyond ₹2.50 Lakhs per month subject to maximum remuneration of ₹10 Lakhs per month.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	Proposed transaction is 0.71% of Annual Consolidated Turnover of the Company as on March 31, 2023.

If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i) details of the source of funds in connection with the proposed transaction; ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, • nature of indebtedness; • cost of funds; and • tenure; iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
Justification as to why the RPT is in the interest of the listed entity and any other information relevant or important for the members to take a decision on the proposed resolution	Shri Archit R. Gala, MBA by qualification has been associated with the Company since 2017. He has played vital role in the field of marketing, content creation, supply chain management, digitisation, and rebranding. He is at present holding the position of Marketing President in the Company. Keeping in view his experience in the field of marketing and contribution made by him, it would be in the interest of the Company to continue his employment.

The Board of Directors, on the basis of recommendation of Nomination and Remuneration Committee may determine higher designation and increments including perquisites etc. from time to time or annually as may be considered appropriate subject to maximum remuneration of ₹10 Lakhs per month. Shri Archit R. Gala is son of Joint Managing Director, Shri Raju H Gala. Under the provisions of Section 188 of the Companies Act, 2013, prior approval of the Company by way of a resolution is necessary for a relative of a Director to hold and continue to hold an office of profit in the Company carrying a monthly remuneration exceeding ₹2.50 Lakhs. In view of the business expediency, administrative convenience and to ensure due compliance of the applicable law, it is thus proposed to obtain approval of the Company as such for provision of remuneration in the manner stated in the resolution mentioned herein above. Your Directors recommend the resolution at Item No. 11 of the Notice for your approval as an Ordinary Resolution. Shri Raju H. Gala, being relative is deemed to be concerned or interested in the resolution. The other relatives of Shri Archit R. Gala may be deemed to be interested in the said resolution at Item No. 11 of the Notice to the extent of their shareholding, if any, in the Company.

None of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

By Order of the Board of Directors

Sd/-
Amit D. Buch
Company Secretary
Membership No. : A15239

Place: Mumbai
Date: 16th May, 2023

Brief details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of Director	Shri Gnanesh D. Gala	Shri Raju H. Gala	Shri Anil D. Gala
Age	60 years	60 years	68 years
Date of first Appointment on Board	1st June, 2013	1st June, 2013	1st June, 2013
Qualifications	B.Com.	Diploma in Printing Technology	B.Com.
Experience and expertise in specific functional areas	He has expertise in areas of Finance, Taxation and Legal of the Company and has over three decades of experience in the corporate world, during which he forged the strengths of Navneet.	He has over three decades of experience in purchase and marketing and heads the marketing department for the Company's Gujarat operations.	He has over three decades experience and has mastered the fine art of publishing, its myriad from content creation to printing, marketing sales and distribution. He has been instrumental in creating over 500 titles published by the Company.
Directorships held in other (excluding foreign) Companies	Listed Companies 1. Shemaroo Entertainment Limited Unlisted Companies 1. Navneet Futuretech Limited 2. Genext Students Private Limited 3. K12 Techno Services Private Limited 4. Kutchi Angel Network Private Limited 5. Deltecs Infotech Private Limited	Listed Companies Nil Unlisted Companies 1. Indiannica Learning Private Limited	Listed Companies Nil Unlisted Companies 1. Navneet Futuretech Limited 2. Indiannica Learning Private Limited
Memberships/ Chairmanships of Committees across public companies	Chairman-Audit Committee 1. Shemaroo Entertainment Limited Member - Audit Committee 1. Navneet Futuretech Limited	Nil	Member – Nomination and Remuneration Committee 1. Navneet Futuretech Limited
Number of shares held in the Company	31,85,676	20,08,149	33,09,046
Remuneration last drawn(including sitting fees, if any)	₹ 161 Lakhs	₹ 161 Lakhs	₹ 161 Lakhs
Relationship with other Directors/ KMPs/ Manager	He is related to Shri Anil D.Gala, Whole time Director	Nil	He is related to Shri Gnanesh D. Gala, Managing Director
Number of Board meetings attended during the year	Four	Four	Four

Name of Director	Shri Dilip C. Sampat	Shri Shailendra J. Gala
Age	60 years	54 years
Date of first Appointment on Board	1st June, 2023	1st June, 2013
Qualifications	B. Com.	B. Sc.
Experience and expertise in specific functional areas	Shri Dilip C. Sampat has a rich experience of over three decades in the field of Company's export stationery business. He has gained extensive knowledge and hands-on experience in various departments of publications, prepress, and printing.	Shri Shailendra J. Gala has over two decades of experience in Marketing of stationery products of the Company. His key role is Product Development, Designing, Manufacturing, Sales and Marketing of stationery products.
Directorships held in other (excluding foreign) Companies	Nil	Nil
Memberships/ Chairmanships of Committees across public companies	Nil	Nil
Number of shares held in the Company	1,26,267	34,91,144
Remuneration last drawn(including sitting fees, if any)	Nil	₹148 Lakhs
Relationship with other Directors/KMPs/ Manager	Nil	Nil
Number of Board meetings attended during the year	Nil as he is appointed as Director w.e.f. 01/06/2023	Four

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DIRECTORS' REPORT

Dear Shareowners,

Your Directors are pleased to present thirty-seventh Annual Report along with the Audited Financial Statements of the Company for the financial year ended 31st March, 2023.

(1) FINANCIAL RESULTS :

The financial performance of the Company for the year ended 31st March, 2023, on a Standalone and Consolidated basis, is summarised below:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	2022-23	2021-22	2022-23	2021-22
Revenue from Operations	**1,62,768**	**1,06,052**	**1,69,683**	**1,11,430**
Other Income	1,715	2,019	1,474	1,881
Total Revenue	**1,64,483**	**1,08,071**	**1,71,157**	**1,13,311**
Expenses	1,33,506	92,674	1,46,853	1,00,759
Profit Before Share of Associates, Exceptional Items & Tax	30,977	15,397	24,304	12,552
Share of Profit/(Loss) of Associates	0	0	(916)	(6,929)
Exceptional Items (net)	3,037	4,580	6,409	7,880
Profit Before Tax	34,014	19,977	29,797	13,503
Tax Expenses	8,127	5,315	9,421	6,068
Profit After Tax	**25,887**	**14,662**	**20,376**	**7,435**
Other Comprehensive Income/(Expense)(net of tax)	49	(352)	3,889	(333)
Total Comprehensive Income for the year	**25,936**	**14,310**	**24,265**	**7,102**

(2) OPERATIONS :

Standalone: The Company achieved higher revenue from operations by 53% to ₹ 1,62,768 Lakhs (previous year ₹ 1,06,052 Lakhs). The EBITDA was ₹ 35,420 Lakhs as against ₹ 19,035 Lakhs in the previous financial year. After providing ₹ 3,582 Lakhs towards depreciation, ₹ 7,826 Lakhs for Income Tax, ₹ 245 Lakhs for deferred tax charge and ₹ 56 Lakhs as short provision of tax of earlier years, the Company achieved Net Profit before OCI and after exceptional item of ₹ 25,887 Lakhs for the financial year ended 31st March, 2023 as against ₹ 14,662 Lakhs achieved in the previous financial year.

Consolidated: The consolidated revenue from operations for the financial year under review was ₹ 1,69,683 Lakhs as against ₹ 1,11,430 Lakhs in the previous financial year, a rise of 52%.During the year under review, EBITDA increased by 72% to ₹ 31,275 Lakhs as against ₹ 18,142 Lakhs for FY 21-22. After providing ₹ 5,807 Lakhs towards depreciation, ₹ 7,826 Lakhs for Income Tax, ₹ 1,539 Lakhs for deferred tax charge and ₹ 56 Lakhs as short provision of tax of earlier years, the Company achieved Net Profit before OCI and after exceptional item of ₹ 20,376 Lakhs for the financial year ended 31st March, 2023 as against ₹ 7,435 Lakhs achieved in the previous financial year.

(3) PERFORMANCE OF DIVISIONS :

Content Publishing Division:

During the year under review, the turnover of content publishing division rose by 83% to ₹ 67,829 Lakhs as against turnover of ₹ 37,151 Lakhs achieved in the previous financial year. The reason for this jump in the turnover of content publishing division was on account of schools and colleges reopening-post pandemic.

Stationery Division:

The turnover of domestic stationery business almost doubled to ₹ 37,988 Lakhs for the Financial Year 2022-23 as against turnover of ₹ 19,218 Lakhs for the Financial Year 2021-22. This jump was mainly due to capturing the market share of unorganised players engaged in this business and of schools and colleges reopening-post pandemic.

The export stationery business achieved turnover of ₹ 56,725 Lakhs during the year under review thereby registering an increase of 15% as compared to revenue of ₹ 49,241 Lakhs achieved in the previous Financial Year 2021-22.

(4) DIVIDEND :

Your Directors have recommended final dividend of ₹ 2.60 (130%) per share on the face value of ₹ 2/- each for the Financial Year 2022-23.The total dividend outgo would amount to ₹ 5,882 Lakhs. In view of the changes made under the Income Tax Act,1961, by the Finance Act, 2020, dividend paid or distributed by the Company shall be taxable in the hands of the shareholders. The Company shall, accordingly make the payment of the dividend after deduction of tax at source, if applicable. The Dividend Distribution Policy of the Company as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and marked as Annexure 'A'. The same is available on website of the Company and can be accessed at add https://navneet.com/pdfs/Corporate_Governance_Policies/Dividend-Distribution-Policy.pdf

(5) TRANSFER TO GENERAL RESERVES :

The Board of Directors has decided to retain the entire amount of profit for the Financial Year 2022-23 in the Statement of Profit and Loss as at 31st March, 2023.

(6) FINANCING :

During the year under review, the Company has issued Commercial Papers (CPs) to meet working capital requirements. As on 31st March 2023, the outstanding amount of CPs was ₹ 5,000 Lakhs. The other financing requirements of the Company has been met through working capital loans from multiple banks.

(7) DIRECTORS' RESPONSIBILITY STATEMENT :

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

- that in the preparation of annual financial statements for the year ended 31stMarch, 2023, the applicable Indian Accounting Standards had been followed along with proper explanation relating to material departures, if any;
- that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act,2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the Directors had prepared the annual accounts on a going concern basis;
- the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

(8) DIRECTORS :

During the year under review, Shri. Nilesh S. Vikamsey resigned as a Director of the Company with effect from 1st February, 2023. Shri. Bipin A Gala, due to his advancing age resigned as a Director of the Company with effective from 1st June, 2023.The Board of Directors placed on record its appreciation for the leadership and invaluable contribution made by them during their tenure as Director of the Company.

In accordance with the provisions of the Companies Act, 2013, Shri. Shailendra J. Gala and Shri. Gnanesh D. Gala, Directors of the Company, retire by rotation and, being eligible offer themselves for re-appointment. The five year term of Shri. Gnanesh D. Gala as Managing Director, Shri. Raju H Gala as Joint Managing Director, Shri. Anil D. Gala and Shri. Shailendra J Gala as whole time Directors of the Company expired on 31st May, 2023. The Board of Directors has, upon recommendation of the Nomination and Remuneration Committee appointed each of them for another term of five years with effect from 1st June, 2023. These appointments are subject to approval of the members at the ensuing Annual General Meeting of the Company. Further, the Board of Directors has based on the recommendation of the Nomination and Remuneration Committee appointed Shri. Dilip C. Sampat as a Director of the Company and also a whole time director for a period of five years with effect from 1st June, 2023. The said appointment shall also be subject to approval of the members at the ensuing Annual General Meeting of the Company.

(9) RISK MANAGEMENT POLICY :

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

(10) CORPORATE SOCIAL RESPONSIBILITY :

The Company firmly believes that education and health is basic need of every individual and therefore it focuses on development in the field of Education and Health. There is constant effort to bridge the gap in accessing services and facilities for quality education and health care. With this belief, this year too, your Company has fulfilled its Corporate Social Responsibilities. During the year under review your Company has implemented CSR Programmes in the field of Education, Health and Medical Care, Environment Development, Community Development, Animal Welfare and Sports Development.

Education

Enhancing Opportunities for Education

During the Financial Year 2022-23 the Company supported 2,987 children through paying up school or college or institution fees so that they get the opportunity to seek basic education and also gain knowledge which will benefit them for their development. The Company distributed books and other educational kits to 7,184 underprivileged children to ensure that they are equipped to pursue their education in the State of Maharashtra and Gujarat.

The Company believes that enhancing infrastructure facilities plays an important role in providing quality education to children. School infrastructure maintenance helped provide conducive environment for 2,906 children to study and provide boarding facilities for them. The Company also helped set up college in rural Gujarat for girls and provided opportunities for 50 young girls to pursue their education. The Company also supported development of Science, Maths and Language lab for 350 children in slum community of suburban Mumbai. This has helped children enhance their basic concepts in core subjects and improve their academic scores.

Health And Medical Care

Medical Aid

Your Company believes that quality health services are the basic need and access to it is the right of every citizen. During the year, 6,051 underprivileged patients were supported for their medical treatments and surgeries.

Enhancing Health Facilities

The Company made quality health services accessible by enhancing facilities and providing hi-tech medical equipment. The Company carried out hospital upgradation facility which has enabled provide quality health services to 3,900 patients in Gujarat and Maharashtra. This upgradation facility amongst other facilities includes developing doctor's rooms, case discussion conference rooms for health experts and patients' rooms.

Reaching out for accessibility

Medical Camp also proves to be one of the best platforms where underprivileged patients access health facilities under one roof. The Company supported mega medical camps in Gujarat which helped more than 2,585 patients in getting support with diagnostic services, medical treatment and surgeries.

OTHERS

Animal Welfare

The Company adopted 3,100 animals at 254 animal shelters in the State of Gujarat and Maharashtra to provide fodder, medicines and shelter to big and small animals. Necessary surgeries were performed on animals with tumor or removal of plastics from stomach of stray animals, deformation of limbs and treatment for other ailments were also carried out.

Environment Development

The Company carried out irrigation and ground water recharging in 10 villages and thereby benefiting 161 families and over 1000 people. The Company carried out desilting work which helped 483 farmers' families and helped enhance farm yields. Tree plantation drives were conducted in communities around Silvassa factory. More than 153 trees were planted by the employees and community.

Community Development

During this year, the Company supported self-help groups for activities related to income generation and infrastructure development. These income generation Programmes helped 2,500 families become self-sufficient through mushroom farming and agarbatti making. This support has improved quality of lives of these community people.

Self Help groups, working on micro credits are an important strategy towards empowerment and self-dependence. These Programmes have benefited individuals uplifting their socio economic conditions where more than 12,200 groups with 131,700 and more women have enhanced their socio economic situation.

Meetings with 900 *Yuvati Baithaks* (Girl Youth Groups) were conducted during the year. During these meetings, sessions were organised to create awareness about ill-effects of alcohol and drug abuse and importance of education.

Sports - Sports Equipments and Coaching

The Company believes that sports is an integral part of an individual and creates a character. The Company has realised that as often it happens that individuals have the ability to achieve great success in sports but only due to lack of platform and facilities they are unable to achieve that success. The Company provides opportunities to the underprivileged children and youth to explore their passion and talent and groom them as successful sports persons.

During the year, the Company gave platform to 410 underprivileged youth to participate in the sports by providing sports equipment and training to these individuals. The support provided by the Company enabled youth to gain a great achievements in the word cricket tournaments that were held. CSR annual report is annexed as Annexure 'B'.

(11) NOMINATION AND REMUNERATION POLICY :

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

The salient features of the NRC Policy are as under:

i) Setting out the objectives of the Policy;

ii) Definitions for the purposes of the Policy;

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

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

v) criteria for selection and appointment of Board members.

(12) BOARD MEETINGS :

Four (4) Board Meetings were held during the Financial Year ended 31st March, 2023. The details of the Board Meetings with regard to their dates and attendance of each of the Directors thereat have been provided in the Corporate Governance Report.

(13) INTERNAL CONTROL SYSTEM AND ITS ADEQUACY :

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

(14) INDEPENDENT DIRECTORS :

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

In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

(15) RELATED PARTY TRANSACTIONS :

Related party transactions that were entered into during the Financial Year were at arm's length basis and in ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. All related party transactions were entered into only with prior approval of the Audit Committee. A statement of all related party transactions is presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of the transaction. The Board of Directors has adopted a policy on Related Party Transactions and the same is available on the website of the Company. Transactions with related parties, as per requirements of Indian Accounting Standard 24 are disclosed in the notes to accounts accompanying to the financial statements. Since all related party transactions entered into by the Company were in the ordinary course of business and at arm's length basis, Form AOC- 2 is not applicable to the Company.

The Company has adopted a policy on Related Party Transactions and dealing with Related Party Transactions which is uploaded on the website of the Company.

(16) PERFORMANCE OF SUBSIDIARIES AND ASSOCIATES :

a) Navneet Futuretech Limited (formerly known as eSense Learning Limited)

The Company's wholly owned subsidiary company Navneet Futuretech Limited (NFL) provides tech-based products, and services to students belonging to the K12 segment and offers a wide spectrum of products and offerings in the B2B and B2B2C space. NFL's total revenue for FY 2022-23 was ₹ 1,614 Lakhs as against ₹ 1,049 Lakhs for FY 2021-22. EBITDA for FY 2022-23 was ₹ (3,246) Lakhs as against ₹ (781) Lakhs for FY 2021-22.

b) Indiannica Learning Private Limited

The Company is pioneer in products that promote knowledge and learning. The Company has an extensive product catalogue comprising specialised curricular learning solutions consisting of textbooks, interactive student and teacher resources, teacher training materials, educational, instructional, and information products as well as technology solutions.

Indiannica Learning Private Limited achieved higher turnover of ₹ 6,517 Lakhs as against ₹ 5,457 Lakhs for FY 2021-22. The EBITDA was ₹ 861 Lakhs as against ₹ 191 Lakhs for FY 2021-22.

c) Navneet (HK) Limited

Navneet (HK) Limited achieved turnover of ₹ 658 Lakhs and after considering expenses, it made a net profit of ₹ 9 Lakhs. The Company holds 70% of the share capital of Navneet (HK) Limited.

d) **Navneet Tech Ventures Private Limited**

Navneet Tech Ventures Private Limited ('NTVPL') was incorporated in March, 2021 to setup, own and operate Technology based and driven education in India. NTVPL became wholly owned subsidiary of the Company in June, 2021. NTVPL has incurred a loss of ₹ 2 Lakhs for the financial year ended 31st March, 2023 as against loss of ₹ 45 Lakhs incurred in FY 2021-22.

e) **Navneet Learning LLP**

The Company continue to hold 93% of voting rights and equivalent share in profit / loss in Navneet Learning LLP ('the LLP'). After considering administrative expenses, the LLP incurred a loss of ₹ 24,100 for 2022-23 as against loss of ₹ 39,120 for the Financial Year 2021-22.

f) **Genext Students Private Limited**

Genext Students Private Limited is engaged in the business of giving tutoring services to students through web/ mobile. The total revenue for the Financial Year 2022-23 was ₹ 8 Lakhs as against ₹ 47 Lakhs for the Financial Year 2021-22. The total comprehensive loss for the Financial Year 2022-23 was ₹ 1,218 Lakhs vis-a-vis ₹ 321 Lakhs for the Financial Year 2021-22.

g) **Carveniche Technologies Private Limited**

Carveniche Technologies Private Limited is an education technology company engaged in the business of AI based learning platform, interactive content and physical Math & logic boxes for children in the age group of 3-14 years. The total revenue generated for the Financial Year 2022-23 was ₹ 235 Lakhs (FY 2021-22 ₹ 214 Lakhs). The total comprehensive loss of ₹ 432 Lakhs for the Financial Year 2022-23 and for the Financial Year 2021-22 it was ₹ 205 Lakhs. The numbers for the Financial Year 2022-23 are unaudited and as certified by the management of this associate company.

h) **K12 Technologies Private Limited**

The total revenue generated for the Financial Year 2022-23 was ₹ 35,828 Lakhs as against ₹ 14,958 Lakhs for the Financial Year 2021-22. The total comprehensive loss for the Financial Year 2022-23 was ₹ 3,769 Lakhs as against total comprehensive loss of ₹ 24,872 Lakhs. The numbers for the Financial Year 2022-23 are unaudited and as certified by the management of this associate company.

(16) CONSOLIDATED FINANCIAL STATEMENT :

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

(17) LISTING OF SECURITIES :

The equity shares of the Company are listed on the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) with security ID 508989 and symbol of NAVNETEDUL respectively. The outstanding Commercial Papers issued are listed on NSE under separate security ID for each tranche. The Company confirms that the annual listing fees to both the stock exchanges for the Financial Year 2023-24 have been paid.

(18) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS :

Details of loans, guarantees or investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the note number 47 and 48 to the standalone financial statement.

(19) BOARD EVALUATION :

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

The following were the Evaluation criteria:

a) For Independent Directors: -

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

b) For Executive Directors: -

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

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

(20) REPORTING OF FRAUDS :

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

(21) TRANSFER OF UNCLAIMED DIVIDEND AND SHARES TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF) :

(a) Transfer of unclaimed dividend to IEPF:

As required under Section 124 of the Companies Act, 2013, the unclaimed dividend amount aggregating to ₹ 50 Lakhs lying with the Company for a period of seven years were transferred during the financial year 2022-23, to the Investor Education and Protection Fund Authority (IEPF) established by the Central Government.

(b) As required under Section 124 of the Companies Act, 2013, the Company transferred 43,108 equity shares , in respect of which dividend has not been claimed by the members for seven consecutive years or more to the Investor Education and Protection Fund Authority during the financial year 2022-23. Details of shares so transferred have been uploaded on the website of IEPF as well as the Company.

(22) WHISTLE BLOWER POLICY :

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

(23) SECRETARIAL AUDIT :

Pursuant to the provisions of Section 204 of the Companies Act,2013 and read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel)Rules, 2014 and amendments thereto, your Company engaged the services of CS Sunil M. Dedhia (COP No.2031), Proprietor of Sunil M. Dedhia & Co., Company Secretary in Practice to conduct the Secretarial Audit of the Company for the Financial Year ended 31st March, 2023.The Secretarial Audit Report in Form MR- 3 is attached as Annexure 'C' forming part of this Report.

(24) SUBSIDIARY COMPANY :

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

(25) FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS :

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

(26) CORPORATE GOVERNANCE :

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

(27) STATUTORY AUDITOR :

The Members of the Company at their 36th Annual General Meeting had approved the re-appointment of M/s. N. A. Shah Associates LLP (Firm Registration No. 116560W/W100149), Chartered Accountants as the statutory auditors of the Company for a period of five years commencing from the conclusion of the 36th AGM until the conclusion of 41st AGM of the Company to be held in the year 2027.

Pursuant to the provisions of Companies Amendment Act, 2017, notified on 7th May, 2018, ratification of Appointment of Statutory Auditor at every AGM is no more a legal requirement. Accordingly, the Notice convening the ensuing AGM does not carry any resolution on ratification of appointment of M/s. N. A. Shah Associates LLP as statutory auditor of the Company.

(28) COMMENTS ON AUDITORS' REPORT :

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

(29) BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (BRSR) :

As required under Regulation 24 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Business Responsibility & Sustainability Report is provided in a separate section and forms part of the Annual Report. as Annexure 'F'.

(30) PARTICULARS OF EMPLOYEES :

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

(31) MANAGEMENT DISCUSSION AND ANALYSIS :

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

(32) ANNUAL RETURN :

Pursuant to Section 92(3) read with Section 134(3) (a) of the Act, the Annual Return of the Company in Form MGT-7, is available on the Company's website at https://navneet.com/download/#Annual-return

(33) CREDIT RATING :

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

During the year under review CARE Ratings has reaffirmed CARE AA+ (pronounced CARE Double A Plus) rating to the Long /Short Term Bank facilities of the Company. The bank facilities covered with this rating are considered to have very strong degree of safety regarding timely payment.

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

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

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

(35) OTHER DISCLOSURES :

During the year under review:

- no significant or material orders were passed by the Regulators/Courts/Tribunals impacting the going concern status of the Company and its future operations;
- no proceedings are made or pending under the Insolvency and Bankruptcy Code, 2016 and there

is no instance of one-time settlement with any Bank or Financial Institution;

- no material change and commitment affecting the financial performance of the Company occurred between the end of the Financial Year of the Company to which the financial statement relate and the date of this report;
- no public deposit as defined in Section 73 of the Companies Act,2013 and the Companies (Acceptance of Deposits) Rules, 2014 was accepted or renewed;
- there has been no change in the nature of business of the Company.
- the Company has complied with the provisions of Secretarial Standards on Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.
- all the insurable interest of the Company including inventories, buildings, plant and machinery are adequately insured against risk of fire and other risks.

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

(A) CONSERVATION OF ENERGY

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

(B) TECHNOLOGY ABSORPTION, ADOPTATION AND INNOVATION

Research & Development

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

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

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

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

(3) **In case of Imported Technology**

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

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company's export turnover has been ₹ 55,139 Lakhs

Total Foreign Exchange earned and used :

(i) Foreign Exchange earned : ₹ 54,604 Lakhs

(ii) Foreign Exchange used : ₹ 2,493 Lakhs

(37) ACKNOWLEDGEMENT :

Your Directors take this opportunity to thank customers, vendors, investors, bankers of the Company and the communities in which the Company operates, for their unstinted co-operation and valuable support extended during the year.

Your Directors also thank Government of various States in India and government departments/agencies concerned for their co-operation.

Your Directors appreciate and value the contribution made by each and every employee of the Company for their hard work, solidarity, cooperation and support given during the year under review.

For and on behalf of the Board of Directors

Sd/-

Place : Mumbai
Date : 16th May, 2023

Kamlesh S. Vikamsey
Chairman

ANNEXURE 'A'
DIVIDEND DISTRIBUTION POLICY

INTRODUCTION :

Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), mandates top 1000 listed entities, determined on the basis of their market capitalisation as calculated on 31st March every financial year to formulate a Dividend Distribution Policy.

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

DEFINITIONS :

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

PURPOSE

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

APPLICABILITY

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

REGULATORY FRAMEWORK :

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

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

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

Internal Factors

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

External Factors

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

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

CIRUCUMSTANCES UNDER WHICH THE SHAREHOLDERS MAY OR MAY NOT EXPECT DIVIDEND :

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

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

POLICY AS TO HOW THE RETAINED EARNINGS SHALL BE UTILISED :

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

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

AMENDMENTS AND UPDATIONS :

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

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

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

REVIEW OF POLICY :

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

DISCLAIMER :

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

ANNEXURE 'B'
REPORT ON CORPORATE SOCIAL RESPONSIBILITY

1. **BRIEF OUTLINE ON CSR POLICY OF THE COMPANY :**

   The CSR Policy articulates responsibility towards the society by implementation of various CSR activities for the development of a better society. The Company's CSR Policy aims to provide a dedicated approach for the activities to be undertaken by the Company for the projects/ programmes relating to the activities/subjects specified in the Schedule VII of the Companies Act, 2013.

2. **COMPOSITION OF CSR COMMITTEE :**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Dr. Vijay B. Joshi	Committee Chairman, Independent Director	1	1
2	Smt. Usha Laxman	Member, Independent Director	1	1
3	Shri. Anil D. Gala	Member, Whole-time Director	1	1
4	Shri. Bipin A. Gala	Member, Whole-time Director	1	1

3. **WEB-LINK WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY :**

   The CSR activities undertaken are within the broad framework of Schedule VII of the Companies Act, 2013. Details of the CSR Committee composition, CSR Policy and projects/ programmes undertaken by the Company are available on links given below :

   https://navneet.com/pdfs/Corporate_Governance_Policies/CSR%20policy.pdf

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

   NA

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
Not Applicable			

6. **Average net profit of the Company as per section 135(5)**: ₹18,756 Lakhs

7. (a) **Two percent of average net profit of the Company as per section 135(5)** : ₹375 Lakhs

   (b) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years**: Nil

   (c) **Amount required to be set off for the financial year, if any :** Nil

   (d) **Total CSR obligation for the financial year (7a+7b-7c)**. ₹375 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ In Lakhs)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
500	Nil	NA	NA	Nil	NA

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Imple-mentation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
NIL												

(c) **Details of CSR amount spent against other than ongoing projects for the financial year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR registration number
1.	Education Aid and support	(ii)	Yes	Maharashtra & Gujarat	-	2,54,72,250/-	Yes – some projects implemented directly, While others through implementing Partners	Navneet Foundation	CSR00005820
2.	Promoting health care / Preventing health care	(i)	Yes	Maharashtra & Gujarat	-	1,27,27,348/-	Yes – some projects implemented directly, While others through implementing Partners	Navneet Foundation	CSR00005820
3.	Others – Environment, Animal Welfare, conservation of water, sports	(iv), (vii)	Yes	Maharashtra and Gujarat	-	1,18,00,402/-	Yes – some projects implemented directly, While others through implementing Partners	Navneet Foundation	CSR00005820
					Total	**₹5,00,00,000/-**			

(d) **Amount spent in Administrative Overheads**: Nil

(e) **Amount spent on Impact Assessment**: Nil

(f) **Total amount spent for the Financial Year (8b+8c+8d+8e):** ₹ 5,00,00,000/-

(g) **Excess amount for set off** : Nil

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
NIL							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed / Ongoing
NIL								

10. Excess Amount for set off, if any:

Sr. No.	Particulars	₹ in Lakhs
(i)	Two percent of average net profit of the company as per sub section (5) of section 135	375
(ii)	Total amount spent for the Financial Year	500
(iii)	Excess amount spent for the financial year [(ii)-(i)]	125
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	125

11. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) **Date of creation or acquisition of the capital asset(s).** None

(b) **Amount of CSR spent for creation or acquisition of capital asset**. Nil

(c) **Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc**. Not Applicable

(d) **Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).** Not Applicable

12. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5).
Not Applicable.

Place : Mumbai
Date: 16th May, 2023

Sd/-
Shri. Gnanesh D. Gala
Managing Director & CEO

Sd/-
Dr. Vijay B. Joshi
(Chairman - CSR Committee)

ANNEXURE 'C'
SECRETARIAL AUDIT REPORT

Form No. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2023
(Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

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

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

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on **March 31, 2023 ('Audit Period')** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

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

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

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

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

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

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

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

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

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 which were not applicable to the Company during Audit Period;

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

(f) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021;

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

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

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 which were not applicable to the Company during Audit Period.

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

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

(ii) Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited;

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

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

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

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

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

(d) The Information Technology Act, 2000;

(e) Legal Metrology Act, 2009;

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

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

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

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

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

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

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

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

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

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

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

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

Sd/-
CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Practising Company Secretary
FCS No: 3483 C.P. No. 2031
Peer Review Certificate No. 867/2020
UDIN: F003483E000552174

Place: Mumbai
Date: 5th July, 2023

Annexure

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

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

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

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

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

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

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

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

Sd/-
CS Sunil M. Dedhia
Proprietor, Sunil M. Dedhia & Co.
Practising Company Secretary
FCS No: 3483 C.P. No. 2031
Peer Review Certificate No. 867/2020
UDIN: F003483E000552174

Place: Mumbai
Date: 5th July, 2023

Knowledge is wealth

Annexure 'D' - Form AOC-1

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

STATEMENT CONTAINING SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY AND ASSOCIATES

(₹ in Lakhs)

SUBSIDIARIES

Sr No	Name of Subsidiary Company	Reporting Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit / (Loss) Before Tax	Provision for Tax	Total of Profit / (Loss) and other Compre-hensive Income	Other Compre-hensive Income	Proposed Dividend	% of Share-holding
1	Navneet Futuretech Limited (formerly known as eSense Learning Limited)	₹	25,888	(8,241)	20,457	2,810	17,037	1,639	(4,785)	-	(922)	3,862	-	100
2	Navneet Learning LLP	₹	11,860	-	11,860	#	11,859	-	#	-	#	-	-	93
3	Indiannica Learning Private Limited	₹	4,935	(4,041)	9,986	9,092	-	6,520	45	-	34	(11)	-	100
4	Navneet Tech Ventures Private Limited	₹	566	(78)	489	1	-	-	(2)	-	(2)	-	-	100
5	Navneet (HK) Limited	₹	41	(8)	35	2	-	658	9	-	9	-	-	70

below ₹50,000/-

Stepdown subsidiary

1	Genext Students Private Limited	₹	2,037	(1,473)	878	314	-	12	(1,200)	-	(1,218)	(18)	-	100.00

ASSOCIATES

Sr No	Name of Associate Company	Reporting Currency	Share Capital	Other Equity	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit / (Loss) Before Tax	Provision for Tax	Total of Profit / (Loss) and other Compre-hensive Income	Other Compre-hensive Income	Proposed Dividend	% of Share-holding
1	K 12 Techno Services Private Limited	₹	2,713	74,738	1,10,401	32,950	90	38,162	(3,808)	-	(3,769)	39	-	22.14*
2	Carveniche Technologies Private Limited	₹	230	585	1,044	229	-	261	(425)	(7)	(432)	-	-	46.84**

Note: The above numbers of associate companies are based on un-audited financial results as furnished by their respective management.
* held through Navneet Learning LLP.
**held through Navneet Futuretech Limited (formerly known as eSense Learning Limited).

ANNEXURE 'E'

To,
The Members of
Navneet Education Limited

INDEPENDENT AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED)

1. Based on the engagement by the management of Navneet Education Limited ('the Company'), we have examined details of compliance of conditions of Corporate Governance by the Company for the year ended 31st March, 2023 as stipulated in Regulations 17-27, clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('Listing Regulations'), pursuant to the Listing Agreement of the Company with Stock exchange.

MANAGEMENT'S RESPONSIBILITY FOR COMPLIANCE WITH THE CONDITIONS OF LISTING REGULATIONS

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

AUDITORS' RESPONSIBILITY

3. Pursuant to the requirements of the Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March, 2023.

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

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

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

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

OPINION

8. In our opinion, and to the best of our information and according to explanations given to us and representations made by the Directors and management, we certify that during the year ended 31st March, 2023, the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Agreement and Listing Regulations as applicable mentioned in para 1 above.

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

RESTRICTION ON USE

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

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

Sd/-
Milan Mody
Partner Membership No.: 103286
UDIN: 23103286BGPZLU3030

Place: Mumbai
Date: 16th May, 2023

CORPORATE GOVERNANCE REPORT

A Report on compliance with the Corporate Governance provisions as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('SEBI Listing Regulations') for the financial year 2022-23 is given herein below.

(1) COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The essence of Corporate Governance is about maintaining the right balance between economic, social, cultural, individual and community goals. At Navneet Education, Our Board has established a strong framework for corporate governance, which facilitates robust policy-making frameworks and stakeholder-focused strategic decision-making. The Company is focused on enhancement of long-term value creation for all stakeholders without compromising on integrity, social obligations, environment and regulatory compliances.

The Company has adopted Governance Guidelines to cover aspects related to composition and role of the Board, Chairman and Directors, Board diversity, Director's term, retirement age and committees of the Board. It also covers aspects relating to nomination, appointment, induction of Directors, Director's remuneration, subsidiary oversight and Board effectiveness review.

The Company believes that sustainable and longterm growth of every stakeholder depends upon the judicious and effective use of available resources and consistent endeavour to achieve excellence in business along with active participation in the growth of society, building of environmental balances and significant contribution in economic growth.

In compliance with Corporate Governance requirements as per the SEBI Listing Regulations, your Company has formulated and implemented a Code of Conduct for all Board members and senior management personnel of your Company ("Code of Conduct"), who have affirmed the compliance thereto. The Code of Conduct is available on the website of your Company at www.navneet.com

(2) BOARD OF DIRECTORS

(a) Composition and Board Diversity

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses(b) to (i) and (t) of sub-regulation (2) of Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time and as applicable, with regard to Corporate Governance including relaxations granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time.

The Company is a professionally managed Company functioning under the overall supervision of the Board of Directors ('the Board'). The Board has ultimate responsibility for the management, general affairs, direction, performance and long-term success of business as a whole. The Board consists of well qualified and persons with considerable professional expertise and experience. All the Directors take active part at the Board and Committee Meetings by providing valuable inputs, guidance and advise on various aspect of business and policy decisions of the Company.

The primary role of the Board is to protect the interest and enhance value for all the stakeholders. The Board conducts overall strategic supervision and control by setting the goals and targets, policies, governance standards, reporting mechanism and accountability and decision making process to be followed. However, it is to be recognised that Corporate Governance is not just a destination but a consistent journey to consolidate and enhance sustainable value creation to the Company by adhering to the core values.

The Board of the Company is broad- based, consisting of eleven Directors as on 31st March, 2023. During the financial year 22-23, Shri. K. I. Viswanathan was appointed as an Independent Director wef 18th May,2022. One of the nNon-Executive Non-Independent Director of the Company namely Shri. Nilesh S. Vikamsey resigned as Director of the Company with effect from 1st February, 2023. He resigned on personal reasons and that he has also confirmed that there are no other material reasons other than those mentioned in his resignation letter. Therefore, the total number of directors on the Board are reduced to eleven. Since the Company has a Non-Executive Chairman, at least one third of the Board should comprise of Independent Directors i.e. the Board should have at least four Independent Directors. As on the date of this Corporate Governance Report, the Board has four Independent Directors and therefore comply with the requirements of the SEBI Listing Regulations. The Non-Executive Directors including Independent Directors on the Board are well qualified, experienced and competent persons. They take active part in the Board and Committee Meetings by providing valuable guidance and expert advice to the Board and the Management on various aspects of business, policy direction, governance, compliance etc. and play critical role on strategic issues, which enhances the transparency and add value in the decision making process of the Board. The Company has also devised a policy on the board diversity.

Section 149(1) of the Companies Act, 2013, requires certain companies to have at least one woman Independent Director. The Company has one Non-Executive, Independent woman Director as part of its Board. Brief particulars of Directors who are being appointed/ re-appointed at the ensuing Annual General Meeting ('AGM'), nature of expertise in specific functional area and other statutorily required details is provided in the Notice convening AGM.

The Board, inter-alia, provides leadership, strategic guidance, objective and independent view / judgment to the Company's management. The Board meets at regular intervals for planning, assessing and evaluating all important business decisions.

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

During the financial year 2022-23, four (4) board meetings were held on 18th May, 2022, 2nd August, 2022, 10th November, 2022 and 9th February, 2023. The gap between any two meetings did not exceed one hundred and twenty days. The category of each Director, their attendance at the above Board meetings and at last Annual General Meeting by the Directors for the year is given below:

Sr. No.	Name of Director	Category	No. of Board Meetings attended	Attendance at last AGM
1.	Shri. Gnanesh Dungarshi Gala (DIN:00093008)	P& ED	4	Yes
2.	Shri. Raju Harakhchand Gala (DIN:02096613)	P&ED	4	Yes
3.	Shri. Bipin Amarchand Gala(DIN:00846625)	P&ED	4	Yes
4.	Shri. Anil Dungarshi Gala (DIN:00092952)	P & ED	4	No
5.	Shri. Shailendra Jitendra Gala(DIN:00093040)	P& ED	4	Yes
6.	Shri. Anil Pratap Swarup (DIN : 08502186)	NI &NED	4	Yes
7.	Shri. Kamlesh Shivji Vikamsey (DIN :00059620)	NED	3	Yes
8.	*Shri. Nilesh Shivji Vikamsey (DIN:00031213)	NI &NED	3	Yes
9.	Smt. Usha Laxman (DIN:02765647)	I &NED	3	Yes
10.	Shri. Tushar Kumudrai Jani (DIN: 00192621)	I &NED	3	No
11.	Dr. Vijay Bhalchandra Joshi (DIN: 06705634)	I &NED	3	Yes
12.	**Shri. K. I. Viswanathan (DIN:09572232)	I&NED	3	Yes

*Resigned as Director of the Company w.e.f. 1st February, 2023 .

** Appointed as Director of the Company w.e.f. 18th May, 2022

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

None of the Board of Directors of the Company is a member of more than 10 committees or Chairperson of more than 5 committees as specified under SEBI Listing Regulations, across all the listed / public limited Companies in which he/she is a Director. The Board confirms that the Independent Directors fulfil the conditions specified in these regulations and that they are Independent of the management.

None of the Directors of the Board of the Company is a director of more than seven listed companies and serving as an Independent Director in more than seven listed companies.

The Managing Director does not serve as Independent Director on more than three listed companies.

Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2023 have been made by the Directors.

(c) Directorship in other Public Limited Companies as on 31st March, 2023 :

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

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

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

^Resigned as director of Tribhovandas Bhimji Zaveri Limited w.e.f. 13th April, 2023 and consequently cease to be member of its Audit Committee.

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

Sr. No.	Name of Director	Name of listed company where Director	Category of Director
1.	Shri. Gnanesh D. Gala	Shemaroo Entertainment Limited	Independent Director
2.	Shri. Raju H. Gala	Nil	NA
3.	Shri. Bipin A. Gala	Nil	NA
4.	Shri. Anil D. Gala	Nil	NA
5.	Shri. Shailendra J. Gala	Nil	NA
6.	Shri. Anil Swarup	Nil	NA
7.	Shri. Kamlesh S. Vikamsey	Man Infraconstruction Limited	Independent Director
		Tribhovandas Bhimji Zaveri Limited (resigned w.e.f. 13/4/2023)	Independent Director
		Apcotex Industries Limited	Independent Director
		A U Small Finance Bank Limited	Independent Director
8.	Smt. Usha Laxman	Nil	NA
9.	Shri. Tushar K. Jani	VIP Industries Limited	Independent Director
10.	Dr. Vijay B. Joshi	Nil	NA
11.	Shri. K. I. Viswanathan	Nil	NA

(e) Relationship between directors inter-se:

Shri. Anil D. Gala and Shri. Gnanesh D. Gala are related as brother.

(f) Shares held by Non- Executive Directors in the Company as on 31st March, 2023

Name of Director	No. of shares held	% of shareholding
Shri. Kamlesh S. Vikamsey	-	-
Shri. Tushar K. Jani	-	-
Dr. Vijay B. Joshi	1,050	0.00
Smt. Usha Laxman	-	-
Shri. Anil Swarup	-	-
Shri. K. I. Viswanathan	-	-

(g) Details of familiarisation programme

All Board members of the Company are accorded every opportunity to familiarise themselves with the Company, its management, its operations and above all, the industry perspective and issues. They are made to interact with senior management personnel and proactively provided with relevant news, views and updates on the Company and sector. All the information/ documents sought by them are also shared with them for enabling a good understanding of the Company, its various operations and the industry of which it is a part. Separate sessions are organised during the year with domain experts to enable Board members to update their knowledge of the sector.

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

Performance and Evaluation of Directors

The Board carries out its annual performance evaluation of its own performance, the Directors individually, as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration Committee, Risk Management, Stakeholders Relationship, CSR Committee as mandated under the Act and SEBI Listing Regulations, as amended from time to time. The criteria applied in the evaluation process are explained in the Report on Corporate Governance, which forms part of this Annual Report. A meeting of the Independent Directors was held on 30th March, 2023 and *inter-alia*, discussed on matters pertaining to performance review of the Board, Chairman and Non- Independent Directors.

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

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

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

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

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

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

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

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

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

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

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

The following are the skills as identified by the Board.

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

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

(3) AUDIT COMMITTEE

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

(b) Terms of Reference

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

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

- During the year 2022-23, four (4) Audit Committee Meetings were held 18th May, 2022, 2nd August,2022, 10th November, 2022 and 9th February,2023.
- The composition of the Audit Committee and other relevant details are as under:-

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

*Resigned as Director of the Company with effect from 1st February, 2023 and consequently ceased to be a member of Audit Committee from that date.

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

At the invitation of the Company, senior representatives from various divisions of the Company, internal auditor, statutory auditor and Company Secretary who acts as secretary to the Audit Committee attended the Audit Committee Meetings to respond to the various queries raised at the Audit Committee meetings. Shri. Tushar K. Jani, Chairman of Audit Committee could not attend Company's previous AGM held on 8th August, 2022 and Dr. Vijay B. Joshi, alternate Chairman of Audit Committee attended this AGM.

(4) NOMINATION AND REMUNERATION COMMITTEE

(a) Broad Terms of Reference

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

(b) Remuneration Policy

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

During the year 1 (one) Nomination and Remuneration Committee meeting was held on 18th May, 2022.The composition of Nomination and Remuneration Committee and other relevant details are as under:

Name of Member	Category	No. of meetings Attended
Shri. Tushar K. Jani (Chairman of the Committee)	I & NED	1
Dr. Vijay B. Joshi	I & NED	1
Smt.Usha Laxman	I & NED	0
Shri. Kamlesh S. Vikamsey	NED	1

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

(5) REMUNERATION OF DIRECTORS

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

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

- The Independent & Non-Executive Directors and Non Independent & Non-Executive Directors are paid sitting fees for attending the meeting of the Board of Directors and its committee meetings.
- Shri. Anil Swarup, Non-Independent & Non-Executive Director is paid consultancy fees of ₹ 18 Lakhs during FY 2022-23.

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

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

(i) The details of remuneration and sitting fees paid / payable to each Director during FY 2022-23 for attending Board and committee meetings are as detailed hereunder:

(₹ in Lakhs)

Sr. No.	Name of Director	Category	Salary	Bonus	Other Benefits	Contri. To PF	Sitting Fees	Total Remuneration
1.	Shri. Gnanesh D. Gala	P& ED	128	16	7	10	-	161
2.	Shri. Raju H. Gala	P& ED	128	16	7	10	-	161
3.	Shri. Bipin A. Gala	P& ED	128	16	7	10	-	161
4.	Shri. Anil D. Gala	P& ED	128	16	7	10	-	161
5.	Shri. Shailendra J. Gala	P& ED	117	16	6	9	-	148
6.	Shri. Kamlesh S. Vikamsey	NED	-	-	-	-	2	2
7.	*Shri. Nilesh S. Vikamsey	NI & NED	-	-	-	-	2	2
8.	Smt. Usha Laxman	I & NED	-	-	-	-	2	2
9.	Shri. Tushar K. Jani	I & NED	-	-	-	-	3	3
10.	**Shri. K I Viswanathan	I & NED	-	-	-	-	2	2
11.	Dr. Vijay B. Joshi	I & NED	-	-	-	-	3	3
12.	Shri. Anil Swarup	NI & NED	-	-	-	-	2	2

* Resigned as a Director w.e.f. 1st February, 2023.

** Appointed as Director of the Company w.e.f. 18th May, 2022.

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

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

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

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

(6) STAKEHOLDERS RELATIONSHIP COMMITTEE

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

During the financial year 2022-23 one (1) Stakeholders Relationship Committee meeting was held on 30th March, 2023. The composition of Stakeholders Relationship Committee and other relevant details are as under:

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

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

Shri. Amit D. Buch, Company Secretary is the "Compliance Officer". During the year no complaints were received. Shri. Tushar K Jani, Chairman of Audit Committee could not attend Company's previous AGM held on 8th August,2022 and Dr. Vijay B. Joshi, alternate Chairman of Audit Committee attended this AGM.

(7) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The CSR Committee formulated and recommended a CSR Policy in terms of Section 135 of the Companies Act, 2013 along with a list of projects / programmes to be undertaken for CSR spending in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Company was required to spend ₹ 375 Lakhs constituting 2% of the average net profits of the Company, made during the three immediately preceding financial years, towards CSR spending for the FY 2022-23. The Company spent ₹ 500 Lakhs towards CSR during FY 2022-23.

During the year one CSR Committee the meeting was held on 30th March, 2023.The composition of CSR Committee and other relevant details are as under:

Name of Member	Category	No. of Meetings Attended
Dr. Vijay B. Joshi (Chairman of the Committee)	I & NED	1
Shri. Bipin A. Gala	P & ED	1
Shri. Anil D. Gala	P & ED	1
Smt. Usha Laxman	I & NED	0

(8) RISK MANAGEMENT COMMITTEE

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

During the year, 2 (two) Risk Management Committee meetings were held on 19th August, 2022 and 17th December, 2022. The composition of Risk Management Committee and other relevant details are as under:

Name of Member	Category	No. of Meetings Attended
Shri. Gnanesh D. Gala (Chairman of the Committee)	P & ED	2
Shri. Shailendra J. Gala	P & ED	2
Dr. Vijay B. Joshi	I & NED	1

(9) GENERAL MEETINGS

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

Financial Year & Meeting No.	Day & Date	Time	Venue
2021-22 Thirty Sixth	Monday, 8th August,2022	11.00 a.m.	Video Conferencing (VC) / Other Audio Visual Means (OAVM)
2020-21 Thirty Fifth	Wednesday, 29th September, 2021	11.30 a.m.	Video Conferencing (VC) / Other Audio Visual Means (OAVM)
2019-20 Thirty Fourth	Monday, 28th September, 2020	03:30 p.m.	Video Conferencing (VC) / Other Audio Visual Means (OAVM)

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

(i) At the 36th AGM held on 8th August, 2022 one Special Resolution was passed for confirmation of appointment of Shri. K I Viswanathan as a Director in the category of an Independent Director.

(ii) At the 35th AGM held on 29th September 2021, no Special Resolution was passed.

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

c. Passing of Resolutions by Postal Ballot

No resolutions were passed last year i.e. in FY 2022-23 through postal ballot. Hence, giving details of the person who conducted the postal ballot exercise and procedure for postal ballot are not required. No Special Resolution is proposed to be conducted through Postal Ballot as on the date of this report.

(10) MEANS OF COMMUNICATIONS

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

(11) GENERAL SHAREHOLDER INFORMATION

a. 37th Annual General Meeting :

Day & Date : Monday, 14th August, 2023

Time : 11.00 a.m.

Venue : The Company is conducting meeting through Video Conference/Other Audio Visual Mechanism and as such there is no requirement to have venue of AGM. For details please refer to the Notice of this AGM.

b. Financial Year: April to March.

c. Dividend payment during the year under review: The Board of Directors has recommended dividend of ₹ 2.60 per share (130%) for the FY 2022-23. The dividend as recommended, if declared by the shareholders at the ensuing Annual General Meeting to be held on 14th August, 2023 would be paid to those eligible shareholders whose names appeared in Company's Register of Members on book closure date.

d. Financial Calendar for FY 2022-23 (tentative and subject to change) :

Board Meetings to be held for approving Quarterly Financial Results:

(i) Quarter ending 30th June, 2023, 30th September, 2023, 31st December, 2023: within 45 days from the date of closure of the respective quarter.

(ii) For the financial year ending 31st March, 2024: within 60 days of close of the financial year.

(iii) AGM for the financial year ending 31st March, 2024: by July/ August, 2024.

e. Date of Book Closures:

The Company's Register of Members and Share Transfer Books will remain closed for the purpose of payment of final dividend, if declared at the ensuing Annual General Meeting and for the purpose of Annual General Meeting from 8th August 2023 to 14th August, 2023 (both days inclusive).

f. Listing of Shares:

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

(i) Bombay Stock Exchange Limited
Phiroze Jeejebhoy Towers, Dalal Street, Mumbai - 400001

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

The Listing Fees for FY 2023-24 have been paid to both the above Stock Exchanges.

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

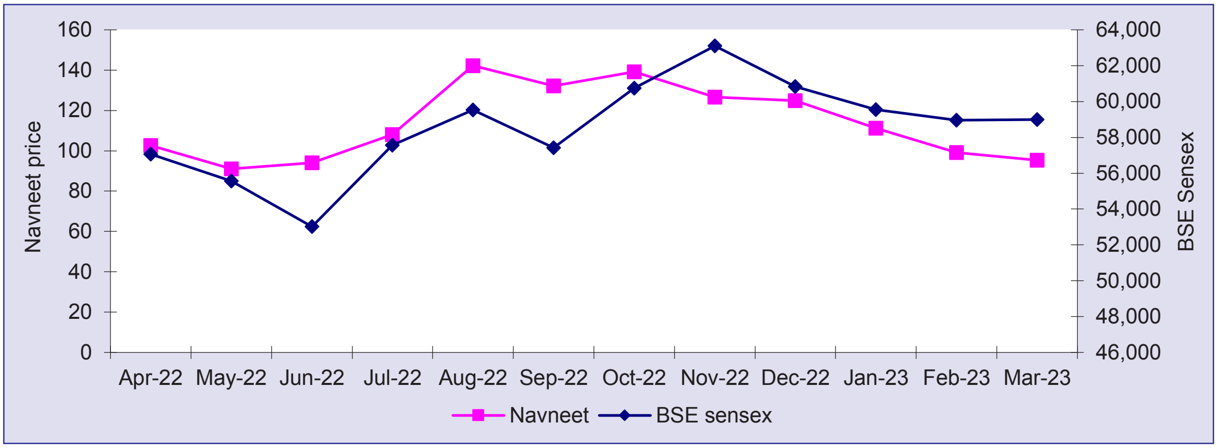
BSE : 508989 NSE: NAVNETEDUL ISIN: INE 060A01024

h. Volume of Shares traded and Stock Price Movement on a month-to-month basis during financial year 2022-23:

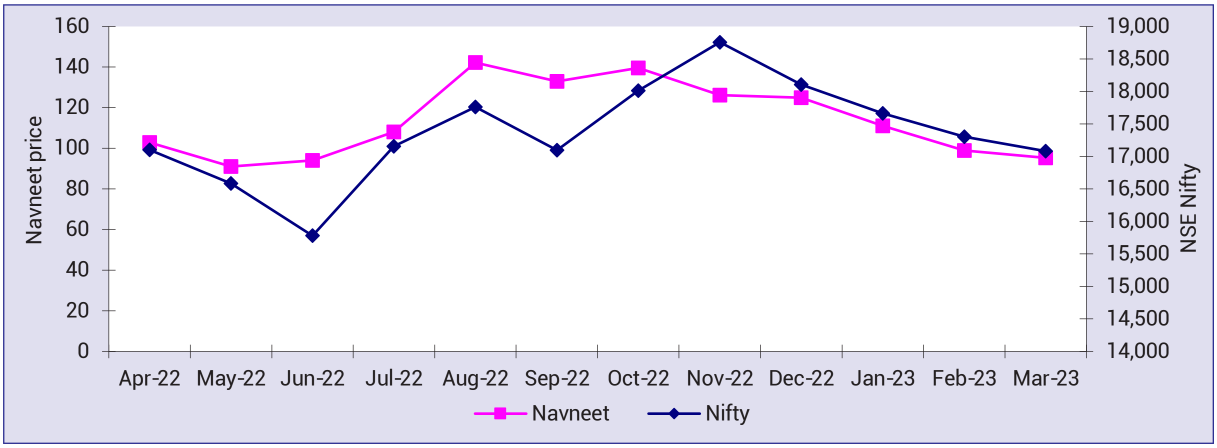
Month	BSE	NSE	BSE	BSE	NSE	NSE
	No. of Shares	No. of Shares	(High) (₹)	(Low) (₹)	(High) (₹)	(Low) (₹)
April	9,23,114	63,66,734	111.30	90.50	111.50	90.40
May	14,34,433	67,94,348	104.15	83.05	105.00	83.00
June	3,27,928	49,82,405	98.60	82.00	98.60	84.75
July	6,42,092	85,94,102	109.00	92.90	108.50	93.00
August	47,34,020	4,68,74,151	145.00	104.85	145.00	104.55
September	17,71,307	1,49,31,746	151.00	126.55	151.00	127.10
October	6,72,533	64,46,732	141.40	121.65	141.50	121.50
November	19,93,592	1,10,51,249	146.30	118.30	146.50	118.40
December	6,15,618	61,70,575	136.65	111.00	137.00	111.00
January	3,13,558	30,63,995	125.15	106.05	125.45	106.10
February	4,52,055	59,36,351	116.25	95.45	116.40	95.40
March	5,33,665	63,02,590	101.00	88.12	101.05	88.45

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

Navneet Education Limited Share Price movement v/s BSE Sensex April 2022 - March 2023



Navneet Education Limited Share Price movement v/s NSE Nifty April 2022- March 2023



j. **Volume of Shares traded during the year under review as a percentage of the number of Shares outstanding as on 31st March, 2023:**

BSE: 6.37 % 1,44,13,915 shares
NSE: 56.37 % 12,75,14,978 shares

k. **Registrar & Share Transfer Agent:**

Link Intime India Private Limited

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

l. **Share Transfer in Physical Form**

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

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

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

m. **Distribution of Shareholding as on 31st March, 2023:**

No. of equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shares
001-500	33,636	79.27	36,63,294	1.62
501-1000	3,033	7.15	24,39,176	1.08
1001-2000	2,208	5.20	32,89,496	1.45
2001-3000	838	1.97	21,37,321	0.95
3001-4000	731	1.72	26,49,462	1.17
4001-5000	387	0.91	18,16,244	0.80
5001-10000	793	1.87	55,63,667	2.46
10001 & above	809	1.91	20,46,54,521	90.47
Total	**42,435**	**100**	**22,62,13,181**	**100**

n. **Category of Shareholders as on 31st March, 2023:**

Category	% to paid-up Share capital
Promoters	63.31
Financial Institutions & Foreign Portfolio Investors (corporate)	3.42
NRIs	1.18
Mutual Funds, Non Nationalised Banks	10.66
Bodies Corporate (including Government Companies)	3.13
Others	18.30
Total	**100**

o. **Dematerialisation of Shares and liquidity:**

The shares of the Company are in compulsory dematerialisation segment and are available for trading system of both the depositories in India viz. National Securities Depository Limited (NSDL) and Central Depository Securities (India) Limited (CDSL). The status of dematerialisation of shares as on 31st March, 2023 is as under:

Particulars	No. of Shares	% of Total Share Capital
Held in dematerialised form in NSDL	20,85,93,787	92.21
Held in dematerialised form in CDSL	1,57,38,732	6.96
Physical form	18,80,662	0.83
Total	22,62,13,181	100

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

a. **Outstanding GDRs / ADRs / Warrants:**

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

b. **Commodity price risk or foreign exchange risk and hedging activities.**

The Company do not have commodity risk as such. The Company is exposed to market risk, credit risks and liquidity risk which are summarised in the Note No. 58 forming part of 'Notes on Standalone Ind AS Financial Statements' for the year ended 31st March, 2023. During the financial year 2022-23, the Company had managed the foreign exchange risk and hedged to the extent considered necessary. The Company enters into forward contracts for hedging foreign exchange exposures against exports and imports.

