

NEL/239/2023

Date: 07th February, 2024

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

Ref: Symbol – NAVNETEDUL Ref: Scrip Code – 508989 Corporate Relationship Department Bombay Stock Exchange Ltd. 1st Floor, New Trading Ring, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai – 400001.

Sub: Approval of Standalone and Consolidated Un-audited Financial Results for the quarter ended 31st December, 2023

We wish to inform you that Board of Directors at its meeting held today i.e. Wednesday, 07<sup>th</sup> February, 2024, has, inter alia, approved and taken on record the Statement of Standalone and Consolidated Un-audited Financial Results along with limited Review Report for the quarter ended 31<sup>st</sup> December, 2023.

Pursuant to Regulation 33 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Standalone and Consolidated Un-audited Financial Results for the quarter ended 31<sup>st</sup> December, 2023 along with Independent Auditor's limited Review Report on Standalone and Consolidated Unaudited Financial Results for the quarter ended 31<sup>st</sup> December, 2023.

The meeting of the Board of Directors commenced at 11.30 a.m and concluded at 2.25 pm

5 pm

FOR NAVNEET EDUCATION LIMITED

AMIT D. BUCH COMPANY SECRETARY MEMBERSHIP NO. A15239

# N. A. SHAH ASSOCIATES LLP

**Chartered Accountants** 



To
The Board of Directors of
Navneet Education Limited

Limited review report on statement of standalone unaudited financial results for the quarter and nine months ended 31<sup>st</sup> December, 2023 pursuant to the Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We have reviewed the accompanying Statement of standalone unaudited financial results of **Navneet Education Limited ('the Company')** for the quarter and nine months ended 31st December, 2023 ('the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

# Management's Responsibility

This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India.

# **Auditor's Responsibility**

Our responsibility is to issue a report on the statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

# Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with aforesaid Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For N. A. Shah Associates LLP

**Chartered Accountants** 

Firm's registration number: 116560W / W100149

Milan Mody

Partner

Membership number: 103286

UDIN: 24103286BKEM444555

Place: Mumbai

Date: 07th February, 2024

Tel.: 91-22-40733000 ● Fax: 91-22-40733090 ● E-mail: info@nashah.com

Navneet Education Limited

Registered Office: Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai - 400028

Tel.: 022-66626565, Fax: 022-66626470, email: investors@navneet.com, www.navneet.com
CIN: L22200MH1984PLC034055



# STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

Sr.	Particulars		Quarter ended		Nine month	(INR in Lakhs, except E	Year ended
No.	Fairculais	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	31.03.2023 (Audited)
	Income						
I	Revenue from operations	25,272	25,924	26,112	1,29,877	1,26,818	1,62,768
II	Other income	401	358	263	1,057	1,206	1,715
III	Total Income (I + II)	25,673	26,282	26,375	1,30,934	1,28,024	1,64,483
	Expenses						
	Cost of materials consumed	16,210	18,810	16,480	56,353	61,442	90,232
	Purchases of stock-in-trade	129	61	302	3,050	256	321
	Changes in inventories of finished goods, work-in- progress and stock-in-trade	(4,422)	(6,228)	(3,834)	7,544	1,819	(8,270
	Manufacturing Expenses	2,121	2,243	2,119	7,157	7,878	11,543
	Employee benefits expense	5,218	4,697	4,960	15,155	12,923	17,953
	Finance Costs	241	186	254	1,152	495	861
	Depreciation, Amortisation and Impairment	1,092	837	914	2,830	2,724	3,582
	Sales and Marketing expense	1,470	1,390	2,129	7,306	7,226	8,900
	Other expenses	2,005	1,789	2,388	6.910	6.232	8,384
īV	Total Expenses	24,064	23,785	25,712	1,07,457	1,00,995	1,33,506
٧	Profit / (Loss) before exceptional items and tax (III - IV)	1,609	2,497	663	23,477	27,029	30,977
VI	Exceptional items [net] (Refer note 8 below)		633	3,023	3,023	633	3,037
/II	Profit /(Loss) before tax (V + VI)	1,609	3,130	3,686	26,500	27,662	34,014
ш	Tax Expense:						
	(a) Current tax	365	660	562	6,535	6,978	7,826
	(b) Deferred tax	45	42	183	36	110	245
	(c) Short / (Excess) provision of the earlier period /		(19)			(19)	56
	year	410	683	745	6,571	7,069	8,127
IX	Profit / (Loss) for the period / year (VII - VIII)	1,199	2,447	2,941	19,929	20,593	25,887
x	Other Comprehensive Income:						
A.	Items that will not be reclassified to profit or loss in						
A.	subsequent period / year						
	Re-measurement of the net defined benefit plan	103	(83)	104	310	(248)	354
	Less: Income tax relating to the above	(26)	20	(26)	(78)	62	(89
		,,		(/	,,,,		(05
B.	Items that will be reclassified to profit or loss in						
	subsequent period / year						
	Cash flow hedge	108	1,025	(150)	76	(749)	(288
	Less: Income tax relating to the above	(27)	(257)	38	(19)	189	72
	Other Comprehensive Income / (Loss) for the						
X	period / year, net of tax	158	705	(34)	289	(746)	49
XI	Total Comprehensive Income / (Loss) for the period / year (IX +X)	1,357	3,152	2,907	20,218	19,847	25,936
	Paid-up Equity Share Capital (Face Value INR 2/- per	4,524	4,524	4,524	4,524	4,524	4,524
	share)	7,324	7,324	7,324	7,324	7,324	7,524
. 11							
	Other Equity						1,30,734
	Earnings per Share (of INR 2/- per share) (not						h e
	annualised)						
	(a) Basic earnings per share	0.53	1.08	1.30	8.81	9.10	11.44
	(b) Diluted earnings per share	0.53	1.08	1.30	8.81	9.10	11.44

