Indiavidual Learning Limited

Financial Statements

2020-21

Independent Auditor's Report

To the Members of Indiavidual Learning Limited (formerly Indiavidual Learning Private Limited)

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of Indiavidual Learning Limited (formerly "Indiavidual Learning Private Limited") ("the Company"), which comprise the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the financial Statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (referred to as '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 March 31, 2021, and its loss, 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Standalone 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 Board's Report including Annexures to Board's Report, but does not include the Standalone Financial Statements and our auditor's report thereon.

Our opinion on the Standalone 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 financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Responsibility of Management for Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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 Accounting Standards specified under section 133 of the Act. 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

The procedures that we conducted and were required to be conducted form part of this report as Appendix 1.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 accounts 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
   d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
   e) on the basis of written representations received from the directors, taken on record by the Board of Directors, none of the directors is disqualified as on March 31st, 2021, from being appointed as a director in terms of Section 164(2) of the Act;
   f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
   h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 financial statements – Refer Note 29.1
      ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

For and on behalf of
Ashwani & Associates
Chartered Accountants
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
UDIN: 21506955AAAAIJ1297

Place: Ludhiana
Dated: April 19, 2021

The Annexure A referred to in paragraph 1 of Our Report of even date to the members of Indiavidual Learning Limited (formerly Indiavidual Learning Private Limited) on the accounts of the Company for the year ended 31st March 2021

On the basis of such checks, as, we considered appropriate, and, according to the information and explanations given to us during the course of our audit, we report that:

1. (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
   (b) The Company has a regular programme of physical verification of the fixed assets at reasonable intervals. In accordance with this programme, certain fixed assets were verified during the year, and, no material discrepancies were noticed on such verification.
   (c) The Company has all the original title deeds of immovable property in its own name.

2. The Company is engaged in the running of Educational Software & Website; thus, the clause 3(ii) of the order is not applicable to the company.

3. The Company has not granted, during the year, any loans, secured or unsecured, to Companies, firms or other parties covered in the register maintained under Section 189 of the Act.

4. According to the information and explanations given to us, the Company has not given any loans, purchased investment, given guarantees and security to the parties covered under section 185 of the Act. The Company has complied with the provisions of section 186 of the Act in respect of investments made or Loans or guarantee or security provided to the parties covered under section 186 of the Act. (refer note 29.19 & 29.9 of Financial statements)

5. 5. The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Therefore, the provisions of Clause 3(v) of the order are not applicable to the Company.

6. According to the information and explanations provided by the management, the company is not engaged in production of any such goods and provision of any such services for which central government has prescribed particulars relating to utilisation of material or labour or other items of cost. Hence, the provision of section 148(1) of the Act is not applicable to the Company.

7. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including provident fund, employees’ state insurance,

income tax, Goods and Service Tax, customs duty, cess and other material statutory dues with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, cess, Goods and Service Tax and customs duty which have not been deposited on account of a dispute.

8. As per information and explanation given to us the company has neither taken any loans or borrowing from a financial institution, government, Bank nor it has it issued any debentures. Therefore, the provisions of clause 3(vii) are not applicable to the company and accordingly the company has not defaulted in any such repayment.

9. In our opinion, and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (Including Debt instruments). There were no borrowings in the nature of term loans outstanding at the beginning of the year or at the end of the year.

10. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have, neither, come across any instance of fraud by the Company, or, any fraud on the company by its officers or employees, noticed or reported during the year, nor, have we been informed of such case by the management.

11. In our opinion, and according to the information and explanations given to us, the company has complied with the provisions of section 197 of the Companies Act, 2013.

12. The Company is not a Nidhi Company. Therefore, the provision of clause 3(xii) is not applicable to the Company.

13. The Company’s transactions with its related parties are in compliance with 188 of the Companies Act, 2013, and, the details of related party transactions have been disclosed in the Financial Statements, as required by the applicable accounting standards. The provisions of section 177 are not applicable to the Company. Accordingly, reporting under clause 3(xiii) of the Order insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.

14. According to the records of the company examined by us, the company has not made any private placement of shares during the year. Thus, the provisions of clause (xiv) is not applicable to company.

15. 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 them.

16. In our opinion, and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For and on behalf of
Ashwani & Associates
Chartered Accountants
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
UDIN: 21506955AAAAIJ1297

Place: Ludhiana
Dated: April 19, 2021

Annexure B to the Independent Auditor's Report of Even Date On The Financial Statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Indiavidual Learning Limited (formerly Indiavidual Learning Private Limited) ("the Company") as of March 31, 2021, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements 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 as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with reference to these Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For and on behalf of
Ashwani & Associates
Chartered Accountants
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
UDIN: 21506955AAAAIJ1297

Place: Ludhiana
Dated: April 19, 2021

Appendix 1

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the interim condensed standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the interim condensed standalone financial statements, including the disclosures, and whether the interim condensed standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

BALANCE SHEET AS AT MARCH 31, 2021

(All amounts in Rs., unless otherwise stated)

	NOTE	As at March 31, 2021	As at March 31, 2020
ASSETS			
1 **Non-Current Assets**			
(a) Property, Plant and Equipment	3	**19,00,27,435**	3,35,81,028
(b) Right to Use Asset	3	**26,14,12,516**	7,33,230
(c) Intangibe Assets	3	**26,07,50,540**	1,68,96,650
(d) Intangible assets under development	3	**7,39,20,07,474**	2,46,04,88,852
(e) Financial Assets			
(i) Investments	4	**81,37,53,218**	71,64,35,148
(ii) Other Financial Assets	5	**18,48,57,711**	4,21,75,476
(f) Deffered Tax Assets (Net)	6	**11,38,06,695**	7,50,84,517
(g) Other Non Current Assets	7	**67,28,681**	61,97,770
		9,22,33,44,270	**3,35,15,92,671**
2 **Current Assets**			
(a) Financial Assets			
(i) Trade Receivable	8	**12,40,91,935**	10,13,76,160
(ii) Cash and Cash equivalents	9	**19,50,08,815**	43,48,30,886
(iii) Bank Balances other than above	10	**64,49,000**	84,04,795
(iv) Other Financial Assets	11	**60,37,050**	58,21,309
(b) Other Current Assets	12	**44,79,95,030**	25,75,67,218
(c) Current Tax Asset	13	**13,34,447**	48,41,700
		78,09,16,277	**81,28,42,068**
TOTAL		**10,00,42,60,547**	**4,16,44,34,739**
EQUITY & LIABILITIES			
Equity			
(a) Equity Share Capital	14	**53,62,720**	53,71,147
(b) Other Equity	15	**91,60,64,548**	92,63,72,702
		92,14,27,268	**93,17,43,849**
Liabilities			
1 **Non Current Liabilities**			
(a) Financial Liabilities			
(i) Borrowings	16	**7,59,04,76,297**	2,92,79,77,066
(ii) Lease Liability	17	**22,47,56,968**	-
(b) Provisions	18	**9,28,28,798**	2,72,76,088
		7,90,80,62,063	**2,95,52,53,154**
2 **Current Liabilities**			
(a) Financial Liabilities			
(i)Trade Payables	19		
(A) Outstanding dues to Micro & Small Enterprises		**75,83,017**	53,00,358
(B) Outstanding dues to other than Micro & Small Enterprises		**23,75,59,820**	3,45,91,712
(ii) Lease Liability	17	**5,21,38,011**	7,56,629
(iii) Other Financial Liabilities	20	**54,93,65,143**	90,00,000
(b) Other Current Liabilities	21	**13,99,32,184**	9,50,23,192
(c) Provisions	22	**18,81,93,041**	13,27,65,845
		1,17,47,71,216	**27,74,37,736**
TOTAL		**10,00,42,60,547**	**4,16,44,34,739**
Significant Accounting Policies	2		

Notes 1 to 29 form an integral part of the standalone financial statement

Notes referred to above form an integral part of the Balance Sheet and should be read in conjunction therewith.

As per our report of even date attached

For and on behalf of
Ashwani & Associates
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
Place : Ludhiana

Date: 19.04.2021

For and on behalf of the Board

Anshuman Thakur
Director
DIN : 03279460
Place : Mumbai

Aditi Avasthi
Whole-time Director
DIN : 05352951
Place: Bengaluru

Juhi Pant
Company Secretary
Mem No. ACS28830
Place: Bengaluru

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2021

(All amounts in Rs., unless otherwise stated)

		NOTE	Year ended March 31, 2021	Year ended March 31, 2020
	INCOME			
I	Revenue from operations	**23**	11,45,65,943	12,41,25,665
II	Other income	**24**	1,26,42,122	1,86,38,687
III	**Total Income (I+II)**		12,72,08,065	14,27,64,352
IV	**EXPENSES**			
	Purchases	**25**	-	69,57,022
	Employee Benefits Expenses	**26**	11,06,14,563	16,04,59,624
	Finance Costs	**27**	34,07,581	9,65,114
	Depreciation and Amortization Expense	**3**	4,26,46,413	2,19,87,716
	Other Expenses	**28**	8,71,78,938	17,73,10,849
	Total Expenses		24,38,47,495	36,76,80,325
V	**Profit before exceptional items and tax (III-IV)**		(11,66,39,430)	(22,49,15,973)
VI	Expectional Items		-	-
VII	**Profit before tax (V-VI)**		(11,66,39,430)	(22,49,15,973)
VIII	**Tax Expense:**			
	Current Tax		-	-
	Deferred Tax		(3,65,37,226)	(6,15,22,000)
	Total Tax Expense		(3,65,37,226)	(6,15,22,000)
IX	**Profit for the year (VII-VIII)**		(8,01,02,204)	(16,33,93,973)
X	**Other Comprehensive Income**			
	profit or loss in subsequent periods			
	i) Re-measurement gains/(losses) on defined benefit plans		(84,03,660)	(14,65,793)
	ii) Income Tax effect		21,84,952	3,81,106
	Other Comprehensive Income for the year, net of tax		(62,18,708)	(10,84,687)
XI	**Total Comprehensive Income for the Year**		(8,63,20,912)	(16,44,78,660)
XII	**Earnings per equity share of Re. 1 each**			
	(1) Basic		(16)	(31)
	(2) Diluted (Note no. 29.2)		(16)	(31)
	Significant Accounting Policies	**2**		

Notes 1 to 29 form an integral part of the standalone financial statement

Notes referred to above form an integral part of the Balance Sheet and should be read in conjunction therewith.