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

c. **Plant Locations:**

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

- Survey No.62/1,62/2,68/2, Near Royalty Naka, Village Khaniwade, Tal. Vasai , Dist. Palghar, Maharashtra
- Survey No. 100/1/4, 414/1, 100/2 & 100/1/5/1, Village Sayli, Silvassa, U.T. of Dadra & Nagar Haveli.
- Village Dantali, Behind Kasturinagar, Dist. & Tal. Gandhinagar, Gujarat.

d. **Address for Correspondence**

Registered Office:
Navneet Bhavan, Bhavani Shankar Road,
Dadar (West), Mumbai 400 028.
Tel : +91-22-66626565
Fax : +91-22-66626470
Email : investors@navneet.com
Corporate Identification Number(CIN) :
L22200MH1984PLC034055

e. Compliance Officer

Company Secretary and Compliance Officer : Shri. Amit D. Buch

Email ID : amit.buch@navneet.com

f. Details of credit ratings obtained during FY 2022-23

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

* The Company has outstanding Commercial Papers of ₹ 5,000 Lakhs and outstanding Bank Working Capital Demand Loan of ₹ 18,025 Lakhs as at end of the year.

p. Other Disclosures:

a. Disclosure on materially significant related party transactions:

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

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

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

c. Vigil Mechanism /Whistle Blower Policy:

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

d. The Company is in compliance with all the mandatory requirements of SEBI Listing Regulations and in addition the status of compliance with non-mandatory requirements is as under:

Sr. No.	Particulars	Remarks
1.	Non-Executive Chairman's Office	The Company has Non-Executive Chairman and he maintains his own separate office. The Company do not bear expense of maintaining his office and do not reimburse any expense to him for performing his duty as Chairman, except paying him sitting fees.

Sr. No.	Particulars	Remarks
2.	Shareholders' Rights	As the quarterly and half yearly financial performance are published in the newspapers and also posted on the Company's website, the same are not being sent to the shareholders.
3.	Audit Qualifications	The Company's financial statement for the year 2022-23 does not contain any audit qualification.
4.	Separate post of Chairman and CEO	The Company has separate post of Chairman and MD/CEO.
5.	Reporting of Internal Auditor	The Internal Auditor reports directly to the Audit Committee.

e. Policy for determining 'material' subsidiaries:

The Company has adopted a policy on Material Subsidiary in line with the requirements of the SEBI Listing Regulations. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The Policy on Material Subsidiary is available on the website of the Company at www.navneet.com

f. Policy on dealing with related party transactions:

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

g. Risk Management:

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

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

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

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

k. During the financial year 2022-23 details of amount charged to Statement of Profit and Loss by the Company and its subsidiaries with respect to the Statutory Auditors of holding Company and all entities in the network firm/ network entity of which Statutory Auditors is a part (Below table does not include audit fees paid by an associate):

Particulars	Amount (₹ In Lakhs)
Audit matters (Statutory and tax audit)	41
Taxation matters (Including GST Audit)	5
Others (including reimbursement)	7
Total	**53**

(Note: Above amount is exclusive of applicable taxes)

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

In terms of the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the number of complaints received during the financial year 2022-23 along with their status of redressal as on financial year ended 31st March, 2023 are as under:

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

q. Disclosure to the extent to which the discretionary requirements have been adopted:

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

r. Details of non- compliance of any requirement of Corporate Governance Report

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

s. Code Of Conduct:

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

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

In accordance with Regulation 34(3) of SEBI Listing Regulations a declaration signed by Managing Director & CEO affirming that all the Board Members and Senior Management of the Company have compliance with the Code of Conduct guideline as applicable to them for the Financial Year ended 31st March, 2023 is annexed as Annexure I to this report.

t. CEO and CFO Certification :

The certificate required under Regulation 17(8) of the SEBI Listing Regulations duly signed by CEO and CFO of the Company was placed before the Board. The same is provided as Annexure II to this report.

u. Disclosure with respect to demat suspense account/unclaimed suspense account:

During the year, the Company has credited unclaimed dividend of ₹ 50 Lakhs to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of the Companies Act, 2013.

The cumulative dividend amount transferred by the Company to IEPF up to 31st March, 2023 is ₹ 278 Lakhs.

In accordance with the provisions of the Companies Act, 2013, the Company has transferred 43,108 equity shares of ₹ 2/- each to the credit of IEPF Authority in respect of which dividend had not been paid or claimed by the members for seven consecutive years or more as on the cut-off date, i.e.. The Company has initiated necessary action for transfer of shares in respect of which dividend has not been paid or claimed by the members consecutively since 2015-16.

The Company has uploaded on its website, the details of unpaid and unclaimed amounts lying with the Company as on date of last Annual General Meeting (i.e. 8th August, 2022).

Details of shares transferred to IEPF Authority during financial year 2022-23 are also available on the website of the Company.

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

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

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

Due Date for transfer to IEPF, of Unclaimed / unpaid dividends for the financial year 2016-17 and thereafter:

Dividend Year	Declaration Date	Due Date
Final Dividend - 2016-17	3-Aug-17	6-Sep-24
Final Dividend - 2017-18	24-Jul-18	27-Aug-25
Final Dividend - 2018-19	24-Jul-19	27-Aug-26
1st Interim Dividend - 2019-20	13-Nov-19	17-Dec-26
2nd Interim Dividend - 2019-20	13-Mar-20	17-Apr-27
Final Dividend 2020-21	29-Sep-21	2 Nov-28
Final Dividend 2021 -22	8-Aug-22	11 Sep-29

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

Sr. No.	Particulars	Regulation	Compliance Status Yes/No/N.A	Key Compliance observed
1.	Board of Directors	17	Yes	• Composition and Appointment of Directors • Meetings and quorum • Review of compliance reports • Plans for orderly succession for appointments • Code of Conduct • Fees/Compensation to Non-Executive Directors • Minimum information to be placed before the Board • Compliance Certificate by Chief Executive Officer and Chief Financial Officer • Risk assessment and risk management plan • Performance evaluation of Independent Directors • Recommendation of Board for each item of special business • Directorship in listed entities
2.	Maximum number of Directorship	17A	Yes	• Directorship in listed entities
3.	Audit Committee	18	Yes	• Composition • Meeting and quorum • Chairperson present at Annual General Meeting • Role of the Committee
4.	Nomination and Remuneration Committee	19	Yes	• Composition • Meeting and quorum • Chairperson present at Annual General Meeting • Role of the Committee
5.	Stakeholders Relationship Committee	20	Yes	• Composition • Meeting and quorum • Chairperson present at Annual General Meeting • Role of the Committee
6.	Risk Management Committee	21	Yes	• Composition • Meeting • Role of the Committee
7.	Vigil Mechanism	22	Yes	• Vigil Mechanism for Directors and employees • Adequate safeguard against victimisation • Direct access to Chairperson of Audit Committee
8.	Related Party Transactions	23	Yes	• Policy on Materiality of related party transactions and dealing with related party transactions • Prior approval including omnibus approval of Audit Committee for related party transactions • Periodic review of related party transactions • Disclosure on related party transactions

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

ANNEXURE 'I'

Declaration

In accordance with Regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct guideline as applicable to them for the Financial Year ended 31st March, 2023.

For Navneet Education Limited

Sd/-

Gnanesh D. Gala
Chief Executive Officer

Place : Mumbai
Date : 16th May, 2023

CEO AND CFO CERTIFICATION

We hereby certify that-

a) we have reviewed financial statements and the cash flow statements for the year ended 31st March, 2023 and that to the best of our knowledge and belief

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

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

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

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

d) we further certify that-

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

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

	Sd/-	Sd/-
Place: Mumbai	**Gnanesh D. Gala**	**Kalpesh D. Dedhia**
Date : 16th May, 2023	Chief Executive Officer	Chief Financial Officer

ANNEXURE 'F'

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A GENERAL DISCLOSURES

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	L22200MH1984PLC034055
2	Name of the Listed Entity	NAVNEET EDUCATION LIMITED
3	Year of incorporation	18th April, 1984
4	Registered office address	Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai-400028
5	Corporate address	Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai-400028.
6	E-mail	investors@navneet.com
7	Telephone	+91 22 66626565
8	Website	http://www.navneet.com/
9	Financial year for which reporting is being done	2022-23
10	Name of the Stock Exchange(s) where shares are listed	BSE And NSE
11	Paid-up Capital	₹ 45,24,26,362/-
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Amit Buch secretarial@navneet.com +91 22 66626565
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).	Standalone

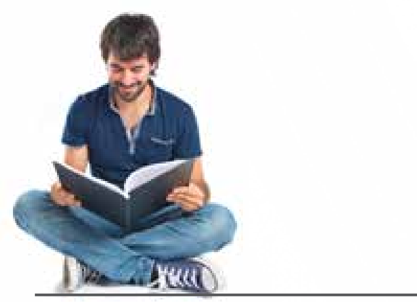
II. Products/services

14. Details of business activities *(accounting for 90% of the turnover)*

	Description of main activity	Description of business activity	% of turnover of the entity
1	Publication	We engage in the business of publication of educational and non-educational Books	42%
2	Stationery	We engage in the manufacture of paper and non -paper stationery	58%

15. Products/services sold by the entity *(accounting for 90% of the entity's Turnover):*

	Product/ service	NIC Code	% of total turnover contributed
1	Publication	58111	42%
2	Stationery	47613; 46496	58%



III. Operations

16. Number of locations where plants and/or operations/offices of the entity are situated:

National

Number of plants 3

Number of offices 18

21 Total

International

Number of plants 0

Number of offices 0

0 Total

17. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of states)	17
International (No. of countries)	32*

Navneet operates exclusively in India and successfully exported its products to 32 countries throughout the year.

b. What is the contribution of exports as a percentage of the total turnover of the entity?	35%

c. A brief on types of customers

Navneet takes immense pride in its mission to offer high-quality study materials, scholastic paper, and scholastic non-paper stationery at affordable prices. We are dedicated to serving a diverse customer base, ranging from school children to the young generation, catering to various demographics worldwide. Our commitment extends from schools to offices, reaching out to students and teachers alike, ensuring their needs are met with utmost satisfaction. Navneet has emerged as a prominent global supplier of scholastic and office stationery products. We hold a leadership position in the Indian market and key regions like the Middle East, parts of Africa, USA, and Europe.

IV. Employees

18. Details as at the end of financial year.

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	EMPLOYEES					
1.	Permanent (D)	2,093	1,893	90.44%	200	9.56%
2.	Other than permanent (E)	141	119	84.40%	22	15.60%
3.	**Total employees (D + E)**	**2,234**	**2,012**	**90.06%**	**222**	**9.94%**
	WORKERS					
4.	Permanent (F)	830	827	99.64%	3	0.36%
5.	Other than permanent (G)	508	482	94.88%	26	5.12%
6.	**Total workers (F + G)**	**1,338**	**1,309**	**97.83%**	**29**	**2.17%**

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	12	10	83.33%	2	16.67%
2.	Other than permanent (E)	1	1	100%	-	-
3.	**Total differently-abled employees (D + E)**	**13**	**11**	**84.62%**	**2**	**15.38%**
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)	8	8	100%	-	-
5.	Other than permanent (G)	1	1	100%	-	-
6.	**Total differently-abled workers (F + G)**	**9**	**9**	**100%**	**-**	**-**

19. Participation/inclusion/representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	11	1	9.09%
Key Management Personnel	7	0	0

20. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	2022-23 (Turnover rate in current)			2021-22 (Turnover rate in previous)			2020-21 (Turnover rate in the year prior to the previous)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	12.46%	16.98%	12.86%	10.98%	26.13%	12.34%	10.91%	5.20%	10.42%
Permanent workers	2%	-	2%	2.02%	-	2	2.87%	-	3%

V. Holding, Subsidiary and Associate Companies (Including Joint Ventures)

21. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding /subsidiary/ associate companies / joint ventures (A)	Indicate whether holding/ subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Navneet Futuretech Limited (formerly known as eSense Learning Limited)	Subsidiary	100%	No
2	Indiannica Learning Private Limited	Subsidiary	100%	No
3	Navneet Learning LLP	Subsidiary	93%	No
4	Navneet (HK) Limited	Subsidiary	70%	No
5	K12 Techno Services Private Limited	Associate	22.14%	No
6	Navneet Tech Ventures Private Limited	Subsidiary	100%	No
7	Carveniche Technologies Private Limited	Associate	46.84%	No

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)

Yes

(ii) Turnover (in ₹)

16,276,783,850.00

(iii) Net worth (in ₹)

13,525,796,865.00

VII. Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	2022-23 Current financial year			2021-22 Previous financial year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes*	0	0	NA	0	0	NA
Investors (other than shareholders)	Yes*	0	0	NA	0	0	NA
Shareholders	Yes*	0	0	NA	0	0	NA
Employees and workers	Yes*	0	0	NA	0	0	NA
Customers	Yes*	35	0	NA	45	0	NA
Value chain partners	Yes*	0	0	NA	0	0	NA
Other (Please specify)							

*https://navneet.com/download/#CGP

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy management	Risk	Decisions regarding energy intensity and sourcing impact cost efficiency and risk profile, influencing the organisation's overall performance	Navneet's mitigation plan includes adopting renewable energy sources, such as solar and wind, along with initiatives to reduce energy consumption through various measures, ensuring sustainable and efficient operations.	Negative implications

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Waste & hazardous materials management	Risk	Improper waste management, including hazardous and non-hazardous waste, poses health and safety risks to workers and the community. Failure to comply with waste management regulations can have negative economic implications for organisations	Our ESG policy reflects strong commitment to waste management. We engage authorised vendors for the proper handling of hazardous waste, including e-waste. Additionally, we continuously seeks opportunities for recycling and reuse of the waste.	Negative implications
3	Diversity & inclusion	Opportunity	Embracing diversity and inclusion at Navneet unlocks opportunities, fostering creativity, innovation, and broader perspectives. It enriches our content, attracts diverse audiences, and strengthens our reputation as an inclusive and progressive organisation.		Positive implications
4	Employee welfare and engagement	Risk	Low motivated employees pose risks to organisation, leading to decreased productivity, higher absenteeism, increased turnover rates, compromised work quality, and potential negative impacts on overall organisation performance and reputation.	Navneet's focus is on fostering a positive work environment with better infrastructure, clean food facilities, engaging activities, and regular appraisals for employees' growth and satisfaction.	Negative implications
5	Occupational health & safety	Risk	OHS risks include accidents, work-related hazards, and exposure to hazardous chemicals and printing ink throughout Navneet's operations. Failure to address these risks can result in injuries, health issues, reputational damage, and non-compliance with regulations, jeopardising the well-being of the employees and our standing.	Navneet prioritise workplace safety through comprehensive safety protocols, training, proper handling of hazardous substances, and regulatory compliance. Navneet's sites undergo regular third-party audits, and it holds ISO 45001, Sedex, and BSCI certifications, validating its commitment to health and safety standards.	Negative implications

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Community development	Opportunity	Operating within the education sector, which offers numerous positive externalities, we have a valuable opportunity to engage with the local community, organise events, support educational initiatives, and foster relationships with customers and stakeholders. These efforts can elevate Navneet's brand reputation, attract a wider customer base, and cultivate a loyal and supportive community network.		Positive implications
7	Anti-corruption & bribery	Risk	Failure to effectively address anti-corruption and bribery risks exposes us to legal and regulatory violations, reputational damage, and financial penalties, among others.	To mitigate anti-bribery and anti-corruption risks, Navneet has implemented a strong ESG Policy, upholding ethical standards and providing clear guidelines. The Company's efficient grievance redressal mechanism ensures prompt resolution of complaints, fostering transparency and accountability.	Negative implications
8	Data protection & privacy	Risk	The evaluation of companies includes an assessment of the quantity of personal information they gather, their susceptibility to data breaches, their data protection systems, and their exposure to emerging or expanding privacy regulations.	Navneet has implemented a data protection policy that is shared with its stakeholders and hosted on its Company website. This policy outlines the purpose of collecting and using personal information, as well as the measures taken by Navneet to ensure the security of the personal information.	Negative implications

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
9	Corporate governance	Risk	Companies are evaluated on their overall performance regarding important governance matters, such as ownership and control, board compensation, accounting practices, business ethics, and transparency in tax matters. This subject investigates how a Company's corporate governance and ethical practices impact its investors, including shareholders.	Navneet's board of directors with diverse expertise ensures proper governance and decision-making. The Company maintains robust internal control systems, to prevent fraud and ensure compliance. Transparency and accountability are upheld through clear governance structures and defined roles and responsibilities.	Negative implications
10	Water and wastewater management	Risk	Water is one of the components in production process and Company may experience operational disruptions due to water scarcity. This can lead to higher water procurement costs and capital expenditures. Additionally, manufacturing process produces wastewater that must be treated before it can be disposed. Failure to comply with water quality regulations may result in additional costs related to regulatory compliance and mitigation efforts.	At Navneet's major production sites, it has installed wastewater treatment plants to effectively treat water and minimise environmental impact. Additionally, the Company is actively focussed on increasing the water recycling rate as part of its commitment to sustainable water management and conservation efforts.	Negative implications
11	Circular economy	Opportunity	The Circular Economy model advocates for the reuse, refurbishment, and recycling of existing materials and products. This shift in production and consumption can lead to a reduction in material usage. The transition to a circular economy could result in a change in regulations and demand for products, coupled with the use of new technology, which has the potential to reduce costs.		Positive implications

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
12	Responsible content	Risk	Navneet publishes alot of content, hence the risk of inadequate content creation and dissemination, which may include inaccurate information, leading to reputational damage, legal liabilities, and loss of audience trust and loyalty.	Navneet implements rigorous editorial standards and guidelines, ensuring accuracy, fairness, and ethical practices. Navneet has a thorough content review process, including fact-checking and adherence to industry best practices. The Company maintains open channels of communication to receive feedback and promptly address any concerns or complaints from its audience, including teachers.	Negative implications
13	Product innovation and quality	Opportunity	Customer preferences and needs are constantly evolving, and a Company that fails to keep up with these changes may find itself losing customers. In a highly competitive market, a company that does not innovate risks losing its competitive edge to its rivals. By introducing new and improved products, a company can stay ahead of its competitors and capture a larger share of the market. Companies that are known for their innovative products are often seen as more dynamic, progressive, and forward-thinking.		Positive implications

SECTION B MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web-link of the Policies, if available	https://navneet.com/download/#CGP								
2. Whether the entity has translated the policy into procedures. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	No	Yes	Yes
4. Name of the national and international codes/certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	NA	ISO 9001:2015 WAREX, FSC	ISO 45001:2018 Sedex, BSCI	NA	NA	ISO 14001:2015	NA	NA	NA
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Navneet is deeply committed to adopting the best Environmental, Social, and Governance (ESG) practices. With 2022-2023 as our base year, we have undertaken a comprehensive materiality assessment to identify our priority areas. We have meticulously assessed our current status and conducted a company-wide exercise to collect our ESG footprint. In Navneet's ongoing efforts to enhance its ESG practices and performance, we are dedicated to specifying our objectives and targets in the upcoming reporting period. We believe that transparency is crucial, and it looks forward to sharing our progress and achievements in the future. By prioritising ESG initiatives, Navneet strives to make a positive impact on the environment, society, and governance aspects of our operations. We remain resolute in our commitment to sustainable practices and ensuring a better future for all stakeholders involved.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Not Applicable								

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9

Governance, leadership and oversight

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements *(listed entity has flexibility regarding the placement of this disclosure)*

I am pleased to present our first Business Responsibility and Sustainability Report, highlighting the challenges, performance, and achievements of NEL. At Navneet we recognize the significance of Environmental, Social, and Governance (ESG) factors and the associated risks and challenges they present.

To better understand and address our key ESG risks and opportunities, we have conducted a comprehensive materiality assessment. This assessment plays a crucial role in defining our challenges more accurately and enables us to develop targeted strategies and initiatives.

We are committed to environmental responsibility and have set ambitious targets to reduce our carbon footprint and minimize waste. A significant achievement has been our successful adoption of wind and solar power, reducing our reliance on non-renewable energy sources. We invest in new technologies to enhance product sustainability, exploring eco-friendly paper sourcing and UV coating for stationery. We have conducted a comprehensive carbon footprint assessment, calculating our scope 1 and scope 2 emissions company-wide.

Our commitment to quality extends beyond our products to the well-being of our employees and the communities we serve. We strive to maintain a safe and inclusive work environment, fostering diversity and equal opportunities for all. Furthermore, we are dedicated to promoting inclusive growth and have made significant contributions to society in various areas, including education, healthcare, and the environment. We believe in giving back and actively support initiatives that foster educational opportunities for underserved communities, improve healthcare access, and protect the environment. By engaging in these social endeavours, we strive to create a positive impact and contribute to the overall well-being and sustainable development of the communities we serve.

In reflecting on our achievements, we are proud of the progress we have made so far. However, we acknowledge that there is still much work to be done. We remain dedicated to continuously improving our ESG performance and setting new targets that align with our values and the expectations of our stakeholders.

Name: Mr. Gnanesh D. Gala

Designation: Executive Director - MD

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	ESG Committee
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability-related issues? (Yes/No). If yes, provide details.	Yes, Director Name: Mr. Gnanesh D. Gala Designation: Executive Director -MD

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/any other Committee									Frequency (Annually/half yearly/ quarterly/any other - please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Director									Yearly								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Director									Quarterly								

11. Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

P1	P2	P3	P4	P5	P6	P7	P8	P9
No	Yes ISO 9001- DNV WAREX – CII FSC- Russian Register	Yes ISO 45001 – DNV Sedex – Intertek BSCI – UL Solutions	No	Yes	Yes ISO 14001-DNV	No	No	No

12. **If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:**

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

SECTION C PRINCIPLE WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year.**

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	4	Regular compliance update; BRSR awareness session	100%
Key Managerial Personnel	4	Regular compliance update; BRSR awareness session	100%
Employees other than BoD and KMPs	174	Awareness on POSH, BCI Policy, ETI, Code of Conduct, IT Policy, ISO Standards, AML; Technical trainings including excel, SAP; Soft skill trainings etc	61%

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Workers	141	Awareness on POSH, BCI Policy, ETI, ISO Standards, AML; Technical trainings including shop floor training; Soft skill trainings etc	100%

2. **Details of fines/penalties /punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format**

Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty/fine	-	NA	NA	NA	NA
Settlement	-	NA	NA	NA	NA
Compounding fee	-	NA	NA	NA	NA

Non-Monetary				
	NGRBC principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment	-	NA	NA	NA
Punishment	-	NA	NA	NA

3. **Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.**

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
-	-

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

   Yes, the entity has adopted an ESG policy that covers anti-corruption and anti-bribery measures. The ESG Policy encompasses a commitment to promoting ethical business practices, transparency, and integrity throughout the organisation.

   The policy can be accessed on **https://navneet.com/download/#CGP**

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:**

2022-23 (Current financial year)

Directors	KMPs	Employees	Workers
0	0	0	0

2021-22 (Previous financial year)

Directors	KMPs	Employees	Workers
0	0	0	0

6. **Details of complaints with regard to conflict of interest:**

	(Current financial year)		(Previous financial year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	NA	0	NA
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	NA	0	NA

7. **Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.**

   Not applicable

PRINCIPLE 2

Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

	2022-23 Current financial year	2021-22 Previous financial year	Details of improvements in environmental and social impacts
R&D	-	-	-
Capex	5%	3%	Key improvement includes: - Improved energy efficiency - UV coating of stationery replacing plastic coating - Installation of an effluent treatment plant

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

   Yes

   b. **If yes, what percentage of inputs were sourced sustainably?**

   100% in case of Paper Procurement

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

   The predominant product offerings of the Company consist of paper-based goods, such as notebooks and books.

   Our publication division recalls books that become obsolete, primarily due to changes in educational curricula. Once the books are recalled, they are subsequently disposed of by selling them to scrap dealers who specialise in the selling of wastepaper to paper mills for the purpose of recycling.

   * Our Company does not deal in any electronic goods or hazardous goods

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

   Yes, we have completed the process for CPEC and Importer registration.

   We are in process of registering as a brand owner.

Leadership Indicators

1. **Percentage of recycled or reused input material to total material (by value) used in products (for manufacturing industry) or providing services (for service industry).**

Indicate input material	Recycled or re-used input material to total material	
	2022-23 Current financial year	2021-22 Previous financial year
Paper	51%*	62%

*In FY 2022-23, out of total paper procured 14% of the paper is recycled paper and 37% is agro based paper.

PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains

Essential Indicators

1. a. **Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	1893	667	35.24%	1859	98.20%	0	0	0	0	0	0
Female	200	83	41.45%	191	95.50%	200	100%	0	0	139	69.15%
Total	2,093	750	35.83%	2050	97.95%	200	100%	0	0	139	6.64%
Other than permanent employees											
Male	119	66	55.46%	89	74.79%	0	0	0	0%	0	0%
Female	22	17	77.27%	11	50%	22	100%	0	0%	0	0%
Total	141	83	58.87%	100	70.92%	22	100%	0	0%	0	0%

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C /A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	827	126	15.24%	611	73.88%	0	0%	0	0%	0	0%
Female	3	2	66.67%	1	33.33%	3	100%	0	0%	0	0%
Total	830	128	15.42%	612	73.73%	3	100%	0	0%	0	0%
Other than permanent workers											
Male	482	157	32.57%	325	67.43%	0	0	0	0%	0	0%
Female	26	14	53.85%	12	46.15%	26	100%	0	0%	0	0%
Total	508	171	33.66%	337	66.34%	26	100%	0	0%	0	0%

2. Details of retirement benefits, for current financial year and previous financial year.

Benefits	2022-23 Current financial year			2021-22 Previous financial year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	99.57%*	100%	Y	99.54%	100%	Y
Gratuity	100%	100%	NA	100%	100%	NA

*Few employees opted out of the PF scheme.

Benefits	2022-23 Current financial year: No. of employees covered as a % of total employees	2022-23 Current financial year: No. of workers covered as a % of total workers	2022-23 Current financial year: Deducted and deposited with the authority (Y/N/N.A.)	2021-22 Previous financial year: No. of employees covered as a % of total employees	2021-22 Previous financial year: No. of workers covered as a % of total workers	2021-22 Previous financial year: Deducted and deposited with the authority (Y/N/N.A.)
ESI	17.25%**	15.9%**	Y	23.41%	19.79%	Y

**The ESI benefit is applicable to all eligible employees.

3. Accessibility of workplaces

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.	Necessary steps have been taken to sensitise the Security personnel/ Back-office personnel on facilitating access of differently abled people within Company premises. Facilities like wheelchair and signboards, lift facility usage have been aligned at Office locations to facilitate access.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, https://navneet.com/download/#CGP

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	NA	NA	NA	NA
Female	100%	100%	100%	100%
Total	100%	100%	100%	100%

*Currently, parental benefits are only applicable to female employees.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Yes/No (If yes, then give details of the mechanism in brief)
Yes

- Permanent Workers
- Other than Permanent Workers
- Permanent Workers
- Other than Permanent Employees

With regards to issues / doubts / complaints / grievance on any matter, employees reach out to their supervisor / Managers in said order to get clarification or sort out the issues.

In case of the issues / doubts / complaints / grievance is not resolved employee can approach HOD and still it is not resolved to the satisfaction, employee can approach HR Department.

Navneet follows an open-door policy for employees to reach HR Department freely at any time for any grievance.

Alternatively, the complaint / concern can be written and deposited in compliant / suggestion box.

The complaint / suggestion box check by HR department on weekly basis and reviewed the received complaint / suggestion. A register is maintained to record the same. Suitable action will be taken on suggestions/complaints received.

Any unresolved complaints will be handled by Department Head / Head HR.

The employee who makes the complaint shall be protected against all sorts of retaliation and adverse consequences.

7. **Membership of employees and worker in association(s) or Unions recognised by the listed entity:**

Category	2022-23 (Current financial year)			2021-22 (Previous financial year)		
	Total employee/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association (s) or Union(D)	% (D/C)
Total permanent employees	2093	0	0%	1949	0	0%
- Male	1893	0	0%	1783	0	0%
- Female	200	0	0%	166	0	0%
Total permanent workers	830	0	0%	745	0	0%
- Male	827	0	0%	2	0	0%
- Female	3	0	0%	747	0	0%

8. **Details of training given to employees* and workers*:**

Category	2022-23 Current financial year					2021-22 Previous financial year				
	Total (A)	On health and safety measures		On skill upgradation		Total (D)	On health and safety measures		On skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	1893	298	15.74%	408	21.55%	1783	1,185	66.46%	378	21.2%
Female	200	59	29.50%	125	62.50%	166	158	95.18%	50	30.12 %
Total	2093	357	17.06%	533	25.47%	1,949	1343	68.91%	428	21.96%
Workers										
Male	827	515	62.27%	440	53.2%	745	454	60.94%	415	55.7%
Female	3	2	66.67%	2	66.67%	2	1	50%	1	50%
Total	830	517	62.29%	442	53.25%	747	455	60.91%	416	55.69%

*The table exclusively provides information for permanent employees and workers, omitting other than permanent personnel.

9. Details of performance and career development reviews of employees and worker.

Category	2022-23 Current financial year			2021-22 Previous financial year		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	1893	1,231	65.03%	1783	1228	68.87%
Female	200	164	82.00%	166	149	89.76%
Total	2093	1,395	66.65%	1949	1377	70.65%
Workers						
Male	827	544	65.78%	745	506	67.92%
Female	3	2	66.67%	2	1	50%
Total	830	546	65.78%	747	507	67.87%

*The table exclusively provides information for permanent employees and workers, omitting other than permanent personnel.

10. Health and safety management system:

a. **Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?**

Yes, Navneet has successfully implemented the Occupational Health and Safety (OHS) system across all its plants and offices, with its head office and two major sites proudly holding ISO 45001 certification for their adherence to industry-leading safety standards.

b. **What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**

Our organisation is committed to ensuring the health and safety of all employees. To address employee health and safety-related issues effectively, we have constituted a Health & Safety Committee with mandatory worker representation. The following initiatives have been implemented to identify work-related hazards:

The Health & Safety Committee meets regularly, and minutes of each meeting are recorded and monitored during half-yearly committee audits.

Accidents, incidents, and near misses are closely monitored on a monthly basis. The reduction in these occurrences is tracked by objective trackers across all relevant departments.

Employee health and safety meetings are conducted every quarter to review the usage of Personal Protective Equipment (PPE), accidents, incidents, and other health and safety-related matters.

Hazard-risk assessments are performed regularly or as needed when significant changes occur. These assessments help verify that all necessary controls are in place and identify any new hazards that require control measures.

By implementing these measures, we aim to create a safe and healthy work environment for all our employees.

c. **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)**

Yes

d. **Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)**

Yes

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	2022-23 Current financial Year	2021-22 Previous financial year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	3	4
Total recordable work-related injuries	Employees	-	-
	Workers	3	4
No. of fatalities	Employees	-	-
	Workers	-	-
High consequence work-related injury or ill-health (excluding fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Navneet is committed to providing a safe and healthy work environment for all employees. The Company has implemented a range of measures to ensure that its workplace remains secure and conducive to employee well-being:

1. Periodic trainings are conducted on machinery handling, hazardous material handling, and other relevant topics.
2. The Company's maintenance department regularly develops risk-free machinery by installing guards, sensors, and other safety features to prevent accidents.

3. Quarterly employee health and safety meetings are held to review PPE usage, accidents, incidents, and other-related matters.

4. Information about health and safety is displayed on notice boards, and the Company conducts periodic training on topics, such as AIDS awareness and machinery handling to raise worker awareness.

5. A Health & Safety Committee has been established, with mandatory worker representation, to oversee employee health and safety-related issues. The committee's meeting minutes are recorded and monitored during half-yearly audits.

6. First aid boxes are maintained in all areas, with regular stock and expiration date monitoring. Usage is reviewed to identify any unusual patterns.

   Workers receive periodic first aid and firefighting training, and first aiders and firefighters are present in all shifts and areas.

7. Mock drills addressing health and safety issues, such as falls and snake bites, are conducted according to a predetermined schedule. Findings are displayed on notice boards for worker awareness.

8. Fire equipment like hydrants and extinguishers is maintained by third-party AMCs, while other fire safety procedures and equipment are managed internally by the Health & Safety Committee and local supervisors, in coordination with the Manager of Services and the Manager of Maintenance.

   By implementing these measures, the Company aims to create a safe and healthy work environment for all employees.

13. Number of Complaints on the following made by employees and workers:

	2022-23 (Current financial year)			2021-22 (Previous financial year)		
Benefits	**Filed during the year**	**Pending resolution at the end of year**	**Remarks**	**Filed during the year**	**Pending resolution at the end of year**	**Remarks**
Working conditions	0	0	NA	0	0	NA
Health & safety	0	0	NA	0	0	NA

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third-parties)
Health and safety practices	100%
Working conditions	100%

15.	Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.	No significant issues were found in the assessments.

PRINCIPLE 4

Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   The process of identifying relevant stakeholders is conducted by senior management in collaboration with board members and various departments. Stakeholders are determined based on groups that may be affected by or can influence the Company. This includes both internal and external stakeholders pertinent to the organisation.

   We are grateful for the support provided by all stakeholders in helping to execute our strategies and achieve our objectives. Valuing the input and feedback from stakeholders, we strive to maintain strong relationships with them. Through continuous engagement and communication, we aim to address the needs and expectations of all stakeholders.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

Stakeholder group	Whether identified as Vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), Other	Frequency of engagement (Annually/half yearly/ quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	Email, intranet website, trainings, face to face meetings.	Periodic	Trainings, feedback, reviews, performance appraisals, HR connects.
Author and illustrators	No	Email, face to face meetings.	Periodic	Discuss and review the content.
Supplier	No	Email, face to face meetings.	Periodic	Review the delivery status, validating compliance requirements, raising concerns.
Delivery channel partners	No	Email, face to face meetings.	Periodic	Feedback on sales, feedback on the products, collection process.
Customers	No	Email, newspaper, website, telephonic calls.	Periodic	Information of product, understanding feedbacks and concerns.
Community	Yes	Engagement through project teams.	Periodic	Drive CSR projects, interact with local community for concerns and issues if any.
Shareholders	No	Emails, SMS, general meetings, website, stock exchange websites, newspaper advertisements, investors calls.	Periodic	Update the progress of the Company, approve agenda items, Board meeting intimations, other Company disclosures.

PRINCIPLE 5

Businesses should respect and promote human rights.

Essential Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	2022-23 Current financial year			2021-22 Previous financial year		
	Total (A)	No. of employees workers covered (B)	% (B / A)	Total (C)	No. of employees workers covered (D)	% (D / C)
Employees						
Permanent	2093	1404	67.08%	1949	1188	60.95%
Other than permanent	141	140	99.29%	114	39	34.21%
Total employees	2234	1544	69.11%	2063	1227	59.48%
Workers						
Permanent	830	587	70.72%	747	371	49.67%
Other than permanent	508	343	67.52%	701	259	36.95%
Total workers	1338	930	69.51%	1448	630	43.51%

2. **Details of minimum wages paid to employees and workers, in the following format:**

Category	2022-23 Current financial year					2021-22 Previous financial year				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No.(B)	% (B/A)	No. (C)	% (C/A)		No.(E)	% (E/D)	No.(F)	% (F/D)
Employees										
Permanent	2093	2	0.1%	2091	99.99%	1949	4	0.21%	1945	99.79%
Male	1893	2	0.11%	1891	99.89%	1783	4	0.22%	1779	99.78%
Female	200	0	0.0%	200	100.0%	166	0	0%	166	100 %
Other than permanent	141	33	23.4%	114	80.85%	114	37	32.46%	77	67.54%
Male	119	27	22.69%	98	82.35%	101	33	32.67	68	67.33%
Female	22	6.0	27.27%	16	72.73%	13	4	30.77	9	69.23%

Category	2022-23 Current financial year					2021-22 Previous financial year				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No.(B)	% (B/A)	No. (C)	% (C/A)		No.(E)	% (E/D)	No.(F)	% (F/D)
Workers										
Permanent	830	0	0%	830	100%	747	0	0%	747	100%
Male	827	0	0 %	827	100%	745	0	0%	745	100%
Female	3	0	0%	3	100%	2	0	0%	2	100%
Other than permanent	508	112	22.05%	396	77.95%	701	153	21.83%	548	78.17%
Male	482	101	20.95%	381	79.05%	664	137	20.63%	527	79.37%
Female	26	11	42.31%	15	57.69%	37	16	43.24%	21	56.76%

3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)*	5	1,53,72,139	-	-
Key Managerial Personnel	2	51,57,222.5	-	-
Employees other than BoD and KMP	1,886	4,35,499	200	3,93,424
Workers	827	3,34,924	3	2,81,463

*Executive directors who draw remuneration are covered. Directors who draw sitting fees are not covered in the above table

4. **Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

   Yes

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

   Navneet is committed to fostering a positive and professional work environment that respects and upholds basic human rights for all our employees. As part of this commitment, we expressly prohibit all forms violation of human rights.

   To ensure adherence to this commitment various human rights aspects are covered in the 'Company's Code of Conduct and Ethics of Employees' and 'Prevention of Sexual Harassment Policy'.

6. **Number of complaints on the following made by employees and workers:**

Benefits	2022-23 Current financial year			2021-22 Previous financial year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual harassment	0	0	0	0	0	0
Discrimination at workplace	0	0	0	0	0	0
Child labour	0	0	0	0	0	0
Forced labour/involuntary labour	0	0	0	0	0	0
Wages	0	0	0	0	0	0

Benefits	2022-23 Current financial year: Filed during the year	2022-23 Current financial year: Pending resolution at the end of year	2022-23 Current financial year: Remarks	2021-22 Previous financial year: Filed during the year	2021-22 Previous financial year: Pending resolution at the end of year	2021-22 Previous financial year: Remarks
Other human rights-related issues	0	0	0	0	0	0

7. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

   Any aggrieved person may make, in writing, a complaint of sexual harassment at workplace to the committee by hardcopy or through an email to POSH Committee giving details of the sexual harassment meted out to her/him within a period of 3 months from the date of incident and in case of a series of incidents, within a period of 3 months from the date of last incident, which may be extended for a further period of 3 months, if circumstances warrant such extension in the opinion of the Internal Complaints Committee.

8. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

   No

9. **Assessments for the year:**

	% age of your plants and offices that were assessed (by entity or statutory authorities or third-parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%

	% age of your plants and offices that were assessed (by entity or statutory authorities or third-parties)
Wages	100%
Others – please specify	NA

10. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.**

    No significant issues were found in the assessments

PRINCIPLE 6

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

Essential Indicators

1. **Details of total energy consumption (in Megajoules) and energy intensity, in the following format:**

Parameter	2022-23 (Current Financial Year)	2021-22 (Previous Financial Year)
Total electricity consumption (A) - in Megajoules	6,33,18,143.88 MJ	5,77,58,310.00 MJ
Total fuel consumption (B) - in Megajoules	1,83,55,618.97 MJ	1,38,69,369.27 MJ
Energy consumption through other sources (C)		
Total energy consumption (A+B+C) - in Megajoules	8,16,73,762.85 MJ	7,16,27,679.27 MJ
Energy intensity per rupee of turnover (Total energy consumption (in Megajoules)/turnover in rupees)	0.0050	0.0068
Energy intensity (optional) - the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

   No

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	2022-23 (Current financial year)	2021-22 (Previous financial year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater - in Kiloliters	84,871.00	84,891.00
(iii) Third-party water - in Kiloliters	28,543.00	25,967.00
(iv) Seawater/desalinated water	0	0
(v) Others - in Kiloliters	1,256.00	889.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1,14,670.00	1,11,747.00
Total volume of water consumption (in kilolitres)	1,14,118.00	1,11,167.20
Water intensity per rupee of turnover (Water consumed (kiloliters)/ turnover in rupees)	0.000007	0.000010
Water intensity (optional) - the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

4. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

   -

5. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	2022-23 (Current financial year)	2021-22 (Previous financial year
Nox	NA	NA	NA
Sox	NA	NA	NA
Particulate matter (PM)	NA	NA	NA
Persistent organic pollutants (POP)	NA	NA	NA
Volatile organic compounds (VOC)	NA	NA	NA
Hazardous air pollutants (HAP)	NA	NA	NA
Others - please specify	NA	NA	NAw

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	2022-23 (Current financial year)	2021-22 (Previous financial year)
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	2,656.46	1,090.28
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	8,005.58	6,346.39
Total Scope 1 and Scope 2 emissions per rupee of turnover	Metric tonnes of CO2 per rupee of turnover	0.0000006550	0.0000007012
Total Scope 1 and Scope 2 emission intensity (optional) - the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

* We have offsetted nearly 472.85 TCO2e emissions in 2022-23 and 601.32 TCO2e emissions in 2021-22 through our various GHG offsetting project.

7. Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

Yes,

Navneet has implemented a number of initiatives aimed at reducing greenhouse gas emissions, which include:

Renewable Energy Generation: The Company has installed 724 KWP of solar panels at two of its manufacturing facilities, replacing traditional power consumption with renewable solar energy. This move has resulted in a significant reduction of around 30% in power consumption at both factories combined.

In addition, the Company also installed a wind power capacity of 4.8 MW, generating 7,738,000 units of power annually. By utilising wind and solar power, it is able to significantly reduce its reliance on fossil fuels and cut down on its greenhouse gas emissions.

Solar Heaters in Canteen Operations: Navneet is harnessing the power of the sun not only for its manufacturing needs but also for its everyday operations. Solar heaters are used to heat water and for cooking in the Company's canteens, further emphasising its commitment to sustainable energy use.

Carbon Emission Reduction: The Company's effort to reduce carbon footprint have been recognised by its prime customer in their Gigaton project, earning it the title of 'Giga-guru'. So far, its initiatives have led to a significant reduction of CO2 emissions, with savings of 19,244.2 metric tonnes to date.

By incorporating renewable energy sources and reducing its greenhouse gas emissions, Navneet is actively contributing to the global fight against climate change. The Company remains committed to exploring and implementing more sustainable practices across its operations to further reduce its environmental impact.

8. **Provide details related to waste management by the entity, in the following format:**

Parameter	2022-23 (Current financial year)	2021-22 (Previous financial year)
Total waste generated (in metric tonnes)		
Plastic waste (A)	450.879	479.515
E-waste (B)	0.69236	0.59958
Bio-medical waste (C)	0	0
Construction and demolition waste (D)	0	0
Battery waste (E)	0	0
Radioactive waste (F)	0	0
Other hazardous waste. Please specify, if any. (G)	8.38	5.35
Other non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	8516.691	6687.7638
Paper	8277.716	6596.095
Other	238.97	91.67
Total (A+B + C + D + E + F + G + H)	**8976.64**	**7173.23**
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	8327.716	6596.095
Total	**8327.716**	**6596.095**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	448.88	22.41
(iii) Other disposal operations	199.674	554.325
Total	**648.554**	**576.735**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

9. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices**

adopted to manage such wastes.

(a) Plastics (including packaging)

Navneet's commitment to sustainability and environmental responsibility is reflected in the various initiatives it has implemented, all of which are designed to adopt the best waste management practices and minimise the use of hazardous chemicals in its products. Here are some key initiatives that we have undertaken:

1. **Disposal of Hazardous Wastes:** recognising the importance of responsible waste management, Navneet ensures that all hazardous materials generated by its operations are properly disposed of. This is done through government-authorised vendors, ensuring strict compliance with regulatory requirements and guaranteeing the safe and responsible handling of hazardous wastes.

2. **Safety Precautions for Solvent-based Ink and PVC-based Adhesive:** Navneet prioritise the safety of its employees and the environment. Accordingly, the Company adheres strictly to safety protocols in the handling, storage, and consumption of solvent-based ink and PVC-based adhesive, taking all necessary precautions to minimise any potential risks associated with these substances.

3. **Reusable Water-based Ink Carboys:** To minimise plastic waste, Navneet has developed a system where water-based ink carboys are lined with polybags. This system allows the Company to return the carboys to the manufacturer for reuse, significantly reducing plastic consumption and its associated environmental impact.

4. **Reusing Wiro Product Packaging Materials:** Navneet actively encourages the return of wiro product packaging materials, such as boxes, rings, and cores, to their manufacturers. These materials are then reused in packaging for future orders, thereby reducing waste and contributing to resource conservation.

5. **Reuse of PET Straps:** Navneet's approach to palletising export orders and internal palletised material moves involves reusing PET straps rather than purchasing new ones. This practice not only minimises waste generation but also reduces the Company's environmental footprint, promoting a circular economy and leading to significant cost savings.

6. **Improved Adhesive Carboy Design:** Navneet has redesigned adhesive carboys to maximise adhesive usage and maximise waste. Transitioning from 50 kg carboys to 5 kg carboys with a wide mouth and liner has allowed the Company to achieve 100% adhesive consumption, eliminating the previous waste of approximately 1 kg of adhesive per carboy.

7. **Reusable Antiskid Grip Sheets:** In Navneet's internal mobility processes for finished goods (FG) and work-in-progress (WIP) items, it now uses reusable antiskid grip sheets. This change eliminates the need for single-use stretch wrap film, contributing to a reduction in plastic waste and promoting more sustainable packaging practices.

8. **Transition to Higher-Micron Plastics:** Navneet has moved away from lower-micron plastics like BOPP, PP bags, and shrink film, opting instead for higher-micron alternatives. This transition is part of the Company's commitment to minimising environmental risks associated with plastic usage and underlines its dedication to reducing its environmental impact.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not Applicable			

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA notification no.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web-link
Not Applicable					

12. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law/regulation/ guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/ action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
We are compliant to all the environmental laws and regulations in India.				

Leadership Indicators

1. **Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:**

Parameter	2022-23 (Current financial year)	2021-22 (Previous financial year)
From renewable sources		
Total electricity consumption (A) - in Megajoules	2,68,37,039.88 MJ	2,88,38,041.20 MJ
Total fuel consumption (B)		
Energy consumption through other sources (C)		
Total energy consumed from renewable sources (A+B+C)	2,68,37,039.88 MJ	2,88,38,041.20 MJ
From non-renewable sources		
Total electricity consumption (D) - in Megajoules	3,64,81,104.00 MJ	2,89,20,268.80 MJ
Total fuel consumption (E) - in Megajoules	1,83,55,618.97 MJ	1,38,69,369.27 MJ
Energy consumption through other sources (F)		
Total energy consumed from non-renewable sources (D+E+F) - in Megajoules	5,48,36,722.97 MJ	4,27,89,638.07 MJ

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

PRINCIPLE 7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/associations.** 9

b. **List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.**

	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Federation of Indian Export Organisations	National

	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
2	The Federation of Educational Publishers in India	National
3	Indian Wind Power Association	National
4	The Federation of Indian Publishers	National
5	CAPEXIL	National
6	Gujarat Chamber of Commerce & Industry	State
7	Paper Merchants Association-Ahmedabad	State
8	Ahmedabad Printing Press Association	State

	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
9	Jain International Trade Organisation (JITO)-Ahmedabad Chapter	State

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
NA	NA	NA

PRINCIPLE 8

Businesses should promote inclusive growth and equitable development.

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA notification no.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web-link
NA	NA	NA	NA	NA	NA
NA	NA	NA	NA	NA	NA
NA	NA	NA	NA	NA	NA

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in 2022-23 (In INR)
	NA	NA	NA	NA	NA	NA
	NA	NA	NA	NA	NA	NA
	NA	NA	NA	NA	NA	NA

3. **Describe the mechanisms to receive and redress grievances of the community.**

Navneet values community feedback and offers a dedicated grievance mechanism. The Company provides a grievance e-mail address, grievance@navneet.com, for written complaints and maintains a suggestion/feedback box outside our factory. The Company's CSR team actively collects feedback on its interventions to address community concerns effectively.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

	2022-23 Current Financial Year	2021-22 Previous Financial Year
Directly sourced from MSMEs/small producers	8.67%	10.58%
Sourced directly from within the district and neighbouring districts	39.62%	39.42%

Leadership Indicators

1. **Details of beneficiaries of CSR Projects:**

S. No.	CSR project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalised groups
1	Interventions in education	15,000	100%
2	Health and medical care	5,000	100%
3	Environment, community development, sports	8,000	100%

PRINCIPLE 9

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

Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

The Company operates in three main categories: domestic stationery, export stationery (B2B), and publication business within India. prioritise customer satisfaction and has established a robust grievance mechanism to address any concerns or complaints.

Domestic Stationery Business:

- Each product is labelled with a customer care email ID "Stationery@navneet.com" and information about dedicated social media handles.
- Customers can reach out via email or social media for any complaints or grievances.
- Upon receiving a complaint, our dedicated customer relationship cell acknowledges it and assigns it to the relevant teams within the Company.
- The concerned teams ensure a timely resolution of the complaint.
- The progress of complaints is continuously monitored until they are successfully resolved.

Export Stationery Business:

- In the export stationery segment, primarily serving B2B customers, Navneet has dedicated sales teams that interact with customers for feedback and concerns.
- The sales teams actively collect and address any complaints or grievances raised by the customers.
- The assigned teams work closely with the customers to resolve the issues in a satisfactory manner.
- Regular follow-up is conducted to ensure the resolution of complaints.

Publication Business:

- For the Company's publication business, each product features a dedicated customer care number '022 66626300' and an email ID "cbd@navneet.com".
- Customers can contact the provided channels to register any complaints or grievances.
- Upon receiving a complaint, the customer relationship cell promptly assigns it to the appropriate teams within the organisation.
- The concerned teams take the necessary actions to resolve the complaint efficiently.
- The progress of each complaint is tracked and monitored until its successful resolution.

Throughout all categories, Navneet remains committed to addressing customer concerns promptly and efficiently. The Company continuously strives to enhance its products and services based on the feedback received from its valued customers. By maintaining open lines of communication and diligent resolution processes, Navneet aims to ensure customer satisfaction and loyalty.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	51%
Safe and responsible usage	0%
Recycling and/or safe disposal	0%

3. Number of consumer complaints in respect of the following:

	2022-23 (Current Financial Year)		Remarks	2021-22 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	0	0	NA	0	0	NA
Advertising	0	0	NA	0	0	NA
Cyber-security	0	0	NA	0	0	NA
A	0	0	NA	0	0	NA
Restrictive Trade	0	0	NA	0	0	NA
Practices	0	0	NA	0	0	NA
Unfair Trade Practices	0	0	NA	0	0	NA
Other	35	0	NA	45	0	NA

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	0	-
Forced recalls	0	-

5.	**Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy.**	Yes https://navneet.com/privacy-policy/

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.**

Leadership Indicators

1. **Channels/platforms where information on products and services of the entity can be accessed (provide web-link, if available).**

   https://navneet.com/rise/

   https://navneet.com/grafalco/

   http://youvaworld.com/

   https://navneet.com/international-business/

   https://navneet.com/children-book/

   https://navneet.com/general-book/

   https://navneet.com/navneet/

   https://navneet.com/vikas/

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NAVNEET EDUCATION LIMITED

Report on the Audit of Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of **Navneet Education Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

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

Indiannica Learning Private Limited is a CBSE content publisher and exclusive licensee of Encyclopaedia Britannica curricular solutions in India and Navneet Futuretech Limited (formerly known as Esense Learning Limited) is involved in the business of e-learning, creation of digital content and has also made strategic investment in field of online education & sporting event management for schools. Indiannica Learning Private Limited has made marginal profit during the year whereas Navneet Futuretech Limited has incurred losses, hence judgement is required in regard to recoverability of investments and loans into these subsidiaries as at 31st March, 2023. Accordingly, we determined this to be a key audit matter.

Our procedures on the management's assessment of these matters included discussion on impairment test carried out by management including the business outlook, basis of estimates, valuation technique (fair value report obtained from registered valuers) appropriateness & reasonableness of assumptions, and various other parameters with the management. We did not identify any significant exceptions to the management's assessment in the carrying value of investments in subsidiaries of ₹ 38,346 lakhs (net of impairment ₹ 592 lakhs / impairment reversal of ₹ 2,404 lakhs).

Information Other than the Standalone Ind AS Financial Statements & Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management

Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

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

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

When we read the above said reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Responsibilities Of Management And Those Charged with Governance For The Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015 as amended from time to time.

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

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities For The Audit of The Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As a part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal And Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
    b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
    c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with in this Report are in agreement with the books of account.
    d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
    e. On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
    f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure II; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of

the Company's internal financial controls over financial reporting.

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid / provided by the Company to its directors for the year ended 31st March, 2023 is in accordance with the provisions of section 197 read with Schedule V of the Act; and

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer notes 41(a), 10.1 and 18.2 to the standalone Ind AS financial statements.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There has been no delay in transferring the amounts required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. The management has represented that,

      - no funds have been advanced or loaned or invested by the Company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      - no funds have been received by the Company from any person(s) or entities including foreign entities ("Funding Parties"), with the understanding that such Company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries.

      Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that causes us to believe that the representations under sub-clause (iv) contain any material misstatement.

   v. The final dividend proposed by the board of directors in the previous year was declared and paid by the Company during the year in accordance with section 123 of the Companies Act 2013. The Board of Directors of the Company has proposed a final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

   vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from 1st April 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.

For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number: 116560W/W100149

Milan Mody
Partner
Membership No. 103286
UDIN: 23103286BGPZLX8440

Place: Mumbai
Date: 16th May 2023

ANNEXURE I TO INDEPENDENT AUDITOR'S REPORT

FOR THE YEAR ENDED 31ST MARCH, 2023

[Referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date]

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant right to use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has formulated a phased program of physical verification of fixed assets designed to cover all the items at least once over a period of three years. In our opinion, this frequency of physical verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with the said phased program, during the year, the Company was not required to carry out the physical verification of any of the fixed assets as all assets were verified in the previous year. Considering the same, we are not required to comment on the material discrepancies under (i) (b) of paragraph 3 of the Order.

(c) According to the information and explanation given to us and on the basis of our examination of the title deeds / purchase agreements we report that, the title deeds of immovable properties included in the Property, Plant and Equipment are held in the name of the Company (including erstwhile name) as at balance sheet date.

(d) The Company has not revalued any of its Property, Plant or Equipment (including Right of Use assets) and intangible assets during the year. Therefore, requirement of clause (i)(d) of paragraph 3 of the Order is not applicable to the Company.

(e) According to the information and explanation given to us as of 31st March, 2023, no proceedings have been initiated during the year or are pending against the Company as at 31st March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) Physical verification of inventory (other than lying with third parties) has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is reasonable & appropriate; no discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory. In respect of inventories lying with the third parties, confirmations have been obtained by the Company and material in transit have been verified with reference to subsequent receipts.