- The results were reviewed by the audit committee and taken on record by the Board of Directors at its meeting held on 7th February, 2024. The Statutory auditor have carried out a limited review of the standalone financial results for the quarter and nine months ended 31st December, 2023.
- The above standalone financial results have been prepared in accordance with the guidelines issued by the Securities and Exchange Board of India ('SEBI'), and the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013.
- In view of seasonal nature of business, above quarterly and nine monthly financial results are not representative of the operations of the whole year. Consequently, some of the analytical ratios in note 11 as per requirements of clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015, presented below are also not strictly comparable.
- The Board of Directors of the Company at its meeting held on 31st August, 2023 approved the Composite Scheme of Arrangement ('Scheme'), for amalgamation of Genext Students Private Limited (step down subsidiary) with the Company and the demerger of Edtech business of Navneet Futuretech Limited (wholly owned subsidiary) into the Company. The said Scheme is subject to requisite approvals as may be required by Honourable NCLT, Mumbai Bench.
- Depreciation, amortisation and impairment includes provision for impairment of intangible assets under development of INR 260 Lakhs for the nine months ended 31st December, 2022. The same is included under 'Publishing Content' segment result disclosed below.

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CIN: L22200MH1984PLC034055



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STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

#### 6 Details of changes in investments are given below

- a) During the quarter ended 30th September, 2023 and nine months ended 31st December, 2023, the Company has purchased 2,17,553 Compulsory Convertible Debentures ('CCD') of 'Navneet Futuretech Limited' ('NFL') (formerly known as 'Esense Learning Limited') of INR 10 each from the erstwhile debenture holder amounting to INR 22 Lakhs.
- b) The Company has invested in its wholly owned subsidiary 'Indiannica Learning Private Limited' ('ILPL') amounting to INR 2,000 Lakhs (i.e. 2,00,00,000 equity shares of INR 10 each, fully paid up) during the quarter ended 30th September, 2023 and nine months ended 31st December, 2023 by the way of right issue.
- c) The Company by the way of right issue has invested in NFL amounting to INR 500 Lakhs (i.e. 50,00,000 equity shares of INR 10 each, fully paid up) during the quarter ended 30th September, 2023, INR 1,600 Lakhs (i.e. 1,60,00,000 equity shares of INR 10 each, fully paid up) during the nine months ended 31st December, 2023. Further, during the year ended 31st March, 2023 the Company had invested INR 23,525 Lakhs (i.e. 23,52,50,000 equity shares of INR 10 each, fully paid up) in NFL.

Further, the Company had invested INR 9,675 lakhs (9,67,50,000 equity shares of INR 10 each, fully paid up) during the quarter ended 31st December, 2022 and cumulatively INR 21,025 Lakhs (21,02,50,000 equity shares of INR 10 each, fully paid up) during the nine months ended 31st December, 2022 by the way of rights issue.

- d) During the quarter ended 31st December, 2022 and year ended 31st March, 2023, NFL had redeemed INR 6,675 Lakhs Optionally Convertible Preference Shares ('OCPS') at face value (i.e. 6,67,50,000 OCPS of INR 10 each, fully paid up) which was issued in earlier years.
- e) During the earlier years, the Company had invested in its wholly owned subsidiary 'Navneet Tech Ventures Private Limited' ('NTVPL') 2,47,80,003 0% Fully and Compulsorily Convertible Debentures ('FCCDs') (amounting to INR 2,478 Lakhs) at face value of INR 10 each which shall be converted into equal number of equity shares of face value INR 10 each and hence later there was a change in terms of issue of these 0% FCCDs, which was converted into 0% Fully Optionally Convertible Debentures ('FOCDs'). Subsequent to the change, these 0% FOCDs were fully redeemed upto 31st March, 2023.
- 7 For details regarding investments made by NFL and NTVPL which are the wholly owned subsidiaries of the Company, refer note 6 of Statement of Consolidated unaudited financial results for the quarter and nine months ended 31st December, 2023 and corresponding previous periods.