As per our report of even date attached

For and on behalf of
Ashwani & Associates
Firm Registration Number: 000497N
by the hand of

For and on behalf of the Board

Aditya Kumar
Partner
Membership No. 506955
Place: Ludhiana

Anshuman Thakur
Director
DIN : 03279460
Place : Mumbai

Aditi Avasthi
Whole-time Director
DIN : 05352951
Place: Bengalur

Juhi Pant
Company Secretary
Mem No. ACS28830
Place: Bengaluru

Date: 19.04.2021

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED MARCH 31, 2021

EQUITY
(A) Equity Share Capital

Particulars	Nos.	Amount
Balance As At 01.04.2020	53,62,720	53,62,720
Equity share capital issued during the year	-	-
Balance As At 31.03.2021	53,62,720	53,62,720

(B) Preference Share Capital

Particulars	Nos.	Amount
Balance As At 01.04.2020	8,427	8,427
Preference share capital issued during the year	-	-
Preference share capital Reduced during the year	(8,427)	(8,427)
Balance As At 31.03.2021	-	-

(C) Other Equity

	Reserves and surplus				Total
	Securities	Employee Stock	Capital Reserve	Retained Earnings	
Balance As At 01.04.2020	1,56,03,67,841	15,48,02,257	7,18,726	(78,95,16,122)	**92,63,72,702**
(Loss) for the Year		-	-	(8,01,02,204)	**(8,01,02,204)**
Addition on account of Grant of ESOP Options	-	5,67,27,639	-	-	**5,67,27,639**
Less: Accumulated loss reversed / adjusted	-	-	-	-	**-**
Other comprehensive for the year net of income tax	-	-	-	(62,18,708)	**(62,18,708)**
the Year (Ref Note no 29.15)	-	-	2,04,30,538	-	**2,04,30,538**
year	(11,45,419)	-	-	-	**(11,45,419)**
Balance As At 31.03.2021	**1,55,92,22,422**	**21,15,29,896**	**2,11,49,264**	**(87,58,37,033)**	**91,60,64,548**

As per our report of even date attached

For and on behalf of
Ashwani & Associates
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
Place : Ludhiana

Date: 19.04.2021

For and on behalf of the Board

Anshuman Thakur
Director
DIN : 03279460
Place : Mumbai

Aditi Avasthi
Whole-time Director
DIN : 05352951
Place: Bengaluru

Juhi Pant
Company Secretary
Mem No. ACS28830
Place : Bangalore

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2021

		Year ended March 31, 2021	Year ended March 31, 2020
(A)	**Cash flows from operating activities**		
	(Loss) Before Tax for the year	**(11,66,39,430)**	**(22,49,15,973)**
	Adjustments for:		
	Depreciation charged to Profit and Loss Account	4,26,46,413	2,19,87,716
	Provision for doubtful debts charged to Profit and Loss Account	49,19,252	52,61,505
	Loss Reversed/adjusted	-	(1,18,491)
	Employee Stock Option expenses	13,74,034	22,36,580
	Interest and finance charges considered as financing activities	34,07,581	8,91,843
	Loss on PPE sold/discarded	5,21,022	-
	Profit on Sale of Short Term Investment (Mutual funds)	(73,09,549)	(1,67,76,122)
	Interest Income	(20,97,994)	(11,56,699)
	Operating profit before working capital changes	**(7,31,78,671)**	**(21,25,89,641)**
	Adjustments for :		
	(Increase) / decrease in Loans & Advances	-	-
	(Increase) / decrease in Trade Receivables	(2,76,35,027)	(2,16,84,757)
	(Increase) / decrease in Other Financial Assets	(57,69,756)	(4,04,83,436)
	(Increase) / decrease in Other Current Assets	(18,67,92,586)	(21,61,93,827)
	Increase / (decrease) in Provisions	7,23,81,602	9,70,13,330
	Increase / (decrease) in Trade Payables	20,52,50,767	2,99,99,697
	Increase / (decrease) in Other Current Liabilities	4,49,08,991	6,07,88,042
	Cash generated from operations	**2,91,65,320**	**(30,31,50,592)**
	Income tax refund/(paid)	**(6,58,884)**	**(47,46,417)**
	Net Cash flow generated from /(used in) operating activitie	**2,85,06,436**	**(30,78,97,009)**
(B)	**Cash flow from investing activities**		
	Additions to PPE and intangible assets (including movement in	(2,72,99,76,287)	(1,78,92,82,653)
	Redemption of units of mutual funds	2,01,73,09,550	1,25,02,89,500
	Purchase of Units of Mutual funds	(2,01,00,00,000)	(78,62,00,000)
	Sale of asset	2,07,830	21,014
	Interest received	17,88,440	11,56,699
	Acquisitons	(95,71,73,089)	(71,64,35,148)
	Fixed Deposit made during the year	(30,00,00,000)	(17,00,000)
	Fixed Deposit matured / redeemed during the year	20,17,00,000	-
	Net cash flows generated from /(used in) investing activitie	**(3,77,61,43,556)**	**(2,04,21,50,588)**
(C)	**Cash flow from financing activities**		
	Issue of Share Capital/(Reduction of Share Capital)	(8,427)	-
	Security premium on Issue/Reduction of Shares	(11,45,419)	-
	Proceeds from Issue of CCPS (Classified as Financial Liability)	3,40,99,97,000	2,76,91,98,000
	Interest and finance charges paid	(10,28,105)	(8,91,843)
	Net cash flows (used in)/ generated from financing activitie	**3,40,78,15,049**	**2,76,83,06,157**
	Net change in cash and cash equivalents (A+B+C)	**(33,98,22,071)**	**41,82,58,560**
	Cash and cash equivalents-opening balance	43,48,30,886	1,65,72,326
	Fixed Deposit forming part of cash & cash equivalent	10,00,00,000	-
	Cash and cash equivalents- closing balance (Refer Note 9)	**19,50,08,815**	**43,48,30,886**

As per our report of even date attached

For and behalf of the Board

For and on behalf of
Ashwani & Associates
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
Place : Ludhiana

Anshuman Thakur
Director
DIN : 03279460
Place : Mumbai

Aditi Avasthi
Whole-time Director
DIN : 05352951
Place: Bengaluru

Juhi Pant
Company Secretary
Mem No. ACS28830
Place: Bengaluru

Date: 19.04.2021

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

Note 1 Corporate Information

Indiavidual Learning Limited (formerly Indiavidual Learning Private Limited) ("the Company") is a public limited company incorporated under the provisions of the Companies Act, 1956 on 28 August, 2012. The registered office address is No. 150,1st Floor, Towers B, Diamond District, Old Airport Road, Kodihalli, Bangalore-560008, Karnataka. The Company is engaged in the business of providing artificial intelligence based personalised learning education platform. The Company’s immediate holding company is Jio Platforms Limited and ultimate holding company is Reliance Industries Limited.

Note 2 Significant Accounting Policies

i Statement of Compliance

These financial statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

ii Basis of preparation & presentation

The Financial Statements have been prepared on the historical cost basis except for following assets and liabilities which have been measured at fair value amount:

i) Certain Financial Assets and Liabilities (including derivative instruments),
ii) Defined Benefit Plans - Plan Assets and
iii) Equity settled Share Based Payments

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards (‘Ind AS’), including the rules notified under the relevant provisions of the Companies Act, 2013.

The Company is a Small and Medium Sized Company as defined in the General Instructions in respect of Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

iii Property, Plant and Equipment

Tangible fixed assets

Tangible fixed assets are stated at cost of acquisition / installation and less accumulated depreciation and impairment loss, if any. Cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

(a) Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any other costs directly attributable to bring the assets to its working condition for its intended use.

(b) Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably

(c) Depreciation on tangible fixed assets is provided on Written Down Value (WDV) method based on the useful lives, specified in Schedule II of the Companies Act 2013.

(d) In respect of assets added/ sold, discarded, demolished or destroyed during the year, depreciation on such assets is calculated on a pro-rata basis from the date of such additions or as the case may be, up to the date on which such assets have been sold, discarded, demolished or destroyed

(e) The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate

iv Intangible assets

(a) Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation/depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable for preparing the asset for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

(b) Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

(c) Other Indirect expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Intangible assets under development.

(d) Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(e) The company's intangible assets include assets with finite useful lives which are amortised on a straight-line basis over the period of their expected useful lives. The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date. The estimated useful lives of the assets, as follows:

Name of Intangible Asset	**Useful Life**
Intellectual Property Rights - Owned	5 Years
Intellectual Property Rights -Acquired through Business Combination	5 Years

Research and Development Expenditure

(a) Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss.

(b) Development costs are capitalized as an intangible asset if it can be demonstrated that the project is expected to generate future economic benefits, it is probable that those future economic benefits will flow to the entity and the costs of the asset can be measured reliably, else it is charged to the Statement of Profit and Loss

v Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right to use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Motor Vehicles -2 years

Office Building -5 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-to-

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

In calculating the present value of lease payments, the Company uses its Effective Interest Rate (EIR) at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense.

vi Impairment of Non-Financial Assets - Property, Plant and Equipment and Intangible Assets

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cashflows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

vii Provisions and contingent liabilities

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

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are not recognised in the financial statements.

viii Employee benefits

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits

Defined Contribution Plans

The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Defined Benefit Plans

The liability in respect of gratuity and other post-employment benefits is calculated on actuarial basis using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of Defined Benefit Plans in respect of post-employment are charged to the Other Comprehensive Income.

Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

ix Tax Expenses

The tax expense for the period comprises of current tax and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in equity. In which case, the tax is also recognised in Other Comprehensive Income or Equity.

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit as per Income tax laws.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on income tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the Balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

x Share Based Payments

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

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Statement of Profit and Loss such that the cumulative expenses reflects the revised estimate, with a corresponding adjustment to the Share Based Payments Reserve.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

xi Foreign currency transactions

Foreign currency transactions are accounted at the exchange rates prevailing on the date of such transactions. Foreign currency monetary items are translated using the exchange rates prevailing at the reporting date. Exchange difference are recognised as income or expense in the period in which they arise. The Company's exposure to currency risk relates primarily to the Company's operating activities including but not limited to export sales, denominated in a currency other than the Company's functional currency.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

xii Revenue recognition

(a) Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

(b) Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

(c) Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional. Generally, the credit period varies between 0-90 days from the shipment or delivery of goods or services as the case may be.

(d) In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period

(e) Interest Income from a Financial Assets is recognised using effective interest rate method.

xiii Financial Instruments

i) Financial Assets

A. Initial Recognition and Measurement

All Financial Assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets,which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent Measurement

a) Financial Assets measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cashflows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL.

C. Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in

D. Impairment of Financial Assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to providefor impairment losswherethere is no significant increase in credit risk. Ifthere is significant increase in credit riskfull lifetime ECL is used.

E. Embedded Derivatives

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

· The rights to receive cash flows from the asset have expired, or

· The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

ii) Financial Liabilities

A. Initial Recognition and Measurement

All Financial Liabilities are recognized at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

B. Subsequent Measurement

Financial Liabilities are carried at amortized cost using the effective interest method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

C. Derecognition of Financial Instruments

The Company derecognizes a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial liability (or a part of a Financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

D. Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously

xiv Critical Accounting Judgments And Key Sources Of Estimation Uncertainty

A. **Recoverability of Trade Receivables**

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

B. **Provisions**

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification ofthe liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

C. **Impairment of Non-Financial Assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined foran individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

D. **Impairment of Financial Assets**

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

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

xv Earnings per share

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the year. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except when the result would be anti-dilutive.

xvi Cash Flow Statement

Cash flows are reported using the indirect method where by the profit before tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items 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.

xvii Business combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of the acquisition are accounted in accordance with Ind AS 12.

When the company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

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.

A 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.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

3. PROPERTY, PLANT & EQUIPMENT

PARTICULARS	GROSS BLOCK				DEPRECIATION						NET BLOCK	
	AS AT 1.04.2020	ADDITIONS	SALE/ ADJUSTMENT	AS AT 31.3.2021	AS AT 1.04.2020	FOR THE YEAR	CHARGED TO P&L	TRANSFERRED TO IAUD	SALE/ ADJUSTMENT	AS AT 31.3.2021	AS AT 31.3.2021	AS AT 31.03.2020
(A) Tangible Assets												
Building	-	14,54,89,684		14,54,89,684		15,15,518	1,69,097	13,46,421		15,15,518	14,39,74,166	-
Furniture & Fixture	8,95,993	78,19,253	7,90,884	79,24,362	1,34,566	11,16,603	1,24,587	9,92,016	1,93,591	10,57,578	68,66,784	7,61,427
Office Equipment	66,93,438	81,27,985	-	1,48,21,423	14,08,289	46,79,371	5,22,110	41,57,261	-	60,87,660	87,33,763	52,85,149
Computers	4,49,42,495	2,50,15,645	1,69,441	6,97,88,699	1,85,71,661	2,29,31,050	25,58,575	2,03,72,475	37,882	4,14,64,829	2,83,23,870	2,63,70,834
Vehicles	2,16,292	-	-	2,16,292	1,31,276	24,341	2,716	21,625	-	1,55,617	60,675	85,016
Plant & Machinery	13,73,453	12,52,318	-	26,25,771	2,94,851	5,87,623	65,565	5,22,058	-	8,82,474	17,43,297	10,78,602
Electrical Installation	-	3,60,978		3,60,978		36,098	4,028	32,070		36,098	3,24,880	-
TOTAL (A)	**5,41,21,671**	**18,80,65,863**	**9,60,325**	**24,12,27,209**	**2,05,40,643**	**3,08,90,604**	**34,46,678**	**2,74,43,926**	**2,31,473**	**5,11,99,774**	**19,00,27,435**	**3,35,81,028**
(B) Right to Use Assets												
Car (Refer Note 29.14)	14,66,460		-	14,66,460	7,33,230	7,33,230	7,33,230	-	-	14,66,460	-	7,33,230
Building (Refer Note 29.14)		31,36,95,019	-	31,36,95,019		5,22,82,503	57,84,109	4,64,98,394	-	5,22,82,503	26,14,12,516	-
TOTAL (B)	**14,66,460**	**31,36,95,019**	**-**	**31,51,61,479**	**7,33,230**	**5,30,15,733**	**65,17,339**	**4,64,98,394**	**-**	**5,37,48,963**	**26,14,12,516**	**7,33,230**
(C) Intangible Assets												
Intellectual Property Rights - Owned	2,65,88,775	83,68,968	-	3,49,57,743	96,92,125	**58,65,666**	58,65,666	**-**	-	1,55,57,791	1,93,99,952	1,68,96,650
Intellectual Property Rights - Acquired through Business Combination		26,81,67,320		26,81,67,320		**2,68,16,732**	2,68,16,732	**-**		2,68,16,732	24,13,50,588	-
TOTAL (C)	**2,65,88,775**	**27,65,36,288**	**-**	**30,31,25,063**	**96,92,125**	**3,26,82,398**	**3,26,82,398**	**-**	**-**	**4,23,74,523**	**26,07,50,540**	**1,68,96,650**
TOTAL (A+B+C)	**8,21,76,906**	**77,82,97,170**	**-**	**85,95,13,751**	**3,09,65,998**	**11,65,88,735**	**4,26,46,413**	**7,39,42,321**	**-**	**14,73,23,260**	**71,21,90,491**	**5,12,10,908**
Previous Year	*3,94,63,087*	*4,27,41,791*	*27,972*	*8,21,76,906*	*89,85,240*	*2,19,87,716*	*2,19,87,716*	-	*6,958*	*3,09,65,998*	*5,12,10,908*	*3,04,77,847*
Intangible Assets Under Development (IAUD)	2,46,04,88,852	4,93,15,18,622	-	7,39,20,07,474	-	-			-	-	7,39,20,07,474	2,46,04,88,852
TOTAL	**2,46,04,88,852**	**4,93,15,18,622**	**-**	**7,39,20,07,474**	**-**	**-**			**-**	**-**	**7,39,20,07,474**	**2,46,04,88,852**
Previous Year	*45,68,62,678*	*2,00,36,26,173*	-	*2,46,04,88,852*	-	-			-	-	*2,46,04,88,852*	*45,68,62,678*

Notes

1. The Company has, through its director, applied for patents, which forms part of the value represented under the head "Intangible Assets under development".
2. The Company has capitalised interest on CCPS, forming part of Intangible Assets Under Development, to the Tune of Rs. 111.73 Crores (P.Y. 15.88 Crores)
3. The Company has charged depreciation to the tune of Rs. 4.26 Crores(P.Y. 2.20 Crores) to Profit and Loss Account
4. The Company has capitalised depreciation to the tune of Rs. 7.39 Crores (P.Y. NIL)

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(All amounts in Rs , unless otherwise stated)

	As at March 31, 2021	As at March 31, 2020
4 INVESTMENTS		
Unqouted		
Investment in eDreams Edusoft Private Limited		
(1734060 Equity Shares @ Rs. 413.15/- per share 182805 Equity Shares @ Rs. 532.36/- per sha (PY : 1734060 Equity Shares @ Rs. 413.15/- per share)	**81,37,53,218**	71,64,35,148
	81,37,53,218	71,64,35,148

An application for Scheme of Amalgamation of eDreams Edusoft Private Limited ("Transferor Company") and Indiavidual Learning Limited ("Transferee Company") and their respective Shareholders and Creditors (The "Scheme") was filedwith Hon'ble National Company Law Tribunal, Bengaluru Bench (NCLT) during the year and appointed date for the Scheme is April 1, 2020, which is pending for approval with NCLT.

5 OTHER FINANCIAL ASSETS	**As at March 31, 2021**	As at March 31, 2020
MTM Gain on Forward Contract Receivable	**14,61,77,381**	1,10,04,957
Security Deposits	**3,24,57,296**	2,94,70,519
Balances with banks in earmarked accounts to the		
Fixed Deposits account with original and remaining	**62,23,034**	17,00,000
	18,48,57,711	4,21,75,476

6 DEFERRED TAX ASSET	**As at March 31, 2021**	**As at March 31, 2020**
(a) Income tax expense in the statement of profit and loss comprises:		
Current income tax charge	-	-
Deferred Tax - Relating to origination and reversal of temporary differences	**(3,65,37,226)**	(6,15,22,000)
Income tax expense reported in the statement of profit or loss	**(3,65,37,226)**	(6,15,22,000)

	Year ended March 2021	**Year ended March 2020**
(b) Other Comprehensive Income		
Deferred Tax relating to re-measurement gains/ (losses) on defined benefit plans	**21,84,952**	3,81,106
Income tax related to items recognised in OCI during the year	**21,84,952**	3,81,106

(c) Reconciliation of tax expense and the accounting profit multiplied by India's domestic	**Year ended March 2021**	**Year ended March 2020**
Accounting Profit before tax	**(11,66,39,430)**	(22,49,15,973)
Applicable tax rate	**26%**	26%
Computed Tax Expense	**(3,03,26,252)**	(5,84,78,152)
Tax benefit on account of higher losses as per Tax Law	**(1,40,83,234)**	-
Tax benefit on items reclassified as Other Comprehensive Income	**21,84,953**	-
Others	**56,87,307**	(30,43,848)
Income tax charged to Statement of Profit and Loss	**(3,65,37,226)**	(6,15,22,000)
	7,72,69,469.19	

(d) Deferred tax Assets comprises:	**Balance Sheet**		**Profit & Loss (including Other comprehensive income)**	
	As at March 31, 2021	**As at March 31, 2020**	**Year ended March 2021**	Year ended March 2020
Expenditures allowable on payment basis	**2,13,54,464**	74,69,111	**2,43,79,061**	41,50,266
Expenditures lesser allowed for tax purposes	**-**	23,08,190	**(1,18,91,177)**	(3,75,804)
Carry forward losses	**10,87,73,437**	6,56,53,235	**3,66,51,934**	5,40,35,760
	13,01,27,901	7,54,30,536	**4,91,39,818**	5,78,10,222
Accelerated expenditures for tax purposes	**1,63,21,208**	3,46,020	**(3,46,021)**	(7,06,179)
Incomes not taxed	**-**	-	**-**	(33,86,705)
	11,38,06,693	7,50,84,516	**4,94,85,839**	6,19,03,106

(e) Reconciliation of deferred tax assets(net)	**As at March 31, 2021**	**As at March 31, 2020**
Opening balance as per last balance sheet	**7,50,84,517**	1,31,81,411
Tax expense recognised in profit and loss account during the year	**3,65,37,226**	6,15,22,000
Tax expense recognised in Other Comprehensive Income during the year	**21,84,952**	3,81,106
Closing balance	**11,38,06,695**	7,50,84,517