(b) The Company has been sanctioned working capital limits in excess of ₹ 5 crores in aggregate from bank on the basis of security, which includes current assets of the Company. There are no borrowings from financial institutions. Based on our examination of the records of the company, the revised quarterly returns or statements filed by the company with said bank are in agreement with the books of accounts maintained by the Company.

(iii) According to the information and explanation given to us, the Company has made investments in subsidiary companies, Limited Liability Partnerships and mutual funds and has granted unsecured loans to companies, firms, Limited Liability Partnerships, and other parties.

(a) The Company has granted unsecured loans and stood guarantee for loan taken by the parties as given below (excluding ECL provision):

(₹ in Lakhs)

Particulars	Guarantee	Loan
Aggregate amount during the year - Subsidiary Companies	-	3,450
Balance outstanding as at balance sheet date - Subsidiary Companies	5,650*	1,550

Particulars	Guarantee	Loan
Aggregate amount during the year – Other than Subsidiary Companies	-	27
Balance outstanding as at balance sheet date - Other than Subsidiary Companies	-	2,211**

* For cash credit facilities which are renewed every year
**refer note 10.1 with respect to loan given to one party.

Based on the information and explanation given to us, apart from the above, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans.

(b) In our opinion, the investments made, guarantees provided and the terms and conditions of the loans granted are not prima facie, prejudicial to the Company's interest. The Company has not given any security with respect to loans taken by subsidiary companies and other parties.

(c) In respect of loans and advance in the nature of loans other than demand loans, the schedule of repayment of principal and payment of interest has been stipulated. In respect of these loans the repayment of principal and interest is regular. For other loans, the terms of arrangement stipulate that the principal and interest are repayable on demand. As per the information made available to us, the principal and interest has been repaid as and when demanded except in respect of certain parties where there have been delays / defaults in repayment of principal and interest payments. In absence of repayment schedule as regards principal and interest, the question of our comment on regularity of receipt of principal amount and interest does not arise except as regards reporting in respect of cases where demand for principal / interest is made by the Company.

(d) There are no overdue amounts for more than ninety days in respect of the loans granted except with respect to certain demand loans which are tabulated as under (also refer comment in sub-clause 'c' above):

(₹ in Lakhs)

No. of cases	Principal amount overdue	Interest overdue accrued in the books of account	Total overdue as per books of accounts	Remarks, if any
6	1,454	397	1,851	Reasonable steps have been taken by the management for recovery of principal and interest

(e) No loan granted by the Company which has fallen due during the year has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to them.

(f) As mentioned in paragraph 3(c) above, part of the total loans granted are repayable on demand and there is no stipulated period of repayment. Details of the said loan is as under:

(₹ in Lakhs)

Particulars	All parties	Promoters	Related parties
Aggregate amount of loan repayable on demand (outstanding balance as on 31st March, 2023)	3,711	-	1,550
Percentage of loans to the total loan	98.67%	0%	41.21%

(iv) In our opinion and according to the information and explanation given to us, the Company has complied with the provision of section 185 and 186 of the Act in respect of loans given, investments made and guarantees given. No security has been provided by the Company.

(v) In our opinion and according to the explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits. Therefore, question of reporting compliance with directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder does not arise. We are informed that no order relating to the Company has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.

(vi) The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Therefore, the requirement of clause 3(vi) of the order is not applicable to the Company.

(vii) In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of amounts deducted / accrued in the books of account, the Company has been generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service tax, cess and any other statutory dues, as applicable to the Company, during the year with the appropriate authorities. There are no undisputed statutory dues payable in respect to the above statutes, outstanding as at 31st March, 2023 for a period of more than six months from the date they became payable.

(b) According to information and explanations given to us and on the basis of our examination of the records of the Company, there is no disputed income tax, sales tax, service tax, duty of customs, duty of excise, value added tax and goods and services tax as on 31st March, 2023 which have not been deposited except the following disputed dues which have not been deposited since the matters are pending with the relevant forum:

Name of statutes	Nature of dues	Amount (₹ in Lakhs) *	Period to which it relates	Forum where dispute is pending
The Income Tax Act, 1961	Income Tax	26	FY 1999-00	Bombay High Court
		4	FY 2008-09	CIT (Appeals)
		13	FY 2012-13	
		13	FY 2013-14	
		21	FY 2017-18	
Central Sales Tax Act and VAT Act of various states	Sales Tax / CST / VAT	8	FY 2004-05	Sales Tax Appellate Tribunal
		1,085	FY 2007-08	Departmental Appellate Authorities
		1,026	FY 2008-09	
		44	FY 2014-15	
		5	FY 2015-16	
		11	FY 2016-17	
Excise Act	Excise Duty	9	FY 2007-08 to 2010-11	Departmental Appellate Authorities
GST Act of various states	GST	3	FY 2018-19	Departmental Appellate Authorities
	GST	99	FY 2017-18	Asst. Commissioner of State Tax (Investigation)
	GST	122	FY 2018-19	
Total		**2,489**		

*The above amounts are net of amount paid under protest of ₹ 377 Lakhs.

(viii) According to the information and explanations given by the management and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of account, which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) Based on our audit procedures and as per the information and explanations given to us by the management, we are of the opinion that:

(a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) We report that the Company has not been declared a willful defaulter by any bank or financial institution or any other lender.

(c) The Company has not obtained any term loans during the year and there were no outstanding term loans at the beginning of the year. Therefore, the clause (ix)(c) of paragraph 3 of the Order is not applicable.

(d) According to the information and explanations given to us, the audit procedures performed by us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and associate companies. The Company does not have any joint ventures. Hence further reporting under clause (ix)(e) of paragraph 3 of the Order is not applicable.

(f) The company has not raised funds during the year on the pledge of securities held in its subsidiaries and associate companies. The Company does not have any joint ventures. Hence further reporting under clause (ix)(f) of paragraph 3 of the Order is not applicable.

(x) (a) In our opinion and according to the information and explanations given to us, the money raised during the year by issue of commercial papers have been applied for the purposes for which it was obtained. Further, the Company did not raise any money during the year by way of an initial public offer or further public offer.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year. Therefore, the question of our comment on compliance with the provisions of Section 42 and section 62 of the Act and utilisation of the amount raised for the purposes for which it was raised does not arise.

(xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company has been noticed or reported during the year.

(b) No report under section 143 (12) of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the management, there are no whistleblower complaints received by the Company during the year.

(xii) The Company is not a Nidhi company. Therefore, the clause (xii) of paragraph 3 of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.

(xiv) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date, for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with directors or persons connected with directors. Therefore, clause (xv) of paragraph 3 of the Order is not applicable.

(xvi) (a) In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi) (a), (b) and (c) of paragraph 3 of the Order is not applicable.

(b) According to the information and explanation given to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause (xvi) (d) of paragraph 3 of the Order is not applicable.

(xvii) The Company has not incurred any cash losses during the financial year ended 31st March, 2023 and the immediately preceding financial year. Therefore, the clause (xvii) of paragraph 3 of the Order is not applicable to the Company for the year.

(xviii) There has been no resignation of the statutory auditors during the year. Therefore, the clause (xviii) of paragraph 3 of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) During the year there is no unspent amount towards Corporate Social Responsibility (CSR). Accordingly, reporting under clause (xx)(a) and (b) of paragraph 3 of the Order is not applicable for the year.

For N. A. Shah Associates LLP
Chartered Accountants
Firm's registration number: 116560W / W100149

Milan Mody
Partner
Membership No. 103286
UDIN: 23103286BGPZLX8440

Place: Mumbai
Date: 16th May 2023

ANNEXURE II TO INDEPENDENT AUDITOR'S REPORT

FOR THE YEAR ENDED 31ST MARCH, 2023

[Referred to in paragraph 2 (f) under the heading "Report on other legal and regulatory requirements" of our report of even date]

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

Opinion

We have audited the internal financial controls over financial reporting of **Navneet Education Limited** ("the Company"), as of 31st March, 2023, in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls over Financial Reporting

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the standalone Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of the standalone Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 standalone Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

For N. A. Shah Associates LLP
Chartered Accountants
Firm's registration number: 116560W / W100149

Milan Mody
Partner
Membership No. 103286
UDIN: 23103286BGPZLX8440

Place: Mumbai
Date: 16th May 2023

NAVNEET
Knowledge is wealth

STANDALONE BALANCE SHEET
AS AT 31st MARCH, 2023

(₹ in Lakhs)

Particulars	Notes	As at 31st March, 2023	As at 31st March, 2022
I. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	16,154	16,859
(b) Right-of-use assets	4	858	1,713
(c) Capital work-in-progress	5	65	119
(d) Investment property	6	1,432	1,423
(e) Intangible assets (other than Goodwill)	7	725	103
(f) Intangible assets under development	8	257	272
(g) Financial assets			
(i) Investments	9	51,515	33,772
(ii) Loans	10	1,938	4,455
(iii) Others	11	637	339
(h) Assets for non-current tax (net)	12	245	701
(i) Other non-current assets	13	2,391	2,631
Total non-current Assets		**76,217**	**62,387**
Current assets			
(a) Inventories	14	60,657	45,470
(b) Financial assets			
(i) Trade receivables	15	27,205	19,044
(ii) Cash and cash equivalents	16	1,101	1,891
(iii) Other bank balances	17	310	317
(iv) Loans	18	1,799	1,116
(v) Other financial assets	19	2,182	1,172
(c) Other current assets	20	3,427	3,627
Total current Assets		**96,681**	**72,637**
TOTAL ASSETS		**1,72,898**	**1,35,024**
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	21	4,524	4,524
(b) Other equity	22	1,30,734	1,08,190
Total equity		**1,35,258**	**1,12,714**
LIABILITIES			
Non-Current liabilities			
(a) Financial Liabilities			
(i) Lease liabilities	23	-	1,079
(b) Deferred tax liabilities (net)	24	478	306
Total non-current liabilities		**478**	**1,385**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	25	23,025	7,000
(ii) Lease liabilities	23	1,080	958
(iii) Trade payables	26		
- Amount due to micro and small enterprises		831	724
- Amount due to others		4,389	5,076
(iv) Other financial liabilities	27	2,652	2,190
(b) Other current liabilities	28	1,288	1,053
(c) Provisions	29	2,975	3,718
(d) Liabilities for current tax (net)	30	922	206
Total current liabilities		**37,162**	**20,925**
TOTAL EQUITY AND LIABILITIES		**1,72,898**	**1,35,024**

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

STANDALONE STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

	Particulars	Notes	For the year ended 31st March, 2023	For the year ended 31st March, 2022
I	Revenue from operations	31	1,62,768	1,06,052
II	Other income (net)	32	1,715	2,019
III	**Total Income (I + II)**		**1,64,483**	**1,08,071**
IV	**Expenses**			
	Cost of materials consumed	33	90,232	53,037
	Purchase of stock-in-trade		321	554
	Changes in inventories of finished goods, stock-in-trade & work-in-progress	34	(8,270)	(2,338)
	Manufacturing expenses	35	11,543	9,034
	Employee benefits expense	36	17,953	15,488
	Finance costs	37	861	368
	Depreciation, Amortisation and impairment of assets	38	3,582	3,270
	Other expenses	39	17,284	13,261
IV	**Total Expenses**		**1,33,506**	**92,674**
V	Profit / (Loss) before exceptional items and tax for the period / year (III - IV)		**30,977**	**15,397**
VI	Exceptional items (net)	40	3,037	4,580
VII	Profit before tax for the year (V + VI)		**34,014**	**19,977**
VIII	Tax expense:			
	Current tax		7,826	4,424
	Deferred tax charge / (credit)		245	863
	(Excess) / Short Provision of earlier year		56	28
			8,127	5,315
IX	**Profit for the year (VII - VIII)**		**25,887**	**14,662**
X	Other comprehensive income:			
	a) Items that will not be reclassified to profit or loss in subsequent year			
	Re-measurement of the net defined benefit plan		354	(283)
	Less: Income tax on above		(89)	71
	b) Items that will be reclassified to profit or loss in subsequent year			
	Cash flow hedge through other comprehensive income		(288)	(187)
	Less: Income tax on above		72	47
X	**Total other comprehensive income / (loss) for the year, net of tax**		**49**	**(352)**
XI	**Total comprehensive income for the year (IX + X) (Total of profit and other comprehensive income for the year)**		**25,936**	**14,310**
	Earnings per equity share of ₹2/- each (Previous Year: ₹2/- each)	46		
	(1) Basic		11.44	6.45
	(2) Diluted		11.44	6.45

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

STANDALONE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Cash Flow from Operating Activities		
Profit before tax after exceptional items	34,014	19,977
Adjustments for :		
Interest income	(237)	(127)
(Profit) on disposal of property, plant and equipment (net) (including exceptional item of ₹ 633 Lakhs)	(784)	(6,990)
(Profit) on sale of investments (net)	(131)	(71)
(Profit) / Loss on fair valuation of investments	(352)	69
(Profit) / Loss on Share of LLP	#	#
Finance cost	862	368
Gain on fair value of financial guarantee contracts	(28)	(28)
Allowances for doubtful advances	125	118
Impairment of Investment (reflected under exceptional items)	(2,404)	2,233
Allowance for bad and doubtful debts	207	9
Bad debts and other irrecoverable advance written off	54	65
Unrealised foreign exchange fluctuation gain (net)	(37)	(63)
Depreciation, amortisation and impairment	3,582	3,270
Operating Profit before working capital changes	**34,871**	**18,830**
Changes in operating assets and liabilities		
(Increase) / Decrease in inventories	(15,187)	(5,603)
(Increase) / Decrease in trade and other receivables	(8,385)	(4,805)
(Increase) / Decrease in other financial assets	(1,667)	444
(Increase) / Decrease in other non-current financial assets	2,219	(2,293)
(Increase) / Decrease in other non-current assets	189	23
(Increase) / Decrease in other current assets	(1,773)	3,700
Increase / (Decrease) in trade and other payables	(580)	(1,145)
Increase / (Decrease) in provisions	(744)	905
Increase / (Decrease) in financial liabilities	390	(599)
Increase / (Decrease) in current liabilities	236	(797)
Cash Generated from Operations	**9,569**	**8,660**
Less: Income taxes paid (Refer note 60.2)	(6,651)	(4,519)
Net cashflows generated from Operating Activities (A)	**2,918**	**4,141**
Cash flow from Investing Activities		
Purchase of property, plant and equipment (including capital work-in-progress)	(1,636)	(1,988)
Proceeds from disposal of property, plant and equipment	615	7,236
Payments for acquisition of intangible assets (including intangible assets under development)	(681)	(280)
Loans / advances given to subsidiary companies	(3,450)	(5,026)
Loans / advances received back from subsidiary companies	5,226	2,100
Loans / advances given to other parties	(10)	(905)
Loans / advances received back from other parties	82	1,231
Payments for investment in optionally convertible preference shares of subsidiary	6,675	(4,375)
Payments for purchase of investments	(1,03,012)	(1,00,300)
Proceeds from sale of investments	1,03,143	1,00,371
Payment for investment in subsidiary company	(23,525)	(566)
Payments for investment in optionally convertible debenture of subsidiary	-	(2,478)
Proceeds from redemption of optionally convertible debentures issued by subsidiary company	1,892	586

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Interest income	247	216
	(14,434)	**(4,178)**
Less: Income taxes paid on interest income (Refer note 60.2)	(59)	(57)
Net cashflows used in Investing Activities (B)	**(14,493)**	**(4,235)**
Cash flow from Financing Activities		
Payment against buyback of shares (face value and premium including buy-back tax)	-	(3,164)
Buy back expense	-	(49)
Proceeds from borrowings	52,573	10,400
Repayment of borrowings	(35,548)	(9,400)
Proceeds from issue of commercial paper	8,500	13,500
Repayment of commercial paper	(9,500)	(7,500)
Payments of Lease liabilities [including interest of ₹ 142 Lakhs (P.Y. ₹ 201 Lakhs)]	(1,100)	(1,048)
Finance Cost	(718)	(166)
Dividend Paid	(3,422)	(2,300)
Net cashflows used in Financing Activities (C)	**10,785**	**273**
Net Increase /(Decrease) in Cash and Cash Equivalents (A + B + C)	**(790)**	**179**
Cash and cash equivalent as at the commencement of the period	1,891	1,712
Cash and cash equivalent as at the end of the period	1,101	1,891
Net Increase /(Decrease) in Cash and Cash Equivalents	**(790)**	**179**

The accompanying notes form an integral part of the standalone financial statements.

Notes:

1. The above Statement of Cash Flows has been prepared under the 'Indirect Method' set out in IND AS 7, "Statement of Cash Flows".
2. Reconciliation of cash and cash equivalents as per Statement of Cash Flows :

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Cash and cash equivalents (note 16)	1,101	1,891
Cash credit considered as cash and cash equivalents (note 25) and book overdraft	–	–
Balances as per statement of cash flow	**1,101**	**1,891**

3. For cash flow related notes refer note 60.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2023.

A. Equity Share Capital

(₹ in Lakhs)

Balance as at 1st April, 2021	Changes in equity share capital during the year 2021-22	Balance as at 31st March, 2022	Changes in equity share capital during the year 2022-23	Balance as at 31st March, 2023
4,577	(53)	4,524	-	4,524

B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and surplus				Other comprehensive income		Total other equity
	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained earnings	Re-measurement of the net defined benefit plan	Cash flow hedge reserve	
Balance as at 31st March, 2021	**33**	**76**	**2,343**	**97,310**	**(655)**	**201**	**99,309**
Addition during the year (net of taxes)					(212)	(140)	(352)
Amount utilised for Final Dividend				(2,270)			(2,270)
Amount transferred to capital redemption reserve upon buyback	53			(53)			-
Buy-back from open market (including buy back tax of ₹ 588 Lakhs)				(3,111)			(3,111)
Buy-back expenses (net of tax)				(49)			(49)
Net profit for the year				14,662			14,662
Balance as at 31st March, 2022	**87**	**76**	**2,343**	**1,06,489**	**(866)**	**61**	**1,08,190**
Addition during the year (net of taxes)					265	(216)	49
Amount utilised for Final Dividend				(3,393)			(3,393)
Net profit for the year				25,887			25,887
Balance as at 31st March, 2023	**87**	**76**	**2,343**	**1,28,983**	**(601)**	**(154)**	**1,30,734**

Notes: a) The Board of Directors, in its meeting held on 27th May, 2021, had approved the buyback of the Company's fully paid-up equity shares having face value of ₹ 2 per share at the maximum buyback price of ₹ 100 per equity share and the maximum buyback size of ₹ 5,000 Lakhs; the indicative maximum number of equity share to be bought back would be 50,00,000 Equity shares comprising approximately 2.18% of the paid-up equity shares capital of the Company as of 31st March, 2021 (on a standalone basis). The buyback was offered to all eligible equity shareholders of the Company (other than the promoters, the promoter group and persons in control of the Company) under the open market route through stock exchange mechanism.

The Company had bought back 26,57,319 equity shares upto the year ended 31st March, 2022 under the open market route through stock exchange mechanism which are also extinguished as per Regulation 21 read with Regulation 11 of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended. Consequently, buyback tax has been accounted on such shares bought back amounting to ₹ 588 Lakhs for the year ended 31st March, 2022. In accordance with section 69 of the Companies Act 2013, during the year ended 31st March, 2022, the Company has created 'Capital Redemption Reserve' of the nominal value of the shares bought back as an appropriation from retained earnings.
The buy back process was completed on 6th December, 2021 by the Company.

b) Refer note 22 for nature and purpose of other equity.

The accompanying notes form an integral part of the standalone financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

STANDALONE SIGNIFICANT ACCOUNTING POLICIES

FOR THE YEAR ENDED 31ST MARCH, 2023

1 COMPANY OVERVIEW, NATURE OF ENTITY'S OPERATIONS AND ITS PRINCIPAL ACTIVITIES

Navneet Education Limited ('the Company') is a public limited Company incorporated and domiciled in India and has its registered office at Navneet Bhavan, Near Shardasharam Society, Bhavani Shankar Road, Dadar, Mumbai - 400028, Maharashtra, India. The Company is listed on Bombay Stock Exchange and National Stock Exchange.

The Company is a leading manufacturer of Maharashtra and Gujarat State Board Publication books and Stationery Products. The Publishing segment consists of supplementary books such as workbooks, guides, and question banks which are based on the latest prescribed syllabus by state education boards under the brand name of 'Vikas' and 'Gala'. The stationery business consists of paper based and non-paper-based stationery under the brand names 'Navneet' and 'Youva'.

The financial statements of the Company for the year ended 31st March, 2023 were approved and adopted by the board of directors of the Company in their meeting dated 16th May 2023.

2 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGMENTS

2.1 Basis of preparation

a) Statement of Compliance

The financial statements (on standalone basis) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are prepared in ₹ which is the functional and presentation currency. All amounts are rounded to nearest Lakhs except when otherwise mentioned. Figures of ₹ 50,000 or less have been denoted by #.

c) Basis of measurement

The financial statements have been prepared under historical cost convention basis, except for the following material items which are measured at fair value as required by relevant Ind AS:

i) Certain financial assets and financial liabilities (including derivative instruments) [Refer accounting policy regarding financial instruments in note no. 2.2(i)]

ii) Defined benefit plans

2.2 Significant Accounting policies

a) Presentation and disclosure of financial statements

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013, for a Company whose financial statements are made in compliance with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Based on the nature of business and their realisation in cash and cash equivalents, 12 months have been considered by the Company for the purpose of current / non-current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities as the case may be.

b) Property, plant and equipment & Depreciation

i) All Property, Plant and Equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Cost of property, plant and equipment includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of the expected cost for the dismantling/decommissioning of the asset.

ii) Capital work-in-progress comprises of cost incurred on property, plant and equipment not yet ready for their intended use at the Balance Sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date are classified as capital advances under other non-current assets.

iii) Property, plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

iv) Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that future economic benefits associated with these, will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

v) When parts of an item of property, plant and equipment have different useful lives, they are accounted for as a separate item (major components) of property, plant and equipment.

vi) The carrying amount of an item of property, plant and equipment shall be derecognised:

(a) on disposal; or

(b) when no future economic benefits are expected from its use or disposal

vii) Depreciation on property, plant and equipment

a) Depreciation on property, plant and equipment (other than freehold land and capital work in progress) is provided on WDV over the useful lives of the relevant assets net of residual value whose lives are in consonance with the lives mentioned in Schedule II of the Companies Act, 2013, except the case where individual assets whose cost does not exceed ten thousand rupees has been provided fully in the year of capitalisation.

b) In the case of assets purchased, sold or discarded during the year, depreciation on such assets is calculated on a pro-rata basis from the date of such addition or as the case may be, upto the date on which such asset has been sold or discarded.

c) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the properties, plant and equipment and in case of any changes, effect of the same is given prospectively.

d) Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with Ind AS 105 and the date that the asset is derecognised.

c) Investment properties & Depreciation on investment properties

i) Property (Land or a Building or part of a building or both and related equipment's & furniture) that are held for long term rental yields or for capital appreciation or both, rather than for:

a) Use in the production or supply of goods or services or for administrative purposes; or

b) Sale in the ordinary course of business.

are recognised as investment property in books of account.

ii) Investment properties are measured initially at cost, including transaction costs. Cost of investment properties includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of any obligatory decommissioning cost for its intended use.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

iii) Depreciation on investment properties

a) Depreciation on investment properties is provided on WDV over the useful life of the relevant assets net of residual value whose life is in consonance with the life mentioned in Schedule II of the Companies Act, 2013.

b) In the case of investment property purchased, sold or discarded during the year, depreciation on such investment property is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such investment property has been sold or discarded.

c) The residual values, useful lives and methods of depreciation of investment properties are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the investment properties and in case of any changes, effect of the same is given prospectively.

d) Intangible assets & Amortisation

i) Intangible assets are recognised when the entity controls the asset, it is probable that future economic benefits attributed to the asset will flow to the entity and the cost of the asset can be reliably measured. At initial recognition, intangible assets are recognised at cost. Intangible assets are stated at cost of development and / or consideration paid for acquisition less accumulated amortisation and accumulated impairment loss, if any.

ii) Amortisation of intangible assets is provided on straight line basis over the estimated useful life as tabulated below:

Block	Useful life
Trademark and copyright	10 years*
Software	3 years
Digital Content	3 years

* In case where right to use copyright is available for less than 10 years, intangible asset is amortised over the available usage period on straight line basis or any other basis which is appropriate.

iii) The useful lives and methods of amortisation of intangible assets are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the intangible assets and in case of any changes, effect of the same is given prospectively.

iv) Subsequent expenditure related to item of intangible asset are added to its carrying amount when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

v) Intangible assets under development comprises of cost incurred on intangible assets under development that are not ready for their intended use as at the balance sheet date.

e) **Impairment of non-financial assets**

Assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

f) **Non-Current assets held for sale**

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through sale rather than through continuing use and the sale is highly probable. Management must be committed to the sale, which should be expected within one year from the date of classification. The criteria for held for sale classification is regarded as met only when the asset is available for immediate sale in its present condition, subject to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Company treats sale of the asset to be highly probable when:

i) The appropriate level of management is committed to a plan to sell the asset,

ii) An active programme to locate a buyer and complete the plan has been initiated,

iii) The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

iv) The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

v) Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised. Gains and losses on the disposal of such assets held for sale are determined by comparing proceeds with carrying amounts, and are recognised in the statement of profit and loss.

The Deposits associated with assets held for sale are presented separately from other liabilities in the balance sheet.

g) **Inventories**

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

i) Raw materials, packing materials, consumables, stores and spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

The Cost comprises of costs of purchase, duties and taxes (other than those subsequently recoverable) and other costs after deducting discounts and rebates which are incurred in bringing them to their present location and condition. Cost is determined on weighted average basis. Cost also includes the reclassification from OCI of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

ii) Work-in-progress / Finished goods are valued at lower of cost and net realisable value. Cost includes direct materials valued on weighted average basis, conversion costs (i.e. costs directly related to the units of production), appropriate proportion of manufacturing overheads based on normal operating capacity and other costs incurred in bringing them to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

iii) Stocks in trade (Traded goods) are valued at lower of cost and net realisable value. Cost includes direct materials valued on weighted average basis, and other costs incurred in bringing them to their present location and condition.

iv) Scraps are valued at estimated net realisable value.

v) Cost of inventories is arrived at after providing for cost of obsolescence wherever considered necessary.

h) Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the respective asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange difference arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost.

i) Operating Segments

The operating segments have been identified based on the conditions specified in paragraph 5 to Ind AS 108, i.e. an operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Operating Segments are reported in a manner consistent with internal reporting provided to the CODM. The Managing Director is the CODM of the Company. The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

j) Financial instruments

Initial Recognition

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. However, loans and borrowings and payables are recognised net of directly attributable transaction costs and trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Classification of financial assets

Financial assets are classified as 'equity instrument' if it is a non-derivative and meets the definition of 'equity' for the issuer. All other non-derivative financial assets are 'debt instrument'.

Subsequent Measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets:

Financial assets at amortised cost and the effective interest method

Debt instruments shall be measured at amortised cost if both of the following conditions are met:

i. the asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling assets;

ii. the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs.

They are subsequently measured at amortised cost using the effective interest method less any impairment, with interest recognised on an effective yield basis in investment income.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts the estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

The Company may irrevocably elect at initial recognition to classify a debt instrument that meets the amortised cost criteria above as at Fair Value Through Profit & Loss (FVTPL) if that designation eliminates or significantly reduces an accounting mismatch had the financial asset been measured at amortised cost.

Investment in Subsidiaries

Investments in subsidiaries are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the Statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the Statement of Profit and Loss.

Equity instruments

At initial recognition, an irrevocable election is made (on an instrument-by-instrument basis) to designate investments in equity instruments other than held for trading purpose at FVTOCI.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity investments designated as FVTOCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all fair value changes recognised in the statement of profit and loss.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets that do not meet the criteria of classifying as amortised cost or fair value through other comprehensive income described above, or that meet the criteria but the entity has chosen to designate as at FVTPL at initial recognition, are measured at FVTPL.

Investments in equity instruments are classified as at FVTPL, unless the Company designates an investment that is not held for trading at FVTOCI at initial recognition.

Financial assets classified at FVTPL are initially measured at fair value excluding transaction costs.

Financial assets at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss.

Dividend income on investments in equity instruments at FVTPL is recognised in the statement of profit and loss in investment income when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity; and the amount of the dividend can be measured reliably.

Impairment of financial assets

On initial recognition of the financial assets, a loss allowance for expected credit loss is recognised for debt instruments at amortised cost and FVTOCI. For debt instruments that are measured at FVTOCI, the loss allowance is recognised in other comprehensive income in the statement of profit and loss and does not reduce the carrying amount of the financial asset in the balance sheet.

Expected credit loss of a financial instrument is measured in a way that reflects:

i) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;

ii) the time value of money; and

iii) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

At each reporting date, the Company assesses whether the credit risk on a financial instrument has increased significantly since initial recognition.

When making the assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. If, the credit risk on that financial instrument has increased significantly since initial recognition, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the statement of profit and loss.

Derecognition of financial assets

The Company derecognises a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the

Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amounts allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the statement of profit and loss. Cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities and equity instruments issued by the Company

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either 'financial liabilities at FVTPL' or 'other financial liabilities'.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

i) it has been acquired or incurred principally for the purpose of repurchasing it in the near term; or

ii) on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and for which there is evidence of a recent actual pattern of short-term profit taking; or

iii) It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may also be designated as at FVTPL upon initial recognition if:

i) such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or

ii) the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Companying is provided internally on that basis; or

iii) It forms part of a contract containing one or more embedded derivatives, and Ind-AS 109 'Financial Instruments' permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss, except for the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability which is recognised in other comprehensive income.

The net gain or loss recognised in the statement of profit and loss incorporates any interest paid on the financial liability.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

i) the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and

ii) the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no re-classification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a re-classification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company re-classifies financial assets, it applies the re-classification prospectively from the re-classification date which is the first day of the immediately next reporting period following the change in business model. The Company does not re-state any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Derivatives and hedge accounting

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Company designates certain derivatives as either:

i) hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedge);

ii) hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge); or

iii) Hedges of a net investment in a foreign operation (net investment hedge).

The Company documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Company also documents the nature of the risk being hedged and how the Company will assess whether the hedging relationship meets the hedge effectiveness requirements (including its analysis of the sources of hedge ineffectiveness and how it determines the hedge ratio).

The full fair value of a hedging derivative is classified as a non-current financial asset or financial liability when the residual maturity of the derivative is more than 12 months and as a current financial asset or financial liability when the residual maturity of the derivative is less than 12 months.

Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the statement of profit and loss, together with any changes in the fair value of the hedged item that are attributable to the hedged risk.

Hedge accounting is discontinued when the Company revokes the hedging relationship, when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the statement of profit and loss from that date.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit and loss, and is included in the 'other gains and losses' line item.

Amounts previously recognised in other comprehensive income and accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the statement of profit and loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognised in other comprehensive income and accumulated in equity are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the statement of profit and loss.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal market or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

- Level 1 – unadjusted quoted price in active markets for identical assets and liabilities.
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 – unobservable inputs for the asset or liability.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy.

k) Revenue recognition

The Company earns revenue primarily from sale of knowledge based information in educational and general books, paper stationery and non-paper stationery. The Company also provides job-work services.

Revenue is recognised upon transfer of control of promised products and services to customers, when there are no longer any unfulfilled obligations, in an amount that reflects the consideration which the Company expects to receive in exchange for those products and services. The performance obligations in our contracts are generally fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

- Sale of products

  Revenue is recognised at a point in time upon transfer of control of promised products to customers, which coincides with the dispatch coincides with dispatch or delivery of goods as per the relevant terms of the contract, in an amount that reflects the consideration we expect to receive in exchange for those products. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

  Accumulated experience and judgement are used to estimate and provide for turnover discounts, expected cash discounts, other eligible discounts, expected returns and incentives.

  Payment for the sale is made as per the credit terms in the agreements with the customers. The credit period is generally short term, thus there is no significant financing component.

- Sale of services

  Revenue from services rendered (including job work charges) is recognised at a point in time based on agreements / arrangements with the customers. Service income is recorded net of GST. Revenue for fixed price contracts (including right to use contents) are recognised over the contract period on straight line basis unless there is a more appropriate allocation.

- Income from power generation

  Income from power generation is recognised on the basis of electrical units generated & transferred to transmission company (in excess of captive consumption) and is recognised at prescribed rate as per agreement for sale of electricity by the Company. Income from power generation is grouped under 'Other operating revenue'.

- Right to return assets:

  A right of return gives the Company a contractual right to recover the goods from a customer (right to return asset) if the customer exercises its option to return the goods and obtain a refund. The asset is measured at the carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Company has presented its right to return assets under 'other current assets'.

- Refund liability

  A refund liability is the obligation to refund part or all of the consideration received (or receivable) from the customer. The Company has therefore recognised refund liabilities in respect of customer's right to return. The liability is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimate of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period. The Company has presented its refund liabilities under 'other provisions'.

- Other income

  o Interest income in respect of all the debt instruments, financial guarantees and deposits which are measured at amortised cost or at fair value through profit and loss or at fair value through other comprehensive income, is recorded using effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

  o Dividend income on investment is accounted for in the year in which the right to receive the payment is established.

l) Government grants

Government grants are recognised when there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Incentives on exports related to operations as provided by government are recognised in books after due consideration of certainty of utilisation / receipt of such incentive.

m) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date (or in the normal operating cycle of the business, if longer), they are classified as current assets, otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Loss allowance for expected lifetime credit loss is recognised on initial recognition.

n) Foreign currency transactions

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. As at the Balance Sheet date, foreign currency monetary assets and liabilities are translated at closing exchange rate. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realised upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

As per Appendix B to Ind AS 21, when an entity has received or paid advance contribution in a foreign currency, transaction rate as on the date of receipt of advance is considered for recognition of related asset, expenses or income.

o) Employee benefits

i) Short term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii) Post-employment benefits

a) Defined Contribution Plan

The defined contribution plan is a post-employment benefit plan under which the Company contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution. The Company's defined contribution plan comprises of Provident Fund and Labour Welfare Fund. The Company's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

b) Defined benefit plan

The Company has defined benefit plans comprising of gratuity. Company's obligation towards gratuity liability is funded and is managed by Life Insurance Corporation of India (LIC). The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Re-measurements comprising of (a) actuarial gains and losses, (b) the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability) and (c) the return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to statement of profit and loss in subsequent periods.

The return on plan assets is the Company's expectation of an average long-term rate of return on the investment of the fund over the entire life of the related obligation. Plan assets are measured at fair value as at the Balance Sheet date.

The interest cost on defined benefit obligation and return on plan assets is recognised under finance cost.

Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

iii) Compensated absences

The Company has benefits in the form of compensated absences. The present value of such compensated absences is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense.

Gains or losses on the curtailment or settlement are recognised when the curtailment or settlement occurs.

p) Leases

The Company had adopted Ind AS 116 'Leases' effective from 1st April 2019, as notified by the Ministry of Corporate Affairs in the Companies (Indian Accounting Standard) Amendment Rules, 2019.

As a Lessee

- The Company's lease asset classes primarily consist of leases for office premises, warehouses, vehicles and computers.
- At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
- At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.
- The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprise of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date net of lease incentive received, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.
- The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term of right-of-use asset.
- The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method.
- The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

- o The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.
- o Right-of-use assets and lease liability balances are adjusted on partial / full termination of lease and corresponding gain / loss on such partial / full termination is charged to other income / other expenses in the Statement of Profit and Loss.

As a Lessor:

Lease income from operating leases where the company is a lessor is recognised (net of GST) in income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

q) Taxes on income

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e., in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

The current Income Tax expense charge is calculated on the basis of the tax laws enacted at the end of the reporting period. Management establishes proper provisions on the basis of amounts expected to be paid to the tax authorities.

Deferred Income Tax is provided in full, using the Balance Sheet Method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using the tax rates that have been enacted at the end of the reporting period.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in Other Comprehensive Income or directly in Equity, respectively.

Uncertain Tax position

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

r) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

s) Cash flow statement

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

t) Provisions, contingent liabilities and contingent assets

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events, but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as an interest expense. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognise a contingent asset unless the recovery is virtually certain.

u) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible instruments and it is included from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

v) Dividend distribution

Final equity dividends on shares are recorded as a liability on the date of approval by the shareholders and interim equity dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

2.3 Use of significant accounting estimates, judgments and assumptions

The preparation of the financial statements requires management to make estimates, judgments and assumptions that affect the reported balances of revenues, expenses, assets and liabilities, disclosure of contingent liabilities as on the date of financial statements. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

a) Estimated useful lives and scrap value (Property, plant & equipment, Investment properties and Intangible assets)

The Company has conducted internal assessment of residual value and method of depreciation / amortisation of property, plant & equipment, investment properties and intangible assets and estimated that the useful life is in consonance with Schedule II of the Companies Act, 2013. Property, plant & equipment, investment properties and intangible assets represent a significant proportion of the asset base of the Company. Further the Company has estimated that scrap value of property, plant & equipment would be able to cover the decommissioning costs of property, plant & equipment.

Therefore, the estimates and assumptions made to determine useful life, residual value, method of depreciation / amortisation and decommissioning costs are critical to the Company's financial position and performance.

b) Impairment of investment in subsidiaries

The Company conducts impairment reviews of investments in subsidiaries whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable or tests for impairment annually. Determining whether the investments in subsidiaries are impaired requires an estimate of the value in use of investments. In considering the value in use, the management has anticipated future cash flows and other factors of the underlying businesses / operations of the subsidiaries and a suitable discount rate in order to calculate the present value. Any subsequent changes to the cash flows due to changes in the above-mentioned factors could impact the carrying value of investments.

c) Determining the lease term of contracts with renewal as a Lessee

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals).

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. Any subsequent change in certainty of exercising option to extend lease term could impact the carrying value of right of use asset and lease liability significantly.

d) Impairment of financial assets (including trade receivables)

Allowance for doubtful receivables and advances (including advances to subsidiaries) represent the estimate of losses that could arise due to inability of the customer / counter party to make payments when due. These estimates are based on the ageing, category, specific credit circumstances and the historical experience of the Company as forward-looking estimates at the end of each reporting period.

e) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognised where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgment and estimates in recognising the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgment is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from the originally estimated provision.

2.4 New standard issued / modified but not effective as at reporting date

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31st March, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from 1st April , 2023, as below:

Ind AS 1 – Preparation of Financial Statements:

Companies should now disclose "Material Accounting Policies" rather than their "Significant Accounting Policies". Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general-purpose financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:

Definition of 'change in account estimate' has been replaced by revised definition of 'accounting estimate'. As per revised definition, accounting estimates are monetary amounts in the financial statements that are subject to measurement uncertainty. A company develops an accounting estimate to achieve the objective set out by an accounting policy. Accounting estimates include:

a) Selection of a measurement technique (estimation or valuation technique)

b) Selecting the inputs to be used when applying the chosen measurement technique.

Ind AS 12 – Income Tax:

Narrowed the scope of the Initial Recognition Exemption (with regards to leases and decommissioning obligations). Now such an exemption does not apply to transactions that give rise to equal and offsetting temporary differences. Accordingly, Companies will need to recognise a deferred tax asset and a deferred tax liability for temporary differences arising on transactions such as initial recognition of a lease and a decommissioning provision.

The Company does not expect the above amendments to have any significant impact in its financial statements.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH, 2023

3 PROPERTY, PLANT AND EQUIPMENT (PPE)

(₹ in Lakhs)

Description of Assets	Land (Refer note 3.2 below)	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Gross block as at 31st March, 2021	2,050	11,919	23,857	504	1,626	2,474	42,432
Additions during the year 2021-22	-	2,747	952	128	56	71	3,954
Deduction for the year 2021-22	-	56	120	#	-	30	207
Transfer to assets held for sale	-	-	-	-	-	-	-
Gross block as at 31st March, 2022	**2,050**	**14,611**	**24,689**	**632**	**1,682**	**2,515**	**46,179**
Additions during the year 2022-23	-	328	860	90	176	234	1,688
Deduction for the year 2022-23	6	-	519	5	20	33	583
Transfer to assets held for sale							-
Gross block as at 31st March, 2023	**2,044**	**14,939**	**25,030**	**717**	**1,838**	**2,716**	**47,285**
Accumulated depreciation upto 31st March, 2021	**-**	**7,160**	**16,733**	**439**	**1,318**	**1,662**	**27,313**
Depreciation for the year 2021-22	-	410	1,388	32	74	252	2,156
Deduction for the year 2021-22	-	23	96	#		29	149
Accumulated depreciation upto 31st March, 2022	**-**	**7,547**	**18,025**	**471**	**1,392**	**1,885**	**29,321**
Depreciation for the year 2022-23	-	630	1,284	95	92	213	2,314
Deduction for the year 2022-23	-	-	449	4	19	31	503
Accumulated depreciation upto 31st March, 2023	**-**	**8,177**	**18,860**	**563**	**1,465**	**2,067**	**31,131**
Net Block as at 31st March, 2023	**2,044**	**6,763**	**6,170**	**156**	**373**	**648**	**16,154**
Net Block as at 31st March, 2022	2,050	7,064	6,664	161	290	630	16,859

3.1 Refer note 42 (a) for disclosure of contractual capital commitments for acquisition of property, plant and equipment.

3.2 The Company had adopted Ind AS 116 'Leases' and accordingly in the earlier years had reclassified Leasehold land whose gross block was of ₹ 86 Lakhs and accumulated depreciation of ₹ 84 Lakhs from Property, Plant and Equipment to 'Right of use assets' (also refer note 4).

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

4 RIGHT OF USE ASSETS

(₹ in Lakhs)

Description of Assets	Office premises	Land (Refer note 3.2)	Total
Gross block as at 31st March, 2021	**4,277**	**86**	**4,363**
Additions during the year 2021-22	-	-	-
Deduction for the year 2021-22	-	-	-
Gross block as at 31st March, 2022	**4,277**	**86**	**4,363**
Additions during the year 2022-23	-	-	-
Deduction for the year 2022-23	-	-	-
Gross block as at 31st March, 2023	**4,277**	**86**	**4,363**
Accumulated depreciation upto 31st March, 2021	**1,711**	**84**	**1,795**
Depreciation for the year 2021-22	855	-	855
Deduction for the year 2021-22	-	-	-
Accumulated depreciation upto 31st March, 2022	**2,566**	**84**	**2,560**
Depreciation for the year 2022-23	855	-	855
Deduction for the year 2022-23	-	-	-
Accumulated depreciation upto 31st March, 2023	**3,421**	**84**	**3,505**
Net Block as at 31st March, 2023	**856**	**2**	**858**
Net Block as at 31st March, 2022	1,711	2	1,713

4.1 Refer note 43 for disclosures relating to Ind AS 116 'Leases'.

5 CAPITAL WORK-IN-PROGRESS

(₹ in Lakhs)

Description of Assets	Building	Plant and Equipment	Office Equipment	Furniture	Total
As at 31st March, 2021	**1,908**	**266**	**-**	**38**	**2,212**
Additions during the year 2021-22	18	45	3	38	104
Capitalised in PPE in year 2021-22	1,885	274	-	38	2,197
As at 31st March, 2022	**41**	**37**	**3**	**38**	**119**
Additions during the year 2022-23	303	237	-	46	586
Capitalised in PPE in year 2022-23	344	236	3	57	640
As at 31st March, 2023	**-**	**38**	**-**	**27**	**65**

5.1 (a) CWIP Ageing schedule as at 31st March, 2023

(₹ in Lakhs)

CWIP	Amount in CWIP for period of				
Description of Assets	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress*	65	-	-	-	65
	65	**-**	**-**	**-**	**65**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

5.1(b) CWIP Ageing schedule as at 31st March, 2022

(₹ in Lakhs)

CWIP	Amount in CWIP for period of				
Description of Assets	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress*	119				119
	119	**-**	**-**	**-**	**119**

The projects in progress are within the timelines and approved budgets.

6 INVESTMENT PROPERTY

(₹ in Lakhs)

Description of Assets	Building (Refer note 6.2 below)	Plant and Equipment	Office Equipment	Furniture and Fixtures	Total
Gross block as at 31st March, 2021	**2,456**	**90**	**7**	**171**	**2,724**
Additions during the year 2021-22	-	-	-	-	-
Deduction for the year 2021-22	-	-	-	-	-
Transfer to Assets held for sale	-	-	-	-	-
Gross block as at 31st March, 2022	**2,456**	**90**	**7**	**171**	**2,724**
Additions during the year 2022-23	71	8	-	21	100
Deduction for the year 2022-23	181	1	-	-	182
Transfer to Assets held for sale	-	-	-	-	-
Gross block as at 31st March, 2023	**2,346**	**97**	**7**	**192**	**2,642**
Accumulated depreciation upto 31st March, 2021	**974**	**86**	**7**	**162**	**1,228**
Depreciation for the year 2021-22	73	#	-	1	74
Deduction for the year 2021-22	-	-	-	-	-
Transfer to Assets held for sale	-	-	-	-	-
Accumulated depreciation upto 31st March, 2022	**1,047**	**86**	**7**	**162**	**1,302**
Depreciation for the year 2022-23	75	1	-	2	78
Deduction for the year 2022-23	169	1	-	-	170
Transfer to Assets held for sale	-	-	-	-	-
Accumulated depreciation upto 31st March, 2023	**953**	**86**	**7**	**164**	**1,210**
Net Block as at 31st March, 2023	**1,393**	**11**	**#**	**28**	**1,432**
Net Block as at 31st March, 2022	1,409	4	#	9	1,423

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

6.1 Amount recognised in Statement of Profit and Loss for investment properties:

(₹ in Lakhs)

Particulars	31-Mar-23	31-Mar-22
Rental income (grouped under note 32 in other income)	191	487
Direct operating expenses that generated rental income	(4)	(28)
Profit from investment properties before depreciation	**187**	**459**
Depreciation	(78)	(74)
Profit from investment properties	**109**	**385**

Also refer note 43 (b) for disclosure related to 'Leases' of investment properties.

6.2 Building with a carrying amount of ₹1,101 Lakhs (Previous year: ₹1,093 Lakhs) are subject to first charge to secure bank loan. The same property is provided on cancellable lease to one of its subsidiary as at 31st March, 2023.

6.3 Fair value of investment properties as at year-end 31st March, 2023 is ₹ 1,838 Lakhs, determined based on last valuation which was carried by external independent property valuers, having appropriate recognised professional qualifications as at year-ended 31st March, 2022. As per assessment and judgement by the Management, there is no material change in valuation of these investment properties since then. During the current year, the company has sold land & building of vasai at sale consideration of ₹ 651 Lakhs. In the previous year, part of the assets which were transferred to asset held for sale in 2020-21 are sold at sale consideration of ₹ 7,000 Lakhs as per arrangement made with one of the related parties .

6.4 The Company has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements and there are no restriction on remittance of income and proceed on disposal (except restriction over disposal of investment property as disclosed in note 6.2 above).

7 INTANGIBLE ASSETS (OTHER THAN GOODWILL)
(not internally generated)

(₹ in Lakhs)

Description of Assets	Trade Mark	Digital Content	Copy Right	Software (including SAP)	Total
Gross block as at 31st March, 2021	**61**	**-**	**1,145**	**1,410**	**2,616**
Additions during the year 2021-22	-	-	-	8	8
Deduction for the year 2021-22	-	-	-	-	-
Gross block as at 31st March, 2022	**61**	-	**1,145**	**1,418**	**2,624**
Additions during the year 2022-23	-	631	-	65	696
Deduction for the year 2022-23	#	-	-	-	#
Gross block as at 31st March, 2023	**61**	**631**	**1,145**	**1,483**	**3,320**
Accumulated depreciation upto 31st March, 2021	**59**	**-**	**994**	**1,284**	**2,338**
Amortisation expense for the year 2021-22	#	-	111	72	184
Deduction for the year 2021-22	-	-	-	-	-
Accumulated depreciation upto 31st March, 2022	**60**	-	**1,105**	**1,356**	**2,521**
Amortisation expense for the year 2022-23	#	5	12	57	74
Deduction for the year 2022-23	#	-	-	-	#
Accumulated depreciation upto 31st March, 2023	**60**	**5**	**1,117**	**1,413**	**2,595**
Net Block as at 31st March, 2023	**1**	**627**	**27**	**70**	**725**
Net Block as at 31st March, 2022	2	-	40	61	103

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

7.1 Remaining useful life of intangible assets

Description	Carrying amount as at [Amount in Lakhs]		Remaining useful life as at [Months]	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Trade Mark	1	2	46 to 91	58 to 103
Digital Content	627	-	24 to 36	0
Copy Right	28	40	11 to 51	3 to 63
Software	69	61	1 to 35	4 to 35
Total	**725**	**103**		

8 INTANGIBLE ASSETS UNDER DEVELOPMENT (NOT INTERNALLY GENERATED)

(₹ in Lakhs)

Description of Assets	Software (including SAP)	Tech platform	Total
As at 31st March, 2021	-	-	-
Additions during the year 2021-22	10	262	**272**
Capitalised in intangible assets in year 2021-22	-	-	-
As at 31st March, 2022	**10**	**262**	**272**
Additions during the year 2022-23	-	270	**270**
Capitalised in intangible assets in year 2022-23	-	285	**285**
As at 31st March, 2023	**10**	**247**	**257**

8.1 (a) Intangible assets under development ageing schedule as at 31st March, 2023

Intangible assets under development	Amount in intangible assets under development for period of				
Description of Assets	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress*	247	10	-	-	257
	247	**10**	**-**	**-**	**257**

(b) Intangible assets under development ageing schedule as at 31st March, 2022

Intangible assets under development	Amount in Intangible assets under development for period of				
Description of Assets	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress*	272				272
					272

* The projects in progress are within the timelines and approved budgets.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

9 NON CURRENT FINANCIAL ASSETS - INVESTMENTS

(₹ in Lakhs)

Note No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
A.	**Valued at Cost, Unquoted Investments**		
i)	**Investment in subsidiary companies**		
	a) Navneet Futuretech Limited (Refer notes 9.2, 9.8,9.9 and 62)		
	Equity instruments		
	25,88,83,500 (PY: 2,36,33,500) Equity Shares of ₹10/- each, fully paid up	26,220	2,685
	Other instruments		
	NIL (PY: 6,67,50,000) 0% Optionally Convertible Preference Shares of ₹ 10 each	-	6,675
	Less: Impairment loss (Refer note 9.3 below)	-	(526)
	Share Application Money	-	-
		26,220	8,835
	b) Indiannica Learning Private Limited (Refer note 9.2 and 9.7 below)		
	Equity instruments		
	4,93,51,063 (PY: 4,93,51,063) Equity Shares of ₹ 10/- each, fully paid up	7,818	7,798
	Other instruments		
	4,90,00,000 (PY: 4,90,00,000) 0% Optionally Convertible Preference Shares of ₹ 10 each	4,900	4,900
	Less: Impairment loss (Refer note 9.3 below)	(592)	(2,470)
		12,126	10,228
	c) Navneet (HK) Limited		
	Equity instruments		
	2,73,070 (PY: 2,73,070) Equity Shares of HK$ 1 each, fully paid up	23	23
	d) Navneet Tech Ventures Private Limited (Refer note 9.4)		
	Equity instruments		
	56,60,004 (PY: 56,60,004) Equity Shares of ₹ 10 each, fully paid up	566	566
	Other instruments		
	NIL (PY: 1,89,22,646) Fully Optionally Convertible Debentures (FOCDs) of ₹ 10 each	-	1,892
		566	2,458
ii)	**Investment in subsidiary entity**		
	a) Navneet Learning LLP (Refer note 9.6 below)	11,853	11,853
Sub-total (A)		**50,788**	**33,397**
B.	**Valued at fair value through profit and loss**		
i)	**Quoted Equity Share Investments**		
	a) Career Point Limited (Refer note 9.10)	727	375
	3,39,025 (PY: 3,39,025) Equity Shares, face value of ₹ 10 each, fully paid up		
Sub-total (B)		**727**	**375**
Total (A+B)		**51,515**	**33,772**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Note No.	Particulars	As at 31st March, 2023	As at 31st March, 2022
9.1	Aggregate amount of unquoted investments (gross amount)	51,379	36,392
	Aggregate amount of Impairment in value of unquoted investment	(592)	(2,995)
	Aggregate amount of unquoted investments (net amount)	50,788	33,397
	Aggregate book value / market value of quoted investments	727	375
Total		**51,515**	**33,772**

9.2 Financial guarantees are issued in favour of the banks against loan taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous Year ₹ 5,650 Lakhs). Fair value of such guarantee amount is included to investment disclosed above amounting to ₹ 238 Lakhs (Previous year: ₹ 229 Lakhs) and ₹ 195 Lakhs (Previous year: ₹ 175 Lakhs) for Navneet Futuretech Limited and Indiannica Learning Private Limited respectively. (Refer footnote (ii) of note 55).

9.3 Impairment test for investments and loan to 'Navneet Futuretech Limited' & 'Indiannica Learning Private Limited':

The Company has made long-term investments into these subsidiaries. These companies have incurred continuous losses in earlier years. Considering the same, detail impairment test has been carried out by the Management. Disclosure in regards to impairment tests carried in regards to these subsidiaries are as under:

a) Impairment test for investment into 'Indiannica Learning Private Limited'

During the year, the impairment test carried out by the management including the business outlook, basis of estimates, valuation technique (fair value report obtained from registered valuer), appropriateness & reasonableness of assumptions, actual performance as against budget and various other parameters with the management of the subsidiary company, and based on which, the Company has reversed the provision of impairment loss made in earlier years of ₹ 1,878 Lakhs

In the previous year, Company had recognised impairment loss of ₹ 2,233 Lakhs based on business outlook, basis of estimates, valuation technique, appropriateness & reasonableness of assumptions, actual performance as against budget and various other parameters with the management of the subsidiary company .

This impairment write back / loss is shown in the statement of profit and loss under 'Exceptional items'.

b) Impairment test for investment in 'Navneet Futuretech Limited'

Valuation of equity share investment into this subsidiary Company has been carried out by the management (also fair value report obtained from registered valuer). The Company based on the said valuation report, future business prospects has reversed the provision of impairment loss made in earlier years of ₹ 526 Lakhs. This impairment write back is shown in the statement of profit and loss under 'Exceptional items'.

c) Key assumptions used for value in use calculations:

The valuation of the subsidiaries has been carried out by registered valuers. Based on the business model of the subsidiary, different valuation methods which in their opinion are most ideal has been used by them.

In current year with respect to Indiannica Learning Private Limited the valuation is done based on DCF model and with respect to Navneet Futuretech Limited valuation is done based on revenue multiple.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

i) Discount rate (wherever relevant)

Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation of each CGU is derived from its Weighted Average Cost of Capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the Company's investors. The cost of debt is based on the interest-bearing borrowings of the Company. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect a pre-tax discount rate.

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Range of pre-tax discount rate considered (depending on working capital position and cost of capital to the subsidiaries) wherever applicable	11.60%	9.60% to 14.80%

ii) Growth rate estimate

Growth rate is based on the estimates of growth in business expected by the Management of the Company after taking into account external / industry growth, customer feedback etc.

iii) Revenue multiple

The revenue multiple is based on market comparables given in valuation report by registered valuer.

Management of the Company has performed sensitivity analysis on the above key assumptions to determine value in use.

9.4 The Company had purchased / acquired 100% equity share capital of the 'Navneet Tech Ventures Private Limited' (i.e. 10,000 equity shares of ₹ 10 each, fully paid up) at face value from existing shareholders during the year ended 31st March, 2022, accordingly it had become wholly owned subsidiary of the Company with effect from 29th June, 2021. The Company had invested in 56,50,004 equity shares at face value of ₹ 10 each (amounting to ₹ 565 Lakhs), fully paid up during the year ended 31st March, 2022. Further, the Company had invested in 2,47,80,003 0% fully and compulsorily convertible debentures ('FCCDs') of face value of ₹ 10 each (amounting to ₹ 2,478 Lakhs) which shall be converted into equal number of equity share of the face value of ₹ 10 of the said subsidiary Company during the year ended 31st March, 2022. During the year ended 31st March, 2022, there was a change in terms of issue of these 0% FCCDs, which were converted into 0% fully optionally convertible debentures (FOCDs). Subsequent to the change, 58,57,357 0% FOCDs of face value ₹ 10 each (amounting to ₹ 586 Lakhs) were redeemed.