#### 8 Exceptional items represents:

- i) INR 3,023 Lakhs towards sale of property for the quarter ended 30th September, 2023 and nine months ended 31st December, 2023.
- ii) INR 2,404 Lakhs towards reversal of provision made for impairment of investment in wholly owned subsidiaries based on valuation reports obtained from registered valuers for the year ended 31st March, 2023.
- iii) INR 633 Lakhs towards profit on sale of property for the quarter, nine months ended 31st December, 2022 and year ended 31st March, 2023.
- 9 Figures less than INR 50,000 have been denoted by #.

### 10 SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

The Company mainly operates into publishing content and stationery products. Other business segment include generation of power by windmill, other strategic investments in the field of education, etc. Unallocable corporate assets less unallocable corporate liabilities mainly represent investment of surplus funds, other advances, cash & bank balances, corporate taxes and general corporate borrowings.

A. Segment Revenue and Results (INR in Lakhs)									
Particulars		Quarter ended		Nine monti	Year ended				
	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	31.03.2023 (Audited)			
Segment Revenue (Sales and operating income):									
a. Publishing Content	8,569	8,598	6,957	58,256	57,614	67,829			
b. Stationery Products	16,598	17,293	18,992	71,277	69,006	94,713			
c. Others (windmill, etc.)	173	103	232	583	476	597			
Total Segment Revenue	25,340	25,994	26,181	1,30,116	1,27,096	1,63,139			
Less: Inter Segment Revenue	68	70	69	239	278	371			
Total Segment Revenue	25,272	25,924	26,112	1,29,877	1,26,818	1,62,768			
Segment Results (Profit / (Loss) before tax and interest from each segment):									
a. Publishing Content	1,675	2,672	63	19,466	20,782	22,220			
b. Stationery Products	949	622	1,659	8,024	8,418	11,818			
c. Others (windmill, etc.)	46	31	69	203	191	258			
Total Segment Result	2,670	3,325	1,791	27,693	29,391	34,296			
Less : i. Finance Costs	214	171	239	1,100	450	802			
ii. Other unallocable expenditure	1,028	895	973	3,436	2,437	3,408			
iii. Other unallocable (income)	(181)	(238)	(84)	(320)	(525)	(891)			
Total Profit / (Loss) before Exceptional and	1,609	2,497	663	23,477	27,029	30,977			

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# STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

Particulars	2. C.	Quarter ended		Nine month	Year ended	
	As on 31,12,2023 (Unaudited)	As on 31.12.2022 (Unaudited)	As on 30.09.2023 (Unaudited)	As on 31.12.2023 (Unaudited)	As on 31.12.2022 (Unaudited)	As on 31.03.2023 (Audited)
Segment Assets a. Publishing Content	83,953	71,644	80,537	83,953	71,644	79,513
b. Stationery Products	56,655	49,992	52,996	56,655	49,992	66,165
c. Others (windmill, etc.)	20,382	20,424	20,335	20,382	20,424	20,381
d. Unallocated	5,774	7,254	12,086	5,774	7,254	6,839
Total Segment Assets	1,66,764	1,49,314	1,65,954	1,66,764	1,49,314	1,72,898
Segment Liabilities a. Publishing Content b. Stationery Products c. Others (windmill, etc.)	7,037 5,660 2	7,259 7,440 2	6,860 5,099 4	7,037 5,660 2	7,259 7,440 2	5,010 6,482 3
d. Unallocated  Total Segment Liabilities	4,471 17,170	5,447 20,148	5,753 17,716	4,471 17,170	5,447 <b>20,148</b>	26,145 37,640
Capital Employed a. Publishing Content b. Stationery Products c. Others (windmill, etc.) d. Unallocated	76,916 50,995 20,380 1,303	64,385 42,552 20,422 1,807	73,677 47,897 20,331 6,333	76,916 50,995 20,380 1,303	64,385 42,552 20,422 1,807	74,503 59,683 20,378 (19,306)
Net Capital Employed	1,49,594	1,29,166	1,48,238	1,49,594	1,29,166	1,35,258

# 11 Other disclosures as required in clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015

There are no outstanding Commercial Papers ('CPs') as at the nine months ended 31st December, 2023. Disclosures in accordance with Clause 52(4) of SEBI LODR is given as there were commercial papers issued and repaid during the nine months ended 31st December, 2023.