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

	As at March 31, 2021	As at March 31, 2020
7 OTHER NON CURRENT ASSETS		
Prepaid Expenses	**56,89,581**	61,92,470
Security Deposits	**10,39,100**	5,300
	67,28,681	61,97,770
8 TRADE RECEIVABLE		
Unsecured, Considered Good		
-Outstanding for a period of more than 6 montl	**78,52,585**	16,06,660
-Others	**11,62,39,350**	9,97,69,500
Unsecured, Considered Doubtful		
-Outstanding for a period of more than 6 month	**52,21,975**	36,59,338
-Others	**-**	16,02,167
Less : Provision for Doubtful Debts	**(52,21,975)**	(52,61,505)
	12,40,91,935	10,13,76,160
9 CASH & BANK BALANCE		
Cash and Cash Equivalents		
Cash in Hand	**813**	186
Balances with Scheduled Banks		
-In Current Account	**9,44,13,408**	43,42,69,513
maturity less than 3 months	**10,00,00,000**	
In Other Account	**5,94,594**	5,61,187
	19,50,08,815	43,48,30,886
10 OTHER BANK BALANCES		
Balances with banks in earmarked accounts		
Fixed Deposits with Original maturity of more than twelve months but remaining maturity of less than 12 months (Ref Note No 29.1)	**64,49,000**	84,04,795
3 months but remaining maturity less than 12 months	**-**	-
	64,49,000	84,04,795
11 OTHER FINANCIAL ASSETS		
Interest Accrued on Investments	**5,48,600**	2,39,046
Security Deposits	**54,88,450**	55,82,263
	60,37,050	58,21,309
12 OTHER CURRENT ASSETS		
Prepaid expenses	**1,75,08,606**	90,80,110
Advances to suppliers & Others	**9,23,896**	42,10,342
Balance with Government Authorities		
-Income Tax	**61,12,094**	19,45,957
-GST Input Credit	**41,92,69,233**	24,09,61,063
Deffered Expenses	**38,892**	38,895
Unamortised Incremental Cost of Obtaining Contract (Refer note no. 29.12)	**41,42,309**	13,30,851
	44,79,95,030	25,75,67,218
13 CURRENT TAX ASSET		
TDS Receivable FY-2020-21 (FY 2019-20)	**13,34,447**	48,41,700
	13,34,447	48,41,700

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

14 EQUITY SHARE CAPITAL **(All amounts in Rs., unless otherwise stated)**

Authorised	**As at March 31, 2021**		**As at March 31, 2020**	
Equity Shares of Re 1/- each.	**No. of Shares**	**Amount**	No. of Shares	Amount
85,00,000 (85,00,000) Equity Shares of Re. 1/- each	**85,00,000**	**85,00,000**	85,00,000	85,00,000
8,427 (8,427) Non-Cumulative Compulsorily Convertible Preference	**8,427**	**8,427**	8,427	8,427
7,94,91,573 (7,94,91,573) Cumulative Compulsorily Convertible Preference Shares of Rs. 1 each	**7,94,91,573**	**7,94,91,573**	7,94,91,573	7,94,91,573
	8,80,00,000	**8,80,00,000**	8,80,00,000	8,80,00,000

Issued, Subscribed & Paid Up	**No. of Shares**	**Amount**	No. of Shares	Amount
Equity Shares of Re 1/- each.				
53,62,720 (53,62,720) Equity Shares of Re. 1 each fully paid up	**53,62,720**	**53,62,720**	53,62,720	53,62,720
0 (8,427) Series A1 Non-Cumulative Compulsorily Convertible Preference Shares of Re. 1 each fully paid up	**-**	**-**	8,427	8,427
	53,62,720	**53,62,720**	53,71,147	53,71,147

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	As at March 31, 2021		**As at March 31, 2020**	
(A) Equity Share Capital	**No. of Shares**	**Amount**	No. of Shares	Amount
Number of Shares at the Beginning	**53,62,720**	**53,62,720**	53,62,720	53,62,720
Add:- Shares issued during the year in cash	**-**	**-**	-	-
Add:- Shares issued by conversion of prefrence shares	**-**	**-**	-	-
Number of Shares at the End	**53,62,720**	**53,62,720**	53,62,720	53,62,720

	As at March 31, 2021		**As at March 31, 2020**	
(B) Preference Share Capital	**No. of Shares**	**Amount**	No. of Shares	Amount
Number of Shares at the Beginning	**8,427**	**8,427**	8,427	8,427
Add:- Shares Issued During the Year	**-**	**-**	-	-
Less: Converted into equity shares/(Cancelled during the year)	**(8,427)**	**(8,427)**		
Number of shares at the end	**-**	**-**	8,427	8,427

	As at March 31, 2021		**As at March 31, 2020**	
(C) Compulsarily Convertible Preference Shares (CCPS) (Refer Note	**No. of Shares**	**Amount**	No. of Shares	Amount
Number of CCPS at the Beginning	**27,69,198**	**-**	-	-
Add:- CCPS issued during the Year	**34,09,997**	**-**	27,69,198	-
Less: Converted into equity shares	**-**	**-**		
Number of CCPS at the end	**61,79,195**	**-**	27,69,198	-

b. Terms/Rights attached to Equity Shares

i) The Company has only one class of equity shares having a par value of Re. 1 each. Each holder of equity shares is entitled to one vote per share.

ii) 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 preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholders.

iii) During the FY 2020-21, the Company has issued 34,09,997 Cumulative Compulsary Convertible Preference Shares which has been shown under Non-Current Borrowings in Note-16 as per IND AS-32. (During the previous year 2019-20, the Company has issued 27,69,198 Cumulative Compulsary Convertible Preference Shares which has been shown under Non-Current Borrowings in Note-16 as per IND AS-32.)

c. Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

The Company has not issued any bonus shares nor there has been any buy back of shares during five years immediately preceding 31 March 2021.

d. Others

With respect to 8,427 non-cumulative compulsorily convertible preference shares (CCPS), the company has approached the National Company Law Tribunal, Bangalore Bench (NCLT) for reduction of the said CCPS, which was approved on 20th July 2020 vide certificate of registration of order confirming reduction of capital issued by Registrar of Companies, Bangalore and hence stands reduced and cancelled.

e. Details of Equity Shareholders holding more than 5% equity shares	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	**% Holding**	No. of Shares	% Holding
Aditi Avasthi	**7,83,816**	**14.62%**	7,83,816	14.62%
Reliance Industries Limited	**-**	**-**	45,78,899	85.38%
Jio Platforms Limited	**45,78,899**	**85.38%**	**-**	**-**
	53,62,715	**100.00%**	**53,62,715**	**100.00%**

f. Details of Shareholders holding more than 5% CCPS	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	**% Holding**	No. of Shares	% Holding
Reliance Industries Limited	**-**	**-**	**27,69,198**	**100.00%**
Jio Platforms Limited	**61,79,195**	**100.00%**	**-**	**-**
	61,79,195	**100.00%**	**27,69,198**	**100.00%**

I)Terms of Repayment

During the year the Company has issued 34,09,997 Cumulative Compulsorily Convertible Preference Shares to its Holding Company, Jio Platforms Limited which are convertible into Equity Shares at a Future Date at a Conversion Price.

II) Conversion Date shall be at the earliest of the Following

(i) the latest date on which the Future Contribution Preference Shares are required to be converted into Equity Shares under applicable Law in
(ii) the Third Anniversary Date
(iii) the occurrence of a Liquidation Event, subject to the discretion of the Investor,
(iv) the occurrence of a Default Event, and
(v) if the Founder ceases to be an executive Director and CEO (save due to genuine, bona fide and reasonable circumstances acceptable to the

III)Conversion Ratio shall take into account the Following

(a) a discount of 25% to FMV of Equity Shares (to be computed based on the share capital of the Company on a Fully Diluted Basis) prevailing
(b) a notional internal rate of return that has an effect of 12% per annum in USD terms based on quarterly compounding (to be adjusted for any

g. Employees Stock Option Scheme (ESOP):

The Company has instituted an Employee Stock option Plan ('Indiavidual Employees Stock Option Plan or IESOP) as approved by the Board of Directors and by the shareholders of the company from time to time for issue of stock option convertible into equivalent number of Equity shares of Re 1 each to the employees of the company.

The Company has only one type of arrangement with respect to share based payments which is governed by the policy adopted by the by the name and style of Indiavidual Employee Stock Option Plan.

The Company recognizes compensation expense relating to share-based payments in net profit using fair-value in accordance with Ind AS 102, Share based Payments. The estimated fair value of awards is charged to income on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in substance, multiple awards with a corresponding increase to share options outstanding account. The fair value of each equity-settled award is estimated on the date of grant using the Black-Scholes-Merton model with the following assumptions: (contd. on next page)

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(Note on ESOP, contd.)

Particulars	**For the Options Granted during FY 2020-21**
Weighted Average Share Price	**Rs. 1333.0**
Exercise Price	**Re 1**
Expected Volatility	**0.35**
Expected life of the option (years)	**1-1.5 years**
Expected dividends (%)	**-**
Risk-free interest rate (%)	**5.35% - 9.00%**
Weighted average fair value as on grant date	**Rs. 1000.0**

Summary of Stock options outstanding is as

Particulars	**As at March 31, 2021**	As at March 31, 2020
Options at the begining of the year	**5,42,818**	4,70,768
Granted during the year	**1,00,697**	95,717
Vested during the year	**80,910**	89,233
Exercised during the year	**-**	-
Lapsed during the year	**65,455**	23,667
Options at the end of the reporting period	**5,78,060**	5,42,818

15 OTHER EQUITY	**As at March 31,**	As at March 31,
Securities Premium Reserve	**1,55,92,22,422**	1,56,03,67,841
Employee Stock Option Reserve	**21,15,29,896**	15,48,02,257
Retained Earnings	**(87,58,37,033)**	(78,95,16,122)
Share Application Money	**-**	-
Capital Reserve (Refer Note 29.15)	**2,11,49,264**	7,18,726
	91,60,64,548	92,63,72,702

Securities Premium Reserve	**As at March 31,**	As at March 31,
Opening Balance	**1,56,03,67,841**	1,56,03,67,841
Add : Transfer from ESOP Reserve	**-**	-
Add: Premium on equity shares issued during the	**-**	-
Less: Premium on Preference Shares	**(11,45,419)**	
	1,55,92,22,422	1,56,03,67,841

Employee Stock Option Reserve	**As at March 31,**	As at March 31,
Balance at the beginning of the year	**15,48,02,257**	5,49,78,158
Less: Transfer to Security Premium Reserve	**-**	-
Add: Addition on account of grant of Options	**5,67,27,639**	9,98,24,099
Balance at end of the year	**21,15,29,896**	15,48,02,257

Retained Earnings	**As at March 31,**	As at March 31,
Opening Balance	**(78,95,16,122)**	(62,49,18,971)
Add: Net Profit / (loss) for the year	**(8,01,02,204)**	(16,33,93,973)
Less: Accumulated loss reversed / adjusted	**-**	(1,18,491)
Items of other comprehensive income recoganised directly in retained earnings (net of tax)	**(62,18,708)**	(10,84,687)
	(87,58,37,033)	(78,95,16,122)

Capital Reserve	**As at March 31,**	As at March 31,
Opening Balance	**7,18,726**	-
Add: Capital Reserve on Business Combintion (Ref Note No 29.15)	**2,04,30,538**	7,18,726
	2,11,49,264	7,18,726

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

	As at March 31, 2021	As at March 31, 2020
16 NON CURRENT BORROWINGS		
12% Cumulative Compulsorily Convertible Preference Shares (Unsecured)	**7,59,04,76,297**	2,92,79,77,066
	7,59,04,76,297	2,92,79,77,066

Terms of Repayment

During the year the Company has issued 34,09,997 Cumulative Compulsorily Convertible Preference Shares to its Holding Company, Jio Platforms Limited which are convertible into Equity Shares at a Future Date at a Conversion Price.