During the year ended 31st March, 2023, 1,89,22,646 0% FCCDs of face value ₹ 10 each (amounting to ₹ 1,892 Lakhs) have been redeemed by the said subsidiary.

9.5 Refer note 63 for information on principal place of business and the Company's ownership interest in the above Subsidiaries and Associate Companies.

9.6 The Company holds 93% of voting rights and equivalent share in profit / loss with respect to the investment made in 'Navneet Learning LLP' (subsidiary entity) in accordance with LLP agreement and the underlying value of the assets against this investment is significantly higher as compared to investments made.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

9.7 During the earlier years, the Company had invested 4,90,00,000 in Optionally Convertible Preference Shares ('OCPS') of ₹ 10 each aggregating to ₹ 4,900 Lakhs in its subsidiary company 'Indiannica Learning Private Limited' at face value. The OCPSs carries 0% coupon rate. The Subsidiary Company has an option to convert OCPS into same number of Equity shares of the Company of ₹ 10 each (being face value of the shares) at any time after allotment date but before end of 20 years. In case OCPS are not converted by the Subsidiary Company, they shall be redeemed at par in full not later than 20 years from the date of allotment.

9.8 During the year ended 31st March, 2022, the Company had invested in 4,37,50,000 OCPS of ₹ 10 each aggregating to ₹ 4,375 Lakhs in its subsidiary company 'Navneet Futuretech Limited' (formerly known as Esense Learning Limited) at face value. The OCPSs carried 0% coupon rate. The subsidiary has an option to convert OCPS into 1.103 Equity shares of the Company of ₹ 10 each (being face value of the shares) at any time after allotment date but before end of 20 years. In case OCPS are not converted by the Subsidiary Company, they shall be redeemed at par in full not later than 20 years from the date of allotment. Further during the year ended 31st March, 2023, Navneet Futuretech Limited redeemed ₹ 6,675 Lakhs OCPS at face value (i.e. 6,67,50,000 OCPS of ₹ 10 each, fully paid up).

9.9 During the year, the Company has invested ₹ 23,525 Lakhs (23,52,50,000 equity shares of ₹ 10 each, fully paid up) equity shares in wholly owned subsidiary 'Navneet Futuretech Limited' (formerly known as Esense Learning Limited) by the way of rights issue.

9.10 As per Ind AS 109 'Financial Instruments', at initial recognition, the Company had chosen to designate investment in Career Point Limited as 'Fair Value through Profit and Loss'. Career Point Limited shares are listed on National Stock Exchange and Bombay Stock Exchange.

9.11 In the earlier years, as per pledge arrangement entered into with the party against amount recoverable of ₹ 158 Lakhs (Previous year ₹179 Lakhs) (disclosed under 'Other Non Current Assets' as advance from suppliers in note 13), pledge is invoked by the Company and accordingly shares of 'Shrenik Limited' reflecting in demat account but not reflecting in investment schedule. Further, mark to market gain on such shares is also not accounted as the Company does not have contractual right to recover amount in excess to recoverable amount. Considering the time period for which the matter is pending and slow recovery process from sale of securities, as a matter of abundant caution provision of ₹ 158 Lakhs has been made during the year.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

10 NON CURRENT FINANCIAL ASSETS - LOANS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, unless otherwise stated)		
Considered good		
Loans and Advances		
i) Loans to Subsidiary (Refer note 55)	-	2,472
ii) Loans to Employees	199	172
iii) Loans to Vendors	-	-
iv) Other Loans & Advances (Refer note 10.1 below)	1,753	1,811
	1,952	4,455
Considered doubtful		
Corporate Deposits	374	465
Other Loans & Advances	18	18
	392	483
Less: Allowances for doubtful advances and ECL provision (Refer note 10.2 below)	(406)	(483)
	-	-
Total	**1,938**	**4,455**

10.1 The above amount includes ₹ 1,459 Lakhs (Previous year : ₹ 1,459 Lakhs) from one party against which Company has filed a legal case with Honourable High Court of Mumbai. As per the interim order, the Company possesses the property deed of an immovable property for recovery of the due, which is adequate to cover loan amount. The Company expects the matter to be favourably settled in its favour. Considering the interim order of the Hon'ble high court of Mumbai and the possession of the deed of the property, loan against the said property is considered secured. The underlying value of the assets is significantly greater than the carrying value of the loan. Considering the same no provision is required to be made.

10.2 Allowances for doubtful advances are accounted based on expected loss assessment carried out on periodic basis by the management. Movement of the same is given below:

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Balance at the beginning of the year	483	324
Allowance made during the year	14	235
Reversal of allowance during the year	(91)	(77)
Balance at the end of the year	**406**	**483**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

11 OTHER NON-CURRENT FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Refund receivable from government authority (Refer note 11.1)	125	128
Amount Paid under Protest (Refer Note 41)	300	-
Security Deposits	212	211
Considered doubtful		
Security Deposit	15	15
Less: Allowances for doubtful advances (Refer note 10.2)	(15)	(15)
Total	**637**	**339**

11.1 As the Company is rightfully entitled to receive Sales tax, Goods and Service tax refunds and other refunds, the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

12 ASSETS FOR NON-CURRENT TAX (NET)

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Advance Income Taxes (Net of provisions)	245	701
	245	**701**

13 OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, unless otherwise stated)		
Considered good		
Capital Advance	2,376	2,427
Advance to Suppliers (Refer note 13.1)	-	179
Prepaid Expenses	15	25
	2,391	2,631
Considered doubtful		
Advance to Suppliers (Refer note 13.1)	158	-
Capital Advance	65	65
Less: Allowances for doubtful advances	(223)	(65)
	-	-
Total	**2,391**	**2,631**

13.1 These advances to suppliers are secured by equity shares of the party. Also refer note 9.11

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

14 INVENTORIES
(valued at lower of cost or estimated net realisable value)

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Raw Materials	22,475	15,372
Raw Materials in transit	1,574	1,830
Work In Progress	3,113	2,518
Finished Goods	32,158	24,479
Stock in Trade (in respect of goods acquired for trading)	7	10
Stores, Spares & Consumables	1,330	1,261
Total	**60,657**	**45,470**

14.1 During the year, ₹ 626 Lakhs (Previous year ₹ 454 Lakhs) was recognised as an expense for inventories.

14.2 Inventories are subject to first charge to secure bank loan.

14.3 Inventory amount disclosed above is netted off amount after considering impact of provision for slow moving inventories of ₹ 644 Lakhs (Previous year: ₹ 287 Lakhs).

15 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, unless otherwise stated)		
Considered good	28,381	20,028
Less: Allowance for bad and doubtful debts and expected credit losses	(1,176)	(984)
(Refer note 15.5 and 58)		
Total	**27,205**	**19,044**

15.1 Trade receivables are subject to first charge to secure bank loan.

15.2 Trade receivables are generally due between 30 to 90 days. The Company's term includes charging of interest for delayed payment beyond agreed credit days. However, the Company charges interest after considering the historical trend, business prospects, reason for delay, market conditions etc.

15.3 Credit risk is managed at the operational segment level (i.e. publication and stationery). The credit limit and credit period are fixed for each customer after evaluating the financial position, past performance, business opportunities, credit references etc. The credit limit and the credit period are reviewed regularly at periodical intervals.

15.4 As per Memorandum of Understanding with one of the party, a sum of ₹ 286 Lakhs (Previous year: ₹ 286 Lakhs) is secured by pledge of immovable property. Considering the time period for which the matter is pending, the Company has made provision of ₹ 70 Lakhs in current financial year.

15.5 The Company follows simplified approach & the trade receivables do not contain significant financing component and accordingly the Company does not separately track changes in credit risk of trade receivables as the impairment amount represents "lifetime" expected credit loss. Accordingly, the disclosure as required by Schedule III, Division II as regards (a) Trade Receivables which have significant increase in credit risk & (b) Trade Receivables which are credit impaired is not required. In addition to the pool assessment, the Company carried out individual assessment in respect of certain parties where the possibility of default in collection of trade receivable was high.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
The amount of trade receivables for which the Company has assessed credit risk on an individual basis	1,066	874
The amount of loss allowance recognised for such trade receivables	(1,066)	(874)

15.6 For details of trade receivable from related parties refer note 55.

15.7 Trade receivables ageing schedule as at 31st March, 2023.

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	22,334	4,762	133	157	588	27,974
(ii) Less: Allowance for undisputed bad and doubtful debts and expected credit losses	-					802
(iii) Disputed Trade receivables - considered good	-	44	2	80	281	407
(iv) Less: Allowance for disputed bad and doubtful debts and expected credit losses	-					374
Total	**22,334**	**4,806**	**135**	**237**	**869**	**27,205**

Trade receivables ageing schedule as at 31st March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	15,481	3,092	369	555	118	19,615
(ii) Less: Allowance for undisputed bad and doubtful debts and expected credit losses	-					584
(iii) Disputed Trade receivables - considered good	-	6	92	175	140	413
(iv) Less: Allowance for disputed bad and doubtful debts and expected credit losses	-					399
Total	**15,481**	**3,098**	**461**	**730**	**258**	**19,044**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

16 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Cash on hand	35	32
Balance with scheduled banks		
- In Current Account	1,066	1,009
Current investment in liquid mutual funds (quoted)		
NIL (Previous year : 77,250 units) of Mahindra Manulife Overnight Fund - Direct Plan Growth, face value ₹ 1,000 each (Refer note 16.1)	-	850
Total	**1,101**	**1,891**
16.1 Aggregate market value / Net Asset Value of quoted investments	-	850

17 CURRENT FINANCIAL ASSETS -OTHER BANK BALANCES

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Earmarked balances with banks		
- In unclaimed dividend account (Refer note 27 and 17.1)	244	272
Bank deposit (Refer note 17.2)	65	44
Other Bank Balances (Refer note 17.3)	1	1
Total	**310**	**317**

17.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2023.

17.2 Bank deposit includes interest accrued but not due amounting to ₹ 12 Lakhs (Previous year: ₹ 9 Lakhs) and this deposit is under lien for tender deposit given to a customer and education department.

17.3 Other bank balances represent restricted deposits (along-with accrued interest thereon) under lien placed with sales tax authorities.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

18 CURRENT FINANCIAL ASSETS - LOANS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, unless otherwise stated)		
Considered good		
Loans and advances (Refer note 18.1)		
i) Loans to Subsidiary (Refer notes 9.3 and 55)	1,550	865
ii) Loans to Employees	179	147
iii) Loans to Vendors	6	6
iv) Other Loans & Advances (Refer note 18.2)	64	98
	1,799	1,116
Considered doubtful		
Other Loans & Advances	-	-
Less: Allowances for doubtful advances	-	-
Total	**1,799**	**1,116**

18.1 The loans and advances given to various parties are for commercial purpose and same are repayable on demand.

18.2 The above amount includes ₹ NIL (Previous Year ₹ 55 Lakhs) advanced to one party against which the Company had filed a legal case in the court of learned Metropolitan Magistrate's Court, Mazgaon, Mumbai.

19 CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Receivables against sale of property, plant and equipment	1	4
Advances to Employees for expenses	58	86
Refund receivable from government authority (Refer note 19.2)	1,899	16
Export incentive receivable (Refer note 19.3)	193	734
Financial assets at fair value (forward & option contracts) (Refer note 44(b))	-	301
Gratuity recoverable from Employee's Gratuity Fund (Refer note 19.1)	31	31
Total	**2,182**	**1,172**

19.1 Gratuity recoverable from Employee's Gratuity Fund maintained with Life Insurance Corporation represents gratuity amount paid to employees directly during the year on behalf such fund.

19.2 Refund receivable from government authority includes GST refunds receivables from government authorities which are expected to be realised within 12 months. Accordingly, the same is grouped as current financial assets. Out of which, subsequent to year end, the Company has received refund of ₹ 1,499 Lakhs (Previous year: ₹ 16 Lakhs)

19.3 As the Company is rightfully entitled to receive export incentives, the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

20 OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, considered good, unless otherwise stated)		
GST input credit (net) (Refer note 20.1)	1,316	2,594
Prepaid Expenses	400	308
Advance to Suppliers	1,412	436
Right to returns	234	289
Prepaid gratuity (Refer notes 50 (b) (i) and 29.1)	65	-
Total	**3,427**	**3,627**

20.1 Subsequent to year end, out of these GST input tax credit, the Company has applied for refund amounting to ₹ NIL (Previous year: ₹ 860 Lakhs).

21 EQUITY SHARE CAPITAL

Authorised:

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
Equity Shares of ₹ 2/- each (₹ 2/- each)	24,82,97,500	4,966	24,82,97,500	4,966
6% Redeemable Non cumulative Preference Shares (RNCPS) of ₹ 10/- each	3,40,500	34	3,40,500	34
Total		**5,000**		**5,000**

Issued, Subscribed & Paid Up:

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
Equity Shares of ₹ 2/- each (₹ 2/- each) fully paid up	22,62,13,181	4,524	22,62,13,181	4,524
Total		**4,524**		**4,524**

21.1 **Reconciliation of the number of Equity Shares outstanding**

Particulars	For the year ended 31st March, 2023		For the year ended 31st March, 2022	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
Number of Shares at the beginning of the year	22,62,13,181	4,524	22,88,70,500	4,577
Add: Shares issued	-	-	-	-
Less: Shares bought back (Refer note Statements of Changes in Equity (B))		-	26,57,319	53
Number of Shares at the end of the year	**22,62,13,181**	**4,524**	**22,62,13,181**	**4,524**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

21.2 **Terms / Rights Attached to Equity Shares**

The Company has only one class of equity shares having a par face value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share and all rank pari passu. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amount. The distribution will be in proportion to the equity shares held by the shareholders.

21.3 **Aggregate number of shares bought back during the period of five years immediately preceding the reporting date:**

(Number of Shares)

Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2019
Equity Shares of ₹ 2/- each fully paid up	-	26,57,319	-	-	46,87,500
Total	**-**	**26,57,319**	**-**	**-**	**46,87,500**

21.4 **Equity Shareholders holding more than 5% of the shares**

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	% held	No. of Shares	% held
Bipin Amarchand Gala and Gnanesh Dungarshi Gala - Trustee of Navneet Trust	9,14,19,090	40.41	9,14,19,090	40.41
HDFC Trustee Company Limited - under its various schemes	1,62,49,137	7.18	2,02,32,016	8.94

21.5 **Shareholding of Promotors**

Name of the Promotors	As at 31st March, 2023		As at 31st March, 2022		% Change during year
	No. of Shares	% held	No. of Shares	% held	
Bipin Amarchand Gala And Gnanesh Dungarshi Gala - Trustee Of Navneet Trust	9,14,19,090	40.41	9,14,19,090	40.41	0.00
Kalpesh Harakhchand Gala	43,27,635	1.90	43,27,635	1.90	0.00
Gnanesh Dungarshi Gala	42,02,796	1.86	42,02,796	1.86	0.00
Ranjanben Bipinbhai Gala	35,25,232	1.56	35,25,232	1.56	0.00
Sanjeev J Gala	35,03,138	1.55	35,03,138	1.55	0.00
Shailendra J Gala	34,91,144	1.54	34,91,144	1.54	0.00
Anil Dungarshi Gala	33,09,046	1.46	33,09,046	1.46	0.00
Sandeep Shantilal Gala	29,58,831	1.31	29,58,831	1.31	0.00
Ketan Bipin Gala	24,52,635	1.08	24,52,635	1.08	0.00
Bipin Amarchand Gala	22,37,516	0.99	22,37,516	0.99	0.00
Raju Harakhchand Gala	20,08,149	0.89	20,08,149	0.89	0.00
Devish Gnanesh Gala	14,30,386	0.63	14,30,386	0.63	0.00
Priti Gnanesh Gala	13,56,385	0.60	13,56,385	0.60	0.00
Sangita Raju Gala	12,72,821	0.56	12,72,821	0.56	0.00
Shantilal Ramji Gala	12,35,931	0.55	12,35,931	0.55	0.00

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Name of the Promotors	As at 31st March, 2023		As at 31st March, 2022		% Change during year
	No. of Shares	% held	No. of Shares	% held	
Bhairaviben Anil Gala	12,40,715	0.55	12,40,715	0.55	0.00
Vimlaben Shantilal Gala	9,32,135	0.41	9,32,135	0.41	0.00
Manjulaben J Gala	9,41,375	0.42	9,41,375	0.42	0.00
Harshil Anil Gala	9,61,828	0.43	9,61,828	0.43	0.00
Darsha Dilip Sampat	9,32,638	0.41	9,32,638	0.41	0.00
Jayshree Jaisinh Sampat	8,96,195	0.40	8,96,195	0.40	0.00
Archit R Gala	8,71,338	0.39	8,71,338	0.39	0.00
Madhuri Harakhchand Gala	8,68,022	0.38	8,68,022	0.38	0.00
Jitendra L. Gala (HUF)	7,94,808	0.35	7,94,808	0.35	0.00
Bipin A. Gala (HUF)	7,35,170	0.32	7,35,170	0.32	0.00
Shaan Realtors Private Limited	7,20,813	0.32	7,20,813	0.32	0.00
Shaan Sandeep Gala	5,69,110	0.25	5,69,110	0.25	0.00
Kanchan N. Shah	5,00,000	0.22	5,00,000	0.22	0.00
Parth Sandeep Gala	4,80,800	0.21	4,80,800	0.21	0.00
Pooja K Gala	2,73,379	0.12	2,73,379	0.12	0.00
Chandni Ketan Gala	2,93,657	0.13	2,93,657	0.13	0.00
Karishma Ketan Gala	2,90,737	0.13	2,90,737	0.13	0.00
Jigna Nilesh Shah	1,99,675	0.09	1,99,675	0.09	0.00
Rupal Hiren Shah	2,47,503	0.11	2,47,503	0.11	0.00
Harakhchand Nanji Shah	1,25,000	0.06	1,25,000	0.06	0.00
Anil D. Gala (HUF)	1,61,637	0.07	1,61,637	0.07	0.00
Amrutlal Nanji Shah	1,57,190	0.07	1,57,190	0.07	0.00
Dilip Chatrabhuj Sampat	1,26,267	0.06	1,26,267	0.06	0.00
Jaisinh Kanji Sampat	1,15,677	0.05	1,15,677	0.05	0.00
Henal Tanay Mehta	1,04,800	0.05	1,04,800	0.05	0.00
Jaini Anil Gala	1,00,966	0.04	1,00,966	0.04	0.00
Mita Manoj Savla	96,305	0.04	96,305	0.04	0.00
Stuti K Gala	83,827	0.04	83,827	0.04	0.00
Aditya Sanjeev Gala	65,100	0.03	65,100	0.03	0.00
Siddhant S Gala	53,078	0.02	53,078	0.02	0.00
Rekhaben Kiritbhai Shah	43,750	0.02	43,750	0.02	0.00
Anushka Kalpesh Gala	42,759	0.02	42,759	0.02	0.00
Manav Shailendra Gala	21,681	0.01	21,681	0.01	0.00
Manisha Shailendra Gala	21,681	0.01	21,681	0.01	0.00
Jasmine S Gala	12,022	0.01	12,022	0.01	0.00
Bipin Amarchand Gala - C/O Siddhant Investments	4,10,000	0.18	4,00,000	0.18	0.00
	14,32,22,373	**63.31**	**14,32,12,373**	**63.31**	**0.00**

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

22 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
A. Reserve and Surplus		
(i) Capital Redemption Reserve	87	87
(ii) Capital Reserve	76	76
(iii) General Reserve	2,343	2,343
(iv) Retained earnings	1,28,983	1,06,489
	1,31,489	**1,08,995**
B. Other comprehensive income		
(v) Re-measurement of the net defined benefit plan	(601)	(866)
(vi) Cash flow hedge through other comprehensive income	(154)	61
	(755)	**(805)**
Total	**1,30,734**	**1,08,190**
(i) **Capital Redemption Reserve**		
Balance at the beginning of the year	87	33
Changes during the year	-	53
Balance at the end of the year	**87**	**87**

Note: The Company had recognised capital redemption reserve on buyback of equity shares from its general reserve. The amount in capital redemption reserve is equal to nominal amount of the equity shares bought back. This reserve will be utilised in accordance with section 69 of the Companies Act, 2013.

(ii) **Capital Reserve**		
Balance at the beginning of the year	76	76
Changes during the year	-	-
Balance at the end of the year	**76**	**76**

Note: It represents the gains of capital nature which mainly includes the excess of value of net assets acquired over consideration paid by the Company for business mergers and acquisitions in earlier years.

(iii) **General Reserve**		
Balance at the beginning of the year	2,343	2,343
Changes during the year	-	-
Balance at the end of the year	**2,343**	**2,343**

Note: The General Reserve comprises of transfer of profits from retained earnings for appropriation purposes.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(iv) **Retained earnings**		
Balance at the beginning of the year	1,06,489	97,310
Amount utilised for Final and Interim Dividend and Dividend Distribution Tax theron (Refer note 53)	(3,393)	(2,270)
Amount transferred to capital redemption reserve upon buyback	-	(53)
Buy-back from open market (including buy back tax of ₹ 588 Lakhs)	-	(3,111)
Buy-back expenses	-	(49)
Net profit for the year	25,887	14,662
Balance at the end of the year	**1,28,983**	**1,06,489**

Note: The amount that can be distributed by the Company as dividend to its equity shareholders is determined based on the financial position and dividend policy of the Company and in compliance with the requirements of the Companies Act, 2013.

Particulars	As at 31st March, 2023	As at 31st March, 2022
(v) **Re-measurement of the net defined benefit plan**		
Balance at the beginning of the year	(867)	(654)
Addition during the year (net of taxes)	266	(212)
Balance at the end of the year	**(601)**	**(866)**

Note: Gain / (Loss) arising out of change in actuarial assumption at the time of actuarial valuation is transferred to this reserve through Other Comprehensive Income.

Particulars	As at 31st March, 2023	As at 31st March, 2022
(vi) **Cash flow hedge through other comprehensive income**		
Balance at the beginning of the year	61	201
Net amount recognised during the year	(713)	404
Amount recycled to P&L during the year (Refer note 44 (d))	498	(544)
Balance at the end of the year	**(154)**	**61**

Note: The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

23 LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Lease liabilities on right to use assets	1,080	2,037
Total	**1,080**	**2,037**

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

23.1 Current and non-current bifurcation:

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Current	1,080	958
Non-current	-	1,079

23.2 Refer note 43 for disclosures relating to Ind AS 116 'Leases'.

24 DEFERRED TAX LIABILITIES (NET)

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Corresponding effect in Statement of Profit & Loss		
Property, plant and equipment	1,333	1,397
Provision for employee benefits	(383)	(608)
Provision for sales returns	(57)	(74)
Provision for slow-moving inventories	(13)	(13)
Allowances for doubtful receivables	(296)	(248)
Financial guarantee contracts (subsidiaries)	92	86
Provision for doubtful advances	(177)	(142)
Forward contracts (fair value hedge)	#	9
Others	(15)	(168)
	484	239
Corresponding effect in Other Comprehensive Income		
Forward contracts (cash flow hedge)	(6)	67
	(6)	67
Total	**478**	**306**
Opening balance	306	(484)
Tax (expense) recognised in profit or loss in respect of current year	245	863
Tax (expense) recognised in other comprehensive income	(73)	(47)
Tax (expense) recognised in general reserve	-	(26)
Adjustments of tax relating to earlier years		
Closing balance	**478**	**306**

24.1 Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of: (a) deductible temporary differences; (b) the carry forward of unused tax losses; and (c) the carry forward of unused tax credits (Refer note 52 for reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes).

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

25 CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Secured		
i) Working Capital Rupee Loan from banks (Refer note 25.1 below)	8,520	1,000
Unsecured		
From Banks:		
i) Working Capital loan from Banks	9,505	-
ii) Commercial Papers (Refer note 25.2 below)	5,000	6,000
Total	**23,025**	**7,000**

25.1 Secured working capital demand loan includes interest accrued but not due amounting to ₹ 20 Lakhs (Previous year: ₹ #). Interest rate for secured rupee loan is ranging from 7.50% to 7.90%.

25.2 As at year ended 31st March, 2023, Commercial papers (unsecured) amounts to ₹ 5,000 Lakhs (Previous year: ₹ 6,000 Lakhs) carrying coupon rate 7.85%. Commercial papers amounting to ₹ 3,500 Lakhs were issued and fully repaid during year carrying interest rate 4.40% (Previous Year ₹ 7,500 Lakhs). These Commercial papers were listed on the National Stock Exchange.

25.3 As at year, the Company has been sanctioned working capital limits from banks on the basis of security of current assets; for which the quarterly returns or statements has been filed by the Company with such banks which are in agreement with the books of accounts of the Company.

25.4 The Company has not advanced any funds or loaned or invested by the Company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

The Company has not received any funds from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such Company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

26 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
- Due to Micro, Small and Medium Enterprises (Refer note 26.1)	831	724
- Due to Others	4,389	5,076
Total	**5,220**	**5,800**

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

26.1 Details of the dues to Micro, Small and Medium Enterprises (MSME), as defined in the Micro, Small and Medium Enterprises Development Act, 2006, as on 31st March, 2023 based on available information with the Company which are as under:

(₹ in Lakhs)

Particulars		As at 31st March, 2023	As at 31st March, 2022
(a)	the principal amount remaining unpaid to any supplier at the end of financial year;	831	724
(b)	the interest due on above, remaining unpaid to any supplier at the end of financial year;	2	4
(c)	the amount of interest paid by the buyer in terms of section 16 of the MSMED Act (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during financial year;	-	-
(d)	the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act;	-	-
(e)	the amount of interest accrued and remaining unpaid at the end of financial year; and	2	4
(f)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-

Note: The information required to be disclosed in pursuance with the MSMED Act has been determined to the extent of identification of such vendors based on information given by the vendors to the Company.

26.2 Trade payables are non-interest bearing and are normally settled as per due dates generally ranging from 0 to 30 days.

26.3 The Company has financial risk management policies in place to ensure that all payables are paid within the agreed credit terms.

26.4 Trade payables ageing schedule as at 31st March, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	552	277	1	-	1	831
(ii) Others	1,415	1,202	1,739	15	4	14	4,389
(iii) Disputed Dues-MSME	-	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-	-
Total	**1,415**	**1,754**	**2,016**	**16**	**4**	**15**	**5,220**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Trade payables ageing schedule as at 31st March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	544	169	9	2	1	724
(ii) Others	1,255	2,059	1,714	8	5	34	5,076
(iii) Disputed Dues-MSME							-
(iv) Disputed Dues-Others							-
Total	**1,255**	**2,603**	**1,883**	**17**	**7**	**35**	**5,800**

27 OTHER CURRENT FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Creditors for capital goods (Refer note 26.1)	76	28
Employee benefits payable	2,104	1,648
Unclaimed dividend (Refer note 17 and 27.1)	243	272
Financial guarantee contracts (Refer note 57)	28	28
Financial liabilities at fair value (forward contracts) (Refer note 19)	23	-
Security deposits	178	214
Total	**2,652**	**2,190**

27.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2023.

28 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Advances received from customers	748	785
Statutory Dues		
- Provident Fund / ESIC / Profession Tax	174	19
- Tax Deducted At Source	316	205
- Sales tax / VAT / GST payable	50	44
Total	**1,288**	**1,053**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

29 CURRENT PROVISIONS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for Employee Benefits (Refer note 29.1)		
- Compensated absences (Refer note 29.2 and 50 (b) (ii))	1,679	2,362
- Gratuity (Refer note 50 (b) (i))	-	144
Other Provisions		
- Refund Liability (Refer note 49 (a))	462	582
- Discounts (Refer note 49 (b))	834	495
- Provision for contingencies (Refer note 49 (c))	-	135
Total	**2,975**	**3,718**

29.1 The movement represents the provision created for the year arising out of the actuarial valuation after considering the actual settlements made during the year.

29.2 In case of accumulated compensated absences outstanding as at year-end, the employees have already earned the right to avail the leave and they are normally entitled to avail the leave at any time during the year. As the employees has an unconditional right to avail the leave, the same are classified as 'current provisions' as per the guidance note on Schedule III Division II of the Companies Act, 2013 issued by the Institute of Chartered Accountants of India.

30 LIABILITIES FOR CURRENT TAX (NET)

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Current Tax Liabilities (Net)	922	206
Total	**922**	**206**

31 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Sale of products		
- Finished Goods (Refer note 31.1)	1,58,285	1,01,534
- Traded Goods	392	448
Sale of services	761	949
Other operating revenues		
- Export incentives (Refer note 31.5)	1,206	1,160
- Sale of scrap and waste	1,863	1,594
- Power generation income	68	121
- Others	193	246
Total	**1,62,768**	**1,06,052**

31.1 Provision for Refund Liability:

The above amount is net of provision made for refund liability amounting to ₹ 462 Lakhs (Previous year ₹ 582 Lakhs). Also refer Note 49 (a) and Note 29.

31.2 Disclosures of Ind AS 115:

(a) For accounting policy of revenue recognition, refer note 2.2 (k).

(b) Contracts with customer and significant judgement in applying the standard

i) The Company's operations relates to publication of knowledge based information in educational and general books form and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market. The company applies the guidance provided in Ind AS 115 'Revenue from contracts with customer' for determining the timing of recognition of revenue.

ii) For details of revenue recognised from contracts with customers, refer note 31 above.

iii) There are no contract assets arising from the Company's contract with customers.

(c) Disaggregation of revenue

i) For disaggregation of revenue, refer break-up given in note 31 above and note 56 (B).

ii) Refer note 56 (A) (iii) for details regarding customer concentration that represents 10% or more of the Company's total revenue during the year ended 31st March, 2023 and 31st March, 2022.

(d) Performance obligation

i) For timing of satisfaction of its performance obligations, refer note 2.2(k) of significant accounting policies of the Company.

ii) Unsatisfied (or partially satisfied) performance obligations are due to unexpired contract period in cases of contract where exclusive license is granted to translate, print, publish and sale the translated book in defined territory. The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹ Nil (Previous year: ₹ Nil). Aggregate value of transaction with unsatisfied performance obligation was ₹ Nil (Previous year: ₹ Nil) which is fully recognised as revenue in the current year upon fulfilment of obligations.

31.3 Reconciliation of revenue recognised with the contracted price is as follows:

(₹ in Lakhs)

Particulars	**For the year ended 31st March, 2023**	**For the year ended 31st March, 2022**
Contracted price	1,63,379	1,05,427
Less: Provision for refund liability	462	582
Less: Reductions towards variable consideration components	3,479	1,914
	1,59,438	**1,02,931**
Add: Other Operating Revenue	3,330	3,121
Revenue recognised	**1,62,768**	**1,06,052**

The reduction towards variable consideration comprises of volume discounts, sales promotion, etc.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

31.4 Changes in deferred revenue are as follows :

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Balance at the beginning of the year	-	-
Revenue recognised that was included in the deferred revenue at the beginning of the year upon fulfilment of obligations	-	-
Balance at the end of the year	**-**	**-**

31.5 The Company receives government assistance in the form of MEIS license / duty drawback, which are issued to eligible exporters. Above revenue includes MEIS, DFIA, RODTEP as applicable and duty drawback income of ₹ 1,206 Lakhs (Previous year: ₹ 1,160 Lakhs). Out of the revenue recognised, ₹ 193 Lakhs (Previous year: ₹ 734 Lakhs) will be received from government upon receipt of balance amount from customer and fulfilment of other procedural formalities.

32 OTHER INCOME (NET)

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
a) Interest income		
Interest income on financial asset (at amortised cost)	237	127
Income on financial assets measured at FVTPL	28	28
b) Income from current investments carried at FVTPL		
Profit on redemption of mutual funds	131	71
Profit on fair valuation of quoted equity shares	352	-
Dividend income from Share Purchase	7	#
c) Gain on foreign exchange transactions (net) (Refer note 32.1)	471	1,024
d) Gain on fair valuation of financial assets (net)	-	22
e) Other non-operating income		
Rent income on rented premises (Refer note 43 (b))	191	487
Profit on sale of property, plant and equipment	151	177
Others miscellaneous income	147	83
Total	**1,715**	**2,019**

32.1 Gain on foreign exchange transaction is ₹ 249 Lakhs (Previous Year: Loss of ₹ 464 Lakhs) of exchange difference (net) arising on financial instruments.

33 COST OF MATERIALS CONSUMED

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Raw Materials consumed (Refer note 14.1)	90,232	53,037
Total	**90,232**	**53,037**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

33.1 Cost of Material Consumed

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Paper	78,037	43,089
Others	12,195	9,948
	90,232	53,037

34 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN -TRADE AND WORK-IN- PROGRESS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Closing Stock		
Work In Progress	3,113	2,518
Finished Goods	32,157	24,479
Stock in Trade	7	10
	35,277	27,007
Opening Stock		
Work In Progress	2,518	1,838
Finished Goods	24,479	22,828
Stock in Trade	10	3
	27,007	24,669
Total	**(8,270)**	**(2,338)**

35 MANUFACTURING EXPENSES

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Printing Expenses	1,677	1,673
Binding Expenses	3,432	2,345
Freight Expenses	1,416	754
Stores & Spares Consumed	654	417
Power & Fuel	586	439
Other Manufacturing Expenses	3,778	3,406
Total	**11,543**	**9,034**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

36 EMPLOYEE BENEFITS EXPENSE

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Salaries, Wages & Bonus	15,942	13,815
Contribution to PF, ESIC and LWF (Refer note 50(a))	885	787
Contribution to Other Funds	447	377
Staff Welfare Expenses	679	509
Total	**17,953**	**15,488**

37 FINANCE COSTS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Interest expenses on borrowings	718	166
Net gain / loss on foreign currency translation and transactions	-	-
Interest expense on lease liability (Refer note 43)	143	202
Total	**861**	**368**

38 DEPRECIATION, AMORTISATION AND IMPAIRMENT OF ASSETS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Depreciation of property, plant and equipment (Refer note 3)	2,315	2,157
Depreciation of right-of-use assets (Refer note 4)	855	855
Depreciation of investment property (Refer note 6)	78	74
Amortisation of intangible assets (Refer note 7)	74	184
Impairment of Intangible assets under development	260	-
Total	**3,582**	**3,270**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

39 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Repairs and maintenance		
Building	619	504
Others	308	237
Royalty	3,342	1,857
Transportation Expenses	3,050	2,496
Legal and Professional Fees	1,005	861
Rent	384	348
Marketing Expenses	1,005	633
Advertisement	639	334
Sales Commission	673	699
Sales Promotion Expenses	191	136
Sales Tax / GST Expenses (Refer note 39.1 below)	315	260
Insurance	208	249
Bank Charges	168	108
Rates & Taxes	128	111
Allowance for bad and doubtful debts	207	9
Auditor's remuneration (Refer note 45)	39	37
Loss on fair valuation of quoted equity shares	-	69
Bad debts & other irrecoverable advance written off	54	65
Corporate Social Responsibility Expenses (Refer note 51)	500	457
Donation	1	#
Loss on fair valuation of financial assets (net)	1	-
Contract labour charges	1,021	880
Other Expenses (Refer note 39.2 below)	3,426	2,911
Total	**17,284**	**13,261**

39.1 As expense-wise breakup in respect of input credit reversals is not readily available, such reversal are grouped under Sales Tax / GST expenses.

39.2 Other expenses do not include any item of expenditure which is exceeding one percent of the revenue from operations or ₹ 10 Lakhs, whichever is higher, in addition to the consideration of 'materiality'.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

40 EXCEPTIONAL ITEMS

Exceptional items represents:

For the year ended 31st March, 2023

a) ₹ 633 Lakhs towards profit on sale of property.

b) ₹ 2,404 Lakhs towards reversal of provision made for impairment of investment in wholly owned subsidiaries based on valuation reports obtained from registered valuer. (Refer note 9.3)

For the year ended 31st March, 2022

a) ₹ 6,813 Lakhs towards profit on sale of property.

b) ₹ 2,233 Lakhs towards provision for impairment of investment in 'Indiannica Learning Private Limited' (Wholly owned subsidiary) driven primarily by the losses incurred during the period, uncertainties and continuous delays in re-opening of schools which has affected the performance of the company. (Refer note 9.3)

41 CONTINGENT LIABILITIES:

(a) Tax matters:

i) For disputed Income tax matters ₹ 561 Lakhs and (Previous year ₹ 494 Lakhs) against which amount provided in books is ₹ 549 Lakhs (Previous year ₹ 489 Lakhs) and amount paid under protest is ₹ 484 Lakhs (Previous year ₹ 418 Lakhs) (Refer below note).

Income tax demands mainly include the appeals filed by the Company before various departmental appellate authorities / High Courts against the disallowances made by income tax authorities of certain deductions / expenses claimed. Pending final decisions, the Company has deposited amounts under protest with Income Tax Authorities.

ii) For disputed sales tax matters ₹ 2,279 Lakhs (Previous Year ₹ 2,269 Lakhs) against which amount paid under protest is ₹ 99 Lakhs (Previous Year: ₹ 101 Lakhs). (Refer below note)

Sales Tax demands have been mainly raised on account of dispute on rate of certain products, non submission of statutory declarations etc. Pending final decisions, the Company has deposited amounts under protest with Sales Tax Department. Also refer note 39.1.

iii) (a) For disputed GST matters ₹ 3 Lakhs (Previous Year ₹ 3 Lakhs) against which amount paid under protest is ₹ # (Previous year: ₹ #) (Refer below note)

GST demand have been mainly raised on account of detention of vehicle by an authority. Pending final decisions, the Company has deposited amounts under protest with GST Department.

(b) For disputed GST matters ₹ 388 Lakhs (Previous Year ₹ NIL) against which amount paid under protest is ₹ 167 Lakhs (Previous year: ₹ NIL) (Refer below note)

During the year officers from State GST Department conducted Investigation for the period from 1st July, 2017 to 31st March, 2022.The State GST Officers raised certain issues against which Company made payment of ₹ 300 Lakhs under protest without accepting liability in respect of said issues. Also refer note 11.

In the month of March 2023, Company received Intimation of Liability for FY 2017-18 and 2018-19 from State GST Department intimating total tax liability of ₹ 388 Lakhs. The Company has disputed the said liability. Such Intimations for remaining years are not yet received.

NOTES ON STANDALONE FINANCIAL STATEMENTS
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The management does not expect any material liability with respect to Intimation of Liability received from State GST Department. Further, no show cause notices have been issued so far.

iv) For disputed Excise duty matters ₹ 9 Lakhs (Previous Year ₹ NIL) against which amount paid under protest is ₹ NIL (Previous year: ₹ NIL) (Refer below note)

Excise demand has arisen on account of dispute in classification of certain intermediary products. Revenue is in appeal before Department's Appellate Authority against order passed in favour of Company.

Note: Future cash outflows in respect of matters considered disputed are determinable only on receipt of judgments / decisions pending at various forums / authorities. The management does not expect these claims to succeed and accordingly, no provision has been recognised in the financial statements.

(b) Against bond (mainly GST benefit):

Duty free imports for which export obligation is pending as at year end amounting to ₹ 67 Lakhs (Previous Year ₹ 11 Lakhs). In the event Company does not meet the respective obligation, GST would have to be paid for which input credit would be available.

42 CAPITAL COMMITMENTS AND OTHER COMMITMENTS

(a) Estimated amount of contracts remaining to be executed (net of advances) on capital account is ₹ 1,997 Lakhs (Previous year: ₹ 296 Lakhs).

(b) Company is committed to fund its wholly owned subsidiaries as and when required.

43 DISCLOSURE UNDER IND AS 116 'LEASES'

The Company has adopted Ind AS 116 'Leases' effective from 1st April, 2019. Also refer note 2.2(p) for accounting policy on leases.

a) As a Lessee

The Company's lease assets primarily consist of leases for office premises, warehouses, vehicles and computers. For lease arrangement with lease terms of 12 months or less, the Company has applied the 'short-term lease' recognition exemptions and for lease with lower underlying value asset, the Company has applied the 'low value asset' recognition exemption.

(₹ in Lakhs)

The details of outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:	2022-23	2021-22
Lease payment not later than one year	1,155	1,100
Lease payment later than one year and not later than five years	-	1,155
Lease payment later than five years	-	-
Total	**1,155**	**2,255**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	2022-23	2021-22
a) Interest expense on lease liabilities; (Refer note 37)	143	202
b) Lease expenses		
Lease expenses in case of short term leases (included in 'Other expenses')	374	323
Lease expenses in case of low value leases (other than short term as disclosed above)(included in 'Other expenses')	10	25
Lease payments debited to lease liabilities	1,100	1,048
Expense relating to variable lease payments not included in the measurement of lease liabilities;	-	-
Income from subleasing right-of use assets;	-	-
Total cash outflow of leases; [including short term and low value leases]	1,484	1,396
Gains or losses arising from sale and leaseback transaction;	-	-

Notes:

1. The right-of-use asset is depreciated using the straight-line method (SLM) from the commencement date over the lease term of right-of-use asset. For details of addition, depreciation and carrying amount of right of use asset, refer note 4.
2. Also refer note 58 for contractual maturities of lease liability (as per Ind AS 107).
3. For the purpose of calculation of lease liabilities, future lease payments are discounted at incremental borrowing rate for the lease term of 5 years. This lease term is arrived based on reasonable certainty of renewal of lease agreement.

b) As a Lessor

For assets given on cancellable lease, it's depreciation and carrying amount, refer note 6. Also, for rental income earned on that properties, refer note 6.1, which is recognised on a straight line basis over the term of the relevant lease for long term leases.

44 DERIVATIVE FINANCIAL INSTRUMENTS

The Company uses derivative financial instruments such as forwards and options, to hedge its risks associated with foreign exchange fluctuation. The counterparty for these contracts is generally a bank. These derivative financial instruments are valued based on quoted price for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market place.

(a) The assets and liabilities position of various outstanding derivative financial instruments is given below:

Particulars	2022-23		2021-22	
	In USD	₹ In Lakhs	In USD	₹ In Lakhs
Hedge				
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge) - Assets	59,48,742	4,888	55,25,532	4,187
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge) - Assets	2,34,71,258	19,286	4,10,93,790	31,145
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge) - Liabilities	10,00,000	822	-	-
Foreign currency option contract (with underlying firm commitments considered for cash value hedge) - Assets	80,00,000	6,574	30,00,000	2,274
Total	**3,84,20,000**	**31,570**	**4,96,19,322**	**37,606**

Note: The Company has exchange rate movement risk for above mentioned foreign currency contracts.

NOTES ON STANDALONE FINANCIAL STATEMENTS
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(b) Outstanding position of foreign exchange derivative financial instruments (Refers note 19 and 27):

Particulars	Currency pair		Fair value Gain / (loss) Amount	
			2022-23	2021-22
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge)	USD_₹	Sell	#	36
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge)	USD_₹	Sell	28	232
	USD_₹	Buy	(9)	-
Foreign currency option contracts / Forward Extra (with underlying firm commitments considered for cash value hedge)	USD_₹	Buy & Sell	(42)	33
Total Gain / (Loss)			**(23)**	**301**

(c) Details of amount held in hedging reserve (i.e. cash flow hedge) and the period over which these are going to be released:

For the year ended as on 31st March, 2023

(₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency forward contracts (gross amount):			
USD_₹ (trade receivables)	28	28	NIL
USD_₹ (trade payables)	(9)	(9)	NIL
Foreign currency option contracts/ Forward Extra (gross amount):			
USD_₹ (trade receivables)	(42)	(42)	NIL
Closing balance as at year end	**(23)**	**(23)**	**NIL**

For the year ended as on 31st March, 2022

(₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency contracts (gross amount):			
USD_₹ (trade receivables)	232	232	NIL
USD_₹ (trade payables)	-	-	NIL
Foreign currency option contracts/ Forward Extra (gross amount):			
USD_₹ (trade receivables)	33	33	NIL
Closing balance as at year end	**265**	**265**	**NIL**

NOTES ON STANDALONE FINANCIAL STATEMENTS
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(d) Amount of gain / loss (net of taxes) recognised in hedging reserve and recycled:

i) During the financial year 2022-23:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L (Refer note below)	Closing balance
Foreign currency forward contracts	37	(657)	498	(123)
Foreign currency option contracts/ Forward Extra	25	(56)	-	(31)
Total	**61**	**(713)**	**498**	**(154)**

ii) During the financial year 2021-22:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L (Refer note below)	Closing balance
Foreign currency contracts	186	394	(544)	37
Foreign currency option contracts/ Forward Extra	15	10	-	25
Total	**201**	**404**	**(544)**	**61**

(e) Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedge ratio aligns with the ratio used for risk management purposes.

The amount of gain / (loss) recognised in Statement of Profit and Loss on account of hedge ineffectiveness for cash flow hedges for the year ended 31st March, 2023 is ₹ NIL (Previous year : ₹ NIL).

45 AUDITORS REMUNERATION:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Payment to auditor as:		
a) Auditor		
(i) Statutory audit	29	26
(ii) Tax audit	3	3
b) for taxation matters	-	-
c) for other services	7	8
d) for reimbursement of expenses	#	-
Total	**39**	**37**

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

46 EARNING PER SHARE :

(₹ in Lakhs)

Particulars	2022-23	2021-22
Net Profit available for Equity Shareholders as per statement of profit and loss	25,887	14,662
Weighted average number of equity shares for basic and diluted EPS (in Numbers)	22,62,13,181	22,72,54,248
Basic and Diluted Earning per share (₹)	11.44	6.45
Face Value Per Equity Share (₹)	2.00	2.00

47 Details of loans and advance and investments as at the year end and maximum balance thereof as per clause 34(3) read with para A of schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(₹ in Lakhs)

Particulars	Amount as at year end	Maximum amount outstanding during the year
Loans & Advances in the nature of Loans to subsidiaries (excluding accrued interest):		
Navneet Futuretech Limited (Refer note 62)	-	3,561
	(2,461)	(2,461)
Indiannica Learning Private Limited	1,550	2,050
	(850)	(2,550)
Navneet Tech Ventures Private Limited	-	15
	(15)	(15)

Previous year figures are in bracket.

48 Details of loans given, investments made and guarantees given covered under Section 186(4) of the Companies Act, 2013:

(a) Details of investments made have been given as part of Note 9.

(b) Loans and Financial Guarantees given below:

(₹ in Lakhs)

Name of the Company	Relationship	Nature of transaction	As at 31st March, 2023	As at 31st March, 2022
Details of loans				
Navneet Futuretech Limited (Refer note 62)	Subsidiary Company	Loan given	-	2,461
Indiannica Learning Private Limited	Subsidiary Company	Loan given	1,550	850
Navneet Tech Ventures Private Limited	Subsidiary Company	Loan given	-	15
Other Inter corporate deposits (net of provision)	Other corporates	Loan given	1,817	1,909
Details of Guarantees				
Navneet Futuretech Limited (Refer note 62)	Subsidiary Company	Financial Guarantee	1,650	1,650
Indiannica Learning Private Limited	Subsidiary Company	Financial Guarantee	4,000	4,000

Loan and guarantee is given for commercial and corporate purpose.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

49 DISCLOSURE OF MOVEMENT OF PROVISIONS :

(a) Provision for refund liability

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	582	488
Add: Addition during the year	462	582
Less: Utilised / Written Back	582	488
Closing balance of provisions	**462**	**582**

Note: Provision has been made for expected return for sales made during the year. Provision for refund liability would be utilised against the sales return which are expected to be received in the subsequent financial year.

(b) Provision for discounts

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	495	377
Add: Addition during the year	834	495
Less: Utilised / Written Back	495	377
Closing balance of provisions	**834**	**495**

Note: Provision has been recognised for expected discount to be provided to distributor on the basis of agreed terms and fulfilment of future obligation by distributor.

(c) Provision for Contingencies

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	135	135
Add: Addition during the year	-	-
Less: Utilised / Written Back	135	-
Closing balance of provisions	**-**	**135**

Note: Provision has been recognised against certain business related obligations.

50 EMPLOYEE BENEFITS:

(a) The Company has recognised the following amounts towards defined contribution plans as an expense and included in the Statement of Profit and Loss.

(₹ in Lakhs)

Particulars	2022-23	2021-22
Provident Fund	850	746
Employee State Insurance Corporation	34	40
Labour Welfare Fund	1	1
Total	**885**	**787**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(b) Defined benefit plan and long term employment benefits:

These plans typically expose the Company to actuarial risks such as: Investment, Interest rate, longevity and salary increase risk:

I. Investment / Interest risk: The Company is exposed to Investment / Interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit. Since the scheme is unfunded in case of compensated absence, the Company is not exposed to Investment / Interest risk.

II. Longevity Risk: The Company is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

III. Risk of Salary Increase: The Company is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

(i) Defined benefit plan and long term employment benefits: Gratuity (Defined benefit plan):

In respect of Gratuity, the Company makes annual contribution to the employee group gratuity scheme of the Life Insurance Corporation of India, funded defined benefits plan for qualified employees. The scheme provided for lump sum payments to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service.

The Company has provided for gratuity based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of gratuity plan:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Change in Obligation		
Opening Present Value of Accrued Gratuity	5,418	4,609
Service Cost	388	324
Actuarial changes arising from changes in financial assumptions	(446)	356
Actuarial changes arising from changes in demographic assumptions	-	-
Actuarial changes arising from changes in experience adjustments	158	(59)
Interest Cost	334	309
Less :Benefits paid	(229)	(121)
Closing Present Value of Accrued Gratuity	**5,623**	**5,418**

(₹ in Lakhs)

Change in Plan Asset	2022-23	2021-22
Opening Fund Balance	5,274	4,826
Interest Income	332	331
Return on the plan asset	66	14
Contribution by the Company	245	224
Less :Benefits paid	(229)	(121)
Closing Fund Balance	**5,688**	**5,274**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Reconciliation of present value of obligation and the plan asset	2022-23	2021-22
Closing Fund Balance	5,688	5,274
Closing present value of Accrued Gratuity	5,622	5,418
Net Liability / (Asset) recognised in balance sheet	**(65)**	**144**

(₹ in Lakhs)

Expenses recognised in the Statement of Profit & Loss	2022-23	2021-22
Current Service Cost	388	324
Interest Cost	334	309
Return on Plan Assets	(332)	(331)
Expenses recognised in the Statement of P&L	**390**	**302**

(₹ in Lakhs)

Expenses recognised in the other comprehensive income	2022-23	2021-22
Net Actual (Gain) / Loss recognised	(288)	297
Return on the plan asset	(66)	(14)
Expenses recognised in the other comprehensive income	**(354)**	**283**

(₹ in Lakhs)

Movement in the Liability recognised in Balance Sheet	2022-23	2021-22
Opening Net Liability	144	(217)
Adjustment to Opening balance	-	-
Expenses as above	390	302
Contribution paid	(245)	(224)
Other comprehensive income (OCI)	(354)	283
Closing Net Liability	**(65)**	**144**

(₹ in Lakhs)

Experience adjustment	2022-23	2021-22
Experience adjustment on plan liability	158	(59)
Experience adjustment on plan asset	(66)	(14)
Net experience adjustment	**92**	**(73)**

Sensitivity analysis:

Sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be co-related. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Sensitivity analysis for the year ended 31st March, 2023	Discount rate	Salary escalation rate
Defined benefit obligation		
Effect on defined benefit obligation due to increase by 100 basis point	5,132	6,188
Effect on defined benefit obligation due to decrease by 100 basis point	6,201	5,134

(₹ in Lakhs)

Sensitivity analysis for the year ended 31st March, 2022	Discount rate	Salary escalation rate
Defined benefit obligation		
Effect on defined benefit obligation due to increase by 100 basis point	4,902	6,011
Effect on defined benefit obligation due to decrease by 100 basis point	6,031	4,908

(₹ in Lakhs)

Assumptions	2022-23	2021-22
Return on plan assets	7.29%	6.28%
Salary escalation rate	8.00%	8.00%
Discounting rate	7.29%	6.28%
Employee attrition rate	0.80% for all ages	0.80% for all ages
Mortality rate	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Composition of plan assets	100% with Life Insurance Corporation (LIC)	100% with Life Insurance Corporation (LIC)

The Company contributes all ascertained liabilities towards gratuity to the Life Insurance Corporation of India under their Group Gratuity Scheme. The reimbursement is subject to insurer's Surrender Policy.

As at 31st March, 2023 and 31st March, 2022, the plan assets have been primarily invested in Government securities. The Company expects to contribute ₹250 Lakhs to the gratuity scheme during the next financial year.

Expected maturity analysis of defined benefit obligation

(₹ in Lakhs)

Period	2022-23	2021-22
Within 1 year	855	449
From 1 year to 2 years	249	500
From 2 years to 3 years	241	240
From 3 years to 4 years	280	224
From 4 years to 5 years	228	259
From 5 years to 10 years	2,117	1,570

The weighted average remaining duration of the benefit obligation as at 31st March, 2023 is 9.97 years (Previous year: 10.71 years).

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

(ii) Defined benefit plan and long term employment benefits: Compensated absences (unfunded)

In respect of Compensated absences, accrual is made on the basis of a year-end actuarial valuation in pursuance of the Company's leave rules.

The Company has provided for compensated absences based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of leave encashment plan:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Change in Obligation		
Opening Present Value	2,361	1,814
Service Cost	874	835
Actuarial changes arising from changes in financial assumptions	(178)	173
Actuarial changes arising from changes in demographic assumptions	-	(1)
Actuarial changes arising from changes in experience adjustments	(1,408)	(486)
Interest Cost	145	120
Less :Benefits paid	(115)	(94)
Closing Present Value	**1,679**	**2,361**

(₹ in Lakhs)

Change in Plan Asset	2022-23	2021-22
Opening Fund Balance	-	-
Contribution by the Company	115	94
Less :Benefits paid	(115)	(94)
Closing Fund Balance	**-**	**-**

(₹ in Lakhs)

Reconciliation of present value of obligation and the plan asset	2022-23	2021-22
Closing Fund Balance	-	-
Closing present value	1,679	2,361
Net Liability recognised in balance sheet	**1,679**	**2,361**

(₹ in Lakhs)

Expenses recognised in the Statement of Profit & Loss	2022-23	2021-22
Current Service Cost	874	835
Interest Cost	145	120
Net Actual (Gain) / Loss recognised	(1,586)	(314)
Expenses recognised in the Statement of P&L	**(567)**	**641**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Movement in the Liability recognised in Balance Sheet	2022-23	2021-22
Opening Net Liability	2,361	1,814
Expenses as above	(567)	641
Benefits paid	(115)	(94)
Closing Net Liability	**1,679**	**2,361**

Sensitivity analysis for the year ended 31st March, 2023:

(₹ in Lakhs)

PVO	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	1,513	1,871
Effect on defined benefit obligation due to decrease by 100 basis point	1,876	1,513

Sensitivity analysis for the year ended 31st March, 2022

(₹ in Lakhs)

PVO	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	2,099	2,670
Effect on defined benefit obligation due to decrease by 100 basis point	2,681	2,103

(₹ in Lakhs)

Assumptions	2022-23	2021-22
Salary escalation rate	8.00%	8.00%
Discounting rate	7.29%	6.28%
Employee attrition rate	0.80% for all ages	0.80% for all ages
Mortality rate	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Composition of plan assets	Not funded	Not funded

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

51 As per Section 135 of the Companies Act 2013, a Corporate Social Responsibility (CSR) Committee has been formed by the Company. The areas for CSR activities are Promoting Education, Preventive Health care, Animal welfare & others which are as per eligible activities specified in Schedule VII of the Companies Act, 2013. (Refer also note 60.3)

(₹ in Lakhs)

Particulars	2022-23	2021-22
(i) amount required to be spent by the Company during the year,	375	457
(ii) amount of expenditure incurred,	500	457
(iii) shortfall at the end of the year,	-	-
(iv) total of previous years shortfall	NA	NA
(v) reason for shortfall,	NA	NA
(vi) nature of CSR activities	Education aid, teacher's skill development, digital education facility development, Health care and medical services, Medical services, food for distressed animals	Disaster management, Education aid, teacher's skill development, digital education facility development, Health care and medical services, Medical services, food for distressed animals, Environment conservation, sports and others
(vii) details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard,	500	457
(viii) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	NA	NA

Note: Since the Company has spent in excess of the amount which was required to be spent for 2022-23, the Company is entitled to carry forward the amount spent of ₹ 125 Lakhs (P.Y. ₹ Nil) to subsequent three financial years respectively which can be set off against CSR obligations of these years. However, for accounting purpose, cumulative excess amount spent of ₹ 125 Lakhs (P.Y. ₹ Nil) is not considered as prepaid expenses.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

52 DISCLOSURE AS PER IND AS 12 'INCOME TAXES'

A Income tax expense in the statement of profit and loss consists of:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Income tax:		
In respect of the current year	7,826	4,424
In respect of the prior years	56	28
Deferred tax		
In respect of the current year	245	863
Income tax expense recognised in the statement of profit or loss	**8,127**	**5,315**

Income tax recognised in other comprehensive income:	2022-23	2021-22
Deferred tax arising on income and expense recognised in OCI		
a) Re-measurement of the net defined benefit plan	89	(71)
b) Financial liabilities at fair value (Cash flow hedge)	(72)	(47)
Income tax expense recognised in other comprehensive income	**17**	**(118)**

B The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows :

(₹ in Lakhs)

Particulars	2022-23	2021-22
Profit before tax (before OCI)	34,014	19,977
Impact of changes on account of permanent disallowances (net) (refer note 52.1)	(2,034)	631
Impact of Chapter VI-A deductions (net)	312	263
Adjusted profit	32,290	20,871
Enacted income tax rate in India	25.17%	25.17%
Computed expected tax expense	**8,127**	**5,253**
Tax expenses as per the Statement of Profit and Loss	8,127	5,315
Tax benefit claimed in previous years as per Government pronouncements	-	-
Impact of tax rate change	-	-
Buy back Expenses allowed not considered in DTA	-	(66)
Others	-	4
Actual tax expenses	**8,127**	**5,253**

Notes:

52.1 Deferred tax asset is not recognised on provision towards impairment loss on investments amounting to ₹ Nil (Previous year: ₹ 2,995 Lakhs) due to lack of reasonable certainty as regard timing of reversal.