Particulars (Refer \$ below)		Quarter ended	2547 S. 20.4576 S.	Nine monti	Year ended	
	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	31.03.2023 (Audited)
Debt-equity ratio	0.02	0.02	0.01	0.02	0.02	0.18
Debt service coverage ratio	4.40	1.15	0.07	0.31	0.83	0.58
Interest service coverage ratio	7.67	14.42	3.61	21.38	55.60	36.97
Outstanding redeemable preference shares (quantity and value)	Not Applicable	Not Applicable				
Capital redemption reserve/debenture redemption reserve w.r.t. debt listed securities (Refer note 11.2 below)	Not Applicable	Not Applicable				
Net worth (in lakhs)	1,49,594	1,29,166	1,48,238	1,49,594	1,29,166	1,35,258
Current ratio	5.28	4.00	4.96	5.28	4.00	2.60
Long term debt to working capital	0.01	0.01	0.01	0.01	0.01	0.00
Bad debts to account receivable ratio	0.00	0.00	0.00	-0.01	0.01	0.01
Current liability ratio	0.94	0.97	0.96	0.94	0.97	0.99
Total debts to total assets	0.01	0.02	0.01	0.01	0.02	0.14
Debtors turnover *	4.58	4.90	2.55	7.42	9.13	6.98
Inventory turnover *	1.12	1.33	1.34	1.72	1.96	1.75
Operating margin (%)	5.73%	8.97%	2.51%	18.15%	20.75%	18.51%
Net profit margin (%)	4.74%	9.44%	11.26%	15.34%	16.24%	15.90%

<sup>|</sup> Net profit margin (%) | 4.74% | 9.44% | 9.44% | 11.2

\* Ratios for the quarter have been annualised. Also refer note 3 as regards seasonal nature of business of the Company.

\* Considering the seasonal nature of business, the ratios are not representative of the operations of the whole year.

# 11.1 Formulae for computation of ratios are as follows:

a)	Debt / Equity Ratio =	Total Debt (including Current Borrowings, Non-Current Borrowings and Current maturities of Non-Current Borrowings, Long-term lease liabilities and short-term lease liabilities) (if any)
-,	Debt / Equity Nation	Total Equity (Equity Share Capital and Other Equity)
b)	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
c)	Interest Service Coverage Ratio =	Profit / (Loss) before Interest, Tax and Exceptional Items
٠,	Therest service coverage radio =	Interest Expense
d)	Net worth =	Total Equity (Equity share capital + Other equity)
e)	Current Ratio =	Current Assets
		Current Liabilities

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INDIA

# STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

Long term debt to working capital =	Non-Current Borrowings (including current maturities of non-current borrowings)
Long term debt to working capital -	Current assets less current liabilities (excluding current maturities of non-current borrowings)
Bad debts to Account receivable ratio =	Bad Debts (including Bad debt provision and Expected credit loss)  Average trade receivables [(opening balance + closing balance) / 2], net of provisions for doubtful debts and expected credit loss
Current liability ratio =	Total current liabilities Total liabilities
Total debts to total assets =	Total Debt (including Current Borrowings, Non-Current Borrowings and Current maturities of Non-Current Borrowings, Long-term lease liabilities and short-term lease liabilities) (if any) Total Assets
Debtors turnover =	Value of sales and services  Average trade receivables [(opening balance + closing balance) / 2], net of provisions for doubtful debts and expected credit loss
Inventory turnover =	Cost of goods sold  Average inventories (including right to return asset) [(opening balance + closing balance) / 2]
Operating margin (%) =	Earnings before Interest, Tax and Exceptional items less Other Income Revenue from operations
Net profit margin (%) =	Net profit after tax before other comprehensive income including exceptional items
	Current liability ratio =  Total debts to total assets =  Debtors turnover =  Inventory turnover =  Operating margin (%) =

11.2 Requirement to create a reserve (capital redemption reserve / debenture redemption reserve) is not applicable for commercial papers.

For & On behalf of the Board of Directors of **Navneet Education Limited** 

Gnanesh D. Gala Managing Director DIN: 00093008

Place: Mumbai Date : 7th February, 2024

# N. A. SHAH ASSOCIATES LLP

Chartered Accountants



To
The Board of Directors
Navneet Education Limited

Limited Review Report on statement of consolidated unaudited financial results for the quarter and nine months ended 31<sup>st</sup> December, 2023 pursuant to the Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We have reviewed the accompanying Statement of consolidated unaudited financial results of **Navneet Education Limited** ('the Parent') and its subsidiaries (the Parent and its subsidiaries together referred to as 'the Group') and its share of the net profit/(loss) after tax and total comprehensive income of its associate for the quarter and nine months ended 31st December, 2023 ('the Statement'), attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

# Management's Responsibility for the Statement

The Statement is the responsibility of the Parent's Management and has been approved by the Parent's Board of Directors. The Statement has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India.