Conversion Date shall be at the earliest of the Following

(i) the latest date on which the Future Contribution Preference Shares are required to be converted into Equity Shares under applicable Law in connection with any Public Offer of the Company,

(ii) the Third Anniversary Date

(iii) the occurrence of a Liquidation Event, subject to the discretion of the Investor,

(iv) the occurrence of a Default Event, and

(v) if the Founder ceases to be an executive Director and CEO (save due to genuine, bona fide and reasonable circumstances acceptable to the Board based on simple majority), subject to the terms of this

Conversion Ratio shall take into account the Following

(a) a discount of 25% to FMV of Equity Shares (to be computed based on the share capital of the

(b) a notional internal rate of return that has an effect of 12% per annum in USD terms based on quarterly compounding (to be adjusted for any dividend on such Future Contribution Preference Share actually paid); provided that the conversion ratio should be subject to a floor which ensures the Equity Shares upon conversion have not been issued at a discount to its face value ("Conversion Ratio").

	As at March 31, 2021	As at March 31, 2020
17 LEASE LIABILITY		
Non Current	**22,47,56,968**	-
Current	**5,21,38,011**	7,56,629
(Ref note no 29.14)	**27,68,94,979**	7,56,629
18 LONG TERM PROVISIONS		
Provisions for Employee Benefits		
Provision for Gratuity (Ref note no 29.5)	**6,29,12,257**	1,42,14,212
Provision for Leave Encashment	**2,99,16,541**	1,30,61,876
	9,28,28,798	2,72,76,088
19 TRADE PAYABLE		
Outstanding dues to Micro & Small Enterprises	**75,83,017**	53,00,358
Outstanding dues to other than Micro & Small Enterprises	**23,75,59,820**	3,45,91,712
	24,51,42,837	3,98,92,070
20 OTHER FINANCIAL LIABILITIES		
Creditors for Business Purchase	**50,90,49,661**	90,00,000
Creditors for Property, Plant & Equipment	**4,03,15,482**	-
	54,93,65,143	90,00,000
21 OTHER CURRENT LIABILITIES		
Duties and Taxes Payable	**4,58,80,614**	2,42,70,109
Employees & Other Payables	**7,50,06,080**	5,32,28,124
Unearned revenue	**1,90,45,490**	1,75,24,959
	13,99,32,184	9,50,23,192
22 SHORT TERM PROVISIONS		
Provision for Employee Benefits		
Gratuity (Ref note no 29.5)	**88,07,223**	9,83,323
Leave Encashment	**53,74,489**	22,64,086
Variable Pay	**5,50,82,472**	3,07,56,859
Other Provisions	**11,89,28,857**	9,87,61,577
	18,81,93,041	13,27,65,845

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2021

(All amounts in Rs , unless otherwise stated)

	Year ended March 31, 2021	Year ended March 31, 2020
23 REVENUE FROM OPERATIONS		
Sales and Service (Refer Note 29.12)		
- Installation	**7,41,52,977**	5,79,21,890
- License	**4,03,57,753**	5,51,60,285
- Support Fee	**55,213**	1,10,43,490
Net Revenue	**11,45,65,943**	12,41,25,665
24 OTHER INCOME		
Interest Received from IT refund	**68,103**	69,483
Interest on Financial Assets carried at Amortised cost	**16,66,476**	6,36,383
Interest on Loans/Advance	**11,45,687**	-
Interest on Bank Deposits	**9,52,307**	11,56,699
Miscellaneous Income	**15,00,000**	-
Profit on Sale of Mutual Funds	**73,09,549**	1,67,76,122
	1,26,42,122	1,86,38,687
25 PURCHASES		
Purchase of Tablets	**-**	69,57,022
	-	69,57,022
26 EMPLOYEES BENEFITS EXPENSES		
Salaries & Wages	**10,42,35,917**	13,92,65,179
Contribution to Provident Fund	**34,94,310**	97,95,023
Employee Stock Option Expense	**13,74,034**	22,36,580
Staff Benefits	**15,10,302**	91,62,842
	11,06,14,563	16,04,59,624
27 FINANCE COSTS		
Interest Expenses	**23,79,476**	73,271
Interest on Bank Loan	**5,17,486**	-
Bank Charges	**5,10,619**	8,91,843
	34,07,581	9,65,114
28 OTHER EXPENSES		
Rent (Refer Note 29.14)	**92,94,195**	2,00,95,486
Tools, Servers & Others	**1,05,21,373**	95,46,804
Repairs and maintenance		
- Equipments & Others	**4,43,572**	7,46,034
Office Maintenance	**57,54,163**	91,66,577
Rates and taxes	**9,65,004**	1,58,643
Recruitment charges	**-**	61,20,712
Communication expenses	**6,13,697**	24,41,285
Printing and stationery	**4,96,633**	12,64,335
Brokerage and commission	**2,06,60,765**	4,75,23,917
Travelling and conveyance expenses	**55,55,750**	1,97,99,465
Legal Charges	**30,73,125**	1,07,80,698
Professional charges	**1,46,49,939**	3,24,45,699
Auditors Remuneration (Refer Note 29.10)	**17,75,000**	12,00,000
Loss on sale of Fixed Assets	**5,21,022**	-
Marketing expenses	**33,27,437**	76,61,569
Insurance Expenses	**24,031**	-
Fees & Subsciption	**6,92,209**	5,33,066
Interest on Late Payment of Statutory Dues	**82,811**	1,28,477
Miscellaneous expenses	**5,24,469**	8,48,725
Foreign Exchange Fluctuation Loss	**3,84,491**	4,87,852
License Fees	**24,00,000**	11,00,000
Provision for Doubtful Debts	**49,19,252**	52,61,505
Donation	**5,00,000**	-
	8,71,78,938	**17,73,10,849**

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.1 Contingent Liabilities & Commitments

A. Contingent Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Performance Guarantee given to AMTRON (Secured by Fixed Deposit)	**84,04,795**	84,04,795
Performance Guarantee given to Axom Sarba Siksha Abhiyan (Secured by Fixed Deposit)	**40,24,000**	-

B. Commitments

Particulars	As at March 31, 2021	As at March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**-**	13,49,92,950

29.2 Earnings Per Share (EPS)

(Amount in Rupees)

Particulars	As at March 31, 2021	Year ended March 2020
Loss after Tax available to Equity Shareholders (A)	**-8,63,20,913**	**-16,44,78,660**
Weighted Average Number of Equity shares (B)	**53,62,720**	**53,62,720**
Basic Earnings per share (A/B)	**-16**	**-31**
Diluted Earnings per share (A/B)	**-16**	**-31**

29.3 Segment Reporting

The Company is engaged in the business of providing artificial intelligence based personalised learning education platform which is considered to be the only operating segment as per Ind AS-108 'Operating Segments' for which the operating results are regularly reviewed by the company's Chief Operating Decision Maker.

Revenue for the Current and Previous Year from Domestic & Export Sale is as below :

Particulars	As at March 31, 2021	As at March 31, 2020
Revenue from Domestic Sales	8,81,07,524	12,41,25,665
Revenue from Export Sales	2,64,58,419	-
Total Revenue	**11,45,65,943**	**12,41,25,665**

The following are the details of the revenues generated from the top 3 customers of the Company

Particulars	As at March 31, 2021	As at March 31, 2020
Revenue from Top 3 Customers (Amount)	7,00,57,501	6,17,94,635
Revenue from Top 3 Customers (Percentage)	61.15%	49.78%
Revenue from Other Customers (Amount)	4,45,08,442	6,23,31,030
Revenue from Other Customers (Percentage)	38.85%	50.22%
Total Revenue	**11,45,65,943**	**12,41,25,665**

29.4 Related Party Disclosures

A) List of Related Parties

(i) Ultimate Holding Company	Reliance Industries Limited (w.e.f. June 4, 2020)
(ii) Holding Company	Reliance Industries Limited (till June 3, 2020) Jio Platforms Limited (w.e.f. June 4, 2020)
(iii) Subsidiaries	eDreams Edusoft Private Limited (w.e.f. December 16, 2
(iv) Fellow Subsidiaries	Reliance Retail Limited Reliance Jio Infocomm Limited Jio Haptik Technologies Limited Reliance Projects & Property Management Services Ltd Reliance Retail Ventures Limited
(v) Key Managerial Personnel (KMP)	Aditi Avasthi (Director and CEO), Kiran Mathew Thomas & Anshuman Thakur (Directors), Juhi Pant
(vi) Relatives of KMP	Karan Avasthi

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

B) Transactions with Related Parties

Particulars	Holding Company		Subsidiaries		Fellow Subsidiaries		Key Managerial Personnel		Relatives of KMP	
	Year ended March 2021	Year ended March 2020	Year ended March 2021	Year ended March 2020	Year ended March 2021	Year ended March 2020	Year ended March 2021	Year ended March 2020	Year ended March 2021	Year ended March 2020
Salaries & Perquisities	**-**	-			**-**	-	**89,62,786**	89,45,862	**1,07,66,439**	1,11,97,451
Reimbursements							**41,179**	11,715		
Contribution to Various Funds	**-**	-			**-**	-	**21,600**	21,600	**-**	-
Issue of Debt Financial Instrument	**3,40,99,97,000**	2,76,91,98,000								
Interest on Debt Financial Instrument (Capitalised)	**1,25,25,02,231**	15,87,79,066								
Communication Expenses	**-**	-			7,27,960	2,48,549	**-**	-	**-**	-
Marketing Expenses	**-**	-				3,01,402	**-**	-	**-**	-
Professional Charges					4,00,000	2,70,000				
Office Equipments Purchased					21,54,498	4,64,963				
Laptop Purchased					1,87,22,287	1,88,30,969				
Business Support Services Income			3,35,680	43,76,840		-				
License Fees Expenses			24,00,000	11,88,000		3,78,000				
Office Expenses			2,960	-	52,076	41,994				
Subscription					14,00,000					
Staff Welfare Expenses					3,99,315					
Security Deposit	**-**	-			9,450	15,000	**-**	-	**-**	-