52.2 In the opinion of the Management, the Company does not have any item of allowance / disallowance; tax treatment of which is uncertain on account of on-going disputes with the authorities.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

53 DIVIDEND DISTRIBUTION

(₹ in Lakhs)

Particulars	2022-23	2021-22
Final dividend for 2022-23 of ₹1.50 per equity share (75%) and 2021-22 of ₹ 1.00 per equity share (50%)	3,393	2,270
Total	**3,393**	2,270

Final dividend on shares is recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors. The Company declares and pays dividend in Indian rupees. (Also refer Statement of Changes in Equity). Also refer Dividend Distribution Policy of the Company given on the website in 'Corporate Governance Policies' section.

54 DISCLOSURE AS PER IND AS 10 'EVENTS AFTER THE REPORTING PERIOD'

a) The directors have recommended payment of final dividend for 2022-23 of ₹ 2.60 per equity share (i.e. 130%) in its board of directors meeting held on 16th May, 2023. This proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

b) No other significant event has occurred subsequent to year end.

55 RELATED PARTY TRANSACTIONS

I) List of related parties with whom transactions have taken place and their relationships:

(a) Enterprises where control exists:

Subsidiaries:

Navneet Futuretech Limited (formerly known as Esense Learning Limited)

Navneet Learning LLP

Indiannica Learning Private Limited

Navneet (HK) Limited

Navneet Edutech LLP (from 30.03.2021 to 29.06.2021)

Navneet Tech Ventures Private Limited (w.e.f. 29.06.2021)

Step down subsidiary:

Genext Students Private Limited (w.e.f. 20.07.2021)

(b) Associates:

K12 Techno Services Private Limited

Carveniche Technologies Private Limited (w.e.f. 16.07.2021)

(c) Other Related Parties with whom transactions have taken place during the year:

(i) Enterprises over which (i) Key Management Personnel and their relatives & (ii) entities having significant influence over the Company have control or are under significant influence through voting powers	Navneet Prakashan Kendra Vikas Prakashan Gala Publishers Sandeep Agency	Navneet Foundation The Flagship Advertising Private Limited Navneet Trust Qualis Ventures LLP

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

(ii)	Directors /Key Management Personnel & Relatives	Shri. Bipin A. Gala	Shri. Kamlesh S. Vikamsey
		Shri. Anil D. Gala	Shri. Nilesh S. Vikamsey (upto 1st February, 2023)
		Shri. Gnanesh D. Gala	Smt. Usha Laxman
		Shri. Raju H. Gala	Shri. Tushar K. Jani
		Shri. Shailendra J. Gala	Shri. Mohinder P. Bansal (upto 31st March, 2022)
		Shri. Sanjeev J. Gala	Dr. Vijay B. Joshi
		Shri. Kalpesh H. Gala	Shri. Archit R. Gala
		Shri. Ketan B. Gala	Smt. Henal T. Mehta
		Smt. Pooja Ketan Gala	Shri. Anil Swarup
		Shri. Devish G. Gala	Smt. Krisha Archit Gala
		Shri. Aditya S. Gala	Shri. Siddhant S. Gala
		Shri. K.I. Viswanathan	
(iii)	Key Management Personnel as per the Companies Act 2013	Shri. Deepak L Kaku (Chief Financial Officer) upto 31st January, 2022	
		Shri. Amit D Buch (Company Secretary)	
		Shri. Kalpesh Dedhia (Chief Financial Officer) wef 1st February, 2022	
(iv)	Post employment Benefit Plan	Employees' Gratuity fund	

II) Disclosure in respect of transactions with related parties during the year

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
1.	**Royalty Expense**				
	Subsidiary:	-		-	
	Navneet Futuretech Limited		-		-
	Enterprises owned or significantly influenced by KMP or their relatives:	3,153		1,681	
	Navneet Prakashan Kendra		1,461		898
	Vikas Prakashan		1,167		510
	Gala Publishers		525		273
2.	**Lease payment (Refer note 43)**				
	Enterprises owned or significantly influenced by KMP or their relatives:	1,265		1,205	
	Navneet Prakashan Kendra		945		900
	Vikas Prakashan		80		76
	Gala Publishers		39		37
	Sandeep Agency		201		192
3.	**Sales Promotion Expense**				
	Subsidiaries:	2		28	
	Navneet Futuretech Limited		2		28

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
4.	**Asset Purchase**				
	Subsidiaries:	711		-	
	Navneet Futuretech Limited		681		-
	Indiannica Learning Private Limited		30		-
5.	**Electricity Expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	#		#	
	Navneet Prakashan Kendra		#		#
6.	**Legal and professional fees**				
	Enterprises owned or significantly influenced by KMP or their relatives:	7		7	
	Smt. Henal T. Mehta		7		7
	Consultancy fees paid to non-executive director:	18		18	
	Anil Swarup		18		18
7.	**Travelling Expenses (Reimbursement)**				
	Paid to non-executive director:	#		-	
	Anil Swarup		#		-
8.	**Purchase of Finished Goods**				
	Subsidiary:				
	Navneet Futuretech Limited	4		-	
			4		-
9.	**Repair and Maintenance Computer-Consumables**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		#	
	The Flagship Advertising Private Limited		-		#
10.	**Other Manufacturing Expenses (Purchase)**				
	Subsidiary:	707		730	
	Navneet Futuretech Limited		26		207
	Navneet (HK) Limited		681		523
11.	**Impairment of investments**				
	Subsidiary:	-		2,233	
	Navneet Futuretech Limited		-		-
	Indiannica Learning Private Limited		-		2,233
12.	**Reversal of provision made for Impairment of investments**				
	Subsidiary:	2,404		-	
	Navneet Futuretech Limited		526		-
	Indiannica Learning Private Limited		1,878		-

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Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
13.	**Picture and Artwork Expenses**				
	Subsidiary:	76		42	
	Navneet Futuretech Limited		76		42
14.	**Asset Sales**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		7,000	
	Qualis Ventures LLP		-		7,000
	Subsidiary:	31		-	
	Navneet Futuretech Limited		31		-
15.	**Corporate Social Responsibility expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	500		457	
	Navneet Foundation		500		457
16.	**Short term employee benefits (Remuneration / Salary) Paid to (Refer footnote (i) below)**				
	KMP & their Relative:	1,280		1,115	
	Shri. Atul J. Shethia		-		-
	Shri. Bipin A. Gala		161		139
	Shri. Anil D. Gala		161		139
	Shri. Gnanesh D. Gala		161		139
	Shri. Shailendra J. Gala		148		128
	Shri. Raju H. Gala		161		139
	Shri. Sanjeev J. Gala		148		128
	Shri. Ketan Bipin Gala		123		128
	Shri. Kalpesh H. Gala		148		128
	Smt. Pooja Ketan Gala		-		6
	Shri. Archit R. Gala		31		11
	Shri. Devish G. Gala		2		11
	Shri. Aditya S. Gala		12		5
	Shri. Siddhant S. Gala		12		6
	Smt. Krisha Archit Gala		12		8
	KMP & their Relative as per the Companies Act 2013:	101		123	-
	Shri. Deepak L Kaku		-		77
	Shri. Amit D Buch		43		35
	Shri. Kalpesh Dedhia		58		11

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Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
	Sitting fees paid to non-executive director:	17		23	-
	Shri. K S Vikamsey		2		3
	Shri. Nilesh S. Vikamsey		2		4
	Smt. Usha Laxman		3		3
	Shri. Tushar K. Jani		3		3
	Shri. Mohinder Pal Bansal		-		4
	Dr. Vijay B. Joshi		3		4
	Shri. Anil Swarup		2		2
	K.Vishwanathan		2		-
17.	**Rent Income**				
	Subsidiaries:	144		82	-
	Navneet Futuretech Limited		114		68
	Genext Students Private Limited		30		14
18.	**Job Work Income**				
	Subsidiaries:	615		810	-
	Indiannica Learning Private Limited		615		810
19.	**Sale of services**				
	Subsidiaries:	7		1	-
	Navneet Futuretech Limited		7		1
20.	**Interest Income**				
	Subsidiaries:	83		55	-
	Navneet Futuretech Limited		21		12
	Indiannica Learning Private Limited		62		43
	Navneet Tech Ventures Private Limited		#		#
21.	**Royalty Income**				
	Subsidiaries:	#		1	
	Navneet Futuretech Limited		#		1
22.	**Sales of Finished Goods**				
	Subsidiary:	42		#	
	Indiannica Learning Private Limited		35		#
	Navneet Futuretech Limited		6		-
	Genext Students Private Limited		1		-
	Enterprises owned or significantly influenced by KMP or their relatives:	-		5	
	Navneet Foundation		-		5

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
23.	**Recovery of expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		131	
	Qualis Ventures LLP		-		131
24.	**Loan Given**				
	Subsidiaries:	3,450		5,026	
	Navneet Futuretech Limited		1,100		2,461
	Indiannica Learning Private Limited		2,350		2,550
	Navneet Tech Ventures Private Limited		-		15
25.	**Investment made in subsidiaries**				
	Investments in OCPS:	-		4,375	
	Indiannica Learning Private Limited (Refer Note 9.6)		-		-
	Navneet Futuretech Limited (Refer Note 9.7)		-		4,375
	Others - Notional guarantee commission:	34		34	
	Navneet Futuretech Limited		10		10
	Indiannica Learning Private Limited		24		24
	Investment in Optionally Convertible Debentures (OCD)	-		1,892	
	Navneet Tech Ventures Private Limited		-		1,892
	Equity investments:	23,525		566	
	Navneet Tech Ventures Private Limited		-		566
	Navneet Futuretech Limited		23,525		-
26.	**Redemption of investment made in subsidiaries**				
	Redemption of OCPS:	6,675		-	
	Indiannica Learning Private Limited		-		-
	Navneet Futuretech Limited		6,675		-
	Redemption of Optionally Convertible Debentures (OCD)	1,892		-	
	Navneet Tech Ventures Private Limited		1,892		-
27.	**Loan repayment**				
	Subsidiary:	5,226		2,100	
	Navneet Futuretech Limited		3,561		-
	Indiannica Learning Private Limited		1,650		2,100
	Navneet Tech Ventures Private Limited		15		-
28.	**Contribution to Post-employment benefit plan**	245		224	
	Employees' Gratuity fund		245		224

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
29.	**Dividend Paid (Including Interim Dividend)**				
	KMP & their Relative:	1,780		1,187	
	Shri. Bipin A. Gala		34		22
	Shri. Anil D. Gala		50		33
	Shri. Gnanesh D. Gala		48		32
	Shri. Shailendra J. Gala		52		35
	Shri. Raju H. Gala		30		20
	Shri. Sanjeev J. Gala		53		35
	Shri. Ketan Bipin Gala		37		25
	Shri. Kalpesh H. Gala		65		43
	Smt. Pooja Ketan Gala		4		3
	Shri. Archit R. Gala		13		9
	Navneet Trust		1,371		914
	Shri. Devish G Gala		21		14
	Shri. Aditya S.Gala		1		1
	Shri. Siddhant S Gala		1		1
	Dividend paid to non-executive director:	#		#	
	Dr. Vijay B. Joshi		#		#
	Enterprises owned or significantly influenced by KMP or their relatives:	2		1	
	Smt. Henal T. Mehta		2		1
30.	**Payment received towards asset sales**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		7,000	
	Qualis Ventures LLP		-		7,000

III) Related Parties Accounts Payable/Receivable as on 31st March, 2023

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
1.	**Loans & Advances Recoverable**				
	Subsidiaries:	1,550		3,326	
	Navneet Futuretech Limited		-		2,461
	Indiannica Learning Private Limited		1,550		850
	Navneet Tech Ventures Private Limited		-		15

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
2.	**Interest on loans & advances recoverable**				
	Subsidiaries:	-		12	
	Navneet Futuretech Limited		-		12
	Indiannica Learning Private Limited		-		-
3.	**Investments in Subsidiaries**				
	Capital contribution:	11,853		11,853	
	Navneet Learning LLP		11,853		11,853
	Equity investments:	589		589	
	Navneet (HK) Limited		23		23
	Navneet Tech Ventures Private Limited		566		566
	Investments in Equity and OCPS (Net of impairment loss):	38,345		19,063	
	Navneet Futuretech Limited (including financial guarantee, for details refer footnote (ii) below and also refer note 9.3)		26,218		8,835
	Indiannica Learning Private Limited (including financial guarantee, for details refer footnote (ii) below and also refer note 9.3)		12,127		10,228
	Fully Optionally Convertible Debentures (FOCDs)	-		1,892	
	Navneet Tech Ventures Private Limited		-		1,892
4.	**Trade receivable**				
	Subsidiaries:	469		11	
	Indiannica Learning Private Limited		464		11
	Navneet Futuretech Limited		5		-
5.	**Trade payable**				
	KMP & their Relative:	347		#	
	Navneet Prakashan Kendra		143		-
	Vikas Prakashan		185		-
	Gala Publishers		18		-
	Smt.Henal T.Mehta		1		#
6.	**Sitting fees Payable to non-executive director**	1		-	
	Shri. Tushar K. Jani		#		-
	Dr. Vijay B. Joshi		1		-
	Smt. Usha Laxman		#		-
	Consultancy fees Payable to non-executive director	4		-	
	Anil Swarup		4		-

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FOR THE YEAR ENDED 31st MARCH, 2023

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for major parties	Amount	Amounts for major parties
8.	**Balance with Fund**	5,688		5,274	
	Employees' Gratuity Scheme		5,688		5,274
9.	**Short term employee benefits (Remuneration / Salary) payable**				
	KMP & their Relative:	39		32	
	Shri. Bipin A. Gala		5		4
	Shri. Anil D. Gala		5		4
	Shri. Gnanesh D. Gala		5		4
	Shri. Shailendra J. Gala		4		4
	Shri. Raju H. Gala		5		4
	Shri. Sanjeev J. Gala		4		4
	Shri. Ketan Bipin Gala		4		4
	Shri. Kalpesh H. Gala		4		3
	Smt. Pooja Ketan Gala		-		-
	Shri. Archit R. Gala		1		#
	Shri. Devish G. Gala		-		1
	Shri. Aditya S. Gala		1		#
	Shri. Siddhant S. Gala		1		#
	Smt. Krisha Archit Gala		#		#
	KMP & their Relatives:	5		6	
	Shri. Amit D Buch		2		2
	Shri. Kalpesh D Dedhia		3		4

Footnote:

(i) The above figure excludes provision for gratuity and compensated absences which have been actuarially determined on overall basis.

(ii) Financial Guarantee are issued in favour of banks against loans taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous Year ₹ 5,650 Lakhs). Fair value of financial guarantee is accounted in accordance with Ind AS 109 (Refer note 9).

(iii) Transactions with related parties in the nature of sale of goods, rendering of services, purchase of goods, sale of assets, purchase of assets procurement of services are at arm's length price. The related party transactions and year end balances do not include expenses paid on behalf of related parties and its recovery.

(iv) Interest rate of 5% (Previous Year: 5%) has been charged to Navneet Futuretech Limited and 6.5% to 7% (Previous year: 7%) per annum has been charged to Indiannica Learning Private Limited.

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

56 OPERATING SEGMENT

The Company's operations relates to publication of knowledge based information in educational and general books form and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market. The Company is organised into business units based on its products and services and has three reportable segments as follows:

i) Publication

ii) Stationery

iii) Others comprises of revenue from generation of power by windmill, trading items etc.

The accounting principles and policies used in the preparation of the Standalone Financial Statements, as set out in the note on significant accounting policies, are also consistently applied to record assets, liabilities, revenue and expenditure, in individual segments.

(A) The following summary describes the operations in each of the reportable segments

Particulars	Publication		Stationery		Others		Total	
	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022
Revenue	67,829	37,151	94,713	68,459	597	714	1,63,139	1,06,324
Less : Inter Segment Revenue	-	-	-	-	(371)	(272)	(371)	(272)
Net Revenue	67,829	37,151	94,713	68,459	226	442	1,62,768	1,06,052
Other Income	141	85	682	1,027	#	#	824	1,112
Segment Revenue	**67,969**	**37,236**	**95,394**	**69,486**	**226**	**442**	**1,63,588**	**1,07,164**
Segment Results	**22,220**	**6,977**	**11,818**	**11,320**	**258**	**260**	**34,296**	**18,557**
Add: Unallocated Other Income / (Expense)							891	907
Less: Financial Expenses							(802)	(286)
Less: Unallocable Expenditures							(3,408)	(3,781)
Exceptional items								
a. Building Sale							633	6,813
b. Reversal/(Impairment) of Investment							2,404	(2,233)
Profit Before Taxation							**34,014**	**19,977**
Provision for Taxation (Income tax, Deferred tax and excess provision of earlier years)							8,127	5,315
Profit after taxation							**25,887**	**14,662**
Segment Assets	79,513	53,265	66,165	55,261	20,381	18,002	1,66,059	1,26,528
Unallocated Assets							6,839	8,496
Total Assets							**1,72,898**	**1,35,024**
Segment Liabilities	5,010	5,865	6,482	6,610	3	3	11,495	12,478
Unallocated Liabilities							26,145	9,832
Total Liabilities							**37,640**	**22,310**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

Particulars	Publication		Stationery		Others		Total	
	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022
Capital Expenditure	1,345	599	1,266	1,379	-	-	2,611	1,978
Unallocated Capital Expenditure							89	163
Depreciation and Amortisation on Segmental Assets	1,754	1,605	1,144	975	54	61	2,952	2,641
Unallocated Depreciation and Amortisation							630	628
Non-cash items								
(i) Impairment / (Reversal) of investment	(2,404)	2,233	-	-	-	-	(2,404)	2,233
(ii) Allowances for doubtful debts and bad-debts	52	69	89	5		-	141	74
Unallocated Allowances for doubtful debts and bad-debts							#	-

Notes :

(i) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the respective segment, however, revenue and expenses which can not be identified or allocated reasonably to a segment being related to the enterprise as a whole have been grouped as unallocable.

(ii) Segment assets and segment liabilities represent assets and liabilities of respective segments , however the assets and liabilities not identifiable or allocable on reasonable basis being related to enterprise as a whole have been grouped as unallocable.

(iii) In publication segment, concentration of revenues from one customer of the Company were 19% and 10.95% of total publication revenue for the year ended 31st March, 2023 and 31st March, 2022 respectively and in stationery segment, concentration of revenues from two customer of the Company was 24.64% and 10.40% for the year ended 31st March, 2023 and 37.12% from only one customer for the year ended 31st March, 2022.

(iv) Sales between operating segments are carried out at arm's length basis and are eliminated at Company level consolidation.

(B) Geographical Segments

Particulars	Outside India				India	Total
	North & Central America	Africa	Europe	Others		
Segment Revenue from operations	33,299	2,828	11,090	7,923	1,07,629	1,62,768
	(32,109)	(1,907)	(5,658)	(7,003)	(59,376)	(1,06,052)
Non-current assets	-	-	-	-	22,127	22,127
	(-)	(-)	(-)	(-)	(23,515)	(23,515)

(Previous year figures are in bracket)

Note: As per IND AS 108, 'Operating Segment', non-current assets considered above are other than financial instruments, deferred tax assets, post-employment benefit assets etc.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

57 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

The management assessed that the fair values of financial asset and financial liabilities approximate their carrying amounts.

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

(a) Fair values of cash and cash equivalents, trade receivables, interest accrued on deposits with bank, bank deposits, trade payables and other financial liabilities, approximate their carrying amounts largely due to the short-term maturities of these instruments.

(b) The management has considered fair value of security deposits, loan from bank, loan from related party, equal to their carrying value as fair values based on the current market interest rates and other risk factors approximate to carrying value.

Fair value hierarchy

The following table presents the financial assets and financial liabilities by level with the fair value measurement hierarchy :

(₹ in Lakhs)

		31st March, 2023		31st March, 2022	
		Level of input used in*	Carrying Amount	Level of input used in*	Carrying Amount
a)	**Financial assets**				
	At Amortised Cost				
	Trade receivables	NA	27,205	NA	19,044
	Cash and cash equivalents	NA	1,101	NA	1,041
	Bank deposits	NA	66	NA	45
	Earmarked balances with Bank	NA	244	NA	272
	Loans	NA	3,737	NA	5,571
	Other financial assets	NA	2,819	NA	1,210
	At Fair Value Through P&L				
	Investment in Equity (Refer note 9.1)	Level 1	727	Level 1	375
	Investment in Mutual fund	Level 1	-	Level 1	850
	Investment in Financial guarantee -subsidiaries	Level 2	433	Level 2	404
	Financial assets at fair value (forward contracts)	Level 2	-	Level 2	301
b)	**Financial liabilities**				
	At Amortised Cost				
	Cash Credit	NA	-	NA	-
	Trade payables	NA	5,220	NA	5,800
	Working capital loan	NA	18,025	NA	1,000
	Commercial paper	NA	5,000	NA	6,000
	Other financial liability	NA	2,601	NA	2,162
	Lease Liability	NA	1,080	NA	2,037

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

	31st March, 2023		31st March, 2022	
	Level of input used in*	Carrying Amount	Level of input used in*	Carrying Amount
At Fair Value Through P&L				
Financial guarantee contracts	Level 2	28	Level 2	28
Financial liabilities at fair value (forward contracts)	Level 2	23	Level 2	-

* There has been no transfer between level 1 and level 2 during the year ended 31st March, 2023 and 31st March, 2022. Level is NA, since valued at amortised cost.

Notes:

(i) For Details of income and gains related to financial instruments (Refer Note 32).

(ii) Investments in subsidiaries are valued at cost less impairment loss (if any) in accordance with Ind AS 27 'Separate Financial Statements', consequently the same is not disclosed in above table.

Financial /Bank guarantee:

(i) Financial Guarantees are issued in favour of banks against loans taken by subsidiaries. The amount of guarantee is ₹ 5,650 Lakhs (Previous Year ₹ 5,650 Lakhs). Fair value of financial guarantee is accounted in accordance with Ind AS 109 (Refer notes 9.2 and 27).

(ii) Bank Guarantee is given to electricity department (DNH Power Distribution Corporation Limited and Uttar Gujarat Vij Company Limited) for electricity deposit of ₹ 116 Lakhs (Previous Year ₹ 80 Lakhs) and to supplier (Century Pulp And Paper) for securing supplies of materials of ₹ 60 Lakhs (Previous Year ₹ NIL).The Company does not anticipate any liability on these guarantees.

58 FINANCIAL RISK MANAGEMENT

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: foreign currency risk, interest rate risk and other price risk. Financial instruments affected by market risk primarily include trade receivables, trade payables and cash and cash equivalents.

The sensitivity analysis in the following sections relate to the position for the periods presented. The sensitivity analysis has been prepared on the basis that the amount of net debt and the proportion of financial instruments in foreign currencies are all constant. The analysis exclude the impact of movements in market variables on the carrying values of gratuity obligation and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks based on the financial assets and financial liabilities held at the periods presented.

b) Interest rate risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rate, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Year ended as on	Change in Int. Rate	Effect on profit before tax
31st March, 2023	Increase by 50 basis points (50 bps)	115
	Decrease by 50 basis points (50 bps)	(115)
31st March, 2022	Increase by 50 basis points (50 bps)	35
	Decrease by 50 basis points (50 bps)	(35)

c) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to trade payables and trade receivables.

The following table analyses the foreign currency risk from monetary assets and liabilities as at balance sheet date:

(₹ in Lakhs)

Particulars / Foreign currency	2022-23		2021-22	
	Amount in foreign currency	Amount in Rupees	Amount in foreign currency	Amount in Rupees
Receivables				
GBP	-	-	-	-
Payables				
EUR	-	-	1,143	1
GBP	-	-	-	-
NZD	3,143	2	-	-
USD	84,825	70	40,925	31

Note: a. Open purchase / sales orders are not considered for above purpose. Advances receivable / payable are not exposed to risk, hence not considered above.

b. Foreign currency trade receivable are fully hedged against foreign currency risk, hence not disclosed above.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Year ended as on	Change in USD rate	Effect on profit before tax
31st March, 2023	Increase by 500 basis points (500 bps)	4
	Decrease by 500 basis points (500 bps)	(4)
31st March, 2022	Increase by 500 basis points (500 bps)	2
	Decrease by 500 basis points (500 bps)	(2)

Previous year figures are in bracket
Note:- For the purpose of foreign currency sensitivity, trade receivables to the extent unhedged are considered.

NOTES ON STANDALONE FINANCIAL STATEMENTS
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d) Price risk

The Company is not exposed to any significant price risk.

e) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities, primarily for trade receivables and deposits with banks and other financial assets.

Trade receivables

Customer credit risk is managed based on the Company's established policy, procedures and control relating to customer credit risk management. The Company evaluates the concentration of risk with respect to trade receivables as low. Out of total trade receivables balance as at 31st March, 2023, ₹ 3,503 Lakhs is due from a single customer being the Company's second largest customer, previous year, the only company that represented more than 10% of the trade receivable was a US based company being the largest customer and the balance outstanding as on 31st March, 2022 was ₹ 1,805 Lakhs. There are no other customers who represent more than 10% of the balance of trade receivables. Outstanding customer receivables are regularly monitored by the management.

An impairment analysis is performed at each reporting date on an individual basis for major customers.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company generally does not hold collateral as security except in one case refer note 15.4.

The ageing of trade receivable and credit loss allowance is as under:

(₹ in Lakhs)

Particulars	Ageing		Total
	Upto 6 months	More than 6 months	
As at 31st March, 2023			
Secured	-	-	-
Unsecured	23,847	4,534	28,381
Total receivables	23,847	4,534	28,381
Allowance for doubtful receivables and expected credit losses			1,176
Net Receivables	**23,847**	**4,534**	**27,205**
Expected loss rate *			4.14%
As at 31st March, 2022			
Secured	-	-	-
Unsecured	17,133	2,894	20,027
Total receivables	17,133	2,894	20,027
Allowance for doubtful receivables and expected credit losses			984
Net Receivables	**17,133**	**2,894**	**19,043**
Expected loss rate *			4.91%

* Expected loss rate includes both allowance made based assessed credit risk on an individual basis and expected loss based on historical experience.

Movement in expected credit loss (including ECL on intercorporate loans) /allowances for doubtful debts

Particulars	Expected credit loss		Allowances for doubtful debts	
	Year ended 31st March, 2023	Year ended 31st March, 2022	Year ended 31st March, 2023	Year ended 31st March, 2022
Balance at the beginning of the year	110	110	875	865
Allowance made during the year	14	-	417	143
Reversal of allowance during the year	-	-	(225)	(133)
Balance at the end of the year	**124**	**110**	**1,066**	**875**

Deposits with banks and other financial assets

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy.

f) Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum level of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2023				
Non-derivative				
Working capital loan	18,025	-	-	18,025
Commercial paper	5,000	-	-	5,000
Lease liability	1,080	-	-	1,080
Trade payables	5,221	-	-	5,221
Cash Credit	-	-	-	-
Financial guarantee contract	28	-	-	28
Derivative				
Financial liabilities at fair value (forward contracts)	23	-	-	23
Total	**31,977**	-	-	**31,977**

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(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2022				
Non-derivative				
Working capital loan	1,000	-	-	1,000
Commercial paper	6,000	-	-	6,000
Lease liability	958	1,079	-	2,038
Cash credit facility		-	-	-
Trade payables	5,797	-	-	5,797
Other financial liability	2,162	-	-	2,162
Financial guarantee contract	28	-	-	28
Derivative				
Financial liabilities at fair value (forward contracts and option contract)	-	-	-	-
Total	**15,946**	**1,079**	**-**	**17,027**

Note - Future interest payment in respect to current borrowings of working capital loan, Commercial paper, Cash credit facility are not added in maturity profile tabulated above.

* Excludes financial guarantee liability contract, forward contract and option contract which has been fair valued.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2023				
Non-derivative				
Investments Current and Non current	-	727	-	727
Loans (including Inter Corporate Deposit)	1,799	1,938	-	3,737
Trade receivables (current)	27,205	-	-	27,205
Cash and Cash equivalent	1,101	-	-	1,101
Other Bank balances	310	-	-	310
Other financial assets	2,182	637	-	2,819
Total	**32,597**	**3,302**	**-**	**35,899**

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2022				
Non-derivative				
Investments Current and Non current	-	375	-	375
Loans (including Inter Corporate Deposit)	1,116	4,455		5,571
Trade receivables (current)	19,044	-	-	19,044
Cash and Cash equivalent	1,891	-	-	1,891
Other Bank balances	317	-	-	317
Other financial assets	1,172	339	-	1,511
Total	**23,540**	**5,169**	**-**	**28,709**

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

The Company is not exposed to significant liquidity risk based on past performance and current expectations. The Company believes that the cash and cash equivalents, cash generated from operations and available un-drawn credit facilities, will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

Note: Investments in subsidiaries are valued at cost less impairment loss (if any) in accordance with Ind AS 27 'Separate Financial Statements', consequently the same is not disclosed in maturity profile tabulated above.

The note below sets out details of the undrawn facilities that will be available for future operating facilities and to settle capital commitments of the Company.

A Income tax expense in the statement of profit and loss consists of:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Secured cash credit and other borrowing facility		
- Amount used (Book OD/ Bank OD)	8,631	1,080
- Amount unused	45,700	38,620
	54,331	**39,700**
Unsecured cash credit and other borrowing facility		
- Amount used	9,500	-
- Amount unused	18,000	20,500
	27,500	**20,500**
Total facilities		
- Amount used	18,131	1,080
- Amount unused	63,700	59,120
	81,831	**60,200**

59 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes suitable adjustments in light of changes in economic conditions.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, loan obligation, trade and other payables and less cash and cash equivalents.

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Working capital loan	18,025	1,000
Lease liability	1,080	2,037
Commercial papers	5,000	6,000
Cash credit facility / Book OD	-	-
Trade payables	5,221	5,800
Less: cash and cash equivalent	(1,101)	(1,891)
Net Debt	**28,225**	**12,946**
Equity	1,35,258	1,12,714
Capital and Net debt	**1,63,483**	**1,25,660**
Gearing Ratio	**17%**	**10%**

NOTES ON STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

60 DISCLOSURES FOR 'STATEMENT OF CASH FLOWS' AS PER IND AS 7

60.1 Reconciliation of liabilities from financing activities for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	31st March, 2023	Cash flows (net)	Impact of Ind AS 116	31st March, 2022
Short term / Long term borrowings (including current portion)	23,025	16,025	-	7,000
Lease Liability (impact of IND AS 116)	1,080	(1,100)	142	2,037
Total	**24,105**	**14,925**	**142**	**9,037**

Reconciliation of liabilities from financing activities for the year ended 31st March, 2022

(₹ in Lakhs)

Particulars	31st March, 2022	Cash flows (net)	Impact of Ind AS 116	31st March, 2021
Short term / Long term borrowings (including current portion)	7,000	7,000	-	-
Lease Liability (impact of IND AS 116)	2,038	(1,048)	202	2,883
Total	**9,038**	**5,952**	**202**	**2,883**

60.2 Aggregate outflow on account of direct taxes paid is ₹ 6,710 Lakhs (Previous year ₹ 4,576 Lakhs).

60.3 Net cash inflow from operating activity netted off with expenditure on Corporate Social Responsibility (CSR) expenditure of ₹ 500 Lakhs (Previous year ₹ 457 Lakhs) (Refer note 51).

61 Details of the sources of estimation uncertainty in related to significant accounting estimates and judgements:

i) Impairment of investment in subsidiaries

Refer note 2.3 (b) of significant accounting policies and note 9.3 for significant accounting estimates and judgements used in performing impairment test on investment value of subsidiaries.

ii) Provision for employee benefits

Refer note 2.3 (e) of significant accounting policies and note 48(b)(i) for significant accounting estimates and judgements used and it's financial impact of sensitivity of such assumptions.

62 During the year, one of the subsidiary Esense Learning Private Limited has changed its name from Esense Learning Private Limited to 'Esense Learning Limited' with effect from 27th April, 2022. Further, Esense Learning Limited has changed its name from Esense Learning Limited to 'Navneet Futuretech Limited' with effect from 17th May, 2022.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

63 SUBSIDIARY AND ASSOCIATE COMPANY INFORMATION

(₹ in Lakhs)

Name of the entity	Principal place of business	Proportion of ownership (either directly / indirectly through subsidiaries) As at 31st March, 2023	As at 31st March, 2022
Subsidiaries			
Navneet Futuretech Limited	India	100.00%	100.00%
Indiannica Learning Private Limited	India	100.00%	100.00%
Navneet Learning LLP	India	93.00%	93.00%
Navneet (HK) Limited	Hong Kong	70.00%	70.00%
Navneet Edutech LLP (Refer note below)	India	0.00%	0.00%
Navneet Tech Ventures Private Limited (w.e.f. 29.06.2021)	India	100.00%	100.00%
Step down subsidiary			
Genext Students Private Limited	India	100.00%	51.80%
Associates			
K12 Techno Services Private Limited	India	22.14%	25.40%
(investment through 'Navneet Learning LLP')			
Carveniche Technologies Private Limited	India	46.84%	46.84%
(investment through 'Navneet Futuretech Limited' in current year and 'Navneet Tech Ventures Private Limited' in previous year)			

Note: The Company was holding 96% of 'Navneet Edutech LLP' till 29th June, 2021. It had retired as partner of 'Navneet Edutech LLP' with effect from 29th June, 2021, and consequently, it ceased to be a subsidiary from 29th June, 2021.

64 WILFUL DEFAULTER

As on 31st March, 2023 the Company has not been declared wilful defaulter by any bank/financial institution or other lender.

65 DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The Company is not engaged in the business of trading or investing in crypto currency or virtual currency and hence no disclosure is required.

66 REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES (ROC)

The Company does not have any charges or satisfaction yet to be registered with the registrar of companies(ROC) beyond the statutory period as at 31st March, 2023.

67 COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

68 BENAMI PROPERTY

No proceedings have been initiated or are pending against the Company as on 31st March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

No proceedings have been initiated or are pending against the Company as on 31st March, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder

69 RELATIONSHIP WITH STRUCK OFF COMPANIES

As at 31st March, 2023:

(₹ in Lakhs)

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding *	Relationship with the Struck off company, if any, to be disclosed
Kautilya Literature Private Limited	Trade Receivables	28	-

* The above outstanding amount is fully provided in books.

As at 31st March, 2022 the Company did not have any transaction with company struck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956 and hence no disclosure was required.

70 COMPLIANCE WITH APPROVED SCHEME(S) OF ARRANGEMENTS

The Company has not entered into any scheme of arrangements in terms of sections 230 to 237 of the Companies Act, 2013.

71 RATIOS

Particulars	Numerator	Denominator	Ratio		% Change *
			As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023
(a) Current ratio	Current Assets	Current liabilities	2.60	3.47	-25%
(b) Debt equity ratio	Total Debt (incl. Current Borrowings, Non-Current Borrowings and Current maturities of Non-Current Borrowings, Long-term lease liabilities and short-term lease liabilities) (if any)	Total Equity (Equity Share Capital and Other Equity)	0.18	0.08	126%
(c) Debt Service Coverage Ratio	Net profit after taxes + Depreciation and Amortisation + Interest expenses + other adjustments like loss on sale of fixed assets etc. - Exceptional items	Interest & Lease payments + Principal repayments made during the period	0.58	0.75	-22%
(d) Return on Equity Ratio	Profit / (loss) after tax	Average shareholder's equity	20.88%	14.01%	49%

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

Particulars	Numerator	Denominator	Ratio		% Change *
			As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023
(e) Inventory turnover ratio	Cost of goods sold	Average inventories	1.75	1.40	25%
(f) Trade Receivables turnover ratio	Value of sales and service	Average trade receivables, net of provisions for doubtful debts and expected credit loss	6.98	6.28	11%
(g) Trade payables turnover ratio	Purchase of stock and other expenses	Average Trade payables	3.19	2.90	10%
(h) Net capital turnover ratio	Net Sales (Operating Revenue)	Working Capital	2.73	2.05	33%
(i) Net profit ratio	Net profit after tax before other comprehensive income including exceptional items	Revenue from operations	15.90%	13.83%	15%
(j) Return on Capital employed	Earning before Interest and tax	Capital Employed	21.95%	16.72%	31%
(k) Return on investment	Income generated from treasury investment	Average invested funds in treasury investment	115.27%	13.59%	748%

Note: Explanation for change in ratio by more than 25%

(i) Increase in borrowings for operation has led to increase in current liability, so there is a decrease in current ratio as compared to previous year.

(ii) Increase in borrowings for operations has increased the debt-equity ratio as compared to previous year.

(iii) Due to increase in profit after tax, return on equity has improved as compared to previous year.

(iv) Inventory turnover ratio has improved as compared to previous year due to increase in sales.

(v) Higher Capital turnover ratio in comparison to previous year denotes short term asset & liabilities are being effectively used to drive sales

(vi) Return on capital employed has improved as compared to previous year due to increase in earnings before interest and tax.

(vii) Fair valuation gain on investment in quoted equity shares has increased leading to favourable return on investment

NOTES ON STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

72 Additional Information as required by para 7 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either NIL or Not Applicable.

73 Previous Year Figures have been regrouped/rearranged wherever necessary.The Company has disclosed the right to return assets separately effective current year under 'Other Current Assets' (refer note 20). This was earlier forming part of 'Inventories'. (also refer note 14).

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF NAVNEET EDUCATION LIMITED

Report on the Audit of Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying consolidated Ind AS financial statements of Navneet Education Limited ("the Company"), its subsidiaries (the Company, its subsidiaries together referred to as "the Group") and its associates, which comprise the Consolidated Balance Sheet as at 31st March, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at 31st March, 2023, the consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

Attention is invited to note 63 of consolidated Ind AS financial statements regarding the restatement of financials as carried out in accordance with the principles of Ind AS 8 - "Accounting Policies, Changes in Accounting Estimates and Errors" on account of material variation in the unaudited results and audited results of financial year 21-22 of K12 Techno Services Private Limited (K12) one of its associate, which are audited by another auditor. The statutory auditors of the said associate have also expressed an adverse opinion on the Internal Financial Controls over Financial Reporting in their Independent Audit report dated 21st December 2022 with respect to various internal control related matters including factors leading to variation between the unaudited and audited financial statement of the said associate.

As stated in other matters paragraph below, the consolidation for the year ended 31st March, 2023 is based on the unaudited financial statements certified by the management of K12.

Our conclusion is not modified in respect of the above matter.

Key Audit Matters

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

In respect of the consolidated Ind AS financial statements (refer note 7.2, 7.3 & 61), the key audit matter was the carrying value of goodwill and Intangibles (comprising of brand license, content and technology platform) due to accumulated losses in subsidiaries. The said subsidiaries are involved in business of CBSE content publishing with exclusive licensee of Encyclopaedia Britannica curricular solutions and e-learning, digital content creation, investment in online education and school event respectively with positive business outlook. The accumulated losses are mainly on account of infrastructure for future growth. Our procedures on the management's assessment of these matters included discussion on impairment test carried out by management including discussion relating to the basis of estimates, valuation technique, appropriateness & reasonableness of assumptions, review of the accuracy of the management's earlier estimates and understanding of the reasons for variances and various other parameters with the management. Considering the above and the future business outlook (fair value report obtained from registered valuers) and the underlying strength in the Company's products and contents, we did not identify any significant exceptions to the management's assessment as regards impairment in the carrying value of goodwill on acquisition and intangible assets comprising of brand license, content, technology platform aggregating to ₹ 4,916 Lakhs (net of impairment of Goodwill ₹ 2,470 Lakhs), this is appropriate and no additional provision for impairment is necessary.

Information Other Than The Consolidated IND AS Financial Statements And Auditor's Report Thereon

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

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

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

When we read the above said reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Responsibilites Of Management And Those Charged With Governance For The Consolidated IND AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibilities For The Audit Of The Consolidated IND AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which companies are incorporated in India and its associates, 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 Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated Ind AS financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance of the Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

a) We did not audit the financial statement in respect of one subsidiary entity, whose financial Statements reflect Group's share of total assets of ₹ 11,860 Lakhs as at 31st March, 2023, Group's share of total revenue of ₹ Nil, Group's share of total net loss (including other comprehensive income) of ₹ 0.24 Lakhs and Group's share of cash inflows (net) of ₹ 0.15 Lakhs for the year ended 31st March, 2023, as considered in the Statement, which has been audited by their respective independent auditor.

   This audited financial statements have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of subsidiary entity, our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary entity is based solely on the information provided by the management.

b) We did not audit the financial statement in respect of one foreign subsidiary whose financial Statements reflect Group's share of total assets of ₹ 35 Lakhs as at 31st March, 2023, Group's share of total revenue of ₹ 658 Lakhs, Group's share of net profit after tax (including other comprehensive income) of ₹ 9 Lakhs and Group's share of cash inflows (net) of ₹ 19 Lakhs for the year ended 31st March, 2023, as considered in the Statement which has not been audited / reviewed by their statutory auditor.

   This unaudited financial statements have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of subsidiary entity solely based on unaudited financial statement.

c) The consolidated Ind AS financial Statement also includes the unaudited financial statement of two associates whose financial statements reflect Group's share of total net loss after tax (including other comprehensive income) of ₹ 907 Lakhs for the year ended 31st March, 2023, as considered in the Statement.

   These unaudited financial statements have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of associates is based solely on such unaudited financial statements.

In our opinion and according to the information and explanations given to us by the Board of Directors, above financial statement are not material to the Group.

Our opinion on the consolidated Ind AS financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, based on our audit, we report to the extent applicable that: (In our view Section 143(3) of the Act is not applicable to one subsidiary which is incorporated outside India),

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of aforesaid consolidated Ind AS financial statements;

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the auditor;

   c) The Consolidated Ind AS financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

   d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian

Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder;

e) On the basis of the written representations received from the Directors of the Company as on 31st March, 2023 taken on record by the Board of Directors of the Company and the report of the statutory auditors of its subsidiary company covered under the Act, none of the directors of the Group companies incorporated in India covered under the Act are disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;

   With respect to the associates, written representations are received from the directors of the said associates as on 31st March, 2023 and taken on record by the board of directors of the said associates, we report that none of the directors of the associates are disqualified as on 31st March, 2023 from being appointed as a director in terms of section 164(2) of the Act;

f) With respect to reporting on adequacy of internal financial controls system over financial reporting of the Group covered under the Act and the operating effectiveness of such controls to the extent applicable, refer to our separate report given in Annexure I to this report, which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. With respect to associate companies whose financial statements have not been audited till the date of signing of this report, refer to our comments in the other matters paragraph in Annexure I;

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company and its subsidiaries to its directors during the year is in accordance with the provisions of section 197 of the Act. In respect to one associate, Section 197 is not applicable; and

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the report of statutory auditor of the subsidiary companies and information furnished to us by the management in respect to associates:

i. The Group has disclosed the impact of pending litigations on its consolidated financial position in its consolidated Ind AS financial statements – Refer Note 11.1 and 46 (a) and (c) to the consolidated Ind AS financial statements;

ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring the amounts required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. The management has represented that:

- no funds have been advanced or loaned or invested by the Company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- no funds have been received by the Company from any person(s) or entities including foreign entities ("Funding Parties"), with the understanding that such Company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that causes us to believe that the representations under sub-clause (iv) contain any material misstatement.

v. The final dividend proposed by the board of directors of the Holding Company in the previous year was declared and paid by the Company during the year is in accordance with section 123 of the Companies Act 2013. The Board of Directors of the Holding Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable. The subsidiary companies and associates incorporated in India have neither declared nor paid any dividend during the year.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from 1st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.

2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding company and its subsidiaries and based on our consideration of CARO reports issued by the auditor of the subsidiary included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports except for the matters tabulated below. Further in case of one foreign subsidiary 'Navneet (HK) Limited' and two associates 'K12 Techno Services Private Limited' and 'Carveniche Technologies Private Limited', the accounts are unaudited till the date of signing of consolidated audit report.

Sr. No.	Name	CIN	Holding Company/ subsidiary/ Associate/ Joint Venture	Clause number of the CARO report
1	Navneet Futuretech Limited	U72200MH2008PTC181531	Subsidiary	Clause (ii) (b)
				Clause (ix) (d)
				Clause (xvii)
2	Indiannica Learning Private Limited	U22110DL1998PTC094399	Subsidiary	Clause (ii) (b)
3	Navneet Tech Ventures Private Limited	U80902MH2021PTC358119	Subsidiary	Clause (xvii)
4	Genext Students Private Limited	U80902MH2021PTC358119	Subsidiary	Clause (xvii)

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

Milan Mody
Partner
Membership No. 103286
UDIN: 23103286BGPZLY9564

Place: Mumbai
Date: 16th May, 2023

ANNEXURE I TO INDEPENDENT AUDITOR'S REPORT

FOR THE YEAR ENDED 31st MARCH, 2023

[Referred to in paragraph (f) under "Report on other legal and regulatory requirements" section of our report to the Members of Navneet Education Limited of even date]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER SECTION 143(3)(I) OF THE COMPANIES ACT, 2013 ("THE ACT")

Opinion

In conjunction with our audit of the consolidated Ind AS financial statements of **Navneet Education Limited** ("the Company") and its subsidiaries (the Company and its subsidiary companies together referred to as "the Group") and its associates as of and for the year ended 31st March, 2023, we have audited the internal financial controls over financial reporting of the Company, its subsidiaries and its associates which are companies incorporated in India, as on that date.

In our opinion, the Company and its subsidiary companies have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Emphasis of Matter

In case of one associate K12 Techno Services Private Limited (K12), report on internal financial control over financial reporting for the previous financial year ended 31st March, 2022, dated 21st December 2022 issued by another statutory auditor, contained an adverse opinion with respect to various internal control related matters including factors leading to variation between the unaudited and audited financial statement of the said associate and the Company has not maintained adequate and effective internal financial control over financial reporting as on 31st March, 2022, based on the internal financial controls with reference to financial statements criteria established by the company considering the essential components of internal control stated in Guidance note issued by the ICAI. Further, statutory auditor has mentioned that this adverse opinion does not affect their opinion on financial statement for the year ended 31st March, 2022 of the said associate. In financial year 31st March, 2021 and 31st March, 2020, the statutory auditor has given disclaimer of opinion in their audit report dated 30th November 2021 and 30th December 2020 respectively.

As stated in other matters paragraph of Independent Auditor's Report on Consolidated Financial Statements, the consolidation for the year ended 31st March, 2023 is based on the unaudited financial statements certified by the management of K12. Also refer Emphasis of matter paragraph of Independent Auditor's Report on Consolidated Financial Statements.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls over Financial Reporting

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company, its subsidiary companies and its associates, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the

ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the 'Other Matter' paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial control over financial reporting of the Company, its subsidiaries and its associates as aforesaid.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated Ind AS financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Other Matter

a) The Company has one subsidiary incorporated outside India and one subsidiary entity not covered under the Act and reporting on the adequacy and operating effectiveness of internal financial controls over financial reporting is not applicable to such subsidiary company and subsidiary entity.

b) The consolidated financial statements also include unaudited financial statements of two associates for which Group's share of net loss (including other comprehensive income) is ₹ 907 Lakhs. Because financial statements are unaudited, report on internal financial control over financial reporting for the year is not provided to us.

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

Milan Mody
Partner
Membership No. 103286
UDIN: 23103286BGPZLY9564

Place: Mumbai
Date: 16th May, 2023

NAVNEET Knowledge is wealth

CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH, 2023

(₹ in Lakhs)

Particulars	Notes	As at 31st March, 2023	As at 31st March, 2022 (Restated) (Refer Note 63)
I. ASSETS			
Non-current assets			
(a) Property, plant and equipment	3	17,693	18,365
(b) Right of use assets	4	930	1,834
(c) Capital work-in-progress	5	65	119
(d) Investment property	6	-	11
(e) Goodwill		2,394	2,394
(f) Other intangible assets	7	3,032	2,250
(g) Intangible assets under development	8	673	275
(h) Investments accounted for using the equity method	9	16,924	12,055
(i) Financial assets			
(i) Investments	10	13,034	4,650
(ii) Loans	11	1,938	1,983
(iii) Other financial assets	12	683	386
(j) Assets for non-current Tax	13	393	827
(k) Other non-current assets	14	2,442	2,632
Total non-current Assets		**60,201**	**47,781**
Current assets			
(a) Inventories	15	62,471	46,282
(b) Financial assets			
(i) Trade receivables	16	33,138	24,218
(ii) Cash and cash equivalents	17	2,396	2,459
(iii) Other bank balances	18	355	468
(iv) Loans	19	251	252
(v) Other financial assets	20	2,271	1,217
(c) Other current assets	21	4,571	4,237
Total current Assets		**1,05,453**	**79,133**
TOTAL ASSETS		**1,65,654**	**1,26,914**
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	22	4,524	4,524
(b) Other equity	23	1,10,507	90,265
Total equity		1,15,031	94,789
Non-controlling interests	24	43	188
LIABILITIES			
Non-Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	25	-	22
(ii) Lease liabilities	26	38	1,168
(b) Provisions	27	107	138
(c) Deferred tax liabilities (net)	28	3,745	1,780
(d) Other non current liabilities	29	281	5
Total non-current liabilities		**4,171**	**3,113**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	30	27,621	11,324
(ii) Lease liabilities	26	1,124	999
(iii) Trade payables	31		
- Amount due to micro and small enterprises		1,050	976
- Amount due to others		5,398	5,899
(iv) Other financial liabilities	32	3,227	2,382
(b) Other current liabilities	33	1,825	1,333
(c) Provisions	34	5,242	5,704
(d) Liabilities for current tax	35	922	206
Total current liabilities		**46,409**	**28,824**
TOTAL EQUITY AND LIABILITIES		**1,65,654**	**1,26,914**

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

CONSOLIDATED STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

	Particulars	Notes	For the year ended 31st March, 2023	For the year ended 31st March, 2022 (Restated) (Refer Note 63)
I	Revenue from operations	36	1,69,683	1,11,430
II	Other Income (net)	37	1,474	1,881
III	**Total Income (I + II)**		**1,71,157**	**1,13,311**
IV	**Expenses**			
	Cost of materials consumed	38	92,775	54,506
	Purchase of stock-in-trade		521	624
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	39	(8,702)	(1,961)
	Manufacturing Expenses	40	10,792	7,892
	Employee benefits expense	41	23,215	18,391
	Finance costs	42	1,164	623
	Depreciation, amortisation and impairment of assets	43	5,807	4,967
	Other expenses	44	21,281	15,717
IV	**Total expenses**		**1,46,853**	**1,00,759**
V	Profit before share of profit/(loss) of an associate and tax (III - IV)		24,304	12,552
VI	Share of profit / (loss) of an associate			
	Group's share of profit / (loss) from current year/ period		(916)	(6,929)
VII	Profit / (Loss) before exceptional items and tax for the period / year (V + VI)		23,388	5,623
VIII	Exceptional items (net)	45	6,409	7,880
IX	Profit before tax for the year (VII+VIII)		29,797	13,503
X	Tax expense:			
	Current Tax		7,826	4,424
	Deferred Tax		1,539	1,616
	(Excess) / Short Provision of earlier year		56	28
			9,421	6,068
XI	**Profit for the year (IX - X)**		**20,376**	**7,435**
XII	Other comprehensive income:			
	a) Items that will not be reclassified to profit or loss in subsequent year (including Group's proportionate share of an associate)"			
	Re-measurement of net defined benefit plan		412	(263)
	Less: Income tax on above		(89)	71
	Foreign currency translation reserve		(1)	(1)
	ii) Equity instruments through Other Comprehensive Income		4,282	-
	Less: Income tax relating to the above		(499)	-
			-	-
	b) Items that will be reclassified to profit or loss in subsequent year		-	-
	Cash flow hedge through other comprehensive income		(288)	(187)
	Less: Income tax on above		72	47
XII	Total other comprehensive income / (loss) for the year, net of tax		3,889	(333)
XIII	**Total Comprehensive Income for the year (XI + XII) (Total of profit and other comprehensive income for the year)"**		**24,265**	**7,102**
	Profit attributable to:			
	Owners of the parent		20,454	7,556
	Non-controlling interest		(78)	(121)
			20,376	**7,435**
	Other comprehensive income attributable to:			
	Owners of the parent		3,889	(333)
	Non-controlling interest		-	-
			3,889	**(333)**
	Earnings per equity share of ₹2/- each (Previous Year: ₹2/- each)	50		
	(1) Basic		9.04	3.33
	(2) Diluted		9.04	3.33

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

NAVNEET
Knowledge is wealth

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

	Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022 (Restated) (Refer note 63)
A.	**Cash Flow from Operating Activities**		
	Net profit before tax, including exceptional items	29,797	13,503
	Adjustments for:		
	Interest income	(160)	(87)
	(Profit) on disposal of property, plant and equipment (Refer note 45)	(784)	(6,990)
	(Profit) on sale of investments	(131)	(71)
	Share of (profit) of an associate	916	6,929
	Impairment of Goodwill (Refer note 45)	-	2,233
	(Profit) / Loss on fair valuation of investments	(352)	69
	Gain on deemed disposal in share of an associate (Refer note 45)	(5,776)	(3,300)
	Bad-debts written off	54	75
	Finance costs	1,164	623
	Provisions for doubtful advances	125	118
	Provisions for doubtful deposits	-	3
	Provision for contingencies	-	149
	Allowance for bad and doubtful debts and credit losses	265	92
	Profit due to Lease Modification	(1)	-
	Unrealised foreign exchange fluctuation (loss) (net)	(37)	(63)
	Depreciation, amortisation expenses and impairment	5,807	4,967
	Operating Profit before working capital changes	**30,887**	**18,250**
	Changes in operating assets and liabilities:		
	(Increase) / Decrease in inventories	(16,189)	(5,397)
	(Increase) / Decrease in trade and other receivables	(9,202)	(5,858)
	(Increase) / Decrease in other financial assets	(983)	738
	(Increase) / Decrease in other non-current financial assets	(253)	(1)
	(Increase) / Decrease in other non-current assets	139	23
	(Increase) / Decrease in other current assets	(460)	866
	Increase / (Decrease) in trade and other payables	(427)	(984)
	Increase / (Decrease) in provisions	(493)	1,005
	Increase / (Decrease) in other non current liabilities	277	#
	Increase / (Decrease) in financial liabilities	722	(598)
	Increase / (Decrease) in current liabilities	493	(674)
	Cash Generated from Operations	**4,512**	**7,370**
	Less: Income taxes paid (Refer note 3 below)	(6,671)	(4,458)
	Net cashflows generated from Operating Activities (A)	**(2,159)**	**2,912**
B.	**Cash flow from Investing Activities**		
	Purchase of property, plant and equipment, investment property, intangible assets (including intangible assets under development) and change in capital work-in-progress	(5,089)	(3,825)
	Proceeds from disposal of property, plant and equipment	720	7,236
	Loan/advances given	(10)	(905)
	Loan/advances received back	82	1,231
	Payment for purchase of investment	(1,03,012)	(1,00,824)
	Proceeds from sale of investment	1,03,143	1,00,371
	Payment for investment in an associate and other entities (through subsidiary company / entity)	(3,750)	(5,617)
	Payment for investment in subsidiary (through subsidiary company), net of cash acquired	(777)	(125)
	Interest income received	160	87
		(8,533)	**(2,371)**
	Less: Income taxes paid on interest income (Refer note 3 below)	(62)	(42)
	Net cashflows used in from Investing Activities (B)	**(8,595)**	**(2,413)**

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in Lakhs)

Particulars		For the year ended 31st March, 2023	For the year ended 31st March, 2022 (Restated) (Refer note 63)
C.	**Cash flow from Financing Activities**		
	Payment against buyback of shares (face value and premium including buy-back tax)	-	(3,164)
	Buy back expense (Net of tax)	-	(49)
	Proceeds from short term borrowings	59,123	21,150
	Repayment of short term borrowings	(42,398)	(20,250)
	Repayment of vehicle loan	(30)	(7)
	Proceeds from issue of commercial paper	8,500	13,500
	Repayment of long-term borrowings	-	(83)
	Repayment of commercial paper	(9,500)	(7,500)
	Payments of Lease liabilities [including interest of ₹ 153 Lakhs (P.Y. ₹ 216 Lakhs)]	(1,150)	(1,098)
	Finance costs paid	(1,012)	(408)
	Dividend Paid	(3,422)	(2,300)
	Net cashflows used in Financing Activities (C)	**10,111**	**(209)**
	Net Increase / (Decrease) in Cash and Cash Equivalents (A + B + C)	**(643)**	**290**
	Cash and cash equivalent as at the commencement of the period	(1,157)	(1,448)
	Cash and cash equivalent as at the end of the period	(1,800)	(1,158)
	Net Increase / (Decrease) as mentioned above	**(643)**	**290**

Notes:

1. The above Statement of Cash Flow has been prepared under the 'Indirect Method' set out in IND AS 7, "Statement of Cash Flows".
2. Refer note 57 for changes in financing activities arising from cash and non-cash changes.
3. Aggregate taxes paid during the year ₹ 6,733 lakhs (Previous year: ₹ 4,500 lakhs).
4. Reconciliation of cash and cash equivalents as per cash flow statement:

Particulars	31st March, 2023	31st March, 2022 (Restated) (Refer note 63)
Cash and cash equivalent (Refer note 17)	2,396	2,459
Bank overdrafts (Refer note 30) and book overdrafts (Refer note 32)	(3,999)	(3,597)
Cash credit considered as cash and cash equivalents (Refer note 30)	(196)	(19)
Balances as per statement of cash flow	**(1,800)**	**(1,158)**

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31st MARCH, 2023

A. Equity Share Capital

(₹ in Lakhs)

Balance as at 1st April, 2021	Changes in equity share capital during the year 2021-22	Balance as at 31 March, 2022	Changes in equity share capital during the year 2022-23	Balance as at 31 March, 2023
4,577	(53)	4,524	-	4,524

B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and surplus				Other comprehensive income				Total other equity
	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained earnings	Re-measurement of the net defined benefit plan	Equity instrument through OCI	Foreign currency reserve on conversion of foreign subsidiary	Cash flow hedge reserve	
Balance as at 31st March, 2021	**221**	**76**	**2,156**	**86,409**	**(589)**	**-**	**(2)**	**201**	**88,470**
Amount utilised for Dividend and Dividend Distribution Tax	-	-		(2,270)	-	-	-	-	(2,270)
Addition during the year (net of taxes)	-	-	-	-	(192)	-	(1)	(140)	(333)
Amount transferred to capital redemption reserve upon buyback	53	-	-	(53)	-	-	-	-	-
Buy-back from open market (including buy back tax of ₹ 588 Lakhs)	-	-	-	(3,111)	-	-	-	-	(3,111)
Buy-back expenses (net of tax)	-	-	-	(49)	-	-	-	-	(49)
Net profit for the year	-	-	-	7,556	-		-	-	7,556
Balance as at 31st March, 2022	**274**	**76**	**2,156**	**88,482**	**(782)**	**-**	**(3)**	**61**	**90,265**
Amount utilised for Dividend and Dividend Distribution Tax	-	-	-	(3,393)	-	-	-	-	(3,393)
Addition during the year (net of taxes)	-	-	-	-	322	3,785	(1)	(216)	3,890
Acquisition of non-controlling interest				(710)					(710)
Net profit for the year	-	-	-	20,454	-	-	-	-	20,454
Balance as at 31st March, 2023	**274**	**76**	**2,156**	**1,04,833**	**(460)**	**3,785**	**(4)**	**(154)**	**1,10,507**

Notes:

a) The Board of Directors, in its meeting held on 27th May, 2021, had approved the buyback of the Holding Company's fully paid-up equity shares having face value of ₹ 2 per share at the maximum buyback price of ₹ 100 per equity share and the maximum buyback size of ₹ 5,000 Lakhs; the indicative maximum number of equity shares to be bought back would be 50,00,000 Equity shares comprising approximately 2.18% of the paid-up equity shares capital of the Holding Company as of 31st March, 2021 (on a standalone basis). The buyback was offered to all eligible equity shareholders of the Holding Company (other than the promoters, the promoter group and persons in control of the Company) under the open market route through stock exchange mechanism.