# Auditor's responsibility

Our responsibility is to express a conclusion on the Statement based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

These consolidated unaudited financial results include results of the following entities:

Name of the entity	Relationship
Navneet Futuretech Limited (Formerly known as 'Esense Learning	Subsidiary Company
Limited')	
Indiannica Learning Private Limited	Subsidiary Company
Navneet (HK) Limited	Subsidiary Company
Navneet Tech Ventures Private Limited	Subsidiary Company
Genext Students Private Limited	Subsidiary Company
Navneet Learning LLP	Subsidiary Entity
K12 Techno Services Private Limited	Associate Company
Carveniche Technologies Private Limited	Associate Company

(Refer note 4 of consolidated financial results)



# N. A. SHAH ASSOCIATES LLP

Chartered Accountants

### Conclusion

Based on our review conducted and procedures performed as stated in above auditor's responsibility paragraph and based on the consideration of the review reports of the subsidiaries reviewed by us and management certified accounts furnished to us, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

# **Other Matters**

The consolidated unaudited financial results includes the financial results of one foreign subsidiary and one subsidiary entity which have not been reviewed by their statutory auditors, whose financial results reflects total revenue of Rs. 824 Lakhs and Rs. 1,079 Lakhs for the quarter ended 31st December, 2023 and nine months ended 31st December, 2023 respectively, total net profit / (loss) (including other comprehensive income) of Rs. 10 Lakhs and Rs. 21 Lakhs for the quarter ended 31st December, 2023 and for the nine months ended 31st December, 2023 respectively.

Further, the Statement also includes the unaudited financial results of two associates, whose financial statements reflect Group's share of profit/ (loss) after tax (including other comprehensive income) of Rs. (575) Lakhs and Rs. 551 Lakhs for the quarter ended 31st December, 2023 and for the nine months ended 31st December, 2023 respectively.

Our conclusion on the Statement, in so far as it relates to the amounts included in respect of these subsidiaries and an associate, is based solely on the information and explanations given to us by the Management.

Our conclusion on the Statement is not modified in respect of the above matters.

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For N. A. Shah Associates LLP

**Chartered Accountants** 

Firm's registration number: 116560W / W100149

Milan Mody

Partner

Membership number: 103286

UDIN: 24103286BKEMUV6704

Place: Mumbai

Date: 7th February, 2024

Navneet Education Limited

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CIN: L22200MH1984PLC034055



# STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

Sr.	Particulars		Quarter ended	are the artists of	(INR in Lakhs, except Earnings Per Share Nine months ended Year ended			
No.		31.12.2023 (Unaudited)	31,12,2022 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited) (Restated) (Refer note 7)	31.03,2023 (Audited)	
	Income	25.076	26 427	26 570				
I	Revenue from operations Other Income	25,876 308	26,427 290	26,578 222	1,31,599 882	1,28,781 1,049	1,69,68 1,47	
III	Total Income (I + II)	26,184	26,717	26,800	1,32,481	1,29,830	1,71,15	
	Expenses Cost of materials consumed	17,336	19,343	16,695	57,816	62,567	92,77	
	Purchases of stock-in-trade	255	75	409	3,343	352	52,77	
	Changes in inventories of finished goods, work-in-progress and	(4,627)	(6,393)	(3,963)	7,215	1,352	(8,70	
	stock-in-trade Manufacturing Expenses	1,958	2,178	2,067	6,812	7,745	10,79	
	Employee benefits expense	6,318	6,107	6,429	19,040	16,729	23,21	
	Finance Costs	362	259	387	1,500	723	1,16	
	Depreciation, amortisation and impairment	1,642	1,307	1,460	4,399	3,838	5,80	
	Sales and Marketing expense	1,739	1,844	2,521	8,192	8,296	10,79	
IV	Other expenses  Total Expenses	2,494 27,477	2,242 26,962	2,850 28,855	8,320 1,16,637	7,917 1,09,519	10,48 1,46,85	
v	Profit /(Loss) before share of profit /(loss) of associates	(1,293)	(245)	(2,055)	15,844	20,311	24,304	
	and tax (III - IV)							
VI	Share of Profit / (Loss) of associates (Refer note 4 below)  Profit /(Loss) before exceptional items and tax for the	(575)	(1,084)	407	551	(243)	(916	
VII	period / year (V + VI)	(1,868)	(1,329)	(1,648)	16,395	20,068	23,388	
VIII	Exceptional items net (Refer note 5 below)		6,409	6,816	6,816	6,409	6,409	
IX	Profit/(Loss) before tax for the period / year (VII + VIII)	(1,868)	5,080	5,168	23,211	26,477	29,797	
X	Tax Expense: (a) Current tax	365	660	562	6,535	6,978	7,82	
	(b) Deferred tax	16	1,370	1,046	871	1,436	1,53	
	(c) (Excess) / Short provision of the earlier period / year	-	(19)		•	(19)	56	
		381	2,011	1,608	7,406	8,395	9,421	
XI	Profit /(Loss) for the period / year (IX - X) Other Comprehensive Income:	(2,249)	3,069	3,560	15,805	18,082	20,376	
Α.	Items that will not be reclassified to profit or loss in subsequent period / year (including Group's proportionate share of an associate) i) Re-measurement of the net defined benefit plan & others Less: Income tax relating to the above ii) Equity instruments through Other Comprehensive Income Less: Income tax relating to the above	107 (26) - -	(81) 21 -	102 (26) - -	313 (78) - -	(243) 62 - -	411 (89 4,282 (499	
В.	Items that will be reclassified to profit or loss in subsequent period							
	/ year Cash flow hedge	108	1,025	(150)	76	(749)	(28	
	Less: Income tax relating to the above	(27)	(258)	38	(19)	189	72	
XII	Other Comprehensive Income for the period / year, net of tax	162	707	(36)	292	(741)	3,889	
	Total Comprehensive Income for the period / year (XI + XII) [Total of Profit /(Loss) and other comprehensive income for the period / year]	(2,087)	3,776	3,524	16,097	17,341	24,265	
	Profit attributable to							
	Owners of the parents	(2,253)	3,067	3,559	15,798	18,158	20,454	
	Non-controlling interest	(2,249)	3,069	3,560	15,805	(76) 18,082	20,376	
	Other comprehensive income attributable to	100	705	10.00				
	Owners of the parents Non-controlling interest	162	707	(36)	292	(741)	3,889	
	Non-conditing interest	162	707	(36)	292	(741)	3,889	
	Paid-up Equity Share Capital (Face Value INR 2/- per share)	4,524	4,524	4,524	4,524	4,524	4,524	
	Other Equity						1,10,507	
	CONTROL OF THE PARTY OF THE PAR							
	Earnings / loss per Share (of INR 2/- per share)							
	Earnings / loss per Share (of INR 2/- per share) (not annualised) (a) Basic earnings per share	(1.00)	1.36	1.57	6.98	8.03	9.04	