During the FY 2020-21, no ESOP rights (FY 2019-20, 7,500 ESOP rights granted) at an exercise price of Rs. 1/- each have been granted to Relatives of KMP.
During the FY 2020-21, no ESOP rights (FY 2019-20, 416 ESOP rights) at an exercise price of Rs. 1/- each have been granted to KMP

C) Balances Outstanding

Particulars	Holding Company		Subsidiaries (w.e.f. 16 Dec, 201		Fellow Subsidiaries		Key Managerial Personnel		Relatives of KMP	
	As at March 2021	As at March 31, 2020	As at March 2021	As at March 31, 2020	As at March 2021	As at March 31, 2020	As at March 2021	As at March 31, 2020	As at March 2021	As at March 31, 2020
Equity Share Capital (including Securities Premium)	**86,59,72,448**	**86,59,72,448**	**-**	**0**			7,83,816	7,83,816		
Debt Financial Instrument	**7,59,04,76,297**	2,92,79,77,066	**-**	-			**-**	-	**-**	-
Security Deposit					**23,450**	15,000				
Other Receivables				(14,64,320)		36,95,151				
Other Payables	**-**	-	17,50,852	-	17,60,150	11,382	4,95,644	3,79,816	4,72,811	10,435

29.5 Disclosure pursuant to Ind AS 19 "Employee Benefits"

A) Contribution to Defined Contribution Plan, recognised as expense for the year:

(Amount in Rs.)

Contribution to Defined Contribution Plan, recognised as expense for the year:	Year ended March 2021	Year ended March 2020
Employer's Contribution towards Provident Fund (PF) *	**2,56,05,272**	97,95,023
Total	**2,56,05,272**	**97,95,023**

* During the FY 2020-21 Rs. 2,21,10,962/- (P.Y. - Nil) has been capitalised

B) Defined Benefit Obligations

The company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on retirement/resignation/death at 15 days salary (last drawn salary) for each completed year of service.

(a): Table showing changes in present value of obligations **(Amount in Rs.)**

Particulars	Year ended March 2021	Year ended March 2020
Present value of the obligation at the beginning of the period	**1,51,97,535**	65,31,530
Interest cost	**22,63,779**	4,64,519
Current service cost	**1,75,82,200**	73,09,248
Past service cost	**-**	-
Benefits paid (if any)	**(3,53,172)**	-
Actuarial (gain/loss)	**(21,58,491)**	8,92,238
Liabilities assumed in an amalgamation in the nature	**3,91,87,629**	
Present value of the obligation at the end of the period	**7,17,19,480**	**1,51,97,535**

1.410311622

(b) Key results (The amount to be recognized in the Balance Sheet) **(Amount in Rs.)**

Particulars	Year ended March 2021	Year ended March 2020
Present value of the obligation at the end of the period	**7,17,19,480**	1,51,97,535
Fair value of plan assets at the end of the period	**-**	-
Net liability / (asset) recognized in Balance Sheet	**7,17,19,480**	1,51,97,535
Unfunded status	**(7,17,19,480)**	(1,51,97,535)

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

(c) Expense recognized in the Statement of Profit & Loss **(Amount in Rs.)**

Particulars	Year ended March 2021	Year ended March 2020
Interests cost	22,63,779	4,64,519
Current service cost	1,75,82,200	73,09,248
Past service cost	-	-
Expenses to be recognized in P&L *	1,98,45,979	77,73,767

* During the FY 2020-21 Rs. 1,76,37,789/- (P.Y. - Nil) has been capitalised

(d) Bifurcation of total actuarial (gain) / loss on liabilities **(Amount in Rs.)**

Particulars	Year ended March 2021	Year ended March 2020
Actuarial gain / losses from changes in	-	-
Actuarial (gain) / losses from changes in financial assumptions	4,40,471	6,95,871
Experience adjustment (gain)/loss for plan liabilities	(25,98,962)	1,96,367
Total amount recognized in other comprehensive income	(21,58,491)	8,92,238

(e) The assumptions employed for the calculations are tabulated below

Discount rate	6.50% per	6.60% per
Salary growth rate	10.00% per	10.00% per
Mortality	IALM 2012–14 Table	IALM 2006–08 Table
Withdrawal rate (per annum)	15.00% p.a. (for all ages)	15.00% p.a. (for all ages)
Method of Valuation	Projected Unit Credit (PUC) Method	

(f) Mortality rate

Age (inyears)	Year ended March 2021	Year ended March 2020
20	0.09%	0.09%
30	0.10%	0.10%
40	0.17%	0.17%
50	0.44%	0.44%
60	1.12%	1.12%

(g): Estimate of expected benefit payments (In a absolute terms i.e. undiscounted)	**(Amount in Rs.)**
01 Apr 2021 to 31 Mar 2022	88,07,223
01 Apr 2022 to 31 Mar 2023	70,98,800
01 Apr 2023 to 31 Mar 2024	73,83,573
01 Apr 2024 to 31 Mar 2025	77,03,715
01 Apr 2025 to 31 Mar 2026	87,27,781
01 Apr 2026 Onwards	3,43,82,614

(h): Projection for next period	**(Amount in Rs.)**
Best estimate for contribution during next period	88,07,223

(i): Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. The sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Particulars	Year ended March 2021	Year ended March 2020
Defined Benefit Obligation (Base)	7,17,19,480	1,51,97,535
Liability with 0.5% increase in Discount Rate	6,95,65,347	1,46,95,055
Liability with 0.5% decrease in Discount Rate	7,39,98,085	1,57,28,830
Liability with 0.5% increase in Salary Growth Rate	7,32,35,960	1,54,84,948
Liability with 0.5% decrease in Salary Growth Rate	7,01,98,226	1,48,62,723
Liability with 10% increase in Withdrawal Rate	7,06,32,323	1,48,11,891
Liability with 10% decrease in Withdrawal Rate	7,27,70,048	1,55,61,505

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.6 Fair Value Measurement

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Financial Instruments by Categary	Carrying Value		Fair Value	
	As at March 31, 2021	As at March 31, 2020	**As at March 31, 2021**	As at March 31, 2020
Current Investments at Fair Value through Profit & Loss	-	-	-	-
Total	-	-	-	-
Financial Assets at amortised cost				
Loans	-	-	-	-
Other Financial Assets	**19,08,94,761**	4,79,96,785	**19,08,94,761**	4,79,96,785
Trade Receivable	**12,40,91,935**	10,13,76,160	**12,40,91,935**	10,13,76,160
Cash and Cash equivalents	**19,50,08,815**	43,48,30,886	**19,50,08,815**	43,48,30,886
Bank Balances other than above	**64,49,000**	84,04,795	**64,49,000**	84,04,795
Non Current Investments	**81,37,53,218**	71,64,35,148	**81,37,53,218**	71,64,35,148
Total	**1,33,01,97,729**	1,30,90,43,774	**1,33,01,97,729**	1,30,90,43,774
Financial Liabilities at amortised cost				
Borrowings	**7,59,04,76,297**	2,92,79,77,066	**7,59,04,76,297**	2,92,79,77,066
Trade Payables	**24,51,42,837**	3,98,92,070	**24,51,42,837**	3,98,92,070
Other Financial Liabilities	**54,93,65,143**	90,00,000	**54,93,65,143**	90,00,000
Lease Liability	**27,68,94,979**	7,56,629	**27,68,94,979**	7,56,629
Total	**8,66,18,79,256**	2,97,76,25,765	**8,66,18,79,256**	2,97,76,25,765

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

1. The company has determined the classification of quoted investments in mutual funds as Fair value through Profit & Loss as these are held for trading. The fair value is based upon the price quotations near

2. The fair value of unquoted instruments, loans from banks and other financial liabilities, as well as other noncurrent financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

3. The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2021, are as shown below

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

Quantitative disclosures of fair value measurement hierarchy as on March 31, 2021

Financial Instruments by Categary	Carrying Value	Fair Value		
	March 31, 2021	**Level 1**	**Level 2**	**Level 3**
Current Investments at Fair Value through Profit & Loss	-	-		
Total	-	**-**	**-**	**-**
Financial Assets at amortised cost				
Loans	-		-	-
Other Financial Assets	**19,08,94,761**			19,08,94,761
Trade Receivable	**12,40,91,935**			12,40,91,935
Cash and Cash equivalents	**19,50,08,815**			19,50,08,815
Bank Balances other than above	**64,49,000**			64,49,000
Non Current Investments	**81,37,53,218**			81,37,53,218
Total	**1,33,01,97,729**	**-**	**-**	**1,33,01,97,729**
Financial Liabilities at amortised cost				
Borrowings	**7,59,04,76,297**			7,59,04,76,297
Trade Payables	**24,51,42,837**			24,51,42,837
Other Financial Liabilities	**54,93,65,143**			54,93,65,143
Lease Liability	**27,68,94,979**			27,68,94,979
Total	**8,66,18,79,256**	**-**	**-**	**8,66,18,79,256**

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

Quantitative disclosures of fair value measurement hierarchy as on March 31, 2020

Financial Instruments by Categary	Carrying Value March 31, 2020	Fair Value Level 1	Level 2	Level 3
Current Investments at Fair Value through Profit & Loss	-	-		
Total	-	-	-	-
Financial Assets at amortised cost				
Other Financial Assets	**4,79,96,785**			4,79,96,785
Trade Receivable	**10,13,76,160**			10,13,76,160
Cash and Cash equivalents	**43,48,30,886**			43,48,30,886
Bank Balances other than above	**84,04,795**			84,04,795
Non Current Investments	**71,64,35,148**			71,64,35,148
Total	**1,30,90,43,774**	-	-	**1,30,90,43,774**
Financial Liabilities at amortised cost				
Borrowings	**2,92,79,77,066**			2,92,79,77,066
Trade Payables	**3,98,92,070**			3,98,92,070
Lease Liability	**7,56,629**			7,56,629
Total	**2,96,86,25,765**	-	-	**2,96,86,25,765**

29.7 Financial Risk Management Objectives & Policies

The Company’s principal financial liabilities, comprise of trade and other payables. The main purpose of these financial liabilities is to finance the Company’s operations. The Company’s principal financial assets include security deposits, trade and other receivables and cash and cash equivalents that are derived directly from its operations.