The Holding Company has bought back 26,57,319 equity shares upto the year ended 31st March, 2022 under the open market route through stock exchange mechanism which are also extinguished as per Regulation 21 read with Regulation 11 of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended. Consequently, buyback tax has been accounted on such shares bought back amounting to ₹ 588 Lakhs for the year ended 31st March, 2022. In accordance with section 69 of the Companies Act 2013, during the year ended 31st March, 2022, the Holding Company has created 'Capital Redemption Reserve' of the nominal value of the shares bought back as an appropriation from retained earnings.
The buy back process was completed on 6th December, 2021 by the Holding Company.

b) For acquisition of additional interests during the year, with no change in control, in a subsidiary company Genext Students Private limited the group has recognised a reduction to the non controlling interest with the difference between the carring amount of non controlling interest and the consideration paid, being recognised in other equity.

c) Refer note 23 for nature and purpose of other equity.

The accompanying notes form an integral part of the consolidated financial statements.

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

CONSOLIDATED SIGNIFICANT ACCOUNTING POLICIES

FOR THE YEAR ENDED 31st MARCH, 2023

1 GROUP OVERVIEW, NATURE OF ENTITY'S OPERATIONS AND ITS PRINCIPAL ACTIVITIES

Navneet Education Limited ('the Holding Company') is a public limited company, together with its subsidiaries and associates (collectively referred to as 'the Group'). The operations of the Group are primarily manufacturing and trading of education books, reference books, technical & professional books in paper form and e-learning form and also paper and non-paper based stationery products.

The Holding Company is incorporated and domiciled in India and has its registered office at Navneet Bhavan, Near Shardasharam Society, Bhavani Shankar Road, Dadar, Mumbai - 400028, Maharashtra, India. The Holding Company is listed on Bombay Stock Exchange and National Stock Exchange.

The consolidated financial statements of the Group for the year ended 31st March, 2023 were approved and adopted by board of directors of the Holding Company on their meeting dated 16th May, 2023.

2 SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGMENTS

2.1 Basis of preparation

a) Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

The Group has consistently applied the accounting policies used in the preparation of its consolidated financial statements except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Functional and presentation currency

Items included in the consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The consolidated financial statements are prepared in ₹ which is the functional and presentation currency. All amounts are rounded to nearest Lakhs except when otherwise mentioned. Figures less than ₹ 50,000 are denoted by #.

c) Basis of measurement

The financial statements have been prepared under historical cost convention basis, except for the following material items which are measured at fair value as required by relevant Ind AS:

i) Certain financial assets and financial liabilities (including derivative instruments) [Refer accounting policy regarding financial instruments in note no. 2.3(j)]

ii) Defined benefit plans.

2.2 Basis of Consolidation

a) Principles of consolidation

i) The consolidated financial statements relate to the financial statements of the holding Company, its subsidiaries and associates as at 31st March, 2023. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

a) Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)

b) Exposure, or rights, to variable returns from its involvement with the investee, and

c) The ability to use its power over the investee to affect its returns.

ii) The Group can have power over the investee even if it owns less than majority voting rights, i.e. rights arising from other contractual arrangements. The

Group re-assesses whether or not it controls an investee, if facts and circumstances indicate that there are changes to one or more of the three elements of control.

iii) Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

iv) Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

v) The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the holding Company, i.e., year ended on 31st March, 2023. When the end of the reporting period of the holding Company is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the holding Company to enable the holding Company to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

b) Consolidation procedure:

i) Consolidation procedure for subsidiaries

a) The financial statements of the Group have been combined on line-by-line basis by adding book values of like items of assets, liabilities, equity, income, expenses and cash flows of the holding Company with those of its subsidiaries. For this purpose, the income and expenses of the subsidiaries are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

b) Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's statement of profit and loss and net assets that is not held by the Group. Statement of profit and loss balance (including other comprehensive income ('OCI')) is attributed to the equity holders of the Holding Company and to the non-controlling interest basis the respective ownership interests and such balance is attributed even if this results in controlling interests having a deficit balance.

c) Foreign subsidiary

Functional and reporting currency of foreign subsidiary is different from the reporting currency of the Holding Company. All assets and liabilities (excluding share capital and opening reserves and surplus) of foreign subsidiary are translated into ₹ using the exchange rate prevailing at the reporting date. The income and expenses of foreign subsidiary is translated into Indian Rupee at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction. Exchange differences are recognised in OCI and accumulated in equity (as exchange differences on translating the financial statements of a foreign subsidiary), except to the extent that the exchange differences are allocated to Non-controlling interest (NCI).

When a foreign subsidiary is disposed of in its entirety or partially such that control, significant influence or join control is lost, the cumulative amount of exchange differences related to that foreign subsidiary recognised in OCI is reclassified to the Statement of Profit and Loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount of foreign exchange differences is re-allocated to NCI. When the Group disposes of only a part of its interest in an associate or a Joint Venture while retaining significant influence or joint control, the relevant proportion of the cumulative amount of foreign exchange differences is reclassified to the Statement of Profit and Loss.

ii) Consolidation procedure for the associates

a) Investment in entities in which there exists significant influence but not a controlling interest are accounted for under the equity method i.e., the investment is initially recorded at cost, identifying any goodwill arising at the time of acquisition, as the case may be, which will be inherent in investment. The carrying amount of the investment is adjusted thereafter for the post acquisition changes in the share of net assets of the investee, adjusted where necessary to ensure consistency with the accounting policies of the Group. Gain or loss in respect of changes in other equity resulting in dilution of stake in the associates is recognised in the Statement of Profit and Loss.

b) The consolidated statement of profit and loss (including the other comprehensive income) includes the Group's share of the results of the operations of the investee.

c) The Group discontinues the use of equity method from the date when investee ceases to be an associate.

d) Goodwill relating to the associates are included in the carrying amount of the investment and is not tested for impairment individually.

iii) Eliminations

a) Offset (eliminate) the carrying amount of the holding Company's investment in each subsidiary and the holding Company's portion of equity of each subsidiary.

b) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 'Income Taxes' applies to temporary differences that arise from the elimination of profits and losses resulting from intra-group transactions.

c) Business combination:

i) The excess of cost to the holding Company of its investment in subsidiaries and associate over the holding Company's portion of equity, at the date on which investment in subsidiaries and associate is made, is recognised as Goodwill in the Consolidated Financial Statements. When the cost to the holding Company is less than the holding Company's portion of equity, the difference is recognised in the financial statements as Capital Reserve.

ii) After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

iii) Cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

2.3 Significant Accounting policies

a) Presentation and disclosure of consolidated financial statements

All assets and liabilities have been classified as current and non-current as per Group's normal operating cycle and other criteria set out in the division II of Schedule III of the Companies Act, 2013, for a Group whose consolidated financial statements are made in compliance with the Companies (India Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Based on the nature of business and their realisation in cash and cash equivalents, 12 months has been considered by the Group for the purpose of current / non-current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities as the case may be.

b) Property, plant and equipment & Depreciation

i) All Property, Plant and Equipment are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Cost of property, plant and equipment includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of the expected cost for the dismantling/decommissioning of the asset.

ii) Capital work-in-progress comprises of cost incurred on property, plant and equipment not yet ready for their intended use on the Balance Sheet date. Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

iii) Property, plant and equipment are eliminated from financial statements, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

iv) Subsequent expenditures relating to property, plant and equipment are capitalised only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

v) When parts of an item of property, plant and equipment have different useful lives, they are accounted for as a separate item (major components) of property, plant and equipment.

vi) The carrying amount of an item of property, plant and equipment shall be derecognised:

i. on disposal; or

ii. when no future economic benefits are expected from its use or disposal.

vii) Depreciation on property, plant and equipment

Depreciation on property, plant and equipment (other than freehold land and capital work in progress) is provided on WDV over the useful lives of the relevant assets, net of residual value, whose lives are in consonance with the lives mentioned in Schedule II of the Companies Act, 2013, except the following cases:

a) In case of one subsidiary 'Indiannica Learning Private Limited', where depreciation is calculated on straight line basis as per useful lives prescribed under Schedule II of the Companies Act, 2013 and estimated useful life of 3 years for servers and networks being lower than the useful life of 6 years as prescribed under Part C of Schedule II of the Companies Act, 2013. Also, leasehold improvements are depreciated over the period of lease term or 10 years, whichever is less.

b) Individual assets whose cost does not exceed ten thousand rupees has been provided fully in the year of capitalisation.

c) In case of one step-down subsidiary 'Genext Students Private Limited', depreciation on property, plant and equipment commences when the assets are ready for their intended use which is generally on commissioning. Items of property, plant and equipment are depreciated in a manner that amortises the cost (or other amount substituted for cost) of the assets after commissioning, less its residual value, over their useful lives as specified in Schedule II of the Companies Act, 2013 on a straight-line basis.

The estimated useful lives of property, plant and equipment of the Company are as follows:

Furniture and Fixtures	8 – 10 Years
Office Equipment	5 Years

d) In the case of assets purchased, sold or discarded during the year, depreciation on such assets is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such asset has been sold or discarded.

e) The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the properties, plant and equipment and in case of any changes, effect of the same is given prospectively.

f) Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with Ind AS 105 and the date that the asset is derecognised.

c) Investment properties & Depreciation on investment properties

i) Property (Land or a Building or part of a building or both and related equipment's & furniture) that are held for long term rental yields or for capital appreciation or both, rather than for:

a) Use in the production or supply of goods or services or for administrative purposes; or

b) Sale in the ordinary course of business.

are recognised as investment property in books of accounts.

ii) Investment properties are measured initially at cost, including transaction costs. Cost of investment properties includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition and location and present value of any obligatory decommissioning cost for its intended use.

Subsequent expenditure is capitalised to the assets carrying amount only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are recognised in the Statement of Profit and Loss when incurred.

iii) Depreciation on investment properties

a) Depreciation on investment properties is provided on WDV over the useful life of the relevant assets net of residual value whose life is in consonance with the life mentioned in Schedule II of the Companies Act, 2013.

b) In the case of investment property purchased, sold or discarded during the year, depreciation on such investment property is calculated on pro-rata basis from the date of such addition or as the case may be, upto the date on which such investment property has been sold or discarded.

c) The residual values, useful lives and methods of depreciation of investment properties are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the investment properties and in case of any changes, effect of the same is given prospectively.

d) Intangible assets & Amortisation

i) Acquired intangible assets:

Intangible assets are recognised when the Group controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Group and the cost of the asset can be reliably measured. At initial recognition, intangible assets are recognised at cost. Intangible assets are carried at cost of development and / or consideration paid for acquisition less accumulated amortisation and accumulated impairment loss; if any.

Amortisation of intangible assets is provided on straight line basis over the estimated useful life as tabulated below:

Block	Range of useful life
Trademark and copyright	3 to 10 years*
Software	2.5 to 3 years

License is capitalised at the amounts paid to acquire the respective license for use and is amortised over the period of license.

ii) Internally generated intangible assets:

Content and Technology platform development expenditure incurred where it is reasonably certain that outcome of development will be commercially exploited to yield economic benefits to the Group, is considered as an intangible asset. Content and Technology platform development cost includes majorly salaries related to contents and technology platform capitalised during the year.

During the previous year, one subsidiary 'Navneet Futuretech Limited' has changed its estimated useful life of content and technology platform created in earlier years from 4 years to 3 years for contents and from 3 years to 2 years for technology platforms.

For newly capitalised intangible assets, estimated useful life is considered 3 years. The intangible assets are amortised over 3 years on Straight Line Method basis.

One subsidiary 'Genext Students Private Limited' amortises its intangible assets as follows:

Block	Range of useful life
Educational content software	3 years from year in which project is capitalised
Trademark and copy right	3 years from year in which project is capitalised

iii) Intangible assets under development comprises of cost incurred on intangible assets under development that are not ready for their intended use as at the balance sheet date.

iv) Subsequent expenditures related to an item of intangible assets are added to its carrying amount when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

v) The useful lives and methods of amortisation of intangible assets are reviewed at each balance sheet date to reflect the expected pattern of consumption of the future benefits embodied in the intangible assets and in case of any changes, effect of the same is given prospectively.

e) Impairment of non-financial assets

Assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the statement of profit and loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

f) Non-Current assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through sale rather than through continuing use and the sale is highly probable. Management must be committed to the sale, which should be expected within one year from the date of classification. The criteria for held for sale classification is regarded as met only when the asset is available for immediate sale in its present condition, subject to terms that are usual and customary for sales of such assets, its sale is highly probable; and it will genuinely be sold, not abandoned. The Group treats sale of the asset to be highly probable when:

i) The appropriate level of management is committed to a plan to sell the asset,

ii) An active programme to locate a buyer and complete the plan has been initiated,

iii) The asset is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

iv) The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

v) Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale are presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised. Gains and losses on disposals of such assets held for sale are determined by comparing proceeds with carrying amounts and are recognised in the statement of profit and loss.

The Deposits associated with assets held for sale are presented separately from other liabilities in the balance sheet.

g) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

i) Raw Materials (including pen drive, CD), Packing Materials, Stores & Spares are valued at lower of cost and net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

The Cost comprises of costs of purchase, duties and taxes (other than those subsequently recoverable), conversion cost and other costs after deducting discounts and rebates which are incurred in bringing the inventories to their present location and condition. Cost is determined on the weighted average basis (first-in first-out basis in case of one subsidiary 'Indiannica Learning Private Limited'). Cost also includes the reclassification from OCI of any gains or losses on qualifying cash flow hedges relating to purchases of raw material but excludes borrowing costs.

ii) Finished Goods and Work in Progress are valued at lower of cost and net realisable value. Cost includes direct materials valued on weighted average basis (first-in first-out basis in case of one subsidiary 'Indiannica Learning Private Limited'), conversion cost (i.e., costs directly related to the units of production), an appropriate proportion of manufacturing overheads based on normal operating capacity and other costs incurred in bringing them to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale.

iii) Stocks in trade (Traded goods) are valued at lower of cost and net realisable value. Cost includes direct materials valued on weighted average basis (first-in first-out basis in case of one subsidiary 'Indiannica Learning Private Limited'), and other costs incurred in bringing them to their present location and condition.

iv) Scraps are valued at estimated net realisable value.

v) Cost of inventories is arrived at after providing for cost of obsolescence wherever considered necessary.

Net realisable value (NRV) test is performed on these costs by comparing estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

h) Borrowing Cost

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the respective asset till such a time as the asset is ready for its intended use or sale. A qualifying asset is an asset which necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest expenses calculated as per effective interest method, exchange differences arising from foreign currency borrowings to the extent they are treated as an adjustment to the borrowing cost.

i) Operating Segments

The operating segments have been identified based on the conditions specified in paragraph 5 to Ind AS 108, i.e. an operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available.

Operating Segments are reported in a manner consistent with internal reporting provided to the CODM. The Managing Director is the CODM of the group. The group prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Group as a whole.

j) Financial instruments

Initial recognition

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. However, loans and borrowings and payables are recognised net of directly attributable transaction costs and trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Classification of financial assets

Financial assets are classified as 'equity instrument' if it is a non-derivative and meets the definition of 'equity' for the issuer. All other non-derivative financial assets are 'debt instrument'.

Subsequent measurement

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

Non-derivative financial assets:

Financial assets at amortised cost and the effective interest method

Debt instruments shall be measured at amortised cost if both of the following conditions are met:

i. the asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling assets;

ii. the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Debt instruments meeting these criteria are measured initially at fair value plus transaction costs.

They are subsequently measured at amortised cost using the effective interest method less any impairment, with interest recognised on an effective yield basis in investment income.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts the estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

The Group may irrevocably elect at initial recognition to classify a debt instrument that meets the amortised cost criteria above as at Fair Value Through Profit & Loss (FVTPL) if that designation eliminates or significantly reduces an accounting mismatch had the financial asset been measured at amortised cost.

Equity instruments

At initial recognition, an irrevocable election is made (on an instrument-by-instrument basis) to designate investments in equity instruments other than held for trading purpose at FVTOCI.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity investments designated as FVTOCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all fair value changes recognised in the statement of profit and loss.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets that do not meet the criteria of classifying as amortised cost or fair value through other comprehensive income described above, or that meet the criteria but the entity has chosen to designate as at FVTPL at initial recognition, are measured at FVTPL.

Investments in equity instruments are classified as at FVTPL, unless the Group designates an investment that is not held for trading at FVTOCI at initial recognition.

Financial assets classified at FVTPL are initially measured at fair value excluding transaction costs.

Financial assets at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss.

Dividend income on investments in equity instruments at FVTPL is recognised in the statement of profit and loss in investment income when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity; and the amount of the dividend can be measured reliably.

Equity investments

All equity investments within the scope of Ind AS 109 are measured at fair value. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such an election on an instrument-by-instrument basis. The classification is made upon initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to the statement of profit and loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity. Equity investments designated as FVTOCI are not subject to impairment assessment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Impairment of financial assets

On initial recognition of the financial assets, a loss allowance for expected credit loss is recognised for debt instruments at amortised cost and FVTOCI. For debt instruments that are measured at FVTOCI, the loss allowance is recognised in other comprehensive income in the statement of profit and loss and does not reduce the carrying amount of the financial asset in the balance sheet.

Expected credit loss of a financial instrument is measured in a way that reflects:

i) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;

ii) the time value of money; and

iii) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition.

When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

If, at the reporting date, the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. If the credit risk on that financial instrument has increased significantly since initial recognition, the Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date is recognised as an impairment gain or loss in the statement of profit and loss.

Derecognition of financial assets

The Group derecognises a financial asset on trade date only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset other than in its entirety (e.g., when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amounts allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in the statement of profit and loss. Cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Financial liabilities and equity instruments issued by the Group

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either 'financial liabilities at FVTPL' or 'other financial liabilities'.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

i) it has been acquired or incurred principally for the purpose of repurchasing it in the near term; or

ii) on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and for which there is evidence of a recent actual pattern of short-term profit taking; or

iii) It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may also be designated as at FVTPL upon initial recognition if:

i) such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or

ii) the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed, and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy and information about the Group is provided internally on that basis; or

iii) It forms part of a contract containing one or more embedded derivatives, and Ind-AS 109 Financial Instruments permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in the statement of profit and loss, except for the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability which is recognised in other comprehensive income.

The net gain or loss recognised in the statement of profit and loss incorporates any interest paid on financial liability.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Holding Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

i) the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and

ii) the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Reclassification of financial assets and liabilities

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no re-classification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a re-classification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group 's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group re-classifies financial assets, it applies the re-classification prospectively from the re-classification date which is the first day of the immediately next reporting period following the change in business model. The Group does not re-state any previously recognised gains, losses (including impairment gains or losses) or interest.

Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Derivatives and hedge accounting

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

The Group designates certain derivatives as either:

i) hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedge);

ii) hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge); or

iii) Hedges of a net investment in a foreign operation (net investment hedge).

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including its analysis of the sources of hedge ineffectiveness and how it determines the hedge ratio).

The full fair value of a hedging derivative is classified as a non-current financial asset or financial liability when the residual maturity of the derivative is more than 12 months and as a current financial asset or financial liability when the residual maturity of the derivative is less than 12 months.

Fair value hedge

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recorded in the statement of profit and loss, together with any changes in the fair value of the hedged item that are attributable to the hedged risk.

Hedge accounting is discontinued when the Group revokes the hedging relationship, when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to the statement of profit and loss from that date.

Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under the heading cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit and loss and is included in the ‘other gains and losses’ line item.

Amounts previously recognised in other comprehensive income and accumulated in equity are reclassified to the statement of profit and loss in the periods when the hedged item affects the statement of profit and loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognised in other comprehensive income and accumulated in equity are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the statement of profit and loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the statement of profit and loss.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal market or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole. The fair value hierarchy is described as below:

Level 1 – unadjusted quoted price in active markets for identical assets and liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 – unobservable inputs for the asset or liability

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy.

k) Revenue recognition

The Group earns revenue primarily from the sale of knowledge-based information in educational and general books, paper stationery and non-paper stationery.

Revenue is recognised upon transfer of control of promised products and services to customers, when there are no longer any unfulfilled obligations, in an amount that reflects the consideration which the Group expects to receive in exchange for those products and services. The Performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

- Sale of products

  Revenue is recognised at a point in time upon transfer of control of promised products to customers, which coincides with dispatch or delivery of goods as per the relevant terms of the contract, in an amount that reflects the consideration we expect to receive in exchange for those products. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Accumulated experience and judgement are used to estimate and provide for turnover discounts, expected cash discounts, other eligible discounts, expected returns and incentives.

Payment for the sale is made as per the credit terms in the agreements with the customers. The credit period is generally short term, thus there is no significant financing component.

- Sale of services

  Revenue from services rendered is recognised at a point in time based on agreements / arrangements with the customers. Service income is recorded net of GST. Revenue for fixed price contracts (including right to use contents) are recognised over the contract period on straight line basis unless there is a more appropriate allocation.

  Revenue from sale of educational contents in digital form is recognised as under:

  - o In case the sale is in the nature of right to use, the revenue is recognised at the point of time when the license for the content is activated and there are no further performance obligations.
  - o In case the sale is in the nature of right to access, the revenue is recognised over the license period on straight line basis unless there is more appropriate allocation.
  - o Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.
  - o Unearned and deferred revenue ("contract liability") is recognised when there is a billing in excess of revenues.

- Income from power generation

  Income from power generation is recognised on the basis of electrical units generated & transferred to transmission company (in excess of captive consumption) and is recognised at prescribed rate as per agreement for sale of electricity by the Group. Income from power generation is grouped under 'Other operating revenue'.

- Revenue from subscription of digital content / Royalty for right-to-use license are accounted over the subscription period / agreement period in accordance with the terms of the arrangement.

- Right to return assets

  A right of return gives the company a contractual right to recover the goods from a customer (right to return asset) if the customer exercises its option to return the goods and obtain a refund. The asset is measured at the carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Group has presented its right to return assets under other current assets.

- Refund liability

  A refund liability is the obligation to refund part or all of the consideration received (or receivable) from the customer. The Company has therefore recognised refund liabilities in respect of customer's right to return. The liability is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimate of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period. The

Company has presented its refund liabilities under other provisions.

- Other Income
  - o Interest income in respect of all the Debt Instruments, financial guarantees and deposits which are measured at amortised cost or at fair value through profit and loss or at fair value through other comprehensive income, is recorded using effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.
  - o Dividend income on investment is accounted for in the year in which the right to receive the payment is established.
- Contracts with customer and significant judgement in applying the standard
  - o The Group's contracts with customers mainly include promises to transfer products and services to a customer. The Group assesses the products / services promised in the contract and identifies distinct performance obligations in the contract, if any.
  - o Judgement is required to determine the transaction price for the contract. The transaction price could be either a fixed amount of consideration or variable consideration with elements such as volume discounts and incentives. The estimated amount of variable consideration is adjusted in the transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur and is reassessed at the end of each reporting period.

l) Government grants

Government grants are recognised when there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Incentives on exports related to operations as provided by government are recognised in books after due consideration of certainty of utilisation / receipt of such incentive.

m) Trade receivable

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If the receivable is expected to be collected within a period of 12 months or less from the reporting date (or in the normal operating cycle of the business, if longer), they are classified as current assets, otherwise as non-current assets.

Trade receivables are measured at their transaction price unless it contains a significant financing component or pricing adjustments embedded in the contract.

Loss allowance for expected life time credit loss is recognised on initial recognition.

n) Foreign currency transactions

Foreign Currency transactions are translated into the functional currency of the respective group entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rates). As at the Balance Sheet date, foreign currency monetary assets and liabilities are translated at closing exchange rate. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realised upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

As per Appendix B to Ind AS 21, when an entity has received or paid advance contribution in a foreign currency, transaction rate as on the date of receipt of advance is considered for recognition of related asset, expenses or income.

o) Employee benefits

i) Short term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii) Post-employment benefits

a) Defined Contribution Plan

The defined contribution plan is a post-employment benefit plan under which the Group contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution. The Group's defined contribution plan comprises of Provident Fund and Labour Welfare Fund and Government Pension Fund in respect of certain employees at a pre-determined rate. The Group's contribution to defined contribution plans are recognised in the statement of profit and loss in the period in which the employee renders the related services.

b) Defined benefit plan

The Group has defined benefit plans comprising of Gratuity. Group's obligation towards gratuity liability, wherever applicable, is funded and is managed by Life Insurance Corporation of India (LIC), except in case of one subsidiary 'Esense Learning Private Limited'. The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Re-measurements comprising of (a) actuarial gains and losses, (b) the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability) and (c) the return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to statement if profit and loss in subsequent periods.

The return on plan assets is the Group's expectation of average long-term rate of return on the investment of the fund over the entire life of the related obligation. Plan assets are measured at fair value as at the Balance Sheet date.

The interest cost on defined benefit obligation and expected return on plan assets is recognised under finance cost.

Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

iii) Compensated absences

The Group has benefits in the form of compensated absences. The present value of such compensated absences is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit and loss as income or expense.

Gains or losses on the curtailment or settlement are recognised when the curtailment or settlement occurs.

p) Leases

The Group has adopted Ind AS 116 'Leases' effective from 1st April, 2019, as notified by the Ministry of Corporate Affairs in the Companies (Indian Accounting Standard) Amendment Rules, 2019.

As a Lessee:

- The Group's lease asset classes primarily consist of leases for office premises, warehouses, vehicles and computers.
- At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
- At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.
- The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprise of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date net of lease incentive received, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.
- The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date over the shorter of lease term of right-of-use asset.
- The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method.
- The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.
- The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that

create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease.

- o Right-of-use assets and lease liability balances are adjusted on partial / full termination of lease and corresponding gain / loss on such partial / full termination is charged to other income / other expenses in the Statement of Profit and Loss.

<u>As a Lessor:</u>

Lease income from operating leases where the Group is a lessor is recognised (net of GST) in income on a straight-line basis over the lease term. The respective leased assets are included in the balance sheet based on their nature.

q) Share based payments

Employee Stock Option Plan:

The fair value of options granted under the Company's employee stock option scheme (excess of the fair value over the exercise price of the option at the date of grant) is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted.

Employee Stock Appreciation Rights Scheme:

Liability for the Company's Employee Stock Appreciation Rights (STAR) granted pursuant to the Company's Employee Stock Appreciation Rights Plan, 2011, shall be measured, initially and at the end of each reporting period until settled, at the fair value of the STARs, by applying an option pricing model, be and is recognised as employee benefit expense over the relevant service period.

r) Taxes on income

Tax expenses for the year comprises of current tax, deferred tax charge or credit and adjustments of taxes for earlier years. In respect of amounts adjusted outside profit or loss (i.e. in other comprehensive income or equity), the corresponding tax effect, if any, is also adjusted outside profit or loss.

i) Current tax:

The current income tax expense charge is calculated on the basis of the tax laws enacted at the end of the reporting period to each entity of the Group. Management of each entity establishes proper provisions on the basis of amounts expected to be paid to the tax authorities.

The Group offsets current tax assets and current tax liabilities where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the assets and settle the liability simultaneously.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii) Deferred Income Tax:

Deferred income tax is provided in full, using the Balance Sheet Method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using the tax rates that have been enacted at the end of the reporting period.

Deferred tax liabilities are recognised for all taxable temporary differences, and deferred tax assets are recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities.

Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in Other Comprehensive Income or directly in Equity, respectively.

iii) Uncertain Tax position:

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

s) Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances, deposits with banks (other than on lien) and all short term and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

For the purpose of cash flow statement, cash and cash equivalent as calculated above also includes outstanding bank overdrafts and cash credit as they are considered an integral part of the Group's cash management.

t) Cash flow statement

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

u) Provisions and contingent liabilities and contingent assets

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

A contingent asset is disclosed, where an inflow of economic benefits is probable. An entity shall not recognise a contingent asset unless the recovery is virtually certain.

v) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible instruments and it is included from the date consideration is receivable (generally the date of their issue) of such instruments.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

w) Dividend distribution

Final equity dividends on shares are recorded as a liability on the date of approval by the shareholders and interim equity dividends are recorded as a liability on the date of declaration by the Group's Board of Directors.

2.4 Use of significant accounting estimates, judgements and assumptions

The preparation of the consolidated financial statements requires management to make estimates, judgments and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of consolidated financial statements and reported amounts of income and expenses during the period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

a) Estimated useful lives and scrap value (Property, plant & equipment, Investment properties and Intangible assets)

The Group has conducted internal assessment of residual value and method of depreciation / amortisation of property, plant & equipment, investment properties and intangible assets and estimated that the useful life is in consonance with Schedule II of the Companies Act, 2013. Property, plant & equipment, investment properties and intangible assets represent a significant proportion of the asset base of the Group. Further the Group has estimated that scrap value of property, plant & equipment would be able to cover the decommissioning costs of property, plant & equipment.

Therefore, the estimates and assumptions made to determine useful life, residual value, method of depreciation / amortisation and decommissioning costs are critical to the Group's financial position and performance.

b) Fair Value Measurement of Financial Instruments

When the fair value of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair values are measured using valuation techniques (obtaining fair valuation report from registered valuer). The inputs to these models are taken from observable market where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include consideration of input such as projections, liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

c) Impairment testing for Licenses under intangible assets, internally generated intangible assets and Goodwill on consolidation

Impairment testing is an area involving management judgement, requiring assessment as to whether the carrying value of assets can be supported by the net present value of future cash flows derived from such assets using cash flow projections which have been discounted at an appropriate rate. In calculating the net present value of the future cash flows, certain assumptions are required to be made in respect of highly uncertain matters including management's expectations of future growth, discount rates etc. The Group has prepared projections for next 5 years which have been used for the said calculations.

d) Determining the lease term of contracts with renewal as a Lessee

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Group uses significant judgement in assessing the lease term (including anticipated renewals).

The Group determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. Any subsequent change in certainty of exercising option to extend lease term could impact the carrying value of right of use asset and lease liability significantly.

e) Allowances for doubtful receivables and credit losses

Allowance for doubtful receivables represent the estimate of losses that could arise due to inability of the customer to make payments when due. These estimates are based on the customer ageing, customer category, specific credit circumstances and the historical experience of the Group as forward-looking estimates at the end of each reporting period.

f) Estimation of provisions and contingencies

Provisions are liabilities of uncertain amount or timing recognised where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Group. The Group exercises judgment and estimates in recognising the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

2.5 New standard issued / modified effective from 1st April, 2023 but not effective as at reporting date

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31st March, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from 1st April, 2023, as below:

Ind AS 1 – Preparation of Financial Statements:

Companies should now disclose "Material Accounting Policies" rather than their "Significant Accounting Policies". Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:

Definition of 'change in account estimate' has been replaced by revised definition of 'accounting estimate'. As per revised definition, accounting estimates are monetary amounts in the financial statements that are subject to measurement uncertainty. A company develops an accounting estimate to achieve the objective set out by an accounting policy. Accounting estimates include:

a) Selection of a measurement technique (estimation or valuation technique)

b) Selecting the inputs to be used when applying the chosen measurement technique.

Ind AS 12 – Income Tax: Narrowed the scope of the Initial Recognition Exemption (with regard to leases and decommissioning obligations). Now such an exemption does not apply to transactions that give rise to equal and offsetting temporary differences. Accordingly, companies will need to recognise a deferred tax asset and a deferred tax liability for temporary differences arising on transactions such as initial recognition of a lease and a decommissioning provision.

The Company does not expect the above amendments to have any significant impact on its financial statements.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

3 PROPERTY, PLANT AND EQUIPMENT (PPE)

(₹ in Lakhs)

Description of Assets	Land (Refer note 3.1)	Buildings (Refer note 3.3)	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Gross block as at 31st March, 2021	**2,050**	**14,223**	**24,286**	**557**	**1,807**	**2,536**	**45,459**
Additions during the year 2021-22	-	2,747	994	131	56	71	3,999
Additions through Business transfer	-	-	12	2	1	-	16
Deduction / adjustments for the year 2021-22	-	56	120	0	-	30	206
Transfer to assets held for sale	-	-	-	-	-	-	-
Gross block as at 31st March, 2022	**2,050**	**16,914**	**25,173**	**690**	**1,863**	**2,577**	**49,268**
Additions during the year 2022-23	-	395	971	97	197	234	1,894
Deduction / adjustments for the year 2022-23	6	24	650	13	22	95	809
Transfer to assets held for sale	-	-	-	-	-	-	-
Gross block as at 31st March, 2023	**2,044**	**17,285**	**25,494**	**774**	**2,039**	**2,716**	**50,352**
Depreciation upto 31st March, 2021	**-**	**7,993**	**17,126**	**482**	**1,485**	**1,684**	**28,771**
Depreciation for the year 2021-22	-	482	1,414	35	76	260	2,266
Additions through Business transfer	-	-	11	1	0	-	13
Deduction / adjustments for the year 2021-22	-	23	96	0	-	29	148
Transfer to assets held for sale	-	-	-	-	-	-	-
Depreciation upto 31st March, 2022	**-**	**8,451**	**18,455**	**519**	**1,561**	**1,916**	**30,901**
Depreciation for the year 2022-23	-	704	1,334	99	96	216	2,448
Deduction / adjustments for the year 2022-23	-	27	567	12	21	64	690
Depreciation upto 31st March, 2023	**-**	**9,128**	**19,222**	**606**	**1,636**	**2,068**	**32,659**
Net Block as at 31st March, 2023	**2,044**	**8,157**	**6,272**	**169**	**402**	**648**	**17,693**
Net Block as at 31st March, 2022	2,050	8,463	6,718	171	302	661	18,365

3.1 The Holding Company had adopted Ind AS 116 'Leases' and accordingly in the earlier years had reclassified Leasehold land whose gross block was of ₹ 86 Lakhs and accumulated depreciation of ₹ 84 Lakhs from Property, Plant and Equipment to 'Right of use assets' (also refer note 4).

3.2 For one of the subsidiaries 'Indiannica Learning Private Limited', details of charge created on property, plant and equipment, refer note 30.2 of the consolidated financial statements.

3.3 Building with a carrying amount of ₹1,101 Lakhs (Previous year: ₹1,093 Lakhs) are subject to first charge to secure bank loan.

3.4 Refer note 47 for disclosure of contractual capital commitments for acquisition of property, plant and equipment.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

4 RIGHT OF USE ASSETS

(₹ in Lakhs)

Description of Assets	Office premises	Land	Total
Gross block as at 31st March, 2021	**4,453**	**86**	**4,539**
Additions during the year 2021-22	-	-	-
Deduction / adjustments for the year 2021-22	-	-	-
Gross block as at 31st March, 2022	**4,453**	**86**	**4,539**
Additions during the year 2022-23	-	-	-
Deduction / adjustments for the year 2022-23	8	-	8
Gross block as at 31st March, 2023	**4,445**	**86**	**4,532**
Depreciation upto 31st March, 2021	**1,721**	**84**	**1,805**
Depreciation for the year 2021-22	899	-	899
Deduction / adjustments for the year 2021-22	-	-	-
Depreciation upto 31+ March, 2022	**2,620**	**84**	**2,704**
Depreciation for the year 2022-23	898	-	898
Deduction / adjustments for the year 2022-23	-	-	-
Depreciation upto 31st March, 2023	**3,518**	**84**	**3,602**
Net Block as at 31st March, 2023	**927**	**2**	**930**
Net Block as at 31st March, 2022	1,833	2	1,835

4.1 Refer note 48 for disclosures relating to Ind AS 116 'Leases'.

4.2 During the year, one of the subsidiaries ' Indiannica Learning Private Limited' has modified the lease agreement for office premises and has complied with treatment of Ind AS 116. Refer note 37.

5 CAPITAL WORK-IN-PROGRESS

(₹ in Lakhs)

Description of Assets	Buildings	Plant and Equipment	Furniture	Office Equipment	Total
Gross block as at 31st March, 2021	1,908	266	-	38	2,212
Additions during the year 2021-22	18	45	3	38	103
Capitalised in PPE in year 2021-22	1,885	274	-	38	2,196
Gross block as at 31st March, 2022	**41**	**38**	**3**	**38**	**119**
Additions during the year 2022-23	303	237	-	46	586
Capitalised in PPE in year 2022-23	344	236	3	58	640
Gross block as at 31st March, 2023	**-**	**39**	**-**	**26**	**65**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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5.1 (a) CWIP Ageing schedule as at 31st March, 2023

(₹ in Lakhs)

CWIP	Amount in CWIP for period of				
Description of Assets	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress*	65	-	-	-	65
	65	**-**	**-**	**-**	**65**

5.1(b) CWIP Ageing schedule as at 31st March, 2022

(₹ in Lakhs)

CWIP	Amount in CWIP for period of				
Description of Assets	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress*	119	-	-	-	119
	119	**-**	**-**	**-**	**119**

* The projects in progress are within the timelines and approved budgets.

6 INVESTMENT PROPERTY

(₹ in Lakhs)

Description of Assets	Building
Gross block as at 31st March, 2021	153
Additions during the year 2021-22	-
Deduction for the year 2021-22	-
Transfer to Assets held for sale	-
Gross block as at 31st March, 2022	**153**
Additions during the year 2022-23	4
Deduction for the year 2022-23	157
Transfer to Assets held for sale	-
Gross block as at 31st March, 2023	**-**
Depreciation upto 31st March, 2021	**140**
Depreciation for the year 2021-22	1
Deduction for the year 2021-22	-
Transfer to Assets held for sale	-
Depreciation upto 31st March, 2022	**141**
Depreciation for the year 2022-23	2
Deduction for the year 2022-23	143
Transfer to Assets held for sale	-
Depreciation upto 31st March, 2023	**-**
Net Block as at 31st March, 2023	**-**
Net Block as at 31st March, 2022	11

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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6.1 Amount recognised in Statement of Profit and Loss for investment properties:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Rental income (grouped under note 36 in other income)	47	421
Direct operating expenses that generated rental income	(4)	(28)
Profit from investment properties before depreciation	**43**	**393**
Depreciation	(2)	(1)
Profit from investment properties	**41**	**392**

Also refer note 48 (b) for disclosure related to 'Leases' of investment properties.

6.2 Fair value of investment properties as at year-end 31st March, 2023 is ₹ 1,838 Lakhs, determined based on last valuation which was carried by external independent property valuers, having appropriate recognised professional qualifications as at year-ended 31st March, 2022. As per assessment and judgement by the Management, there is no material change in valuation of these investment properties since then. During the current year, the Company has sold land & building of Vasai at sale consideration of ₹ 651 Lakhs. In the previous year, part of the assets which were transferred to asset held for sale in FY 2020-21 are sold at sale consideration of ₹ 7,000 Lakhs as per arrangement made with one of the related parties .

6.3 The Group has no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements and there are no restriction on remittance of income and proceed on disposal (except restriction over disposal of investment property as disclosed in note 6.1 above).

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

7 OTHER INTANGIBLE ASSETS
(Other than Goodwill)

(₹ in Lakhs)

Description of Assets	Content		Technology Platform (internally generated)	Trade Mark	Licenses (Refer note 7.3)	Copy Right	Software (including SAP)	Total
	Self generated	Acquired						
Gross block as at 31st March, 2021	**1,506**	**-**	**262**	**444**	**3,500**	**1,097**	**1,603**	**8,412**
Additions during the year 2021-22	1,235	-	277	#	-	26	8	1,547
Additions on account of acquisition of Subsidiary	518	-	54	1	-	-	-	574
Deduction for the year 2021-22	-	-	-	-	-	-	-	-
Gross block as at 31st March, 2022	**3,260**	**-**	**594**	**445**	**3,500**	**1,123**	**1,612**	**10,533**
Additions during the year 2022-23	769	451	1,225	2	-	385	212	3,045
Deduction for the year 2022-23	984	-	-	#	-	-	123	1,108
Gross block as at 31st March, 2023	**3,045**	**451**	**1,819**	**446**	**3,500**	**1,508**	**1,701**	**12,470**
Accumulated amortisation upto 31st March, 2021	**1,037**	**-**	**163**	**442**	**2,051**	**957**	**1,472**	**6,121**
Amortisation expense for the year 2021-22	937	-	200	#	482	102	78	1,799
Additions on account of acquisition of Subsidiary	337	-	24	1	-	-	-	362
Deduction for the year 2021-22	-	-	-	-	-	-	-	-
Accumulated amortisation upto 31st March, 2022	**2,311**	**-**	**387**	**443**	**2,533**	**1,059**	**1,551**	**8,283**
Amortisation expense for the year 2022-23	549	79	874	1	482	11	204	2,200
Deduction for the year 2022-23	695	-	227	#	-	-	123	1,045
Accumulated amortisation upto 31st March, 2023	**2,164**	**79**	**1,034**	**443**	**3,015**	**1,070**	**1,632**	**9,438**
Net Block as at 31st March, 2023	**881**	**371**	**785**	**3**	**485**	**439**	**69**	**3,032**
Net Block as at 31st March, 2022	949	-	207	2	967	64	61	2,250

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

7.1 Remaining useful life of intangible assets

Description	Carrying amount as at [Amount in Lakhs]		Remaining useful life as at [months]	
	31-Mar-23	31-Mar-22	31-Mar-23	31-Mar-22
Content	1,252	949	12 to 36	12 to 24
Technology Platform	785	207	12 to 24	24
Trade Mark	3	2	24 to 91	12 to 103
Licenses	485	967	12	24
Copy Right	439	64	11 to 51	3 to 63
Software	69	61	1 to 35	4 to 35
Total	**3,032**	**2,250**		

7.2 In one of the subsidiaries 'Indiannica Learning Private Limited', impairment test for Licenses has been carried out by the management based on the projections provided. Remaining useful life of this License is also one year for which projections are made. The value in use of the future earnings based on the projections is significantly higher than the carrying value of the licenses. Some of the assumptions on which projections are prepared based on market estimates and management judgements which have been relied upon by the auditors.

7.3 Disclosures on impairment test

a) Impairment loss recognised / (reversal) in the Statement of Profit & Loss and in the Other Comprehensive Income is ₹ Nil (Previous year: ₹ Nil).

b) Assumptions used to determine the recoverable amount of brand licenses, are based on market estimates and management judgements (i.e. Growth rate, EBIT, discount rate etc.)

c) The management has carried out sensitivity analysis of discount rate and growth rate considered to arrive at value in use and accordingly to the same also, there is no provision for impairment required.

7.4 In one of the subsidiaries 'Navneet Futuretech Limited', on revamp in syllabus of certain academic standards in Gujarat and Maharashtra state, new contents have been developed & capitalised as it meets the criteria of Ind AS 38 'Intangible Assets'. Also the Company has developed & capitalised technology platforms to support these contents and to support other products available for teachers and students in accordance with Ind AS 38. As at year end, certain contents and technology platform modules are under development and hence cost incurred upto year end is grouped as intangible assets under development amounting ₹ 416 Lakhs as disclosed in note 8.

In one of the subsidiaries 'Genext Students Private Limited', new contents have been developed & capitalised as it meets the criteria of Ind AS 38 'Intangible Assets'. Also the company has developed and capitalised technology platforms to support other products available for teachers and students in accordance with Ind AS 38. As at year end, the contents and technology platform modules which were under development has been fully capitalised and grouped under intangible assets.

Impairment test for costs of contents and technology platform, capitalised or booked as under development (considered as single CGU), has been carried out by the management based on the projections as approved by the management. The value in use of the future projections is higher than the carrying value of the contents and technology platform.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

8 INTANGIBLE ASSETS UNDER DEVELOPMENT

(₹ in Lakhs)

Description of Assets	Content	Software	Technology Platform (internally generated)	Total
As at 31st March, 2021	**5**	**-**	**23**	**29**
Additions during the year 2021-22	1,259	272	254	**1,785**
Capitalised in intangible assets in year 2021-22	1,261	-	277	**1,538**
As at 31st March, 2022	**3**	**272**	**-**	**275**
Additions during the year 2022-23	1,232	270	1,389	**2,891**
Capitalised in intangible assets in year 2022-23	983	285	1,225	**2,493**
As at 31st March, 2023	**252**	**257**	**164**	**673**

8.1 (a) Intangible assets under development Ageing schedule as at 31st March, 2023

CWIP	Amount in CWIP for period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress*	663	10	-	-	673
	663	**10**	**-**	**-**	**673**

(b) Intangible assets under development Ageing schedule as at 31st March, 2022

CWIP	Amount in CWIP for period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress*	275	-	-	-	275
	275	**-**	**-**	**-**	**275**

* The projects in progress are within the timelines and approved budgets.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

9 INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Associate Company		
i) K12 Techno Services Private Limited		
Unquoted investments (Refer note 9.1)		
Investment in equity instruments	819	819
12,281 (Previous year: 12,281) Equity Shares of ₹10/- each, fully paid up		
Investment in Compulsorily Convertible Preference Shares	11,040	11,040
(5,789 (Previous year: 5,789) Compulsorily Convertible Preference Shares of ₹10/- each)		
(9,829 (Previous year: 9,829) Class A Compulsorily Convertible Preference Shares of ₹10/- each)		
(3,966 (Previous year: 3,966) Series A1 Compulsorily Convertible Cumulative Preference Shares of ₹10/- each)		
(27,93,100 (Previous year: 27,93,100) Series A2 Compulsorily Convertible Cumulative Preference Shares of ₹10/- each)		
(626,289 (Previous year: 6,26,289) Series A3 Compulsorily Convertible Cumulative Preference Shares of ₹20/- each)		
(417,526 (Previous year: 4,17,526) Series A3-2 Compulsorily Convertible Cumulative Preference Shares of ₹20/- each)		
(255,673 (Previous year: 2,55,673) Series B2 Compulsorily Convertible Cumulative Preference Shares of ₹20/- each)		
(71,160 (Previous year: 71,160) Series C Compulsorily Convertible Cumulative Preference Shares of ₹20/- each)		
Less: Cumulative share of loss (Refer note 63)	9,884	9,162
Add: Cumulative share of Other Comprehensive income	28	19
Add: Dilution Gain (Refer note 63)	13,329	7,553
	15,332	**10,269**
ii) Carveniche Technologies Private Limited		
Equity instruments		
8,09,880 (Previous year: 8,09,880) Equity Shares of ₹10/- each each, fully paid up	1,867	1,867
Less: Cumulative share of loss	275	81
Add: Cumulative share of Other Comprehensive income	-	-
	1,592	**1,786**
Aggregate amount of unquoted investments	**16,924**	**12,055**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

9.1 This Compulsorily Convertible Preference Shares is convertible at any point of time by the holder (i.e. Navneet Learning LLP, subsidiary entity of Navneet Education Limited). Further, preference shareholder's agreement, in substance, provides the Company access to the returns associated with an ownership interest. Accordingly, the proportion allocated to the Company is determined by taking into account the eventual exercise of those potential voting rights and preference share instruments as disclosed in investment schedule above that currently give the entity access to the returns.

9.2 During the year ended 31st March, 2022, one of the subsidiary "Navneet Tech Ventures Private Limited" acquired 2,75,499 shares from the existing shareholders and 8,03,730 equity shares by way of fresh allotment of "Carveniche Technologies Private Limited" for a total consideration of ₹ 1,867 Lakhs. Further, during the year ended 31st March, 2023, another fellow subsidiary "Navneet Futuretech Limited" acquired 10,79,229 equity shares of Carveniche having face value ₹ 10 each for a total consideration of ₹ 1,867 Lakhs from NTVPL. Accordingly, "Navneet Futuretech Limited" holds 46.84% of its paid up share capital (which was earlier held by "Navneet Tech Ventures Private Limited").

9.3 Break-up of investment in associates

Particulars	As at 31st March, 2023	As at 31st March, 2022
K12 Techno Services Private Limited		
Investment in equity instruments and preference shares	11,859	11,859
Goodwill	-	-
Add: Gain on Dilution	13,329	7,553
Less: Cumulative share of loss	(9,884)	(9,162)
Add: Share of Other Comprehensive income	28	19
Total	**15,332**	**10,269**
Carveniche Technologies Private Limited		
Investment in equity instruments	1,867	1,867
Goodwill	-	-
Less: Cumulative share of loss	(275)	(81)
Add: Share of Other Comprehensive income	-	-
Total	**1,592**	**1,786**
Aggregate amount of unquoted investments	16,924	12,055

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

10 NON CURRENT FINANCIAL ASSETS - INVESTMENTS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Valued at fair value through Profit and Loss		
Quoted Equity Share Investments		
a) Career Point Limited	727	375
3,39,025 (PY: 3,39,025) Equity Shares, face value of ₹ 10 each		
Valued at fair value through Other Comprehensive Income		
Unquoted Equity Share investments		
Elation Edtech Private Limited		
Equity instruments		
1,822 (PY: 1,822) Equity Shares of ₹10/- each, fully paid up	525	525
SFA Sporting Services Private Limited	7,500	3,750
4,179 (PY: 4,179) Equity Shares of ₹10 /- each, fully paid up		
Add: Fair Value Gain (Refer note 10.3 and 10.4)	4,282	-
Total	**13,034**	**4,650**

10.1 Aggregate book value / market value of quoted investments	727	375
Aggregate book value / market value of unquoted investments	12,307	4,275

10.2 As per IND AS 109, at initial recognition, the Holding Company has chosen to designate investment in Career Point Limited as 'Fair Value through Profit and Loss'. Career Point Limited shares are listed on National Stock Exchange and Bombay Stock Exchange.

10.3 During the year, as per the share subscription agreement, one of the subsidiary 'Navneet Futuretech Limited' agreed to subscribe in SFA Sporting Services Private Limited ('SFA') by the way of equity shares i.e. 4,179 equity shares of face value of ₹ 10 each at an agreed share premium of ₹ 44,865 per share, per tranche (total four tranches). Out of the total agreed investment of ₹ 7,500 Lakhs, ₹ 3,750 Lakhs had been invested till 31st March, 2022. During the year, the subsidiary has invested the remaining ₹ 3,750 Lakhs in SFA. Accordingly, the Company holds 14.29% of share capital of SFA.

In the previous year, one of the subsidiaries 'Navneet Tech Ventures Private Limited' ('NTVPL') had acquired 1,104 equity shares from existing equity shareholders of 'Elation Edtech Private Limited' ('Elation') and 718 equity shares by way of fresh allotment by Elation for a total consideration of ₹ 525 Lakhs . Further during the year ended 31st March, 2023, another fellow subsidiary "Navneet Futuretech Limited" acquired 1,822 equity shares of Elation having a face value of ₹ 10 each for a total consideration of ₹ 525 Lakhs from NTVPL. As on 31st March, 2023, "Navneet Futuretech Limited" holds 14.67% of Elation's paid up share capital. In the opinion of the management considering the initial stages of investment, cost is equal to the fair value of investment.