Navneet Education Limited

Registered Office: Navneet Bhavan, Bhavani Shankar Road, Dadar (West), Mumbai - 400028

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	STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023
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1	The results were reviewed by the audit committee and taken on record by the Board of Directors at its meeting held on 7th February, 2024. The Statutory auditor have carried out a limite review of the consolidated financial results for the quarter and nine months ended 31st December, 2023.
2	The above financial results have been prepared in accordance with the guidelines issued by the Securities and Exchange Board of India ('SEBI'), and the Indian Accounting Standard prescribed under Section 133 of the Companies Act, 2013.
3	In view of seasonal nature of business, above quarterly and nine monthly financial results are not representative of the operations of the whole year. Consequently, some of the analytical ratios in note 10 as per requirements of clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015, presented below are also not strictly comparable.
4	Financial results for the quarter and nine months ended 31st December, 2023 of two associate companies 'K12 Techno Services Private Limited' ('K12') and 'Carveniche Technologies Private Limited' ('Carveniche'), one foreign subsidiary 'Navneet (HK) Limited' and one subsidiary entity 'Navneet Learning LLP' have been considered based on the unaudited financial results which are not subjected to limited review by their statutory auditors.
5	Exceptional items for the quarter ended 30th September, 2023 and nine months ended 31st December, 2023 represents:
	In In 3,023 Lakhs towards profit on sale of property.     In In 3,793 Lakhs for profit on dilution of the Group's share in an associate company (deemed disposal)
	During the quarter ended 30th September, 2023, K12 Techno Services Private Limited issued additional convertible securities to new investors, leading to groups' share from 22.14% to 20.25% on a fully diluted basis. The gain on deemed disposal of INR 3,793 Lakhs has been accounted with the requirements of Ind AS 28. The deferred tax liability of INR 868 Lakhs on this gain has been considered under serial number X 'Tax Expenses' under the sub-heading deferred tax.
	Exceptional items during the quarter and nine months ended 31st December, 2022 and year ended 31st March, 2023, represents: i) INN 633 Lakhs towards profit on sale of property.
	ii) INR 5,776 Lakhs for profit on dilution of the Group's share from an associate company (deemed disposal)
	During the quarter and nine months ended 31st December, 2022, K12 Techno Services Private Limited had issued additional convertible securities to new investors, leading to a dilution or groups' share from 25.40% to 22.14% on a fully diluted basis. Consequent to the said dilution, gain on deemed disposal of INR 5,776 Lakhs had been accounted for in accordance with the requirements of Ind AS 28. Furthermore, the deferred tax liability of INR 1,322 Lakhs on this gain has been considered under serial number X 'Tax Expenses' under the sub-heading deferred tax.
6	Details of investments are given below:
	i) 'Navneet Futuretech Limited' ('NFL') (formerly known as 'Esense Learning Limited'), a wholly owned subsidiary of the Holding Company, had agreed to subscribe in 'SFA Sporting Service' Private Limited' ('SFA') by the way of equity shares i.e. 4,179 equity shares of face value of INR 10 each at an agreed share premium of INR 44,865 per share, per tranche (total fou tranches). NFL had invested INR 1,875 lakhs during the quarter ended 31st December, 2022 and INR 3,750 upto nine months ended 31st December, 2022. Consequently, NFL had invested INR 7,500 Lakhs upto 31st March, 2023 and thus holds 14.29% of SFA's paid up share capital as on 31st March, 2023. Fair value gain on the same of INR 4,282 has been accounted through OCI.
	iii) During the nine months ended 31st December, 2022 and year ended 31st March, 2023: a) NFL acquired 1,822 equity shares of 'Elation Edtech Private Limited' having a face value of INR 10 each for a total consideration of INR 525 Lakhs from 'Navneet Tech Ventures Private Limited' ('NTVPL'). As on 31st December, 2022, Navneet Futuretech Limited holds 14.67% of its paid up share capital.
	b) NFL acquired 10,79,229 equity shares of Carveniche having face value INR 10 each for a total consideration of INR 1,867 Lakhs from NTVPL. Accordingly, NFL holds 46.84% of its paid up share capital. Hence, Carveniche is an associate company and group's share is considered in consolidated financial statements.
	C) NFL purchased 25,90,378 equity shares of INR 10 each, fully paid, at INR 30 per share from existing shareholders of Genext Students Private Limited ('GSPL') for a total consideration of INR 777 Lakhs. Accordingly, GSPL became wholly owned subsidiary of NFL