The Company’s financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk, credit risk and liquidity risk.

The Company’s senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are accountable to the Board of Directors and Audit Committee. This process provides assurance to Company’s senior management that the Company’s financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarized as below:

(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 prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Financial instruments affected by market risks include loans and borrowings, deposits and investments. The sensitivity analyses in the following sections relate to the position as at March 31 2021. The analyses exclude the impact of movements in market variables on; the carrying values of gratuity and other post-retirement obligations; provisions; and the non-financial assets and liabilities. The sensitivity of the relevant Profit and Loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of March 31, 2021.

(i) Interest Rate Risk

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company’s exposure to the risk of changes in market interest rates relates primarily to the Company’s long term debt obligation at floating interest rates.

The company did not have any borrowings as on March 31, 2021. However, the CCPS have been classified as Debt Financial Instruments to the tune of Rs. 7,59,04,76,297 (PY. 2,92,79,77,066) on which Effective interest rate has been calculated to be approximate 28% (P.Y. 28%), which in effect will not result in any cash outflow but will be converted to equity at a later date.

(ii) Foreign Currency Risk

The Company's exposure to foreign currency risk was based on the following amounts as at the reporting dates

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

Financial Assets

Particulars	**As at 31st March 2021**		As at 31st March 2020	
	Foreign Currency	**In INR**	Foreign Currency	In INR
Trade Receivabe				
- In USD	2,88,175	2,07,56,957		
- In EURO	1,000	8,44,970		
Trade Payable				
- In USD	15,23,329	11,39,14,552	8,021	4,78,911
- In EURO	0	0	94,500	70,63,368
Net Exposure				
- In USD	-12,35,154	-9,31,57,595	-8,021	-4,78,911
- In EURO	1,000	8,44,970	-94,500	-70,63,368

Of the above foreign currency exposures, the following exposures are not hedged by a derivative

Particulars	**As at 31st March 2021**		As at 31st March 2020	
	Foreign Currency	**In INR**	Foreign Currency	In INR
Trade Receivabe				
- In USD	2,88,175	2,07,56,957		
- In EURO	1,000	8,44,970		
Trade Payable				
- In USD	15,23,329	11,39,14,552	8,021	4,78,911
- In EURO	-	-	94,500	70,63,368
Net Exposure				
- In USD	-12,35,154	-9,31,57,595	-8,021	-4,78,911
- In EURO	1,000	8,44,970	-94,500	-70,63,368

Foreign Currency Sensitivity Analysis

Any changes in the exchange rates of USD and EURO against INR is expected to hav esignificant impact on the company's profit due to the less exposure of these currencies. Accordingly, a 2% appreciation or depreciation of the INR as indicated below, against the USD and EURO would have reduce or increased profit by the amounts shown below. This analysis is based on the foreign currency variances that the Company consideed to be reasonably possible at the end of the reporting period. The analysis assumes that all other variable remains constant'

(Amount in Rs.)

Particulars	**As at 31st March 2021**		As at 31st March 2020	
	Strengthning	**Weakening**	Strengthning	Weakening
2% strengthening/weakening of USD against INR	-18,63,152	18,63,152	-9,578	9,578
2% strengthening/weakening of Euro against INR	16,899	-16,899	-1,41,267	1,41,267

(b) Credit Risk

Credit Risk is the risk that the counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its financing activities, including deposits with banks and other financial instruments

(i) Trade Receivables

Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company has a policy under which each new customer is analysed individually for creditworthiness before offering credit period and delivery terms and conditions. The Company individually monitors the sanctioned credit limits as against the outstanding balances.

The Company's credit risk with regard to trade receivable has a high degree of risk diversification, due to large number of customers having capacity to meet the obligations since, mostly they are state government organisations and therefore the risk of default is negligible or nil.

Based on prior experience and an assessment of the current economic environment, Management believes there is no credit risk provision required except as may required to take any potential impact of COVID '19 wherein a provision of Rs.49,19,252/- has been made for those receivables which is outstanding for more than 365 days. Further, management believes that the unimpaired amounts that are past due by more than 60 days are still collectible in full, based on historical payment behaviour and extensive in respect of trade receivables.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

Movement in Provision for Doubtful Debts

Particulars	**As at March 31 2021**	**As at March 31 2020**
Opening	52,61,505	
Add: Provision created during the year	49,19,252	52,61,505
Less: Provision utilised during the year	49,58,782	
Closing Balance	**52,21,975**	**52,61,505**

(ii) Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company as per the policy. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counter party's potential failure to make

The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2021 is the carrying amounts. The Company's maximum exposure relating to financial is noted in liquidity table below.

(Amount in Rs.)

Particulars	**As at March 31 2021**	**As at March 31 2020**
Financial assets for which allowance is measured using 12 months Expected Credit Loss Method (ECL)		
Other Financial Assets	**60,37,050**	**58,21,309**
Current Investments	**-**	**-**
Cash & Cash Equivalents	**19,50,08,815**	**43,48,30,886**
Bank Balances other than above	**64,49,000**	**84,04,795**
Non Current Investments	**81,37,53,218**	**71,64,35,148**
Total	**1,02,12,48,083**	**1,16,54,92,138**
Financial assets for which allowance is measured using Life time Expected Credit Loss Method (ECL)		
Trade Receivables	**12,40,91,935**	**10,13,76,160**
Total	**12,40,91,935**	**10,13,76,160**

Balances with banks is subject to low credit risks due to good credit ratings assigned to these banks.

(c) Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate source of financing through the use of short term bank deposits and cash credit facility. Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows. The Company assessed the concentration of risk with respect to its debt and concluded it to

Maturity profile of financial liabilities

The table below provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

The table below provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date:

As as March 31 2021	**Less than 1 year**	**More than 1 year**	**Total**
Borrowings		7,59,04,76,297	7,59,04,76,297
Trade Payables	24,51,42,837	-	24,51,42,837
Lease Liability	5,21,38,011	22,47,56,968	27,68,94,979

As as March 31 2020	**Less than 1 year**	**More than 1 year**	**Total**
Borrowings		2,92,79,77,066	2,92,79,77,066
Trade Payables	3,98,92,070	-	3,98,92,070
Lease Liability	7,56,629	-	7,56,629

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.8 Capital Management

For the purposes of Company’s capital management, Capital includes equity attributable to the equity holders of the Company and all other equity reserves. The primary objective of the Company’s capital management is to ensure that it maintains an efficient capital structure and maximize shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended March 31, 2020 and March 31, 2021.

The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt.

Paticulars	As at March 31 2021	As at March 31 2020
Loans and borrowings	**7,59,04,76,297**	2,92,79,77,066
Less: Cash & Cash Equivalents	**19,50,08,815**	43,48,30,886
Net Debt (A)	**7,39,54,67,482**	**2,49,31,46,180**
Equity (B)	**92,14,27,268**	**93,17,43,849**
Capital & Net Debt (C=A+B)	**8,31,68,94,750**	**3,42,48,90,029**
Gearing Ratio (A/C)	**88.92%**	**72.79%**

29.9 Note on Subsidiaries

Name of Subsidiary	Amount in Rs.		% of Holding	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
eDreams Edusoft Private Limited (Incorporated in India) (17,34,060 Equity Shares @ Rs. 413.15/- per share 1,82,805 Equity Shares @ Rs. 532.36/- per share) (PY : 17,34,060 Equity Shares @ Rs. 413.15/- per share)	**81,37,53,218**	**71,64,35,148**	**100.00%**	**90.46%**

29.10 Auditor's Remuneration **Amount in Rs.**

Particulars	As at March 31, 2021	Year ended March 2020
As Statutory Auditor	**5,50,000**	**5,00,000**
As Tax Auditor (Income Tax)	**3,50,000**	**2,50,000**
As Tax Auditor (GST)	**-**	**2,00,000**
Others (Limited Review, Certification and income tax matter	**8,75,000**	**2,50,000**
Total	**17,75,000**	**12,00,000**

29.11 Intangible Asset under Development

Embibe is a powerful ed-tech platform that uses artificial intelligence to improve student learning outcomes. It works with any knowledge base and can adopt to any syllabus. The company has decided to develop a new platform which would make use of the new technologies to enable scaling of the business. The management has started this project with critical hiring of best tech minds coupled with use of the best technologies. As per the provisions of Ind AS-38 on Intangible Assets, the company has shown an amount of Rs. 7,39,20,07,474 (P.Y. 2,46,04,88,852) which represents the intangible asset under development comprising of (a) direct expenses such as employee benefits, professional charges, legal fees for registration of patent, trademark, licence fees for use of tools, servers etc. and such other services directly used for developing the intended intangible assets; (b) indirect expenses such as rent, travel, depreciation, interest, foreign exchange fluctuation expenses and such other expenses directly attributable to developing the intangible assets for its indended use; (c) direct purchase of intangible assets through business acquisition etc.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.12 Disclosure with respect to IND AS 115

The Company derives its revenues primarily from education based technology and learning platform comprising of platform and content development and related services, consulting and package implementation and from the licensing of software products and platforms across our digital offerings (“together called as platform related services”).

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services. Arrangements with customers for licensing of related services are either on a fixed-price (per student) and on fixed-time frame basis.

Revenue from fixed-price, fixed-time frame contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Maintenance or Support revenue is recognized rateably over the term of the underlying maintenance arrangement or the term of the license over which the maintenance is to be provided.

Revenues in excess of invoicing are classified as contract assets (which we refer as unbilled revenue) while invoicing in excess of revenues are classified as contract liabilities (which we refer to as unearned revenues).

In arrangements for platform development services, the Company has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation, wherein the delivery of the platform is identified as a the only performance obligation. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price.

Revenue from licenses where the customer obtains a “right to access” is recognized over the access period. Arrangements to deliver software products generally have two elements: license and its implementation. The company has applied the principles under Ind AS 115 to account for revenues from these performance obligations. When implementation services are provided in conjunction with the licensing arrangement and the license and implementation have been identified as two separate performance obligations, the transaction price for such contracts are allocated to each performance obligation of the contract based on their relative standalone selling prices. In the absence of standalone selling price for implementation, the performance obligation is estimated using the expected cost plus margin approach. Where the license is required to be substantially customized as part of the implementation service the entire arrangement fee for license and implementation is considered to be a single performance obligation and the revenue is recognized using the percentage-of-completion method as the implementation is performed.