10.4 Investments in SFA Sporting Services Private Limited and Elation Edtech Private Limited by by one of the subsidiaries 'Navneet Futuretech Limited' are for long-term and strategic in nature. In the opinion of management, no impairment provision in the investment value is required as at 31st March, 2023 based on the estimate of future profitability and business prospects.The group has carried out detailed impairment test as at 31st March, 2023 based on the estimate of future profitability and business prospects. The details for the same are disclosed as below:

a) Impairment test for investment into 'Carveniche Technologies Private Limited'

Valuation of equity share investment into this Associate Company has been carried out by the management (fair value report was obtained from registered valuer) based on future profitability and business prospects projected in detailed projections provided by Management of the Associate company, and based on which no impairment provision is required in the investment value as at 31st March, 2023.

b) Fair valuation for investment into 'SFA Sporting Services Private Limited'

During the year, the impairment test carried out by the management including the business outlook, basis of estimates, valuation technique (fair value report obtained from registered valuer), appropriateness & reasonableness of assumptions, actual performance as against budget and various other parameters with the management of the said company, and based on which, the Company has recognised fair value gain of ₹ 4,282 Lakhs (Previous year: ₹ NIL). This gain is routed through the Other Comprehensive Income as per option exercise by the company.

c) Fair valuation for investment into 'Elation Edtech Private Limited'

During the year, the impairment test carried out by the management including the business outlook, basis of estimates, valuation technique (fair value report obtained from registered valuer), appropriateness & reasonableness of assumptions, actual performance as against budget and various other parameters with the management of the said company, and considering the small size of operations and initial stage of investment no fair value gain has been recognised.

10.5 In the previous year, as per pledge arrangement entered into with the party against amount recoverable of ₹ 158 Lakhs (Previous year: ₹ 179 Lakhs) (disclosed under 'Other Non Current Assets' as advance from suppliers in note 14), pledge is invoked by Holding Company and accordingly shares of 'Shrenik Limited' is reflecting in demat account but not reflecting in investment schedule. Further, mark to market gain on such shares is also not accounted as the Holding Company does not have contractual right to recover amount in excess to recoverable amount. Considering the time period for which the matter is pending and slow recovery process from sale of securities, as a matter of abundant caution provison of ₹ 158 Lakhs has been made during the year.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

11 NON CURRENT FINANCIAL ASSETS - LOANS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Considered good		
Loans and Advances		
i) Loan to Employees	199	172
ii) Other Loans & Advances (Refer note 11.1)	1,753	1,811
	1,952	1,983
Considered doubtful		
Corporate Deposits	374	465
Other Loans & Advances	18	18
	391	483
Less: Allowances for doubtful advances and ECL provision (Refer note 11.2 below)	(406)	(483)
Total	**1,938**	**1,983**

11.1 The above amount includes ₹ 1,459 Lakhs (Previous year: ₹ 1,459 Lakhs) from one party against which Holding Company has filed a legal case with Honourable High Court of Mumbai. As per the interim order, Holding Company possesses the property deed of an immovable property for recovery of the due, which is adequate to cover loan amount. Holding Company expects the matter to be favourably settled in its favour. Considering the interim order of the Honourable High Court of Mumbai and the possession of the deed of the property, the said property is considered to be secured. The underlying value of the assets is significantly greater than the carrying value of the loan. Considering the same no provision is required to be made.

11.2 Allowances for doubtful advances are accounted based on expected loss assessment carried out on periodic basis by the management of the holding company. Movement of the same is given below:

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Balance at the beginning of the year	483	324
Allowance made during the year	14	235
Reversal of allowance during the year	91	77
Balance at the end of the year	**406**	**483**

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12 OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Refund receivable from Government authorities (Refer note 12.1).	125	128
Amount paid under protest (Refer note 46)	300	-
Security Deposits	258	258
Considered doubtful		
Security Deposits	26	18
Less:- Provision for doubtful Deposit	(26)	(18)
Total	**683**	**386**

12.1 As the Group is rightfully entitled to receive Sales Tax, Goods and Service Tax refunds and other refunds , the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

13 ASSETS FOR NON CURRENT TAX (NET)

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Advance Income Taxes (net of Provisions)	393	827
Total	**393**	**827**

14 OTHER NON CURRENT ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, unless otherwise stated)		
Considered Good		
Capital Advance	2,376	2,427
Advance to Suppliers (Refer note 14.1)	-	179
Prepaid Expenses	15	25
Other Income Receivable	51	1
	2,442	2,632
Considered doubtful		
Capital Advance	65	65
Advance to Suppliers (Refer note 14.1)	158	-
Less: Allowances for doubtful advances	(223)	(65)
Total	**2,442**	**2,632**

14.1 The above paper advances to suppliers are secured by equity shares of the party. In the previous year, holding company has invoked its right on securities pledged by this party from whom recoverable amount as at year-end was ₹ 158 Lakhs (Previous year ₹179 Lakhs). As per the terms of pledge agreement, any consideration in excess of amount recoverable from the party shall be refunded back. Accordingly, market value of shares invoked in excess of amount recoverable is not accounted. Considering the time period for which the matter is pending and slow recovery process from sale of securities, full provision has been made during the year.Also refer note 10.5.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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15 INVENTORIES

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(valued at lower of cost or estimated net realisable value)		
Raw Materials	23,092	15,372
Raw Materials in transit	1,574	1,830
Work In Progress	3,113	2,518
Job In Progress	30	-
Finished Goods	33,311	25,250
Stock in Trade (in respect of goods acquired for trading)	21	50
Stores, Spares & Consumables	1,330	1,261
Total	**62,471**	**46,282**

15.1 During the year, ₹ 773 Lakhs (Previous Year: ₹ 586 Lakhs) was recognised as an expense for inventories.

15.2 Inventories of Holding Company and one of the subsidiaries are subject to first charge to secure bank loan (Refer note 30.2).

15.3 Inventory amount disclosed above is netted off amount after considering impact of provision for inventories of ₹ 644 Lakhs (Previous year: ₹ 464 Lakhs).

16 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, unless otherwise stated)		
Considered good (Refer note 16.4)	34,984	26,019
Considered doubtful	-	-
	-	-
Less: Allowance for bad and doubtful debts and expected credit losses (Refer note 16.5 and 55)	(1,846)	(1,800)
Total	**33,138**	**24,218**

16.1 Trade receivables of holding company are subject to first charge to secure bank loan

16.2 Trade receivables are generally due between 30 to 120 days. The Holding Company's term includes charging of interest for delayed payment beyond agreed credit days. However, the Company charges interest after considering the historical trend, business prospects, reason for delay, market conditions etc.

16.3 Credit risk is managed at the operational segment level. The credit limit and credit period are fixed for each customer after evaluating the financial position, past performance, business opportunities, credit references etc. The credit limit and the credit period are reviewed regularly at periodical intervals.

16.4 As per Memorandum of Understanding with one of the party, a sum of ₹ 286 Lakhs (Previous year: ₹ 286 Lakhs) is secured by pledge of immovable property. Considering the time period for which the matter is pending, the group has made provision of ₹ 70 Lakhs in current financial year.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

16.5 The Group follows simplified approach & the trade receivables do not contain significant financing component and accordingly the Company does not separately track changes in credit risk of trade receivables as the impairment amount represents "lifetime" expected credit loss. Accordingly, the disclosure as required by Schedule III, Division II as regards (a) Trade Receivables which have significant increase in credit risk & (b) Trade Receivables which are credit impaired is not required. However, in addition to collective pool assessment, the Company carried out individual assessment in respect of certain parties where the possibility of default in collection of trade receivable was high.

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
The amount of trade receivables for which the Company has assessed credit risk on an individual basis	1,675	1,629
The amount of loss allowance recognised for such trade receivables	(1,675)	(1,629)

16.6 **Trade receivables ageing schedule as at 31st March, 2023**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Unbilled (if grouped under trade receivables)	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	-	27,817	5,232	283	521	596	34,449
(ii) Less: Allowance for undisputed bad and doubtful debts and expected credit losses	-	-	-	-	-	-	1,472
(iii) Disputed Trade receivables - considered good	-	-	44	2	80	410	536
(iv) Less: Allowance for disputed bad and doubtful debts and expected credit losses	-	-	-	-	-	-	**374**
Total	**-**	**27,817**	**5,276**	**285**	**600**	**1,006**	**33,138**

Trade receivables ageing schedule as at 31st March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Unbilled (if grouped under trade receivables)	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	-	20,486	3,260	498	877	353	25,474
(ii) Less: Allowance for undisputed bad and doubtful debts and expected credit losses	-	-	-	-	-	-	584
(iii) Disputed Trade receivables - considered good	-	-	6	92	174	272	544
(iv) Less: Allowance for disputed bad and doubtful debts and expected credit losses	-	-	-	-	-	-	**1,216**
Total	**-**	**20,486**	**3,266**	**590**	**1,053**	**626**	**24,218**

Note : Above note 17.6 covers both current and non current Trade receivables ageing.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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17 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Balance with Scheduled Banks		
- In Current Account	2,259	1,525
Fixed Deposit (original maturity less than 3 months)	100	50
Current investment in liquid mutual funds (quoted)		
NIL(Previous year: 77,250 units) of Mahindra Manulife Overnight Fund - Direct Plan Growth, face value ₹ 1,000 each (Refer note 17.1)	-	850
Cash on hand	36	33
Total	**2,396**	**2,459**

17.1 Aggregate market value / Net Asset Value of quoted investments	-	850

18 CURRENT FINANCIAL ASSETS -OTHER BANK BALANCES

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Earmarked balances with banks		
- In Unclaimed dividend Account (Refer notes 32 and 18.1)	243	272
Bank deposit (Refer notes 18.2 and 18.3)	62	167
Other Bank Balances (Refer notes 18.4 and 18.5)	49	29
Total	**355**	**468**

18.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2023.

18.2 Bank deposit includes interest accrued but not due amounting to ₹ 13 Lakhs (Previous year: ₹ 13 Lakhs) and this deposit is under lien for tender deposit given to a customer and education department.

18.3 In case of one of the subsidiary 'Indiannica Learning Private Limited' bank deposit balance of ₹ 5 Lakhs (Previous year: ₹ 3 Lakhs) represents restricted deposits (along-with accrued interest thereon) under lien (subject to first charge to secure the Company's bank guarantee) placed with sales tax authorities.

18.4 In case of Holding Company, restricted deposits (along-with accrued interest thereon) of ₹ 1 Lakhs (Previous year: 1 Lakhs) under lien are placed with sales tax authorities.

18.5 In case of one the subsidiary 'Navneet Futuretech Limited' deposit of ₹ 16 Lakhs (Previous year: ₹ 12 Lakhs) is under lien with bank against bank guarantee given by Bank to the customer on behalf of the Company. Further, fixed deposit of ₹ 2 Lakhs (Previous year: ₹ 2 Lakhs) is under lien with bank against overdraft facility provided by the bank.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

19 CURRENT FINANCIAL ASSETS - LOANS

(₹ in Lakhs)

Particulars		31st March, 2023	31st March, 2022
(Unsecured, considered good)			
Considered good			
Loans and Advances (Refer note 19.1)			
i)	Loans to Employees	182	147
ii)	Loans to Vendors	6	6
iii)	Other Loans & Advances	64	98
		251	251
Considered doubtful			
Other Loans & Advances		-	1
Less: Allowances for doubtful advances		-	-
Total		**251**	**252**

19.1 The loans and advances given to various parties is for commercial purpose and same are repayable on demand.

19.2 The above amount includes ₹ NIL (Previous year ₹ 55 Lakhs) advanced to one party against which the Company had filed a legal case in the court of learned Metropoltian Magistrate's Court, Mazgoan, Mumbai.

20 CURRENT FINANCIAL ASSETS - OTHER FINANCIAL ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Receivables for sale of property, plant and equipment	1	5
Advances to Employee for expenses	94	129
Refund receivable from governement authority (Refer note 20.2)	1,899	16
Export incentive receivable	193	734
Financial assets at fair value (forward and option contracts) (Refer note 32)	-	301
Gratuity recoverable from Employee's Gratuity Fund (Refer note 20.1)	31	31
Other receivables (Deposit etc.)	#	-
Tender and deposits	26	2
Unbilled revenue (net)	27	-
Total	**2,271**	**1,217**

20.1 Gratuity recoverable from Employee's Gratuity Fund maintained with Life Insurance Corporation represents gratuity amount paid to employees directly during the year on behalf such fund.

20.2 Refund receivable from government authority includes GST refunds receivables from government authorities which are expected to be realised within 12 months. Accordingly, the same is grouped as current financial assets. Out of which, subsequent to year end, the Company has received refund of ₹ 1,499 Lakhs (Previous year: ₹ 16 Lakhs)

20.3 As the Company is rightfully entitled to receive export incentives, the same is classified as financial asset in accordance with ITFG clarification issued by the Institute of Chartered Accountants of India.

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21 OTHER CURRENT ASSETS

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
(Unsecured, considered good, unless otherwise stated)		
GST input credit (net) (Refer note 21.1)	1,835	2,742
Prepaid Expenses	458	361
Advance to Suppliers	1,523	450
Prepaid gratuity (Refer note 58 (b))	65	6
Right to return	673	678
Other income receivable	16	-
Total	**4,571**	**4,237**

21.1 Subsequent to year end, out of these GST input tax credit, the Holding Company has applied for refund amounting to ₹ NIL (Previous year: ₹ 860 Lakhs).

22 EQUITY SHARE CAPITAL

Authorised:

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
Equity Shares of ₹ 2/-each (₹ 2/- each)	24,82,97,500	4,966	24,82,97,500	4,966
6% Redeemable Non cumulative Preference Shares (RNCPS) of ₹ 10/- each	3,40,500	34	3,40,500	34
		5,000		**5,000**

Issued, Subscribed & Paid Up:

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
Equity Shares of ₹ 2/- each (₹ 2/- each) fully paid up	22,62,13,181	4,524	22,62,13,181	4,524
Total		**4,524**		**4,524**

21.1 **Reconciliation of the number of Equity Shares outstanding**

Particulars	For the year ended 31st March, 2023		For the year ended 31st March, 2022	
	No. of Shares	Amount in Lakhs	No. of Shares	Amount in Lakhs
Number of Shares at the beginning of the year	22,62,13,181	4,524	22,88,70,500	4,577
Add: Shares Issued	-	-	-	-
Less: Shares Cancelled / Buy Back (Refer note Statement of Changes in Equity (B))	-	-	26,57,319	53
Number of Shares at the end of the year	**22,62,13,181**	**4,524**	**22,62,13,181**	**4,524**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

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22.2 **Terms / Rights Attached to Equity Shares**

The Company has only one class of equity shares having a par face value of ₹ 2/- per share. Each holder of equity shares is entitled to one vote per share and all rank pari passu. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amount. The distribution will be in proportion to the equity shares held by the shareholders. (After due adjustment in case shares are not fully paid up).

22.3 **Aggregate number of shares bought back during the period of five years immediately preceding the reporting date:**

(Number of Shares)

Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2019
Equity Shares of ₹ 2/- each fully paid up	-	26,57,319	-		46,87,500
Total	**-**	**26,57,319**	**-**	**-**	**46,87,500**

22.4 **Equity Shareholders holding more than 5 % of the shares**

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	No. of Shares	% held	No. of Shares	% held
Bipin Amarchand Gala and Gnanesh Dungarshi Gala - Trustee of Navneet Trust	9,14,19,090	40.41	9,14,19,090	40.41
HDFC Trustee Company Limited - under its various schemes	1,62,49,137	7.18	2,02,32,016	8.94

22.5 **Shareholding of Promotors**

Name of the Promotors	As at 31st March, 2023		As at 31st March, 2022		% Change during year
	No. of Shares	% held	No. of Shares	% held	
Bipin Amarchand Gala And Gnanesh Dungarshi Gala - Trustee Of Navneet Trust	9,14,19,090	40.41	9,14,19,090	40.41	0.00
Kalpesh Harakhchand Gala	43,27,635	1.90	43,27,635	1.90	0.00
Gnanesh Dungarshi Gala	42,02,796	1.86	42,02,796	1.86	0.00
Ranjanben Bipinbhai Gala	35,25,232	1.56	35,25,232	1.56	0.00
Sanjeev J Gala	35,03,138	1.55	35,03,138	1.55	0.00
Shailendra J Gala	34,91,144	1.54	34,91,144	1.54	0.00
Anil Dungarshi Gala	33,09,046	1.46	33,09,046	1.46	0.00
Sandeep Shantilal Gala	29,58,831	1.31	29,58,831	1.31	0.00
Ketan Bipin Gala	24,52,635	1.08	24,52,635	1.08	0.00
Bipin Amarchand Gala	22,37,516	0.99	22,37,516	0.99	0.00
Raju Harakhchand Gala	20,08,149	0.89	20,08,149	0.89	0.00
Devish Gnanesh Gala	14,30,386	0.63	14,30,386	0.63	0.00
Priti Gnanesh Gala	13,56,385	0.60	13,56,385	0.60	0.00
Sangita Raju Gala	12,72,821	0.56	12,72,821	0.56	0.00

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Name of the Promotors	As at 31st March, 2023		As at 31st March, 2022		% Change during year
	No. of Shares	% held	No. of Shares	% held	
Shantilal Ramji Gala	12,35,931	0.55	12,35,931	0.55	0.00
Bhairaviben Anil Gala	12,40,715	0.55	12,40,715	0.55	0.00
Vimlaben Shantilal Gala	9,32,135	0.41	9,32,135	0.41	0.00
Manjulaben J Gala	9,41,375	0.42	9,41,375	0.42	0.00
Harshil Anil Gala	9,61,828	0.43	9,61,828	0.43	0.00
Darsha Dilip Sampat	9,32,638	0.41	9,32,638	0.41	0.00
Jayshree Jaisinh Sampat	8,96,195	0.40	8,96,195	0.40	0.00
Archit R Gala	8,71,338	0.39	8,71,338	0.39	0.00
Madhuri Harakhchand Gala	8,68,022	0.38	8,68,022	0.38	0.00
Jitendra L. Gala (HUF)	7,94,808	0.35	7,94,808	0.35	0.00
Bipin A. Gala (HUF)	7,35,170	0.32	7,35,170	0.32	0.00
Shaan Realtors Private Limited	7,20,813	0.32	7,20,813	0.32	0.00
Shaan Sandeep Gala	5,69,110	0.25	5,69,110	0.25	0.00
Kanchan N. Shah	5,00,000	0.22	5,00,000	0.22	0.00
Parth Sandeep Gala	4,80,800	0.21	4,80,800	0.21	0.00
Pooja K Gala	2,73,379	0.12	2,73,379	0.12	0.00
Chandni Ketan Gala	2,93,657	0.13	2,93,657	0.13	0.00
Karishma Ketan Gala	2,90,737	0.13	2,90,737	0.13	0.00
Jigna Nilesh Shah	1,99,675	0.09	1,99,675	0.09	0.00
Rupal Hiren Shah	2,47,503	0.11	2,47,503	0.11	0.00
Harakhchand Nanji Shah	1,25,000	0.06	1,25,000	0.06	0.00
Anil D. Gala (HUF)	1,61,637	0.07	1,61,637	0.07	0.00
Amrutlal Nanji Shah	1,57,190	0.07	1,57,190	0.07	0.00
Dilip Chatrabhuj Sampat	1,26,267	0.06	1,26,267	0.06	0.00
Jaisinh Kanji Sampat	1,15,677	0.05	1,15,677	0.05	0.00
Henal Tanay Mehta	1,04,800	0.05	1,04,800	0.05	0.00
Jaini Anil Gala	1,00,966	0.04	1,00,966	0.04	0.00
Mita Manoj Savla	96,305	0.04	96,305	0.04	0.00
Stuti K Gala	83,827	0.04	83,827	0.04	0.00
Aditya Sanjeev Gala	65,100	0.03	65,100	0.03	0.00
Siddhant S Gala	53,078	0.02	53,078	0.02	0.00
Rekhaben Kiritbhai Shah	43,750	0.02	43,750	0.02	0.00
Anushka Kalpesh Gala	42,759	0.02	42,759	0.02	0.00
Manav Shailendra Gala	21,681	0.01	21,681	0.01	0.00
Manisha Shailendra Gala	21,681	0.01	21,681	0.01	0.00
Jasmine S Gala	12,022	0.01	12,022	0.01	0.00
Bipin Amarchand Gala - C/O Siddhant Investments	4,10,000	0.18	4,00,000	0.18	0.00
	14,32,22,373	**63.31**	**14,32,12,373**	**63.31**	**0.00**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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23 OTHER EQUITY

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
A. Reserve and Surplus		
(i) Capital Redemption Reserve	274	274
(ii) Capital Reserve	76	76
(iii) General Reserve	2,156	2,156
(iv) Retained earnings	1,04,833	88,482
	1,07,339	90,987
B. Other comprehensive income		
(v) Equity instrument through OCI	3,785	-
(vi) Re-measurement of the net defined benefit plan	(460)	(782)
(vii) Foreign currency reserve on conversion of foreign subsidiary	(4)	(3)
(viii) Cash flow hedge through other comprehensive income	(154)	61
	3,168	(723)
Total	**1,10,507**	**90,264**
Movement and description of above reserves:		
(i) Capital Redemption Reserve		
Amount transferred to capital redemption reserve upon buyback (Refer note 23)	274	221
Balance at the beginning of the year	-	53
Balance at the end of the year	**274**	**274**

Note: The Group has recognised capital redemption reserve on buyback of equity shares from its general reserve. The amount in capital redemption reserve is equal to nominal amount of the equity shares bought back. This reserve will be utilised in Accordance with section 69 of the Companies Act, 2013.

Particulars	As at 31st March, 2023	As at 31st March, 2022
(ii) Capital Reserve		
Balance at the beginning of the year	76	76
Balance at the end of the year	**76**	**76**

Note: It represents the gains of capital nature which mainly includes the excess of value of net assets Acquired over consideration paid by the Group for business mergers and acquisitions in earlier years.

Particulars	As at 31st March, 2023	As at 31st March, 2022
(iii) General Reserve		
Balance at the beginning of the year	2,156	2,156
Balance at the end of the year	**2,156**	**2,156**

Note: The General Reserve comprises of transfer of profits from retained earnings for appropriation purposes.

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(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(iv) **Retained earnings**		
Balance at the beginning of the year	88,482	86,409
Amount utilised for Dividend and Dividend Distribution Tax	(3,393)	(2,270)
Amount transferred to capital redemption reserve upon buyback	-	(53)
Buy back from open market (including buy back tax of ₹ 588 Lakhs)	-	(3,111)
Acquisition of non-controlling interest	(710)	-
Buy-back expenses (net of tax)	-	(49)
Net profit for the year	20,454	7,556
Balance at the end of the year	**1,04,833**	**88,482**

Note: The amount that can be distributed by the Group as dividend to its equity shareholders is determined based on the financial position and dividend policy of the Group and in compliance with the requirements of the Companies Act, 2013

Particulars	As at 31st March, 2023	As at 31st March, 2022
(v) **Re-measurement of the net defined benefit plan**		
Balance at the beginning of the year	(782)	(589)
Addition during the year (net of taxes)	322	(192)
Balance at the end of the year	**(460)**	**(782)**

Note: Gain / (Loss) arising out of change in Actuarial assumption at the time of Actuarial valuation is transferred to this reserve through Other Comprehensive Income.

Particulars	As at 31st March, 2023	As at 31st March, 2022
(vi) **Foreign currency reserve on conversion of foreign subsidiary**		
Balance at the beginning of the year	(3)	(2)
Addition during the year (net of taxes)	(1)	(1)
Balance at the end of the year	**(4)**	**(3)**

Note: It represents exchange difference arising on translation of the foreign operations that are recognised in other comprehensive income and Accumulated in separate reserve within equity. The cumulative amount is reclassified to profit and loss when the investment is disposed-off.

Particulars	As at 31st March, 2023	As at 31st March, 2022
(vii) **Cash flow hedge through other comprehensive income**		
Balance at the beginning of the year	61	201
Net amount recognised during the year	(713)	404
Amount recycled to P&L during the year (Refer note 49 (d))	498	(544)
Balance at the end of the year	**(154)**	**61**

Note: The cash flow hedging reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. Such gains or losses will be reclassified to statement of profit and loss in the period in which the underlying hedged transaction occurs.

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24 NON-CONTROLLING INTEREST

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balance at the beginning of the year	188	40
Share of profit/(loss)	(78)	(121)
Acquisition of non-controlling interest	(67)	269
Balances as at the end of the year	**43**	**188**

Details of Non-Controlling Interest

Name of subsidiaries	Accumulated Non Controlling Interest		Profit/(Loss) allocated to Non-Controlling Interest	
	31st March, 2023	31st March, 2022	31st March, 2023	31st March, 2022
Navneet HK Ltd.	9	7	3	#
Navneet Futuretech Limited *	27	27	-	-
Navneet Learning LLP	7	7	#	#
Genext Students Private Limited		147	(80)	(121)
	43	**188**	**(78)**	**(121)**

*Navneet Futuretech Limited' had issued compulsory convertible debentures (CCDs) to one of the director in the F.Y. 2016-17. He has an irrevocable right to convert the CCD into equity at anytime after allotment and at the end of the term, if he does not exercise right to convert debentures into equity shares, it will get automatically converted into equity shares and hence considered as Non Controlling Interest.

25 NON-CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
(Secured)		
Vehicle loan from NBFC (Refer note 25.1)	-	22
Total	**-**	**22**

25.1 In respect of one of the subsidiaries 'Indiannica Learning Private Limited', vehicle loan (Secured) amounting to ₹ 54,84,000 was taken during the financial year 2018-19 and carries interest @ 10.70%. The said loan is fully repaid during the year 2022-23

26 LEASE LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Lease liabilities on right to use assets	1,161	2,167
Total	**1,161**	**2,167**

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26.1 Current and non-current bifurcation:

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Non-current	38	1,168
Current	1,124	999
Total	**1,161**	**2,167**

26.2 Refer note 48 for disclosures relating to Ind AS 116 'Leases'.

27 NON CURRENT PROVISIONS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for Employee Benefit		
- Gratuity [Refer note 58 (b) (i)]	107	138
Total	**107**	**138**

28 DEFERRED TAX LIABILITIES (net) (Refer note 63)

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Corresponding effect in Statement of Profit & Loss		
Property, plant and equipment	1,439	1,503
Provision for employee benefits	(413)	(638)
Forward contracts (fair value hedge)	(0)	9
Provision for sales returns	(129)	(146)
Provision for obsolete inventories	(38)	(38)
Provision for doubtful debts	(446)	(397)
Provision for doubtful advances	(177)	(142)
Provision for bonus	(58)	(58)
Financial guarantee contrAVts	92	86
Provision for slow-moving inventories	(13)	(13)
Others	2,995	1,547
	3,252	1,713
Corresponding effect in Other Comprehensive Income		
Hedging reserve (impact of forward contracts)	(6)	67
Remeasurement of defined benefit plans	499	-
	493	67
Total	**3,745**	**1,780**
Opening balance	1,780	237
Tax (expense) recognised in profit or loss	1,539	1,616
Tax (expense) recognised in other comprehensive income	426	(47)
Adjustments of tax relating to earlier years (excess/short provision)	-	(26)
Closing balance	**3,745**	**1,780**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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28.1 Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of: (a) deductible temporary differences; (b) the carry forward of unused tax losses; and (c) the carry forward of unused tax credits (Refer note 52) for reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes).

29 OTHER NON CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Deferred revenue (Refer note 36.4)	281	5
Total	**281**	**5**

30 CURRENT FINANCIAL LIABILITIES - BORROWINGS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
a) Secured (Refer note 30.1)		
i) Cash Credit from Bank	196	19
ii) Working Capital Rupee Loans repayable on demand from banks (Refer note 30.1)	8,920	1,700
iii) Bank Overdraft (Refer note 30.1, 30.2 and 30.3)	3,999	3,597
iv) Current maturity of vehicle loan from NBFC	-	7
	13,115	5,324
b) Unsecured		
From Banks:		
i) Working Capital loan from Banks	9,506	-
ii) Commercial Paper (Refer note 30.4)	5,000	6,000
	14,506	6,000
Total	**27,621**	**11,324**

30.1 Secured working capital demand loan includes interest accrued but not due amounting to ₹ 20 Lakhs (Previous year: ₹ #) in respect of Holding Company. Interest rate for secured rupee loan is ranging from 7.50% to 7.90%.

30.2 Bank Overdraft is in respect to one of the subsidiaries 'Indiannica Learning Private Limited' is secured against Pari Passu charge on current assets & fixed assets (both present and future) of the subsidiary.

30.3 The average rate of interest for the above mentioned overdraft facility during the year is 8.05% per annum (Previous year 7.25% per annum).

30.4 As at year ended 31st March, 2023, Commercial papers (unsecured) amounts to ₹ 5,000 Lakhs (Previous year: ₹ 6,000 Lakhs) carrying coupon rate 7.85%. Commercial papers amounting to ₹ 3,500 Lakhs were issued and fully repaid during year carrying interest rate 4.40% (Previous Year ₹ 7,500 Lakhs). These Commercial papers were listed on the National Stock Exchange.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

30.5 The Group has not advanced any funds or loaned or invested by the Group to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Group (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.

The Group has not received any funds from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such Company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries.

31 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
- Due to Micro, Small and Medium Enterprises	1,050	976
- Due to Others	5,398	5,899
Total	**6,448**	**6,875**

31.1 Trade payables are non-interest bearing and are normally settled as per due dates generally ranging from 0 to 90 days.

31.2 The Group has financial risk management policies in place to ensure that all payables are paid within the agreed credit terms. (Refer note 55)

31.3 **Trade payables ageing schedule as at 31st March, 2023**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	553	495	1	-	1	1,050
(ii) Others	1,544	1,336	2,465	38	-	14	5,398
(iii) Disputed Dues-MSME	-	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-	-
Total	**1,544**	**1,889**	**2,960**	**40**	-	**15**	**6,448**

Trade payables ageing schedule as at 31st March, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Unbilled	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	762	169	43	2	1	976
(ii) Others	1,456	2,607	1,674	128	-	34	5,899
(iii) Disputed Dues-MSME	-	-	-	-	-	-	-
(iv) Disputed Dues-Others	-	-	-	-	-	-	-
Total	**1,456**	**3,369**	**1,843**	**171**	2	**35**	**6,875**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

32 OTHER CURRENT FINANCIAL LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Creditors for capital goods	177	29
Employee Benefits Payable	2,594	1,854
Unclaimed dividend (Refer note 18 and 32.1)	243	272
Financial liabilities at fair value (forward contracts) (Refer note 20)	23	0
Security deposits (Refer note 32.2)	190	227
Total	**3,227**	**2,382**

32.1 There is no amount due to Investor Education & Protection Fund as on 31st March, 2023.

33 OTHER CURRENT LIABILITIES

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Advances received from customers	806	841
Deferred revenue (Refer note 36.4)	226	23
Security Deposit from Tutors	0	0
Statutory Dues		
- Provident Fund / ESIC / Profession Tax	209	48
- Tax Deducted At Source	484	304
- Sales tax / VAT / GST payable	100	118
Total	**1,825**	**1,333**

34 CURRENT PROVISIONS

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for Employee Benefits (Refer note 34.1)		
- Gratuity (Refer note 58 (b) (i))	36	155
- Compensated absences (Refer note 58 (b) (ii))	1,810	2,541
- Provision for Variable Component	82	-
Other Provisions		
- Refund Liability (Refer note 51(a))	1,843	1,705
- Discounts (Refer note 51(b))	1,145	823
- Performance bonus (Refer note 51(c))	178	171
- Others (contingencies, legal matters etc.) (Refer note 51(d))	149	310
Total	**5,242**	**5,704**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

34.1 The movement represents the provision created for the year arising out of the Actuarial valuation after considering the Actual settlements made during the year.

34.2 In case of Accumulated compensated absences outstanding as at year-end, the employees have already earned the right to avail the leave and they are normally entitled to avail the leave at any time during the year. As the employees has an unconditional right to avail the leave, the same are classified as 'current provisions' as per the guidance note on Schedule III Division II of the Companies Act, 2013 issued by the Institute of Chartered Accountants of India.

35 LIABILITIES FOR CURRENT TAX (NET)

(₹ in Lakhs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provisions for tax (net of advance tax)	922	206
Total	**922**	**206**

36 REVENUE FROM OPERATIONS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Sale of products		
- Finished Goods (Refer note 36.1)	1,64,883	1,06,771
- Traded Goods	416	567
Sale of services	944	830
Other operating revenues		
- Export incentives (Refer note 36.5)	1,206	1,160
- Sale of scrap and waste	1,864	1,595
- Power generation income	68	121
- Others (Royalty, Miscellaneous, etc.)	352	387
Total	**1,69,683**	**1,11,430**

36.1 Provision for Refund Liability:

The above amount is net of provision made for refund liability amounting to ₹ 1,843 Lakhs (Previous year ₹ 1,705 Lakhs). Also refer note 51 (a) and note 34.

36.2 Disclosures of Ind AS 115

(a) Refer note 2.3 (k) of Significant accounting policies for Revenue recognition.

(b) Contracts with customer and significant judgement in applying the standard:

(i) The Group's operations relates to publication of knowledge based information in educational and general books form as well as electronic media and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market.

The group applies the guidance provided in Ind AS 115 'Revenue from contracts with customer' for determining the timing of recognition of revenue. Refer note 2.3 (k) of significant accounting policies.

(ii) For details of revenue recognised from contracts with customers, refer note 36 above.

(iii) There are no contract assets arising from the group's contract with customers.

(c) Disaggregation of revenue

(i) For disaggregation of revenue, refer break-up given in note 36 above and note 60 (B).

(ii) Refer note 60 (A)(iv) for details regarding customer concentration that represents 10% or more of the Group's total revenue during the year ended 31st March, 2023 and 31st March, 2022.

(d) Performance obligation

(i) For timing of satisfaction of its performance obligations, refer note 2.3 (k) of significant accounting policies of the group.

(ii) Unsatisfied (or partially satisfied) performance obligations are due to unexpired contract period in cases where the contract for grant exclusive license to translate, print, publish and sale the translated book in defined territory. The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is ₹ 507 Lakhs (Previous year: ₹ 28 Lakhs) out of which 55% (Previous year: 91%) is expected to be recognised as revenue in the next year and the balance thereafter.

36.3 Reconciliation of revenue recognised with the contracted price is as follows:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Contracted price	1,74,723	1,14,292
Less: Provision for refiund liability	1,843	1,705
Less: Reductions towards variable consideration components	6,687	4,419
	1,66,193	**1,08,168**
Add: Other Operating Revenue	3,490	3,262
Revenue recognised	**1,69,683**	**1,11,430**

The reduction towards variable consideration comprises of volume discounts, sales promotion, etc.

36.4 Changes in deferred revenue are as follows (Refer note 29 and 33):

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Balance at the beginning of the year	28	31
Deferred during the year	504	31
Revenue recognised that was included in the deferred revenue at the beginning of the year	24	33
Balance at the end of the year	**507**	**28**

36.5 The Company receives government assistance in the form of MEIS license / duty drawback, which are issued to eligible exporters. Above revenue includes MEIS, DFIA, RODTEP as applicable and duty drawback income of ₹1,206 Lakhs (Previous year: ₹1,160 Lakhs). Out of the revenue recognised, ₹ 193 Lakhs (Previous year: ₹734 Lakhs) will be received from government upon receipt of balance amount from customer and fulfilment of other procedural formalities..

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

37 OTHER INCOME (NET)

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
a) Interest income		
Interest income on financial asset (at amortised cost)	160	87
b) Income from current investments carried at FVTPL		
Dividend income from Share Purchase	7	0
Profit on fair valuation of quoted equity shares	352	-
Profit on redemption of mutual funds	131	71
c) Gain on foreign exchange transactions (net) (Refer note 37.1)	471	1,023
d) Gain on fair valuation of financial assets (net)	-	22
e) Other non-operating income		
Rent income on rented premises	47	421
Interest on Income Tax refund	-	-
Profit on sale of property, plant and equipment	151	177
Others miscellaneous income	156	80
Total	**1,474**	**1,881**

37.1 Gain on foreign exchange transaction is ₹ 249 Lakhs (Previous Year: Loss of ₹ 464 Lakhs) of exchange difference (net) arising on financial instruments.

38 COST OF MATERIALS CONSUMED

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Raw Materials consumed (Refer note 15.1)	92,775	54,506
Total	**92,775**	**54,506**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

39 CHANGES IN INVENTORIES OF FINISHED GOODS, STOCK-IN -TRADE AND WORK-IN- PROGRESS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Closing Stock		
-Work In Process	3,113	2,518
-Finished Goods	33,311	25,204
-Stock in Trade	21	50
Job in progress	30	-
	36,475	27,773
Opening Stock		
-Work In Process	2,518	1,838
-Finished Goods	25,204	23,869
-Stock in Trade	50	70
Job in progress	-	36
	27,773	25,812
Total	**(8,702)**	**(1,961)**

40 MANUFACTURING EXPENSES

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Freight & Octroi	1,416	754
Power & Fuel	586	439
Printing Expenses	1,677	1,673
Binding Expenses	3,433	2,345
Other Manufacturing Expenses	2,666	1,911
Stores & Spares Consumed	654	417
Plant & Machinery	361	353
	10,792	**7,892**

41 EMPLOYEE BENEFITS EXPENSE

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Salaries, Wages & Bonus	20,768	16,407
Contribution to PF, ESIC and LWF (Refer note 58 (a))	1,062	956
Contribution to Other Funds	613	443
Stock appreciation rights (Refer note 41.1)	-	16
Staff Welfare Expenses	770	568
Total	**23,215**	**18,391**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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41.1 In the previous year one of the subsidiaries 'Genext Students Private Limited', the Company had issued 80,000 SARs for 3 Employees with the vesting period of 1 year from 1st April, 2021 which had been fully paid in 2021-22.

41.2 Out of total salaries, wages & bonus, amount aggregating to ₹ 237 lakhs relates to termination benefits/severance pay payable to employees.

42 FINANCE COSTS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Interest expenses on borrowings	1,008	403
Interest on delay	3	4
Interest expense on lease liability (Refer note 48)	153	216
Total	**1,164**	**623**

43 DEPRECIATION, AMORTISATION AND IMPAIRMENT OF ASSETS

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Depreciation of property, plant and equipment (Refer note 3)	2,448	2,267
Depreciation of right-of-use assets (Refer note 4)	898	899
Depreciation of investment property (Refer note 6)	1	1
Amortisation of intangible assets (Refer note 7)	2,200	1,799
Impairment of intangible asset under development	260	-
Total	**5,807**	**4,967**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

44 OTHER EXPENSES

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Royalty	3,709	2,231
Transportation Expenses	3,602	2,896
Insurance	208	249
Rent	324	410
Advertisement	884	345
Other Manufacturing Expenses	469	518
Repairs to:		
a) Buildings	642	517
b) Other repairs	388	314
Auditor's remuneration	53	52
Legal and Professional Fees	1,196	917
Rates & Taxes	283	112
Loss on fair valuation of financial assets (net)	1	-
Sales Tax / GST Expenses (Refer note no.46.1)	315	260
Commission	745	723
Marketing Expenses	1,255	740
Sales Promotion Expenses	597	283
Bad debts and other irrecoverable advance written off	54	75
Allowance for Expected credit loss & bad and doubtful debts	265	92
Tutoring expenses	-	26
Corporate Social Responsibility Expenses	500	457
Donation	1	0
Bank Charges	169	108
Staff recruitment expenses	113	29
Annual custody fees	1	0
Incidental expenses for issue of OCPS	226	30
Loss on fair valuation of quoted equity shares	-	69
Contract labour charges	1,021	880
Other Expenses (Refer Note 44.2)	4,259	3,382
Total	**21,281**	**15,717**

44.1 As expense-wise breakup in respect of input credit reversals is not readily available, such reversal are grouped under Sales Tax / GST expenses.

44.2 Other expenses do not include any item of expenditure which is exceeding one percent of the revenue from operations or ₹ 10 Lakhs, whichever is higher, in addition to the consideration of 'materiality'.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

45 EXCEPTIONAL ITEMS

Exceptional items represents:

For the year ended 31st March, 2023,

a) ₹ 633 Lakhs towards profit on sale of Holding Company's property.
b) ₹ 5,776 Lakhs towards gain on dilution of Group's share from associate (deemed disposal). Refer note 63.

For the year ended 31st March, 2022,

a) ₹ 6,813 Lakhs towards profit on sale of Holding Company's property.
b) ₹ 2,233 Lakhs towards provision for impairment of investment in 'Indiannica Learning Private Limited' (Wholly owned subsidiary) driven primarily by the losses incurred during the period, uncertainties and continuous delays in re-opening of schools which has affected the performance of the Company.
c) ₹ 3,300 Lakhs towards gain on dilution of Group's share from associate (deemed disposal). Refer notes 63 and 64

46 CONTINGENT LIABILITIES:

(a) Tax matters:

i) For disputed Income tax matters ₹ 561 Lakhs and (Previous year ₹ 494 Lakhs) against which amount provided in books is ₹ 549 Lakhs (Previous year ₹ 489 Lakhs) and amount paid under protest is ₹ 484 Lakhs (Previous year ₹ 418 Lakhs) (Refer below note).

Income tax demands mainly include the appeals filed by the Holding Company before various departmental appellate authorities / High Courts against the disallowances made by income tax authorities of certain deductions / expenses claimed. Pending final decisions, the Company has deposited amounts under protest with Income Tax Authorities.

ii) For disputed sales tax matters ₹ 2,279 Lakhs (Previous year: ₹ 2,269 Lakhs) against which amount paid under protest is ₹ 99 Lakhs (Previous year: ₹ 101 Lakhs). (Refer below note)

Sales Tax demands have been mainly raised on account of dispute on rate of certain products, non submission of statutory declarations etc. Pending final decisions, the Company has deposited amounts under protest with Sales Tax Department. Also refer note 44.1.

iii) (a) For disputed GST matters ₹ 3 Lakhs (Previous year: ₹ 3 Lakhs) against which amount paid under protest is ₹ # (Previous year: ₹ #) (Refer below note)

GST demand have been mainly raised on account of detention of vehicle by an authority. Pending final decisions, the Company has deposited amounts under protest with GST Department.

(b) For disputed GST matters ₹ 388 Lakhs (Previous year: ₹ NIL) against which amount paid under protest is ₹ 167 Lakhs (Previous year: ₹ NIL) (Refer below note)

Note: During the year officers from State GST Department conducted Investigation for the period from 01.07.2017 to 31.03.2022.The State GST Officers raised certain issues against which Company made payment of ₹ 300 Lakhs under protest without accepting liability in respect of said issues. Also refer note 12.

In the month of March 2023, Company received intimation of liability for FY 2017-18 and 2018-19 from State GST Department intimating total tax liability of ₹ 388 Lakhs. The Company has disputed the said liability. Such intimation for remaining years are not yet received.

The management does not expect any material liability with respect to intimation of liability received from State GST Department. Further, no show cause notices have been issued so far.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

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iv) For disputed Excise duty matters ₹ 9 Lakhs (Previous year: ₹ NIL) against which amount paid under protest is ₹ NIL (Previous year: ₹ NIL) (Refer below note)

Note: Excise demand has arisen on account of dispute in classification of certain intermediary products. Revenue is in appeal before Department's Appellate Authority against order passed in favour of Company.

v) In one of the subsidiaries 'Indiannica Learning Private Limited', tax disputes against the demand raised and penalty levied by the Assessing Officer aggregating to ₹ 69 lakhs (Previous year: ₹ 69 lakhs) of FY 2016-17 with CIT(Appeals)- Refund of FY 2018-19 of ₹ 2 lakhs is adjusted against this demand.

vi) In one of the subsidiaries 'Navneet Futuretech Limited', Assessing Officers of the Income tax department had made certain disallowances for AY 2012-13 to AY 2013-14 and reduced the losses claimed by the Company by ₹ 358 Lakhs. The Company has filed appeals before CIT (Appeals) / ITAT against these orders.

The ITAT has given substantial reliefs of ₹ 94 Lakhs as against disallowance of ₹120 Lakhs for AY 2012-13 and of ₹ 35 Lakhs as against disallowance of ₹ 51 Lakhs for AY 2014-15. Management is hopeful of getting relief in AY 2013-14 also as nature of disallowance is similar.

Further, department has levied penalty of ₹ 8 Lakhs and ₹ 16 Lakhs u/s 271(1)(c) of the Income Tax Act, 1961 for assessment year 2012-13 & 2014-15 respectively. The Company has filed appeals before CIT (Appeals) against both the penalty orders. The Company has made payment under protest of ₹ 2 Lakhs against penalty order for AY 2012-13 and penalty of AY 2014-15 has been adjusted by CPC against refund of AY 2020-21 without consent of company and hence the Company has appealed against the same.

Further Assessing Officer has made disallowances of ₹ 298 Lakhs for AY 2021-22 and raised a demand of ₹ 57 Lakhs without adjusting current year losses. The Company has filed appeals before CIT (Appeals) / ITAT against these orders.

Considering nature of disallowance and certain favourable judicial decisions with respect to levy of penalty, the management of the Company is hopeful of getting favourable orders at the higher forum.

Note: Future cash outflows in respect of matters considered disputed are determinable only on receipt of judgments / decisions pending at various forums / authorities. The management does not expect these claims to succeed and accordingly, no provision has been recognised in the financial statements.

(b) Against bond (mainly GST benefit):

Duty free imports for which export obligation is pending as at year end amounting to ₹ 67 Lakhs (Previous Year ₹ 11 Lakhs). In the event Company does not meet the respective obligation, GST would have to be paid for which input credit would be available.

(c) Other matters:

In one of the subsidiary ‘Navneet Futuretech Limited’, Kotak Mahindra Bank has given bank guarantee to two of the customers of the Company amounting to ₹ 15 Lakhs (Previous year: 12 Lakhs) against which the Company has provided bank deposit of same amount which is kept under lien by the Bank. Further, the Company has availed bank overdraft facility from ICICI Bank Limited against which the Company has provided bank deposit of ₹ 2 Lakhs (Previous year: 2 Lakhs) which is kept under lien by the bank.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

47 CAPITAL COMMITMENTS AND OTHER COMMITMENTS

(i) In Holding Company, estimated amount of contracts remaining to be executed (net of advances) on capital account is ₹ 1,997 Lakhs (Previous year: ₹ 296 Lakhs).

(ii) During the year, one of the subsidiary 'Navneet Futuretech Limited' entered into an agreement with Mr. Sanjeev Shah (Joint Managing Director) wherein the Company is committed grant ESOPs to him upon fulfilment of conditions / events as specified by the appointment letter.

Estimated amounts of contracts remaining to be executed on capital accounts and not provided for in the accounts are ₹ Nil (Previous year: ₹ Nil).

(iii) For all other subsidiary companies, estimated amounts of contracts remaining to be executed on capital accounts and not provided for in the accounts are ₹ Nil (Previous year: ₹ Nil).

48 DISCLOSURE UNDER IND AS 116 'LEASES'

The group has adopted Ind AS 116 'Leases' effective from 1st April, 2019 as notified by the Ministry of Corporate Affairs in the Companies (Indian Accounting Standard) Amendment Rules, 2019. Ind AS 116 replaces Ind AS 17 'Leases' and related interpretation and guidance.

Also refer note 2.3 (p) for accounting policy on leases.

a) As a Lessee

The group's lease assets primarily consist of leases for office premises, warehouses, vehicles and computers. For lease arrangement with lease terms of 12 months or less, the Company has applied the 'short-term lease' recognition exemptions and for lease with lower underlying value asset, the Company has applied the 'low value asset' recognition exemption.

(₹ in Lakhs)

The details of outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:	2022-23	2021-22
Lease payment not later than one year	1,210	1,153
Lease payment later than one year and not later than five years	28	1,239
Lease payment later than five years	-	-
Total	**1,238**	**2,392**

(₹ in Lakhs)

Particulars	2022-23	2021-22
a) Interest expense on lease liabilities; (Refer note 42)	153	216
b) Lease expenses		
Lease expenses in case of short term leases (included in 'Other expenses')	460	395
Lease expenses in case of low value leases (other than short term as disclosed above)(included in 'Other expenses')	-	15
Lease payments debited to lease liabilities	1,150	1,098
Expense relating to variable lease payments not included in the measurement of lease liabilities;	-	-

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FOR THE YEAR ENDED 31st MARCH, 2023

Particulars	2022-23	2021-22
Income from subleasing right-of use assets;	-	-
Total cash outflow of leases; [including short term and low value leases]	1,610	1,508
Gains or losses arising from sale and leaseback transaction	-	-

Notes:

1. The right-of-use asset is depreciated using the straight-line method (SLM) from the commencement date over the lease term of right-of-use asset. For details of addition, depreciation and carrying amount of right of use asset, refer note 4.
2. Also refer note 55 for contractual maturities of lease liability (as per Ind AS 107).
3. For the purpose of calculation of lease liabilities, future lease payments are discounted at incremental borrowing rate for the lease term of 5 years. This lease term is arrived based on reasonable certainty of renewal of lease agreement.

b) As a Lessor

For assets given on cancellable lease, it's depreciation and carrying amount, refer note 6. Also, for rental income earned on that properties, refer note 6.1 which is recognised on a straight line basis over the term of the relevant lease for long-term leases..

49 DERIVATIVE FINANCIAL INSTRUMENTS

The holding Company uses derivative financial instruments such as forwards and options, to hedge its risks associated with foreign exchange fluctuation. The counterparty for these contracts is generally a bank. These derivative financial instruments are valued based on quoted price for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market place.

(a) The assets and liabilities position of various outstanding derivative financial instruments is given below:

Particulars	2022-23		2021-22	
	In USD	₹ In Lakhs	In USD	₹ In Lakhs
Hedge				
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge) - Assets	59,48,742	4,888	55,25,532	4,188
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge) - Assets	2,34,71,258	19,286	4,10,93,790	31,145
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge) - Liabilities	10,00,000	822	-	-
Foreign currency option contract (with underlying firm commitments considered for cash value hedge) - Assets	80,00,000	6,574	30,00,000	2,274
Total	**3,84,20,000**	**31,570**	**4,96,19,322**	**37,607**

Note: The Holding Company has exchange rate movement risk for above mentioned foreign currency contracts.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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(b) Outstanding position of foreign exchange derivative financial instruments: (Refer note 20 and 31)

Particulars	Currency pair		Fair value Gain / (loss) Amount	
			2022-23	2021-22
Foreign currency forward contract (with underlying trade receivables considered for fair flow hedge)	USD_₹	Sell	#	36
Foreign currency forward contract (with underlying firm commitments considered for cash value hedge)	USD_₹	Sell	28	232
	USD_₹	Buy	(9)	-
Foreign currency option contracts (with underlying firm commitments considered for cash value hedge)	USD_₹	Buy & Sell	(42)	33
Total Gain / (Loss)			**(23)**	**302**

(c) Details of amount held in hedging reserve (i.e. cash flow hedge) and the period over which these are going to be released

For the year ended as on 31st March, 2023

(₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency forward contracts (gross amount):			
USD_₹ (trade receivables)	28	28	Nil
USD_₹ (trade payables)	(9)	(9)	Nil
Foreign currency option contracts (gross amount):			
USD_₹ (trade payables)	(42)	(42)	Nil
Closing balance as at year end	**(23)**	**(23)**	**Nil**

For the year ended as on 31st March, 2022

(₹ in Lakhs)

Particulars	Closing value in hedging reserve Gain / (Loss)	Release in less than 12 months	Release in more than 12 months
Foreign currency forward contracts (gross amount):			
USD_₹ (trade receivables)	232	232	Nil
USD_₹ (trade payables)	-	-	Nil
Foreign currency option contracts (gross amount):			
USD_₹ (trade payables)	33	33	Nil
Closing balance as at year end	**265**	**265**	**Nil**

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(d) Amount of gain / loss (net of taxes) recognised in hedging reserve and recycled:

i) During the 2022-23:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L	Closing balance
Foreign currency forward contracts	36	(657)	498	(123)
Foreign currency option contracts	25	(56)	-	(31)
Total	**61**	**(713)**	**498**	**(154)**

ii) During the 2021-22:

(₹ in Lakhs)

Particulars	Opening balance	Net amount recognised	Recycled to P&L	Closing balance
Foreign currency forward contracts	186	394	(544)	36
Foreign currency option contracts	15	10	-	25
Total	**201**	**404**	**(544)**	**61**

(e) Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedge ratio aligns with the ratio used for risk management purposes.

The amount of gain / (loss) recognised in Statement of Profit and Loss on account of hedge ineffectiveness for cash flow hedges for the year ended 31st March, 2021 is ₹ Nil (Previous year: ₹ Nil).

50 EARNING PER SHARE :

(₹ in Lakhs)

Particulars	2022-23	2021-22
Net Profit available for Equity Shareholders as per statement of profit & loss	20,454	7,706
Weighted average number of equity shares for basic and diluted EPS (in Numbers)	22,62,13,181	22,72,54,248
Basic and Diluted Earning per share (₹)	9.04	3.33
Face Value Per Equity Share (₹)	2.00	2.00

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51 DISCLOSURE OF MOVEMENT OF PROVISIONS :

(a) Provision for refund liability

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	1,705	1,902
Add: Addition during the year	1,843	1,705
Less: Utilised/Written Back	1,705	1,902
Closing balance of provisions	**1,843**	**1,705**

Note: Provision has been made for expected return for sales made during the year. Provision for refund liability would be utilised against the returns which are expected to be received in the subsequent financial year. In case of one of the subsidiaries 'Indiannica Learning Private Limited', provision for refund liability are made based on trend arrived as average of actual sales return to sales of previous three years.

(b) Provision for discounts

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	823	377
Add: Addition during the year	1,145	823
Less: Utilised/Written Back	823	377
Closing balance of provisions	**1,145**	**823**

Note: Provision has been recognised for expected discount to be provided to distributor on the basis of agreed terms and fulfilment of future obligation by distributor.

(c) Provision for performance bonus

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	171	91
Add: Addition during the year	178	171
Less: Utilised/Written Back	171	91
Closing balance of provisions	**178**	**171**

Note: Provision has been recognised based on performance evaluation of employees as per engagement terms and which are expected to be paid in the next year.

(d) Provision for contingencies

(₹ in Lakhs)

Particulars	2022-23	2021-22
Opening balance of provision	310	161
Add: Addition during the year	-	149
Less: Utilised/Written Back	161	-
Closing balance of provisions	**149**	**310**

Note: Provision has been recognised against certain business related obligations, legal matters etc.

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52 DISCLOSURE AS PER IND AS 12 'INCOME TAXES'

A Income tax expense in the statement of profit and loss consists of:

(₹ in Lakhs)

Particulars	2022-23	2021-22
Current income tax:		
In respect of the current year	7,826	4,424
In respect of the prior years	56	28
Deferred tax		
In respect of the current year	1,539	1,616
Income tax expense recognised in the statement of profit or loss	**9,420**	**6,068**
Income tax recognised in other comprehensive income:		
Deferred tax arising on income and expense recognised in OCI		
a) Re-measurement of the net defined benefit plan	89	(71)
b) Financial Liabilities at Fair value (cash flow hedge)	(72)	(47)
Income tax expense recognised in other comprehensive income	**17**	**(118)**

B The reconciliation between the provision of income tax of the Group and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows

(₹ in Lakhs)

Particulars	2022-23	2021-22
Profit before tax	29,797	13,503
Impact of changes on account of permanent disallowances (net)	(2,038)	631
Impact of Chapter VI-A deductions (net)	312	263
Tax losses for which no deferred income tax was recognised and non recognition of asset based on uncertainty on utilisation in future (refer note C below)	4,658	2,947
	32,729	17,344
Enacted income tax rate in India	25.17%	25.17%
Computed expected tax expense	**8,238**	**4,365**
Effect of:		
Tax expenses as per the Statement of Profit and Loss	9,420	6,068
Buy back Expenses - Allowable expense but part of reserve	-	(66)
Others (including tax on inter-company margin removal)	1,182	(1,637)
Income tax expense recognised in the statement of profit and loss	**8,238**	**4,365**

Notes:

52.1 The applicable corporate income tax rate for the Company for the year ended 31st March, 2023 and 31st March, 2022 is 25.17% and 25.17%, respectively.

52.2 In the opinion of the Management of the holding company, subsidiaries and the holding company does not have any item of allowance / disallowance; tax treatment of which is uncertain on account of on-going disputes with the authorities.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

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C Unabsorbed depreciation and carried forward losses:

In respect to two subsidiaries 'Navneet FutureTech Limited' and 'Indiannica Learning Private Limited', deferred tax asset arising mainly on account of unabsorbed depreciation and carried forward losses under tax laws which has not been considered as it is not reasonably certain that future taxable profits will be available against which the deductible temporary difference can be utilised. Accordingly such deferred tax asset has not been recognised in the accounts of the subsidiary.