INR 777 Lakhs. Accordingly, GSPL became wholly owned subsidiary of NFL.

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 had 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 financial year 2022-23 have been restated in accordance with the requirements of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors in financial year 2022-23.

The restated figures of nine months ended 31st December, 2022 are as under:

Impact on Statement of Profit and Loss

Particulars	Nine months ended 31.12.2022
Share of Profit/(Loss) of Associates	
As reported	(420)
Impact of restatement	177
Restated	(243)
Exceptional items (net) (Refer note 5 above)	
As reported	6,409
Impact of restatement	
Restated	6,409
Tax Expense:	
As reported	8,395
Impact of restatement	
Restated	8,395
Profit / (Loss) after tax for the period / year	
As reported	17,904
Impact of restatement	178
Restated	18,082
Basic & Diluted earnings per share	
Reported	7.95
Restated	8.03

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# CIN: L22200MH1984PLC034055 STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

### 8 SEGMENT-WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

With effect from quarter ended 30th September, 2023, the management of the group has reassessed its business model and accordingly Edtech business which was previously shown as a separate segment has now been merged into publishing content segment. The change is consistent with the strategic growth agenda which is aimed to ensure seamless blend of traditional print and progressive digital platforms. As a result of this change the revised operating segments are as under:

- Publishing Content
- Stationery Products
- •Others (windmill, other strategic investments, etc.)

9 Figures less than INR 50,000 have been denoted by #.

Consequently, the Group has restated the corresponding items of segment information for previous periods / year to make them comparable with those of current period.

Unallocable corporate assets less unallocable corporate liabilities mainly represent investment of surplus funds, other advances, cash & bank balances, corporate taxes and general corporate borrowings.

A. Segment Revenue and Results Particulars		Quarter ended		Nine mont	ths ended	(INR in Lakhs) Year ended	
	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	31.03.2023 (Audited)	
Segment Revenue (Sales and operating income):						· · · · · · · · · · · · · · · · · · ·	
a. Publishing Content	8,443	9,098	7,324	59,056	59,577	74,744	
b. Stationery Products	17,330	17,293	19,090	72,200	69,006	94,713	
c. Others (windmill etc.)	172	106	233	583	476	597	
Total Segment Revenue	25,945	26,497	26,647	1,31,839	1,29,059	1,70,054	
Less: Inter Segment Revenue	69	70	69	240	278	371	
Total Segment Revenue	25,876	26,427	26,578	1,31,599	1,28,781	1,69,683	
Segment Results:							
a. Publishing Content	(1,056)	(48)	(2,573)	12,110	14,167	15,732	
b. Stationery Products	847	636	1,620	7,892	8,433	11,820	
c. Others (windmill etc.)	46	36	69	203	192	258	
Total Segment Result	(163)	624	(884)	20,205	22,792	27,810	
Less: i. Finance Cost	215	171	239	1,100	450	802	
ii. Other unallocable expenditure	1,096	936	1,016	3,581	2,556	3,595	
iii. Other unallocable (income)	(181)	(238)	(84)	(320)	(525)	(891	
Total Profit / (Loss) before tax, group's share in Profit / Loss of an associate and exceptional items	(1,293)	(245)	(2,055)	15,844	20,311	24,304	
	MEGNIFICATION						