Revenue from licenses where the customer obtains a “right to use” is recognized at the point in time when the right to use the intellectual property is transferred to the customer. First and foremost it is to be determined whether the nature of the license is for symbolic or functional intellectual property. Functional intellectual property is defined as intellectual property that has significant standalone value; In other words, it can be used to derive value without needing to be supported by the entity granting the license. Significant standalone value may exist from the intellectual property's ability to perform tasks or be used for an activity. Functional intellectual property may be licensed in a way that is a right to access or a right to use. If functional intellectual property meets the following two criteria it is considered a right to access and revenue is recognized over time:

i) During the license period, the entity providing the license is expected to undertake activities that do not transfer goods or services to the customer but that will substantially change the functionality of the intellectual property, and

ii) The customer is required to use the updated intellectual property, whether the requirement is contractual or practical in nature.

If the license is for functional intellectual property and the two criteria above are not met, then the license is considered a "right to use" and revenue is recognized at the point in time that the intellectual property is transferred to the customer.

Unamortized contract costs are incremental costs of obtaining a contract which are recognized as assets and amortized over the term of the contract by applying full transition as prescribed in Ind AS 115. The details of the incremental cost is as follows:

Particulars	**Amount in Rs.**
Opening Balance appearing as unamortized cost pertaining to incremental cost as on April 1, 2020	13,30,851
Add: Amount recognized as incremental cost	2,38,01,260
Less: Amount charged to Profit & Loss account over the term of the contract under the head ‘Commission &	2,09,89,802
Closing Balance appearing as unamortized cost pertaining to incremental cost as on March 31, 2021	41,42,309

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to an existing contract are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if the additional services are priced at the standalone selling price, or as a termination of the existing contract and creation of a new contract if not priced at the standalone selling price.

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH

29.12 Disclosure with respect to IND AS 115 (contd.)

The Company presents revenues net of indirect taxes in its statement of Profit and loss.

Revenue from operations for the relevant is as follows:

(Amount in Rs.)

Particulars	**For the year ended March 31, 2021**	For the year ended March 31, 2020
Revenue from installation services	**7,41,52,977**	5,79,21,890
Revenue from licensing of products/se	**4,03,57,753**	5,51,60,285
Revenue from Business Support Servi	**55,213**	1,10,43,490
Total	**11,45,65,943**	**12,41,25,665**

Disaggregate revenue information

The table below presents disaggregated revenues from contracts with customers by customer and contract type. The Company believe that this disaggregation best depicts how the nature, amount, timing and uncertainty of our revenues and cash flows are affected by industry, market and other economic factors. Revenue from operations for the year ended March 31, 2020 and year ended March 31, 2021 are as follows:

(Amount in Rs.)

Particulars	**For the year ended March 31, 2021**	**For the year ended March 31, 2020**
Revenue by Customers		
Revenue from consumers	65,07,674	75,45,874
Revenue from institutions	10,80,58,269	11,65,79,791
Total	**11,45,65,943**	**12,41,25,665**
Revenue by contract type		
Fixed Price Basis	5,59,14,750	6,89,65,380
Fixed Time Frame Basis	5,86,51,193	5,51,60,285
Total	**11,45,65,943**	**12,41,25,665**

Institutions

The company has tied up with various institutions who in turn sell the product to their students, wherein these institutions buy the product in bulk. Some of these institutions also take up the services of a one time installation and customisation for them.

Consumer (B2C)

These are students who approach the website of the company and independently avail of the products that are offered on the companies website.

Trade receivables and Contract Balances

The company classifies the right to consideration in exchange for deliverables as either a receivable or as unbilled revenue. A receivable is a right to consideration that is unconditional upon passage of time. Revenue for time and material contracts are recognized as related service are performed. Revenues in excess of billings is recorded as unbilled revenue and is classified as a financial asset for these cases as right to consideration is unconditional upon passage of time .

Revenue recognition for fixed price development contracts is based on percentage of completion method. Invoicing to the clients is based on milestones as defined in the contract. This would result in the timing of revenue recognition being different from the timing of billing the customers. Unbilled revenue for fixed price development contracts is classified as non-financial asset as the contractual right to consideration is dependent on completion of contractual milestones.

Invoicing in excess of earnings are classified as unearned revenue.

Trade receivable and unbilled revenues are presented net of impairment in the Balance Sheet. During the year on account of probable impact of COVID-19 and & on account of Doubtful Debtors ageing more than 365 days, the Company has created a provision of Rs. 49,19,252/-

Movement in Provision for Doubtful Debts

Particulars	**As at March 31 2021**	**As at March 31 2020**
Opening	52,61,505	
Add: Provision created during the year	49,19,252	52,61,505
Less: Provision utilised during the year	49,58,782	
Closing Balance	**52,21,975**	**52,61,505**

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.13 Information as required to be furnished as per Section 22 of Micro, Small & Medium Enterprises Development Act, 2006 (MSMED Act)

(Amount in Rs.)

S.No.	Particulars	As at March 31, 2021	As at March 31, 2020
1	Principal amount and interest due thereon remaining unpaid to any supplier covered under MSMED Act:		
	-Principal	**75,83,017**	53,00,358
	-Interest	**-**	-
2	The amount of interest paid by the buyer in terms of section16, of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	**-**	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act.	**-**	-
4	The amount of interest accrued and remaining unpaid at the end of each accounting year.	**-**	-
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	**-**	-

The total dues of Micro and Small Enterprises which were outstanding for more than stipulated period are Nil (March 31, 2021 : Rs. Nil) (P.Y. : Rs. Nil)

29.14 Disclosure pursuant to IND AS 116

(Amount in Rs.)

The Company has lease contracts for vehicles used in its operations. Leases of motor vehicles have lease terms of 2 years. The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company also has certain leases with lease terms of 12 months or less and leases of office equipment with low value. The Company applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

The Company has entered into a sub lease agreement for use of office space for its business operations. The sub lease agreement shall be for a period of 5 years. Upon expiry of 5 years the sub lease agreement can be renewed for an additional period of 4 years by execution and registration of sub lease agreement.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

	Motor Vehicles	Building	Total
As at 1 April 2019	**-**		**-**
Additions (Note 3)	14,66,460		14,66,460
Depreciation expense	7,33,230		7,33,230
As at 31 March 2020	7,33,230	-	7,33,230
Additions (Note 3)	-	31,36,95,019	31,36,95,019
Depreciation expense	7,33,230	5,22,82,503	5,30,15,733
As at 31 March 2021	**-**	**26,14,12,516**	**26,14,12,516**

Set out below are the carrying amounts of lease liabilities and the movements during the period:

	Mar-21	Mar-20
As at 1 April	**7,56,629**	**-**
Additions (Note 3)	31,36,95,019	14,66,460
Accretion of Interest	2,14,24,480	73,271
Payments	5,89,81,149	7,83,102
As at 31 March	**27,68,94,979**	7,56,629
Current	5,21,38,011	7,56,629
Non- Current	22,47,56,968	**-**

The effective interest rate for lease liabilities is 6.4%, with maturity on 31.03.2021 and 9.5%, with maturity on 31.05.2025

The following are the amounts recognised in profit or loss:

	Mar-21	Mar-20
Depreciation Expense of Right-of-use of Assets *	5,30,15,733	7,33,230
Interest expense on lease liabilities **	2,14,24,480	73,271
expenses) ***	5,71,46,414	6,55,13,644
Expense relating to leases of low-value assets (included in oth	**-**	**-**
Variable lease payments (included in other expenses)	**-**	**-**
Total Amount Recognized in P&L	**13,15,86,627**	6,63,20,145

* During the year 2020-21 Rs. 4,64,98,394/- (P.Y Nil) has been capitalised

** During the year 2020-21 Rs. 1,90,45,004/- (P.Y Nil) has been capitalised

*** During the year 2020-21 Rs. 4,78,52,218/- (P.Y Rs 4,54,18,161/-) has been capitalised

Maturity Profile **(Amount in Rs)**

Liability	Balance
31-Mar-21	27,68,94,980
31-Mar-22	22,47,56,968
31-Mar-23	16,42,59,619
31-Mar-24	9,44,45,903
31-Mar-25	1,42,58,703

Particulars	2020-21	2019-20
Total Cash Outflow	13,15,86,627	6,63,20,145
Non Cash Additions	31,36,95,019	14,66,460

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.15 Disclosure as per IND AS 103

A. Acquisition of a business undertaking from Designmate India Private Limited

(Amount in Rs.)

During the year FY 2020-21, the Company has acquired a division of M/s Designmate India Private Limited - Business of providing educational technology platform along with 3D/AR/VR media content for K-12 curricula as a part of a 3D learning process division.

Set out below are the Transactions recorded during the period for the above said Entiry:

	Amount in Rs.
Fair Value of Assets	1,42,04,30,538
Less : Fair value of Liabilities	49,99,50,338
Purchase Consideration Given in Cash	90,00,49,662
Capital Reserve	**2,04,30,538**

Revenue Breakup

	Amount in Rs.
Post Aquisition Revenue	2,64,58,419
Total	**2,64,58,419**

Analysis of Cashflow on Acquisition

The following are the amounts recognised in Cashflow Statement of the Company:

	Amount in Rs.
Transaction Cost of Acquisition included in Cashflow from Operating Activities	87,50,000
Total	87,50,000

29.16 The Figures regarding Trade Receivables, Trade Payables, Advance to Suppliers and others, Advances to Customers, etc. are subject to confirmation.

29.17 affected various sectors of industry in the global economy. This has however not affected the operations of the Company and the management is of the opinion that there will not be any significant impact of the operations of the Company and does not require any disclosure of possible impact in these financial statements, except for a provision made on a very conservative basis towards the debtors of the company.

29.18 The Previous years figures have been reclassified / regrouped to make comparable with Ind AS

NOTES TO BALANCE SHEET AND STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH, 2021

29.19 Disclosure as per Section 186 of the Companies Act

(Amount in Rs.)

Name of the Entity	**Purpose for which the Loan/Guarantee is proposed to be utlised by the receipient**	**As at March 31, 2021**	As at March 31, 2020
Designmate India Private Limited	Loan given for business purpose (Rate of Interest - 6%)	-	-

As per our report of even date attached

For and on behalf of
Ashwani & Associates
Firm Registration Number: 000497N
by the hand of

Aditya Kumar
Partner
Membership No. 506955
Place : Ludhiana

Date: 19.04.2021

For and on behalf of the Board

Anshuman Thakur
Director
DIN : 03279460
Place : Mumbai

Aditi Avasthi
Whole-time Director
DIN : 05352951
Place: Bengaluru

Juhi Pant
Company Secretary
Mem No. ACS28830
Place : Bangalore