In respect to both subsidiaries having carry forward depreciation losses as at 31st March, 2023 of ₹ 6,547 Lakhs (Previous year: ₹ 5,538 Lakhs) which doesn't have any expiry date and carry forward business losses as on 31st March, 2023 is ₹ 13,813 Lakhs (Previous year: ₹ 9,027 Lakhs) which will be expired in next 1 to 8 years (Previous year: 1 to 8 years). Considering losses incurred during last two years, these assets are not recognised in financial statements.

D In respect of both subsidiaries 'Navneet Futuretech Limited' and 'Indiannica Learning Private Limited', no provision for tax has been made as both the subsidiary companies have brought forward losses under income tax. As stated above, the subsidiary companies have recognised deferred tax assets to the extent of deferred tax liability, except in case of 'Indiannica Learning Private Limited' considering uncertainties on utilisation of full Deferred Tax Assets (DTA), in earlier years it has been partially recognised to the extent it is certain to be utilised, no new deferred tax assset is created.

53 DISCLOSURE AS PER IND AS 10 'EVENTS AFTER THE REPORTING PERIOD'

a) The directors of the Holding Company have recommended payment of final dividend for 2022-23 of ₹ 2.60 per equity share (i.e.130%) in its board of directors meeting held on 16th May, 2023. This proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

b) In one of the subsidiary 'Navneet Futuretech Limited', Board of Directors in its meeting held on 12th May 2023, have approved the merger between 'Genext Students Private Limited' and 'Navneet Futuretech Limited' in FY 23-24.

54 FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

The management assessed that the fair values of financial asset and financial liabilities approximate their carrying amounts.

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

(a) Fair values of cash and cash equivalents, trade receivables, interest accrued on deposits with bank, bank deposits, trade payables and other financial liabilities, approximate their carrying amounts largely due to the short-term maturities of these instruments.

(b) The management has considered fair value of security deposits, loan from bank, loan from related party, equal to their carrying value as fair values based on the current market interest rates and other risk factors approximate to carrying value.

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Fair value hierarchy

The following table presents the financial assets and financial liabilities by level with the fair value measurement hierarchy :

(₹ in Lakhs)

		31st March, 2023		31st March, 2022	
		Level of input used in*	Carrying Amount	Level of input used in*	Carrying Amount
a)	**Financial assets**				
	At Amortised Cost				
	Trade receivables	NA	33,138	NA	24,218
	Cash and cash equivalents	NA	2,396	NA	1,609
	Bank deposits	NA	111	NA	197
	Earmarked balances with Bank	NA	243	NA	272
	Loans	NA	2,189	NA	2,235
	Other financial assets	NA	2,955	NA	1,301
	At Fair Value Through P&L				
	Investment in Equity (Refer note 10.2)	Level 1	727	Level 1	375
	Investment in Mutual fund	Level 1	-	Level 1	850
	Financial assets at fair value (forward and option contracts)	Level 2	-	Level 2	301
	At Fair Value Through OCI				
	Investment in Equity (Refer note 10.2)	Level 3	12,307	Level 3	4,275
b)	**Financial liabilities**				
	At Amortised Cost				
	Cash Credit	NA	196	NA	19
	Trade payables	NA	6,448	NA	6,875
	Working capital loan	NA	18,425	NA	1,700
	Commercial paper	NA	5,000	NA	6,000
	Other financial liability	NA	3,204	NA	2,382
	Bank overdraft	NA	3,999	NA	3,597
	Vehicle Loan	NA	-	NA	22
	Lease Liability	NA	1,161	NA	2,167
	At Fair Value Through P&L				
	Financial liabilities at fair value (forward and option contracts)	Level 2	23	Level 2	-

* There has been no transfer between level 1 and level 2 during the year ended 31st March, 2023 and 31st March, 2022. Level is NA, since valued at amortised cost.

Notes:

(i) Investments in an associate are not required to be recognised as per IND AS 109 and hence, not considered above for disclosure purpose.

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(ii) For details of income and gains related to financial instruments (Refer note 37).

(iii) In the previous year, the group has made acquisition in 'SFA Sporting Services Private Limited' and "Elation Edtech Private Limited", the investments are considered as 'Fair Value through OCI'.

(c) Movement of items measured using unobservable inputs (Level 3):

Particulars	Equity Instrument
Balance as at 1st April, 2021	**-**
Addition during the year	4,275
Disposal during the year	-
Gain / (Loss) recognised in	-
Balance as at 31st March, 2022	**4,275**
Addition during the year	3,750
Disposal during the year	-
Gain / (Loss) recognised in	4,282
Balance as at 31st March, 2023	**12,307**

(d) Unobservable inputs used in measuring fair value of financial instruments categorised as Level 3

The following tables set forth information about significant unobservable inputs used in measuring financial instruments categorised as level 3 in the fair value hierarchy.

Type of Instrument	Fair value at 31st March, 2023	Fair value at 31st March, 2022#	Significant unobservable input/ fair valuation method	Fair value measurement sensitivity to unobservable inputs
Equity Instrument	12,307	4,275	Fair value as determined by the Independent valuers	A significant increase/decrease in the price would result in a higher/lower fair value

During the financial year 2021-22, the Company had made fresh investment in SFA Sporting Services Private Limited and Elation Edtech Private Limited and fair valuation report had been obtained at the time of investment being made hence no fair valuation report had been obtained as on 31st March, 2022.

The effect of unobservable inputs on fair value measurement

Although the Company believes that its estimates of fair value are appropriate, the use of different methodologies or assumptions could lead to different measurements of fair value.

The most significant input impacting the fair value of such financial instruments are prices or values provided by external valuer. An upward or downward 5% change in price would result in an impact of ₹ 615 lakhs (Previous year: ₹ 214 lakhs).

Financial /Bank guarantee:

(i) In one of the subsidiaries 'Indiannica Learning Private Limited', the subsidiary company had given bank guarantee to Sales Tax department ₹ 2 Lakhs (Previous year: ₹ 2 Lakhs).

(ii) In Holding Company, bank guarantee is given to electricity department (DNH Power Distribution Corporation Limited and Uttar Gujarat Vij Company Limited) for electricity deposit of ₹ 116 Lakhs (Previous year: ₹ 80 Lakhs) and to supplier (Century Pulp And Paper) for securing supplies of materials of ₹ 60 Lakhs (Previous year: ₹ NIL). The Company does not anticipate any liability on these guarantees.

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55 FINANCIAL RISK MANAGEMENT

The Group is exposed to market risk, credit risk and liquidity risk. The management reviews and agrees policies for managing each of these risks which are summarised below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprise three types of risk: foreign currency risk, interest rate risk and other price risk. Financial instruments affected by market risk primarily include trade receivables, trade payables, cash and cash equivalents.

The sensitivity analysis in the following sections relate to the position for the periods presented. The sensitivity analysis has been prepared on the basis that the amount of net debt and the proportion of financial instruments in foreign currencies are all constant. The analysis exclude the impact of movements in market variables on the carrying values of gratuity obligation and provisions.

The sensitivity of the relevant profit and loss item is the effect of the assumed changes in respective market risks based on the financial assets and financial liabilities held at the periods presented.

Interest rate risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rate, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Year ended as on	Change in Int. Rate	Effect on profit before tax [increase / (decrease)]
31st March, 2023	Increase by 50 basis points (50 bps)	138
	Decrease by 50 basis points (50 bps)	(138)
31st March, 2022	Increase by 50 basis points (50 bps)	57
	Decrease by 50 basis points (50 bps)	(57)

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to trade payables and trade receivables.

The following table analyses the foreign currency risk from monetary assets and liabilities as at balance sheet date:

(₹ in Lakhs)

Particulars / Foreign currency	2022-23		2021-22	
	Amount in foreign currency	Amount in Lakhs	Amount in foreign currency	Amount in Lakhs
Trade receivables				
USD	14,632	12	14,632	12
Payables				
EUR	-	-	1,143	1
GBP	-	-	-	-
NZD	3,143	2	-	-
USD	94,542	78	46,801	36

Note: - Open purchase / sales orders are not considered for above purpose. Further foreign currency trade receivables are partially hedged by forward contracts, hence unhedged amount is considered above. Advances receivable / payable are not exposed to risk, hence not considered above.

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Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

(₹ in Lakhs)

Year ended as on	Change in USD rate	Effect on profit before tax
31st March, 2023	Increase by 500 basis points (500 bps)	4
	Decrease by 500 basis points (500 bps)	(4)
31st March, 2022	Increase by 500 basis points (500 bps)	2
	Decrease by 500 basis points (500 bps)	(2)

Previous year figures are in bracket
Note:- Hedged foreign currency trade receivables are not considered for the purpose of sensitivity because they are partially hedged by forward contracts.

d) Price risk

The Group is not exposed to any significant price risk.

e) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities, primarily for trade receivables and deposits with banks and other financial assets.

Trade receivables

Customer credit risk is managed based on the Group's established policy, procedures and control relating to customer credit risk management. The Group evaluates the concentration of risk with respect to trade receivables as low. Out of the total trade receivables balance as at 31st March, 2023, ₹ 3,503 Lakhs (Previous year: ₹ NIL) is due from a single customer being the Holding company's second largest customer. There are no other customers who represent more than 10% of the balance of trade receivables. Outstanding customer receivables are regularly monitored by the management.

The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix and past historical experience. The provision matrix takes into account historical credit loss experience and adjusted for forward-looking information.

An impairment analysis is performed at each reporting date on an individual basis for major customers.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Group does not hold collateral as security except as mentioned in note 16.4.

The ageing of trade receivable and credit loss allowance is as under:

(₹ in Lakhs)

Particulars	Ageing		Total
	Upto 6 months	More than 6 months	
As at 31st March, 2023			
Secured	-	-	-
Unsecured	29,719	5,265	34,984
Total receivables	29,719	5,265	34,984
Allowances for doubtful receivables and expected credit loss	-	-	1,846
Net Receivables	**29,719**	**5,265**	**33,138**
Expected loss rate *			5.28%
As at 31st March, 2022			
Secured	-	-	-
Unsecured	21,950	4,069	26,019
Total receivables	21,950	4,069	26,019
Allowances for doubtful receivables and expected credit loss			1,800
Net Receivables	**21,950**	**4,069**	**24,218**
Expected loss rate *			6.92%

* Expected loss rate includes both allowance made based assessed credit risk on an individual basis and expected loss based on historical experience.

Movement in expected credit loss(including ECL on intercorporate loans) / allowances for doubtful debts

Particulars	Expected credit loss		Allowances for doubtful debts	
	Year ended 31st March, 2023	Year ended 31st March, 2022	Year ended 31st March, 2023	Year ended 31st March, 2022
Balance at the beginning	207	207	1,594	1,635
Additional provision	14	-	475	152
Amounts written off	-	-	427	193
Balance at the end	**221**	**207**	**1,642**	**1,594**

Deposits with banks and other financial assets

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy.

f) Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum level of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity in mind and monitoring future cash flows and liquidity on a regular basis.

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The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2023				
Non-derivative				
Working capital loan	18,425	-	-	18,425
Commercial paper	5,000	-	-	5,000
Lease liability	1,124	38	-	1,161
Bank overdraft	3,999	-	-	3,999
Cash credit facility	196	-	-	196
Trade payables	6,448	-	-	6,448
Vehicle loan	-	-	-	-
Other financial liability	3,204	-	-	3,204
Derivative				
Financial liabilities at fair value (forward contracts)	23	-	-	23

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2022				
Non-derivative				
Working capital loan	1,700	-	-	1,700
Commercial paper	6,000		-	6,000
Lease liability	999	1,168	-	2,167
Bank overdraft	3,597	-	-	3,597
Cash credit facility	19	-	-	19
Trade payables	6,875	-	-	6,875
Vehicle loan	7	22	-	30
Other financial liability	2,375	-	-	2,375
Derivative				
Financial liabilities at fair value (forward contracts)	-	-	-	-

* Excludes financial guarantee liability contract, forward contract and option contract which has been fair valued.

Note - Future interest payment in respect to current borrowings of Working capital loan, Commercial paper, Cash credit facility are not added in maturity profile tabulated above.

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The table below summarises the maturity profile of the Group's financial assets based on contractual undiscounted receipts.

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2023				
Non-derivative				
Investments : Current and Non Current	-	13,034		13,034
Loans (including Inter Corporate Deposit)	251	1,938	-	2,189
Trade receivables: Current and Non Current	33,138	-	-	33,138
Cash and cash equivalent	2,396	-	-	2,396
Other bank balances	355	-	-	355
Other financial assets	2,271	683	-	2,954
Derivative				
Financial assets at fair value (forward contracts and option contract)	-	-	-	-

(₹ in Lakhs)

Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
Year ended 31st March, 2022				
Non-derivative				
Investments : Current and Non Current		4,650		4,650
Loans (including Inter Corporate Deposit)	252	1,983	-	2,235
Trade receivables: Current and Non Current	24,218	-	-	24,218
Cash and cash equivalent	2,459	-	-	2,459
Other bank balances	468			468
Other financial assets	916	386		1,302
Derivative				
Financial assets at fair value (forward contracts and option contract)	301	-	-	301

Note: The Group is not exposed to significant liquidity risk based on past performance and current expectations. The Group believes that the cash and cash equivalents, cash generated from operations and available un-drawn credit facilities, will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

Further, investments in an associate are not recognised as per IND AS 109 and hence, not disclosed in Maturity profile above.

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56 CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity shareholders. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes suitable adjustments in light of changes in economic conditions.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, loan obligation, trade and other payables and less cash and cash equivalents.

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
Working capital loan	18,425	1,700
Lease Liability	1,161	2,167
Vehicle loan	-	22
Bank overdraft / Book OD	3,999	3,597
Cash credit facility	196	19
Trade payables	6,448	6,875
Commercial paper	5,000	6,000
Less: cash and cash equivalent	(2,396)	(2,459)
Net Debt	**32,833**	**17,921**
Equity	1,15,074	94,976
Capital and Net debt	**1,47,907**	**1,12,897**
Gearing Ratio	**22.20%**	**15.87%**

57 DISCLOSURES FOR 'STATEMENT OF CASH FLOWS' AS PER IND AS 7

57.1 Reconciliation of liabilities from financing activities for the year ended 31st March, 2023

(₹ in Lakhs)

Particulars	31st March, 2023	Cash flows (net)	Impact of Ind AS 116	31st March, 2022
Short term / Long term borrowings (including current portion)	23,425	15,703	-	7,722
Lease Liability (impact of IND AS 116)	1,161	(1,150)	144	2,167
Total	**24,587**	**14,553**	**144**	**9,890**

Reconciliation of liabilities from financing activities for the year ended 31st March, 2022

(₹ in Lakhs)

Particulars	31st March, 2022	Cash flows (net)	Impact of Ind AS 116	31st March, 2021
Short term / Long term borrowings (including current portion)	7,722	6,885	-	837
Lease Liability (impact of IND AS 116)	2,167	(1,098)	216	3,050
Total	**9,890**	**5,787**	**216**	**3,887**

The Group has accounted for lease liabilities and fair value changes in accordance with Ind AS 116 implemented during the previous year. Detail break-up of above non-cash element is given below:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2023	Year ended 31st March, 2022
i) Transition adjustment on implementation of Ind AS 116	-	-
ii) Finance cost on lease liabilities	153	216
iii) Addition during the year	-	-
iv) Deletion during the year (after consideration of depreciation)	-	-
Total	**153**	**216**

57.2 Net cash inflow from operating activity netted off with expenditure on Corporate Social Responsibility (CSR) expenditure of ₹ 500 Lakhs (Previous year: ₹ 457 Lakhs).

58 EMPLOYEE BENEFITS:

(a) The Group has recognised the following amounts towards defined contribution plans as an expense and included in the Statement of Profit and Loss.

(₹ in Lakhs)

Particulars	2022-23	2021-22
Provident Fund	963	857
Employee State Insurance Corporation	43	51
Government Pension Fund	55	47
Labour Welfare Fund	1	1
Total	**1,062**	**956**

(b) Defined benefit plan and long term employment benefits:

These plans typically expose the Group to actuarial risks such as: Investment, Interest rate, longevity and salary increase risk:

I. Investment / Interest risk: The Group is exposed to Investment / Interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit. Since the scheme is unfunded in case of compensated absence and in case of gratuity (in one subsidiary Company), the Company is not exposed to Investment / Interest risk.

II. Longevity Risk: The Group is not exposed to risk of the employees living longer as the benefit under the scheme ceases on the employee separating from the employer for any reason.

III. Risk of Salary Increase: The Group is exposed to higher liability if the future salaries rise more than assumption of salary escalation.

(i) Defined benefit plan and long term employment benefits: Gratuity (Defined benefit plan):

The holding Company and subsidiaries, where gratuity liability is funded, makes annual contribution to the employee group gratuity scheme of the Life Insurance Corporation of India's funded defined benefits plan for qualified employees. The scheme provided for lump sum payments to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service in accordance with Payment of Gratuity Act, 1972.

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The Company has provided for gratuity based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of gratuity plan:

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Change in Obligation				
Opening Present Value of Accrued Gratuity	5,525	4,738	148	126
Service Cost	417	346	34	29
Actuarial (Gain)/ Loss on Obligation	(259)	272	(79)	10
Interest Cost	340	318	10	7
Less :Benefits paid	(270)	(157)	-	(24)
Closing Present Value of Accrued Gratuity	**5,753**	**5,517**	**113**	**148**

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Change in Plan Asset				
Opening Fund Balance	5,384	4,950	-	-
Interest Income	332	331	-	-
Adjustment to Opening balance	-	-	-	-
Return on the plan asset	73	17	-	-
Contribution	266	239	-	24
Less :Benefits paid	(270)	(157)	-	(24)
Closing Fund Balance	**5,785**	**5,380**	**-**	**-**

Reconciliation of present value of obligation and the plan asset

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Closing Fund Balance	5,785	5,380	-	-
Closing present value of Accrued Gratuity	5,753	5,517	109	148
Included in 'Payables to employees' in note 31	-	-	-	-
Net Liability	**(32)**	**137**	**109**	**148**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Asset recognised in balance sheet	(65)	144	-	-
Liability recognised in balance sheet	34	(6)	109	148
Net Liability	**(31)**	**138**	**109**	**148**

Expenses recognised in the Statement of Profit & Loss

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Current Service Cost	417	346	34	29
Interest Cost	340	318	10	7
Return on Plan Assets	(332)	(331)	(79)	10
Less: Capitalised to contents / technology platform	-	-	-	-
Expenses recognised in the Statement of Profit & Loss	**425**	**333**	**(35)**	**46**

Expenses recognised in the other comprehensive income

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Net Actual (Gain) / Loss recognised	(259)	273	(79)	10
Return on the plan asset	(73)	(17)	-	-
Expenses recognised in the other comprehensive income	**(332)**	**255**	**(79)**	**10**

Movement in the Liability recognised in Balance Sheet

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Opening Net Liability	139	(211)	148	126
Adjustment to Opening balance	-	-	-	-
Expenses recognised in the Statement of Profit & Loss	425	333	44	36
Capitalised to contents / technology platform	-	-	-	-
Contribution paid	(266)	(239)	-	(24)
Expenses recognised in the other comprehensive income	(332)	256	(79)	10
Closing Net Liability	**(34)**	**139**	**113**	**148**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

Experience adjustment:

(₹ in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Non Funded) (Refer note below)	
	31/03/2023	31/03/2022	31/03/2023	31/03/2022
Experience adjustment on plan liability	188	(59)	-	-
Experience adjustment on plan asset	(66)	(14)	-	-
Net experience adjustment	**122**	**(73)**	**-**	**-**

Sensitivity analysis:

Sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be co-related. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

(₹ in Lakhs)

Defined benefit obligation	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	5,235	6,318
Effect on defined benefit obligation due to decrease by 100 basis point	6,333	5,238

(₹ in Lakhs)

Assumptions	2022-23	2021-22
Return on plan assets	Ranging from 6.00% to 7.39%	Ranging from 6.28% to 7.26%
Salary escalation rate	Ranging from 7.29% to 10.00%	Ranging from 6.00% to 9.00%
Discounting rate	Ranging from 6.00% to 7.39%	Ranging from 6.28% to 7.26%
Employee attrition rate (other than one subsidiary Company)	0.80% to 49% for all ages	0.80% to 8% for all ages
Employee attrition rate (in case of one subsidiary Company):		
Ages: up to 30 years	20.00%	20.00%
From 31 to 44 years	15.00%	15.00%
Above 44 years	10.00%	10.00%
Mortality rate	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14)
Composition of plan assets	100% with Life Insurance Corporation (LIC)	100% with Life Insurance Corporation (LIC)

Note : Gratuity (Non-funded) amounts are pertaining to one subsidiary ‘Navneet FutureTech Limited’.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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The Group contributes all ascertained liabilities towards gratuity to the Life Insurance Corporation of India under their Group Gratuity Scheme. The reimbursement is subject to insurer's Surrender Policy.

As at 31st March, 2023 and 31st March, 2022, the plan assets have been primarily invested in Government securities. The Group expects to contribute ₹430 Lakhs to the gratuity scheme during the next financial year.

Expected maturity analysis of defined benefit obligation

(₹ in Lakhs)

Period	2022-23	2021-22
With in 1 year	879	449
From 1 year to 2 years	273	500
From 2 years to 3 years	263	240
From 3 years to 4 years	304	224
From 4 years to 5 years	249	259
From 5 years to 10 years	2230	1570

The weighted average remaining duration of the benefit obligation as at 31st March, 2023 is 9.97 years (Previous year: 10.71 years).

(ii) Defined benefit plan and long term employment benefits: compensated absences

In respect of Compensated absences benefit, accrual is made on the basis of a year-end actuarial valuation in pursuance of the Group's leave rules.

The Group has provided for leave benefits based on the actuarial valuation done as per Project Unit Credit Method. The following table sets out for the status of leave encashment plan:

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31/03/2023	31/03/2022
Change in Obligation		
Opening Present Value of Accrued Gratuity	2,541	2,029
Addition due to subsidiary*	6	-
Service Cost	948	870
Actuarial (Gain)/ Loss on Obligation	(1,594)	(339)
Interest Cost	157	133
Less :Benefits paid	(248)	(152)
Closing Present Value of Accrued Gratuity	**1,810**	**2,541**

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31/03/2023	31/03/2022
Change in Plan Asset		
Opening Fund Balance	-	-
Addition due to subsidiary	-	-
Interest Income	-	-
Return on the plan asset	-	-
Contribution	248	152
Less :Benefits paid	(248)	(152)
Closing Fund Balance	**-**	**-**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31/03/2023	31/03/2022
Reconciliation of present value of obligation and the plan asset		
Closing Fund Balance	-	-
Closing present value of Accrued Gratuity	1,810	2,541
Net Liability recognised in balance sheet	**1,810**	**2,541**

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31/03/2023	31/03/2022
Expenses recognised in the Statement of Profit & Loss		
Current Service Cost	947	870
Interest Cost	157	133
Return on Plan Assets	-	-
Net Actual (Gain) / Loss recognised	(1,594)	(339)
	(490)	**664**
Less: Capitalised to contents / technology platform	-	-
Encashment other than full & final settlement	-	-
Expense recognised in the statement of P&L	**(490)**	**664**

(₹ in Lakhs)

Particulars	Compensated absences (Non Funded)	
	31/03/2023	31/03/2022
Movement in the Liability recognised in Balance Sheet		
Opening Net Liability	2,541	2,029
Addition due to subsidiary*	6	-
Expenses as above	(490)	664
Contribution paid	(248)	(152)
Closing Net Liability	**1,810**	**2,541**

*In one of the subsidiary "Genext Students Private Limited",the Company's obligation towards leave benefits are unfunded. Effective current year, leave benefits are provided on an arithmetical basis in view of limited number of employees.

Sensitivity analysis:

(₹ in Lakhs)

Defined benefit obligation	Discount rate	Salary escalation rate
Effect on defined benefit obligation due to increase by 100 basis point	1,558	1,928
Effect on defined benefit obligation due to decrease by 100 basis point	1,933	1,559

(₹ in Lakhs)

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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Assumptions	2022-23	2021-22
Salary escalation rate	Ranging from 7.29% to 9.00%	Ranging from 6.00% to 9.00%
Discounting rate	Ranging from 6.00% to 7.39%	Ranging from 6.32% to 7.26%
Employee attrition rate (other than one subsidiary Company)	0.80% to 8% for all ages	0.80% to 8% for all ages
Employee attrition rate (in case of one subsidiary Company):		
Ages: up to 30 years	20.00%	20.00%
From 31 to 44 years	15.00%	15.00%
Above 44 years	10.00%	10.00%
Mortality rate	Indian Assured Lives Mortality (2012-14) Ultimate	Indian Assured Lives Mortality (2012-14) Ultimate
Composition of plan assets	Not funded	Not funded

59 RELATED PARTY TRANSACTIONS

I) List of related parties with whom transactions have taken place and relationships:

(a) Associates:

K-12 Techno Services PrivateLimited.

Carveniche Technologies Private Limited (w.e.f. 16th July, 2021)

(b) Enterprises owned or having significantly influenced on the Company:

Navneet Prakashan Kendra
Vikas Prakashan
Gala Publishers
Sandeep Agency
The Flagship Advertising Private Limited.
Navneet Foundation
Navneet Trust
Qualis Ventures LLP

(c) Key Management Personnel & Relatives of the group:

Shri. Bipin A. Gala
Shri. Anil D. Gala
Shri. Gnanesh D. Gala
Shri. Raju H. Gala
Shri. Shailendra J. Gala
Shri. Sanjeev J. Gala
Shri. Kalpesh H. Gala
Shri. Ketan B. Gala
Smt. Pooja Ketan Gala
Shri. Devish G. Gala
Shri. Aditya S. Gala
Shri. K.I. Viswanathan
Smt. Henal T. Mehta
Shri. Siddhant S. Gala
Shri. Kamlesh S. Vikamsey
Shri. Nilesh S. Vikamsey (upto 1st February, 2023)
Smt. Usha Laxman
Shri. Tushar K. Jani
Shri. Mohinder P. Bansal (upto 31st March, 2022)
Dr. Vijay B. Joshi
Shri. Anil Swarup
Shri. Archit R. Gala
Smt. Krisha Archit Gala

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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(d) **Key Management Personnel & Relatives as per the Companies Act 2013:**

Shri. Deepak L Kaku (Chief Financial Officer) upto 31. 01.2022

Shri. Kalpesh Dedhia (Chief Financial Officer) wef 01.02.2022

Shri. Amit D Buch (Company Secretary of Parent Company and one subsidiary)

(e) Post employment Benefit Plan

Employees' Gratuity scheme

II) **Disclosure in respect of transactions with related parties during the year:**

Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
1.	**Royalty Expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	3,153		1,681	
	Navneet Prakashan Kendra		1,461		898
	Vikas Prakashan		1,167		510
	Gala Publishers		525		273
2.	**Lease payment (Refer note 48)**				
	Enterprises owned or significantly influenced by KMP or their relatives:	1,265		1,205	
	Navneet Prakashan Kendra		945		900
	Vikas Prakashan		80		76
	Gala Publishers		39		37
	Sandeep Agency		201		192
3.	**Electricity Expense**				
	Enterprises owned or significantly influenced by KMP or their relatives:	#		#	
	Navneet Prakashan Kendra		#		#
4.	**Legal and Professional fees**				
	Enterprises owned or significantly influenced by KMP or their relatives:	7		7	
	The Flagship Advertising Private Limited.		-		-
	Smt. Henal T. Mehta		7		7
	Consultancy fees paid to non-executive director:	18		18	
	Shri. Anil Swarup		18		18
5.	**Travelling Expenses (Reimbursement)**				
	Consultancy fees paid to non-executive director:	#		-	
	Anil Swarup		#		-

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Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
6.	**Repair and Maintenance Computer-Consumables**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		#	
	The Flagship Advertising Private Limited.		-		#
7.	**Asset Sales**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		7,000	
	Qualis Ventures LLP		-		7,000
8.	**Corporate Social Responsibility expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	500		457	
	Navneet Foundation		500		457
9.	**Remuneration / Salary Paid to (Refer footnote (i) below)**				
	KMP & their Relative:	1,280		1,115	
	Shri. Atul J. Shethia		-		-
	Shri. Bipin A. Gala		161		139
	Shri. Anil D. Gala		161		139
	Shri. Gnanesh D. Gala		161		139
	Shri. Shailendra J. Gala		148		128
	Shri. Raju H. Gala		161		139
	Shri. Sanjeev J. Gala		148		128
	Shri. Ketan Bipin Gala		123		128
	Shri. Kalpesh H. Gala		148		128
	Smt. Pooja Ketan Gala		-		6
	Shri. Archit R. Gala		31		11
	Shri. Devish G. Gala		2		11
	Shri. Aditya S. Gala		12		5
	Shri. Siddhant S. Gala		12		6
	Smt. Krisha Archit Gala		12		8
	KMP & their Relative as per the Companies Act 2013:	101		123	
	Shri. Deepak L Kaku		-		77
	Shri. Amit D Buch		43		35
	Shri. Kalpesh Dedhia		58		11

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
	Sitting fees paid to non-executive director:	16		22	
	Shri. Kamlesh S. Vikamsey		2		3
	Shri. Nilesh S. Vikamsey		2		3
	Smt. Usha Laxman		2		3
	Shri. Tushar K. Jani		3		3
	Shri. Mohinder Pal Bansal		-		4
	Dr. Vijay B. Joshi		3		4
	Anil Swarup		2		2
	K.Vishwanathan		2		-
10.	**Investment in Shares**				
	Equity Shares				
	Associate:	-		1,867	
	Carveniche Technologies Private Limited		-		1,867
11.	**Recovery of expenses**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		131	
	Qualis Ventures LLP		-		131
12.	**Sales of Finished Goods / services**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		54	
	Navneet Foundation		-		54
13.	**Contribution to post-employment benefit scheme**	266		239	
	Employees' Gratuity fund		266		239
14.	**Dividend Paid (including Interim Dividend)**				
	KMP & their Relative:	410		273	
	Shri. Bipin A. Gala		34		22
	Shri. Anil D. Gala		50		33
	Shri. Gnanesh D. Gala		48		32
	Shri. Shailendra J. Gala		52		35
	Shri. Raju H. Gala		30		20
	Shri. Sanjeev J. Gala		53		35
	Shri. Ketan Bipin Gala		37		25
	Shri. Kalpesh H. Gala		65		43
	Smt. Pooja Ketan Gala		4		3

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
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Sr. No.	Nature of Transaction/Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for material transactions	Amount	Amounts for material transactions
	Shri. Archit R. Gala		13		9
	Shri. Devish G Gala		21		14
	Shri. Aditya S.Gala		1		1
	Shri. Siddhant S Gala		1		1
	Henal T Mehta		2		1
	Dividend paid to non-executive director:	#		#	
	Dr. Vijay B. Joshi		#		#
	Enterprises owned or significantly influenced by KMP or their relatives:	1,371		914	
	Navneet Trust		1,371		914
15.	**Payment received towards asset sales**				
	Enterprises owned or significantly influenced by KMP or their relatives:	-		6,300	
	Qualis Ventures LLP		-		6,300

III) Related Parties Account balances as on 31st March, 2023

Sr. No.	Nature of Transaction/ Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for material parties	Amount	Amounts for material parties
1.	**Investments**				
	In Equity Shares & preference shares (including Goodwill & net of Group's share of loss)				
	Associates:	16,924		12,055	
	K12 Techno Services Private Limited.		15,332		10,269
	Carveniche Technologies Private Limited		1,592		1,786
2.	**Trade Payables**	347		#	
	KMP & their Relative:				
	Navneet Prakashan Kendra		143		-
	Vikas Prakashan		185		-
	Gala Publishers		18		-
	Henal T Mehta		1		#
3.	**Sitting fees Payable to non-executive director**	1		-	
	Shri. Tushar K. Jani		#		-
	Dr. Vijay B. Joshi		1		-
	Smt. Usha Laxman		#		-

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Sr. No.	Nature of Transaction/ Relationship/Major Parties	2022-23 (₹ In Lakhs)		2021-22 (₹ In Lakhs)	
		Amount	Amounts for material parties	Amount	Amounts for material parties
	Consultancy fees Payable to non-executive director	4		-	
	Anil Swarup		4		-
4.	**Balance with post employment benefit Fund**	5,786		5,378	
	Employees' Gratuity fund		5,786		5,378
5.	**Advances received from customers**	-		34	
	Navneet Foundation		-		34
6.	**Short term employee benefits (Remuneration / Salary)**				
	KMP & their Relative:	39		32	
	Shri. Bipin A. Gala		5		4
	Shri. Anil D. Gala		5		4
	Shri. Gnanesh D. Gala		5		4
	Shri. Shailendra J. Gala		4		4
	Shri. Raju H. Gala		5		4
	Shri. Sanjeev J. Gala		4		4
	Shri. Ketan Bipin Gala		4		4
	Shri. Kalpesh H. Gala		4		3
	Smt. Pooja Ketan Gala		-		-
	Shri. Archit R. Gala		1		#
	Shri. Devish G. Gala		-		1
	Shri. Aditya S. Gala		1		#
	Shri. Siddhant S. Gala		1		#
	Smt. Krisha Archit Gala		#		#
	KMP & their Relative :	5		6	
	Shri. Amit D Buch		2		2
	Kalpesh D Dedhia		3		4

Footnote:

(i) The above figure excludes provision for gratuity and compensated absences which have been actuarially determined on overall basis.

(ii) Transactions with related parties in the nature of sale of goods, rendering of services, purchase of goods, procurement of services are at arm's length price. The related party transactions and year end balances do not include expenses paid on behalf of related parties and its recovery.

(iii) Above amounts are including taxes (wherever applicable) except Dividend paid during the previous year.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

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60 OPERATING SEGMENT

The Group's operations relates to publication of knowledge based information in educational and general books form as well as electronic media and manufacturing of paper and other stationery items. It caters to the educational need of Indian as well as Global market. Effective from year ended 31st March, 2023, the management of the Group has changed its composition of operating segments and accordingly Edtech business (which was previously part of publishing content & allied activities) has been shown as a separate segment. This change is consistent with performance assessment and resource allocation by the management. As a result of this change the operating segments are as under:

i) Publication

ii) Stationery

iii) Edtech

iv) Others comprises of revenue from generation of power by windmill, trading items etc.

The accounting principles and policies used in the preparation of the Standalone Financial Statements, as set out in the note on significant accounting policies, are also consistently applied to record assets, liabilities, revenue and expenditure, in individual segments.

(A) The following summary describes the operations in each of the reportable segments

(₹ in Lakhs)

Particulars	Publication		Stationery		Stationery		Others		Total	
	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022
Revenue	73,696	41,123	94,713	68,459	1,048	1,406	597	715	1,70,054	1,11,703
Less : Inter Segment Revenue	-	-	-	-	-	-	(371)	(272)	(371)	(272)
Net Revenue	73,696	41,123	94,713	68,459	1,048	1,406	226	442	1,69,683	1,11,430
Other Income	(99)	45	681	1,026	-	-	#	#	583	1,071
Segment Revenue	**73,598**	**41,168**	**95,394**	**69,485**	**1,048**	**1,406**	**226**	**442**	**1,70,624**	**1,12,501**
Segment Results	**22,316**	**6,347**	**11,820**	**11,315**	**(6,584)**	**(2,114)**	**258**	**261**	**27,810**	**15,810**
Add:Unallocated Other Income / (Expense)									891	907
Less: Financial Expenses									(802)	(286)
Less:Unallocable Expenditures									(3,596)	(3,877)
Profit before share of profit/(loss) of an associate and tax									**24,304**	**12,552**
Provision for Taxation (Income tax and Deferred tax)									(9,421)	(6,068)
Share in Profit/(Loss) of associate, Minority Interest and Goodwill									(916)	(6,929)
Exceptional items (Net)									6,409	7,880

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(₹ in Lakhs)

Particulars	Publication		Stationery		Stationery		Others		Total	
	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022	31-03-2023	31-03-2022
Profit after taxation									**20,377**	**7,436**
Segment Assets	57,797	44,072	66,176	55,262	6,987	4,720	27,854	14,365	1,58,814	1,18,419
Unallocated Assets									6,839	8,495
Total Assets									**1,65,654**	**1,26,913**
Segment Liabilities	14,822	11,347	6,484	6,612	3,123	4,139	3	7	24,432	22,105
Unallocated Liabilities									26,190	10,020
Total Liabilities									**50,622**	**32,125**
Capital Expenditure	6,220	6,144	1,266	1,379	-	-	-	-	7,486	7,524
Unallocated Capital Expenditure									89	163
Depreciation and amortisation on Segmental Assets	3,979	3,302	1,144	975	-	-	54	61	5,177	4,339
Unallocated Depreciation and amortisation expense									630	628
Non cash items- Allowances for bad and doubtful debts	356	280	89	5	-	-	-	-	445	285

Notes :

(i) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the respective segment, however, revenue and expenses which can not be identified or allocated reasonably to a segment being related to the enterprise as a whole have been grouped as unallocable.

(ii) Segment assets and segment liabilities represent assets and liabilities of respective segments, however the assets and liabilities not identifiable or allocable on reasonable basis being related to enterprise as a whole have been grouped as unallocable.

(iii) The business which have been grouped under "Others" segment comprises of revenue from generation of power by Windmill, Pre School and Trading items etc.

(iv) In publication segment, concentration of revenues from one customer of the Company were 17.48% and ₹ NIL of total publication revenue for the year ended 31st March, 2023 and 31st March, 2022 respectively and in stationery segment, concentration of revenues from two customers of the Company were 24.64% and 10.40% of total stationery revenue for the year ended 31st March, 2023 and 37.12% from only one customer for the year ended 31st March, 2022.

(B) Geographical Segments

Particulars	Outside India				India	Total
	North & Central America	Africa	Europe	Others		
Segment Revenue from operations	33,299	2,828	11,090	7,922	1,14,544	1,69,683
	(32,109)	(1,907)	(5,658)	(7,003)	(64,753)	(1,11,430)
Non-current assets	-	-	-	-	44,546	44,546
	(-)	(-)	(-)	(-)	(38,407)	(38,407)

(Previous year figures are in bracket)

Note: As per IND AS 108, 'Operating Segment', non-current assets considered above are other than financial instruments, deferred tax assets, post-employment benefit assets etc.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

61 ADDITIONAL INFORMATION AS REQUIRED BY PARA 2 OF GENERAL INSTRUCTIONS FOR PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AS PER SCHEDULE III OF THE COMPANIES ACT 2013.

(a) As at and for the year ended 31st March, 2023

(₹ in Lakhs)

Sr. No.	Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income (OCI)		Share in Total Comprehensive income (OCI)	
		%	Amount	%	Amount	%	Amount	%	Amount
A	**Parent**								
	1. Navneet Education Limited (includes dilution gain grouped under exceptional items)	117.54%	1,35,258	155.39%	31,664	1.26%	49	130.69%	31,714
B	**Subsidiaries**								
	Indian								
	1. Navneet Futuretech Limited	15.34%	17,647	-23.48%	(4,785)	99.30%	3,862	-3.80%	(922)
	2. Navneet Learning LLP	10.31%	11,860	0.00%	(#)	0.00%	-	0.00%	(#)
	3. Indiannica Learning Private Limited	0.78%	893	0.22%	45	-0.29%	-11	0.14%	34
	4. Navneet Edutech LLP	0.00%	-	0.00%	-	0.00%	-	0.00%	-
	5. Navneet Tech Ventures Pvt Ltd	0.42%	488	-0.01%	(2)	0.00%	-	-0.01%	(2)
	6. Genext Students Pvt Ltd	0.49%	564	-5.89%	(1,200)	-0.47%	-18	-5.02%	(1,218)
	Foreign								
	4. Navneet (HK) Limited	0.02%	23	0.04%	9	0.00%	-	0.04%	9
	Non Controlling Interest in all subsidiaries	0.04%	43	0.00%	-	0.00%	-	0.00%	-
C	**Associates (Investment as per the equity method)**								
	Indian								
	1. K12 Techno Services Private Limited	0.00%	-	-3.54%	(722)	0.22%	9	-2.94%	(714)
	2. Carveniche Technologies Private Limited	0.00%	-	-0.95%	(194)	0.00%	-	-0.08%	(194)
D	Inter-company Elimination & Consolidation Adjustments	-44.93%	(51,703)	-21.78%	(4,439)	0.00%	(1)	-18.30%	(4,440)
		100%	**1,15,074**	**100%**	**20,378**	**100%**	**3,890**	**100%**	**24,265**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

(b) As at and for the year ended 31st March, 2022

(₹ in Lakhs)

Sr. No.	Name of the Enterprise	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in Other Comprehensive income (OCI)		Share in Total Comprehensive income (OCI)	
		%	Amount	%	Amount	%	Amount	%	Amount
A	**Parent**								
	1. Navneet Education Limited (includes dilution gain grouped under exceptional items)	118.68%	1,12,714	241.57%	17,963	105.66%	(351)	247.93%	17,611
B	**Subsidiaries**								
	Indian								
	1. Navneet Futuretech Limited	2.02%	1,923	-25.58%	(1,902)	3.03%	(10)	-26.91%	(1,912)
	2. Navneet Learning LLP	12.49%	11,860	0.01%	(#)	0.00%	-	0.01%	(#)
	3. Indiannica Learning Private Limited	0.91%	859	-8.21%	(610)	-5.65%	19	-8.33%	(592)
	4. Navneet Edutech LLP	0.00%	-	0.00%	-	0.00%	-	0.00%	-
	5. Navneet Tech Ventures Private Limited	2.07%	2,382	-0.60%	(45)	0.17%	(1)	-0.64%	(45)
	6. Genext Students Private Limited	0.26%	304	-3.39%	(252)	0.00%	-	-3.55%	(252)
	Foreign								
	4. Navneet (HK) Limited	0.02%	15	0.01%	1	0.00%	-	0.01%	1
	Non Controlling Interest in all subsidiaries	0.20%	188	0.00%	-	0.00%	-	0.00%	-
C	**Associates (Investment as per the equity method)**								
	Indian								
	1. K12 Techno Services Private Limited	0.00%	-	-92.09%	(6,848)	-3.21%	11	-96.25%	(6,837)
	2. Carveniche Technologies Private Limited	0.00%	-	-1.09%	(81)	0.00%	-	-1.14%	(81)
D	Inter-company Elimination & Consolidation Adjustments	-37.13%	(35,269)	-10.61%	(789)	0.00%	-	-11.11%	(789)
		100%	**94,976**	**100.00%**	**7,436**	**100%**	**(332)**	**100%**	**7,102**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

62 DISCLOSURES AS REQUIRED BY IND AS 103 FOR GOODWILL:

a) Movement of Goodwill:

(₹ in Lakhs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Balance at the beginning of the Year	2,395	4,331
Add: Goodwill on acquisition of a subsidiary	-	297
Less: Impairment of Goodwill (refer point (d) below)	-	(2,233)
Balance at end of the year	**2,395**	**2,395**

b) Goodwill was created in financial year 2016-17 and 2021-22 on acqusition of subsidiries 'Indiannica Learning Private Limited' and 'Genext Students Private Limited' respectively.

c) Impairment test for goodwill on acquisition of a subsidiary generated in earlier years:

The Group tests goodwill for impairment annually. During the year ended 31st March, 2023 and 31st March, 2022, the management of the holding company has tested carrying amount of Goodwill for impairment and according to such impairment test, provision for impairment of ₹ NIL and ₹ 2,233 Lakhs respectively has been made.

Impairment testing was carried on by the management based on the future projections as approved by the Managing director and Chairman of subsidiary (fair value report obtained from registered valuer). Key assumptions used in projections are:

• Earnings before interest and taxes (EBIT) margins,

• Growth rate,

• Discount rates etc.

EBIT margins: The margins have been estimated based on past experience after considering various factors like market share, new publications etc.

Growth rate: The growth rates used are in line with long-term average growth rates of the respective industry and are consistent with the internal / external sources of information. These assumptions based on past experience, market estimates and management judgements.

Discount rates: Discount rates reflects the current market assessment of the risks specific to a Cash Generating Unit (CGU) and estimated based on weighted average cost of capital for respective CGU / group CGU.

The net present value of the future earnings based on the projections is significantly higher than the carrying value of goodwill, hence sensitivity in projections data will not affect impairment test result materially.

Management of the holding company has also performed sensitivity analysis on the above key assumptions to determine value in use.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

63 RESTATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2022

In respect of the consolidated financial statements of the Company, the consolidation of associate company namely 'K12 Techno Services Private Limited', for the financial year 2021-22 was done based on management certified information which were not subjected to limited review / audit by auditor of the said associate company. The audit of the said associate company (carried out by another auditor) was concluded in the quarter ended 31st December 2022.

There has been a material variance between the unaudited financial information shared by the management of the said associate for the purpose of consolidation and audited financial statements mainly due to accounting for share based payments and other audit adjustments. Consequently the quarterly information, annual financial statements of the financial year 2021-2022 and also the results for first two quarters for the current financial year 2022-23 have been restated in accordance with the requirements of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.

There is no impact on the information at the begning of the preceeding period due to restatement, thus, third balance sheet as at the begining of the preceding period is not required to be presented as per para 40(A) of Ind AS 1-Presentation of Financial Statements.

The management of the Holding Company has initiated communication with the management of the said associate for an action plan / steps to be undertaken to address the issues leading to restatement including strengthening of the internal controls over financial reporting.

The details of the said restatement and its impact is as tabulated below:

Impact on Statement of Profit and Loss

(₹ in Lakhs)

Particulars	Year ended 31st March, 2022
Share of Profit/(Loss) of Associates	
As reported	(1,090)
Impact of restatement	(5,839)
Restated	(6,929)
Exceptional items (net) (Refer note above)	
As reported	7,523
Impact of restatement	358
Restated	7,880
Tax Expense:	
As reported	5,986
Impact of restatement	82
Restated	6,068
Profit / (Loss) after tax for the period / year	
As reported	12,999
Impact of restatement	(5,413)
Restated	7,586
Basic & Diluted earnings per share	
Reported	5.77
Restated	3.33

> Figures in bracket represents loss

Impact on Balance Sheet:

(₹ in Lakhs)

Particulars	Year ended 31st March, 2022
Investments accounted for using the equity method	
As reported	17,536
Impact of above restatement	(5,481)
As restated	12,055
Other equity	
As reported	95,828
Impact of above restatement	(5,563)
As restated	90,265
Deferred tax liabilities (net)	
As reported	1,698
Impact of above restatement	82
As restated	1,780

64 DISCLOSURES IN ACCORDANCE WITH IND AS 112 'DISCLOSURE OF INTERESTS IN OTHER ENTITIES'

Information of interest of the Company in its investees are given below:

a) Subsidiaries:

(₹ in Lakhs)

Name of the entity	Place of business / country of incorporation	Principal activities	As at 31st March, 2023	As at 31st March, 2022
i) Ownership interest held by the Group				
Navneet FutureTech Limited	India	e-learning products & Services	100.00%	100.00%
Navneet Learning LLP	India	Special Purpose Vehicle (SPV)	93.00%	93.00%
Indiannica Learning Private Limited	India	CBSE Content Publication	100.00%	100.00%
Navneet (HK) Limited	Hong Kong	Stationery trading	70.00%	70.00%
Navneet Edutech LLP (Refer note below)	India	Publish educational material and provide tech-based educational platform	-	-
Navneet Tech Ventures Private Limited (w.e.f 29th June, 2021)	India	Digital Learning Products	100.00%	100.00%
Genext Students Private Limited	India	sale of educational contents in digital form (along with necessary equipments)	100.00%	51.80%

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

ii) Ownership interest held by non-controlling interests

(₹ in Lakhs)

Name of the entity	Place of business / country of incorporation	Principal activities	As at 31st March, 2023	As at 31st March, 2022
Navneet Learning LLP	India	Special Purpose Vehicle (SPV)	7.00%	7.00%
Navneet (HK) Limited	Hong Kong	CBSE Content Publication	30.00%	30.00%
Navneet Edutech LLP (Refer note below)	India	Publish educational material and provide tech-based educational platform	-	-
Genext Students Private Limited	India	sale of educational contents in digital form (along with necessary equipments)	-	48.20%

Note:- The Group was holding 96% of 'Navneet Edutech LLP' till 29th June, 2021. It had retired as partner of 'Navneet Edutech LLP' with effect from 29th June, 2021, and consequently, it ceased to be a subsidiary from 29th June, 2021.

b) Interest in associates:

i) K12 Techno Services Private Limited

K12 Techno Services Private Limited is engaged in the business of providing various services to education institutions in India. K12 Techno Services Private Limited is not listed and hence quoted prices are not available.

Investment in entities in which significant influence exists but not a controlling interest are accounted for under the equity method i.e. the investment is initially recorded at cost, identifying any goodwill arising at the time of acquisition, as the case may be, which will be inherent in investment.

The following table summarises the financial information of K12 Techno Services Private Limited as included in its financial statements. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in K12 Techno Services Private Limited.

(₹ in Lakhs)

Particulars	31st March, 2023 (Refer note below)	31st March, 2022 (Restated) (Refer note below)
Investment in associate (share in % - Equity shares including Compulsorily Convertible Preference Shares into equity) (Refer note 9.1)	22.14%	25.40%
Current assets	32,068	28,501
Non-current assets	78,333	42,505
Current liabilities	13,670	17,181
Non-current liabilities	19,280	5,779
Net Assets	**77,451**	**48,046**
Proportion of the Group's share of net assets	17,148	12,204
- In equity and preference shares (including securities premium)	11,859	11,859
- Share of profit / (loss) in retained earnings	(9,856)	(9,143)
- Dilution Gain	13,329	7,553
Carrying amount	**15,332**	**10,269**

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	31st March, 2023 (Refer note below)	31st March, 2022 (Refer note below)
Total income	38,162	16,677
Profit or loss from continuing operations (after tax)	**(3,808)**	**(24,831)**
Other comprehensive income	39	(42)
Total comprehensive income	**(3,769)**	**(24,873)**

(₹ in Lakhs)

Particulars	31st March, 2023 (Based on Unaudited)	31st March, 2022 (Based on Audited)
Group share in profit / (loss):		
- Current year (based on unaudited)	722	(6,946)
- Previous year (based in audit during the year) (Refer note below)	-	98
Group's share of profit / (loss)	**722**	**(6,848)**
Group's share of OCI (including impact for previous year)	(9)	11
Group's share of total comprehensive income	**713**	**(6,837)**

During the year ended 31st March, 2023, 'K12 Techno Services Private Limited' had issued additional convertible securities to new investors, leading to a dilution of groups' share from 25.40% to 22.14% on a fully diluted basis. Consequent to the said dilution, gain on deemed disposal of ₹ 5,776 Lakhs had been accounted for in accordance with the requirements of Ind AS 28. Furthermore, the deferred tax liability of ₹ 133 Lakhs on this gain has been considered under serial number X 'Tax Expenses' under the sub-heading deferred tax.

K12 Techno Services Private Limited' had issued additional convertible securities to new investors, leading to a dilution of groups' share from 27.69% to 25.40% on a fully diluted basis with effect from quarter ended 31st December 2021. Consequent to the said dilution, gain on deemed disposal of ₹ 3,300 Lakhs had been accounted for in accordance with the requirements of Ind AS 28. Furthermore, the deferred tax liability of ₹ 755 Lakhs on this gain has been considered under serial number X 'Tax Expenses' under the sub-heading deferred tax.

Note:- Above financial information of the associates for the year ended on 31st March, 2023 are unaudited management approved financial statements and for the year ended on 31st March, 2022 is based on the audited fiancial statement (Refer note 63), however in earlier year K12 Techno Services Private Limited was consolidated based on unaudited management approved financial statements, impact of difference between audited and unaudited figures is given in previous year.

ii) Carveniche Technologies Private Limited

Carveniche Technologies Private Limited is an education technology company engaged in the business of AI based learning platform, interactive content and physical Math & logic boxes for children in the age group of 3-14 years. Carveniche Technologies Private Limited is not listed and hence quoted prices are not available.

Investment in entities in which significant influence exists but not a controlling interest are accounted for under the equity method i.e. the investment is initially recorded at cost, identifying any goodwill arising at the time of acquisition, as the case may be, which will be inherent in investment.

The following table summarises the financial information of Carveniche Technologies Private Limited as included in its financial statements. The table also reconciles the summarised financial information to the carrying amount of the Group's interest in Carveniche Technologies Private Limited.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Investment in associate (share in % - Equity shares (Refer note 9.1)	46.84%	46.84%
Current assets	841	605
Non-current assets	203	738
Current liabilities	88	58
Non-current liabilities	141	88
Net Assets	**815**	**1,197**
Proportion of the Group's share of net assets	382	561
- In equity and preference shares (including securities premium)	1,867	1,867
- Share of profit / (loss) in retained earnings	(275)	(81)
Carrying amount	**1,592**	**1,786**

(₹ in Lakhs)

Particulars	31st March, 2023	31st March, 2022
Total income	261	131
Profit or loss from continuing operations (after tax)	**(432)**	**(205)**
Other comprehensive income	-	-
Total comprehensive income	**(432)**	**(205)**

(₹ in Lakhs)

Particulars	31st March, 2023 (Based on Unaudited)	31st March, 2022 (Based on Unaudited)
Group share in profit / (loss):		
- Current year (based on unaudited)	(202)	(81)
- Previous year (based in audit during the year)	8	-
Group's share of profit / (loss)	**(194)**	**(81)**
Group's share of OCI (including impact for previous year)	-	-
Group's share of total comprehensive income	**(194)**	**(81)**

In the previous year, Company made investment in Carveniche in September 2021. However, above income statement for 2021-22 is given for full year except our share of loss. Above financial information of the associate for the year ended on 31st March, 2023 are unaudited management approved financial statements and for the year ended on 31st March, 2022 is audited, however in previous year the associate is consolidated based on unaudited management approved financial statements, impact of difference between audited and unaudited figures is given in current year.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31st MARCH, 2023

65 DETAILS OF THE SOURCES OF ESTIMATION UNCERTAINTY IN RELATED TO SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS:

i) Fair value measuremnet of financial instrument

Refer note 2.4 (b) of significant accounting policies and note 54 for significant accounting estimates and judgements used in determing the carrying value of financial instruments.

ii) Impairment testing for licenses under intangible assets, internally generated intangible assets and goodwill on consolidation

Refer note 2.4 (c) of significant accounting policies and note 7.2, 7.4 and 62 for significant accounting estimates and judgements used in performing impairment test on licenses under intangible assets, internally generated intangible assets and Goodwill on consolidation.

iii) Provision for employee benefits

Refer note 2.4 (f) of significant accounting policies and note 58(b) for significant accounting estimates and judgements used and it's financial impact of sensitivity of such assumptions.

66 RELATIONSHIP WITH STRUCK OFF COMPANIES

The Holding Company has outstanding transaction with struck off company, details of which are disclosed below:

As at 31st March, 2023

(₹ in Lakhs)

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding*	Relationship with the Struck off company, if any, to be disclosed
Kautilya Literature Private Limited.	Trade Receivables	28	-

* The above outstanding amount is fully provided in books.

As at 31st March, 2022, the Group did not have any transaction with company struck off under section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956 and hence no disclosure was required.

67 During the year, one of the subsidiary has changed the name from 'Esense Learning Private Limited' to 'Esense Learning Limited' (conversion from private company to a public company) with effect from 27th April, 2022. The subsidiary has applied for further name change from 'Esense Learning Limited' to 'Navneet Futuretech Limited'. All the statutory requirements of the Companies Act, 2013 have been duly complied with.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31st MARCH, 2023

68 Additional Information as required by para 7 of General Instructions for preparation of Statement of Profit and Loss (other than already disclosed above) are either Nil or Not Applicable.

69 Previous Year Figures have been regrouped/rearranged wherever necessary.The Company has disclosed right to return assets seperately effective current year under 'Other Current Assets' (Refer note 21) . This was earlier forming part of 'Inventories' (Refer note 15).

As per our report of even date
For N. A. Shah Associates LLP
Chartered Accountants
Firm Registration Number - 116560W / W100149

sd/-
Milan Mody
Partner
Membership Number: 103286

Place : Mumbai
Date : 16th May, 2023

For & On behalf of the Board of Navneet Education Limited

sd/-
Kamlesh S. Vikamsey
Chairman
DIN: 00059620

sd/-
Gnanesh D. Gala
Managing Director
DIN: 00093008

sd/-
Kalpesh D. Dedhia
Chief Financial Officer

sd/-
Amit D. Buch
Company Secretary
Mem. No. A15239

Place : Mumbai
Date : 16th May, 2023

NOTES

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