Rarticulars		Quarter ended		Nine mon	Year ended	
	As on 31.12.2023 (Unaudited)	As on 31.12.2022 (Unaudited)	As on 30.09.2023 (Unaudited)	As on 31.12.2023 (Unaudited)	As on 31.12.2022 (Unaudited) Restated (Refer note 7)	As on 31.03.2023 (Audited)
Segment Assets						
a. Publishing Content b. Stationery Products c. Others (windmill etc.) d. Unallocated  Total Segment Assets	57,755 58,068 32,244 5,774 <b>1,53,841</b>	57,392 50,110 24,297 7,254 <b>1,39,053</b>	58,667 53,120 32,749 12,086 <b>1,56,622</b>	57,755 58,068 32,244 5,774 <b>1,53,841</b>	57,392 50,110 24,297 7,254 <b>1,39,053</b>	64,784 66,176 27,855 6,839 <b>1,65,654</b>
Segment Liabilities  a. Publishing Content b. Stationery Products c. Others (windmill etc.) d. Unallocated	18,438 5,660 2 4,495	17,914 7,543 2 5,492	17,439 5,203 4 6,640	18,438 5,660 2 4,495	17,914 7,543 2 5,492	17,94: 6,48: 26,19:
Total Segment Liabilities	28,595	30,951	29,286	28,595	30,951	50,623
Capital Employed a. Publishing Content b. Stationery Products c. Others (windmill etc.) d. Unallocated	39,317 52,407 32,242 1,279	39,478 42,567 24,295 1,762	41,228 47,917 32,745 5,446	39,317 52,408 32,242 1,279	39,478 42,567 24,295 1,762	46,839 59,692 27,852 (19,352
Net Capital Employed	1,25,246	1,08,102	1,27,336	1,25,246	1,08,102	1,15,03

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# STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

10 Other disclosures as required in clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015

There are no outstanding Commercial Papers ('CP') as at the nine months ended 31st December, 2023. Disclosures in accordance with Cause 52(4) of SEBI LODR is given as there were commercial papers issued and repaid during the nine months ended 31st December, 2023.

Particulars (Refer \$ below)	Quarter ended			Nine months ended		Year ended
	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited) (Restated) (Refer note 7)	31.03.2023 (Audited)
Debt-equity ratio	0.06	0.07	0.04	0.06	0.07	0.25
Debt service coverage ratio	0.17	-0.12	-0.09	0.19	0.43	0.35
Interest service coverage ratio	-2.57	0.03	-4.33	11.56	29.07	21.88
Outstanding redeemable preference shares (quantity and value)	Not Applicable	Not Applicable				
Capital redemption reserve/debenture redemption reserve w.r.t. debt listed securities (Refer note 10.2 below)	Not Applicable	Not Applicable				
Net worth (in lakhs)	1,25,246	1,08,102	1,27,336	1,25,246	1,08,102	1,15,031
Current ratio	3.78	3.01	3.82	3.78	2.99	2.27
Long term debt to working capital	0.03	0.01	0.02	0.03	0.01	0.00
Bad debts to Account receivable ratio	0.00	-0.00	-0.00	-0.00	0.01	0.03
Current liability ratio	0.80	0.88	0.79	0.80	0.88	0.92
Total debts to total assets	0.05	0.06	0.03	0.05	0.06	0.17
Debtors turnover*	4.27	4.52	2.40	6.47	7.79	5.86
Inventory turnover*	1.14	1.48	1.29	1.68	2.61	1.74
Operating margin (%)	-7.01%	-5.15%	-5.58%	12.93%	15.33%	13.60%
Net profit margin (%)	-8.69%	11.61%	13.40%	12.01%	14.04%	12.01%

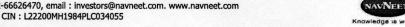
<sup>\*</sup> Ratios for the quarter have been annualised. Also refer note 3 as regards seasonal business of the Company.

# 10.1 Formulae for computation of ratios are as follows:

a)	Debt / Equity Ratio =	Total Debt (including 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)
b)	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
c)	Interest Service Coverage Ratio =	Profit/(Loss) before Interest, Tax and Exceptional Items Interest Expense
d)	Net worth =	Total Equity (Equity share capital + Other equity)
e)	Current Ratio =	Current Assets Current Liabilities
		Non-Current Borrowings (including current maturities of non-current borrowings)
f)	Long term debt to working capital =	Current assets less current liabilities (excluding current maturities of non-current borrowings)

<sup>\$</sup> Considering the seasonal nature of business, the ratios are not representative of the operations of the whole year.

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### STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

g) Bad debts to Account receivable ratio = Average trade receivables [(opening balance + closing balance) / 2], net of provisions for doubtful debts and expected credit loss Current liability ratio = Total current liabilities Total liabilities Total debts to total assets = Total Debt (including Current Borrowings, Non-Current Borrowings and Current maturities of Non-Current Borrowings, Long-term lease liabilities and short-term lease liabilities) (if any) Total Assets Debtors turnover = Value of sales and service Average trade receivables [(opening balance + closing balance) / 2], net of provisions for doubtful debts and expected credit loss k) Inventory turnover = Cost of goods sold Average inventories (including right to return asset) [(opening balance + closing balance) / 2] Operating margin (%) = Earnings before Interest, Tax and Exceptional Items less Other Income Revenue from operations Net profit margin (%) = Net profit after tax before other comprehensive income including exceptional items

10.2 Requirement to create a reserve (capital redemption reserve / debenture redemption reserve) is not applicable for commercial papers.

Place: Mumbai

Date: 7th February, 2024

MUMBAI INDIA

Revenue from operations

For & On behalf of the Board of Directors of Navneet Education Limited

Gnanesh D. Gala Managing Director DIN: 00093008